



Annual Report

2024

Facets of Excellence

Just as the facets of a diamond capture and reflect light from every angle, the health icons within our logo mirror the broad spectrum of care and coverage provided by TPL Life.

Each icon illustrates the company's commitment to protecting every aspect of a person's health with utmost excellence, narrating a story of legacy, trust and a promise to always stand strong in the face of challenges.



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SEHAT ZINDAGI

A comprehensive health insurance solution designed to meet the diverse needs of individuals and families. With access to an extensive network of over 300 hospitals nationwide, it ensures seamless healthcare services while reducing financial burdens. The plan covers in-patient hospitalization, a wide range of medical treatments, specialized investigations, and emergency care, providing holistic well-being and peace of mind.

01

PARENTAL INSURANCE

A specialized insurance plan tailored for parents, providing both routine and emergency medical coverage. Offering up to PKR 300,000 in annual coverage, the plan includes hospitalization, pre-existing condition coverage after the first year, in-home doctor visits, and dedicated health management. With flexible options, it ensures peace of mind and a secure future for parents.

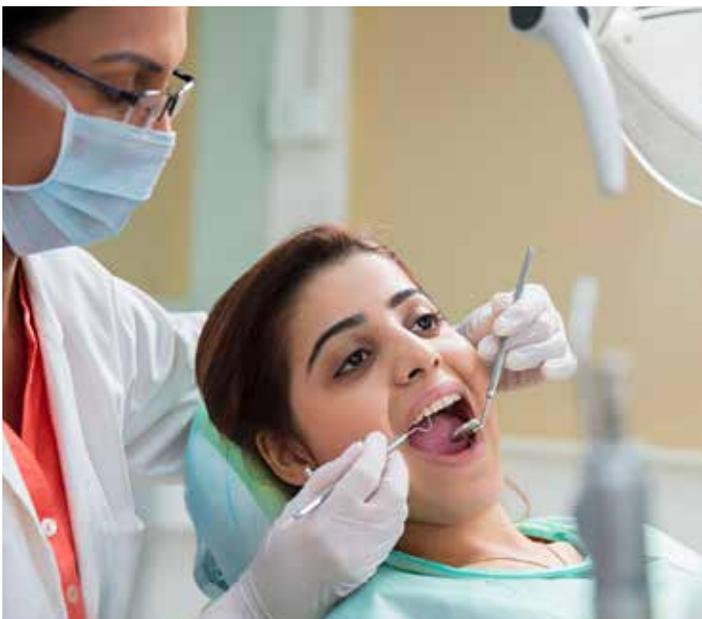
02



DENTAL INSURANCE

A comprehensive dental coverage plan designed to prioritize oral health while alleviating financial concerns. With access to a network of experienced dentists, the plan ensures quality dental care for individuals and families at competitive premiums, promoting healthy and confident smiles.

03





GLOBEWELL INTERNATIONAL HEALTH INSURANCE

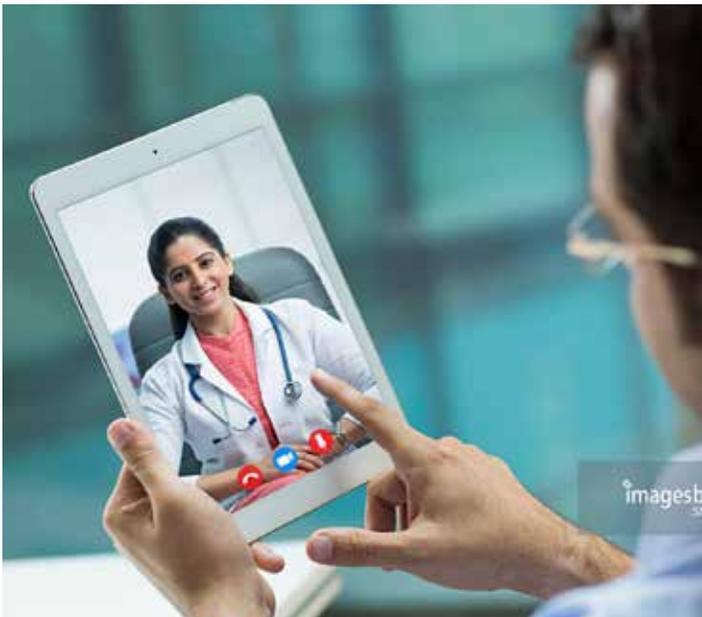
Pakistan's first dollar-based international health insurance plan, offering global coverage with cashless hospitalization, flexibility in choosing treatment locations, and the option to include family members. The plan includes in-patient hospitalization coverage of up to USD 500,000 worldwide, ensuring seamless international medical care.

04

WOMEN SPECIFIC INSURANCE

A tailored health insurance plan designed to address the unique medical needs of women, offering coverage for critical illnesses, hospitalization, and financial support. It includes income benefits in case of the loss of a spouse or father and access to telehealth services, ensuring financial stability and peace of mind.

05



SAHULAT

A digital healthcare ecosystem offering seamless medical access through the TPL Life mobile app. Users can order authentic medicines via Sahulat Med, book home sample collections with Sahulat Lab, and consult PMDC-certified doctors through Sahulat Doc. It ensures convenience, accessibility, and quality healthcare from the comfort of home.

06



TIMESHIELD INSURANCE

Pakistan's first usage-based life insurance product, offering flexible hourly or daily coverage. Users can activate coverage from 1 to 23 hours and modify policies through a mobile app. With a lump sum benefit of PKR 500,000, Timeshield ensures accessible, on-demand financial protection.

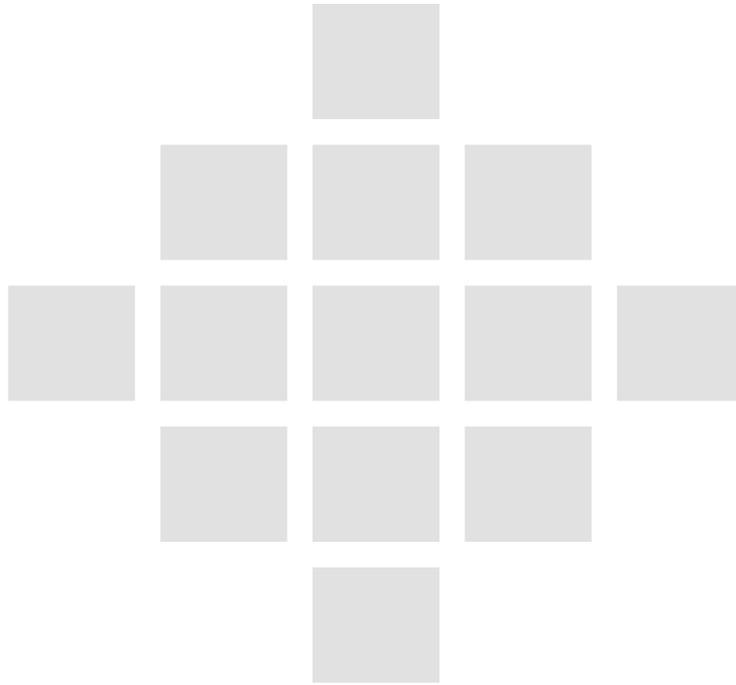
07

GROUP LIFE

A tailored life insurance plan designed to provide financial security for employees across all tiers. It supports businesses in fostering a framework of employee benefits, reinforcing their role as responsible employers. With comprehensive coverage, Group Life ensures stability and peace of mind for employees and their families.

08





OUR VISION

To be the leader for offering life and health insurance solutions backed by digital prowess, convenience, ease, affordability and high value – ensuring access to quality financial care for each and every Pakistani without discrimination.

OUR MISSION

TPL Life is committed to provide quality financial care to every Pakistani via its touch points and insurance solutions that are; innovative, simple, convenient, accessible, and yet empowering – towards securing the present and building a financially sound & reliable future of every Pakistani without discrimination.

OUR VALUES

Teamwork | Growth | Leadership | Equality | Passion

COMPANY INFORMATION

Independent Director(s)

Ms. Muneeza Kassim
Mr. Abdul Karim Sultanali

Executive Director(s)

Mr. Saad Nissar

Non-Executive Director(s)

Mr. Jameel Yusuf Ahmed S.St.
Mr. Muhammad Ali Jameel
Mr. Farrukh Shauket Ansari
Syed Ali Hassan Zaidi

CEO

Mr. Saad Nissar

CFO

Syed Kazim Hasan

Company Secretary

Ms. Shayan Mufti

Legal Advisor

Mohsin Tayebaly & Co

Auditor

M/s BDO Ebrahim & Co.,
Chartered Accountants

Ethics, Human Resource, Remuneration and Nomination Committee

Mr. Farrukh Shauket Ansari	Chairman
Ms. Muneeza Kassim	Member
Mr. Saad Nissar	Member
Mr. Nader Nawaz	Secretary

Audit Committee

Ms. Muneeza Kassim	Chairperson
Mr. Farrukh Shauket Ansari	Member
Mr. Abdul Karim Sultanali	Member
Mr. Hashim Sadiq Ali	Secretary

Conventional Banks

Bank Al Habib Limited
Bank Makramah Limited
The First MicroFinance Bank Limited
FINCA Microfinance Bank Limited
Habib Bank Limited
Habib Metropolitan Bank Limited
JS Bank Limited
Mobilink Microfinance Bank Limited
Samba Bank Limited
Silkbank Limited
Soneri Bank Limited
Telenor Microfinance Bank Limited
United Bank Limited

Islamic Banks

Bank Al Habib Limited
Bank Makramah Limited
Dubai Islamic Bank Limited
Faysal Bank Limited
MCB Islamic Bank Limited
Soneri Bank Limited

Share Registered

Corplink (Private) Limited
Wings Arcade, 1- K, Commercial Model Town,
Lahore 54000, Pakistan.
Tel: +92 42 35916714, +92 42 35916719, +92 42 35869037

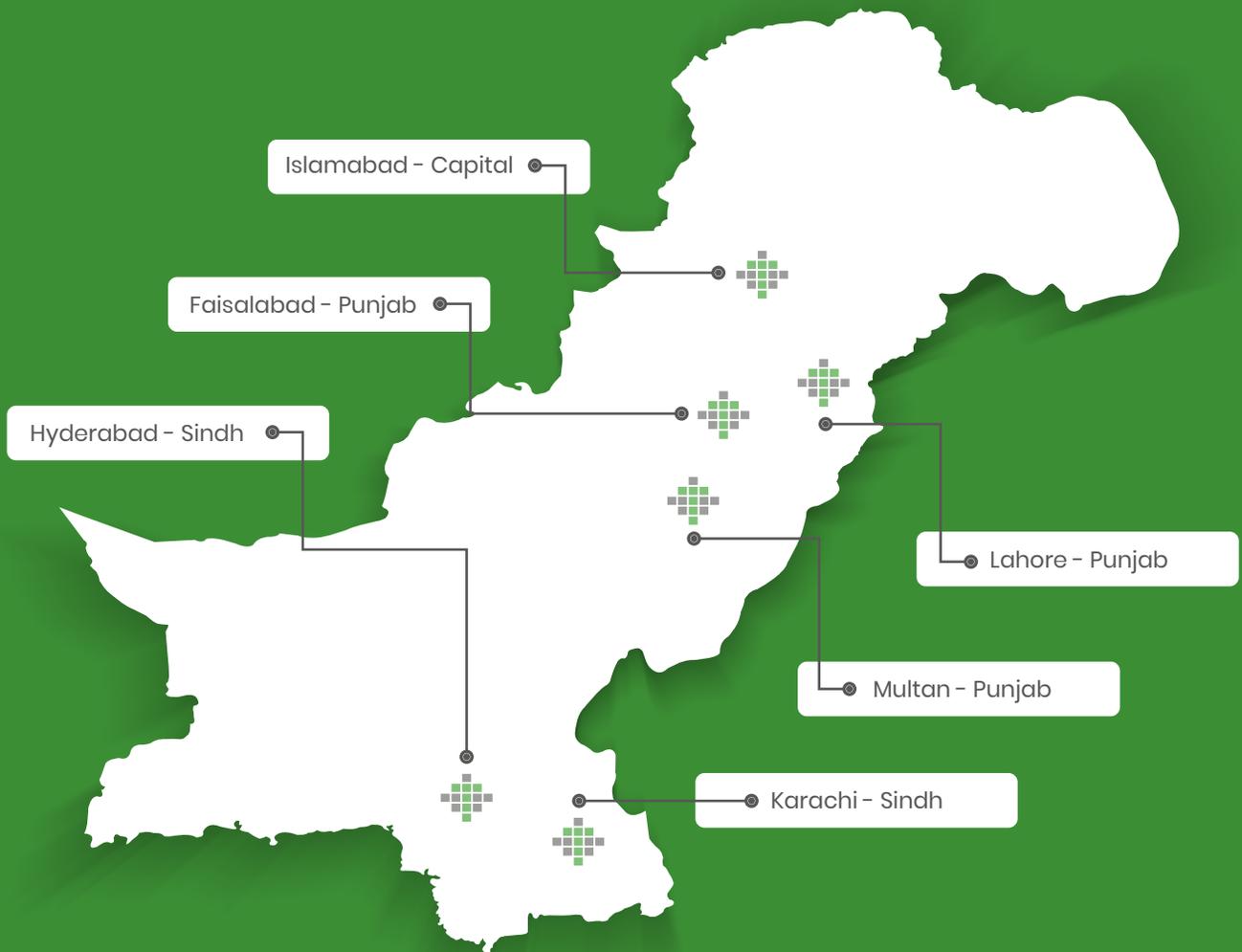
Registered Office

20th Floor, Sky Tower East Wing, Dolmen City, HC-3, Abdul Sattar Edhi Avenue,
Block No. 4, Clifton, Karachi.
Fax: +92 21 35184064
Tel: +92 21 37130227

Web Presence

www.tpllife.com

GEOGRAPHICAL PRESENCE



KARACHI OFFICE

19-B, S.M.C.H.S, near Roomi Masjid, Shahrah-e-Faisal, Karachi.

ISLAMABAD

CBC Building, Plot Bk. 12-A, Second Floor (East Side), G-8 Markaz, Islamabad.

LAHORE

Tower 75, L Block Main Gulberg, Adjacent to City Sales, Kalma Chowk, Main Ferozpur Road, Lahore.

MULTAN

Shalimar Colony, Haider Street, Near Sardar Motor Workshop, Bosan Road Toyota Bypass, Multan.

HYDERABAD

2nd Floor Plot No. 15/5, Main Auto Bhan Road, Railway Cooperative Housing Society, Near Bank Al Falah, Hyderabad.

FAISALABAD

Office No.2, 4th Floor Meezan Executive Tower, Liaqat Road, Faisalabad.



CHAIRMAN'S REVIEW

Jameel Yusuf S.St.

On behalf of the Board of Directors, I express my gratitude to our shareholders for supporting TPL Life Insurance Limited (“the Company”) in its vision to deliver innovative, affordable, and digitally driven health insurance solutions.

This marks our first report since the Company’s listing on the Pakistan Stock Exchange following the amalgamation of DSML into the Company. It is a privilege to present an overview of the Company’s progress and management performance to our shareholders and stakeholders.

TPL Life Insurance Limited remains committed to providing quality financial care to every Pakistani through accessible, convenient, and empowering insurance solutions. Our growth is driven by a dedicated team and a supportive Board of Directors, enabling us to lead the market.

The financial results for 2024 reflect the impact of the country's economic downturn. Despite these challenges, we remain steadfast in our commitment to excellence, ensuring effective performance and addressing stakeholder concerns. TPL Corp continues to pledge its support to TPL Life for meeting any solvency or working capital requirement that may occur.

Our Board comprises independent, non-executive, and executive directors, bringing the right mix of expertise, enterprise and experience. Their guidance and oversight help the Company navigate all situations successfully.

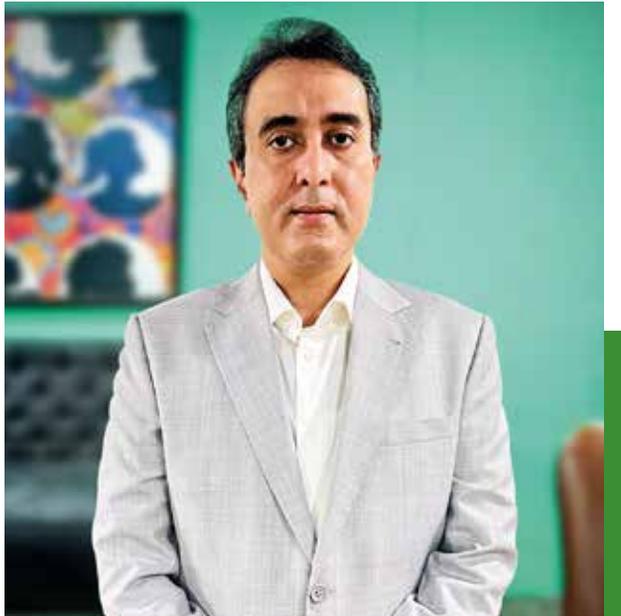
The placement of DSML on the normal counter of the Pakistan Stock Exchange marks a new chapter in our growth. The Board and its subcommittees continue to uphold the highest corporate governance standards, ensuring regulatory compliance and operational efficiency.

We sincerely appreciate our shareholders' trust and look forward to a future of continued success.

Wishing you all a prosperous year ahead.

A handwritten signature in black ink, appearing to read 'Jameel Yusuf S.St.'.

Jameel Yusuf S.St.
Chairman of the Board



CEO MESSAGE

Saad Nissar

I am pleased to present the Annual Report for the year 2024, reflecting a transformative year for TPL Life Insurance Ltd., marked by strategic milestones and a renewed commitment to innovation and customer-centricity. Among our most significant achievements, the reverse merger of TPL Life with Dar Es Salaam Textile Mills Limited (DSML) has positioned us as a publicly listed company on the Pakistan Stock Exchange (PSX). This move not only elevates our financial standing but also enhances our ability to drive sustainable growth in the insurance sector.

Building on this momentum, the wisdom and clarity of vision from our esteemed Board Members have been pivotal in transforming our corporate-centric approach into a purely retail and digital mindset, enabling us to continue revolutionizing the insurance industry by reshaping our business strategy. In line with this, we have strategically reduced our corporate business while exponentially expanding our retail and digital book through innovative initiatives and bespoke solutions for our target audience. This shift is driven by a strong focus on embedded and voluntary insurance schemes with our banking partners, for the persistent scalability of our international health product, Globewell, which caters to High-Net-Worth Individuals (HNWIs) and priority banking customers, alongside an increased push for microinsurance in Tier 2 and Tier 3 cities through collaborations with microfinance institutions.

Furthermore, we continue to take immense pride in being the only company offering unique insurance solutions, including dental, parental, and domestic staff insurance. In addition, our strategic roadmap includes scaling our entry into unit-linked products by forging synergistic partnerships with financial institutions. Additionally, leveraging the technological expertise of our parent company, TPL Corp, our in-house IT capabilities have enabled us to drive seamless innovation and integration with banking applications, reinforcing our position at the forefront of Insurtech.

As we broaden our reach and strengthen our impact across diverse customer segments, our people remain at the heart of our success. Acknowledging that our employees are key to our achievements, we are committed to building a culture rooted in inclusivity, sustainability, and diversity. By focusing on employee retention and leadership development, we ensure that key roles are aligned with our long-term vision. Consequently, this empowers our teams to drive growth, increase profitability, and uphold our core values in an ever-evolving market landscape.

Looking ahead to 2025, our unwavering focus remains on delivering seamless, innovative, and customer-centric insurance solutions that are accessible to all. This approach not only positions us ahead of the curve but also empowers us to deliver exceptional value to our customers, partners, and stakeholders, to whom we express our sincere gratitude for their continued trust and support, both in the past and in the years to come.

Best regards,

Saad Nissar
CEO, TPL Life Insurance Limited

BOARD OF DIRECTORS



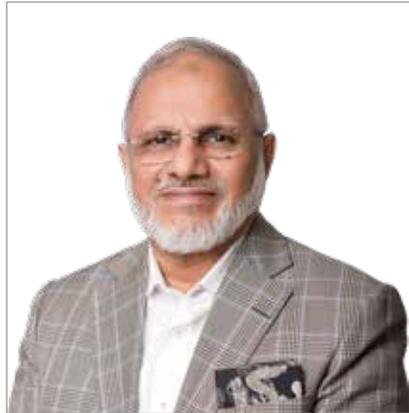
Mr. Jameel Yusuf Ahmed S.St.
Chairman / Director



Mr. Muhammad Ali Jameel
Director



Mr. Saad Nissar
CEO / Director



Mr. Farrukh Shauket Ansari
Director



Syed Ali Hassan Zaidi
Director



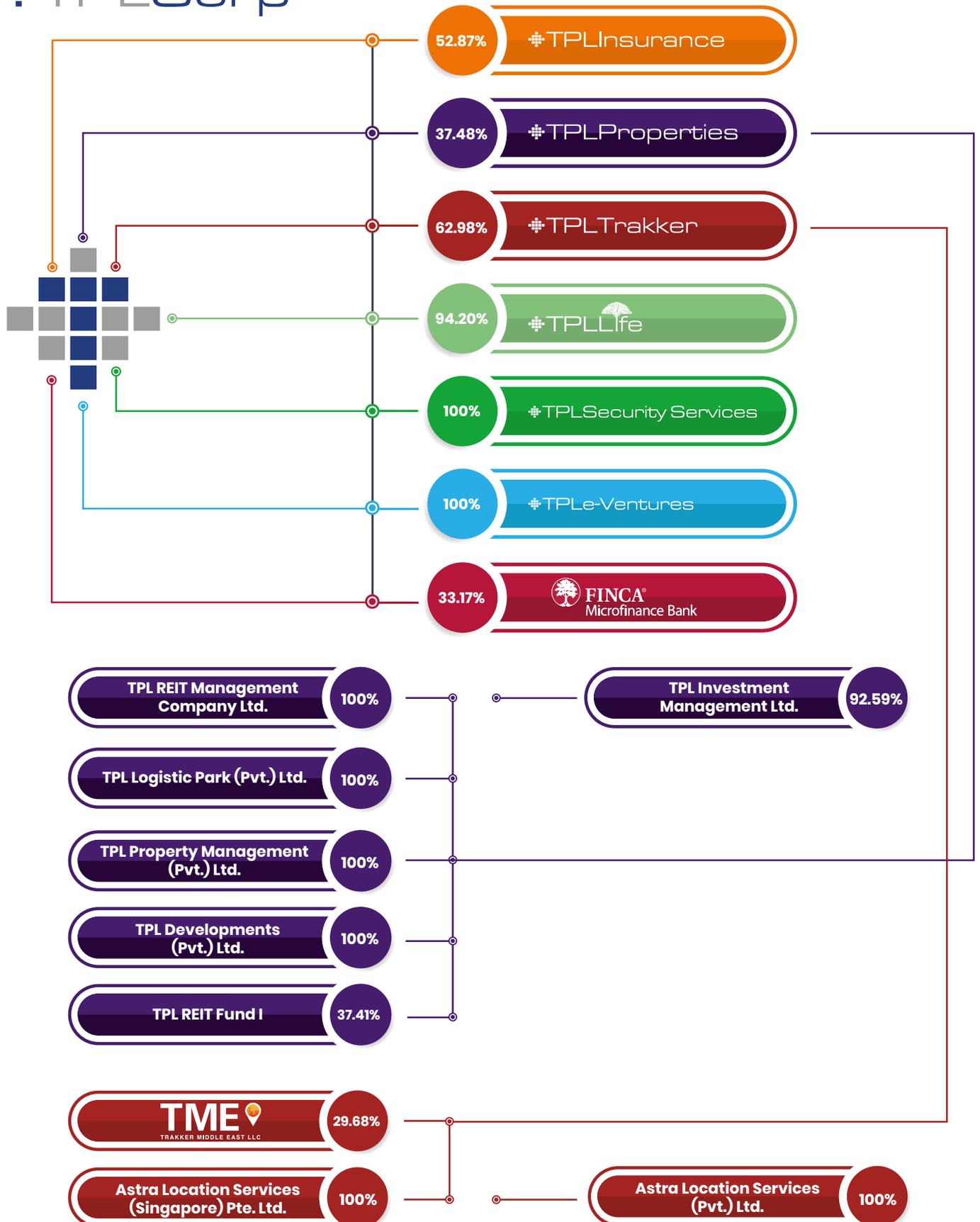
Mr. Abdul Karim Sultanali
Director



Ms. Muneeza Kassim
Director

GROUP ARCHITECTURE

TPL Corp



Sustainability Report 2024

TPL Cares

TPL Cares is the Group's dedicated Corporate Social Responsibility (CSR) platform, focused on making a meaningful and lasting impact in communities through a multi-faceted approach. Guided by our commitment to healthcare, education, inclusion, gender equality, and environmental sustainability, we strive to create positive change and empower lives.

At TPL, we remain steadfast in our mission to uplift communities and drive transformative progress. Through community engagement initiatives, we support a diverse range of programs and partnerships that address critical societal challenges, promote awareness, and foster sustainable development.

In addition to these efforts, we actively engage our employees through our volunteering program, which encourages them to dedicate their time and skills to community-building activities. By fostering a culture of giving back, we aim to inspire collective action and strengthen the bonds between our employees and the communities we serve.

Recognizing the importance of employee well-being, TPL Cares also includes a comprehensive employee well-being program designed to support the physical, mental, and emotional health of our workforce. From wellness workshops and recreational activities to awareness campaigns and on-site medical screenings, we prioritize creating a supportive and thriving workplace environment.

Together, these initiatives form the foundation of TPL Cares, a platform dedicated to building a healthier, more inclusive, and equitable future for both our communities and our employees.



1. Volunteer Program

- Sign Languages with Deaf Reach School
- Universal Children's Day: Inspiring Young Minds
- Persons with Disabilities with NOWPDP
- Karachi Down Syndrome Program (KDSP)



2. Awards and Recognition



3. Climate Action

- World Environment Day Celebration
- Sustainable Waste Management
- Alternate Power Generation
- WWF-Pakistan's Green Office Program



4. Employee Well-being

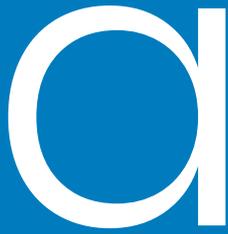
- Wellness for the Whole You
- Awareness Sessions
- Bake Sale
- Wellness Workshops
- Recreational Corners
- Promoting Awareness and Healthy Living



1

Volunteer Program

Throughout the year, our employees have volunteered at NGOs and charitable institutions to bring a positive change in society. Since inception, this program has recorded over 209 volunteer hours showcasing our collective commitment to community service and empowerment.



International Day of Sign Languages with Deaf Reach School

TPL employees visited Deaf Reach School, Karachi, to celebrate the International Day of Sign Languages, fostering inclusivity and raising awareness about sign language.

6 volunteers engaged with 200 students through interactive sign language sessions, arts and crafts, sports, board games, and a motivational session emphasizing the message that abilities, not disabilities, define potential. 27 Volunteer hours were spent during this activity.



b

Universal Children's Day: Inspiring Young Minds

In celebration of Universal Children's Day, TPL hosted 40 students from SOS Children's Village Karachi at the TPL Mangrove Biodiversity Park. The event aimed to inspire the younger generation about environmental conservation and the critical role of mangroves in sustaining ecosystems. The two-hour field trip featured a mangrove walk, nature journaling activities a mangrove plantation drive, conducted in collaboration with the Sindh Forestry Department.

A dedicated team of 8 volunteers from various departments contributed 11 volunteer hours, ensuring a seamless and impactful experience for the children.



C

International Day of Persons with Disabilities with NOWPDP

In celebration of the International Day of Persons with Disabilities, TPL conducted a two-day capacity-building workshop at NOWPDP for 20 graduate trainees with hearing and speech difficulties.

The workshops aimed to equip participants with essential skills for workforce integration, covering professional grooming and workplace conduct and workplace etiquettes, including effective communication in professional settings.

A team of three TPL employees dedicated 4.5 hours to facilitate the sessions, with an interpreter ensuring seamless communication.

This initiative underscores TPL's commitment to inclusivity and professional development, fostering opportunities for individuals with diverse abilities to thrive.



d

Karachi Down Syndrome Program (KDSP)

TPL continues to support inclusivity and mental health through meaningful initiatives. Our Head of Marketing conducted group sessions for parents of children at KDSP, focusing on self-regulation skills, emotional support, group therapy, and guidance on coping strategies. This engagement underscores our dedication to empowering families and fostering a supportive environment. 08 volunteer hours were spent in these impactful sessions.



2

Awards and Recognition

TPL has a proud legacy of receiving numerous awards at the group level, recognizing our commitment to community impact and corporate responsibility. While TPL Life is still in its early stages, having been listed in June 2024, we are eager to build on this foundation and make our mark. These accolades serve as a testament to our dedication, and we look forward to earning similar recognition for TPL Life in the future.

3

Climate Action

TPL is committed to addressing climate change through various initiatives aimed at reducing our carbon footprint and promoting environmental sustainability.

d

World Environment Day Celebration

In partnership with the Sindh Forest Department, TPL Properties is developing a Mangrove Biodiversity Park, an eco-tourism destination aimed at preserving and enriching a delicate ecosystem. On World Environment Day, TPL Leadership planted 270 Rhizophora mangrove trees, marking the launch of our large-scale plantation project in Korangi Creek. Our long-term goal is to plant 10,000 mangrove trees, promoting coastal resilience, enhancing biodiversity, and encouraging wildlife to return to the area.

b

Sustainable Waste Management

TPL's partnership with GarbageCan (sustainable waste management vendor) is a strategic effort that ensures paper, glass and plastic waste generated at TPL's SMCHS office in Karachi is sustainably disposed of in designated landfills or recycled when possible. This has allowed us in reducing our carbon footprint and promoting positive environmental practices in the city.

Approx

7,000+

kgs waste collected since inception

C

Alternate Power Generation

TPL SMCHS building harnessed renewable energy by generating 3,000 KWA of solar power to operate its facilities. This transition enabled the **utilization of 2% renewable energy**, contributing to a measurable reduction in our overall carbon footprint.

d

WWF–Pakistan’s Green Office Program

TPL Life along with TPL Insurance is proud to partner with WWF Pakistan through the Green Office Programme, reinforcing our commitment to sustainability. This initiative helps reduce our carbon footprint, lower energy costs, and promote responsible business practices. It reflects our dedication to environmental responsibility and long-term positive impact.



4

Employee Well-being

At TPL, we prioritize the well-being of our employees by implementing a variety of programs designed to promote positive physical, mental, and emotional health.

d

Wellness October 24: Wellness for the Whole You

In October 2024, TPL organized "Wellness for the Whole You: Unplug, Unwind, and Uplift" for our employees, emphasizing mental and physical well-being. The initiative featured a series of awareness sessions, wellness workshops, and recreational activities, fostering a holistic approach to employee health and wellness.

b

Awareness Sessions

In collaboration with Aga Khan University Hospital (AKUH), TPL conducted a Breast Cancer Awareness Session to educate employees on breast cancer, early detection methods, and preventive measures. The sessions saw 24 attendees, collectively contributing 24 hours toward spreading crucial awareness.



C

Bake Sale

To support Breast Cancer Awareness and fundraising efforts, we hosted a bake sale featuring four varieties of homemade sweet and savory treats, with all 58 servings completely sold out. The proceeds were donated to Bait-ul-Sukoon Cancer Hospital & Hospice, aiding their mission to provide free, high-quality care to cancer patients.



d

Wellness Workshops

In partnership with DoctHers, we organized wellness workshops led by mental health professionals. These sessions included activities such as meditation, breathing exercises, and relaxation activities, offering employees tools for mental clarity and emotional resilience. The workshops had 19 attendees, who collectively dedicated 19 hours to improving their well-being.





Recreational Corners

To complement the workshops, recreational corners were set up at the SMCHS Office , providing employees a space to relax and explore their creative side. These corners featured activities like reading, clay potting, painting, and artwork, attracting 27 participants who contributed a total of 54 hours.





World Diabetes Day: Promoting Awareness and Healthy Living

To commemorate World Diabetes Day, TPL partnered with RIMS Trauma Hospital to host a diabetes awareness session and offer complimentary on-site medical screenings at its offices, aimed at educating employees about diabetes prevention, management, and healthy lifestyle choices. 28 Approx. employees participated.



TPL's Commitment to Sustainable Impact

At TPL, we are committed to a holistic approach to sustainability, integrating social, educational, healthcare, and environmental initiatives to drive meaningful, long-term impact. Over the years, we have contributed to more than 50 non-profit organizations, educational institutions, and charitable trusts across Pakistan, supporting causes that uplift communities and promote sustainable development. As a socially responsible and environmentally conscious entity, we extend our efforts beyond philanthropy to initiatives that foster resilience, inclusivity, and positive change across the industries we operate in. Our commitment remains steadfast in creating a better future through responsible action and lasting impact.

Horizontal Analysis

For the Year Ended December 31, 2024

Balance Sheet	2024	2023	2022	2021	2020	2019
	Rupees in million					
Property and equipment	36.70	47.31	42.53	25.20	18.05	30.64
Investments	329.19	224.20	328.69	486.84	268.01	226.49
Insurance / reinsurance receivables	68.27	208.14	116.89	136.02	429.00	286.79
Other loans and receivables	52.84	37.56	48.57	81.94	20.20	15.25
Taxation - payments less provision	52.54	44.20	38.32	31.69	31.53	29.77
Prepayments	5.07	1.08	1.00	0.60	3.61	1.44
Cash and bank	702.13	559.05	355.72	238.42	352.23	386.18
Total Assets	1,246.74	1,121.54	931.72	1,000.71	1,122.64	976.56
Issued, subscribed and paid up share capital	2,245.00	2,090.00	1,910.00	1,750.00	1,325.00	1,100.00
Accumulated loss of other than participating business	(2555.55)	(2311.66)	(2048.52)	(1844.06)	(1616.20)	(1233.58)
Loan from sponsors	300.86	0.00	0.00	0.00	0.00	0.00
Unappropriated profit	301.33	397.65	379.47	389.01	352.75	322.00
Advance against issuance of right shares	0.00	75.00	50.00	120.00	0.00	100.00
Total Equity	291.64	251.00	290.95	414.95	61.56	288.41
Insurance liabilities	343.98	271.84	178.27	301.33	662.62	479.80
Premium received in advance	6.36	16.63	13.94	11.38	14.65	7.58
Insurance / reinsurance payables	240.63	256.61	215.96	134.92	175.58	105.77
Other creditors and accruals	364.13	325.47	232.60	138.13	208.23	95.00
Total Liabilities	955.09	870.54	640.77	585.76	1061.08	688.15
Total Shareholders' Equity and Liabilities	1246.74	1121.54	931.72	1000.71	1122.64	976.56

Profit and Loss Account	2024	2023	2022	2021	2020	2019
	Rupees in million					
Gross Premium	391.83	436.42	337.34	640.25	1,130.16	753.11
Net premium revenue	294.94	308.59	190.75	540.42	951.84	642.78
Total Investment and other income	73.22	70.67	24.60	64.25	48.25	42.16
Net income	368.16	379.26	215.34	604.67	1,000.09	684.95
Net insurance benefits	61.43	70.09	93.70	657.13	720.84	385.96
Total Expenses	635.62	537.29	333.10	133.55	629.66	569.09
Loss before interest and tax	(328.90)	(228.12)	(211.46)	(186.00)	(350.41)	(270.10)
Financial charges	(10.73)	(13.78)	(2.05)	(0.47)	(0.93)	(0.73)
Loss before tax	(339.62)	(241.90)	(213.51)	(186.47)	(351.34)	(270.83)
Income tax expense	(0.59)	(3.05)	(0.49)	(5.14)	(0.52)	(0.44)
Total comprehensive loss for the year	(340.21)	(244.95)	(214.00)	(191.61)	(351.86)	(271.26)
Loss (after tax) per share - Rupees	(1.54)	(1.24)	(1.18)	(1.38)	(2.94)	(2.91)

Vertical Analysis

For the Year Ended December 31, 2024

Balance Sheet	2024	2023	2022	2021	2020	2019
Property and equipment	2.9%	4.2%	4.6%	2.5%	1.6%	3.1%
Investments	26.4%	20.0%	35.3%	48.6%	23.9%	23.2%
Insurance / reinsurance receivables	5.5%	18.6%	12.5%	13.6%	38.2%	29.4%
Other loans and receivables	4.2%	3.3%	5.2%	8.2%	1.8%	1.6%
Taxation - payments less provision	4.2%	3.9%	4.1%	3.2%	2.8%	3.0%
Prepayments	0.4%	0.1%	0.1%	0.1%	0.3%	0.1%
Cash and bank	56.3%	49.8%	38.2%	23.8%	31.4%	39.5%
Total Assets	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
Issued, subscribed and paid up share capital	180.1%	186.4%	205.0%	174.9%	118.0%	112.6%
Accumulated loss of other than participating business	-205.0%	-206.1%	-219.9%	-184.3%	-144.0%	-126.3%
Loan from sponsors	24.1%	0.0%	0.0%	0.0%	0.0%	0.0%
Unappropriated profit	24.2%	35.5%	40.7%	38.9%	31.4%	33.0%
Advance against issuance of right shares	0.0%	6.7%	5.4%	12.0%	0.0%	10.2%
Total Equity	23.4%	22.4%	31.2%	41.5%	5.5%	29.5%
Insurance liabilities	27.6%	24.2%	19.1%	30.1%	59.0%	49.1%
Premium received in advance	0.5%	1.5%	1.5%	1.1%	1.3%	0.8%
Insurance / reinsurance payables	19.3%	22.9%	23.2%	13.5%	15.6%	10.8%
Other creditors and accruals	29.2%	29.0%	25.0%	13.8%	18.5%	9.7%
Total Liabilities	76.6%	77.6%	68.8%	58.5%	94.5%	70.5%
Total Shareholders Equity and Liabilities	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%

Profit and Loss Account	2024	2023	2022	2021	2020	2019
Gross Premium	106.4%	115.1%	156.7%	105.9%	113.0%	110.0%
Net premium revenue	80.1%	81.4%	88.6%	89.4%	95.2%	93.8%
Total Investment and other income	19.9%	18.6%	11.4%	10.6%	4.8%	6.2%
Net income	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
Net insurance benefits	16.7%	18.5%	43.5%	108.7%	72.1%	56.3%
Total Expenses	172.6%	141.7%	154.7%	22.1%	63.0%	83.1%
Loss before interest and tax	-89.3%	-60.1%	-98.2%	-30.8%	-35.0%	-39.4%
Financial charges	-2.9%	-3.6%	-1.0%	-0.1%	-0.1%	-0.1%
Loss before tax	-92.2%	-63.8%	-99.1%	-30.8%	-35.1%	-39.5%
Income tax expense	-0.2%	-0.8%	-0.2%	-0.8%	-0.1%	-0.1%
Total comprehensive loss for the year	-92.4%	-64.6%	-99.4%	-31.7%	-35.2%	-39.6%

Cashflow Analysis

For the Year Ended December 31, 2024

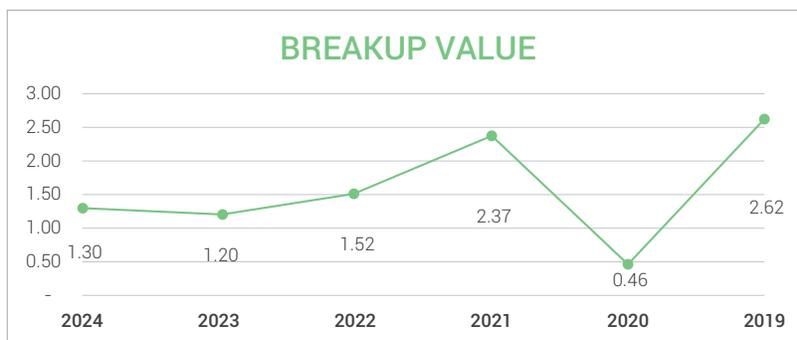
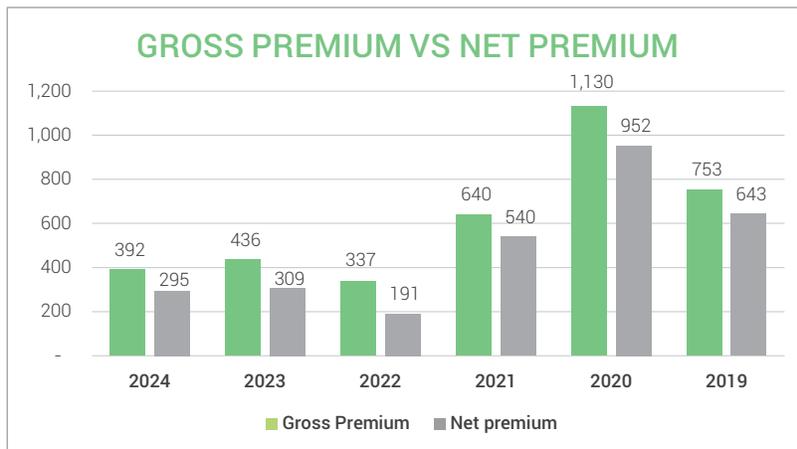
Particulars	2024	2023	2022	2021	2020	2019
	Rupees in million					
Net Cashflows from Operating Activities	(103.72)	(163.81)	(127.29)	(460.02)	(157.72)	(163.04)
Net Cashflows from Investing Activities	(44.05)	164.27	156.89	(195.49)	2.05	79.21
Net Cashflows from Financing Activities	290.86	202.87	87.70	541.71	121.71	297.80
Net Cash Inflow / (Outflow)	143.08	203.33	117.30	(113.80)	(33.96)	213.98
Cash and cash equivalent at the start of the year	559.05	355.72	238.42	352.23	386.19	172.21
Cash and cash equivalent at the end of the year	702.13	559.05	355.72	238.42	352.23	386.19

Ratio Analysis

For the Year Ended December 31, 2024

		2024	2023	2022	2021	2020	2019
Profitability							
Loss Before Tax / Gross Premium	%	-86.7%	-55.4%	-63.3%	-29.1%	-31.1%	-36.0%
Loss Before Tax / Net Premium	%	-115.2%	-78.4%	-111.9%	-34.5%	-36.9%	-42.1%
Loss After Tax / Gross Premium	%	-86.8%	-56.1%	-63.4%	-29.9%	-31.1%	-36.0%
Loss After Tax / Net Premium	%	-115.4%	-79.4%	-112.2%	-35.5%	-37.0%	-42.2%
Combined ratio	%	236.3%	196.8%	223.8%	146.3%	141.9%	148.6%
Net Claims / Net Premium	%	20.8%	22.7%	49.1%	121.6%	75.7%	60.0%
Total Expenses / Net Premium	%	215.5%	174.1%	174.6%	24.7%	66.2%	88.5%
Return to Shareholders							
Return on Equity	%	126.2%	151.1%	74.0%	145.7%	1624.7%	237.5%
Return on Capital Employed	%	-116.7%	-97.6%	-73.6%	-46.2%	-571.6%	-94.1%
Return on Assets	%	29.5%	33.8%	23.1%	60.4%	89.1%	70.1%
Breakup value per share	Rs.	1.30	1.20	1.52	2.37	0.46	2.62
Performance / Liquidity							
Current Ratio	Times	1.3	1.2	1.4	1.7	1.0	1.4
Cash / Current Liabilities	%	73.5%	43.9%	42.3%	32.5%	34.4%	34.5%
Total Assets Turnover	Times	0.2	0.3	0.2	0.5	0.8	0.7
Total Liabilities / Equity	Times	3.3	3.5	2.2	1.4	17.2	2.4

Graphical Presentation of Key Financial Ratios



Statement of Value Addition and its Distribution

Wealth Generated	2024		2023	
	(Rupees)	%	(Rupees)	%
Net premium	294,938,349		308,585,310	
Investment and other income	73,217,844		70,671,354	
	368,156,193		379,256,664	
Less: Claims, Expenses and charge of premium deficiency reserve (excluding employees remuneration, donation, depreciation and taxes)	(346,611,142)		(226,758,635)	
	21,545,051	100%	152,498,029	100%

Wealth Distributed	2024		2023	
	(Rupees)	%	(Rupees)	%
To employees	217,476,707	1009%	225,938,419	148%
To business partners	121,402,819	563%	147,602,531	97%
To government	589,565	3%	3,047,163	2%
To finance	10,725,039	50%	13,783,973	9%
Retained in business	11,562,397	54%	7,076,107	5%
Depreciation and amortization	-340,211,475	-1579%	-244,950,164	-161%
Retained profit / loss	-328,649,078	-1525%	-237,874,057	-156%
	21,545,051	100%	152,498,029	100%

Statement of Adherence with the International Integrated Reporting Framework

The Integrated Reporting System has been introduced by TPL Life Insurance to provide an overview of the philosophy of its business to explain the relation between its financial and non-financial information, in order to enhance the user's understanding of how the company is operating to improve its performance in the interest of stakeholders.

