



The Pakistan Credit Rating Agency Limited

Rating Report

TPL Life Insurance Company Limited

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Rating History

Dissemination Date	Long Term Rating	Short Term Rating	Outlook	Action	Rating Watch
27-Dec-2018	A-	-	Stable	Maintain	-
26-Jun-2018	A-	-	Stable	Maintain	-
13-Dec-2017	A-	-	Stable	Maintain	-
30-May-2017	A-	-	Stable	Maintain	YES
18-Apr-2016	A-	-	Rating Watch- Developing	RW-Developing	-

Rating Rationale and Key Rating Drivers

The rating incorporates the refined business strategy implemented by the new sponsor. The strategy encompasses innovation in its products and increased penetration in lower income segments. The strength of the new sponsor is evident from fresh injections raising the paid up capital to

PKR 800mln. An IPO is also in the pipeline. The management of the company keeps targeting niche segments of businesses. TPL Life is expanding its business volume, wherein which size matters as it provides economies of scale, while further boosting the company's capacity to write new business. The management has high growth targets, though it would take time to reach the zenith.

The rating is dependent on the company's ability to execute its existing business plan in an efficient manner; herein, growth in top-line and underwriting profits are mandatory. Stagnant liquidity levels are pivotal for rating.

Disclosure

Name of Rated Entity	TPL Life Insurance Company Limited
Type of Relationship	Solicited
Purpose of the Rating	IFS Rating
Applicable Criteria	Methodology Life Insurance(Jun-18)
Related Research	Sector Study Life Insurance(Jun-18)
Rating Analysts	Rohail Amjad rohail.amjad@pacra.com +92-42-35869504

Profile

Legal Structure TPL Life Insurance is an unlisted company with a private limited status.

Background TPL Life Insurance Limited was incorporated in 2008 and obtained license to carry on life and related line of business in 2009. The head office is in Karachi having regional offices in Lahore and Islamabad.

Operations Currently, the company offers group products for corporate clients (group clients) and retail products for individuals and families according to their requirements. The company uses direct sales force for its group sales and third party distribution channels, Bancassurance in particular, for retail sales.

Ownership

Ownership Structure TPL Corp (formerly TPL Trakker Limited) acquired the 100% stake of the company in Jul-16 at a price of PKR 5.9/share, aggregating to PKR 295 mln.

Stability TPL Life Insurance is 86% subsidiary of TPL Corp since Jul-17 and there has been no change in ownership since then. The remaining 14% is held by two individuals named Waqar Ahmed Malik and Asif Raza Sohail. Mr. Malik holds about 6.5% of the shares whereas Mr. Sohail owns the remaining 7.5% shares.

Business Acumen TPL Life Insurance is 86% subsidiary of TPL Corp. Mr. Ali Jameel is the CEO of TPL Corp Ltd. and the director of TRG Pakistan Ltd. Mr. Jameel has served as the CEO of Jahangir Siddiqui Investment Bank. He has also held several advisory posts in Board of Investment, Economic Advisory Council, Pakistan's information technology and telecommunication sectors, including appointments on the Task Force on Telecom Deregulation, the Fiscal Incentive Group on the IT Commission and the Task Force on Venture Capital

Financial Strength TPL Corp – close to three and a half billion rupee corporate conglomerate in turnover terms – has expanded its footings in diversified business avenues with sizable portfolio of strategic investments. TPL Corp has investments in insurance, real estate, security services, and is eyeing expansion in energy and financial services sectors.

Governance

Board Structure The Company's BoD consists of 7 members of Sponsoring group and one minority representative. The board has five committees i) Underwriting and Reinsurance Committee ii) Claims Committee iii) Investment Committee iv) Audit Committee & v) Risk Management Committee

Members' Profile The chairman Mr. Jameel Yusuf Ahmed is a veteran businessman and is the Chairman of TPL Holdings (Pvt) Limited, and has exposure in diversified sectors. There was one replacement on the board. Mr. Saad Nissar has been replaced by Mr. Amin ud Din. Mr. Amun un Din has also replaced Mr. Nissar as the CEO of TPL Insurance.

Board Effectiveness The presence of strong strategic partners on board, TPL Corp, enhances the governance framework of the company. The incumbent partner has brought requisite challenge and fresh vision for the company.

Financial Transparency The company's auditor EY Ford Rhodes Chartered Accountants, issued an unqualified audit report for CY17 and an unqualified review report for the half year ended 6MCY18.

