

CERTIFICATE OF COMPLIANCE



Annexure-IV

Ref:

Date :

**Certificate of Compliance to the Shareholders
of
DELTA LIFE INSURANCE COMPANY LIMITED
On the Conditions of Corporate Governance Guidelines**

We have reviewed the statement of compliance of conditions of Corporate Governance Guidelines prepared by the management of Delta Life Insurance Company Limited to comply with the Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 7th August 2012 of Bangladesh Securities and Exchange Commission (BSEC) and subsequent amendments made thereon.

The responsibility for compliance with the conditions of Corporate Governance Guideline is that of the Board of Directors of the Company. Our responsibility is to review, to the extent where such compliance can be objectively verified, whether the statement of compliance reflects the status of the Company's compliance with the provisions of the conditions of Corporate Governance Guidelines and report if it does not.

Based on our review, we certify that 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 best practices contained in the Conditions of Corporate governance as applicable to the Company for the year ended 31st December, 2017.

A handwritten signature in black ink, appearing to read 'SR' with a flourish.

**Md. Selim Reza FCA FCS LLB
Partner
ARTISAN
Chartered Accountants**

Dhaka, 17th May, 2018