This Integrated Reporting Framework facilitates sustainable value creation over the long term by minimizing risks, improving harmony, generating cost efficiencies, and making capital allocation more efficient. The Company is well aware that information needs of stakeholders are changing in keeping with the dynamic environment we operate in. Investors in particular are increasingly becoming interested in the past performance as well as non-financial information which is becoming more and more relevant for ascertaining the future potential. Accordingly, the company has enhanced its disclosures of non-financial information in this Annual Report. This report is developed in accordance with the International Integrated Reporting Council's (IIRC) principal based International Integrated Reporting <IR> Framework to communicate with all our stakeholders with a concise and transparent assessment of the company to perform and create sustainable value.

We have covered following elements of International Integrated Reporting Framework.

- Organizational Overview
- Governance
- Risk and Opportunities
- Financial Performance
- Future Outlook
- Basis of Preparation and Presentation

In the future, we will continue to make improvements to this report so as to make it even easier to understand, while taking into account the opinions of stakeholders regarding this report.

Shariah Advisory Board Members

Mufti Muhammad Hanif

(Shariah Advisor-SA)

Mufti Muhammad Hanif completed his M.Phil degree from Karachi University and his Takhassus Fi- Al Iftaa (specialization) in Islamic jurisprudence and Fatawa from Jamia Dar-ul-Uloom Karachi. He successfully passed his CSAA (certified Shariah Advisor and Auditor) from AAOIFI Bahrain.

Besides being the "Shari'ah Advisor" at TPL Life insurance - Window Takaful Operations he also serves as "Shari'ah Advisor" at Shaheen Insurance Company Limited - window Takaful Operations, as well as the Shari'ah Advisor at Security Investment Bank Limited.

Mufti Muhammad Hanif is associated with Takaful industry since 2015. He is also a Visiting Faculty of Al-Emaan Institute. He has rich experience of teaching various courses in Quran, Hadith, Fiqh, and Islamic Finance & Takaful. He has worked for over Seven years in the Fatwa department.

Mufti Muhammad Zahid

(Shariah Board Member-SBM)

Mufti Muhammad Zahid has attained remarkable achievements in his academic journey, particularly in Islamic Jurisprudence, where he excelled consistently, earning numerous accolades. His educational milestones include obtaining an Al-Aalamiyyah degree in Arabic and Islamic Studies in 2005 from Jamia Darul Uloom Karachi, recognized as a Masters by the Higher Education Commission Pakistan. Further specializing in Islamic Jurisprudence (Al-Takhassuss Fil Iftaa), he completed his studies in 2008 at the same institution.

Continuing his pursuit of knowledge, Mufti Muhammad Zahid recently achieved an M.Phil. Degree in Islamic Studies at Karachi University's Quran-o-Sunnah Department and is currently dedicated to his doctoral studies in Islamic Studies at Karachi University.

Before joining Soneri Bank Limited Islamic Banking, Mufti Muhammad Zahid served as the Head of Shariah Compliance at Pak-Qatar Family Takaful Ltd. from 2008 until October 2016, maintaining his role as a Shariah Board Member until September 2018.

In addition to his corporate responsibilities, Mufti Muhammad Zahid shares his expertise as a visiting faculty member at the Institution of Business Administration-IBA and Al-Emaan & Al-Hikmah Institute, Karachi. His focus lies in offering Islamic solutions to contemporary challenges, bridging the gap between the modern world and Shariah principles. Mufti Muhammad Zahid actively conducts training sessions on Islamic Finance, Takaful, and Risk Management on various platforms.

Presently, Mufti Muhammad Zahid serves as the Resident Shariah Board Member (RSBM) at Soneri Bank, Islamic Banking, and holds the position of Shariah Board Member at TPL Life & Shaheen, Window Takaful Operations.

Composition of Board and Management Committees

A. Board Committees

1) Ethics, HR, Remuneration and Nomination Committee

Mr. Farrukh Shauket Ansari	Chairman
Ms. Muneeza Kassim	Member
Mr. Saad Nissar	Member
Mr. Nader Nawaz	Secretary

2) Investment Committee

Mr. Mohammad Ali Jameel	Chairman
Mr. Saad Nissar	Member
Syed Ali Hassan Zaidi	Member
Syed Kazim Hassan	Member
Appointed Actuary, Akhtar & Hasan (Pvt) Ltd	Member
Mr. Farhan Mustafa	Member
Mr. Abid Ali	Secretary

3) Audit Committee

Ms. Muneeza Kassim	Chairperson
Mr. Farrukh Shauket Ansari	Member
Mr. Abdul Karim Sultanali	Member
Hashim Sadiq Ali	Secretary

B. Management Committees

1) Underwriting Committee

Mr. Abdul Karim Sultanali	Chairman
Mr. Saad Nissar	Member
Mr. Farhan Mustafa	Member
Mr. Adnan Riaz	Secretary

2) Claim Settlement Committee

Syed Ali Hassan Zaidi	Chairman
Mr. Saad Nissar	Member
Syed Kazim Hassan	Member
Ms. Shafaque Awan	Secretary

3) Reinsurance Committee

Mr. Abdul Karim Sultanali	Chairman
Mr. Saad Nissar	Member
Mr. Farhan Mustafa	Member
Mr. Adnan Riaz	Secretary

4) Risk Management and Compliance Committee

Syed Ali Hassan Zaidi	Chairman
Mr. Saad Nissar	Member
Syed Kazim Hassan	Member
Mr. Farhan Mustafa	Member
Mr. Kamran Rafique Shaikh	Secretary

Terms of Reference - Board and Management Committees

1. Audit Committee

The Audit Committee is responsible for:

- (a) recommending the appointment of external auditors by the Company's shareholders and shall consider any question of resignation or removal of external auditors, audit fees and provision by external auditors of any service to the Company in addition to audit of its financial statements;
- b) determining appropriate measures to safeguard the Company's assets;
- c) reviewing preliminary announcements of results prior to publication;
- d) reviewing quarterly, half-yearly and annual financial statements of the Company, prior to their approval by the Board of Directors, focusing on: (i) major judgmental areas; (ii) significant adjustments resulting from the audit; (iii) the going-concern assumption; (iv) any changes in accounting policies and practices; (v) compliance with applicable accounting standards; and (vi) compliance with statutory and regulatory requirements;
- e) facilitating the external audit and discussion with external auditors of major observations arising from interim and final audits and any matter that the auditors may wish to highlight (in absence of management, where necessary);
- f) reviewing management letter issued by external auditors and management's responses thereto;
- g) ensuring coordination between internal and external auditors of the Company;
- h) reviewing the scope and extent of internal audit and ensuring that the internal audit function has adequate resources and is appropriately placed within the Company;
- i) consideration of major findings of internal investigations and management's responses thereto;
- j) ascertaining the internal control system including financial and operational controls, accounting system and reporting structure are adequate and effective;
- k) reviewing the Company's statement on internal control systems prior to endorsement by the Board of Directors;
- l) instituting special projects, value for money studies or other investigations on any matter specified by the Board of Directors, in consultation with the Chief Executive and to consider remittance of any matter to the external auditors or to any other external body;
- m) determination of compliance with relevant statutory requirements;
- n) monitoring compliance with the best practices of corporate governance and identification of significant violations thereof; and
- o) consideration of any other issue or matter as may be assigned by the Board of Directors.

2. Ethics, Human Resource, Remuneration and Nominations Committee

The Ethics, HR, Remuneration and Nominations Committee is responsible for:

- (a) proposing a remuneration approach and related policies;
- (b) preparing remuneration reports and disclosures on compensation practices, on an annual basis but at least prior to the convening of the annual general meeting for the immediate preceding year;
- (c) reviewing and making recommendations to the Board of directors regarding the specific remuneration, retirement, succession planning of the Board members, the CEO, senior management and key officers;
- (d) reviewing and approving training need assistance at all levels of the organization;

- (e) establishing code of business and corporate ethics that are circulated to all the staff members;
- (f) implementing the Board's policy on Board's renewal so that the Board individually and collectively continues to maintain target skill levels and independence;
- (g) making recommendation to the Board with regard to the nomination for appointment or reappointment of members of the Board consistent with appropriate criteria established in their profile and any succession plans;
- (h) ensuring proper orientation of Board members in respect of their responsibilities; and
- (i) establishing a mechanism for the formal assessment of the effectiveness of the Board as a whole as well as the contribution of individual Board members along with ongoing training to fulfill their role requirements.

3. Investment Committee

The Investment Committee is responsible for:

- (a) setting investment policies (subject to approval of the Board) and guidelines, including policies and guidelines regarding asset classes, asset allocation ranges, and prohibited investments in compliance with regulatory requirements;
- (b) overseeing investment and reinvestment of the funds and maintenance of adequate solvency as laid down under Insurance Ordinance 2000 and rules framed thereunder;
- (c) monitoring the management of the funds by reviewing written reports from investment staff and by discussions with investment staff at Committee meetings that focus on the primary determinants of returns, including asset allocation and investment strategy;
- (d) evaluating investment performance based on a comparison of actual returns and benchmarks as the Board or Committee may from time to time select. The evaluation will take into account compliance with investment policies and guidelines and risk levels;
- (e) conducting a quarterly performance evaluation of the Committee and report its findings to the Chairman of the Board.

4. Risk Management and Compliance Committee

The Risk Management Committee is responsible for:

- (a) overseeing the activities of the Risk Management function of the Company, and making appropriate recommendations to the Board;
- (b) assisting the Board in implementation of the decision taken by the Board to mitigate probable risks falling within the scope of the risk management function;
- (c) assessing, quantifying, monitoring and controlling the nature, significance and interdependence of the risk (at individual level and aggregate level) to which the Company is or may be exposed and shall also manage them accordingly;
- (d) ensuring that the Company's Risk Management system is well integrated into its organization structure, decision making process and corporate culture and that there is a clear link to other functions;
- (e) assisting the Board in its oversight of the risk profile, Risk Management framework and the risk reward strategy determined by the Board;
- (f) reviewing and approving the Company's Risk Management policy including risk appetite and risk strategy;
- (g) reviewing the adequacy and effectiveness of risk management and controls;
- (h) assisting in oversight of management's process for the identification of significant risks across the Company and the adequacy of prevention, detection and reporting mechanisms;

- (i) reviewing Company's compliance level with applicable laws and regulatory requirements that may impact the Company's risk profile;
- (j) periodically reviewing changes in the economic and business environment, including emerging trends and other factors relevant to the Company's risk profile;
- (k) reviewing and recommending approval of the Board risk management procedures and controls for new products and services.

5. Underwriting Committee

The Underwriting Committee is responsible for:

- (a) reviewing periodically the policies and guidelines governing the Company's insurance and reinsurance underwriting;
- (b) reviewing periodically the policies and guidelines regarding the Company's agent, broker, insured, ceding Company, and reinsurer counterparty risk in connection with its insurance and reinsurance underwriting activities;
- (c) evaluating the Company's professional and development plans for key insurance and reinsurance underwriting and actuarial functions;
- (d) performing such other responsibilities regarding the Company's insurance and reinsurance underwriting activities or policies or other matters as the Board may from time to time assign the Committee.

6. Claims Settlement Committee

The Claims Settlement Committee is responsible for:

- (a) establishing, implementing and maintaining the claims processing time;
- (b) claims monitoring and ensuring the transparency, fairness and equality;
- (c) reviewing and analyzing periodically the feedback & complains obtained through the mechanism;
- (d) reviewing claims for suggesting corrective underwriting measures;
- (e) ensuring that salvage sales made are at their optimum price and with transparency.

7. Reinsurance Committee

The Reinsurance Committee is responsible for:

- (a) monitoring on an ongoing basis the processes and procedures, policies and guidelines, counterparty risk and risk appetite of the Company;
- (b) ensuring adequate reinsurance protection available to the Company;
- (c) monitoring exposure to reinsurer and ensuring the reinsurance placements are not concentrated to minimise credit risk;
- (d) performing such other responsibilities regarding the Company's insurance and reinsurance underwriting activities or policies or other matters as the Board may from time to time assign the Committee;
- (e) monitoring that proper commission are charged on outward cessions.

Directors' Training Program

All Directors on the Board are fully conversant with their duties and responsibilities as Directors of the Company. Six (06) of the Six (06) of the Directors of the Company have undertaken the Directors' Training Program (DTP) from Securities and Exchange Commission of Pakistan (SECP) approved institutions whereas one (1) Director stands exempted from the requirement of certification of DTP.

The names of the Directors who have obtained the DTP Certification are as follows:

1. Mr. Jameel Yusuf Ahmed
2. Mr. Saad Nissar
3. Mr. Farruk Shauket Ansari
4. Mr. Abdul Karim Sultanali
5. Syed Ali Hassan Zaidi

The following Director(s) have been granted exemption from the DTP Certification from SECP are as follows:

1. Mr. Ali Jameel

Further to the above, the Company is also complying with the requirement of Head of Departments and Female Executives to undertake DTP.

Other Directorship of Directors

Details of other directorship of the Board of Directors are as follows:

Name of Director	Directorship in other companies
Mr. Jameel Yusuf (Non-Executive Director)	TPL Holdings (Pvt.) Limited TPL Corp Limited TPL Life Insurance Limited TPL Properties Limited TPL Trakker Limited
Mr. Ali Jameel (Executive Director)	TPL Corp Limited TPL Properties Limited TPL Life Insurance Limited TPL Holdings (Pvt.) Limited TPL Security Services (Pvt.) Limited TPL REIT Management Company Limited TPL Property Management (Private) Limited HKC (Private) Limited TPL Technology Zone Phase-1 (Private) Limited TPL Developments (Private) Limited TPL Logistic Park (Private) Limited Trakker Middle East TPL Investment Management LLC National Management Consultancy (Private) Limited
Mr. Farrukh Shauket Ansari (Independent Director)	Merit Packaging Limited Pakistan Mercantile Exchange Limited. Pakistan Infrastructure Modaraba Management Company (Pvt.) Limited
Ms. Muneeza Kassim (Independent Director)	-
Syed Ali Hassan Zaidi	-
Mr. Saad Nisar (Executive Director)	-
Mr. Abdul Karim Sultanali	-

Role of Chairman and CEO

The roles and responsibilities of the Chairman and the Chief Executive Officer are distinct and complementary. The same are set forth below:

Chairman

The Chairman being leader of the Board is responsible for the following which includes but not limited to:

- to set the agenda and tone of the meetings of the Board in order to stimulate productive debate and ensure appropriate decision making regarding issues pertinent to those areas which are considered by the Board;
- to set a performance-oriented agenda which is largely fixated on strategising, value creation and answerability;
- to manage the meetings of the Board to make sure that suitable time is allowed for discussion of all items on the agenda;
- to ensure that complex or contentious issues are dealt with meritoriously, making sure in particular that non-executive directors have sufficient time to consider them;
- to ensure the constructive running of the Board and its relevant committees while in compliance of the maximum standards set by the Code of Corporate Governance;
- to ensure active, accurate and timely communication with shareholders and Board members alike regarding, inter alia, the performance of the Company;
- to ensure that the Board defines, to the best of its ability, the extent of the significant risks the Company can afford to and is willing to take in the employment of its devised plans;
- to warrant that the members review, consistently and continuously, the effectiveness of risk management and internal control systems.

Chief Executive officer

The Chief Executive Officer is responsible to lead the business, supervising it within the authorities delegated to him by the Board. He oversees the implementation and development of the devised policies. In particular, he is responsible for the following which includes but is not limited to:

- to lead, in conjunction with the Board, the development of the Company's strategy;
- to lead and oversee the implementation of the Company's long and short term plans in accordance with its strategy;
- to assess the principal risks of the Company and to ensure that these risks are being monitored and managed;
- to ensure that the Company has appropriate systems to enable it to conduct its activities both lawfully and ethically;
- to ensure that the Company maintains high standards of corporate citizenship and social responsibility wherever/ whenever it does business;
- to act as a liaison between management and the Board and to provide information to the Board to enable the Directors to form appropriate judgments;
- to communicate effectively with shareholders, employees, Government authorities, other stakeholders and the public;

- to keep abreast of all material undertakings and activities of the Company and all material external factors affecting the Company, and ensure the integrity of all public disclosures by the Company;
- in concert with the Chairman, to develop focused agendas to be discussed by the Board in its meetings;
- to request that special or general meetings of the Board and shareholders be called when appropriate;
- to sit on committees of the Board where appropriate as determined by the Board;
- to abide by specific internally established control systems and authorities, to lead by personal example and encourage all employees to conduct their activities in accordance with all applicable laws and the Company's standards and policies, including its environmental, safety and health policies.

Policy of Related Party Transactions

The Board has duly approved the Company's policy related party transaction policy which complies with all applicable laws, including the Companies Act, 2017, the Companies (Related Party Transaction and Maintenance of Records) Regulations, 2018 and the listing regulations of the exchange.

The Board gave its approval to the policy which outlines the conditions relating to the nature of related party relationship, potential risks and mitigating measures, pricing limitation applicable in case of certain related party transactions.

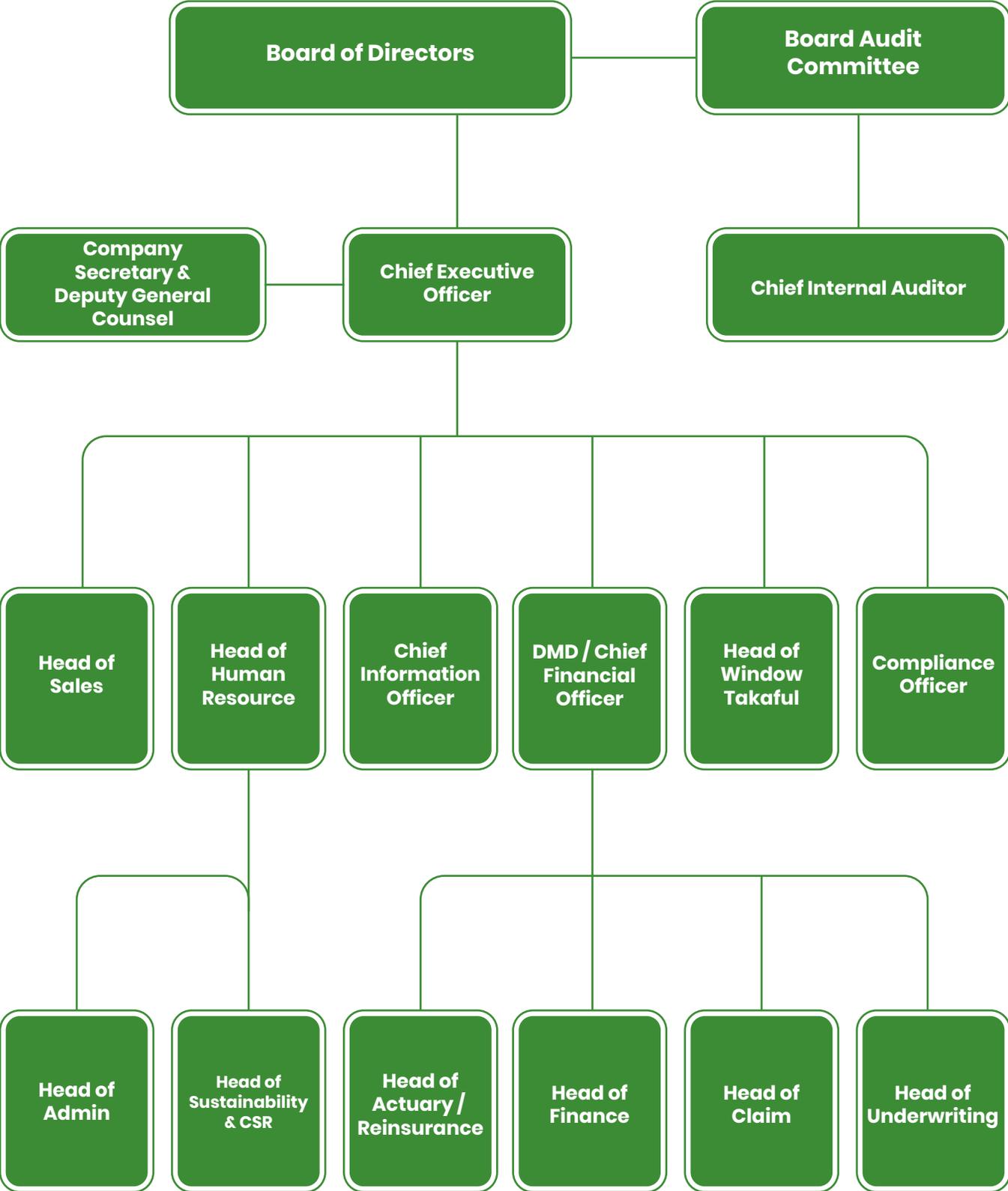
The Board oversees the Company's compliance with legal and regulatory requirements in related to related party transactions. It has established general standards for approving transactions with related parties at different levels, as well as identifying which transactions require the members' approval and, where appropriate, recommending the same to the members.

The Board considers and review the following minimum information for its approval for related party transactions:

- name of related party, the interested or concerned persons or directors;
- nature of relationship, interest or concern in the related party;
- detail, description, terms and conditions of transactions;
- amount of transactions;
- timeframe or duration of the transaction or contracts or arrangements;
- pricing policy; and
- recommendations of the audit committee, where applicable.

The Company engaged in a number of related party transactions throughout the year in accordance with the fair and equitable/arms-length principle, which were examined and authorized by the Board upon the recommendation of the Board Audit Committee.

ORGANOGRAM



Gender Pay Gap Statement under SECP's Circular 10 of 2024

Following is gender pay gap calculated for the year ended December 31, 2024;

- i. Mean Gender Pay Gap: 52%
- ii. Median Gender Pay Gap: 24%

*The statement is issued in compliance of SECP Circular No.10 of April 17, 2024 regarding disclosure of gender pay gap data in annual report.



Saad Nissar
Chief Executive Officer

Date: March 17, 2025

Whistleblowing Policy Speak up with Confidence

1.0 Introduction

All persons employed by the TPL Life Insurance Limited are under an obligation implied in their contract of employment to give honest and faithful service to their employer. This includes an obligation not to disclose to external sources any trade secrets or confidential information acquired during the course of employment or act in a manner that will undermine the mutual trust and confidence on which the employment relationship is based. The company complements obligations by providing protection to employees for disclosure made without malice and in good faith of certain specific confidential information to a third party in defined circumstances. These are outlined below in document. The purpose of this policy is to provide a means by which employees are enabled to raise concerns with the appropriate TPL Life Insurance Limited authorities if they have reasonable grounds for believing there is serious malpractice within the company. TPL Life Insurance Limited encourages employees to raise matters of concern responsibly through the procedures laid down in this policy statement.

2.0 Scope of the Policy

The policy is designed to deal with concerns raised in relation to the specific issues which are in the public interest and are detailed in below document, and which fall outside the scope of other company's policies and procedures. The policy will not apply to personal grievances concerning an individual's terms and conditions of employment, or other aspects of the working relationship, complaints of bullying or harassment, or disciplinary matters. Such complaints will be dealt with under existing procedures on grievance, bullying and harassment, discipline and misconduct in research. Details of these procedures will be found in the relevant employee handbook. They are also published on the online HR portal. The policy may deal with specific concerns which are in the public interest and may include:

- a criminal offence
- failure to comply with legal obligations or with the Statutes, Ordinances, Code of Conduct, and Regulations of the company
- financial or non-financial maladministration or malpractice or impropriety or fraud
- academic or professional malpractice
- a risk to the health or safety of any individual
- environmental damage
- a miscarriage of justice
- improper conduct or unethical behavior
- attempts to suppress or conceal any information relating to any of the above.

If in the course of investigation any concern raised in relation to the above matters appears to the investigator to relate more appropriately to grievance, bullying or harassment, or discipline, those procedures will be invoked.

3.0 Who can raise a concern?

Any employee, who has a reasonable belief that there is serious malpractice relating to any of the protected matters specified in above document, may raise a concern under the procedure detailed below. The issues raised under the protected list may relate to another employee, a group of employees, the individual's own department or another part of the company. Concerns must be raised without malice and in good faith, and the individual must reasonably believe that the information disclosed, and any allegations contained in it, are substantially true. The disclosure must not be made for purposes of personal gain, and in all the circumstances it must be reasonable to make the disclosure. The company will ensure that any member of staff who makes a disclosure in such circumstances will not be penalized or suffer any adverse treatment for doing so. However, a member of staff who does not act in good faith or makes an allegation without having reasonable grounds for believing it to be substantially true, or makes it for purposes of personal gain, or makes it maliciously may be subject to disciplinary proceedings.

In view of the protection afforded to an employee raising a bona fide concern, it is preferable if that individual puts his/her name to any disclosure. The identity of the person raising the matter will be kept confidential, if so requested, for as long as possible provided that this is compatible with a proper investigation. Anonymous complaints are not covered by this procedure, but may be reported, investigated or acted upon as the person receiving the complaint sees fit (including the use of this procedure), having regard to the seriousness of the issue raised, the credibility of the complaint, the prospects of being able to investigate the matter, and fairness to any individual mentioned in the complaint.

4.0 Procedure

4.1 Raising a concern

To raise a concern under the policy please complete the whistle blowing complaint form which can be found in Annexure A. You are requested to duly fill the form or log a complaint while using HRIS online portal and submit it to Human Resources department.

If you are unsure about whether your concerns are best dealt with under this policy or Grievance procedure, please read the scope of policy section above, which provides examples of the issues that should be reported using this form. If, having read the whistleblowing policy, you remain unsure about which procedure to use, please consult your HR Business Partner for further advice.

4.2 Process

The person to whom the disclosure is made will normally consider the information and decide whether there is a prima facie case to answer. He or she will decide whether an investigation should be conducted and what form it should take. This will depend on the nature of the matter raised and may be,

- investigated internally
- referred to the departments
- the subject of independent enquiry

If the person to whom the disclosure is made decides not to proceed with an investigation, the decision will be explained as fully as possible to the individual who raised the concern. It is then open to the individual to make the disclosure again either to another of the persons specified in the paragraph above or to the Head of HR department.

4.3 Investigation

Any investigation will be conducted as sensitively and speedily as possible. The employee will be notified of the intended timetable for the investigation. The person to whom the disclosure is made may authorize an initial investigation to establish the relevant facts. The investigation may be conducted by the internal auditor in the case of a financial irregularity, or by another person. The investigator will report his or her findings to the person to whom the disclosure was made, who will then decide if there is a case to answer and what procedure to follow. This may include taking steps with the competent authority to set up a special internal independent investigation or reference to some other authority, for further investigation. The decision may be that the matter would be more appropriately handled under existing procedures for grievance, bullying and harassment, or discipline. The individual making the disclosure will be informed of what action is to be taken.

4.4 Records

An official written record will be kept of each stage of the procedure.

4.5 Reporting Of Outcomes

A report of all disclosures and subsequent actions taken will be made by the persons deciding on the issues. This record should be signed by the Investigating Officer and the person who made the disclosure, and dated. Where appropriate the formal record need not identify the person making the disclosure, but in such a case that person will be required to sign a document confirming that the complaint has been investigated. Such reports will normally be retained for at least five years. In all cases a report of the outcome will be made to the Board and Council, which will refer the report on appropriately if necessary.

5.0 Confidentiality and Protection Mechanism

The policy assures that all complaints will be handled in complete confidence, and that the identity of the complainant will not be revealed to Management. In the unlikely event that the identity of Whistle Blower is revealed to any person in the Company, it will be ensured that the complainant is not subjected to any form of detrimental treatment.

5.1 Complaints of retaliation as a result of disclosure

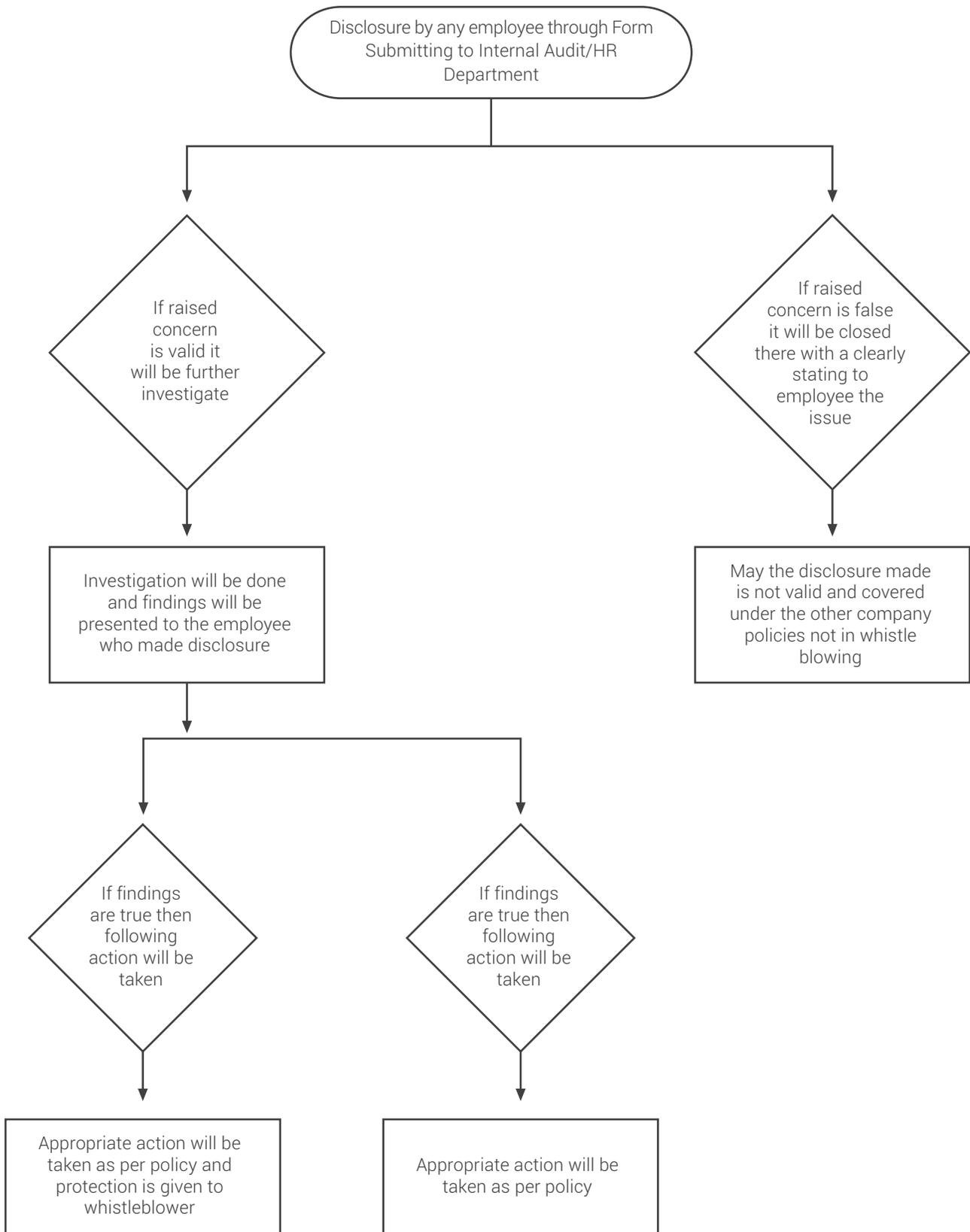
The company accepts that it has an obligation to ensure that employee who make a disclosure without malice and in good faith are protected, regardless of whether or not the concern raised is upheld. An employee who has made a disclosure and who feels that, as a result, he or she has suffered adverse treatment should submit a formal complaint under the grievance procedure as set out in the relevant employee handbook detailing what has been done to him or her. If it appears that there are reasonable grounds for making the complaint, the onus will be on the person against whom the complaint of adverse treatment has been made to show that the actions complained of were not taken in retaliation for the disclosure.

Where it is determined that there is a prima facie case that an employee has suffered adverse treatment, harassment or victimization as a result of his or her disclosure, a further investigation may take place and disciplinary action may be taken against the perpetrator in accordance with the relevant procedure.

6.0 Success of the Policy and its implementation

All stakeholders are responsible for the success of this policy and should ensure that they use it to disclose suspected danger or wrongdoing. If a stakeholder has any question about the content or application of this policy, he or she may contact the Human Resources Department for obtaining necessary clarification.

Process Flow



Annexure A:

**TPL Life Insurance Limited
Whistleblower Form**
(All information will be kept Confidential)

Complaint Submitted By:	
Date of Complaint:	
Complaint No.	
Time:	
Designation:	
Email Address :	Contact No.:

Please provide details with respect to the location of the incident (e.g. region / branch, specific location and department).

Please describe the nature of your concern regarding financial and non-financial/ or operational matters. Include sufficient information for an independent person to understand the concern and to enable further investigation.

Please state the full name(s) and title(s) of individuals whom you suspect of wrongdoing.

How many times has this incident taken place (if applicable)?

How long this incident been taking place (if applicable)?

Would you like to arrange a meeting/telephone call with an Investigating Officer to discuss this matter?

No Yes

For office use only

Date Received:
Complaint Referred to:
Date Presented to Audit/HR Department:
Date of Closure:
Date of Response:

Code of Business Conduct and Ethical Principles

1. Ethical obligations

TPL Life Insurance Limited strives to maintain a positive work environment where employees treat each other with respect and courtesy. Certain guidelines of acceptable conduct such as responsibility and diligence towards work duties, courteous and civil behavior towards colleagues and customers alike, and high standards of integrity and honesty must be observed by all employees of the organization at all times. This includes avoiding using abusive or insulting language in communication (verbal or written). Any language which is deemed offensive by normal standards and practice is prohibited.

2. Code of Conduct

It is our aim to establish business principles for the professional conduct of the employees of TPL Life Insurance Limited. All employees are liable for disciplinary action if found in violation of the policies. In general, the use of good judgment, based on high ethical principles, is the standard of acceptable conduct.

The successful business operation and reputation of TPL Life Insurance Limited is built upon the principles of fair dealing and ethical conduct of our employees. Our reputation for integrity and excellence require careful observance of the spirit and letter of all applicable laws and regulations, as well as a scrupulous regard for the highest standards of conduct and personal integrity.

The continued success of TPL Life Insurance Limited is dependent upon our customers' trust and we are dedicated to preserving that trust. The employees owe a duty to TPL Life Insurance Limited customers, and shareholders to act in a way that will merit the continued trust and confidence of the public. TPL Life Insurance Limited complies with all applicable laws and regulations and expects its directors, officers, and employees to conduct business in accordance with the letter, spirit, and intent of all relevant laws and to refrain from any illegal, dishonest, or unethical conduct.

3. Conflict of Interest

TPL Life Insurance Limited's policy regarding possible conflict of interest is based on the principle that an employee's decision in the course of business must be made solely in the best interests of the company. In reaching these decisions, an employee should not be influenced by personal or family considerations which might consciously (or unconsciously) affect his or her judgment as to what is in the best interest of the company. Each employee has an obligation to conduct business within guidelines that prohibit actual or potential conflicts of interest. This document establishes only the framework within which the company wishes the business to operate. As a principle, relatives are not hired. On a later occasion if it is found out that a relative was hired with prior knowledge of an employee, this could become a ground for termination.

4. Child Labor and Worker Exploitation Policy

TPL Life Insurance Limited does not use child or forced labor in any of its operations or facilities. TPL Life Insurance Limited does not tolerate unacceptable worker treatment, such as exploitation of minors, physical punishment or abuse, or involuntary servitude. TPL Life Insurance Limited expects its suppliers and contractors with whom the company does business with to uphold the same standards. TPL Life Insurance Limited does not commit to exposing workers to situations in or outside of the workplace that are hazardous, unsafe, or unhealthy. TPL Life Insurance Limited does not hire any employee under the age of eighteen (18) years for employment.