Management

Organizational Structure The organizational structure is well defined with clear reporting lines. There are primarily ten departments headed by competent individuals namely, i) Head of Human Resource & Admin, ii) Head of Marketing, communication and CSR, iii) Head of Business solutions and innovation, iv) Head of Underwriting & Policyholder, v) Head of Distribution Operations and Services, iv) Head of Sales Agency Priority Channels, vii) Chief Information Officer, viii) Head of Corporate Business, ix) Head of Finance, and x) Head of Actuarial & Investments. All these heads report directly to the CEO. The company, also, has a management committee comprising all departmental heads.

Management Team Mr. Faisal Abbasi, CEO of the company, is a seasoned professional having experience of over 19 years in Life Insurance and banking sector. Earlier he was associated with Jubilee Life insurance and was part of core management role as Group Head Customers Experience, Marketing, and Products.

Effectiveness The MIS sent to new sponsor directors is detailed and sent every month. Moreover, new sponsor directors have more frequent interaction with the management during initial years after acquisition

Claim Management System Claims are classified into four categories: 1) Emergency claims, 2) claims for treatment from panel hospital, 3) Out Patient Department (OPD) claims and 4) claims for reimbursement for treatment from the non-panel hospital. In case of emergency claims, panel hospital provides treatment without the approval of TPL life

Investment Management Function TPL Life has a formal investment policy document approved by BoD and reviewed annually. Investment committee chaired by CEO has the authority for implementation and monitoring and propose changes in investment strategy and policy.

Risk Management Framework TPL Life has developed a detailed manual for risk profiling, mainly based on manuals obtained from its reinsurers. However, the corporation has to put in more effort to fully implement all the ingredient of the manual in its systems and controls.

Business Risk

Industry Dynamics Life insurance sector has seen stupendous growth in recent years (CAGR 4 years: 16%). Major growth is led by the public sector, which grew by 19%; while growth in private sector was 12%. With the advent of takaful window, another avenue has emerged which may benefit the sector in future.

Relative Position TPL Life Insurance is small sized life insurer with the market share of less than 1%.

Persistency Persistency ratio of the company stood at a dismal 9.3% at end Sep-18 (end Sep-17: 10.8%) which is way low than the market average.

Revenue The company posted a GPW of PKR 272mln at end Sep -18 as against PKR 212mln in Sep-17. The revenue from individual segment comprised 8% of the total revenue whereas the remaining 92% was achieved from group business.

Profitability The underwriting loss rose to massive PKR 122mln as against PKR 27mln YoY at end Sep-18. Loss increased on account of rising management expenses lieu of the new hiring and their administrative cost.

Investment Performance The return on investment stood at PKR 10mln rising from PKR 6mln (YoY) at end Sep-18. The rise is on account of rising interest rates as the company has major portion (64%) invested in in TDRs. The company had pulled out its investment in equity stocks.

Sustainability Going forward, the company envisages to capture market from untapped avenues like Banca and takaful supported along with the investment income.

Financial Risk

Claim Efficiency The claims outstanding days increased to 336 days at end Sep-18 as against 173 days at end Sep-17 on account of increased number of claims being filed.

Re-Insurance TPL has reinsurance arrangement for both individual life and group life – on the Surplus basis – with Hannover Ruck SE (rated 'AA-' by S&P, and 'A+' by A.M. Best). The treaty provides cover of PKR 67mln.

Liquidity The company's liquid asset reduced to 1.4x at end Sep-18 as against 19.4x at end Sep-17. The decline was on account of increased outstanding claims

Capital Adequacy The paid up capital of the company is PKR 800mln which is well above the MCR for the Life Insurers. However, equity at end Sep-18 stood at PKR 253mln.



LIFE INSURANCE
Financials [Summary]