All employees must protect confidential information, and prevent such information from being improperly disclosed to any person inside or outside the organization. All employees are prohibited from disclosing confidential information obtained from their position at the company to any person or using such information with the intention of obtaining personal benefits. Employees should not communicate or transmit confidential or sensitive information through external online communications services, such as the internet. Interaction with competitors beyond the approved level will be regarded as gross misconduct. The company shall take appropriate disciplinary actions in cases of negligence or non-compliance with the above policy.

6. Privacy of Records

It is vital that all employees maintain the utmost confidentiality with regards to work and employee information. All employees must ensure that the organization's work files are returned to their appropriate location at the end of each working day. All aspects of the employee records and information must be treated in the strictest confidence. Any violation will be treated as gross misconduct under the service rules. Access to HR files is provided to relate HR officials, heads of departments, internal and external auditors, chief financial officer and chief executive officer. The HR files are only accessible to be viewed in the HR department of the company's premises.

7. Environmentally Friendly

We are committed to running our business in an environmentally sound and sustainable manner. Accordingly, our aim is to ensure that, our processes and services have the minimum adverse impact commensurate with legitimate needs of the business.

8. Bribery and Fraud

Bribery is not tolerated in any form or manner and any such incident shall be immediately reported to the HR department. While representing the TPL Life Insurance Limited, the employee is strictly prohibited from offering, paying, soliciting or accepting bribes in cash or kind. External and internal bribery risks are regularly and systematically assessed and preventative measure are in place to avoid such matters. Engaging in fraudulent activities is a fundamental breach of the company's core value of honesty. The company treats it as the most serious breach of discipline. The management has established and consistently maintains and further develops sufficient controls to ensure that risk of fraud is properly identified, monitored and mitigated.

9. Gifts, Entertainment and Gratuities

We conduct our business on the basis of the superior value of goods and services we buy and sell. Our policy on gifts, entertainment and gratuities is designed to preserve and maintain the Company's reputation as a global enterprise, which acts with integrity and bases decisions only on legitimate business considerations. Receiving gifts, entertainment or other gratuities from people with whom we do business is generally not acceptable because doing so would imply an obligation on the part of the Company and potentially pose a conflict of interest.

10. Misconduct

The acts listed below are considered as misconduct and an employee found guilty of the same may be liable for termination of service without notice and benefits:

- Habitual late attendance
- Absent from duty without information for more than 03 days.
- Habitual negligence or neglect of work
- Insubordination or disobedience of senior member of the employee
- Resorting to strike or instigating other employees to stop working or go slow or spreading discontentment
- Giving or possessing classified/unclassified information to unauthorized persons
- Any act bringing disrepute to the company
- Any fraudulent act or forgery or another criminal act
- Misuse of company assets
- Non-adherence to the Code of Conduct

The company shall initially suspend the service of an employee without pay (up to a maximum of fourteen (14) days') in case of misconduct, during the pendency of the proceedings initiated.

11. Health and Fire Safety

To build awareness on the health, safety and environment standards, the organization on regular basis, provides relevant information and trainings to its employees. The Administration / Security department ensures a safe and healthy environment, conduct regular fire drills, so as to prepare every employee of the organization in the case of emergency situation. There are emergency exit routes, fire exits and fire extinguishers placed strategically throughout the company's premises. The employees will further have the opportunity to receive training and attend briefings on the proper use of firefighting equipment in their respective areas.

12. Environmental Safety

All employees are requested to ensure a safe work environment is maintained at all times. The use of alcohol, chewing of betel nut, illegal drugs may seriously affect a person's ability to perform their duties in a proper and safe manner and therefore are strictly prohibited while on duty both on and off premises. Smoking is prohibited on all office premises.

13. Legal Proceedings

It is essential that an employee, who becomes involved in any legal proceedings, whether civil or criminal, should immediately inform his or her superior with a copy of the proceedings to the HR department in writing. Failure to do so may result in termination of employment.

14. Compliance

Compliance with business ethics and conduct is the responsibility of every employee. Disregarding or failing to comply with the standard of business ethics and conduct determined by the Company could lead to disciplinary action, including but not limited to the possible termination of employment. It is the responsibility of the HR department and all the immediate line managers to ensure that the principles embodied in this code are communicated to, understood and observed by all the employees.

Succession Planning

Our succession planning process covers the following areas:

Step 1- Identify Key Positions

Criteria for key positions include:

- Positions that require specialized job skills or expertise.
- High-level leadership positions.
- Positions that are considered "critical" to the organization.

Step 2- Build Job Profiles for each Key Position

Determine the key success factors of the job and how proficient the job holder would need to be. This information can be obtained several ways, including performing on the job analysis or gathering critical information during the performance appraisal process. The information that is gathered includes the knowledge, skills, abilities, and attributes that the current employee in a position possesses that allow for competent and efficient performance of the function.

Step 3- Competency Gap Analysis

- Using relevant tools, gather data on current employee competencies for the key positions.
- Analyze the difference between current employee competencies and future needs.
- Document findings for development opportunities.

Step 4- Development opportunities

- Assess the abilities and career interests of employees.
- Candidates should demonstrate high potential or ability that will enable them to achieve success. at a higher level within the organization.

Step 5- Individual Development Plans

- Design a plan for each candidate - developmental plans should be available for candidates and then incorporated into their performance management plans. Plans may include identifying career paths for high-potential candidates and others who have the interest and ability to move upward in the organization
- Provide development opportunities - This can be accomplished through job assignments, training, or on job rotation, and it is one of the best ways for employees to gain additional knowledge and skills.

Step 6- Maintain Skills Inventory

- Continually monitor skills and needs to determine any gaps and develop plans to meet deficiencies
- Keep an inventory of current and future needs and maintain the information for individual and group development.

Policy for Actual and Perceived Conflict of Interest

TPL Life Insurance Limited ensures highest standards of ethics, integrity, safeguards the interest and reputation of the Company and protects against instances of improper behavior that could harm employees due to conflict of interest. The purpose of the policy is to ensure that everyone working for or on behalf of the Company, including the Directors and Employees adheres to and upholds the rules of conduct and ethical business practices. The objective is to assist employees in performing their duties in an environment that is free from any improper influence and in taking all reasonable precautions to avoid being in an actual, apparent or potential conflict of interest. Additionally, the Policy provides guidance and details on how to identify and report any conflicts of interest.

Policy for Safety of Records of the Company

TPL Life Insurance Limited ensures that comprehensive and accurate records of all activities and decisions are created, managed and kept in accordance with the relevant legislation. The Company guarantees the security of records in the following manner:

The Company has a documented business continuity plan (BCP) / Disaster Recovery Plan (DRP). These plans guarantee that business operations will continue in the event of a catastrophe and explain how to keep corporate records secure.

Every department of the Company is responsible for ensuring to generate backup logs on the Server on a daily basis.

The Company has sophisticated equipment in place that enables electronic retrieval of printed data that can be readily extracted.

Policy on Diversity

TPL Life Insurance Limited is committed to fostering, cultivating and preserving a culture of diversity, equity and inclusion. The Company believes in having a diverse and inclusive Board to bring a range of perspectives and insights to challenge management and support good decision making. The Company's diversity activities include, but are not limited to, its methods and guidelines for hiring and choosing employees, as well as for professional growth and training.

The Company values the distinctions among its employees that make them unique, including age, disabilities, ethnicity, family or material status, language, physical and mental ability, political affiliation, race, and socioeconomic level.

The Company maintains an environment that involves a workplace culture based on gender, diversity which fosters and upholds cooperative behavior, courteous communication, and teamwork, among other things. All employees have a responsibility to treat others with dignity and respect at all times. All employees are expected to exhibit conduct that reflects inclusion and at all other company sponsored and participative events. All employees are also encouraged to attend and complete annual diversity awareness training to enhance their knowledge to fulfill this responsibility.

Moreover, if any employee believes to have been treated with any kind of discrimination which is against the Company's diversity policy, they may seek immediate assistance from their respective supervisor or an HR representative for prompt action.

Policy on Retention of Board Fee by the Executive Director in Other Companies

The Executive Directors of the Company, Mr. Muhammad Ali Jameel and Mr. Saad Nissar are also Non-Executive Directors on the boards of other Companies, and they are remunerated in accordance with the respective Company's policies and authorized by their Board of Directors.

Investor Grievance Policy

TPL Life Insurance Limited has a clear and comprehensive procedure for handling investor grievances and subsequently addressing those grievances. Our compliance team undertakes to guarantee that the investors are provided with quality and professional services.

The Company has set the following guidelines to handle investor queries and complaints:

- timely responses to investor grievances;
- fair treatment of all investors;
- corrective measures to be taken instantly to avoid complaints in the future.

In such circumstances, the Company Secretary is the primary contact. The investors may directly write to the Company Secretary at the following address:

The Company Secretary
TPL Life Insurance Limited
20th Floor, Sky Tower - East Wing
Dolmen City, HC-3
Abdul Sattar Edhi Avenue
Block 4, Clifton
Karachi
Pakistan

Shareholders may present their enquiries in respect of their shareholding, dividends or share certificates etc. directly to the Share Registrar at the following address:

Corplink (Private) Limited
Wings Arcade, 1-K, Commercial Model Town
Lahore 54000, Pakistan
Tel: +92 42 35916714, +92 42 35916719, +92 42 35869037

For general questions or complaints, investors may also send an email to the designated email address info@tpllife.com. Alternatively, an investor may contact the Securities & Exchange Commission of Pakistan Complaint Cell by using the interactive link on the company website if they are dissatisfied with the Company's or the share registrar's answer to their complaint.

Information Security Governance Framework

TPL Life Insurance Limited is dedicated to enhancing its internal controls for that matter it has an approved Information Security Policy and Information Security framework in place. The framework aims to define an information security governance principles by defining the roles and responsibilities, acceptable practices, protocols and procedures to ensure that TPL Life Insurance Limited is protected against emerging cyber threats.

The frameworks entails the following aspects:

- Information Security Roles and Responsibilities
- Risk Management
- Access Management
- Acceptable Use of Network & Communication
- Security Operation Center
- Asset Management
- Network Security
- Incident Response

Annual Evaluation of Board's Performance

A questionnaire that assess the performance of the Board of Directors as a whole as well as that of individual directors has been established by the Company's Board as a method for the Board to review its own performance on an annual basis.

The said questionnaire is prepared in accordance with the Code of Corporate Governance and is circulated to all the Directors covering, inter alia, the following areas:

- Fiduciary Duties
- Business Strategy
- Compliance with the Law
- Participation on the Board
- Corporate Reporting

This performance evaluation exercise aids the Company's Board in assessing its procedures and efficiency with the goal of guaranteeing a more effective and efficient operation and its functions, with an emphasis on succession planning, the composition of the Board and the utilization of the Board's time.

Performance Review of the CEO

The Board of Directors appoint the Chief Executive Officer (CEO) for a tenure of three (3) years. The operational, financial and strategic goals are set by the Board's Ethics, Human Resources, Remuneration and Nomination Committee to assess his performance. The Committee evaluates and monitors the CEO's performance annually.

Audit Committee Report

Internal Audit Function

The Company's Internal Audit Function ('the Function') comprises of Chief Internal Auditor (CIA), Manager and supporting staff. The CIA reports directly to the Board Audit Committee ('the Committee') in accordance with requirements of Code of Corporate Governance (COCG). He is also Secretary of the Committee and attended all Committee meetings held during the year on quarterly basis.

The Terms of Reference (TORs) of the Committee are laid down in accordance with the requirements of COCG both for listed companies and insurers which are also approved by the Board of Directors ('the BOD'). Further, the Company also have approved Internal Audit Charter and Internal Audit Manual which specifies the objective, authority, responsibility, audit approach and methodology etc. of the Function. The Committee ensures that the Function complies with all regulatory requirements with regard to Internal Audit.

Internal Audit department performs risk-based audit, as per the risk register, of different functions and departments of the Company according to audit plan approved by the Committee and submit its finding on a quarterly basis to the management and the Committee. Internal Audit Team have unrestricted access to management, staff, information systems and data files to ensure transparency and effectiveness of their audit processes.

Composition of the Committee

The Committee comprises of three members, one of which is a non executive director and two independent directors. The chairman of the Committee is an independent director.

All of the members of the Committee have relevant knowledge and experience in finance and accounting matters and also fulfil the definition of being 'financially literate'. Further, the BOD is satisfied that the members of the Committee are competent and possess necessary skills and experience required to fulfil their responsibilities.

The Committee convened four meetings during the year.

The Chief Executive Officer (CEO), and Chief Financial Officer (CFO) attended the Committee meetings by invitation.

Review of Financial Results

The Committee reviews the annual and interim financial statements of the Company before these financial statements are recommended by the Committee to the BOD for approval in accordance with Terms of Reference of the Committee.

The Committee also reviews the External Auditors' Reports and letters on half yearly and annual financial statements of the Company.

Committee's approach towards Risk Management

The Committee is delegated with the authority from the BOD to provide independent oversight of the Company's financial reporting and internal control systems, and the adequacy of the external and internal audits. The Committee is provided with sufficient resources to perform its duties including support, as necessary, from the Function, the external auditors, legal counsel and management in examining all matters relating to the Company's adopted accounting policies and practices, and in reviewing all material financial, operational and compliance controls.

Review of Internal Control Systems

The Committee reviews the effectiveness of the Company's policies and procedures regarding internal control systems by reviewing the work of the Function and the Company's external auditors, and regular reports from management including those on risk management, regulatory compliance and legal matters. In conjunction with the Risk Committee and based on opinion of Internal Audit given above, the Committee reviewed and concur with the management confirmation that the Company's risk management and internal control systems were effective for the year ended December 31, 2024. The Committee is satisfied that the Company has adopted necessary control mechanisms to ensure that it satisfactorily complies with the requirements of the COCG in respect of internal control systems.

Review of Accounting, Financial Reporting and Internal Audit Functions

The Committee has reviewed and is satisfied with the adequacy of the resources, staff qualifications and experience, training programs and budget of the Company's accounting, financial reporting and internal audit functions.

Review of Related Party Transactions

The Committee has reviewed these transactions and confirmed that the transactions entered into by the Company are in accordance with the applicable requirements.

Significant Observations/ Improvements highlighted by the Internal Audit Function

During the year, the Function performed audit of multiple areas and summary of suggestions for improvement are as follows:

- Ensure fixed assets are properly recorded
- Strengthen controls over underwriting process
- Ensure KYC requirements are timely fulfilled
- Ensure that approved policies and Standard Operating Procedures are in place for each function and are updated periodically.
- Ensure timely submission of statutory returns
- Ensure loss ratios are monitored periodically
- Ensure system is integrated across all functions and reporting correctly
- Ensure claims are paid as per policy and regulations

The management has been very co-operative during the course of the audits and suggestions highlighted above has been agreed/ adopted.

Opinion of the Internal Audit

Based on the scope of reviews undertaken and the sample tests performed during the year, significant assurance have been given on the overall adequacy and effectiveness of the organization's framework of governance, risk management and control, however improvements required have been suggested to the management.

Separate Meeting with Internal Audit

The Committee held an independent meeting with the Internal Auditor during the year without the presence of management.

External Auditors

The Committee has reviewed and discussed all Key Audit Matters, qualifications and other issues identified during the external audit with the External Auditors and management, along with the methods used to address the same.

The Committee held an independent meeting with the External Auditors during the year without the presence of management.

The Management Letter is required to be submitted within 45 days of the date of the Auditors' Report on the financial statements under the listing regulations and will be discussed accordingly in the Committee meeting following the receipt of the management letter.

In replacement of the existing auditors of the the company to aligned with parent company's auditor, the Committee has recommended the appointment of M/s. Grant Thornton Anjum Rahman Chartered Accountants (GT), as an External Auditor of the Company for the year ending December 31, 2025 on fees to be approved by the BOD. Consent of GT has been obtained.

The Committee has reviewed the external auditors' independence and objectivity. External auditors have confirmed that they have been given satisfactory rating under Quality Control Review program of the Institute of Chartered Accountants of Pakistan.

For and on behalf of
Board Audit Committee

Muneeza Kassim
Chairman Board Audit Committee
20 February 2024

Directors' Report

The Board of Directors of the Company present the audited financial statements for the year ended December 31, 2024.

BUSINESS REVIEW

The year ended achieving a gross premium of Rs.392m as against Rs.436m of last year. This decline is mainly ascribed to our business strategy of reducing our premium portfolio under Group Life to drive away bad risks. Group Life business 2024 reduced to Rs.67m as against 147m of last year, whilst Group Family Takaful achieved Rs.59m verses Rs.81m of last year. TPLL's focus is essentially to enhance the Retail portfolio and in alignment with this strategic shift, the Company achieved Rs.167m under Accident Health business as against Rs.133m of last year whilst individual life under Takaful underwritten this year at Rs.50m.

TPLL posted a post-tax loss for the year at Rs.340m versus Rs.245m in the corresponding period. This is mainly attributable to on time cost of Reverse Merger at Rs.95m coupled with bad debts provision made at Rs.75m. TPLL got listed with the Pakistan Stock Exchange pursuant to the Scheme of arrangement dated November 29, 2023 duly sanctioned by the Honorable High Court of Sindh under order dated June 10, 2024 whereby all assets, rights liabilities, and obligations of TPLL now stands amalgamated interalia, transferred to and vested in Dar Es Salaam Textile Mills Limited (DSML).

Name of DSML is now changed to TPLL. By way of background was incorporated on March 19, 2008 under the Repealed Companies Ordinance, 1984 (now Companies Act, 2017) as public limited company and is registered as a life insurance company by the Securities and Exchange Commission of Pakistan (SECP) under the Insurance Ordinance, 2000. The Company obtained license to carry on life and related lines of insurance business on March 2, 2009. The registered office of the Company is situated at 20th Floor, Sky Tower-East Wing, Dolmen City, HC-3, Block-4, Abdul Sattar Edhi Avenue, Clifton, Karachi. The Company is a subsidiary of TPL Corp Limited - the Holding Company. The Company is owned 94.21% by TPL Corp Limited.

As of December 31, 2024, TPL Corp Limited, the parent company injected Rs. 290 million at par value as a subordinated loan to cater for the solvency requirements, underscoring its unwavering support for the business. This is to bridge the gap in the interim period prior to the issue the right shares of the company.

The management and Board of Directors express confidence in the Company's sustainability, citing continued support from TPL Corp and the impending listing as key contributors to its ongoing success.

During the year, the Company reported gross premium written as depicted below:

	Gross Premium / Contribution		
	2024	2023	Variance
	----- Rs. In "000" -----		
Individual Life unit Linked	3,840	5,119	-25%
Group Life Business	66,743	146,706	-55%
Accident & Health Business	167,234	133,104	26%
Group Family Takaful	58,901	81,086	-27%
Individual Life unit Linked - Takaful	49,613	-	0%
Accident & Health Business - Takaful	45,497	70,403	-35%
Total	391,828	436,418	-10%

The key financial highlights illustrating the Company's performance are presented below;

	2024	2023
	Amount in "000"	
Gross Premium	391,828	436,418
Net Premium	294,937	308,585
Net Claims	(61,432)	(70,087)
Policy Acquisition Cost	(82,285)	(77,776)
Management Expenses	(426,164)	(380,617)
Financial Charges	(10,725)	(13,784)
Listing expenses	(95,310)	-
Investment Income	73,218	70,671
Loss before tax	(339,625)	(241,904)
Movement in Policyholder Liabilities	(31,865)	(78,896)
EPS (In Rupees)	(1.54)	(1.24)

During the year, TPLL claims ratio improved from last year's 23% to 21% which is mainly due to revision of claims provisions for the prior years. Acquisition cost slightly surged to 28% from 25% of last year. This is due to the impact of unit linked policies where commission rate are higher. Management expenses were higher due to bad debts provision of Rs.75m.

The Company has strategically established a reinsurance arrangement with Munich Re and Gen Re, both holding impressive ratings of "AA-" and "AA+" by Standard & Poor, respectively. The management is confident that this reinsurance support not only diversifies risk but also enhances the underwriting capacity of the Company by providing a robust foundation.

The Board is pleased to report that the Company has maintained IFS (Insurer Financial Strength) rating of A (Single A) by PACRA.

CODE OF CONDUCT OF BUSINESS ETHICS

TPL Life has formally adopted a Code of Conduct, Corporate Strategy, Vision, Mission, and Core Values, which have been approved by the Board. These principles serve as essential guidelines for all members of the Company, highlighting their importance in shaping its direction and culture.

CORPORATE SOCIAL RESPONSIBILITY

We are committed to ensure Corporate Social Responsibility (CSR) with all our stakeholders, our employees their families and the local communities. TPLL believes that a responsible attitude toward society and the environment can make businesses more sustainable, consumer-centric and attractive to the employees.

DIRECTORS' REMUNERATION

Fee is approved for independent directors for attending the meetings and no compensation is paid to non-executive directors.

AUDITORS

The Board of Directors recommends the appointment of M/S Grant Thornton Anjum Rahman, Chartered Accountants as Auditors of the Company for the year 2025 as proposed by the Audit Committee.

RETIREMENT BENEFITS

Balance of Provident Fund as at December 31, 2024 is Rs.39.5m compared to Rs. 23.7m.

COMPLIANCE WITH THE CODE OF CORPORATE GOVERNANCE

The requirements of the Code of Corporate Governance have been duly complied with. The Directors are pleased to confirm the following:

1. The financial statements, prepared by the Company, present fairly its state of affairs, the results of its operation, cash flows and changes in equity.
2. The Company has maintained proper books of accounts.
3. The Company has consistently followed appropriate accounting policies in preparation of the financial statements. Changes, wherever made, have been adequately disclosed and accounting estimates are on the basis of prudent and reasonable judgment.
4. International Accounting Standards as applicable in Pakistan have been followed in preparation of financial statements and any departure thereof has been adequately disclosed.
5. The Company has implemented a sound system of internal control, which has been effectively monitored.
6. The fundamentals of the Company are strong and there is no doubt about its ability to continue as a going concern.
7. There has been no material departure from the best practices of corporate governance.
8. There are no outstanding taxes and duties, other than those disclosed in the financial statements.

BOARD OF DIRECTORS

The current Board of Directors comprises of the following seven directors including Chief Executive.

- Mr. Jameel Yusuf, Chairman
- Mr. Muhammad Ali Jameel
- Ms. Muneeza Kassim
- Mr. Farrukh Shauket Ansari
- Syed Ali Hassan Zaidi
- Mr. Abdul Karim Sultanali
- Mr. Saad Nissar (CEO)

During the year 2024, five meetings of the Board of Directors were held and attended as follows. Leave of absence was granted by the Board, to the Directors who could not attend the board meetings.

S. No.	Name of Directors	Executive / Non-Executive	Meetings Attended
1.	Mr. Jameel Yusuf Ahmed	Non-Executive	5
2.	Mr. Muhammad Ali Jameel	Non-Executive	5
3.	Ms. Muneeza Kassim	Independent	4
4.	Mr. Farrukh Shauket Ansari	Non-Executive	5
5.	Mr. Abdul Karim Sultanali	Independent	2
6.	Syed Ali Hassan Zaidi	Non-Executive	1
7.	Mr. Saad Nissar	Chief Executive Officer	5
8.	Mr. Muhammad Aminuddin	Non-Executive	2

The Casual Vacancy that occurred on the Board during the year was filled by the Directors as follows:

S. No.	Resigned	Dated	Appointment	Dated
1.	Mr. Muhammad Sajid Farooqi	July 30, 2024	Syed Nadir Shah	July 30, 2024
2.	Syed Nadir Shah	August 28, 2024	Mr. Abdul Karim Sultanali	August 28, 2024
3.	Mr. Muhammad Aminuddin	October 11, 2024	Mr. Muhammad Sajid Farooqi	October 11, 2024
4.	Mr. Muhammad Sajid Farooqi	September 26, 2024	Syed Ali Hassan Zaidi	September 26, 2024

BOARD AUDIT COMMITTEE

In Compliance of Corporate Governance and to ensure effective management the Board has established the Board Audit Committee and it comprises of the following Directors:

Ms. Muneeza Kassim	Chairperson	Independent Director
Mr. Farrukh Shauket Ansari	Member	Independent Director
Mr. Abdul Karim Sultanali	Member	Independent Director
Mr. Hashim Sadiq Ali	Secretary	Head of Internal Audit

The Board Audit Committee reviewed the quarterly, half yearly and annual financial statements before submission to the Board of Directors. The Board Audit Committee discussed in detail with the external auditors on the various issues. They have also reviewed internal audit reports and their findings as required under the Code of Corporate Governance.

An Internal Audit function reporting to the Board Audit Committee reviews the financial and internal reporting process, the system of internal control, the management of risks and internal audit process.

BOARD EVALUATION MECHANISM

The Company's Board of Directors has implemented an approved mechanism to conduct annual evaluations of the Board's performance and its committees, in line with the Code of Corporate Governance Regulations. These assessments are rigorously performed by the Board and its committees on an annual basis.

BOARD AND MANAGEMENT COMMITTEES

In compliance of Code of Corporate Governance, the Company has all requisites Board and Management Committees which are functional and have conducted their meetings periodically to comply with the regulation.

INTERNAL AUDIT FUNCTION

TPL Life has set up an Internal Audit Department, whose scope and authority are clearly defined in the formally approved Internal Audit Charter. Using a risk-based approach, the department conducts internal audits to assess the effectiveness and sufficiency of internal controls, ensure consistent application of policies and procedures, and verify compliance with laws and regulations. Based on audit findings, process owners implement corrective actions within their areas to strengthen control mechanisms. To maintain objectivity and independence, the Internal Audit Department reports functionally to the Board Audit Committee (BAC) and administratively to the Managing Director & Chief Executive Officer.

RISK AND OPPORTUNITY

The company has a robust risk management system in place. The Board of Directors, through the Risk Management & Compliance Committee, closely oversees risks and conducts thorough assessments to ensure seamless business operations. Risks are identified, assessed and presented to the Committee for action.

PATTERN OF SHAREHOLDING

A statement showing the pattern of shareholding is attached with this report.

HOLDING COMPANY

The Company is a subsidiary of TPL Corp Limited, which holds 97.61% shares of the Company.

COMPANY AND ECONOMY OUTLOOK

Pakistan's economy recorded continued improvement with GDP expanded by 2.5% after previous years contraction. The positive momentum was fueled by inflationary control and enhanced fiscal and external accounts stability. Inflation declined to 7.2% in half year 2025 from 28.8% of last year. Further support was rendered through stable exchange rate with growth registered under Agriculture sector by 6.2% whilst, current account balance posted a surplus of dollar 1.2billion in Jul-Dec 2025. A reduction in inflation, prompting the State Bank of Pakistan (SBP) to lower the policy rate from 22% to 12%. The foreign exchange reserve experienced notable improvement during 2024 reaching US\$14 billion reserves mark.

The insurance sector faces significant hurdles, notably provincial sales taxes impacting life and health insurance businesses and agent commissions. In a country with low insurance penetration, government backing becomes pivotal for sectoral development. TPL Life, alongside other companies, legally challenges these taxes, underscoring the critical role of governmental support in addressing current issues.

The management's focus on product evolution, customer-centric services, and innovative insurtech platforms positions TPL Life to emerge as a significant player in the life insurance landscape. Supported by TPL Corp, the holding company, the management's dedication sets the stage for further success in the evolving landscape.

There are no changes or commitments after the balance sheet date which could materially affect the financial position of the company

ACKNOWLEDGMENT

We extend heartfelt gratitude to the Securities & Exchange Commission of Pakistan, policyholders, business partners, and shareholders for their unwavering trust. We are dedicated to maximizing the value of their investments through top-notch services. Special appreciation goes to our management team for their commitment and hard work, and we also acknowledge the invaluable support of our Reinsurers and Bankers.

For and on behalf of the Board

A handwritten signature in black ink, appearing to read 'James Yu', with a stylized flourish at the end.

Chairman

Karachi, March 17, 2025

**PATTERN OF SHAREHOLDING
AS AT DECEMBER 31, 2024**

Number of Shareholders	Shareholding	Number of shares held
1140	shareholding from 1 to 5000 shares	578,388
32	shareholding from 5001 to 5,000,000 shares	94,530,161
1	shareholding from 5,000,001 to 132,500,000 shares	129,391,451
1173	Total	224,500,000

Categories of Shareholders

	Shares held	Percentage
Directors, Chief Executive Officer, and their spouse and minor children.	1,500	0.0007%
Associated Companies, Undertakings and related parties.	213,996,060	95.3212%
NIT and ICP	263,487	0.1174%
Banks Development Financial Institutions, Non-Banking Financial Institutions.	649	0.0003%
Insurance Companies	NIL	0.00%
Modarabas and Mutual Funds	NIL	0.00%
Others	10,238,304	4.5605%
Total	224,500,000	100.00%
Shareholders having more than 10% holding		
TPL Corp Limited	211,496,000	94,2076%

Information as required under Code of Corporate Governance
Categories of shareholders as at December 31, 2024

Category	Number of Shareholders	Number of Shares	Holding %
Associated Companies, undertakings and related parties			
TPL Corp Limited	1	211,496,000	94.2076%
TPL Holding (Pvt) Limited	1	2,500,060	1.1136%
Directors, Chief Executive, and their spouse			
Mr. Farrukh Shauket Ansari	1	500	0.0002%
Mr. Muhammad Ali Jameel	1	500	0.0002%
Mr. Jameel Yusuf Ahmed	1	500	0.0002%
Total	3	1,500	0.0007%

Management Responsibilities Towards Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting and reporting standards as applicable in Pakistan and the requirements of Insurance Ordinance, 2000 and, Companies Act, 2017, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement.

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.

Board of directors are responsible for overseeing the Company's financial reporting process.

Pattern of Shareholding

For the Year Ended December 31, 2024

1.1 Name of the Company TPL LIFE INSURANCE LIMITED

2.1. Pattern of holding of the shares held by the shareholders as at 31-12-2024

No. of Shareholders	From	To	Shares Held	Percentage
165	1	100	6,928	0.003086
889	101	500	433,019	0.192882
48	501	1,000	46,719	0.020810
38	1,001	5,000	91,722	0.040856
10	5,001	10,000	87,151	0.038820
2	10,001	15,000	46,271	0.020611
2	15,001	20,000	40,000	0.017817
2	20,001	25,000	24,391	0.010865
1	40,001	45,000	42,500	0.018931
1	100,001	105,000	103,409	0.046062
1	110,001	115,000	112,291	0.050018
1	145,001	150,000	150,000	0.066815
1	175,001	180,000	176,163	0.078469
1	255,001	260,000	259,287	0.115495
1	265,001	270,000	268,026	0.119388
1	295,001	300,000	299,274	0.133307
1	300,001	305,000	302,500	0.134744
1	770,001	775,000	775,000	0.345212
1	1,995,001	2,000,000	2,000,000	0.890869
1	2,235,001	2,240,000	2,239,352	0.997484
1	2,500,001	2,505,000	2,500,060	1.113612
1	4,985,001	4,990,000	5,000,000	2.227171
1	30,100,001	30,105,000	30,104,486	13.409571
1	4,995,001	5,000,000	50,000,000	22.271715
1	129,390,001	129,395,000	129,391,451	57.635390
1,173		Company Total	224,500,000	100.00

Category of Shareholding

For the Year Ended December 31, 2024

S. No.	Name	Holding	% Age
DIRECTORS, CEO THEIR SPOUSES & MINOR CHILDREN			
1.	MR. FARRUKH SHAUKET ANSARI (CDC)	500	0.0002
2.	MR. MUHAMMAD ALI JAMIL (CDC)	500	0.0002
3.	MR. JAMEEL YUSUF AHMED	500	0.0002
4.	MR. SAAD NISSAR	0	0.0000
5.	MS. MUNEEZA KASSIM	0	0.0000
6.	MR. ABDUL KARIM SULTANI	0	0.0000
7.	SYED ALI HASSAN ZAID	0	0.0000
		1,500	0.0007
ASSOCIATED COMPANIES			
1.	M/s TPL CORP LIMITED	63	0.0000
2.	TPL CORP LIMITED (CDC)	2,000,000	0.8909
3.	TPL CORP LIMITED (CDC)	30,104,486	13.4096
4.	TPL CORP LIMITED (CDC)	129,391,451	57.6354
5.	TPL CORP LIMITED (CDC)	50,000,000	22.2717
6.	TPL HOLDINGS (PRIVATE) LIMITED (CDC)	2,500,060	1.1136
		213,996,060	95.3212
NIT & ICP			
1.	INVESTMENT CORP. OF PAKISTAN	4,200	0.0019
2.	CDC - TRUSTEE NATIONAL INVESTMENT (UNIT) TRUST (CDC)	259,287	0.1155
		263,487	0.1174
BANKS, DEVELOPMENT FINANCE INSTITUTIONS, NON BANKING FINANCE INSTITUTIONS			
1.	NATIONAL BANK OF PAKISTAN (CDC)	149	0.0001
2.	ESCORTS INVESTMENT BANK LIMITED (CDC)	500	0.0002
		649	0.0003
MODARABA & MUTUAL FUNDS			
PENSION FUNDS			
1.	TRUSTEE NATIONAL BANK OF PAKISTAN EMPLOYEES PENSION FUND (CDC)	24,391	0.0109
		24,391	0.0109
JOINT STOCK COMPANIES			
1.	AMIN TEXTILE MILLS (PVT) LIMITED	9,000	0.0040
2.	S. H. BUKHARI (PVT) LTD.	2,900	0.0013
3.	CAPITAL VISION SECURITIES (PVT) LTD. (CDC)	193	0.0001
4.	H M INVESTMENTS (PVT) LTD. (CDC)	100	0.0000
5.	MAPLE LEAF CAPITAL LIMITED (CDC)	1	0.0000
6.	NCC - PRE SETTLEMENT DELIVERY ACCOUNT (CDC)	1	0.0000
7.	SHERMAN SECURITIES (PRIVATE) LIMITED (CDC)	401	0.0002
8.	XPERT SECURITIES LIMITED (CDC)	1,000	0.0004
		13,596	0.0061
Others			
1.	THE TRUSTEE GHULAMAN-E-ABBAS EDUCATIONAL & MEDICAL TRUST	500	0.0002
2.	TRUSTEE NATIONAL BANK OF PAKISTAN EMP BENEVOLENT FUND TRUST (CDC)	856	0.0004
		1,356	0.0006
EXECUTIVES			
SHARES HELD BY THE GENERAL PUBLIC (FOREIGN)			
SHARES HELD BY THE GENERAL PUBLIC (LOCAL)			
		0	0.0000
		10,198,961	4.5430
		10,198,961	4.5430
		224,500,000	100.0000
SHAREHOLDERS HOLDING 10% OR MORE OF TOTAL CAPITAL			
1.	TPL CORP LIMITED (CDC)	211,496,000	94.2076
		211,496,000	94.2076
SHAREHOLDERS HOLDING 5% OR MORE OF TOTAL CAPITAL			
1.	TPL CORP LIMITED (CDC)	211,496,000	94.2076
		211,496,000	94.2076

INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of TPL Life Insurance Limited

Review Report on the Statement of Compliance with Code of Corporate Governance

We have reviewed the enclosed Statement of Compliance with the best practices contained in the Code of Corporate Governance for Insurer, 2016 (the Code) and Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors of **TPL Life Insurance Limited** (the Company) for the year ended December 31, 2024 in accordance with the requirements of regulation 36 of the Regulations and provision (Ixxvi) of the Code of Corporate Governance for Insurers, 2016.

The responsibility for compliance with the Code is that of the Board of Directors of the Company. Our responsibility is to review whether the Statement of Compliance reflects the status of the Company's compliance with the provisions of the Code, and report if it does not, and to highlight any non-compliance with the requirements of the Code. A review is limited primarily to inquiries of the Company's personnel and review of various documents prepared by the Company to comply with the Code.

As part of our audit of the financial statements we are required to obtain an understanding of the accounting and internal control systems sufficient to plan the audit and develop an effective audit approach. We are not required to consider whether the Board of Directors' statement on internal control covers all risks and controls or to form an opinion on the effectiveness of such internal controls, the Company's corporate governance procedures and risks.

The Code requires the Company to place before the Audit Committee, and upon recommendation of the Audit Committee, place before the Board of Directors for their review and approval, its related party transactions. We are only required and have ensured compliance of this requirement to the extent of the approval of the related party transactions by the Board of Directors upon recommendation of the Audit Committee.

Based on our review, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the requirements contained in the Code as applicable to the Company for the year ended December 31, 2024.



KARACHI

DATED: April 9, 2025

UDIN: CR202410067utTZ97g4n

BDO EBRAHIM & CO.

CHARTERED ACCOUNTANTS

Engagement Partner: Zulfikar Ali Causer

BDO Ebrahim & Co. Chartered Accountants

BDO Ebrahim & Co., a Pakistan registered partnership firm, is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.

Statement of Compliance with the Code of Corporate Governance

For The Year Ended December 31, 2024

This statement is being presented in compliance with the Code of Governance for Insurers, 2016 ("**2016 Code**") and Listed Companies (Code of Corporate Governance) Regulations, 2019 ("**2019 Code**") (Collectively referred to as the "Codes") for the purpose of establishing a framework of good governance, whereby an insurer is managed in compliance with the best practices of corporate governance.

TPL Life Insurance Limited (the "Company") has applied the principles contained in the Code in the following manner:

1. The total number of directors are 7 as per the following
 - a. Male: 6
 - b. Female: 1
2. The Company ensures representation of Independent and Non-Executive Directors and facilitates representing the minority's interests on its Board of Directors. At present the Board includes:

Category	Names
Independent Director(s)	Mr. Abdul Karim Sultanali
Executive Director(s)	Mr. Saad Nisar
Non-Executive Director(s)	Mr. Jameel Yusuf S.St Mr. Muhammad Ali Jameel, Mr. Farrukh Shauket Ansari Syed Ali Hassan Zaidi
Female Independent Director	Ms. Muneeza Kassim

All Independent Directors meet the criteria of independence as laid down under the Codes.

NOTE: With regard to compliance with Regulation 6 of the 2019 Code, it may be noted that the Company has not rounded up the fraction, as one, since the Board considers it already has a satisfactory representation of Independent Directors. There are currently six non-executive directors, who are not involved in the day-to-day management of the company. The company aims to emphasize the significant presence of independent perspectives on the Board, ensuring a balanced and diverse decision-making process that takes into account the interests of various stakeholders

3. The Directors have confirmed that none of them is serving as a director in more than seven listed companies, including this Company.
4. All the resident Directors of the Company are registered as taxpayers and none of them has defaulted in payment of any loan to a banking company, a DFI or an NBFIs or, being a member of stock exchange, has been declared as a defaulter by a stock exchange.
5. The Casual Vacancy that occurred on the Board during the year was filled by the Directors as follows:

S. No.	Resigned	Dated	Appointment	Dated
1.	Mr. Muhammad Sajid Farooqi	July 30, 2024	Syed Nadir Shah	July 30, 2024
2.	Syed Nadir Shah	August 28, 2024	Mr. Abdul Karim Sultanali	August 28, 2024
3.	Mr. Muhammad Aminuddin	October 11, 2024	Mr. Muhammad Sajid Farooqi	October 11, 2024
4.	Mr. Muhammad Sajid Farooqi	September 26, 2024	Syed Ali Hassan Zaidi	September 26, 2024

6. The Company has prepared a Code of Conduct, and has ensured that appropriate steps have been taken to disseminate it throughout the Company along with its supporting policies and procedures.
7. The Board has developed a vision/mission statement, overall corporate strategy and significant policies of the Company. The Board has ensured that complete record of particulars of significant policies along with the dates on which they were approved or amended has been maintained by the Company.
8. All powers of the Board have been duly exercised and decisions on relevant matters have been taken by the Board/ Shareholders as empowered by the relevant provisions of the Act and the Codes.
9. The meetings of the Board were presided over by the Chairman. The Board has complied with the requirement of the Companies Act, 2017 and the Codes with respect to frequency, recording and circulating minutes of meeting of the Board.
10. The Board has a formal policy and transparent procedures for remuneration of directors in accordance with the Companies Act, 2017 and the Codes. The Board has duly complied with the Directors' Training Program requirement and the criteria as prescribed in the 2019 Code.
11. The Board has established a system of sound internal control, which is effectively implemented at all levels within the Company. The Company has adopted and complied with all the necessary aspects of internal controls given in the 2016 Code.
12. An orientation of the Board of Directors was conducted to apprise them of their duties and responsibilities including the fiduciary duties as contained in the Companies Act, 2017.
13. The Board approved appointment of Chief Financial Officer, Company Secretary and Head of Internal Audit, including their remuneration and terms and condition of employment and complied with relevant requirements of the Codes.
14. The Directors' Report for this year has been prepared in compliance with the requirements of the 2016 Code and fully describes the salient matters required to be disclosed.
15. The Financial Statements of the Company were duly endorsed by Chief Executive Officer and Chief Financial Officer before approval of the Board.
16. The Directors, Chief Executive Officer and other Executives do not hold any interest in the shares of the Company other than disclosed in the pattern of shareholding.
17. The Company has complied with all the corporate and financial reporting requirements of the 2016 Code.
18. The Board has formed the following Management Committees:

Underwriting, Reinsurance Committee:

Name of the Member	Category
Mr. Abdul Karim Sultanali	Chairman
Mr. Saad Nissar	Member
Mr. Farhan Mustafa	Member
Mr. Adnan Riaz	Secretary

Claim Settlement Committee:

Name of the Member	Category
Syed Ali Hassan Zaidi	Chairman
Mr. Saad Nissar	Member
Syed Kazim Hassan	Member
Ms. Shafaque Awan	Secretary

Risk Management and Compliance Committee:

Name of the Member	Category
Syed Ali Hassan Zaidi	Chairman
Mr. Saad Nissar	Member
Syed Kazim Hassan	Member
Mr. Farhan Mustafa	Member
Mr. Kamran Rafique Shaikh	Secretary

19. The Board has formed the following Board Committees:

Ethics, HR, Remuneration and Nomination Committee:

Name of the Member	Category
Mr. Farrukh Shauket Ansari	Chairman
Ms. Muneeza Kassim	Member
Mr. Saad Nissar	Member
Mr. Nader Nawaz	Secretary

Compensation Committee

Name of the Member	Category
Ms. Muneeza Kassim	Chairman
Mr. Farrukh Shauket Ansari	Member
Mr. Nader Nawaz	Secretary

Investment Committee:

Name of the Member	Category
Mr. Muhammad Ali Jameel	Chairman
Mr. Saad Nissar	Member
Syed Ali Hassan Zaidi	Member
Syed Kazim Hassan	Member
Appointed Actuary, Akhtar & Hasan (Pvt) Ltd	Member
Mr. Farhan Mustafa	Member
Mr. Abid Ali	Secretary

20. The Board has formed an Audit Committee. It comprises of three members of whom two are independent director, one is non-executive directors and with three member of the audit committee duly qualifying the requirement of being financially literate. The Chairman of the Committee is an independent director The composition of the Audit Committee is as follows:

Audit Committee:

Name of the Member	Category
Ms. Muneeza Kassim	Chairperson
Mr. Farrukh Shauket Ansari	Member
Mr. Abdul Karim Sultan	Member
Mr. Hashim Sadiq Ali	Secretary

21. The terms of references of the Committees have been formed, documented and advised to the Committees for Compliance. The frequencies of the meetings are as follows:

Name of Committee	Frequency of Meeting
Underwriting, Reinsurance Committee	Quarterly
Claim Settlement Committee	Quarterly
Risk Management and Compliance Committee	Quarterly
Ethics, HR, Remuneration and Nomination Committee /Compensation Committee	Half Yearly
Investment Committee	Quarterly
Audit Committee	Quarterly

22. The Board has set up an effective internal audit function which is considered suitably qualified and experienced for the purpose and is conversant with the policies and procedures of the Company and is involved in the internal audit function on a regular basis.
23. The Chief Executive Officer, Chief Financial Officer, Compliance Officer, Company Secretary and the Head of Internal Audit possess such qualification and experience as is required under the 2016 Code. The appointed Actuary also meets the

conditions as laid down in the 2016 Code. Moreover, the persons heading the underwriting, claim, reinsurance and risk management departments possess qualification and experience of direct relevance to their respective functions, as required under Section 12 of the Insurance Ordinance, 2000 (Ordinance No. XXXIX of 2000):

Name of Person	Designation
Mr. Saad Nissar	Chief Executive Officer
Syed Kazim Hasan	Chief Financial Officer
Mr. Kamran Rafique Shaikh	Compliance Officer
Ms. Shayan Mufti	Company Secretary
Mr. Hashim Sadiq Ali	Head of Internal Audit
Mr. Adnan Riaz	Head of Underwriting
Ms. Shafaque Awan	Head of Claims
Mr. Farhan Mustafa	Head of Actuarial Services and Reinsurance
Mr. Moosa Mirza	Head of Grievance Dept.
Syed Kazim Hasan	Head of Risk Management

24. The statutory auditors of the Company have been appointed from the panel of auditors approved by the Commission in terms of Section 48 of the Insurance Ordinance, 2000 (Ordinance No. XXXIX of 2000). The statutory auditors have confirmed that they have been given a satisfactory rating under the Quality Control Review programme of the Institute of Chartered Accountants of Pakistan, that they or any of the partners of the firm, their spouses and minor children do not hold shares of the Company and that the firm and all its partners are in compliance with the international Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the chief executive officer, chief financial officer, head of internal audit, company secretary or director of the Company.
25. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, the Codes or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard.
26. The Board ensures that the investment policy of the Company has been drawn up in accordance with the provisions of the 2016 Code.
27. The Board ensures that the risk management system of the Company is in place as per the requirements of the 2016 Code. The Company has set up a risk management function/ department, which carries out its tasks as covered under the 2016 Code.
28. The Company has been rated by PACRA and the rating assigned by the rating agency on June 26, 2024 is A(ifs) with stable outlook.
29. The Board has set up a grievance department/function, which fully complies with the requirements of the 2016 Code.
30. We confirm that all requirements of regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the 2019 Code other material principles contained in the 2016 Code have been complied with.

By Order of the Board



Chairman

Date: February 25, 2025

Risk and Opportunity Report

Our risk strategy

Effective risk management is key to the success of an insurance industry that predominantly deals with risk assumption. We believe that an effective risk management ensures raising of red flags and warning signs. Further, it activates a proactive culture that are fundamental to the sustained success of TPLL.

Our risk strategy is delivered through our Risk Leadership, consisting of Chief Risk Officer and teams specializing in financial and non-financial risks (including IT, cyber, climate and conduct).

The process entails detailed exercise of risk identification, possible issues and risk mitigating factors. The risks identified are then stratified and converted into heat maps based on the severity and probability of occurrence. Risks covered are Retention Risk, Reinsurance Risk, Investment Risk, Solvency Risk, IT & Cyber Risk, CAT Risks, Political and Economic Risk, and People risks.

Our risk culture

Our people and culture underpin all aspects of risk management at TPLL. In 2024 we have continued to maintain a risk-aware culture throughout the company. We continuously develop the skills and capabilities of our people to drive better business decisions that appropriately balance risk and reward.

Our risk governance

Our governance approach includes the maintenance of risk policies and business standards, through Board Risk Committee and clearly defined roles and responsibilities. Line management in the business is accountable for risk management which, together with the Risk Function and Internal Audit, form our 'three lines of defence' risk governance model.

The roles and responsibilities of the Risk and Audit Committees in relation to the oversight of risk management and internal control are set out.

Our risk management framework (RMF)

Our RMF is made up of several key components, including sub-frameworks for risk appetite and key risk categories, as well as our risk policy, governance, processes, procedures, systems and desired behaviours and attitudes for risk management.

The processes and systems we use to identify, measure, manage, monitor and report risks are designed to enable dynamic risk-based decision making and effective day-to-day risk management.

Key Risk Factors:

Category	Risk Category	Mitigating Risks
Reinsurance/ Exposure Risk	Reinsurance risk comprises that portion of the exposure risk which is transferred or assumed by another insurance company. Reinsurance placement is invariably made where the risk is in excess of cedents risk appetite or where there is a cluster of risk, including any Catastrophe risk following natural disasters or pandemic.	<ul style="list-style-type: none"> TPL Life is cognizant of the risk and deals with those reinsurance counterparties having rating acceptable to regulator and also have cash call capability. Our overseas insurance treaty is led by top international Reinsurer - Munich Re. CAT Cover is obtained to address any catastrophe due to calamity or pandemics.
Solvency Risk	Solvency risk is the risk that an insurance company may encounter where Admissible	<ul style="list-style-type: none"> Solvency margin calculations are done regularly and also presented in the

Category	Risk Category	Mitigating Risks
	Assets fall below the company's liabilities and solvency margin requirements as prescribed by the SECP.	Board Risk Committee. Company as a part of policy does not over expose in Assets that are not eligible under the Regulations.
Investment Risk	<p>This comprise of risk associated with the investment portfolio of the insurance company.</p> <ul style="list-style-type: none"> Lack of diversification in the investment portfolio can result in financial losses Economic downturns or market fluctuations can impact the value of investments, affecting the company's overall financial health 	<ul style="list-style-type: none"> TPL Life observes prudent investment policy to minimize its risk through diversification of its portfolio and monitors pertinent investments under Fixed Income, Mutual Funds, Equity, Money Market and Government securities. The blend of investment portfolio under each category is monitored in light of the approved Board policy.
Foreign Currency Risk	Foreign currency risk is the risk due to changes in exchange rates that can adversely affect the financial position of the company	<ul style="list-style-type: none"> TPL Life makes payment to reinsurers and exposures are kept at minimal with regular remittances.
IT Risk	<p>IT risk involves the potential for failures or disruptions in the Company's information technology systems.</p> <ul style="list-style-type: none"> Cybersecurity threats can result in data breaches, leading to financial losses and reputational damage Operational disruptions due to IT failures can affect the company's ability to process claims, manage policies, and conduct other critical functions 	<ul style="list-style-type: none"> Company has implemented strong controls including Fire walls, Antivirus solutions, data backup and recovery and off site data management. Strict compliance to IT policy for use of only licensed software.
Claim Reserving	Claim reserving involves estimating the amount of money that needs to be set aside to cover future insurance claims. Further, inaccurate estimations can lead to under-reserving or over-reserving, impacting the company's financial stability.	<ul style="list-style-type: none"> Claim reserving is undertaken by the Actuarial department. This working is also vetted by independent actuaries.
Low Persistency Ratios	<p>Persistency ratios measure the retention of insurance policies over a specific period. Low persistency ratios indicate a high lapse rate, which can affect the company's revenue and profitability.</p> <p>It may signal issues with customer satisfaction, underwriting practices, or changes in market conditions, requiring strategic adjustments. Belated issuance of renewal notice to customers may lead to attrition and loss of revenue.</p>	<ul style="list-style-type: none"> TPL Life has benchmarked its persistency ratio verses the industry averages. Ratios are monitored regularly and any deviations are escalated to deterioration.
Underwriting Risks	These are risks undertaken by the Company to underwrite different risks	<ul style="list-style-type: none"> Past loss ratios and clients profile is a pre-requisite to underwrite any risk.

Category	Risk Category	Mitigating Risks
	covering perils like death, accident and health etc.	<p>Critical business segments are stratified and exposures taken are limited.</p> <ul style="list-style-type: none"> The policy wordings and exclusions are drafted consistent with the reinsurance cover and tailored according to the quantum of risk. Retention risk and risk accumulation are monitored in line with the approved underwriting guidelines.
Regulatory Risk	Compliance to the Insurance Ordinance and Rules, AML, State Banks Regulations and EOBI, SS, Taxation, Customer Complaint Management, etc.	<ul style="list-style-type: none"> Compliance Report the Statutory Returns are prepared on quarterly basis and presented to the Board Risk Management Committee. Red Flags are raised and Changes in the Laws and Regulations are also presented for compliance.
Funding risk	The risk that adequate liquidity for cash flow management may not be available in case of large cash calls/ surrenders/ claims.	<ul style="list-style-type: none"> Liquidity buffers and technical reserves based on regulatory guidelines and claim experience adjusted for any reasonable deviation through portfolio stress test.
Peoples Risk	<p>Our employees are critical to the delivery of our strategy and business plan.</p> <p>A failure to recruit high level staff will impair our ability to service the needs of our customers and achieving our strategic goals.</p>	<ul style="list-style-type: none"> A diverse, inclusive workforce is at the heart of TPLL. We attract staff with a diverse range of insurance experiences and proven ability in the insurance industry. A healthy work environment is provided to ensure minimal staff attrition.

INDEPENDENT AUDITOR'S REPORT

To the members of TPL Life Insurance Limited (Formerly Dar-Es-Salaam Textile Mills Limited)

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the annexed financial statements of **TPL LIFE INSURANCE LIMITED (FORMERLY DAR-ES-SALAAM TEXTILE MILLS LIMITED)** (the Company), which comprise the statement of financial position as at December 31, 2024, the statement of comprehensive income, the statement of changes in equity and the cash flow statement for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information, and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of the audit.

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matters described in the Basis for Qualified Opinion section of our report, the statement of financial position, the statement of comprehensive income, the statement of changes in equity and cash flow statement together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan and give the information required by the Insurance Ordinance, 2000 and the Companies Act, 2017 (XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at December 31, 2024 and of the loss, its other comprehensive loss, the changes in equity and its cash flow for the year then ended.

Basis for Qualified Opinion

1. As outlined in Note 1.2, TPL Life Insurance Limited entered into a reverse merger transaction with Dar-es-Salam Textile Mills Limited (DSML), resulting in full integration of TPL Life Insurance Limited's entire business operations, assets, liabilities, and obligations into the Company as of the effective date, June 10, 2024.

The financial statements of DSML were not audited since June 30, 2023. The fair values considered in the financials are based on values taken in September 2023 instead of the date of merger and we have not been provided with sufficient records that would enable us to perform our audit procedures on opening balances and pre-merger financials of DSML.

Consequently, we are unable to determine if any, adjustments are necessary to give a true and fair view of the merged financial statements of DSML.

2. As disclosed in note 25.2, the Company has reversed claims amounting to Rs. 37.296 million. We have not been provided with sufficient appropriate information and records supporting such reversal. Had there been no reversal the loss of the Company would have increased by Rs. 37.296 million and consequently solvency would have been reduced by the same amount.
3. We have not been provided with the complete system-generated ledgers and journal entry batch due to the limitations in the Company's information system. As a result, we were unable to perform audit procedures to test for management override of controls as required by ISA-240 and verify the accuracy of transactions in respect of ledgers not provided.

We conducted our audit in accordance with International Standards on Auditing (ISAs) as applicable in Pakistan. 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 as adopted by the Institute of Chartered Accountants of Pakistan (the Code) and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Material Uncertainty Relating to Going Concern

We draw attention to note 1.5 in the financial statements, which indicates that the Company incurred a net loss of Rs. 340.212 million (2023: Rs. 244.951 million) during the year ended December 31, 2024 and accumulated losses of the Company are Rs. 2,254.216 million (2023: Rs. 1,914.004 million). The Company's aggregate solvency margin would not meet the minimum solvency margin requirements with the consideration of the matters stated in basis for qualified opinion section and, therefore, would be

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non-compliant to the direction provided by Securities and Exchange Commission of Pakistan vide their letter dated June 8, 2018. These conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as going concern. Our opinion is not modified in respect of this matter.

Emphasis of Matters

We draw attention to the following matters:

1. We draw attention to note 20.1.1 to the accompanying financial statements, which describes the contingency regarding chargeability of sales tax on premium by Sindh Revenue Board.
2. We draw attention to Note 37 to the financial statements which indicates that the policyholders' liability exceeds the total net admissible assets of Family Takaful operations. This represents non-compliance with section 35 of Insurance Ordinance, 2000.

Our opinion is not modified in respect of the above matters.

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.

Following are the Key audit matters:

S.No.	Key Audit Matter	How the matter was addressed in our audit
1.	<p>Premium / contribution (Refer note 5.1 and 21 to the financial statements)</p> <p>The Company generates its income primarily from premiums / contributions. Premiums / contributions from insurance policies amounts to Rs. 391.829 million which comprise of 84.26% of the total income.</p> <p>We identified premiums / contributions as a key audit matter because it is a key performance indicator of the Company and possess a risk of overstatement by recording transactions that may not have occurred.</p>	<p>Our audit procedures, amongst others, included the following:</p> <ul style="list-style-type: none"> ● Obtaining an understanding of the Company's process for recognition of premium / contribution and evaluating the design and implementation of key controls involved in the process of capturing, processing and recording of premiums / contributions. ● Assessing the appropriateness of the Company's accounting policy for recognition of premium / contribution, in compliance with applicable accounting and reporting standards. ● Testing, on a sample basis, premiums / contributions earned from the underlying policies issued to insurance / takaful policyholders to evaluate appropriateness of recognized premium / contribution during the year. ● Assessing whether premium / contribution was recognized in an appropriate accounting period by carrying out a comparison, using an appropriate sample, of recognized premium with the relevant period in the corresponding insurance policies.

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S.No.	Key Audit Matter	How the matter was addressed in our audit
		<ul style="list-style-type: none"> ● Testing, on a sample basis, premium / contribution receipts to evaluate whether the premium / contribution amounts have been received from the policyholders before the recognition of premiums / contributions (other than group life and health insurance / takaful) as required under Insurance Ordinance, 2000.
2.	<p>Insurance Liabilities (Refer notes 17 to the financial statements)</p>	
	<p>The Company's insurance / takaful liabilities (excluding outstanding claims) amounting to Rs. 220.280 million which represent 23.06% of its total liabilities.</p> <p>Valuation of insurance / takaful contract liabilities involve significant judgment, actuarial assumptions such as; mortality, persistency, morbidity, investment returns, expense levels and inflation, and the use of methods adopted for actuarial valuations. Further, policyholder data is a key input into the valuation process. The valuation of Policyholder liabilities and IBNR claims is, therefore, conditional upon the accuracy and completeness of the data used.</p>	<p>Our audit procedures, amongst others, included the following:</p> <ul style="list-style-type: none"> ● Obtaining an understanding of the Company's process and evaluation of the design and implementation of key controls in recognition and valuation of insurance / takaful liabilities. ● Assessing the appropriateness of the Company's accounting policy for recognition and measurement of insurance / takaful liabilities, in compliance with applicable accounting and reporting standards. ● Assessing the consistency of the methods used for calculation of the IBNR claims and assumptions for the valuation parameters as at 31 December 2024 to establish whether these had been subject to any arbitrary discontinuities from those used at 31 December 2023. ● Performing procedures to evaluate the accuracy, completeness and reliability of the underlying data utilized for the purposes of measurement by reference to its source. ● Inspecting the report submitted by the Appointed Actuary for the year ended December 31, 2024, to the Board of Directors of the Company in respect of the Insurance Liabilities and the related methods and assumptions used for this purpose. ● Appointing an independent actuarial expert to assess the reasonableness of assumptions and methods used by the management's expert in the valuation of insurance liabilities. Our procedures also included evaluating the adequacy of the work performed by our independent appointed actuarial expert; and

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S.No.	Key Audit Matter	How the matter was addressed in our audit
		<ul style="list-style-type: none"> Assessed the adequacy of disclosures made in the financial statements to ascertain whether these are complied with the accounting and reporting standards as applicable in Pakistan.

Information Other than the Financial Statements and Auditors' Report Thereon

Management is responsible for the other information. The other information comprises the information included in the directors' report but does not include the financial statements and our auditors' report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the accounting and reporting standards as applicable in Pakistan and the requirements of the Insurance Ordinance, 2000 and the Companies Act, 2017(XIX of 2017) 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.

Board of directors are responsible for overseeing the Company's financial reporting process.

Auditors' 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 auditors' 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 as applicable in Pakistan 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 as applicable in Pakistan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

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- 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 auditors' 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 auditors' 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.

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

We also provide the board of directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the board of directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our Auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Based on our audit, we further report that in our opinion:

- Except for the matter described in basis for qualified opinion section proper books of account have been kept by the Company as required by Insurance Ordinance, 2000 and the Companies Act, 2017 (XIX of 2017);
- the statement of financial position, the statement of comprehensive income, the cash flow statement and the statement of changes in equity together with the notes thereon have been drawn up in conformity with the Insurance Ordinance, 2000 and the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of account;
- the apportionment of assets, liabilities, revenue and expense between two or more funds has been performed in accordance with the advice of appointed actuary;
- investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and
- no zakat was deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980).

Other Matter

The financial statements of the Company for the year ended June 30, 2023 were audited by another firm of chartered accountants, who had expressed an adverse opinion on those financial statements vide their report dated December 08, 2023.

The engagement partner on the audit resulting in this independent auditors' report is Zulfikar Ali Causer.

KARACHI

DATED: April 9, 2025
UDIN: AR202410067vb2xdMIVF

BDO EBRAHIM & CO.
CHARTERED ACCOUNTANTS

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Statement of Financial Position

As at December 31, 2024

		2024	2023
	Note	(Rupees in "000")	
Assets			
Property and equipment	6	5,363	10,096
Intangible assets	7	31,335	37,211
Investments			
Government securities	8	243,996	120,116
Mutual funds	9	189	19,087
Term deposits	10	85,000	85,000
Insurance receivables	11	68,268	208,144
Other loans and receivables	12	52,841	37,560
Taxation - payments less provision		52,536	44,200
Prepayments	13	5,074	1,076
Cash and bank	14	702,133	559,050
Total assets		<u>1,246,735</u>	<u>1,121,540</u>
Equity and liabilities			
Capital and reserves attributable to Company's equity holders			
Authorized share capital	15	<u>2,400,000</u>	<u>2,400,000</u>
Issued, subscribed and paid up share capital	15	2,245,000	2,090,000
Contribution from sponsors	16	300,859	-
Accumulated loss of other than participating share (Ledger account D)		(2,555,545)	(2,311,655)
Unappropriated profit		301,329	397,651
		291,643	175,996
Advance against issuance of right shares		-	75,000
Total equity		<u>291,643</u>	<u>250,996</u>
Liabilities			
Insurance liabilities	17	343,979	271,836
Premium received in advance		6,356	16,630
Reinsurance payables	18	240,631	256,608
Other creditors and accruals	19	364,126	325,470
Total liabilities		<u>955,092</u>	<u>870,544</u>
Total equity and liabilities		<u>1,246,735</u>	<u>1,121,540</u>
Contingency and commitments	20		

The annexed notes from 1 to 40 form an integral part of these financial statements.



CHIEF FINANCIAL OFFICER



DIRECTOR



DIRECTOR



CHIEF EXECUTIVE OFFICER



CHAIRMAN

Statement of Comprehensive Income

For the Year Ended December 31, 2024

		2024	2023
	Note	(Rupees in "000")	
Premium / contribution revenue		391,829	436,418
Premium / contribution ceded to reinsurers		(96,891)	(127,833)
Net premium / contribution revenue	21	294,938	308,585
Investment income	22	45,539	34,733
Net fair value gains on financial assets at held for trading	23	32	6,625
Other income	24	27,647	29,313
		73,218	70,671
Net income		368,156	379,256
Insurance benefits		160,616	149,722
Recoveries from reinsurers		(61,888)	(79,635)
Reversal of claims		(37,296)	-
Net insurance benefits	25	61,432	70,087
Net change in insurance liabilities (other than outstanding claims)		31,865	78,896
Acquisition expenses	26	82,285	77,776
Marketing and administration expenses	27	395,702	376,658
Other expenses	28	30,459	3,959
Listing expenses		95,310	-
Total expenses		635,621	537,289
Results of operating activities		(328,897)	(228,120)
Financial charges		(10,725)	(13,784)
Profit before income taxes and final taxes		(339,622)	(241,904)
Minimum tax levy	29	(590)	-
Loss before income tax		(340,212)	(241,904)
Income tax expense	30	-	(3,047)
Loss for the year		(340,212)	(244,951)
Other comprehensive income		-	-
Total comprehensive loss for the year		(340,212)	(244,951)
Loss per share - basic and diluted	31	(1.54)	(1.24)

The annexed notes from 1 to 40 form an integral part of these financial statements.



CHIEF FINANCIAL OFFICER



DIRECTOR



DIRECTOR



CHIEF EXECUTIVE OFFICER



CHAIRMAN

Statement of Changes In Equity

For the Year Ended December 31, 2024

Attributable to equity holders of the Company

	Share Capital	Contribution from sponsors	Unappropriated profit / (loss)	Accumulated losses of other than participating share - Ledger D account	Advance against issuance of share	Total
(Rupees in "000")						
Balance as at January 1, 2023	1,910,000	-	379,465	(2,048,518)	50,000	290,947
At beginning of year						
Advance received against issuance of shares	-	-	-	-	205,000	205,000
Right shares issued during the year	180,000	-	-	-	(180,000)	-
Total comprehensive loss for the year						
Loss for the year	-	-	(244,951)	-	-	(244,951)
Other comprehensive income	-	-	-	-	-	-
	-	-	(244,951)	-	-	(244,951)
Deficit retained in statutory funds	-	-	263,137	(263,137)	-	-
Balance as at December 31, 2023	2,090,000	-	397,651	(2,311,655)	75,000	250,996

Right shares issued during the year	75,000	-	-	-	(75,000)	-
Advance against right shares received during the year	-	-	-	-	90,000	90,000
Transfer of Advance against right shares to loan from sponsor	-	90,000	-	-	(90,000)	-
Transaction with owners:						
Fair value of the consideration effectively transferred in the Scheme of merger	80,000	-	-	-	-	80,000
Total comprehensive loss for the year						
Loss for the year	-	-	(340,212)	-	-	(340,212)
Other comprehensive income	-	-	-	-	-	-
	-	-	(340,212)	-	-	(340,212)
Loan received from sponsor during the year	-	200,000	-	-	-	200,000
Loan from sponsor transferred on merger	-	58,096	-	-	-	58,096
Repayment of loan from sponsor during the year	-	(47,237)	-	-	-	(47,237)
Deficit retained in statutory funds	-	-	243,890	(243,890)	-	-
Balance as at December 31, 2024	2,245,000	300,859	301,329	(2,555,545)	-	291,643

The annexed notes from 1 to 40 form an integral part of these financial statements.



CHIEF FINANCIAL OFFICER



DIRECTOR



DIRECTOR



CHIEF EXECUTIVE OFFICER



CHAIRMAN

Statement of Cash Flows

For the Year Ended December 31, 2024

	2024	2023
Operating Cash flows:		
(a) Underwriting activities		
Insurance premium received	445,713	347,852
Reinsurance premium paid	(13,138)	-
Claims paid	(116,193)	(137,916)
Surrenders paid	(4,691)	(4,684)
Commission paid	(74,881)	(36,267)
Marketing and administrative expenses paid	(335,901)	(355,423)
Net cash used in underwriting activities	(99,092)	(186,437)
(b) Other operating activities		
Income tax paid	(8,455)	(8,927)
Other operating receipts	3,826	31,550
Net cash (used in) / generated from other operating activities	(4,630)	22,624
Total cash used in all operating activities	(103,720)	(163,813)
Investment activities:		
Profit / return received on investment	52,323	56,325
Dividend received	21	165
Purchase of investment	(241,274)	(118,912)
Proceeds from sale of investment	145,833	238,500
Capital expenditure - net	(955)	(11,809)
Total cash (used in) / generated from investing activities	(44,052)	164,268
Financing activities:		
Proceeds from issuance of shares	-	205,000
Funds received from sponsor	290,000	-
Payment made to sponsor	(47,237)	-
Bank balance acquired on merger	50,226	-
Repayment of lease liabilities	(2,134)	(2,126)
Total cash generated from financing activities	290,856	202,874
Net cash generated from all activities	143,083	203,329
Cash and cash equivalents at beginning of year	559,050	355,721
Cash and cash equivalents at end of year	32 702,133	559,050
Reconciliation to Profit and Loss Account:		
Operating cash flows	(103,720)	(163,813)
Depreciation / amortization expense	27 (11,560)	(7,076)
Gain on disposal of property and equipment	24 -	45
Listing Expense	(95,310)	-
Unwinding of discount	(1,071)	(1,289)
Dividend and other investment income	22 45,571	41,358
Return on bank balances	24 27,647	27,354
Increase in assets other than cash	(178,666)	81,533
Decrease in liabilities other than borrowings	(23,102)	(223,063)
Loss after taxation	(340,212)	(244,951)

The annexed notes from 1 to 40 form an integral part of these financial statements.



CHIEF FINANCIAL OFFICER



DIRECTOR



DIRECTOR



CHIEF EXECUTIVE OFFICER



CHAIRMAN

Notes to the Financial Statements

For the Year Ended December 31, 2024

1 STATUS AND NATURE OF BUSINESS

1.1 TPL Life Insurance Limited (Formerly: Dar-es-Salam Textile Mills Limited) (the Company) was incorporated on September 28, 1989 under the Repealed Companies Ordinance, 1984 (now the Companies Act, 2017) as public limited company and is registered as a life insurance company by the Securities and Exchange Commission of Pakistan (SECP) under the Insurance Ordinance, 2000. The Company obtained license to carry on life and related lines of insurance business on March 2, 2009. The registered office of the Company is situated at 20th Floor, Sky Tower-East Wing, Dolmen City, HC-3, Block - 4, Abdul Sattar Edhi Avenue, Clifton, Karachi-74900. The Company is a subsidiary of TPL Corp Limited - Holding Company.

1.2 Scheme of arrangement

During the year, a Scheme of Arrangement for the amalgamation/merger ("the Scheme") of TPL Life Insurance Limited with and into Dar-es-Salaam Textile Mills Limited ("DSML"), effective from June 10, 2024, was approved by the Board of Directors of both companies on November 29, 2023, and subsequently by resolutions passed by the shareholders of each company. The Scheme was sanctioned by the Honorable High Court of Sindh on June 10, 2024, with an effective date of June 10, 2024 ("effective date"). Consequently, from the effective date, the Company has transitioned from an unlisted entity to a listed entity and the Company's name has been changed from Dar-es-Salaam Textile Mills Limited to TPL Life Insurance Limited, subject to compliance with the procedures prescribed under applicable laws and regulations.

As of June 10, 2024, the entire undertaking of TPL Life, including its business, properties, assets, liabilities, rights, and obligations, has merged into DSML. As consideration for the amalgamation, DSML has issued shares, credited as fully paid, to the shareholders of TPL Life with 1:1 swap ratio, one share of DSML for every one share of TPL Life, with a face value of PKR 10/- each. This ratio was approved by the Boards of Directors of both DSML and TPL Life Insurance Limited. Following the sanction of the Scheme, the Company's authorized share capital has increased from PKR 150,000,000 (Pak Rupees One Hundred Fifty Million) to PKR 2,400,000,000 (Pak Rupees Two Billion Four Hundred Million), divided into 240,000,000 shares of PKR 10 each. This increase reflects the combined authorized share capital of the pre-merged entities and includes additional share capital to facilitate the swap ratio for the shares issued to the DSML shareholders. The Company's Memorandum and Articles of Association have been amended accordingly to align with the reverse merger scheme.

As per scheme, the shareholders of TPL Life Insurance Limited retained a larger portion of the voting rights and control in the combined entity, TPL Life Insurance Limited is considered the accounting acquirer (legal acquiree), while the Company is regarded as the accounting acquiree (legal acquirer). The financial results of the surviving entity / legal acquirer, reflecting the continuing operations of the insurance business, have been presented in accordance with the revised interpretation of the reverse merger transaction as per IFRS 2, thus ensuring a true and fair view.

The financial statements of the amalgamated entity, including the statement of financial position, profit or loss, other comprehensive income, cash flows, and accompanying notes, are presented under the name of DSML as a continuation of the financial statements of TPL Life. A retroactive adjustment to share capital has been made to reflect the legal capital of DSML, and accordingly, comparative financial information has been adjusted to reflect DSML's share capital. Consequently, prior-year figures are not comparable to DSML's standalone financial statements.

As of the Effective Date, TPL Life, as the accounting acquirer, has recognized the acquired assets and assumed liabilities of DSML at fair value, determined in September 2023, using the acquisition method in these financial statements.

1.3 The Company is engaged in life insurance business including ordinary life business and accidental and health business.

In accordance with the requirement of Insurance Ordinance, 2000, the Company has established a Shareholder Fund and separate Statutory Funds. The Statutory Funds established by the Company, in accordance with the advice of Appointed Actuary are as follows:

- Individual Life Unit Linked
- Conventional Business
- Accidental and Health
- Overseas Group Life and Health Business
- Individual Family Takaful (note 1.4)
- Group Family Takaful (note 1.4)
- Accidental and Health Takaful (note 1.4)

Notes to the Financial Statements

For the Year Ended December 31, 2024

- 1.4** Pursuant to the approval obtained from Securities and Exchange Commission of Pakistan on August 9, 2018 to transact Window Takaful Operations in respect of Family Takaful products, the Company started underwriting Group Family Takaful and Group Accident and Health Takaful from January 2019.

In accordance with the requirement of Takaful Rules, 2012 read with SECP Circular 8/2014, the Company has transferred Rs. 50 million in separate Islamic bank account for Window Takaful business maintained with scheduled bank. For the purpose of Takaful business the Company has established Waqf fund (here-in-after referred to as Participant Takaful Fund) under waqf deed executed by Company with a cede money of Rs. 0.5 million.

- 1.5** The Company incurred net loss of Rs. 340.212 million (2023: Rs. 244.95 million) for the year ended December 31, 2024 and, as of that date, the Company's accumulated losses are Rs. 2,254.216 million (2023: Rs. 1,914.01 million). However, the net equity remains positive, but still the solvency exceeds marginally. These conditions indicate that a material uncertainty exists may cast doubt over the Company's ability to continue as going concern.

During the year, the Holding Company injected Rs.290 million (2023: Rs. 90 million) which assisted the Company in meeting the minimum solvency requirements as required under Insurance Ordinance 2000.

Further, as an abundant caution, the Holding Company has also provided a financial commitment to continue its financial support to the Company, if required, for the purposes of ensuring sustainable operations in the foreseeable future and also to meet the minimum solvency requirements.

Based on the above capital injection during the year and financial support from the Holding Company, the management and the Board of Directors of the Company are confident that the Company will continue to operate on sustainable basis.

Moreover, refer to note 38 "Statement of solvency" where the solvency of the Company exceeds marginally as excess of net admissible assets over minimum solvency requirement. However, the Company has received approval from Securities and Exchange Commission of Pakistan (SECP) vide its letter ID/OSM/TPLIFE /2018/15292 dated June 08, 2018 to maintain solvency requirements on aggregate basis instead of maintaining for each individual fund.

2 BASIS FOR PRESENTATION

These financial statements have been prepared in accordance with the format prescribed under Securities and Exchange Commission (Insurance) Rules, 2017 vide S.R.O 89(1) / 2017 dated 09 February 2017.

2.1 Statement of compliance

These financial statements have been prepared in accordance with the accounting and reporting standards as applicable in Pakistan. The accounting and reporting standards comprise of:

- International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) as are notified under the Companies Act, 2017; and
- Provisions of and directives issued under the Companies Act, 2017 and Insurance Ordinance, 2000, Insurance Rules 2017, Takaful Rules, 2012 and Insurance Accounting Regulations, 2017.

In case requirement differ, the provisions or directives of the Companies Act, 2017, the Insurance Ordinance, 2000, the Insurance Rules, 2017, the Insurance Accounting Regulations, 2017 and the Takaful Rules, 2012 shall prevail.

2.2 Functional and presentation currency

These financial statements are presented in Pakistani Rupees which is also the Company's functional currency. All financial information presented in Pakistani Rupees has been rounded to the nearest rupees in thousand, unless otherwise stated.

Notes to the Financial Statements

For the Year Ended December 31, 2024

2.3 BASIS OF MEASUREMENT

These financial statements have been prepared under the historical cost convention except as disclosed in accounting policies relating to investments.

3 APPLICATION OF NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS TO PUBLISHED APPROVED ACCOUNTING AND REPORTING STANDARDS

3.1 New accounting standards, amendments and IFRS interpretations that are effective for the year ended December 31, 2024

The following standards, amendments and interpretations are effective for the year ended December 31, 2024. These standards, amendments and interpretations are either not relevant to the Company's operations or did not have significant impact on the financial statements other than certain additional disclosures.

	Effective date (annual periods beginning on or after)
Amendments to IFRS 7 'Financial Instruments: Disclosures' - Supplier finance arrangements	January 01, 2024
Amendments to IFRS 16 'Leases' - Amendments to clarify how a seller-lessee subsequently measures sale and leaseback transactions	January 01, 2024
Amendments to IAS 1 'Presentation of Financial Statements' - Classification of liabilities as current or non-current	January 01, 2024
Amendments to IAS 1 'Presentation of Financial Statements' - Non-current liabilities with covenants	January 01, 2024
Amendments to IAS 7 'Statement of Cash Flows' - Supplier finance arrangements	January 01, 2024

3.1.1 IFRS 9 'Financial Instruments':

IFRS 9 'Financial Instruments' is effective from reporting year ended December 31, 2019. It replaces the existing guidance in IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 includes revised guidance on the classification and measurement of financial instruments, a new expected credit loss model for calculating impairment on financial assets, and new general hedge accounting requirements. It also carries forward the guidance on recognition and derecognition of financial instruments from IAS 39.

Amendment to IFRS 4 'Insurance Contracts' - Applying IFRS 9 'Financial Instruments' with IFRS 4 addresses issue arising from the different effective dates of IFRS 9 and IFRS 17 'Insurance Contracts'. The amendment introduces two alternative options for entities issuing contracts within the scope of IFRS 4, notably a temporary exemption and an overlay approach. The temporary exemption enables eligible entities to defer the implementation date of IFRS 9. The overlay approach allows an entity applying IFRS 9 from July 01, 2018 onwards to remove from the statement of profit or loss the effects of some of the accounting mismatches that may occur from applying IFRS 9 before IFRS 17 is applied.

The Company has determined that it is eligible for the temporary exemption option since the Company has not previously applied any version of IFRS 9, its activities are predominantly connected with insurance as the percentage of the total carrying amount of its liabilities connected with insurance relative to the total carrying amount of all its liabilities is greater than 95 percent and the company does not engage in significant activities unconnected with insurance based on historical available information. Under the temporary exemption option, the Company has deferred the application of IFRS 9 until the application of IFRS of 17.

To determine the appropriate classification of financial assets under IFRS 9, an entity would need to assess the contractual cash flows characteristics of any financial asset. Indeed, the contractual terms of the financial asset give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding ("SPPI") i.e. cash flows that are consistent with a basic lending arrangement. In a basic lending arrangement, consideration for the time value of money and credit risk are typically the most significant elements of interest.

Notes to the Financial Statements

For the Year Ended December 31, 2024

IFRS 9 defines the terms “principal” as being the fair value of the financial asset at initial recognition, and the “interest” as being compensation for (i) the time value of money, and (ii) the credit risk associated with the principal amount outstanding during a particular period of time.