TPL Life Insurance Company

BALANCE SHEET	30-Sep-18	31-Dec-17	30-Sep-17
Investments			
Liquid Investments	425	371	363
Investment in Associates	-	-	-
Other Investments	-	-	-
	425	371	363
Insurance Related Assets	51	87	154
Other Assets	76	74	75
TOTAL ASSETS	552	532	592
Equity	253	233	262
Statutory Fund		164	174
Insurance Related Liabilities	191	74	39
Other Liabilities	108	59	117
TOTAL EQUITY & LIABILITIES	552	532	592
INCOME STATEMENT	30-Sep-18	31-Dec-17	30-Sep-17
Net Premium			
Gross Premium	272	270	212
Reinsurance Expense	(36)	(16)	(11)
Net Premium	236	253	202
Net Claims	(167)	(68)	(24)
Expenses	(191)	(277)	(205)
Investment Income	10	7	6
Excess of Income over Expenditure (EoI)	(112)	(84)	(21)
Miscellaneous (Expense)/ Income	7	1	-
Reserve for Policyholders' Liabilities	(6)	(99)	(105)
SURPLUS BEFORE APPROPRIATIONS	(111)	(182)	(126)
RATIO ANALYSIS	30-Sep-18	31-Dec-17	30-Sep-17
Underwriting Results			
Gross Premium Written (GPW) Growth Rate	28%	132%	142%
Premium Mix (Individual GPW/ Total GPW)	8%	11%	10%
Persistency Ratio (Individuals Funds)	9%	2%	11%
Loss Ratio (Net Claims as %age of net premium)	71%	27%	10%
Operating Ratio	154%	107%	164%
Performance			
Return on Equity - Shareholder	-44%	13%	-48%
Liquidity			
Claims outstanding days	336	292	173



INSURER FINANCIAL STRENGTH (IFS) RATING RATING SCALE & DEFINITIONS

Insurer Financial Strength (IFS) rating reflects forward-looking opinion on relative ability of the insurance company to meet policyholders and contractual obligations.

RATING SCALE	DEFINITION
AAA	Exceptionally Strong. Exceptionally strong capacity to meet policyholder and contract obligations. Risk factors are minimal and the impact of any adverse business and economic factors is expected to be extremely small.
AA+ AA AA-	Very Strong. Very strong capacity to meet policyholder and contract obligations. Risk factors are modest, and the impact of any adverse business and economic factors is expected to be very small
A+ A A-	Strong. Strong capacity to meet policyholder and contract obligations. Risk factors are moderate, and the impact of any adverse business and economic factors is expected to be small.
BBB+ BBB BBB-	Good. Good capacity to meet policyholder and contract obligations. Although risk factors are somewhat high, and the impact of any adverse business and economic factors is expected to be manageable.
BB+ BB BB-	Moderately Weak. Moderately weak with an uncertain capacity to meet policyholder and contract obligations. Though positive factors are present, overall risk factors are high, and the impact of any adverse business and economic factors is expected to be significant.
B+ B B-	Weak. Weak capacity to meet policyholder and contract obligations. Risk factors are very high, and the impact of any adverse business and economic factors is expected to be very significant.
CCC CC C	Very Weak. Very weak with a very poor capacity to meet policyholder and contract obligations. 'CCC': Risk factors are extremely high, and the impact of any adverse business and economic factors is expected to be insurmountable. 'CC': Some form of insolvency or liquidity impairment appears probable. 'C': Insolvency or liquidity impairment appears imminent.
D	Distressed Extremely weak capacity with limited liquid assets to meet policyholders and contractual obligations, or subjected to some form of regulatory intervention and declared insolvent by the regulator.

Outlook (Stable, Positive, Negative, Developing)
Indicates the potential and direction of a rating over the intermediate term in response to trends in economic and/or fundamental business/financial conditions. It is not necessarily a precursor to a rating change. 'Stable' outlook means a rating is not likely to change. 'Positive' means it may be raised. 'Negative' means it may be lowered. Where the trends have conflicting elements, the outlook may be described as 'Developing'.

Rating Watch
Alerts to the possibility of a rating change subsequent to, or in anticipation of, a) some material identifiable event and/or b) deviation from expected trend. But it does not mean that a rating change is inevitable. A watch should be resolved within foreseeable future, but may continue if underlying circumstances are not settled. Rating Watch may accompany Outlook of the respective opinion.

Suspension
It is not possible to update an opinion due to lack of requisite information. Opinion should be resumed in foreseeable future, but may stay in abeyance for long. However, if this does not happen within six (6) months, the rating should be considered withdrawn.

Withdrawn
A rating is withdrawn on a) termination of rating mandate, b) cessation of underlying entity, or c) the rating remains suspended for six months.