3.1.1.1 The tables below set out the fair values as at the year end and the amount of change in the fair value during that year for the following two groups of financial assets separately:

a) financial assets with contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding, excluding any financial asset that meets the definition of held for trading in IFRS 9, or that is managed and whose performance is evaluated on a fair value basis, and

b) all other financial assets

December 31, 2024			
Fail the SPPI test		Pass the SPPI test	
Fair value	Change in unrealised gain	Fair value	Change in unrealised gain
----- Rupees -----			
Financial assets			
Investments			
Debt securities	-	243,996	-
Mutual Fund	189	-	-
Term deposit receipts	-	85,000	-
Loans and other receivable	-	68,269	-
Insurance receivables	-	52,841	-
Taxation - payments less provision	-	52,536	-
Prepayments	-	5,073	-
Cash at bank	-	702,133	-
	189	1,209,848	-

December 31, 2023			
Fail the SPPI test		Pass the SPPI test	
Fair value	Change in unrealised gain	Fair value	Change in unrealised gain
----- Rupees -----			
Financial assets			
Investments			
Debt securities	-	120,116	-
Mutual Fund	19,087	-	-
Term deposit receipts	-	85,000	-
Loans and other receivable	-	208,144	-
Insurance receivables	-	37,560	-
Taxation - payments less provision	-	44,200	-
Prepayments	-	1,076	-
Cash at bank	-	559,050	-
	19,087	1,055,146	-

Notes to the Financial Statements

For the Year Ended December 31, 2024

December 31, 2024				
Gross carrying amount of financial Assets that pass the SPPI test (Rupees in '000)				
	AAA	A+	A	Not rated
Financial Assets				
Investments				
Government securities	243,996	-	-	-
Mutual funds	-	189	-	-
Term deposits	-	85,000	-	-
Other loans and receivables	-	-	-	52,841
Cash and bank	-	702,133	-	-
	243,996	787,322	-	51,933

December 31, 2023				
Gross carrying amount of financial Assets that pass the SPPI test (Rupees in '000)				
	AAA	A+	A	Not rated
Financial Assets				
Investments				
Government securities	120,116	-	-	-
Mutual funds	-	19,087	-	-
Term deposits	-	85,000	-	-
Other loans and receivables	-	-	-	37,560
Cash and bank	-	559,050	-	-
	120,116	663,137	-	37,560

3.2 New accounting standards, amendments and interpretations that are not yet effective

The following standards, amendments and interpretations are only effective for accounting periods, beginning on or after the date mentioned against each of them. These standards, amendments and interpretations are either not relevant to the Company's operations or are not expected to have significant impact on the Company's financial statements other than certain additional disclosures.

	Effective date (annual periods beginning on or after)
Amendments to IFRS 7 'Financial Instruments: Disclosures' - Amendments regarding the classification and measurement of financial instruments	January 01, 2026
Amendments to IFRS 9 'Financial Instruments' - Amendments regarding the classification and measurement of financial instruments	January 01, 2026
Amendments to IAS 21 'The Effects of Changes in Foreign Exchange Rates' - Lack of Exchangeability	January 01, 2025
Amendments to IFRS 7 'Financial Instruments: Disclosures' - Amendments regarding nature-dependent electricity contracts that are often structured as power purchase agreements (PPAs)	January 01, 2026

Notes to the Financial Statements

For the Year Ended December 31, 2024

Effective date (annual periods beginning on or after)

Amendments to IFRS 9 'Financial Instruments' - Amendments regarding nature-dependent electricity contracts that are often structured as power purchase agreements (PPAs)

January 01, 2026

IFRS 17 Insurance Contracts

January 01, 2026

Certain annual improvements have also been made to a number of IFRSs and IASs.

IFRS 1 'First-time Adoption of International Financial Reporting Standards' has been issued by IASB effective from July 01, 2009. However, it has not been adopted yet locally by Securities and Exchange Commission of Pakistan (SECP).

IFRS 18 'Presentation and Disclosures in Financial Statements' has been issued by IASB effective from January 01, 2027. However, it has not been adopted yet locally by Securities and Exchange Commission of Pakistan (SECP).

IFRS 19 'Subsidiaries without Public Accountability: Disclosures' has been issued by IASB effective from January 01, 2027. However, it has not been adopted yet locally by Securities and Exchange Commission of Pakistan (SECP).

IFRS 17 - 'Insurance contracts' has been notified by the IASB to be effective for annual periods beginning on or after January 1, 2023. However SECP has notified the timeframe for the adoption of IFRS - 17 which will be adopted by January 01, 2026.

4 ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of financial statements in conformity with the requirements of approved accounting standards as applicable in Pakistan requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognized in the period in which the estimate is revised and any future periods affected.

Significant areas where assumptions and estimates were exercised in the application of accounting policies, otherwise disclosed in these financial statements, relate to:

a) Policyholders' Liabilities

Mortality, Morbidity, and Interest Bases Adopted:

The SECP, vide its circular 17/2013 dated September 13, 2013, has stipulated that the SLIC (2001-05) Individual Life Mortality Table published by the Pakistan Society of Actuaries be used as the minimum valuation basis prescribed under SECP's notification S.R.O 16(1)/2012. A test was conducted to compare the existing valuation basis (EFU 1961-66 mortality table) with the minimum valuation basis (SLIC 2001-05). The test revealed that the existing valuation basis was more prudent than the minimum valuation basis, and therefore, it was considered appropriate to continue with the existing valuation basis.

The rate of discount was taken as 3.75% in line with the requirements under SECP's notification S.R.O 16(1)/2012 for determining reserves of traditional products and supplementary coverage. Any differential between the assumed rate and the actual rate is intended to be available to the Company for meeting its administrative expenses.

General Principles for Actuarial Valuation:

The following principles were adopted in the actuarial valuation to estimate policyholders' liabilities as at December 31, 2024:

- a) For Unit-Linked policies, the reserve for the bid value of allocated units is calculated using the latest bid value of units and the total number of units belonging to policyholders' accounts as at the valuation date.
- b) Group Life Insurance, Individual Accident & Health Insurance, and Group Accident & Health have been valued using Unearned Gross Premium.
- c) Unearned premium reserves have been maintained for all riders.
- d) Reinsurance premium reserves have been maintained on an unearned premium basis.

Notes to the Financial Statements

For the Year Ended December 31, 2024

- e) Reserves have been maintained for Incurred But Not Reported (IBNR) claims, using the chain ladder method for IBNR reserves.
- f) For unit-linked policies, unearned premium reserves have been calculated for mortality charges only.
- g) If for any policy the reserve is negative, the negative value is excluded, and the reserves for the policies are set equal to zero.

Surrenders:

For conventional business, no provision has been made for lapses and surrenders. This provides prudence to the value placed on the liability by not taking any credits for the profits made on surrenders.

Claims Provision:

- a) Provisions have been made in respect of all intimated claims. Most claims require lump sum payments, and reserves have been maintained in each Statutory Fund, where applicable.
- b) Adequate reserves have also been maintained for Incurred But Not Reported (IBNR) claims. The IBNR is determined based on the chain ladder method, which analyzes the time lag between the claim occurrence date and the claim reported date from the Company's own experience.

b) Fixed Assets and Intangibles - Depreciation and Amortization

In making estimates of depreciation/amortization methods, the management uses a method that reflects the pattern in which economic benefits are expected to be consumed by the Company. The method applied is reviewed at each financial year-end, and if there is a change in the expected pattern of consumption of the future economic benefits embodied in the assets, the method is changed to reflect the change in the pattern.

c) Taxation

Provision for taxation is based on the assumption that tax assessments will be finalized in accordance with the historical experience of the Company.

Deferred tax assets are recognized based on estimates of future taxable profit of the Company.

d) Impairment

The Company assesses at each balance sheet date whether there is any indication that assets may be impaired. If such indication exists, the carrying amounts of such assets are reviewed to assess whether they are recorded in excess of their recoverable amount. Where the carrying value exceeds the recoverable amount, assets are written down to the recoverable amounts, and the resulting impairment loss is recognized as an expense in the profit and loss account, unless the asset is carried at a revalued amount. Any impairment loss of revalued assets is treated as a revaluation decrease.

e) Contingencies

The assessment of contingencies inherently involves the exercise of significant judgment, as the outcome of future events cannot be predicted with certainty. The Company, based on the availability of the latest information, estimates the value of contingent liabilities, which may differ on the occurrence/non-occurrence of uncertain future event(s).

f) Premium Due but Unpaid

The Company reviews its overdue premium at each reporting date to assess whether a provision should be recorded in the profit and loss account. In particular, judgment by management is required in the estimation of the amount and timing of future cash flows when determining the level of provision required. Such estimates are based on assumptions regarding a number of factors, and actual results may differ, resulting in future changes to the provisions.

g) Lease Term of Contract and Discount Rate

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease if it is reasonably certain not to be exercised. The Company also considers the incremental borrowing rate based on certain internal and external factors.

Notes to the Financial Statements

For the Year Ended December 31, 2024

5 MATERIAL ACCOUNTING POLICY INFORMATION

The accounting policies applied in the preparation of these financial statements are consistent with those of the previous financial year, except for the adoption of new standards as disclosed in note 3 to the financial statements.

5.1 Insurance Contracts

Insurance contracts represent contracts with policyholders and reinsurers. Those contracts where the Company (the insurer) accepts significant insurance risk from another party (the policyholder) by agreeing to compensate the policyholders if a specified uncertain future event (the insured event) adversely affects the policyholders. Those insurance contracts that are issued by one insurer (the reinsurer) to compensate another insurer (the cedant) for losses on one or more contracts issued by the cedant are reinsurance contracts.

The Company enters into insurance contracts with policyholders, which are divided into the following categories:

a) Conventional Business

The Conventional Business segment comprises Individual Life, Group Life, and Group Credit Life Assurance.

Individual Life:

This segment offers coverage to individuals against death and disability under conventional policies issued by the Company. Policyholders have the option to include additional riders at their discretion. The distribution of these policies is conducted through Bancassurance, tele-sales, and the Company's website.

Revenue Recognition: First-year individual life premiums are recorded once the policy is issued and the premium payment is received. Renewal premiums are recognized upon receipt of payment.

Recognition of Policyholders' Liabilities: Policyholders' liabilities within the statutory fund are assessed based on the appointed actuary's valuation, in accordance with Section 50 of the Insurance Ordinance, 2000.

Claim Expenses: Claims are recognized either upon policy expiry or upon receiving intimation of the insured event. Policy surrenders are processed following Company approval. Liabilities for outstanding claims include unpaid reported claims, estimated at settlement cost. Additionally, a provision is made for claims incurred but not reported (IBNR) based on actuarial estimates.

Group Life:

Group Life policies are primarily issued to employers to ensure their obligations to employees, as stipulated under The West Pakistan Industrial and Commercial Employment (Standing Orders) Ordinance, 1968. The Group Life business provides coverage for employees of corporate entities against death and disability under group assurance schemes.

b) Accident and Health Business

This segment provides fixed financial benefits or indemnity-based benefits in the event of an accident or illness. Coverage includes medical expenses related to hospitalization and accidental death. Policies in this segment are primarily distributed via a direct sales force.

Revenue Recognition: Premiums for accident and health are recognized as and when due. The Company continues to provide the cover even if the premium is received after the cover period.

Recognition of Policyholders' Liabilities: Liabilities within the statutory fund are determined based on the appointed actuary's valuation per Section 50 of the Insurance Ordinance, 2000.

Claim Expenses: Claims are recognized once the insured event is reported and a reliable estimate of the claim amount is established. Liabilities for unpaid reported claims are stated at estimated settlement cost, with full provision for incurred but not reported (IBNR) claims based on actuarial estimates.

c) Unit-Linked Business

This segment provides life assurance coverage under unit-linked policies, where benefits are tied to the market value of the investment fund. Additional riders, such as accidental death and family income benefits, may be included. Policies are distributed through Bancassurance and the Company's agency network.

Notes to the Financial Statements

For the Year Ended December 31, 2024

Revenue Recognition: Premiums are recognized upon policy issuance and payment receipt. Renewal and single premiums follow similar recognition criteria. Rider premiums (e.g., Waiver of Premium) are recognized based on actuarial assumptions.

Recognition of Policyholders' Liabilities: Policyholder liabilities are determined based on actuarial valuation per Section 50 of the Insurance Ordinance, 2000.

Claim Expenses: Claims are recorded upon receiving an intimation of the insured event. Liabilities for outstanding claims include unpaid reported claims and IBNR provisions. Experience refunds of premiums are accounted for as policyholder liabilities.

d) Group Family Takaful Business

Group Family Takaful policies are designed for employers to meet their commitments to employees under The West Pakistan Industrial and Commercial Employment (Standing Orders) Ordinance, 1968. This business segment provides group-based coverage against death and disability. Policies are distributed through a direct sales force.

Revenue Recognition: Contributions are recognized when due. For certain group policies, coverage may continue even if contributions are received after the grace period. Unearned contributions are included in policyholder liabilities.

Recognition of Policyholders' Liabilities: Liabilities are determined based on actuarial valuation.

Claim Expenses: Claims are recorded upon receiving an intimation of the insured event. Liabilities for outstanding claims include unpaid reported claims and IBNR provisions. Experience refunds of contributions are accounted for in policyholder liabilities based on actuarial recommendations.

e) Accident and Health Takaful Business

This segment provides fixed financial benefits or indemnity-based benefits in the event of an accident or illness. Coverage includes medical expenses related to hospitalization and accidental death. Policies in this segment are primarily distributed via a direct sales force.

Revenue Recognition: Premiums for accident and health takaful business are recognized as and when due. The Company continues to provide the cover even if the premium is received after the cover period.

Recognition of Policyholders' Liabilities: Liabilities within the statutory fund are determined based on the appointed actuary's valuation per Section 50 of the Insurance Ordinance, 2000.

Claim Expenses: Claims are recognized once the insured event is reported and a reliable estimate of the claim amount is established. Liabilities for unpaid reported claims are stated at estimated settlement cost, with full provision for incurred but not reported (IBNR) claims based on actuarial estimates.

f) Unit-Linked Takaful Business

This segment provides life assurance coverage under unit-linked policies, where benefits are tied to the market value of the investment fund. Additional riders, such as accidental death and family income benefits, may be included. Policies are distributed through Bancassurance and the Company's agency network.

Revenue Recognition: Contributions are recognized upon policy issuance and payment receipt. Renewal and single contributions follow similar recognition criteria. Rider contributions (e.g., Waiver of Contribution) are recognized based on actuarial assumptions.

Recognition of Policyholders' Liabilities: Policyholder liabilities are determined based on actuarial valuation per Section 50 of the Insurance Ordinance, 2000.

Claim Expenses: Claims are recorded upon receiving an intimation of the insured event. Liabilities for outstanding claims include unpaid reported claims and IBNR provisions. Experience refunds of contributions are accounted for as policyholder liabilities.

Notes to the Financial Statements

For the Year Ended December 31, 2024

5.2 Taxation

5.2.1 Current

Provision for current taxation is based on taxable income for the year determined in accordance with the prevailing law for taxation of income. The charge for current tax is calculated using prevailing tax rates or tax rates expected to apply to the profit for the year, if enacted. The charge for current tax also includes adjustments, where considered necessary, to provision for tax made in previous years arising from assessments finalized during the current year for such years.

5.2.2 Levy

The Institute of Chartered Accountants of Pakistan has issued IAS 12 Application Guidance on Accounting for Minimum Taxes and Final Taxes and defined two approaches for bifurcation of tax between current and minimum taxes. The Company has adopted an approach to account for current tax calculated on taxable income using the notified tax rate as an income tax and for minimum tax on any amount over the current tax calculated on taxable income is accounted for as excess over the current tax and is recognized as a levy as per IFRIC 21/IAS37.

5.2.3 Deferred

Deferred tax is accounted for using the statement of financial position liability method, in respect of temporary differences arising at the statement of financial position date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences to the extent that it is probable that the future taxable profits will be available against which the assets may be utilized. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realized. The carrying amount of deferred tax assets is reviewed at each statement of financial position date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be recognized. Unrecognized deferred tax assets are reassessed at each statement of financial position date and are recognized to the extent that it has become probable that future taxable profit will allow deferred tax asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the periods when the asset is utilized or the liability is settled, based on the tax rates (and tax laws) that have been enacted or substantively enacted at the statement of financial position date. Deferred tax is charged or credited to the statement of comprehensive income except in the case of items credited or charged to equity in which case it is included in equity.

5.3 Investments - Debt Securities, Term Deposits, and Mutual Funds

All investments are initially recognized at cost, being the fair value of the consideration given and includes transaction costs except for investments classified as held for trading.

Held to Maturity

Investments with fixed or determinable payments and fixed maturity, where the Company has positive intent and ability to hold to maturity, are classified as Held-to-Maturity. Subsequently, these are measured at amortized cost using the effective interest method and taking any discount or premium on acquisition.

Available-for-Sale

Available for Sale investments are those non-derivative instruments/contracts that are designated as available for sale or are not classified in any other category. At the time of acquisition, investments which are intended to be held for an undefined period of time but may be sold in response to the need for liquidity or changes in interest rates are classified as available for sale. These investments are carried at fair value. Surplus/(deficit) on revaluation from one reporting date to other is taken to other comprehensive income in the statement of comprehensive income. On derecognition or impairment of available-for-sale investments, the cumulative gain or loss previously reported in other comprehensive income is transferred to profit and loss for period within statement of comprehensive income.

Held for Trading

Investments which are acquired principally for the purposes of generating profit from short-term fluctuation in price are classified as held-for-trading. Subsequent to initial recognition, these are remeasured at fair value. Gains or losses on investments on remeasurement of these investments are recognized in profit and loss account or the revenue account as the case may be.

Notes to the Financial Statements

For the Year Ended December 31, 2024

5.4 Fixed Assets

Tangibles

These are stated at cost less accumulated depreciation and any impairment in value. Maintenance and normal repairs are charged to income as and when incurred, whereas major renewals and replacements are capitalized. Depreciation is charged on a straight-line basis over the estimated useful life of the asset, at the rate specified in note 6 to the financial statements. Depreciation on additions is charged for the full month in which an asset has been purchased, and no depreciation is charged for the month in which the asset is disposed of or retired. An item of fixed asset is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Gains and losses on disposal of assets, if any, are included in income currently.

Right of Use Asset and Related Liability

At the inception of the contract, the Company assesses whether a contract is, or contains, a lease. The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. Right-of-use assets are depreciated on a straight-line basis over the lease term. At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The Company uses the interest rate implicit in the lease and where it cannot readily be determined, the incremental borrowing rate to measure lease liabilities.

Capital Work in Progress

Capital work in progress is stated at cost less any impairment losses, if any.

Intangibles

These are stated at cost less accumulated amortization and any impairment in value. Costs incurred on the acquisition of intangible assets are capitalized and are amortized over the useful life of the related assets on a straight-line basis, at the rate specified in note 7 to the financial statements.

Impairment of Non-Financial Assets

The carrying values of the Company's fixed assets are reviewed at each balance sheet date for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. If any such indication exists, and where the carrying values exceed the estimated recoverable amount, the assets are written down to their recoverable amount.

5.5 Investment Income

Mark-up/Interest Income:

Mark-up/interest income on bank deposits and government securities is recognized on a time proportion basis, using the effective yield method.

Interest on Fixed Income Securities:

Interest on fixed income securities is recognized on a time proportion basis using the effective yield method.

Gain or Loss on Sale of Investments:

Gain or loss on the sale of investments is included in the profit and loss account and revenue account for investments relating to the shareholders' fund and statutory funds, respectively.

Revaluation Gain/Loss:

Revaluation gain/loss on investments held 'at fair value through profit and loss' is recognized as income/expense in the profit and loss/revenue account.

Notes to the Financial Statements

For the Year Ended December 31, 2024

5.6 Creditors, Accruals, and Provisions

Liabilities for creditors and other amounts payable are carried at cost, which is the fair value of the consideration to be paid in the future for the goods and/or services received, whether or not billed to the Company. Provisions are recognized when the Company has a legal or constructive obligation as a result of past events, when it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Provisions are reviewed at each balance sheet date and adjusted to reflect the current estimate.

5.7 Staff Retirement Benefits

Defined Contribution Plan

The Company operates a funded staff provident fund scheme, whereby staff and the Company share equally at 8.33% of basic salary.

5.8 Dividend

Dividend distribution to the Company's shareholders is recognized as a liability in the Company's financial statements in the period in which the dividends are approved.

5.9 Financial Instruments

Financial assets and financial liabilities are recognized at the time when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the contractual right to future cash flows from the asset expires or is transferred along with the risks and rewards of the asset. Financial liabilities are derecognized when the obligation specified in the contract is discharged, canceled, or expired. Any gain or loss on derecognition of the financial assets and liabilities is recognized in the profit and loss account of the current period.

5.10 Offsetting of Financial Assets and Financial Liabilities

Financial assets and financial liabilities are offset, and the net amount is reported in the balance sheet if the Company has a legally enforceable right to set off and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

5.11 Foreign Currencies

Transactions in foreign currencies are accounted for in Pak Rupees (functional currency) at the rates prevailing on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Rupees at the rates of exchange prevailing at the balance sheet date.

5.12 Cash and Cash Equivalents

For the purposes of the cash flow statement, cash and cash equivalents include cash at bank in current and saving accounts, cash and stamps in hand, and short-term maturing of 3 months term deposit or less from the date of acquisition.

5.13 Revenue Recognition

Premium

The revenue recognition policy for premiums is given under note 5.1.

Commission Income

Commission from reinsurers is deferred and recognized as revenue in accordance with the pattern of recognition of the reinsurance premium to which it relates. Profit/commission, if any, under the terms of reinsurance arrangements is recognized when the Company's right to receive the same is established.

Investment Income

The investment income recognition policy is given under note 5.5.

Notes to the Financial Statements

For the Year Ended December 31, 2024

Dividend Income

Dividend income is recognized when the right to receive such a dividend is established.

5.14 Segment Reporting

A business segment is a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different from those of other business segments. The Company accounts for segment reporting using the classes or subclasses of business (statutory funds) as specified under the Insurance Ordinance, 2000 and (Insurance) Rules, 2002. Based on its classification of Insurance contracts issued, the Company has three business segments for reporting purposes: individual life unit-linked business, conventional business, and accident and health business. The Company maintains Statutory Funds in respect of each class of its life insurance business. Assets, liabilities, revenues, and expenses of the Company are referable to respective Statutory Funds; however, wherever these are not referable to Statutory Funds, they are allocated to the Shareholders' Fund. Apportionment of assets, liabilities, revenues, and expenses, wherever required, between the funds is made on a fair and equitable basis and in accordance with the written advice of the Appointed Actuary.

5.15 Prepayments, Loans, and Other Receivables

Prepayments, loans, and other receivables are stated initially at fair value and subsequently measured at amortized cost using the effective interest rate method. Exchange gains or losses arising in respect of prepayments, loans, and other receivables in foreign currency are added to their respective carrying amounts and charged to profit or loss.

5.16 Share Capital Reserve

Ordinary shares are classified as equity and are recorded at their face value. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

5.17 Earnings per Share

The Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares.

5.18 Contingencies

Contingencies are disclosed when the Company has a possible obligation that arises from a past event and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity, or a present obligation that arises from a past event but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation, or when the amount of the obligation cannot be measured with sufficient reliability.

5.19 Reinsurance Contracts Held

Reinsurance premiums are recognized at the same time when the premium income is recognized. It is measured in line with the terms and conditions of the reinsurance treaties. Reinsurance liabilities represent balances due to reinsurance companies. Reinsurance liabilities are estimated in a manner consistent with the related reinsurance contract. Reinsurance assets represent balances due from reinsurance companies, which are stated on the basis of amounts receivable under the respective contract after considering any impairment in the value of such assets. Reinsurance assets are not offset against related insurance liabilities. Income or expenses from reinsurance contracts are not offset against expenses or income from related insurance assets as required by the Insurance Ordinance, 2000.

5.20 Receivables and Payables Related to Insurance Contracts

Receivables and payables are recognized when due. These include amounts due to and from agents and policyholders.

Notes to the Financial Statements

For the Year Ended December 31, 2024

5.21 Claim Recoveries

Claims recoveries receivable from reinsurers are recognized as assets at the same time when the corresponding claims are recorded in accordance with the terms of the reinsurance contracts. Experience refund of premium payable/receivable to/from Group policyholders is included in outstanding claims.

5.22 Acquisition Cost

These comprise commission and other costs incurred in acquiring insurance policies and include, without limitation, all forms of remuneration paid to insurance agents. These are recognized as an expense in the earlier of the financial year in which they are paid and the financial year in which they become due and payable, except those which are directly referable to the acquisition or renewal of specific contracts that are recognized not later than the period in which the premium to which they refer is recognized as revenue.

5.23 Premium Deficiency Reserve

The Company is required, as per SECP (Insurance) Rules, 2002 and IFRS-4, to maintain a provision in respect of premium deficiency for the class of business where the unearned premium reserve is not adequate to meet the expected future liability, after reinsurance, from claims and other expenses, including reinsurance expense, commissions, and other underwriting expenses, expected to be incurred after the balance sheet date in respect of policies in that class of business at the balance sheet date. The movement in the premium deficiency reserve is recorded as an expense, and the same shall be recognized as a liability.

5.24 Liability Adequacy Test

At each balance sheet date, liability adequacy tests are performed to ensure the adequacy of the contract liabilities. Any deficiency is immediately charged to profit or loss, initially by writing off the deferred policy acquisition costs, if any, and by subsequently establishing a provision for losses arising from liability adequacy tests.

5.25 Statutory Funds

The Company maintains statutory funds for both Conventional and Takaful for Accident and Health and Life business and Conventional and Takaful Individual Life unit-linked business. Assets, liabilities, revenues, and expenses are recorded in the fund, if referable, or on the basis of actuarial advice if not referable. Other assets, liabilities, revenue, and expenses are allocated to shareholders' funds. Policyholders' liabilities have been included in statutory funds on the basis of actuarial valuation carried out by the appointed actuary of the Company on the balance sheet date as required by Section 50 of the Insurance Ordinance, 2000. A capital transfer provided to statutory funds by the shareholders' funds is recorded as a reduction in the shareholders' equity. However, such capital transfers are eliminated at the entity level.

5.26 Change in Accounting Policy

Previously, sum of current tax expense calculated as per applicable tax laws, prior year tax expense and deferred tax was recorded as income tax expense.

During the year the Institute of Chartered Accountant of Pakistan has issued the guidance for accounting of minimum and final taxes through circular No. 7/2024 dated May 15, 2024 and defined following two approaches:

Approach 1: Designate the amount calculated as tax on gross amount of revenue or other basis as a levy within the scope of IFRIC 21/IAS 37 and recognize it as an operating expense. Any excess over the amount designated as a levy is then recognized as current income tax expense falling under the scope of IAS 12.

Approach 2: Designate the amount of tax calculated on taxable income using the notified tax rate as an income tax within the scope of IAS 12 'Income Taxes' and recognize it as current income tax expense. Any excess over the amount designated as income tax, is then recognized as a levy falling under the scope of IFRIC 21/IAS 37.

During the year ended December 31, 2024, the Company changed its accounting policy and adopted approach 2. This change in accounting policy has been accounted for retrospectively as referred under International Accounting Standard-8 'Accounting policies, Changes in Accounting Estimates and Errors'. There is, however, no material impact on the financial statements of the prior period.

Notes to the Financial Statements

For the Year Ended December 31, 2024

6 PROPERTY AND EQUIPMENT

Operating Assets

Note	2024	2023
	(Rupees in '000)	
6.1	5,363	10,096
	5,363	10,096

6.1 Operating Assets

Tangible assets

Description	Cost			Accumulated Depreciation				Written down value	Rate %	
	As at January 1, 2024	Additions	Disposals (Note 6.1.1)	As at December 31, 2024	As at January 1, 2024	Charge for the year	On Disposal	As at December 31, 2024		As at December 31, 2024
(Rupees in '000)										
Owned										
Furniture and fixture	3,555	-	-	3,555	3,555	-	-	3,555	-	20
Office and electrical equipment	4,514	-	-	4,514	4,490	14	-	4,504	10	20
Computer equipment	22,427	190	-	22,617	19,114	2,912	-	22,027	590	33
Mobile phones	2,265	-	(32)	2,233	2,041	145	(16)	2,169	63	50
Lease improvements	428	-	-	428	427	1	-	428	-	20
2024	33,189	190	(32)	33,348	29,628	3,071	(16)	32,683	664	
Right of use asset										
Computer equipment	9,668	-	-	9,668	9,668	-	-	9,668	-	33
Motor Vehicle	9,194	-	-	9,194	2,659	1,836	-	4,495	4,699	20
2024	18,862	-	-	18,862	12,328	1,836	-	14,163	4,699	
2024	52,052	190	(32)	52,209	41,955	4,908	(16)	46,847	5,363	

Description	Cost			Accumulated Depreciation				Written down value	Rate %	
	As at January 1, 2023	Additions	Disposals (Note 6.1.1)	As at December 31, 2023	As at January 1, 2023	Charge for the year	On Disposal	As at December 31, 2023		As at December 31, 2023
(Rupees in '000)										
Owned										
Furniture and fixture	3,555	-	-	3,555	3,558	(3)	-	3,555	-	20
Office and electrical equipment	4,514	-	-	4,514	4,335	156	-	4,490	24	20
Computer equipment	30,445	387	(8,405)	22,427	23,837	3,683	(8,405)	19,114	3,313	33
Mobile phones	2,119	258	(112)	2,265	1,903	215	(78)	2,041	224	50
Lease improvements	428	-	-	428	427	-	-	427	1	20
2023	41,061	645	(8,517)	33,189	34,059	4,051	(8,482)	29,628	3,561	
Right of use asset										
Computer equipment	9,668	-	-	9,668	9,668	-	-	9,668	-	33
Motor Vehicle	9,194	-	-	9,194	1,140	1,519	-	2,659	6,534	20
2023	18,862	-	-	18,862	10,807	1,519	-	12,328	6,534	
2023	59,923	645	(8,517)	52,052	44,867	5,571	(8,482)	41,955	10,096	

Notes to the Financial Statements

For the Year Ended December 31, 2024

6.1.1 The details of operating fixed assets disposed off during the year are as follows:

	Original / revalued cost	Accumulated depreciation	Written down value	Sale proceeds	Gain / (loss) on disposals	Mode of disposal	Particulars of buyers	Location
Owned	----- (Rupees in '000) -----							
Mobile phones	32	16	16	16	-	Final settlement	Employee	Karachi
2024	32	15	17	16	-			
2023	8,517	8,482	35	79	45			

7 INTANGIBLE ASSETS

Computer software
Capital work-in-progress

	2024	2023
Note	(Rupees in '000)	
7.1	31,335	347
	-	36,864
	<u>31,335</u>	<u>37,211</u>

7.1 Computer software

Description - 2024	Cost			Accumulated Depreciation				Written down value		Rate %
	As at January 1, 2024	Additions	Disposals (Note 6.1.1)	As at December 31, 2024	As at January 1, 2024	Charge for the year	On Disposal	As at December 31, 2024	As at December 31, 2024	
----- (Rupees in '000) -----										
Software	46,670	36,864	-	83,534	46,323	5,876	-	52,199	31,335	15 - 33

Description - 2023	Cost			Accumulated Depreciation				Written down value		Rate %
	As at January 1, 2024	Additions	Disposals (Note 6.1.1)	As at December 31, 2024	As at January 1, 2024	Charge for the year	On Disposal	As at December 31, 2024	As at December 31, 2024	
----- (Rupees in '000) -----										
Software	46,670	-	-	46,670	44,820	1,503	-	46,323	347	15 - 33

8 GOVERNMENT SECURITIES

Held to maturity

Pakistan Investment Bonds
Ijarah Sukuk

Held for trading

Treasury Bills

	2024	2023
Note	(Rupees in '000)	
8.1	221,963	85,316
8.1	22,033	-
8.2	-	34,800
	<u>243,996</u>	<u>120,116</u>

Notes to the Financial Statements

For the Year Ended December 31, 2024

8.1 Held to maturity

Government securities

	Note	Years / Months	Maturity Date	Effective yield	Face Value	(Rupees in '000)	
						Book Value	Book Value
Pakistan Investment Bonds		3 years	4-Aug-25	13.60%	16,000	15,677	15,194
Pakistan Investment Bonds	8.1.1	3 years	15-Feb-27	16.25%	17,000	16,326	-
Pakistan Investment Bonds	8.1.1	5 years	19-Sep-24	11.30%	6,300	-	6,222
Pakistan Investment Bonds	8.1.1	5 years	19-Sep-24	8.85%	5,100	-	5,121
Pakistan Investment Bonds	8.1.1	5 years	19-Sep-24	10.30%	7,800	-	7,756
Pakistan Investment Bonds	8.1.1	5 years	19-Sep-24	7.55%	7,100	-	7,193
Pakistan Investment Bonds	8.1.1	5 years	19-Sep-24	8.97%	2,500	-	2,508
Pakistan Investment Bonds	8.1.1	5 years	19-Sep-24	8.97%	3,000	-	3,010
Pakistan Investment Bonds	8.1.1	5 years	19-Sep-24	8.97%	7,000	-	7,023
Pakistan Investment Bonds	8.1.1	5 years	19-Sep-24	9.40%	15,500	-	15,506
Pakistan Investment Bonds	8.1.1	5 years	15-Oct-25	9.05%	5,000	4,941	4,874
Pakistan Investment Bonds	8.1.1	5 years	15-Oct-25	9.05%	5,000	4,941	4,874
Pakistan Investment Bonds	8.1.1	5 years	29-Apr-27	12.70%	7,000	6,284	6,035
Pakistan Investment Bonds	8.1.1	5 years	17-Jan-29	15.10%	40,700	39,372	-
Pakistan Investment Bonds	8.1.1	5 years	17-Jan-29	14.25%	39,700	39,395	-
Pakistan Investment Bonds	8.1.1	5 years	17-Jan-29	13.65%	23,500	23,745	-
Pakistan Investment Bonds	8.1.1	5 years	20-Sep-29	12.10%	33,000	35,189	-
Pakistan Investment Bonds	8.1.1	5 years	20-Sep-29	11.80%	33,500	36,093	-
Government of Pakistan Sukuk		5 years	27-Apr-27	19.51%	7,200	7,425	-
Government of Pakistan Sukuk		5 years	26-Oct-27	20.90%	14,500	14,608	-
						<u>243,996</u>	<u>85,316</u>

8.1.1 The Company has deposited 3 and 5 years Pakistan Investment Bonds having face values of Rs.17 million and 241.7 million respectively (2023: 3 and 5 years Pakistan Investment Bonds having face value of Rs.16 million and Rs. 71.3 million) with State Bank of Pakistan under Section 29 of Insurance Ordinance, 2000.

8.1.2 The market value of held-to-maturity securities was Rs. 228.732 million (2023: Rs. 77.999 million) as at year end.

	Years / Months	Maturity Date	Value Face	Market Value	
				2024	2023
8.2 Held for trading					
Government securities					
Treasury Bills - effective yield 16.8%	1 year	31-Oct-24	41,000	-	34,800

9 MUTUAL FUNDS

Fair value through profit and loss

	Note	(Rupees in '000)	
		2024	2023
Open end mutual funds	9.1	<u>189</u>	<u>19,087</u>

Notes to the Financial Statements

For the Year Ended December 31, 2024

	Cost	Impairment / Revaluation 2024	Carrying value	Cost	Impairment / Revaluation 2024	Carrying value
9.1 Open end mutual funds	----- (Rupees in '000) -----					
NBP Stock Fund	-	-	-	2,843	-	4,148
ABL Stock Fund	-	-	-	1,792	-	2,371
MCB Pakistan Stock Market Fund	-	-	-	1,811	-	2,441
Alfalah GHP Stock Fund	-	-	-	1,088	-	1,062
Atlas Stock Market Fund	-	-	-	2,272	-	3,473
HBL Energy Fund	-	-	-	1,867	-	2,064
Meezan Islamic Fund	-	-	-	495	-	834
Meezan Islamic Income Fund	-	-	-	1,170	-	1,546
AKD Islamic Income Fund	100	-	100	63	-	86
AKD Islamic Stock Fund	89	-	89	50	-	54
Lakson Equity Fund	-	-	-	766	-	1,008
	<u>189</u>	<u>-</u>	<u>189</u>	<u>14,217</u>	<u>-</u>	<u>19,087</u>

	2024	2023
10 TERM DEPOSITS	(Rupees in '000)	

Deposits maturing within 12 months - at the rate of
13.53% to 21.20% p.a (2023: 15.50% to 21.20% p.a)

85,000	85,000
--------	--------

11 INSURANCE RECEIVABLES

Due from insurance contract holders
Less: provision for impairment of receivables from
insurance contract holders
Less: written off receivables during the year

11.1

148,223	212,378
(25,414)	(4,235)
(54,541)	-
<u>68,268</u>	<u>208,144</u>

11.1 Provision for doubtful debt

Balance as at January 01,
Provision made during the year
Written off receivables during the year
Balance as at December 31,

4,235	4,235
75,720	-
(54,541)	-
<u>25,414</u>	<u>4,235</u>

12 OTHER LOANS AND RECEIVABLES

Receivable from related parties
Accrued investment income
Security deposit
Advance to supplier
Receivable from broker
Loans to employees
Other advances

14,942	7,557
18,450	7,117
10,708	10,902
5,075	7,922
2,867	2,192
799	1,682
-	188
<u>52,841</u>	<u>37,560</u>

Notes to the Financial Statements

For the Year Ended December 31, 2024

		2024	2023
13 PREPAYMENTS	Note	(Rupees in '000)	
Prepaid insurance		3,856	165
Prepaid miscellaneous expenses		1,218	911
		5,074	1,076
14 CASH AND BANK			
Cash and cash equivalent			
- Cash in hand		20	1
- Policy and revenue stamps		95	88
Bank balances			
- Current account		249	51
- Saving account	14.1 & 14.2	701,769	558,910
		702,133	559,050

14.1 These carry markup ranging from 10.20% to 20.50% (2023: 7.25% to 20.50%) per annum.

14.2 The above balances include Rs. 50 million earmarked for Window Takaful Operations, as required under Takaful Rules, 2012.

15 SHARE CAPITAL

15.1 Authorized capital

2024	2023		2024	2023
(No. of shares)			(Rupees in '000)	
240,000,000	240,000,000	Ordinary shares of Rs.10 each	2,400,000	2,400,000

15.2 Issued, subscribed and paid-up share capital

2024	2023		2024	2023
(No. of shares)			(Rupees in '000)	
		Issued, subscribed and paid up		
		Ordinary shares of Rs.10 each issued		
		- for cash as at beginning of the year	2,090,000	1,910,000
		- right shares issued during the year	75,000	180,000
		- shares of DSML acquired under merger	80,000	-
209,000,000	191,000,000		2,245,000	2,090,000
7,500,000	18,000,000			
8,000,000	-			
224,500,000	209,000,000			

15.3 The shareholdings of the Company is as follows:

	2024		2023	
	Number of shares	Shareholding %	Number of shares	Shareholding %
TPL Corp. Limited	211,496,000	94.21%	203,996,000	97.61%
TPL Holdings (Private) Limited	2,500,060	1.11%	-	0.00%
Directors	1,500	0.00%	2,000	0.00%
Others	10,502,440	4.68%	5,002,000	2.39%

Notes to the Financial Statements

For the Year Ended December 31, 2024

15.4 On December 28, 2023, the Board of Directors resolved issuance of 7.5 million right shares at par value of Rs. 10 each. These shares were subscribed by and issued during the year ended December 31, 2024 to the TPL Corp Limited.

16 CONTRIBUTION FROM SPONSORS

This represents interest-free contribution obtained from sponsors, repayable at the discretion of the Company, without any fixed repayment schedule or contractual obligation.

		2024	2023
17 INSURANCE LIABILITIES	Note	(Rupees in '000)	
Reported outstanding claims	17.1	123,698	83,420
Incurred but not reported claims	17.2	14,752	16,864
Investment component of unit-linked and account value policies	17.3	90,266	24,920
Liabilities under group insurance contracts (other than Investment linked)	17.4	115,263	146,632
		343,979	271,836
17.1 Reported outstanding claims			
Gross of Reinsurance			
Payable within one year		167,856	179,517
Recoverable from Reinsurance			
Receivable within one year		(44,158)	(96,097)
Net reported outstanding claims		123,698	83,420
17.2 Incurred but not reported claims			
Gross of reinsurance		22,933	33,216
Reinsurance recoveries		(8,181)	(16,352)
Net of reinsurance		14,752	16,864
17.3 Investment component of unit linked and account value policies			
Investment component of unit linked policies		90,266	24,920
17.4 Liabilities under Group Insurance Contracts (other than Investment linked)			
Gross of reinsurance		141,309	182,761
Reinsurance credit		(26,046)	(36,129)
Net of reinsurance		115,263	146,632
18 REINSURANCE PAYABLES			
Due to reinsurers		240,631	256,608

Notes to the Financial Statements

For the Year Ended December 31, 2024

19 OTHER CREDITORS AND ACCRUALS	Note	2024	2023
		(Rupees in '000)	
Agent commission payable		24,259	40,969
Payable to related parties		12,902	28,180
Accrued expenses		23,104	21,154
Withholding income tax liabilities	20.1.3	91,714	65,387
Sales tax liabilities		259	1,745
Payable to vendors		115,307	110,136
Obligation under finance lease	19.1	4,617	5,681
Staff provident fund	19.2	39,467	23,710
Other liabilities	19.3	52,497	28,508
		<u>364,126</u>	<u>325,470</u>

19.1 Liabilities against assets subject to finance lease

	2024			2023		
	Minimum lease payments	Financial charges for future periods	Principal Outstanding	Minimum lease payments	Financial charges for future periods	Principal Outstanding
	----- (Rupees in '000) -----			----- (Rupees in '000) -----		
Not later than one year	1,977	466	1,511	2,136	1,015	1,121
Later than one year and not later than five years	4,062	956	3,106	6,410	1,850	4,560
	<u>6,039</u>	<u>1,422</u>	<u>4,617</u>	<u>8,546</u>	<u>2,865</u>	<u>5,681</u>

19.2 Staff provident fund

The investments made in collective investment schemes, listed equity and listed debt securities out of the provident fund have been made in accordance with the provisions of section 218 of the Companies Act 2017 and the conditions specified there under.

19.3 This include Rs. 29.46 million (2023: 28.45 million) in respect of time barred cheques. These time barred cheques include cheques aggregating to Rs. 17.93 million (2023: Rs. 16.83 million) which have been issued by the Company for claim settlement but the same have not been encashed by the claimant.

Following is the summary of Insurance benefits unclaimed at year end:

Particulars	Total Amount	Age-wise breakup				
		1 to 6 months	7 to 12 months	13 to 24 months	25 to 36 months	Beyond 36 months
Unclaimed Maturity Benefits	-	-	-	-	-	-
Unclaimed Death Benefits	4,098	-	1,000	3,098	-	-
Unclaimed Disability Benefits	-	-	-	-	-	-
Claims not encashed	12,731	-	98	1,028	-	11,605
Other Unclaimed Benefits	1,108	-	-	601	367	140
Total	<u>17,937</u>	-	<u>1,098</u>	<u>4,727</u>	<u>367</u>	<u>11,745</u>

Notes to the Financial Statements

For the Year Ended December 31, 2024

20 CONTINGENCIES AND COMMITMENTS

20.1 Contingencies

20.1.1 During the year 2019, Sindh Revenue Board (SRB) vide notification no. SRB 3-4/5/2019 dated May 8, 2019 extended the exemption on life insurance till June 30, 2019. Subsequent to it, life insurance was made taxable from July 1, 2019 at the rate of 3% and group life insurance at the rate of 13%. However, during the year 2020, SRB vide notification no. SRB 3-4/13/2020, extended the exemption on life insurance till June 30, 2020, after which sales tax will be applicable on the said businesses at the same rates as directed in the previous notification. Further, SRB extended exemption on health insurance till June 30, 2022 vide notification no. SRB-3-4/17/2021. With effect from November 1, 2018, the Punjab Revenue Authority (PRA) withdrew its exemption on life and health insurance and made the same subject to Punjab Sales Tax (PST). The Company collectively through the forum of Insurance Association of Pakistan ("IAP") had filed a constitutive petition in the Lahore High Court (LHC) and in the High Court of Sindh at Karachi on September 28, 2019 and November 28, 2019 against PRA and SRB respectively, the proceedings of which are still ongoing.

According to the grounds of the petition the Insurance premium does not fall under the definition of service rather an insurance policy is a financial arrangement, which is in the nature of a contingent contract, and not a service upon which sales tax can be levied (and that an insurance company is not rendering a service).

In view of the above the Company has not started billing sales tax to its customers.

Based on the legal opinion obtained, the Company considers that it has a reasonably strong case on the merits in the constitution petition and the writ petition filed in the High Courts.

20.1.2 On January 30, 2020, the Company received a show cause notice from SRB for sales tax demand aggregating to Rs. 459,680/- against reinsurance premium ceded in years 2012-13, falling under the tariff heading 98.13. The Company was able to obtain extension against this notice up till February 2022. However, on January 18, 2022, the Company has received another show cause notice for sales tax demand aggregating to Rs. 457,730/- against reinsurance premium ceded in years 2014-15, falling under the same tariff.

On February 10, 2022, SRB passed an order for deposit of SST amounting to Rs. 457,730/- against which the Company has filed an appeal with the Commissioner (Appeals). The final hearing before the Commissioner (Appeals), SRB, was conducted and an order No. 19/2023 was passed by the Commissioner (Appeals-II). Through the said order, the Commissioner (Appeals), SRB upheld the stance of the department. Being aggrieved, the Company filed an appeal before the Appellate Tribunal, Sindh Revenue Board against the order passed by Commissioner (Appeals), SRB.

20.1.3 The Company is subject to a potential default surcharge under Section 205 of the Income Tax Ordinance, 2001, in respect of delays in the payment of withholding tax obligations. As of the reporting date, the tax authorities have not issued any demand for the default surcharge, and the amount of the potential liability remains uncertain. Accordingly, no provision has been made in these financial statements.

20.1.4 Following contingencies pertains to DSML which the Company has assumed by virtue of the scheme of merger:

20.1.4.1 The Company filed an Income Tax Return for the Tax Year 2008, declaring a taxable loss of Rs. 14.538 million and claiming brought-forward losses of Rs. 123.213 million. The assessment under Section 122 (5A) of the Income Tax Ordinance, 2001 was finalized by the Department, determining a taxable income of Rs. 137.646 million with a tax payable of Rs. 47.443 million.

The Company appealed before the Commissioner Appeals [CIR(A)], which resulted in the deletion of certain amounts, but the department filed an appeal before the Appellate Tribunal Inland Revenue (ATIR), which is still pending. The management expects a favorable outcome.

20.1.4.2 The Company filed an Income Tax Return for the Tax Year 2011, declaring a taxable loss of Rs. 51.779 million. The assessment under Section 122 (5A) of the Income Tax Ordinance, 2001, was revised, creating a tax liability of Rs. 1.594 million.

An appeal was filed before Commissioner Appeals [CIR(A)], which vacated a tax credit disallowance of Rs. 3.603 million. However, additional adjustments were made. The department, being aggrieved, filed an appeal before ATIR, with the next hearing scheduled for February 9, 2024. The management expects a favorable outcome based on tax advisor advice.

Notes to the Financial Statements

For the Year Ended December 31, 2024

The department being aggrieved with the decision of CIR filed an appeal before ATIR which is pending for adjudication.

20.1.4.3 The proceedings under Section 11(2) of the Sales Tax Act, 1990 for the tax period July 2011 to February 2013 were finalized by the department against the taxpayer by creating sales tax demand of Rs. 11.479 million along with a penalty of Rs. 344,377 and default surcharge to be calculated at the time of deposit.

The Company, being aggrieved, with the order of the assessing officer filed an appeal before Commissioner Appeals [CIR(A)] on July 11, 2014. The CIR (A) passed the decision on September 25, 2014, and demand on account of sales to blacklisted persons amounting to Rupees 10.197 million was deleted whereas the matter of sales to zero-rated persons amounting to Rupees 1.283 million was remanded back to the concerned officer. The department, being aggrieved with the decision on both of the above points, filed an appeal before the Income Tax Appellate Tribunal. The Income Tax Appellate Tribunal remanded back the case to the Officer Inland Revenue, and the case is still pending. The management is of the view, as per advice of the tax advisor, that the matter would be decided in the Company's favor.

20.1.4.4 The Company, along with 176 other companies/entities, had filed a writ petition against the National Accountability Bureau before the Honorable Lahore High Court, Lahore, on the premise that financial matters of any company and bank are between two parties and NAB has no jurisdiction over such matters.

The Company won in the Lahore High Court on December 24, 2018, and subsequently, on November 28, 2023, the appeal that NAB had filed before the Supreme Court was dismissed as withdrawn. Accordingly, all legal cases against the Company have been concluded and there is no legal case pending against the Company as per the legal adviser of the Company, as at the reporting date.

20.1.4.5 During the year 2023, the Securities and Exchange Commission of Pakistan has initiated show cause proceedings under Sections 183, 199, and 257 of the Companies Act, 2017 (the "Act") against the Company and its directors. The Securities and Exchange Commission of Pakistan has imposed fines/penalties in case of show cause proceedings under Sections 183 and 199 of the Act, against which the Company has made payments as it does not want to file an appeal before the appellate forum. The show cause proceedings under Section 257 of the Act are still pending before the adjudicating officer. The management is of the view, on the advice of the corporate consultant, that show cause proceedings would be dropped.

20.2 Commitments

There are no commitments of the Company at the reporting date.

		2024	2023
21 NET PREMIUM / CONTRIBUTION REVENUE	Note	(Rupees in '000)	
Gross Premiums			
Regular premium individual policies*			
First year		334,933	268,768
Second year renewal		1	-
Subsequent year renewal		3,840	5,119
Adhoc premium individual policies		5,700	-
Group policies without cash value	21.1	47,355	162,531
Total Gross Premiums		391,829	436,418
Less: Reinsurance Premiums Ceded			
On individual life and health first year business		54,767	15,219
On group policies		42,124	112,614
Less: Reinsurance commission on risk premium		-	-
		96,891	127,833
Net Premiums		294,938	308,585

*Individual policies are those underwritten on an individual basis, and include joint life policies underwritten as such.

Notes to the Financial Statements

For the Year Ended December 31, 2024

21.1 This include the group insurance policies provided to the employees of the company amounting to - Rs. 0.223 million (2023: Rs. 1.744 million).

	2024	2023
22 INVESTMENT INCOME		
	Note	(Rupees in '000)
Income from equity securities		
- Dividend income	21	165
- Realized gain on sale	2,615	-
Income from debt securities		
- Return on debt securities	21,112	12,902
- Amortization of premium on Pakistan Investment Bonds / Sukuks	677	2,370
- Realized gain on T-bills	6,200	5,945
Income from term deposits		
- Return on term deposits	14,914	13,351
	45,539	34,733
23 NET FAIR VALUE GAINS ON FINANCIAL ASSETS AT HELD FOR TRADING		
Net unrealized gain on investments at held for trading	32	6,625
24 OTHER INCOME		
Return on bank balances	27,647	27,354
Gain on sale of fixed assets	-	45
Commission on life and health business	-	1,914
	27,647	29,313
25 NET INSURANCE BENEFITS		
Gross Claims		
Claims under individual policies		
by death	14,958	2,261
by insured other than death	51,621	29,097
by maturity	2,307	-
by surrender	2,646	4,534
Total gross individual policy claims	71,532	35,892
Claims under group policies		
by death	81,980	96,284
by insured other than death	7,104	17,546
Total gross group policy claims	89,084	113,830
Total gross claims	160,616	149,722
Less: Reinsurance recoveries		
On individual health claims	4,774	-
On group life claims	57,115	79,635
	61,888	79,635
Less: Reversal of claims	(37,296)	-
	98,727	70,087
	25.2	

Notes to the Financial Statements

For the Year Ended December 31, 2024

25.1 Claim development

For investment linked, conventional, family takaful and accidental and health business, claim experience over the past 5 years indicates that claims reported after the end of the year in which the claim event occurred were less than 10% threshold therefore, the claim development table for all funds is not disclosed.

25.2 Reversal of claims

This amount represents claims reversed during the year as the Company is no longer contractually liable to settle these claims

		2024	2023
26 ACQUISITION EXPENSES	Note	(Rupees in '000)	
Remuneration to insurance intermediaries on individual policies.			
- Commission on first year premiums		40,998	30,130
- Outsourcing expenses		22,562	38,044
- Other benefits to insurance intermediaries		13,886	2,584
		77,446	70,758
Remuneration to insurance intermediaries on group policies.			
- Commission		3,287	5,775
Other acquisition costs			
- Stamp duty		478	711
- Medical fee		1,074	532
Total acquisition cost		82,285	77,776
27 MARKETING AND ADMINISTRATION EXPENSES			
Employee benefit cost	27.1	217,477	225,938
Travelling expenses		715	1,619
Advertisements and sales promotion		2,862	23,006
Printing and stationery		3,844	11,090
Depreciation		5,686	5,573
Amortization		5,876	1,503
Rent, rates and taxes		12,150	24,991
Legal and professional charges		19,232	8,559
Electricity, gas and water		6,143	4,676
Entertainment		3,640	4,040
Vehicle running expenses		9,459	9,490
Office repair and maintenance		10,330	36,967
Appointed actuary fees		4,746	4,746
Bank charges		175	200
Postage, telegrams and telephone		5,688	3,959
Annual supervision fee SECP		391	1,024
Fees, subscription and periodicals		1,046	25
Insurance		7,173	5,979
Provision for doubtful debts	11.1	21,179	-
Bad debts	11.1	54,541	-
Training and development		152	1,591
Miscellaneous		3,198	1,682
		395,702	376,658

Notes to the Financial Statements

For the Year Ended December 31, 2024

27.1 Employee benefit cost

Salaries, allowances and other benefits
Charges for post employment benefit

	2024	2023
	(Rupees in '000)	
	208,578	217,725
	8,898	8,213
	<u>217,477</u>	<u>225,938</u>

28 OTHER EXPENSES

Legal and professional charges
Auditors' remuneration
Director fee
Fees, subscription and periodicals

	2024	2023
	25,327	-
	2,392	1,990
	1,500	1,200
	1,241	769
	<u>30,459</u>	<u>3,959</u>

28.1 Auditors' remuneration

Audit fee
Special certifications and sundry advisory services
Out-of-pocket expenses

	2024	2023
	1,524	1,219
	551	500
	317	271
	<u>2,392</u>	<u>1,990</u>

29 MINIMUM TAX LEVY

This represents final taxes paid under section 113 of Income Tax Ordinance, 2001 ("the Ordinance"), representing levy in terms of requirements of IFRIC 21/IAS 37.

30 TAXATION

For the year
Current

	2024	2023
	(Rupees in '000)	
	-	3,047

30.1 The Company has e-filed the return of income for the tax year 2024 which is deemed to be an assessment order issued by the Commissioner under the provision of section 120 of the Ordinance.

31 LOSS PER SHARE

Loss for the year

	2024	2023
	(Rupees in '000)	
	<u>(340,212)</u>	<u>(244,957)</u>

(Number of shares '000)

Weighted average number of ordinary shares

	2024	2023
	<u>220,500</u>	<u>197,975</u>

(Rupees)

Loss per share

	2024	2023
	<u>(1.54)</u>	<u>(1.24)</u>

31.1 Basic loss per share amounts are calculated by dividing the net loss for the year attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding at the balance sheet date. As there are no potential ordinary shares outstanding at reporting date, the basic and diluted EPS are same.

Notes to the Financial Statements

For the Year Ended December 31, 2024

32 CASH AND CASH EQUIVALENTS

Cash and bank balances

2024	2023
(Rupees in '000)	
702,133	559,050

33 REMUNERATION OF DIRECTORS AND EXECUTIVES

	Chief Executive		Directors		Executives	
	2024	2023	2024	2023	2024	2023
----- (Rupees in '000) -----						
Fees	-	-	1,500	1,200	-	-
Managerial remuneration	18,432	17,921	-	-	58,042	85,078
Provident fund	1,612	1,612	-	-	4,317	5,879
Rent and house maintenance	8,708	8,565	-	-	31,076	34,094
Utilities	1,936	1,901	-	-	5,292	7,569
Conveyance	-	-	-	-	-	172
Others	924	-	-	-	-	-
	<u>31,612</u>	<u>30,001</u>	<u>1,500</u>	<u>1,200</u>	<u>98,727</u>	<u>132,790</u>
Number of persons	<u>1</u>	<u>1</u>	<u>3</u>	<u>2</u>	<u>27</u>	<u>42</u>

Executives mean employees, other than the chief executive and directors as defined under the Code of Corporate Governance.

34 SEGMENTAL INFORMATION

34.1 Revenue Account by Statutory Fund - Entire Company

	Statutory funds						Aggregate
	Individual life unit linked	Conventional business	Accident and health business	Family takaful	Individual life unit linked takaful	Accident and health takaful	2024
----- (Rupees in '000) -----							
For the year ended December 31, 2024							
Income							
Premium less reinsurances	3,840	38,810	112,467	44,710	49,613	45,497	294,937
Net investment income	9,248	1,477	12,545	212	2,229	342	26,053
Other income	-	-	-	-	-	-	-
Total net income	<u>13,088</u>	<u>40,287</u>	<u>125,012</u>	<u>44,922</u>	<u>51,842</u>	<u>45,839</u>	<u>320,990</u>
Claims and expenditure							
Claims, including bonuses, net of reinsurance recoveries	4,691	(3,762)	24,844	22,573	262	12,825	61,432
Management expenses less recoveries	76,201	69,949	249,833	15,499	29,634	30,468	471,582
Total claims and expenditure	<u>80,892</u>	<u>66,187</u>	<u>274,677</u>	<u>38,072</u>	<u>29,896</u>	<u>43,293</u>	<u>533,014</u>
Deficit of income over claims and expenditure	<u>(67,804)</u>	<u>(25,900)</u>	<u>(149,665)</u>	<u>6,850</u>	<u>21,946</u>	<u>2,546</u>	<u>(212,024)</u>
Add: Policyholders' liabilities at beginning of the year	24,942	29,383	45,048	49,810	-	39,232	188,416
Less: Policyholders' liabilities at end of the year	56,168	23,129	22,988	21,347	34,131	25,597	183,361
Surplus / (Deficit) retained in PTF	-	-	-	30,701	3,724	2,495	36,920
Deficit	<u>(99,030)</u>	<u>(19,646)</u>	<u>(127,604)</u>	<u>4,611</u>	<u>(15,909)</u>	<u>13,687</u>	<u>(243,889)</u>
Movement in policyholders' liabilities	31,226	(6,254)	(22,060)	2,239	37,856	(11,141)	31,865
Transfers from shareholders' fund							
- Capital contributions from shareholders' fund	88,000	16,000	100,000	-	16,000	-	220,000
Balance of statutory fund at beginning of the year	36,397	33,156	83,253	92,076	-	80,385	325,267
Balance of statutory fund at end of the year	<u>56,592</u>	<u>23,257</u>	<u>33,588</u>	<u>98,926</u>	<u>37,946</u>	<u>82,931</u>	<u>333,243</u>
Represented by:							
Capital contributed by shareholders' fund	783,800	322,800	1,513,904	2,800	16,000	28,700	2,668,006
Cede Money - Waqf	-	-	-	-	-	501	501
Policyholders' liabilities	56,168	23,129	22,988	52,049	37,856	28,092	220,281
Retained earnings on other than participating business	(783,376)	(322,672)	(1,503,304)	44,078	(15,909)	25,638	(2,555,545)
Balance of statutory fund at end of the year	<u>56,592</u>	<u>23,257</u>	<u>33,588</u>	<u>98,926</u>	<u>37,946</u>	<u>82,931</u>	<u>333,243</u>

Notes to the Financial Statements

For the Year Ended December 31, 2024

	Statutory funds					Aggregate	
	Individual life unit linked	Conventional business	Accident and health business	Family takaful	Individual life unit linked takaful	Accident and health takaful	2023
----- (Rupees in '000) -----							
For the year ended December 31, 2023							
Income							
Premium less reinsurances	5,105	55,718	117,899	59,460	-	70,402	308,583
Net investment income	11,949	511	15,658	388	-	251	28,758
Other income	-	1,175	738	-	-	-	1,914
Total net income	17,055	57,404	134,294	59,848	-	70,653	339,254
Claims and expenditure							
Claims, including bonuses, net of reinsurance recoveries	4,684	21,887	20,199	13,436	-	9,881	70,088
Management expenses less recoveries	92,807	83,256	261,842	4,065	-	11,439	453,411
Total claims and expenditure	97,491	105,143	282,041	17,501	-	21,320	523,499
Deficit of income over claims and expenditure	(80,436)	(47,739)	(147,746)	42,347	-	49,333	(184,244)
Add: Policyholders' liabilities at beginning of the year	35,945	17,436	47,810	14,131	-	(5,801)	109,520
Less: Policyholders' liabilities at end of the year	24,942	29,383	45,048	10,556	-	47,638	157,567
Surplus / (Deficit) retained in PTF	-	-	-	39,254	-	(8,405)	30,849
Deficit	(69,433)	(59,687)	(144,985)	6,668	-	4,300	(263,140)
Movement in policyholders' liabilities	(11,003)	11,948	(2,762)	35,679	-	45,033	78,896
Transfers from shareholders' fund							
- Capital contributions from shareholders' fund	80,000	61,000	181,000	-	-	-	322,000
Balance of statutory fund at beginning of the year	36,833	19,895	50,000	49,729	-	31,052	187,510
Balance of statutory fund at end of the year	36,397	33,156	83,253	92,076	-	80,385	325,266
Represented by:							
Capital contributed by shareholders' fund	695,800	306,800	1,413,912	2,800	-	28,700	2,448,012
Cede Money - Waqf	-	-	-	-	-	501	501
Policyholders' liabilities	24,942	29,383	45,048	49,810	-	39,232	188,417
Retained earnings on other than participating business	(684,343)	(303,029)	(1,375,703)	39,469	-	11,950	(2,311,655)
Balance of statutory fund at end of the year	36,400	33,155	83,257	92,078	-	80,385	325,274

34.2 Segment results by line of business - Entire Company

	Statutory funds					Aggregate	
	Individual life unit linked	Conventional business	Accident and health business	Family takaful	Individual life unit linked takaful	Accident and health takaful	2024
----- (Rupees in '000) -----							
For the year ended December 31, 2024							
Income							
Gross premiums							
First year individual regular premiums	-	19,970	167,233	58,319	49,612	45,497	340,631
Individual second year renewal premiums	-	-	-	-	1	-	1
Individual subsequent year renewal	3,840	-	-	-	-	-	3,840
Group premiums	-	46,774	-	582	-	-	47,356
Total gross premiums	3,840	66,744	167,233	58,901	49,613	45,497	391,828
Reinsurance premiums							
- Individual business	-	-	54,766	-	-	-	54,766
- Group business	-	27,934	-	14,191	-	-	42,125
- Commission	-	-	-	-	-	-	-
Total reinsurance premiums	-	27,934	54,766	14,191	-	-	96,891
Net premium revenues	3,840	38,810	112,467	44,710	49,613	45,497	294,937
Net investment income	9,248	1,477	12,545	212	2,229	342	26,053
Other income	-	-	-	-	-	-	-
Net income	13,088	40,287	125,012	44,922	51,842	45,839	320,990
Insurance benefits and expenditures							
Insurance benefits, including bonuses, net of reinsurance	4,691	(3,762)	24,844	22,573	260	12,825	61,430
Management expenses less recoveries	76,201	69,949	249,833	15,499	29,634	30,468	471,584
Total insurance benefits and expenditures	80,892	66,187	274,677	38,072	29,894	43,293	533,014
Excess of income over insurance benefits	(67,804)	(25,900)	(149,665)	6,850	21,948	2,546	(212,024)
Add: Policyholders' liabilities at beginning of the year	24,942	29,383	45,048	49,810	-	39,232	188,417
Less: Policyholders' liabilities at end of the year	56,168	23,129	22,988	21,347	34,131	25,597	183,361
Surplus / (Deficit) retained in PTF	-	-	-	30,701	3,724	2,495	36,920
Deficit before tax	(99,030)	(19,646)	(127,605)	4,611	(15,907)	13,687	(243,889)

Notes to the Financial Statements

For the Year Ended December 31, 2024

	Statutory funds					Aggregate	
	Individual life unit linked	Conventional business	Accident and health business	Family takaful	Individual life unit linked takaful	Accident and health takaful	2023
----- (Rupees in '000) -----							
Income							
Gross premiums							
First year individual regular premiums	-	17,862	133,104	47,399	-	70,403	268,769
Individual second year renewal premiums	-	-	-	-	-	-	-
Individual subsequent year renewal	5,119	-	-	-	-	-	5,119
Group premiums	-	128,844	-	33,687	-	-	162,530
Total gross premiums	5,119	146,706	133,104	81,086	-	70,403	436,418
Reinsurance premiums							
- Individual single premiums	13	-	15,205	-	-	-	15,220
- Group premiums	-	90,988	-	21,626	-	-	112,615
- Commission	-	-	-	-	-	-	-
Total reinsurance premiums	13	90,988	15,205	21,626	-	-	127,833
Net premium revenues	5,105	55,718	117,899	59,460	-	70,403	308,584
Other income							
Net investment income	-	1,175	738	-	-	-	1,914
Net income	11,949	511	15,658	388	-	251	28,758
Net income	17,054	57,405	134,294	59,847	-	70,654	339,255
Insurance benefits and expenditures							
Insurance benefits, including bonuses, net of reinsurance	4,684	21,887	20,199	13,436	-	9,881	70,088
Management expenses less recoveries	92,807	83,256	261,842	4,065	-	11,439	453,411
Total insurance benefits and expenditures	97,491	105,143	282,041	17,502	-	21,322	523,499
Excess of income over insurance benefits	(80,437)	(47,739)	(147,747)	42,347	-	49,332	(184,243)
Add: Policyholders' liabilities at beginning of the year	35,945	17,436	47,810	14,131	-	(5,801)	109,520
Less: Policyholders' liabilities at end of the year	24,942	29,383	45,048	10,556	-	47,638	157,567
Surplus / (Deficit) retained in PTF	-	-	-	39,254	-	(8,405)	30,849
Deficit before tax	(69,434)	(59,687)	(144,985)	6,668	-	4,298	(263,139)

34.3 Segment results by line of business - Entire Company

	Statutory funds						Aggregate		
	Shareholder's fund	Individual life unit linked	Conventional business	Accident and health business	Family takaful	Individual life unit linked takaful	Accident and health takaful	2024	2023
----- (Rupees in '000) -----									
Property and equipment	5,363	-	-	-	-	-	-	5,363	10,098
Intangible assets	31,334	-	-	-	-	-	-	31,333	37,211
Investments	218,770	25,189	-	70,618	-	14,608	-	329,185	224,203
Insurance receivables	-	-	21,256	4,963	24,169	910	16,973	68,268	208,144
Other loans and receivables	30,621	4,528	4,034	11,041	122	2,117	377	52,841	37,560
Taxation - payments less provision	48,186	668	494	2,592	224	-	372	52,536	44,200
Prepayments	5,073	-	-	-	-	-	-	5,074	1,076
Cash and bank	168,142	62,889	188,993	173,831	11,388	54,202	42,688	702,133	559,050
Interfund balances	(48,066)	(29,774)	(13,585)	(19,353)	72,389	(9,445)	47,834	-	-
Total assets	459,423	63,499	201,191	243,692	108,293	62,393	108,245	1,246,735	1,121,542
Insurance liabilities net of reinsurance recoveries	-	56,168	71,391	82,674	64,071	38,026	31,650	343,979	271,836
Premium received in advance	-	2,807	1,250	1,675	627	-	-	6,356	16,630
Reinsurance payables	-	3,009	122,301	115,321	-	-	-	240,631	256,608
Other creditors and accruals	280,134	1,092	7,558	41,758	1,655	24,276	7,652	364,126	325,470
Total Liabilities	280,134	63,076	202,500	241,427	66,353	62,302	39,300	955,092	870,544

Notes to the Financial Statements

For the Year Ended December 31, 2024

	Held to maturity	Held for trading	2024	2023
----- (Rupees in '000) -----				
35 MOVEMENT IN INVESTMENTS				
At beginning of the year	85,317	138,886	224,203	328,686
Additions	231,703	9,571	241,274	118,912
Disposals (sale and redemptions)	(73,700)	(72,133)	(145,833)	(238,500)
Fair value net gains (including net realized gains)	677	8,865	9,542	15,105
	<u>243,996</u>	<u>85,189</u>	<u>329,185</u>	<u>224,203</u>

36 FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

36.1 Management of insurance and financial risk

The Company's overall risk management seeks to minimize potential adverse effects on the Company's financial performance of such risk.

The Board of Directors has the overall responsibility for the establishment and oversight of the Company's risk management framework. There are Board Committees and Management Committees for developing risk management policies and its monitoring.

The risks involved with financial instruments and the Company's approach to managing such risks are discussed below.

36.2 Insurance risk

The risk under an insurance contract is the possibility that the insured event occurs and the uncertainty of the amount of the resulting claim. By the very nature of an insurance contract, this risk is random and therefore unpredictable. The principal risk that the Company faces under such contracts is that the occurrence of the insured events and the severity of reported claims. The Company's risk profile is improved by diversification of these risks of losses to a large portfolio of contracts as a diversified portfolio is less likely to be affected by an unexpected event in single subset.

36.2.1 Individual life unit linked

The risk underwritten is mainly death and sometimes disability and/or critical illness. The risk of death and disability will vary from region to region. The Company may get exposed to poor risks due to unexpected experience in terms of claim severity or frequency. This can be a result of anti-selection, fraudulent claims, a catastrophe or poor persistency. The Company may also face the risk of poor investment return, inflation of business expenses and liquidity issues on monies invested in the fund. The Company faces the risk of under-pricing particularly due to the fact that these contracts are long term. Additionally, the risk of poor persistency may result in the Company being unable to recover expenses incurred at policy acquisition.

The Company manages these risks through its underwriting, reinsurance, claims handling policy and other related controls. The Company has a well defined medical under-writing policy and avoids selling policies to high risk individuals. This puts a check on anti-selection. Profit testing is conducted on an annual basis to ensure reasonableness of premiums charged. Reinsurance contracts have been purchased by the Company to limit the maximum exposure on any one policyholder. To avoid poor persistency the Company applies quality controls on the standard of service provided to policyholders and has placed checks to curb mis-selling and improvement in standard of service provided to the policyholders. For this, a regular monitoring of lapsation rates is conducted. On the claims handling side, the Company has procedures in place to ensure that payment of any fraudulent claims is avoided. For this, Claims Committee with variable materiality limits review all claims for verification and specific and detailed investigation of all apparently doubtful claims (particularly of high amounts) is conducted. The Company maintains adequate liquidity in each unit fund to cater for potentially sudden and high cash requirement. The Company reserves the right to review the charges deductible under the contracts, thus limiting the risk of under-pricing.

a) Frequency and severity of claims

The Company charges for mortality risk on a monthly basis for all insurance contracts. It has the right to alter these charges based on its mortality experience and hence minimizes its exposure to mortality risk. Delays in implementing increases

Notes to the Financial Statements

For the Year Ended December 31, 2024

in charges and market or regulatory restraints over the extent of the increases may reduce its mitigating effect. The Company manages these risks through its underwriting strategy and reinsurance arrangements.

b) Sources of uncertainty in the estimation of future benefit payments and premium receipts

Uncertainty in the estimation of future benefit payments and premium receipts for long – term unit linked insurance contracts arises from the unpredictability of long-term changes in overall levels of mortality and variability in policyholder's behavior.

c) Process used to decide on assumptions

For long-term unit linked insurance contracts, assumptions are made in two stages. At inception of the contract, the Company determines assumptions on future mortality, persistency, administrative expenses and investment returns. At regular intervals, profit testing is conducted on main policies.

d) Changes in assumptions

There has been no change in assumptions during the year.

36.2.2 Group life

The main risk written by the Company is mortality. The Company may be exposed to the risk of unexpected claim severity or frequency. This can be a result of writing business with higher than expected mortality (such as mining or other hazardous industries), writing high cover amounts without adequate underwriting, difficulty of verification of claims, fraudulent claims or a catastrophe. The Company also faces risk such as that of under-pricing to acquire business in a competitive environment and of non-receipt of premium in due time. There also exists a potential risk of asset liability term mismatch due to liabilities being very short term in nature.

The Company manages these risks through underwriting, reinsurance, effective claims handling and other related controls. The Company has a well defined medical under-writing policy and avoids writing business for groups with overly hazardous exposure. Pricing is done in line with the actual experience of the Company. The premium charged takes into account the actual experience of the client and the nature of mortality exposure the group faces. The rates are certified by the appointed actuary for large groups. The Company also maintains an MIS to track the adequacy of the premium charged. Reinsurance contracts have been purchased by the Company to limit the maximum exposure to any life. At the same time, due caution is applied in writing business in areas of high probability of terrorism. The Company ensures writing business with good geographical spread and tries to maintain a controlled exposure to large groups which generally have poor claim experience. Writing business of known hazardous groups is also avoided. On the claims handling side, the Company ensures that payment of any fraudulent claims is avoided. For this, a claims committee reviews all large claims for verification. Strict monitoring is in place in order to keep the outstanding balances of premium at a minimum, especially the ones that are overdue. The bulk of the assets held against liabilities of this line of business have a short duration, thus mitigating the risk of asset value deterioration.

a) Frequency and severity of claims

The risk is affected by several factors e.g. age, occupation, benefit structure and life style. The Company attempts to manage this risk through its underwriting, claims handling and reinsurance policy. Concentration of risk arising from geographical area is not a factor of concern due to spread of risks across various parts of the country.

b) Sources of uncertainty in the estimation of future benefits payments and premium receipts

Other than conducting a liability adequacy for Unexpired Risk Reserves (URR), there is no need to estimate mortality for future years because of the short duration of the contracts.

c) Process used to decide on assumptions

Statistical methods are used to adjust the rates to a best estimate of mortality. Where data is sufficient to be statistically credible, the statistics generated by the data is assigned appropriate credibility factors to account for the group's experience.

d) Changes in assumptions

There has been no change in assumptions during the year.

Notes to the Financial Statements

For the Year Ended December 31, 2024

36.2.3 Accident & Health

The main risk written by the Company is morbidity. The Company may be exposed to the risk of unexpected claim severity or frequency. This can be a result of high exposure in a particular geographical areas, medical expense inflation, fraudulent claims and catastrophic event. The Company potentially faces the risk of lack of adequate claims control (such as for very large groups). The Company also faces a risk of under-pricing to acquire business in a competitive environment and of non-receipt of premium in due time.

The Company manages these risks through its underwriting, reinsurance, claims handling policy and other related controls. The Company has a well defined medical under-writing policy and avoids writing business for groups with potentially high health related risk exposure such as Government Schemes. Any pre-existing conditions are screened at this stage. Pricing is done as per actual experience of the Company's portfolio. The premium charged takes into account the actual experience of the client and an MIS is maintained to track the adequacy of the premium charged.

a) Frequency and severity of claims

Company measures risk accumulation in terms of potentially high exposure concentration in a particular geographical area (such as micro insurance policy in northern areas).

b) Sources of uncertainty in the estimation of future benefit payments and premium receipts

Other than conducting a liability adequacy for Unexpired Risk Reserves (URR), there is no need to estimate morbidity for future years because of the short duration of the contracts.

c) Process used to decide on assumptions

An investigation into group's experience is performed periodically, and statistical methods are used to adjust the rates to a best estimate of morbidity. Where data is sufficient to be statistically credible, the statistics generated by the data are assigned appropriate credibility factors to account for the group's experience.

d) Changes in assumptions

There has been no change in assumptions.

Reserve risks are controlled by constantly monitoring the provisions for insurance claims that have been submitted but not yet settled and by amending the provision, if deemed necessary. There are several variable factors that affect the amount and timing of recognized claim liabilities. However the management considers that uncertainty about the amount and timing of claim payments is generally resolved within a year.

As the Company enters into short term insurance contracts, it does not assume any significant impact of changes in market conditions on unexpired risks. However, some results of sensitivity testing are set out below:

	Change in claims assumption	Impact on gross liabilities	Impact on balance sheet	Impact on revenue account
	----- (Rupees in '000) -----			
December 31, 2024				
Current claims	+10%	20,000	(20,000)	(20,000)
	-10%	(20,000)	20,000	20,000
December 31, 2023				
Current claims	+10%	20,000	(20,000)	(20,000)
	-10%	(20,000)	20,000	20,000

36.3 Financial risk

36.3.1 Market risk

Market risk is the risk that the value of financial instruments will fluctuate as a result of changes in market prices, whether those changes are caused by factors specific to the individual security, or its issuer, or factors affecting all securities traded in the market.

Notes to the Financial Statements

For the Year Ended December 31, 2024

(a) Interest rate risk exposure

Interest rate risk is the risk that the fair value or future cash flows of financial instruments will fluctuate because of changes in market interest rates. Majority of the interest rate exposure arises from short term deposits and deposits in profit and loss sharing accounts with banks.

Fair value sensitivity analysis for fixed rate instruments

Fixed rate financial assets are carried in held to maturity category. Therefore, a change in interest rates at reporting date would not affect profit and loss account.

Fair value sensitivity analysis for variable rate instruments

An increase of 100 basis points in interest rates would have increased the profit and loss and equity by the amounts shown below. Reduction in interest rates by 100 basis points would have a vice versa impact. This analysis assumes that all variables remain constant.

	Profit and loss account		Equity	
	100 bp increase	100 bp decrease	100 bp increase	100 bp decrease
	----- (Rupees in '000) -----		----- (Rupees in '000) -----	
December 31, 2024				
Cash flow sensitivity	10,308	(10,308)	10,308	(10,308)
December 31, 2023				
Cash flow sensitivity	7,640	(7,640)	7,640	(7,640)

The information about Company's exposure to interest rate risk (other than relating to policyholders' liabilities) as of December 31, 2024 is as follows:

	2024					2023				
	Interest / markup bearing			Non-interest bearing financial instruments	Total	Interest / markup bearing			Non-interest bearing financial instruments	Total
	Within one year	More than one year	Sub Total			Within one year	More than one year	Sub Total		
On balance sheet financial instruments	----- (Rupees in '000) -----					----- (Rupees in '000) -----				
Financial assets										
Investments	126,884	202,113	328,996	189	329,185	189,334	15,782	205,116	19,087	224,203
Insurance receivables	-	-	-	68,268	68,268	-	-	-	208,144	208,144
Other loans and receivables	-	-	-	52,841	52,841	-	-	-	37,560	37,560
Cash and Bank	701,769	-	701,769	364	702,133	558,910	-	558,910	140	559,049
	828,652	202,113	1,030,766	121,662	1,152,426	748,244	15,782	764,026	264,930	1,028,956
Financial liabilities										
Insurance Liabilities	-	-	-	343,979	343,979	-	-	-	271,836	271,836
Premium received in advance	-	-	-	6,356	6,356	-	-	-	16,628	16,628
Reinsurance payables	-	-	-	240,631	240,631	-	-	-	256,608	256,608
Other creditors and accruals	64,383	-	64,383	299,743	364,126	48,983	-	48,983	325,470	374,453
	64,383	-	64,383	890,709	955,091	48,983	-	48,983	870,542	919,525
On balance sheet gap	764,269	202,113	966,383	(769,047)	197,335	699,261	15,782	715,043	(605,612)	109,431

Notes to the Financial Statements

For the Year Ended December 31, 2024

(b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of financial instruments will fluctuate because of changes in foreign exchange rates. The Company, at present is not materially exposed to currency risk as majority of the transactions are carried out in Pak Rupees.

(c) Equity Price Risk

The Company's investment in listed securities are susceptible to market price risk arising from uncertainties about the future value of investment securities. The Company manages equity price risk by maintaining a diversified portfolio and by continuous monitoring of developments in equity market. The Company is exposed to equity price risk with respect to its investments in quoted securities. Change of 10% in equity prices (NAV in case of mutual fund) will result in change in prices of respective equity instruments by Rs. 0.018 million (2023: Rs. 1.908 million).

36.3.2 Fair value

36.3.2.1 IFRS 13 defines fair value as an exit price. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

36.3.2.2 All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

Following are the assets which are either measured at fair value or where fair value is only disclosed and is different from their carrying value:

Government securities (fair value only disclosed)
Government securities (measured at fair value)
Open end mutual funds (measured at fair value)

2024		
Fair value measurement using		
Level 1	Level 2	Level 3
(Rupees in '000)		
-	228,732	-
-	-	-
189	-	-
189	228,732	-

Government securities (fair value only disclosed)
Government securities (measured at fair value)
Open end mutual funds (measured at fair value)

2023		
Fair value measurement using		
Level 1	Level 2	Level 3
(Rupees in '000)		
-	77,999	-
-	34,800	-
19,087	-	-
19,087	112,799	-

Notes to the Financial Statements

For the Year Ended December 31, 2024

36.3.3 Credit risk

Credit risk is the risk that the counter party to a financial instrument will cause a financial loss for the Company by failing to discharge an obligation. The Company's policy is to enter into financial contracts with reputable counter parties in accordance with the internal guidelines and regulator requirements.