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Rating Team Statements

(1) Rating is just an opinion about the creditworthiness of the entity and does not constitute recommendation to buy, hold or sell any security of the entity rated or to buy, hold or sell the security rated, as the case may be | Chapter III; 14-3-(x)

2) Conflict of Interest

- i. The Rating Team or any of their family members have no interest in this rating | Chapter III; 12-2-(j)
- ii. PACRA, the analysts involved in the rating process and members of its rating committee, and their family members, do not have any conflict of interest relating to the rating done by them | Chapter III; 12-2-(e) & (k)
- iii. The analyst is not a substantial shareholder of the customer being rated by PACRA [Annexure F; d-(ii)] Explanation: for the purpose of above clause, the term "family members" shall include only those family members who are dependent on the analyst and members of the rating committee

Restrictions

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- (4) PACRA does not disclose or discuss with outside parties or make improper use of the non-public information which has come to its knowledge during business relationship with the customer | Chapter III; 10-7-(d)
- (5) PACRA does not make proposals or recommendations regarding the activities of rated entities that could impact a credit rating of entity subject to rating | Chapter III; 10-7-(k)

Conduct of Business

- (6) PACRA fulfills its obligations in a fair, efficient, transparent and ethical manner and renders high standards of services in performing its functions and obligations; | Chapter III; 11-A-(a)
- (7) PACRA uses due care in preparation of this Rating Report. Our information has been obtained from sources we consider to be reliable but its accuracy or completeness is not guaranteed. PACRA does not, in every instance, independently verifies or validates information received in the rating process or in preparing this Rating Report.
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- (9) PACRA ensures before commencement of the rating process that an analyst or employee has not had a recent employment or other significant business or personal relationship with the rated entity that may cause or may be perceived as causing a conflict of interest; | Chapter III; 11-A-(r)
- (10) PACRA maintains principal of integrity in seeking rating business | Chapter III; 11-A-(u)
- (11) PACRA promptly investigates, in the event of a misconduct or a breach of the policies, procedures and controls, and takes appropriate steps to rectify any weaknesses to prevent any recurrence along with suitable punitive action against the responsible employee(s) | Chapter III; 11-B-(m)

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- (12) PACRA receives compensation from the entity being rated or any third party for the rating services it offers. The receipt of this compensation has no influence on PACRA's opinions or other analytical processes. In all instances, PACRA is committed to preserving the objectivity, integrity and independence of its ratings. Our relationship is governed by two distinct mandates i) rating mandate - signed with the entity being rated or issuer of the debt instrument, and fee mandate - signed with the payer, which can be different from the entity
- (13) PACRA does not provide consultancy/advisory services or other services to any of its customers or to any of its customers' associated companies and associated undertakings that is being rated or has been rated by it during the preceding three years unless it has adequate mechanism in place ensuring that provision of such services does not lead to a conflict of interest situation with its rating activities; | Chapter III; 12-2-(d)
- (14) PACRA discloses that no shareholder directly or indirectly holding 10% or more of the share capital of PACRA also holds directly or indirectly 10% or more of the share capital of the entity which is subject to rating or the entity which issued the instrument subject to rating by PACRA; | Reference Chapter III; 12-2-(f)
- (15) PACRA ensures that the rating assigned to an entity or instrument is not be affected by the existence of a business relationship between PACRA and the entity or any other party, or the non-existence of such a relationship | Chapter III; 12-2-(i)
- (16) PACRA ensures that the analysts or any of their family members shall not buy or sell or engage in any transaction in any security which falls in the analyst's area of primary analytical responsibility. This clause shall, however, not be applicable on investment in securities through collective investment schemes. | Chapter III; 12-2-(l)
- (17) PACRA has established policies and procedure governing investments and trading in securities by its employees and for monitoring the same to prevent insider trading, market manipulation or any other market abuse | Chapter III; 11-B-(g)

Monitoring and review

- (18) PACRA monitors all the outstanding ratings continuously and any potential change therein due to any event associated with the issuer, the security arrangement, the industry etc., is disseminated to the market, immediately and in effective manner, after appropriate consultation with the entity/issuer; | Chapter III | 18-(a)
- (19) PACRA reviews all the outstanding ratings on semi-annual basis or as and when required by any creditor or upon the occurrence of such an event which requires to do so; | Chapter III | 18-(b)
- (20) PACRA initiates immediate review of the outstanding rating upon becoming aware of any information that may reasonably be expected to result in downgrading of the rating; | Chapter III | 18-(c)
- (21) PACRA engages with the issuer and the debt securities trustee, to remain updated on all information pertaining to the rating of the entity/instrument; | Chapter III | 18-(d)

Probability of Default

(22) PACRA's Rating Scale reflects the expectation of credit risk. The highest rating has the lowest relative likelihood of default (i.e, probability). PACRA's transition studies capture the historical performance behavior of a specific rating notch. Transition behavior of the assigned rating can be obtained from PACRA's Transition Study available at our website. (www.pacra.com). However, actual transition of rating may not follow the pattern observed in the past | Chapter III | 14-(F-VII)

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