The maximum exposure to credit risk before any credit enhancements as at December 31, 2024 is the carrying amount of the financial assets as set out below:

Nature of financial assets	2024	2023
	(Rupees in '000)	
Investments	85,189	104,087
Insurance / reinsurance receivables	68,268	208,144
Other loans and receivables	52,841	37,560
Cash and Bank	702,133	559,050
	<u>908,430</u>	<u>908,841</u>

Bank balances

The Company maintained its funds with banks having strong credit rating. Currently the funds are kept with banks having rating ranging from AAA to A-.

No assets of the Company are impaired, other than Insurance receivables. The age analysis of premium due but unpaid is as follows:

Past due but not impaired	2024	2023
	(Rupees in '000)	
Upto 1 year	55,495	142,673
1 - 3 years	12,775	69,706

Concentration of credit risk

Concentration is the relative sensitivity of the Company's performance to developments affecting a particular industry or geographical location.

Concentration of risks arise when a number of financial instruments or contracts are entered into with the same counterparty, or where a number of counterparties are engaged in similar business activities, or activities in the same geographic region, or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. The Company manages such risk by diversifying its portfolio and entering into transactions with diverse credit worthy counterparties thereby mitigating any significant concentration of credit risk.

Notes to the Financial Statements

For the Year Ended December 31, 2024

Sector-wise analysis of premium due but unpaid at the reporting date was:

	2024	2023
	(%)	(%)
Telecom	0.79%	0.59%
NGO	0.00%	0.01%
Financial Institution	51.79%	40.13%
Education	0.02%	0.48%
Insurance	-0.32%	0.00%
Media	0.12%	1.32%
Travel and Transport	0.00%	2.90%
Textile	0.00%	0.65%
Hotel	0.30%	1.06%
Group	0.00%	0.00%
Oil and Gas	0.00%	0.42%
Engineering	0.13%	0.09%
Pharmaceutical	0.06%	0.00%
Automobile	0.04%	0.00%
Construction material	0.00%	0.14%
Others	47.08%	52.22%
	<u>100.00%</u>	<u>100.00%</u>

Capital risk managements

The Company's objective when managing capital is to safe guard the Company's ability to continue as a going concern so that it can continue to provide returns for shareholders and benefits for other stakeholders; and to maintain a strong capital base to support the sustained development its businesses. The Company manages its capital structure by monitoring return on net assets and makes adjustments to it in the light of changes in economic conditions. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend paid to shareholders or issue new shares.

In addition, the Company is also required to maintain minimum solvency in accordance with the rules and regulations set by the SECP. The Company's status of compliance with solvency requirements is disclosed in note 1.5 to the financial statements.

36.3.4 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting its financial obligations as they fall due. Liquidity risk arises because of the possibility that the Company could be required to pay its liabilities earlier than expected or difficulty in raising funds to meet commitments associated with financial liabilities as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stress conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The following are the contractual maturities of financial liabilities, including interest payments and excluding the impact of netting agreements:

	2024			
	Carrying amount	Six to twelve months	Two to five years	More than five years
	----- (Rupees in '000) -----			
Non-derivative				
Financial liabilities				
Insurance Liabilities	343,979	-	-	-
Premium received in advance	6,356	-	-	-
Reinsurance payables	240,631	-	-	-
Other creditors and accruals	364,126	-	-	-
	<u>955,091</u>	<u>-</u>	<u>-</u>	<u>-</u>

Notes to the Financial Statements

For the Year Ended December 31, 2024

Non-derivative

Financial liabilities

Insurance Liabilities
Premium received in advance
Reinsurance payables
Other creditors and accruals

2023			
Carrying amount	Six to twelve months	Two to five years	More than five years
----- (Rupees in '000) -----			
271,836	-	-	-
16,630	-	-	-
256,608	-	-	-
325,470	-	-	-
870,544	-	-	-

37 STATEMENT OF SOLVENCY

	Shareholder's fund	Statutory funds					Aggregate	
		Individual life unit linked	Conventional business	Accident and health business	Family takaful	Individual life unit linked takaful	Accident and health takaful	2024
----- (Rupees in '000) -----								
Property and equipment	5,363	-	-	-	-	-	-	5,363
Intangible assets	31,334	-	-	-	-	-	-	31,335
Investments								
Government securities	208,770	-	-	20,618	-	14,608	-	243,996
Mutual funds	-	189	-	-	-	-	-	189
Term deposits	10,000	25,000	-	50,000	-	-	-	85,000
Insurance receivables	-	-	21,256	4,963	24,169	910	16,972	68,268
Amounts due from other insurers/reinsurers	-	-	26,355	-	17,803	-	-	44,158
Other loans and receivables	30,621	4,528	4,034	11,041	122	2,117	378	52,841
Taxation - payments less provision	48,186	668	494	2,592	224	-	372	52,536
Prepayments	5,073	-	-	-	-	-	-	5,074
Cash & Bank	168,142	62,889	188,993	173,831	11,388	54,202	42,688	702,133
Interfund balances	(48,066)	(29,774)	(13,585)	(19,353)	72,389	(9,445)	47,834	-
Total assets (A)	459,424	63,500	227,546	243,692	126,095	62,392	108,243	1,290,894
Inadmissible assets as per following clauses of section 32(2) of the Insurance Ordinance, 2000								
(a) Interfund balances	(48,066)	(29,774)	(13,585)	(19,353)	72,389	(9,445)	47,834	-
(d) Loans to employees	799	-	-	-	-	-	-	799
(g) Related party balances	14,942	-	-	-	-	-	-	14,942
(h) Premium due but unpaid	-	-	11,404	12,487	1,102	-	1,952	26,946
(i) Intangible assets	31,334	-	-	-	-	-	-	31,334
(u) Vehicles, office equipment and fixture and fitting	5,363	-	-	-	-	-	-	5,363
Total inadmissible assets (B)	4,372	(29,774)	(2,181)	(6,866)	73,491	(9,445)	49,786	79,384
Total admissible assets (C = A - B)	455,052	93,274	229,726	250,558	52,604	71,837	58,457	1,211,510
Outstanding claims	-	-	74,617	59,685	29,825	170	3,559	167,856
Premium received in advance	-	2,807	1,250	1,675	627	-	-	6,356
Reinsurance payables	-	3,009	122,301	115,320	-	-	-	240,631
Other creditors and accruals	280,134	1,092	7,558	41,758	1,655	24,276	7,654	364,126
Total Liabilities (D)	280,134	6,908	205,725	218,438	32,107	24,446	11,213	778,968
Total net admissible assets (E = C - D)	174,918	86,366	24,001	32,120	20,497	47,392	47,244	432,542
Minimum solvency requirement								
Shareholders' fund	165,000	-	-	-	-	-	-	165,000
Policyholders' liability	-	56,168	23,129	22,988	52,049	37,856	28,092	220,281
Solvency margin	-	594	4,594	14,010	1,219,367	-	3,871	24,655
	165,000	56,761	27,723	36,998	53,268	38,223	31,963	409,937
Excess of net admissible assets over Minimum solvency	9,918	29,605	(3,722)	(4,879)	(32,772)	9,169	15,281	22,606

Notes to the Financial Statements

For the Year Ended December 31, 2024

38 RELATED PARTIES

38.1 List of related parties

Name of related party	Relationship	% of shareholding
TPL Corp Limited	Parent Company	94.21%
TPL Holdings (Private) Limited	Common Directorship	1.11%
Mr. Jameel Yusuf	Directors	0.0002%
Mr. Muhammad Ali Jameel	Directors	0.0002%
Mr. Farrukh Shauket Ansari	Directors	0.0002%
TPL Insurance Limited	Common Directorship	
TPL Trakker Ltd.	Common Directorship	
TPL Properties Limited	Common Directorship	
TPL Logistics (Private) Limited	Common Directorship	
TPL Direct Finance (Private) Limited	Common Directorship	
Centrepoint Management Services (Private) Limited	Common Directorship	
TPL Rupiya (Private) Limited	Common Directorship	
TPL Securities (Private) Limited	Common Directorship	
TPL Mobile (Private) Limited	Common Directorship	
Agriauto Industries Limited	Common Directorship	
TPL Maps (Private) Limited	Common Directorship	
TPL Tech Pakistan (Private) Limited	Common Directorship	
TRG Pakistan Limited	Common Directorship	
State Bank of Pakistan	Common Directorship	
Shakarganj Foods Limited	Common Directorship	
KASB Investment Management (Private) Limited	Common Directorship	
Merit Packaging Limited	Common Directorship	
Grant Thornton Consulting (Private) Limited	Common Directorship	
Linde Pakistan Ltd.	Common Directorship	
Adira Capital Holdings (Private) Ltd.	Common Directorship	
Noesis (Private) Ltd.	Common Directorship	
Engro Corporation	Common Directorship	
Advisory Board- Institute of Business Administration (IBA)	Common Directorship	
Trustee i-Care Pakistan	Common Directorship	
JS Investment Limited	Common Directorship	
Mr. Abdul Karim Sultanali	Directors	
Syed Ali Hasan Zaidi	Directors	
Mr. Saad Nissar	Directors	

Notes to the Financial Statements

For the Year Ended December 31, 2024

38.2 Related Party Transactions

The related parties comprise of holding Company, associated companies, staff retirement fund, Directors and key management personnel. The transactions with related parties are in normal course of business. Transactions with related parties and remuneration and benefits to key management personnel under the terms of their employment are as follows:

Relationship	Transactions	2024	2023
		(Rupees in '000)	
Holding company	Right shares issued	75,000	180,000
Holding company	Advance against right shares	-	205,000
Holding company	Loan from sponsor	290,000	-
Holding company	Administrative cost charged	2,961	19,051
Holding company	Premium written / (refund)	-	(325)
Associated undertaking	Administrative cost charged	39,280	59,275
Associated undertaking	Administrative cost incurred	6,606	-
Associated undertaking	Premium written	15,557	18,631
Associated undertaking	Claims incurred	9,490	7,602
Key Management Personnel	Remuneration	54,324	85,047
Directors	Fee	1,500	1,200
Balances			
Holding company	Other creditors	4,929	1,968
Associated undertaking	Other creditors	12,596	26,212
Associated undertaking	Other receivables	14,942	7,557
Associated undertaking	Insurance liabilities	19,292	10,052
Associated undertaking	Premium (refundable) / receivable	(279)	11,626

Charges for administrative services is based on the actual cost incurred by the service provider whereas all other transactions with related parties are on arms length basis comparable with market quote.

39 NUMBER OF EMPLOYEES

The total average number of employees during the year end as at December 31, 2024 and 2023 are as follows.

	2024	2023
	(Rupees in '000)	
At year end	96	119
Average during the year	107	113

40 DATE OF AUTHORISATION FOR ISSUE

These financial statements were authorized for issue by the Board of Directors of the Company on March 17, 2025.



CHIEF FINANCIAL OFFICER



DIRECTOR



DIRECTOR



CHIEF EXECUTIVE OFFICER



CHAIRMAN

Shariah Advisor's Report

In the name of Allah, the Beneficent, the Merciful

During the year under review, Shariah Advisory Board reviewed Family Takaful products including all ancillary documents. Furthermore, we have reviewed the Participant Takaful Fund, Investment Policy, Re-takaful arrangements and all related transactions of TPL Life Insurance Limited, Window Takaful Operations (hereafter referred to as "Company/Window Takaful Operator") in compliance with the Takaful Rules 2012 and Shariah Guidelines issued by its Shariah Advisory Board for the year ended 31 December 2024.

The main objective of this report is to express the Company's compliance with the Takaful Rules 2012 as well as Shariah Guidelines, and includes the analysis of the appropriate evidence of transactions undertaken by the Company for the year 2024.

As Shariah Advisory Board, our responsibility is to ensure that the financial arrangements, contracts and transactions undertaken by the Window Takaful Operator with its participants and stakeholders should be compliant in accordance with the requirements of the Takaful Rules 2012 and Shariah rules & principles. Moreover, it is also the responsibility of the Shariah Advisory Board to express its opinion on its transactions with reference to the Shariah Compliance.

It is the responsibility of the Window Takaful Operator to ensure that the rules, principles and guidelines set by the Shariah Advisory Board are complied with, and that all the Family Takaful products, policies and services being offered by the Window Takaful Operator are duly approved by the Shariah Advisory Board.

During the year, Shariah Advisory Board provided Shariah guidance and assistance to the Company on regular basis and to the best of its knowledge and understanding based on the provided information and explanations, we are of the view that:

- Financial transactions and relevant documentations & procedures, undertaken by the Company for the year ended 31 December 2024 were in accordance with guidelines issued by the Shariah Advisory Board as well as Takaful Rules 2012.
- The Shariah Screening Criteria in the Investment Guidelines was properly followed in all kind of investment & financial transactions of Window Takaful Operator Fund as well as Participant Takaful Fund (PTF).
- During the year, no non-Shariah Compliant income was earned, therefore, no amount was credited to the charity account for this purpose.
- Training sessions were conducted for distribution force as well as back office staff, however, it is advised that regular training sessions should be conducted to ensure that the Takaful-learning graph remains upward.
- The Window Operator has diligently fulfilled its duties in accordance with the Takaful Rules 2012 and the Shariah Guidelines issued by the Shariah Advisory Board.
- Consequently, we have found the Company is in accordance with the Takaful Rules 2012 and Shariah rules & principles with respect to all relevant transactions.

"And Allah knows best"



Mufti Bilal Ahmed Qazi
Shariah Advisor & Shariah Board Member
TPL Life Insurance Company Ltd.
Window Takaful Operations



Mufti Muhammad Zahid
Shariah Board Member
TPL Life Insurance Company Ltd.
Window Takaful Operations

Date: March 18, 2025

INDEPENDENT REASONABLE ASSURANCE REPORT

To the Board of Directors On The Statement of Management's Assessment of Compliance with The Takaful Rules, 2012

Scope

We have been engaged by TPL Life Insurance Limited (the Operator) to perform a 'reasonable assurance engagement,' as defined by International Standards on Assurance Engagements, here after referred to as the engagement, to report on the management's assessment of compliance of the Window Takaful Operations (Takaful Operations) of the Operator, as set out in the annexed Statement of Compliance (the Statement) prepared by the management for the year ended December 31, 2024.

Other than as described in the preceding paragraph, which sets out the scope of our engagement, we did not perform assurance procedures on the remaining information included in the Report, and accordingly, we do not express conclusion on this information.

Criteria applied by the management

In preparing the Subject Matter, the management applied the criteria in accordance with the Takaful Rules, 2012 (the Rules), issued by the Securities and Exchange Commission of Pakistan (SECP).

Management's responsibilities

The management is responsible for selecting the Criteria, and for preparing the Subject Matter in accordance with that Criteria, in all material respects. This responsibility includes establishing and maintaining internal controls, maintaining adequate records and making estimates that are relevant to the preparation of the subject matter, such that it is free from material misstatement, whether due to fraud or error.

Limitation

A system of internal control, because of its nature, may not prevent or detect all instances of non-compliance with the Rules, and consequently cannot provide absolute assurance that the objective of compliance with the Rules, will be met. Also, projection of any evaluation of effectiveness to future periods is subject to the risk that the controls may become inadequate or fail.

Our Independence and Quality Management

The firm applies International Standard on Quality Management 1 "Quality Control for Firms That Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements" and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We have complied with the independence and other ethical requirements of the Code of Ethics for Chartered Accountants issued by the Institute of Chartered Accountants of Pakistan, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

Auditor's responsibilities

Our responsibility is to express an independent reasonable assurance conclusion on the Subject Matter based on the evidence we have obtained whether the annexed statement presents fairly the status of compliance of the Takaful Operations with the Rules, in all material respects.

We conducted our engagement in accordance with the International Standard for Assurance Engagements Other Than Audits or Reviews of Historical Financial Information ('ISAE 3000'), and the terms of reference for this engagement as agreed with the Operator on June 20, 2024. Those standards require that we plan and perform our engagement to obtain reasonable assurance about whether, in all material respects, the Subject Matter is presented in accordance with the Criteria, and to issue a report. The nature, timing, and extent of the procedures selected depend on our judgment, including an assessment of the risk of material misstatement, whether due to fraud or error.

BDO Ebrahim & Co. Chartered Accountants

BDO Ebrahim & Co., a Pakistan registered partnership firm, is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.

The procedures selected by us for the engagement depended on our judgment, including the assessment of the, risks of the Operator's material non-compliance with the Rules, whether due to fraud or error. In making those risk assessments, we considered internal control relevant to the Operator's compliance with the Rules, in order to design assurance procedures that are appropriate in the circumstances but not for the purpose of expressing a conclusion as to the effectiveness of the Operator's internal control over the Takaful Operations' compliance with the Rules. A system of internal control, because of its nature, may not prevent or detect all instances of non-compliance with the Takaful Rules, 2012, and consequently cannot provide absolute assurance that the objective of compliance with the Takaful Rules, 2012 will be met. Further, projection of any evaluation of effectiveness to future periods is subject to the risk that the controls may become inadequate or fail.

We believe that the evidence we have obtained is sufficient and appropriate to provide a reasonable basis for our conclusion in preparing our assurance procedures necessary guidance on shariah matters was provided by independent shariah scholar.

Description of procedures performed

- " We checked that all the products and policies have been approved by Shariah Advisor and the Operator has developed and implemented all the policies and procedures in accordance with the Rules and Shariah Rules and Principles as determined by Shariah Advisor.
- " We checked that the assets and liabilities of Window Takaful Operations (Participants' Takaful Fund and Operator's fund) are segregated from its other assets and liabilities, at all times in accordance with the provisions of the Rules.
- " We reviewed training certificates and attendance sheets to evaluate that the Operator has imparted necessary trainings and orientations to maintain the adequate level of awareness, capacity, and sensitization of the staff and management.
- " We have designed and performed following verification procedures (including but not limited to) on various financial arrangements, based on judgmental and systematic samples with regard to the compliance with the Rules and Shariah Rules and Principles:
 - ◊ We obtained details of investments made and checked that all investments made in Shariah Compliant stocks as determined by Shariah Advisor;
 - ◊ We inquired regarding other investments like fixed deposits to confirm that all such contracts are executed with Islamic Financial Institutions;
 - ◊ We reviewed re-takaful and co-takaful parties along with arrangements / contracts entered into by Window Takaful Operations to assess compliance with Shariah Advisor guidelines and the Rules; and
 - ◊ We re-calculated Operator's profit share and Wakalah fee income to confirm that approved percentage are applied on income from investments and contribution respectively

Matters giving rise to the exceptions

Following are the matters giving rise to the exceptions:

- a) As required by clause 11(a) of the Rules, the titles of mutual fund and bank accounts maintained in relation to TPL Life Insurance- Window Takaful Operations are not registered under the name of "Window Takaful Operations".
- b) As required by the Clause 13(2) of the Rules, the Participant Takaful Fund policies lacks signature and approval of Shariah advisor.

Conclusion

Our conclusion have been formed on the basis of, and is subject to, the matters outlined in this report. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

In our opinion, except for the matters discussed in above paragraph, the Statement of Compliance of the Takaful Operations of the Operator as of December 31, 2024 is presented, in all material respects, in accordance with the Rules.



BDO EBRAHIM & CO.
CHARTERED ACCOUNTANTS
Engagement Partner: Zulfikar Ali Causer

KARACHI
DATED: April 9, 2025

Statement of Compliance with the Takaful Rules, 2012 and Sharia Rules And Principles

The financial arrangements, contracts and transactions, entered into by TPL Life Insurance Limited - Window Takaful Operations (the Operator) for the year ended 31 December 2024 are in compliance with the Takaful Rules, 2012 and the Shariah Rules and Principles determined by the Shariah Advisor /Shariah Advisory Board of the Window Takaful Operator.

Further, we confirm that:

- The Operator has developed and implemented all the policies and procedures in accordance with the Takaful Rules, 2012 and rulings of the Shariah Advisor /Shariah Advisory Board along with a comprehensive mechanism to ensure compliance with such rulings and Takaful Rules, 2012 in their overall operations with zero tolerance. Further, the governance arrangements including the reporting of events and status to those charged with relevant responsibilities, such as the Audit Committee / Shariah Advisor /Shariah Advisory Board and the Board of Directors have been implemented;
- The Operator has imparted trainings / orientations and ensured availability of all manuals / agreements approved by Shariah Advisory Board / Board of Directors to maintain the adequate level of awareness, capacity and sensitization of the staff, management;
- All the products and policies have been approved by Shariah Advisor /Shariah Advisory Board and the financial arrangements including investments made, policies, contracts and transactions, entered into by Window Takaful Operations are in accordance with the polices approved by Shariah Advisor / Shariah Advisory Board;
- The assets and liabilities of Operator are segregated from the TPL Life Insurance Limited's other assets and liabilities, at all times in accordance with the provisions of the Takaful Rules, 2012.

This has been duly confirmed the Shariah Advisor/ Shariah Advisory Board of the Operator.



Saad Nissar
Chief Executive Officer

Date: March 17, 2025

Shariah Advisor Board



Mufti Bilal Ahmed Qazi
Shariah Advisor & Shariah Board Member
TPL Life Insurance Company Ltd.
Window Takaful Operations



Mufti Muhammad Zahid
Shariah Board Member
TPL Life Insurance Company Ltd.
Window Takaful Operations

Statement of Financial Position

As at December 31, 2024

	Note	TAKAFUL STATUTORY FUNDS		December 31,	December 31,
		Operators' Sub Fund (OSF)	Participant Takaful Fund (PTF)	2024	2023
				Aggregate	Aggregate
		(Rupees in '000)			
Assets					
Investments					
Government securities		-	14,608	14,608	-
Takaful / retakaful receivables		-	42,051	42,051	105,414
Other loans and receivables		7,335	148,719	156,054	146,912
Taxation		139	456	596	509
Cash and Bank balances	5	90,099	18,179	108,279	1,361
Total Assets		97,574	224,013	321,587	254,196
Equity and Liabilities					
Capital Contribution from shareholders' Fund		47,500	-	47,500	31,500
Qard-e-Hasna to Participant Takaful Fund		(28,800)	-	(28,800)	(28,800)
Qard-e-Hasna from Operators' Sub Fund		-	28,800	28,800	28,800
Cede money		501	-	501	501
Unappropriated surplus / (deficit)		59,450	-	59,450	57,681
Total Equity		78,651	28,800	107,451	89,682
Liabilities					
Takaful Liabilities	6	6,241	121,244	127,485	84,227
Contribution received in advance		-	627	627	2,703
Other creditors and accruals		12,681	73,342	86,023	77,584
Total Liabilities		18,922	195,213	214,135	164,514
Total Equity and Liabilities		97,574	224,013	321,587	254,196

Contingencies and commitments

The annexed notes from 1 to 13 form an integral part of these condensed financial information.



CHIEF FINANCIAL OFFICER



DIRECTOR



DIRECTOR



CHIEF EXECUTIVE OFFICER



CHAIRMAN

Statement of Comprehensive Income

For the Year Ended December 31, 2024

	Note	OSF		PTF		Aggregate	
		For the year ended December 31,		For the year ended December 31,		For the year ended December 31,	
		2024	2023	2024	2023	2024	2023
		(Rupees in '000)					
Contribution Revenue	7	-	-	154,012	151,488	154,012	151,488
Contribution ceded to retakaful		-	-	(14,191)	(21,626)	(14,191)	(21,626)
Net contribution revenue		-	-	139,821	129,862	139,821	129,862
Takaful Operator Fee		29,581	28,380	(29,581)	(28,380)	-	-
Mudharib Fee		-	-	-	-	-	-
Investment income		45	45	2,738	594	2,783	639
		29,626	28,425	(26,843)	(27,786)	2,783	639
Net income		29,626	28,425	112,978	102,076	142,603	130,501
Takaful benefits	8	-	-	61,790	38,908	61,790	38,908
Recoveries from retakaful		-	-	(21,637)	(15,591)	(21,637)	(15,591)
Reversal of claims		-	-	(4,493)	-	(4,493)	-
Net takaful benefits		-	-	35,660	23,317	35,660	23,317
Net change in takaful liabilities	11	(6,274)	1,978	35,228	78,735	28,954	80,713
Acquisition expenses		27,261	10,901	-	-	27,261	10,901
Marketing and administration expenses		6,868	4,579	42,090	25	48,959	4,603
Total Expenses		27,856	17,458	77,318	78,759	105,174	96,217
Results of operating activities		1,770	10,967	-	-	1,770	10,967
Profit before tax		1,770	10,967	-	-	1,770	10,967
Income tax expense		-	-	-	-	-	-
Profit for the period		1,770	10,967	-	-	1,770	10,967

The annexed notes from 1 to 13 form an integral part of these condensed financial information.


CHIEF FINANCIAL OFFICER


DIRECTOR


DIRECTOR


CHIEF EXECUTIVE OFFICER


CHAIRMAN

Statement of Changes In Equity

For the Year Ended December 31, 2024

	Money ceded to Waqf Fund	Capital Contributed from Shareholder Fund	Ledger D Account	Total
----- (Rupees in '000) -----				
Balance as at January 1, 2023 At beginning of period	501	31,500	46,714	78,715
Total comprehensive income for the period				
Profit for the period after tax	-	-	10,967	10,967
Other comprehensive income	-	-	10,967	10,967
Capital contribution from shareholders' fund	-	-	-	-
Balance as at December 31, 2023	501	31,500	57,681	89,682
Balance as at January 1, 2024 At beginning of period	501	31,500	57,681	89,682
Total comprehensive income for the period				
Profit for the period after tax	-	-	1,770	1,770
Other comprehensive income	-	-	1,770	1,770
Capital contribution from shareholders' fund	-	16,000	-	16,000
Balance as at December 31, 2024	501	47,500	59,450	107,451

The annexed notes from 1 to 13 form an integral part of these condensed financial information.

				
CHIEF FINANCIAL OFFICER	DIRECTOR	DIRECTOR	CHIEF EXECUTIVE OFFICER	CHAIRMAN

Statement of Cash Flows

For the Year Ended December 31, 2024

For the year ended
December 31

2024

2023

(Rupees in '000)

Operating Cash flows

(a) Takaful activities

Takaful contribution received	184,593	83,775
Reinsurance premium paid	3,800	-
Claims paid	(39,345)	(36,845)
Commission paid	(41,631)	(5,512)
Marketing and administrative expenses paid	10,712	(4,958)
Net cash flow from underwriting activities	118,129	36,459

(b) Other operating activities

Income tax paid	(87)	(96)
Other operating (payments) / receipts	(13,183)	(40,688)
Net cash flow from other operating activities	(13,269)	(40,784)

Total cash flow from all operating activities

104,860 (4,325)

Investment activities

Profit / return received	215	639
Payments for investments	(24,201)	-
Proceeds from disposal of investments	10,044	-
Total cash flow from investing activities	(13,942)	639

Financing activities

Capital contributed from shareholder's fund	16,000	-
Total cash flow from financing activities	16,000	-

Net cash flow from all activities

106,918 (3,686)

Cash and cash equivalents at beginning of period

1,361 5,047

Cash and cash equivalents at end of period

108,279 1,361

Reconciliation to Profit and Loss Account

Operating cash flows	104,860	(4,325)
Dividend and other investment income	2,783	639
(Decrease) / increase in assets other than cash	(56,251)	101,264
Decrease / (increase) in liabilities other than borrowings	(49,621)	(86,611)
Profit after taxation	1,770	10,967

The annexed notes from 1 to 13 form an integral part of these condensed financial information.



CHIEF FINANCIAL OFFICER



DIRECTOR



DIRECTOR



CHIEF EXECUTIVE OFFICER



CHAIRMAN

Notes to the Financial Statements

For the Year Ended December 31, 2024

1. STATUS AND NATURE OF BUSINESS

- 1.1** TPL Life Insurance Limited (the Company) was incorporated on March,19 2008 under the Repealed Companies Ordinance, 1984 as public limited company and is registered as a life insurance company by the Securities and Exchange Commission of Pakistan (SECP) under the Insurance Ordinance, 2000. The Company obtained license to carry on life and related lines of insurance business on March 2, 2009. The registered office of the Company is situated at 12th Floor, Centerpoint Building, Off Shaheed-e-Millat Expressway, Adjacent to KPT Interchange, Karachi-74900. The Company is a subsidiary of TPL Corp Limited.
- 1.2** Pursuant to the approval obtained from Securities and Exchange Commission of Pakistan on August 9, 2018. Company has been authorized to transact Window Takaful Operations in respect of Family Takaful products.

In accordance with the requirement of Takaful Rules, 2012 read with SECP Circular 8/2014, the Company has transferred Rs. 50 million in separate Islamic bank account for Window Takaful business maintained with schedule bank. For the purpose of Takaful business the Company has established Waqf fund (here-in-after referred to as Participant Takaful Fund) under waqf deed executed by Company with a cede money of Rs. 0.5 million.

- 1.3** The Company is engaged in window takaful business including family takaful and accidental and health takaful.

2. BASIS FOR PRESENTATION AND STATEMENT OF COMPLIANCE

These financial statements for Window Takaful Operations of the Company have been prepared to comply with the requirement of Securities and Exchange Commission of Pakistan (SECP) vide its Circular No. 15 of 2019 dated November 18, 2019 in which Life Insurers carrying out Window Takaful Operations are required to separately prepare the financial statements for Family Takaful Operations as if these are carried out by a standalone Takaful Operator.

These financial statements - Window Takaful Operations have been prepared in accordance with the accounting and reporting standards as applicable in Pakistan. The accounting and reporting standards comprise of:

- International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) as are notified under the Companies Act, 2017; and
- Provisions of and directives issued under the Companies Act, 2017 and Insurance Ordinance, 2000, Insurance Rules 2017 and Insurance Accounting Regulations, 2017 and the Takaful Rules, 2012."

In case requirements differ, the provisions or directives of the Companies Act, 2017, the Insurance Ordinance, 2000, the Insurance Rules, 2017, the Insurance Accounting Regulations, 2017 and the Takaful Rules, 2012, have been followed.

3. APPLICATION OF NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS TO PUBLISHED APPROVED ACCOUNTING AND REPORTING STANDARDS"

3.1 New accounting standards, amendments and IFRS interpretations that are effective for the year ended December 31, 2024

The Company has adopted the following accounting standards and the amendments and interpretation of IFRSs which became effective for the current year:

The following standards, amendments and interpretations are effective for the year ended December 31, 2024. These standards, amendments and interpretations are either not relevant to the Company's operations or did not have significant impact on the financial statements other than certain additional disclosures.

	Effective date (annual periods beginning on or after)
Amendments to IFRS 7 'Financial Instruments: Disclosures' - Supplier finance arrangements	January 01, 2024
Amendments to IFRS 16 'Leases' - Amendments to clarify how a seller-lessee subsequently measures sale and leaseback transactions	January 01, 2024
Amendments to IAS 1 'Presentation of Financial Statements' - Classification of liabilities as current or non-current	January 01, 2024

Notes to the Financial Statements

For the Year Ended December 31, 2024

Effective date (annual periods beginning on or after)

Amendments to IAS 1 'Presentation of Financial Statements' - Non-current liabilities with covenants	January 01, 2024
Amendments to IAS 7 'Statement of Cash Flows' - Supplier finance arrangements	January 01, 2024

3.2 New accounting standards, amendments and interpretations that are not yet effective

The following standards, amendments and interpretations are only effective for accounting periods, beginning on or after the date mentioned against each of them. These standards, amendments and interpretations are either not relevant to the Company's operations or are not expected to have significant impact on the Company's financial statements other than certain additional disclosures.

Effective date (annual periods beginning on or after)

Amendments to IFRS 7 'Financial Instruments: Disclosures' - Amendments regarding the classification and measurement of financial instruments	January 01, 2026
Amendments to IFRS 9 'Financial Instruments' - Amendments regarding the classification and measurement of financial instruments	January 01, 2026
Amendments to IAS 21 'The Effects of Changes in Foreign Exchange Rates' - Lack of Exchangeability	January 01, 2025
Amendments to IFRS 7 'Financial Instruments: Disclosures' - Amendments regarding nature-dependent electricity contracts that are often structured as power purchase agreements (PPAs)	January 01, 2026
Amendments to IFRS 9 'Financial Instruments' - Amendments regarding nature-dependent electricity contracts that are often structured as power purchase agreements (PPAs)	January 01, 2026
IFRS 17 Insurance Contracts	January 01, 2026

4. ACCOUNTING JUDGEMENTS AND ESTIMATES

In preparing this financial information, the significant judgments made by the management in applying the Company's accounting policies and the key sources of estimating uncertainty were same as those that applied to the financial statements for the year ended 31 December 2024.

5. CASH AND BANK

Cash and cash equivalent
- Cash in hand
- Policy & revenue stamps
Cash and bank
- Current account
- Saving account

	December 31, 2024	December 31, 2023
	(Un-audited)	(Un-audited)
Note	(Rupees in '000)	
	-	-
	3	2
	54,202	-
5.1	54,074	1,360
	<u>108,279</u>	<u>1,361</u>

Notes to the Financial Statements

For the Year Ended December 31, 2024

5.1 These carry markup ranging from 10.40% to 17.00% (2023: 7.40% to 19.00%).

		December 31, 2024	December 31, 2023
		(Un-audited)	(Un-audited)
	Note	(Rupees in '000)	
6. TAKAFUL LIABILITIES			
Reported outstanding claims (including claims in payment)	6.1	15,751	1,445
Incurred but not reported claims	6.2	8,523	7,254
Investment component of unit linked and account value policies	6.3	34,127	-
Liabilities under group Takaful contracts (other than Investment linked)	6.4	69,085	75,527
		<u>127,485</u>	<u>84,226</u>
6.1 Reported outstanding claims			
Gross of Retakaful		33,554	15,602
Recoverable from Retakaful		(17,803)	(14,157)
Net reported outstanding claims		<u>15,751</u>	<u>1,445</u>
6.2 Incurred but not reported claims			
Gross of retakaful		10,553	9,952
Retakaful recoveries		(2,030)	(2,698)
Net of retakaful		<u>8,523</u>	<u>7,254</u>
6.3 Investment component of unit linked and account value policies			
Investment component of unit linked policies		34,127	-
6.4 Liabilities under Group Takaful Contracts (other than Investment linked)			
Gross of retakaful		70,400	82,687
Retakaful recoveries		(1,315)	(7,161)
Net of retakaful		<u>69,085</u>	<u>75,527</u>
7. NET TAKFUL CONTRIBUTION REVENUE			
Gross Contribution			
Regular Contribution Individual Policies			
First year		153,429	117,802
Second year renewal		1	-
Group policies without cash value		582	33,687
Total Gross Contributions		<u>154,012</u>	<u>151,488</u>
Less: Retakaful Contributions Ceded			
On group policies		14,191	21,626
		<u>14,191</u>	<u>21,626</u>
		<u>139,821</u>	<u>129,862</u>

Notes to the Financial Statements

For the Year Ended December 31, 2024

	December 31, 2024	December 31, 2023
	(Un-audited)	(Un-audited)
8. NET TAKAFUL BENEFITS		
Gross Claims		
Claims under individual policies		
by death	6,110	-
by insured other than death	16,563	9,651
by surrender	262	-
Total gross individual policy claims	22,935	9,651
Claims under group policies		
by death	31,023	27,148
by insured other than death	7,831	2,109
Total gross group policy claims	38,855	29,257
Total gross claims	61,790	38,908
Less:- Retakaful recoveries		
On Group life claims	21,637	15,591
	40,153	23,317

9. TRANSACTIONS WITH RELATED PARTIES

The related parties comprise of holding Company, associated companies, staff retirement fund, Directors and key management personnel. The transactions with related parties are in normal course of business. Transactions with related parties and remuneration and benefits to key management personnel under the terms of their employment are as follows:

Relationship	Transactions	December 31, 2024	December 31, 2023
		(Un-audited)	(Un-audited)
		(Rupees in '000)	
Associated undertaking	Contribution written	-	2,061
Associated undertaking	Claims incurred	-	120
	Balances		
Associated undertaking	Takaful / retakaful receivables	-	1,416
Associated undertaking	Takaful liabilities	1,050	7,667

9.1 Charges for administrative services is based on the actual cost incurred by the service provider whereas all other transactions with related parties are on arms length basis comparable with market quote.

Notes to the Financial Statements

For the Year Ended December 31, 2024

10. SEGMENT INFORMATION

10.1 Revenue account by statutory fund

Income

Contribution net of retakaful

Net investment income

Total net income

Claims and expenditure

Claims net of re-takaful recoveries

Management expenses less recoveries

Total claims and expenditure

Deficit of income over claims and expenditure

Add: Policyholders' liabilities at beginning of the period

Less: Policyholders' liabilities at end of the period

Deficit

Movement in policyholders' liabilities

Transfers from shareholders' fund

- Capital contributions from shareholders' fund

- Cede Money - Waqf

Balance of statutory fund at beginning of the period

Balance of statutory fund at end of the period

December 31, 2024

	Family takaful Business	Individual life unit linked takaful	Accident and health takaful business	Total
(Rupees in 000's)				
Contribution net of retakaful	44,710	49,613	45,497	94,324
Net investment income	212	2,229	342	2,440
Total net income	44,922	51,842	45,839	96,764
Claims net of re-takaful recoveries	22,573	262	12,825	22,835
Management expenses less recoveries	15,501	29,634	31,085	45,135
Total claims and expenditure	38,074	29,896	43,910	67,970
Deficit of income over claims and expenditure	6,848	21,946	1,929	28,794
Add: Policyholders' liabilities at beginning of the period	49,810	-	39,232	49,810
Less: Policyholders' liabilities at end of the period	52,049	37,856	28,092	89,905
Deficit	4,609	(15,909)	13,070	(11,300)
Movement in policyholders' liabilities	2,239	37,856	(11,141)	40,095
Transfers from shareholders' fund				
- Capital contributions from shareholders' fund	-	16,000	-	16,000
- Cede Money - Waqf	-	-	-	-
Balance of statutory fund at beginning of the period	92,078	-	80,384	92,078
Balance of statutory fund at end of the period	98,926	37,946	82,313	136,873

December 31, 2023

Income

Contribution net of retakaful

Net investment income

Total net income

Claims and expenditure

Claims net of re-takaful recoveries

Management expenses less recoveries

Total claims and expenditure

Deficit of income over claims and expenditure

Add: Policyholders' liabilities at beginning of the period

Less: Policyholders' liabilities at end of the period

Deficit

Movement in policyholders' liabilities

Transfers from shareholders' fund

- Capital contributions from shareholders' fund

- Cede Money - Waqf

Balance of statutory fund at beginning of the period

Balance of statutory fund at end of the period

Family
takaful
Business

Accident and
health takaful
business

Total

(Rupees in 000's)

	Family takaful Business	Accident and health takaful business	Total
(Rupees in 000's)			
Contribution net of retakaful	59,460	70,403	129,862
Net investment income	388	251	639
Total net income	59,847	70,654	130,501
Claims net of re-takaful recoveries	13,436	9,881	23,317
Management expenses less recoveries	4,065	11,439	15,504
Total claims and expenditure	17,501	21,321	38,821
Deficit of income over claims and expenditure	42,347	49,333	91,680
Add: Policyholders' liabilities at beginning of the period	14,131	(5,801)	8,330
Less: Policyholders' liabilities at end of the period	49,810	39,232	89,042
Deficit	6,668	4,299	10,967
Movement in policyholders' liabilities	35,679	45,034	80,713
Transfers from shareholders' fund			
- Capital contributions from shareholders' fund	-	-	-
- Cede Money - Waqf	-	-	-
Balance of statutory fund at beginning of the period	49,732	31,050	80,782
Balance of statutory fund at end of the period	92,078	80,384	172,462

Notes to the Financial Statements

For the Year Ended December 31, 2024

10.2 Revenue account by Sub statutory fund

10.2.1 Participants' Takaful Fund (PTF)

	TAKFUL STATUTORY FUND			Aggregate	
	Group Family Takaful	Individual life unit linked takaful	Accident & Health Takaful	December 31, 2024 (unaudited)	December 31, 2023 (unaudited)
	(Rupees in '000)				
Income					
Contribution net of retakaful	44,710	49,613	45,497	139,821	51,214
Net investment income	186	2,229	322	2,738	512
Other income	-	-	-	-	0
Total net income	44,897	51,842	45,819	142,558	51,727
Less: Claims and expenditure					
Claims net of re-takaful recoveries	22,573	262	12,825	35,660	15,132
Takaful Operator's fee (wakalah)	8,842	2,125	18,613	29,581	36,552
Mudarib fee	-	-	-	-	-
Other expenses	11,243	11,599	19,248	42,090	112
Total claims and expenditure	42,658	13,986	50,687	107,331	51,795
Excess income over claims and expenditure	2,239	37,856	(4,867)	35,228	(69)
Technical reserves at beginning of the period	49,810	-	26,718	76,528	(2,138)
Technical reserves at end of the period	21,347	34,131	19,356	74,835	7,662
Surplus / (Deficit) retained in PTF	30,701	3,724	2,495	36,920	(9,869)
	(2,239)	(37,856)	4,867	(35,228)	69
Surplus / (Deficit)	-	-	-	-	-
Movement in technical reserves	2,239	37,856	(4,867)	35,228	(69)
Balance of PTF at beginning of the period	52,118	-	46,948	99,066	20,400
Balance of PTF at end of the period	54,357	37,856	42,081	134,293	20,331

10.2.2 Operators' Sub Fund (OSF)

	TAKFUL STATUTORY FUND			Aggregate	
	Group Family Takaful	Individual life unit linked takaful	Accident & Health Takaful	December 31, 2024 (unaudited)	December 31, 2023 (unaudited)
	(Rupees in '000)				
Income					
Takaful Operators' Fee	8,842	2,125	18,613	29,581	36,552
Mudarib Fee	-	-	-	-	-
Investment Income	25	-	20	45	32
Total net income	8,867	2,125	18,633	29,626	36,584
Less: Expenditure					
Acquisition cost	1,969	15,747	9,545	27,261	3,293
Administration cost	2,289	2,288	2,291	6,868	5,041
Total Management cost	4,258	18,035	11,837	34,130	8,334
Excess of income over expenditure	4,609	(15,909)	6,797	(4,504)	28,250
Technical reserves at beginning of the period	-	-	12,515	12,515	4,150
Technical reserves at end of the period	-	-	6,241	6,241	10,537
	-	-	6,274	6,274	14,687
Surplus / (Deficit)	4,609	(15,909)	13,070	1,770	21,864
Movement in technical reserves	-	-	(6,274)	(6,274)	6,386
Contribution received from Shareholder's Fund	-	16,000	-	16,000	-
Balance of operator's fund at beginning of the period	44,460	-	64,036	108,495	44,299
Balance of operator's fund at end of the period	49,069	91	70,832	119,991	72,550

Notes to the Financial Statements

For the Year Ended December 31, 2024

11. GENERAL

Figures have been rounded off to the nearest thousands.

12. DATE OF AUTHORISATION FOR ISSUE

These condensed interim financial statements were authorized for issue by the Board of Directors of the Company on March 17, 2025.



CHIEF FINANCIAL OFFICER



DIRECTOR



DIRECTOR



CHIEF EXECUTIVE OFFICER



CHAIRMAN

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting ("**AGM**") of TPL Life Insurance Limited ("**Company**") will be held on April 30, 2025, at 11:00 AM at PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi, to transact the following business:

ORDINARY BUSINESS:

1. To approve the minutes of the Extra Ordinary General Meeting held on December 27, 2023.

"RESOLVED THAT the minutes of Extraordinary General Meeting of TPL Life Insurance Limited held on December 27, 2023 at 10:00 AM be and are hereby approved."

2. To receive, consider and adopt the Annual Audited Financial Statements of the Company together with the Directors', Auditors' and Chairman's Review Report thereon for the year ended December 31, 2024.

"RESOLVED THAT the Annual Audited Financial Statements of TPL Life Insurance Limited together with the Chairman's Review Report, Directors' and Auditors' Report thereon for the year ended December 31, 2024 be and are hereby approved."

3. To appoint Auditors for the year ending December 31, 2025, and fix their remuneration. M/s. BDO Ebrahim & Co., Chartered Accountants have retired. The Board of Directors, on the recommendation of the Audit Committee, proposes the appointment of M/s. Grant Thornton Anjum Rahman, Chartered Accountants, as the auditors of the Company for the year ending December 31, 2025.

"RESOLVED THAT M/s. Grant Thornton Anjum Rahman, Chartered Accountants be and are hereby appointed as Auditors of M/s. TPL Life Insurance Limited on the basis of consent received from them, at a fee mutually agreed for the period ending December 31, 2025."

ANY OTHER BUSINESS:

4. To transact any other business with the permission of the Chairman.

By Order of the Board

Shayan Mufti
Company Secretary

Karachi, April 09, 2025

Notes:

1. Registration to attend Annual General Meeting through Electronic Means:
 - a. In the light of relevant guidelines issued by the Securities and Exchange Commission of Pakistan (SECP) from time to time, including vide letter No. SMD/SE/2/(20)/2021/117 date December 15, 2021, members are encouraged to participate in the Annual General Meeting ("**AGM**") through electronic facility organized by the Company.
 - b. To attend the AGM through electronic means, the Members are requested to register themselves by providing the following information through email at company.secretary@tplholdings.com at least forty-eight (48) hours before the AGM.

Name of Shareholder	CNIC/NTN No.	Folio No/ CDC A/c No	Cell Number	Email Address

- c. Members will be registered, after necessary verification as per the above requirement, and will be provided a video-link by the Company via email.
- d. The login facility will remain open from 10:45 AM till the end of AGM.

2. Closure of Share Transfer Books:

The Share Transfer Book of the Company will remain closed from April 24, 2025 to April 30, 2025 (both days inclusive). Share Transfers received at Corplink (Pvt.) Limited, Wings Arcade, 1 - K, Commercial Model Town, Lahore 54000, Pakistan, Pakistan by the close of business hours (5:00 PM) on April 23, 2025, will be treated as being in time for the purpose of above entitlement to the transferees.

3. Participation in the AGM:

All members, whose names appear in the register of members of the Company as on April 23, 2025, are entitled to attend (in person or by video link facility or through Proxy) the AGM and vote there at. A proxy duly appointed shall have such rights as respect to the speaking and voting at the AGM as are available to a member. Duly filled and signed Proxy Form must be received at the Registrar of the Company, Corplink (Pvt.) Limited, Wings Arcade, 1 - K, Commercial Model Town, Lahore 54000, Pakistan, not less than 48 hours before the AGM.

4. For Attending the AGM:

- i. In case of individual, the Account holder and/or Sub-account holder whose registration details are uploaded as per the CDC regulations, shall authenticate his/her identity by providing copy of his/her valid CNIC or passport along with other particulars (Name, Folio/CDS Account Number, Cell Phone Number) via email to aforementioned ID and in case of proxy must enclose copy of his/her CNIC or passport.
- ii. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be provided via email to aforementioned ID.

5. Change of Address:

Members are requested to immediately notify the change, if any, in their registered address to the Share Registrar, Corplink (Pvt.) Limited, Wings Arcade, 1 - K, Commercial Model Town, Lahore 54000, Pakistan.

6. Conversion of Physical Shares into the Book Entry Form:

The SECP through its letter No. CSD/ED/Misc/2016- 639-640 dated March 26, 2021 has advised listed companies to adhere to provisions of Section 72 of the Companies Act, 2017 by replacing physical shares issued by them into book entry form.

The shareholders of the Company having physical folios / share certificates are requested to convert their shares from physical form into book-entry form as soon as possible. The shareholders may contact their Broker, CDC Participant or CDC Investor Account Service Provider for assistance in opening a CDS Account and subsequent conversion of the physical shares into book-entry form. It would facilitate the shareholders in many ways including safe custody of shares, avoidance of formalities required for the issuance of duplicate shares, etc. For further information and assistance, the shareholders may contact our Share Registrar, Corplink (Private) Limited.

7. Video Conferencing Facility

The Company shall provide video conference facility to its members for attending the AGM at places other than the town in which the AGM is taking place, provided that if members, collectively holding 10% (ten percent) or more shareholding residing at a geographical location, provide their consent to participate in the meeting through video conference at least 7 days prior to date of the AGM, the Company shall arrange video conference facility in that city, subject to availability of such facility in that city.

In this regard, please fill the enclosed form and submit the same to the registered address of the Company 7 days before holding of the AGM. The Company will, if such facility is available, intimate members regarding venue of video conference facility at least 5 days before the date of AGM along with complete information necessary to enable them to access such facility.

8. Intimation of No Gift Distribution

Members are hereby informed that no gifts will be distributed at the meeting.

9. Electronic Transmission of Annual Report 2024:

In pursuance of section 223(6) of the Companies Act, 2017 and S.R.O. 389 (I)/2023 dated March 21, 2023 of the Securities and Exchange Commission of Pakistan ("the SECP"), the Company has electronically transmitted the Annual Report 2024 through email to shareholders whose email addresses are available with the Company's Share Registrar, M/s. Corplink (Private) Limited. However, in cases, where email addresses are not available with the Company's Share Registrar, printed copies of the notices of AGM along with the QR enabled code/weblink to download the Annual Report 2024 (containing the financial statements), have been dispatched.

Notwithstanding the above, the Company will provide hard copies of the Annual Report 2024, to any Member on their request, at their registered address, free of cost, within one (1) week of receiving such request. Further, Members are requested to kindly provide their valid email address (along with a copy of valid CNIC) to the Company's Share Registrar, M/s. Corplink (Private) Limited if the Member holds shares in physical form or, to the Member's respective Participant/Investor Account Services, if shares are held in book entry form.

Video Conferencing Facility Request Form

For Annual General Meeting of TPL Life Insurance Limited

I/We _____ S/o / D/o / W/o _____ resident of (full address)
_____ being a member(s) of TPL Life Insurance Limited ("the Company"), holding
_____ ordinary shares, hereby opt for video conference facility at _____ to attend the Annual General
Meeting of the Company to be held on **Wednesday, April 30, 2025** and/or adjournment thereof.

Folio No. / CDC Account No.

Signature on Revenue Stamp of
Appropriate Value.

The signature should agree with the
specimen registered with the Company

Form of Proxy

Annual General Meeting of TPL Life Insurance Limited

I/We _____ S/o / D/o / W/o _____ resident of (full address)

_____ being a member(s) of **TPL Life Insurance Limited** ("the Company"), holding

_____ ordinary shares, hereby appoint _____ S/o / D/o / W/o _____

resident of (full address) _____ or failing him / her _____

S/o / D/o / W/o _____ resident of (full address) _____ as my / our

proxy in my / our absence to attend and vote for me / us on my / our behalf at Annual General Meeting of the Company to be held

on **Wednesday, April 30, 2025** and/or adjournment thereof.

As witness my / our hand (s) seal this on the _____ day of _____ 2025.

Signed by the said:

Folio No. / CDC Account No.

Signature on Revenue Stamp of
Appropriate Value.

The signature should agree with the
specimen registered with the Company

In presence of:

1. Signature: _____
Name: _____
Address: _____
CNIC or Passport No: _____

2. Signature: _____
Name: _____
Address: _____
CNIC or Passport No: _____

Important Instructions:

1. The Proxy form, duly completed and signed, must be received at the Registrar's Office of the Company not less than forty-eight (48) hours before the time of holding the meeting.
2. If a member appoints more than one proxy and more than one instrument of proxy are deposited by a member with the Company, all such instruments of proxy shall be rendered invalid.
3. In case of a proxy for an individual CDC shareholder, attested copies of CNIC or the passport, account and participant's ID number of the beneficial owner and along with the proxy is required to be furnished with the proxy form.
4. In case of a corporate entity, the Board of Directors' resolution / power of attorney with the specimen signature shall be submitted (unless it has been provided earlier) along with the proxy form of the Company.

پراکسی فارم

سالانہ اجلاس عام ٹی پی ایل لائف انشورنس لمیٹڈ

میں / ہم _____ ولد / بنت / زوجہ _____ ساکن (مکمل پتہ) _____

بجائیت رکن / ارکان ٹی پی ایل لائف انشورنس لمیٹڈ کے _____

_____ عمومی شیئرز کے حامل ہیں، بذریعہ ہذا محترم / محترمہ _____ ولد / بنت / زوجہ _____

_____ ساکن (مکمل پتہ) _____ یا ان کی غیر موجودگی میں محترم / محترمہ _____

_____ ولد / بنت / زوجہ _____ ساکن (مکمل پتہ) _____ کو میرا / ہمارا _____

پراکسی مقرر کرتے ہیں جنہیں کمپنی کے سالانہ اجلاس عام مورخہ 30 اپریل 2025 بروز بدھ، میں میری / ہماری جانب سے بجائیت مختار (پراکسی) حاضر ہونے، بولنے اور ووٹ دینے کا اختیار ہوگا اور اجلاس

ملتی ہونے کی صورت میں بھی یہی میرے مختار (پراکسی) ہوں گے۔

آج بروز _____ مورخہ _____ 2025 کو بطور گواہ دستخط کئے۔

فولیو نمبر CDC / کاؤنٹ نمبر _____

مناسب مالیت کے ریوبینو اسٹیٹمپ پر دستخط
دستخط کمپنی کے پاس جمع کرائے گئے

دستخط کے نمونہ سے ملنا ضروری ہے۔

گواہ:

_____ 2- دستخط _____

_____ نام: _____

_____ پتہ: _____

_____ کمپیوٹرائزڈ قومی شناختی کارڈ یا پاسپورٹ نمبر _____

_____ 1- دستخط _____

_____ نام: _____

_____ پتہ: _____

_____ کمپیوٹرائزڈ قومی شناختی کارڈ یا پاسپورٹ نمبر _____

نوٹ:

1- اس فارم کو مکمل اور دستخط کرنے کے بعد اجلاس شروع ہونے سے کم از کم 48 گھنٹے قبل کمپنی کے شیئرز رجسٹر کے آفس کے پتے پر ارسال کر دیں۔

2- اگر کوئی ممبر ایک سے زیادہ پراکسی اور ایک ممبر ایک سے زیادہ پراکسی فارم کمپنی میں جمع کراتا ہے تو ایسے تمام پراکسی فارم باطل ہو جائیں گے۔

3- اگر پراکسی ایک انفرادی CDC شیئرز ہولڈر ہے تو CNIC یا پاسپورٹ کی مصدقہ نقل، انتفاعی مالک اور پراکسی کا کاؤنٹ اور شریک کار ID نمبر پراکسی فارم کے ساتھ پیش کئے جائیں گے۔

4- کارپوریٹ اثاثی کی صورت میں بورڈ آف ڈائریکٹرز کی قرارداد / مختیار نامہ مع نمونہ دستخط پراکسی فارم کے ساتھ کمپنی کو پیش کئے جائیں گے (اگر پہلے فراہم نہ کئے گئے ہوں)۔

کارپوریٹ گورننس کے ضابطہ کے تحت درکار معلومات
31 دسمبر 2024 کو شیئر ہولڈرز کی اقسام

کینگری	شیئر ہولڈرز کی تعداد	حصص کی تعداد	فیصد ہولڈنگ
شریک کمپنیاں، انڈر ٹیکنگز اور متعلقہ پارٹیاں			
TPL کارپوریشن لمیٹڈ	1	211,496,000	94.2076%
TPL ہولڈنگ (پرائیویٹ) لمیٹڈ	1	2,500,060	1.1136%
ڈائریکٹرز، چیف ایگزیکٹو اور ان کے شریک حیات			
جناب فرخ شوکت انصاری	1	500	0.0002%
جناب محمد علی جمیل	1	500	0.0002%
جناب جمیل یوسف احمد	1	500	0.0002%
کل	3	1,500	0.0007%

نمونہ حصص داری
برطانیہ 31 دسمبر 2024ء

ملکیتی حصص کی تعداد	شیر ہولڈنگ	شیر ہولڈرز کی تعداد
578,388	شیر ہولڈنگ از 1 تا 5000 حصص	1140
94,530,161	شیر ہولڈنگ از 5001 تا 5,000,000 حصص	32
129,391,451	شیر ہولڈنگ از 5,000,001 تا 132,500,000 حصص	1
224,500,000	کل	1173

فیصد	ملکیتی حصص	شیر ہولڈرز کی اقسام
0.0007%	1,500	ڈائریکٹرز، چیف ایگزیکٹو آفیسر، اور ان کے شریک حیات اور نابالغ بچے
95.3212%	213,996,060	شریک کمپنیاں، انڈر ٹیکنگ اور متعلقہ پارٹنیاں
0.1174%	263,487	ICP اور NIT
0.0003%	649	بینک ترقیاتی مالی ادارے، نان بینکنگ مالیاتی ادارے
0.00%	NIL	انسورنس کمپنیاں
0.00%	NIL	مضاربہ اور میوچل فنڈز
4.5605%	10,238,304	دیگر
100.00%	224,500,000	کل
94,2076%	211,496,000	10% سے زیادہ ہولڈنگ کے حامل شیر ہولڈرز TPL کارپوریشن لمیٹڈ

صوبہ حصص داری

صوبہ حصص داری کا بیان رپورٹ ہذا کے ساتھ منسلک ہے۔

ہولڈنگ کمپنی

کمپنی TPL کارپوریشن لمیٹڈ کا ذیلی ادارہ ہے، جو کمپنی کے 97.61 فیصد حصص رکھتی ہے۔

کمپنی اور اقتصادی نقطہ نظر

پاکستان کی معیشت میں مسلسل بہتری ریکارڈ کی گئی جس میں گزشتہ سالوں کی گراؤٹ کے بعد جی ڈی پی میں 2.5 فیصد اضافہ ہوا۔ اس مثبت رفتار میں افراط زر پر قابو پانے اور مالیاتی اور بیرونی کھاتوں کے استحکام کی بدولت اضافہ ہوا ہے۔ 2025 کی ششماہی میں افراط زر کی شرح گزشتہ سال کی 28.8 فیصد سے کم ہو کر 7.2 فیصد رہ گئی۔ زرعی شعبے کے تحت 6.2 فیصد کی شرح نمو کے ساتھ منظم شرح مبادلہ کے ذریعے مزید مدد فراہم کی گئی جب کہ جولائی تا دسمبر 2025 میں کرنٹ اکاؤنٹ بیلنس نے 1.2 بلین ڈالر کا سرپلس درج کیا۔

افراط زر میں کمی کے بعد اسٹیٹ بینک آف پاکستان (ایس بی پی) نے پالیسی ریٹ کو 22 فیصد سے کم کر کے 12 فیصد کر دیا۔ 2024ء کے دوران زر مبادلہ کے ذخائر میں نمایاں بہتری دیکھنے میں آئی اور زر مبادلہ کے ذخائر 14 بلین ڈالر تک پہنچ گئے۔

انسورنس سیکٹر کو اہم مشکلات کا سامنا ہے، خاص طور پر صوبائی سیکرٹریٹس جو لائف اور ہیلتھ انشورنس کے کاروبار اور ایجنٹ کمیشن کو متاثر کرتے ہیں۔ ایک ایسے ملک میں جہاں بیمہ کی رسائی کم ہوتی ہے، حکومتی حمایت شعبہ جاتی ترقی کے لیے اہم بن جاتی ہے۔ ٹی بی ایل لائف، دیگر کمپنیوں کے ساتھ، قانونی طور پر ان ٹیکسوں کو چیلنج کرتی ہے، جو موجودہ مسائل کو حل کرنے میں حکومتی تعاون کے اہم کردار کی نشاندہی کرتی ہے۔

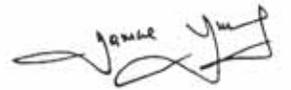
پروڈکٹ کے ارتقاء، کسٹمر سینٹرک سروسز، اور اختراعی insurtech پلیٹ فارمز پر انتظامیہ کی توجہ ٹی بی ایل لائف کو لائف انشورنس کے منظر نامہ میں ایک اہم کھلاڑی کے طور پر ابھرنے کی پوزیشن میں رکھتی ہے۔ ٹی بی ایل کارپوریشن، ہولڈنگ کمپنی کے تعاون سے، انتظامیہ کی لگن ابھرتی ہوئی لینڈ سکیپ میں مزید کامیابی کی منزل لیں طے کرتی ہے۔

بیلنس شیٹ کی تاریخ کے بعد کوئی تبدیلی نہیں ہوئی یا وعدے نہیں کئے گئے ہیں جو کمپنی کی مالی حالت کو مادی طور پر متاثر کر سکتے ہیں۔

اظہار تشکر

ہم سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان، پالیسی ہولڈرز، کاروباری شراکت داروں اور شیئر ہولڈرز کے غیر متزلزل اعتماد پر تہ دل سے شکر گزار ہیں۔ ہم اعلیٰ درجہ کی خدمات کے ذریعے ان کی سرمایہ کاری کی قدر کو زیادہ سے زیادہ کرنے کے لئے کوشاں ہیں۔ اپنی مینجمنٹ ٹیم کو ان کے عزم اور سخت محنت کے لئے خصوصی طور پر سراہتے ہیں، اور ہم اپنے ری انشورنس اور ٹیکرز کی اموال حمایت کا بھی اعتراف کرتے ہیں۔

منجانب بورڈ آف ڈائریکٹرز



چیئرمین

کراچی، 17 مارچ 2025ء

سال کے دوران بورڈ میں جو اتفاقی آسامی خالی ہوئی اسے ڈائریکٹرز نے حسب ذیل کے مطابق پُر کیا گیا:

نمبر شمار	مستعفی ہوئے	بتاریخ	تقرری	بتاریخ
1-	ساجد فاروقی	30 جولائی 2024	سید نادر شاہ	30 جولائی 2024
2-	سید نادر شاہ	28 اگست 2024	عبدالکریم سلطان علی	28 اگست 2024
3-	محمد امین الدین	11 اکتوبر 2024	محمد ساجد فاروقی	11 اکتوبر 2024
4-	محمد ساجد فاروقی	26 ستمبر 2024	سید علی حسن زیدی	26 ستمبر 2024

بورڈ آؤٹ کمیٹی

کارپوریٹ گورننس کی تعمیل میں اور موثر انتظام کو یقینی بنانے کے لئے بورڈ نے بورڈ آؤٹ کمیٹی قائم کی ہے اور مندرجہ ذیل ڈائریکٹرز پر مشتمل ہے:

محترمہ منیرہ قاسم	چیئرمین	آزاد ڈائریکٹر
جناب فرخ شوکت انصاری	رکن	آزاد ڈائریکٹر
جناب عبدالکریم سلطان علی	رکن	آزاد ڈائریکٹر
جناب ہاشم صادق	سیکرٹری	سربراہ انٹرنل آؤٹ

بورڈ آؤٹ کمیٹی نے بورڈ آف ڈائریکٹرز کو پیش کرنے سے پہلے سہ ماہی، ششماہی اور سالانہ مالی حسابات کا جائزہ لیا۔ بورڈ آؤٹ کمیٹی نے مختلف امور پر بیرونی آڈیٹرز کے ساتھ تفصیل سے تبادلہ خیال کیا۔

انہوں نے کارپوریٹ گورننس کے ضابطے کے تحت داخلی آؤٹ رپورٹس اور ان کے نتائج کا جائزہ بھی لیا ہے۔

بورڈ آؤٹ کمیٹی کو رپورٹ کرنے والی داخلی آؤٹ فنکشن رپورٹنگ میں مالی اور داخلی رپورٹنگ کے عمل، اندرونی کنٹرول کے نظام، خطرات کے نظم و نسق اور اندرونی آؤٹ کے عمل کا جائزہ لیا جاتا ہے۔

بورڈ کی تفصیلات کا طریقہ کار

کمیٹی کے بورڈ آف ڈائریکٹرز نے کوڈ آف کارپوریٹ گورننس ریگولیشنز کے مطابق بورڈ کی کارکردگی اور اس کی کمیٹیوں کی سالانہ تفصیلات کے لئے ایک منظور شدہ طریقہ کار نافذ کیا ہے۔ یہ جائزے بورڈ اور اس کی کمیٹیوں کے ذریعہ سختی سے سالانہ بنیادوں پر سرانجام دیے جاتے ہیں۔

بورڈ اور نظم و نسق کمیٹیاں

کارپوریٹ گورننس کے ضابطے، اخلاق کی تعمیل میں، کمیٹی کے ہاں تمام مطلوبہ بورڈ اور منجمنٹ کمیٹیاں ہیں جو فعال ہیں اور ضوابط کی پابندی کے لئے وقتاً فوقتاً اپنی میٹنگز کا انعقاد کرتی ہیں۔

داخلی آؤٹ فنکشن

ٹی پی ایل لائف نے ایک داخلی آؤٹ ڈیپارٹمنٹ قائم کیا ہے، جس کے دائرہ کار اور اختیار کو باضابطہ طور پر منظور شدہ داخلی آؤٹ چارٹر میں واضح طور پر بیان کیا گیا ہے۔ خطرہ پر مبنی نقطہ نظر کا استعمال کرتے ہوئے، محکمہ داخلی آؤٹ کرتا ہے تاکہ داخلی کنٹرول کی تاثیر اور کفایت کا اندازہ لگایا جاسکے، پالیسیوں اور طریقہ کار کے مستقل اطلاق کو یقینی بنایا جاسکے، اور قوانین اور ضوابط کی تعمیل کی تصدیق کی جاسکے۔ آؤٹ کے نتائج کی بنیاد پر، عمل کے مالکان کنٹرول میکانزم کو مضبوط کرنے کے لیے اپنے حلقوں میں اصلاحی اقدامات کو نافذ کرتے ہیں۔ معروضیت اور آزادی کو برقرار رکھنے کے لیے، داخلی آؤٹ ڈیپارٹمنٹ بورڈ آؤٹ کمیٹی (BAC) کو اور انتظامی طور پر چیف ڈائریکٹر اور چیف ایگزیکٹو آفیسر کو رپورٹ کرتا ہے۔

خطرہ اور موقع

کمیٹی کے پاس ایک مضبوط رسک منجمنٹ سسٹم موجود ہے۔ بورڈ آف ڈائریکٹرز، رسک منجمنٹ اینڈ کمپلائنس کمیٹی کے ذریعے خطرات کی گہری نگرانی کرتا ہے اور بغیر کسی رکاوٹ کے کاروباری آپریٹرز کو یقینی بنانے کے لیے مکمل تفصیلات کرتا ہے۔ خطرات کی نشاندہی، تفصیلات اور کارروائی کے لیے کمیٹی کو پیش کیا جاتا ہے۔

آڈیٹرز

بورڈ آف ڈائریکٹرز آڈٹ کمیٹی کی تجویز کے مطابق سال 2025 کے لیے میسرز گرانٹ تھورنٹن انچارجمن چارٹرڈ اکاؤنٹنٹس کو کمیٹی کے آڈیٹرز کے طور پر مقرر کرنے کی سفارش کرتے ہیں۔

ریٹائرمنٹ کے فوائد

31 دسمبر 2024 کو پراویڈنٹ فنڈ کا بیلنس 23.7 ملین روپے کے مقابلے 39.5 ملین روپے ہے۔

کارپوریٹ گورننس کے ضابطہ اخلاق کی تعمیل

بورڈ آف کارپوریٹ گورننس کے ضابطہ اخلاق کے تقاضوں کی باقاعدہ تعمیل کی گئی ہے۔ ڈائریکٹرز اس بات کی بخوشی تصدیق کرتے ہیں کہ:

- 1 کمیٹی کی طرف سے تیار کئے گئے مالی حسابات کمیٹی کے امور، آپریشنز کے نتائج، نقدی بہاؤ اور ایکویٹی میں تبدیلیوں کو منصفانہ طور پر ظاہر کرتے ہیں۔
- 2 کمیٹی کے کھاتہ جات بالکل صحیح طور سے بنائے گئے ہیں۔
- 3 مالی حسابات کی تیاری میں مناسب اکاؤنٹنگ پالیسیوں کو تسلسل کے ساتھ لاگو کیا گیا ہے۔ تبدیلیاں جہاں کی گئیں، ان کا انکشاف کیا گیا اور اکاؤنٹنگ کے تخمینہ جات مناسب اور دانشمندانہ فیصلوں پر مبنی ہیں۔
- 4 مالی حسابات کی تیاری میں پاکستان میں لاگو بین الاقوامی اکاؤنٹنگ معیارات، کی پیروی کی گئی ہے، اور کسی بھی انحراف کا موزوں انکشاف اور وضاحت کی گئی ہے۔
- 5 کمیٹی نے اندرونی کنٹرول کا استحکام نظام لاگو کیا ہے جس کی موثر طریقے سے نگرانی کی جاتی ہے۔
- 6 کمیٹی کے فنڈ امینٹلز مضبوط ہیں اور کمیٹی کے چلنے رہنے کی صلاحیت پر کوئی قابل ذکر شکوک و شبہات نہیں ہیں۔
- 7 کمیٹی کارپوریٹ گورننس کے بہترین عوامل کی پیروی کرتی ہے اور ان سے کوئی مادی انحراف نہیں ہے۔
- 8 کوئی مکیسر اور ڈیویڈنڈ ہٹایا نہیں ہیں، سوائے جن کا مالی حسابات میں انکشاف کیا گیا ہے۔

بورڈ آف ڈائریکٹرز

موجودہ بورڈ آف ڈائریکٹرز مندرجہ ذیل سات ڈائریکٹرز اور ایک چیف ایگزیکٹو پر مشتمل ہے۔

جناب جمیل یوسف، چیئرمین
محترمہ منیرہ قاسم
سید علی حسن زیدی
جناب سعد ثار (سی ای او)
جناب محمد علی جمیل
جناب فرخ شوکت انصاری
جناب عبدالکریم سلطان علی

سال 2024 کے دوران، بورڈ آف ڈائریکٹرز کے پانچ اجلاس منعقد ہوئے اور حاضری حسب ذیل کے مطابق تھی۔ ڈائریکٹرز جو بورڈ کے اجلاسوں میں شرکت نہیں کر سکتے تھے، بورڈ کی طرف سے غیر حاضری کی چھٹی دی گئی۔

نمبر شمار	نام ڈائریکٹرز	ایگزیکٹو/نان ایگزیکٹو	تعداد حاضری
1	جناب جمیل یوسف احمد	نان ایگزیکٹو	5
2	جناب محمد علی جمیل	نان ایگزیکٹو	5
3	محترمہ منیرہ قاسم	آزاد	4
4	جناب فرخ شوکت انصاری	نان ایگزیکٹو	5
5	جناب عبدالکریم سلطان علی	آزاد	2
6	سید علی حسن زیدی	نان ایگزیکٹو	1
7	جناب سعد ثار	چیف ایگزیکٹو آفیسر	5
8	جناب محمد امین الدین	نان ایگزیکٹو	2

کمپنی کی کارکردگی کو واضح کرنے والی اہم مالی جھلکیاں ذیل میں پیش کی گئی ہیں۔

2023	2024	
رقم "000" میں		
436,418	391,828	مجموعی پریمیم
308,585	294,937	خالص پریمیم
(70,087)	(61,432)	خالص کلیمز
(77,776)	(82,285)	پالیسی کے حصول کی لاگت
(380,617)	(426,164)	انتظامی اخراجات
(13,784)	(10,725)	مالیاتی چارجز
-	(95,310)	سٹاک کے اخراجات
70,671	73,218	سرمایہ کاری کی آمدنی
(241,904)	(339,625)	ٹیکس سے پہلے نقصان
(78,896)	(31,865)	پالیسی ہولڈر کے واجبات میں تحریک
(1.24)	(1.54)	EPS (روپوں میں)

سال کے دوران، ٹی پی ایل ایل کے کلیمز کا تناسب گزشتہ سال کے 23% سے 21% تک بہتر ہوا جس کی بنیادی وجہ پچھلے سالوں کے کلیمز کی دفعات پر نظر ثانی ہے۔ حصول لاگت پچھلے سال کے 25% سے معمولی سا بڑھ کر 28% ہو گئی۔ یہ یونٹ سے منسلک پالیسیوں کے اثرات کی وجہ سے زیادہ ہوئی ہے جہاں کمیشن کی شرح زیادہ ہے۔ 75 ملین روپے کے بڑے قرضوں کی فراہمی کی وجہ سے انتظامی اخراجات زیادہ ہوئے۔

کمپنی نے حکمت عملی کے ساتھ Munich Re and Gen Re کے ساتھ ری انشورنس کا انتظام قائم کیا ہے، دونوں کے پاس اسٹینڈرڈ اینڈ پور کے تحت پالٹریپ "AA-"، "AA" اور "AA+" کی متاثر کن ریٹنگز ہیں۔ انتظامیہ کو یقین ہے کہ یہ ری انشورنس سپورٹ نہ صرف خطرے کو متنوع بناتی ہے بلکہ ایک مضبوط بنیاد فراہم کر کے کمپنی کی انڈر رائٹنگ کی صلاحیت کو بھی بڑھاتی ہے۔

بورڈ کو یہ بتاتے ہوئے خوشی ہو رہی ہے کہ PACRA نے کمپنی کی IFS (بیر کنڈ گان کی مالیاتی طاقت) کی درجہ بندی A (سٹبل اے) پر برقرار رکھی ہے۔

کاروباری اخلاقیات کا ضابطہ اخلاق

ٹی پی ایل انٹرف نے باضابطہ طور پر ضابطہ اخلاق، کارپوریٹ حکمت عملی، وژن، مشن اور بنیادی اقدار کو اپنایا ہے، جس کی بورڈ نے منظوری دے دی ہے۔ یہ اصول کمپنی کے تمام اراکین کے لیے ضروری گائیڈ لائنز کے طور پر کام کرتے ہیں، جو اس کی سمت اور ثقافت کی تشکیل میں ان کی اہمیت کو اجاگر کرتے ہیں۔

کارپوریٹ سماجی ذمہ داری

ہم اپنے تمام اسٹیک ہولڈرز، اپنے ملازمین ان کے خاندانوں اور مقامی کمیونٹیز کے ساتھ کارپوریٹ سماجی ذمہ داری (CSR) کو یقینی بنانے کے لیے پُر عزم ہیں۔ ٹی پی ایل ایل کا یقین ہے کہ معاشرے اور ماحولیات کے تئیں ذمہ دارانہ رویہ کاروبار کو زیادہ پائیدار، صارفین پر توجہ مرکوز اور ملازمین کے لیے پُرکشش بنا سکتا ہے۔

ڈائریکٹرز کا معاوضہ

اجلاسوں میں شرکت کے لیے آزاد ڈائریکٹرز کے لیے فیس کی منظوری دی جاتی ہے اور ان ایگزیکٹو ڈائریکٹرز کو کوئی معاوضہ ادا نہیں کیا جاتا ہے۔

ڈائریکٹرز رپورٹ

کمپنی کی بورڈ آف ڈائریکٹرز 31 دسمبر 2024 کو ختم ہونے والے سال کے لئے نظر ثانی شدہ مالیاتی گوشوارے پیش کرتے ہیں۔

اقتصادی جائزہ

سال کے اختتام پر 392 ملین روپے کا مجموعی پربیم حاصل ہوا جو گزشتہ سال کے اختتام پر 436 ملین روپے تھا۔ یہ کمی بنیادی طور پر گروپ لائف کے تحت ہمارے پربیم پورٹ فولیو کو کم کرنے کی ہماری کاروباری حکمت عملی کی وجہ سے ہوئی ہے تاکہ نئے خطرات کو ختم کیا جاسکے۔ گروپ لائف بزنس 2024 گزشتہ سال کے 147 ملین روپے کے مقابلے میں کم ہو کر 67 ملین روپے رہ گیا جبکہ گروپ فیملی تکافل نے گزشتہ سال کے 81 ملین روپے کے برعکس 59 ملین روپے کا بزنس حاصل کیا۔ ٹی پی ایل کی توجہ بنیادی طور پر ریٹیل پورٹ فولیو کو بڑھانے پر مرکوز ہے اور اس اسٹریٹجک شفٹ کے مطابق کمپنی نے ایکسیڈنٹ ہیلتھ بزنس کے تحت 167 ملین روپے حاصل کیے جو گزشتہ سال کے 133 ملین روپے تھے جبکہ تکافل کے تحت انفرادی لائف اس سال تحریری 50 ملین روپے رہے ہیں۔

ٹی پی ایل نے سال کے دوران 340 ملین روپے کا بعد از ٹیکس خسارہ درج کیا جو گزشتہ اسی عرصہ میں 245 ملین روپے تھا۔ اس کی بنیادی وجہ 95 ملین روپے ریورس انضمام کی بروقت لاگت اور 75 ملین روپے نئے قرضوں کی فراہمی ہے۔ ٹی پی ایل کو مورچہ 10 جون 2024 کے حکم نامہ کے تحت سندھ ہائی کورٹ کی طرف سے منظور کردہ انتظامات کی ایکٹیم کے مطابق مورچہ 29 نومبر 2023 کو پاکستان اسٹاک ایکسچینج میں درج کر لیا گیا جس کے تحت ٹی پی ایل کے تمام اثاثے، حقوق کے واجبات اور ذمہ داریاں اب ایک دوسرے کے ساتھ ضم ہو چکی ہیں، جو ادارہ السلام ٹیکسٹائل ملز لمیٹڈ (ڈی ایس ایم ایل) کو منتقل اور تفویض کی گئی ہیں۔

ڈی ایس ایم ایل کا نام اب ٹی پی ایل میں تبدیل کر دیا گیا ہے۔ 19 مارچ 2008 کو منسوخ شدہ کمپنیز آرڈیننس 1984ء (ایب کمپنیز ایکٹ، 2017ء) کے تحت پبلک لمیٹڈ کمپنی کے طور پر قائم کیا گیا اور انشورنس آرڈیننس 2000ء کے تحت سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (ایس ای سی پی) کی جانب سے لائف انشورنس کمپنی کے طور پر رجسٹرڈ ہے۔ کمپنی نے 2 مارچ 2009 کو انشورنس کاروبار کی لائف اور متعلقہ لائسنس کو جاری رکھنے کا لائسنس حاصل کیا۔ کمپنی کا رجسٹرڈ دفتر 20 ویں منزل، اسکاٹی ٹاور ایسٹ ونگ، ڈولین سٹی، ایچ سی 3، بلاک 4، عبدالستار ایڈجی ایویو، کلفٹن، کراچی میں واقع ہے۔ کمپنی ٹی پی ایل کارپوریشن لمیٹڈ، ہولڈنگ کمپنی کا ماتحت ادارہ ہے۔ ٹی پی ایل کارپوریشن لمیٹڈ کمپنی کی 94.21 فیصد کی ملکیت رکھتی ہے۔

31 دسمبر، 2024ء تک ٹی پی ایل کارپوریشن لمیٹڈ، بیزنٹ کمپنی، نے سالانہ کی ضروریات کو پورا کرنے کے لئے 290 ملین روپے ماتحت قرض کے طور پر شامل کئے، جس سے کاروبار کے لئے اس کی غیر متوازن حمایت کا اظہار ہوتا ہے۔ یہ کمپنی کے رائٹ حصص کے اجراء سے پہلے عبوری مدت میں فرق کو ختم کرنے کے لئے ہے۔

انتظامیہ اور بورڈ آف ڈائریکٹرز نے کمپنی کی پائیداری پر اعتماد کا اظہار کرتے ہوئے ٹی پی ایل کارپوریشن کی مسلسل حمایت اور متوقع لسٹنگ کو اس کی جاری کامیابی میں کلیدی کردار ادا کیا۔ سال کے دوران، کمپنی نے درج ذیل کے مطابق مجموعی پربیم درج کیا:

مجموعی پربیم/شرکت			
تغییر %	2023	2024	
	روپے "000" میں		
-25%	5,119	3,840	انفرادی لائف کی اکانٹی سٹلک
-55%	146,706	66,743	گروپ لائف بزنس
26%	133,104	167,234	ایکسیڈنٹ اینڈ ہیلتھ بزنس
-27%	81,086	58,901	گروپ فیملی تکافل
0%	-	49,613	انفرادی لائف یونٹ سے سٹلک - تکافل
-35%	70,403	45,497	ایکسیڈنٹ اینڈ ہیلتھ بزنس - تکافل
-10%	436,418	391,828	کل

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