

Soneri Bank

SBL/Secy/PSX/22/310

21 December 2022

✓ **The General Manager**

Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road,
Karachi.

Through PUCARS & hand delivery

Subject: 15th and Final Redemption (TFC-II) and Semi-annual Credit Rating Report

Dear Sir,

Reference is made to our earlier disclosure of Material Information bearing No. SBL/Secy/PSX/22/276 dated 02 November 2022, we would like to inform you that as permitted under Clause 3.13 of the Trust Deed dated 11 March 2015 executed between Soneri Bank Limited (as "the Issuer" "the Bank") and Pak Brunei Investment Company Limited (as the Trustee) and Condition 27 of the Terms and Conditions for the TFC Issue, the Bank by exercising the call option has made 15th and final redemption in full for the entire principal outstanding amount of PKR 2,991,600,000/- (Pak Rupees Two Billion Nine Hundred Ninety One Million Six Hundred Thousand Only) along with accrued profit thereon, subject to deduction of Zakat and tax at source as per applicable laws, on Tuesday, 20th December 2022 by crediting Investors' provided bank accounts.

We are also enclosing herewith attested copy of the Semi-annual Credit Rating Report issued by the Pakistan Credit Rating Agency Limited in compliance of special condition No.3 imposed by the Securities & Exchange Commission of Pakistan levied vide their letter No. SMD/Co.57(1)/04/2015 dated 12.06.2015.

Please note that upon full and final payment of 15th and final redemption under call option as stated above, our TFC-II would now cease to exist. This is for your information and record, please.

Thanking you.

Yours truly,

Muhammad Altaf Butt
Company Secretary

Encl: a.a.

Copy to:

Head of Licensing & Capital Issues Department

Securities Market Division

Securities & Exchange Commission of Pakistan

Islamabad - This communique is being sent in compliance to the letter No. SMD/Co.57(1)/04/2015 dated 12.06.2015, for your information and record, please.



The Pakistan Credit Rating Agency Limited

Rating Report

Soneri Bank Limited | TFC II | Jul-15

Report Contents

1. Rating Analysis
2. Financial Information
3. Rating Scale
4. Regulatory and Supplementary Disclosure

Rating History

Dissemination Date	Long Term Rating	Short Term Rating	Outlook	Action	Rating Watch
09-Dec-2022	A+	-	Stable	Maintain	-
25-Jun-2022	A+	-	Stable	Maintain	-
15-Dec-2021	A+	-	Stable	Maintain	-
25-Jun-2021	A+	-	Stable	Maintain	-
18-Dec-2020	A+	-	Stable	Maintain	-
25-Jun-2020	A+	-	Stable	Maintain	-
19-Dec-2019	A+	-	Stable	Maintain	-
19-Jun-2019	A+	-	Stable	Maintain	-
20-Dec-2018	A+	-	Stable	Maintain	-
14-Jun-2018	A+	-	Stable	Maintain	-
15-Dec-2017	A+	-	Stable	Maintain	-
16-Jun-2017	A+	-	Stable	Maintain	Yes
16-Dec-2016	A+	-	Stable	Maintain	-
17-Jun-2016	A+	-	Stable	Maintain	-
17-Dec-2015	A+	-	Stable	Maintain	-
17-Jun-2015	A+	-	Stable	Maintain	-
08-May-2015	A+	-	Stable	Initial	-
29-Jan-2015	A+	-	-	Preliminary	-

Rating Rationale and Key Rating Drivers

The ratings reflect Soneri Bank's ("SNBL" or the "Bank") improved business profile as reflected by system share of 1.9% in terms of deposits as of Jun'22. SNBL's customer deposits observed growth of 32.4% as of Jun'22, where CASA recorded further improvement (Jun'22: 69.5%). Net income witnessed a decrease of 70% during 1HCY22 as compared to same period in previous year attributable to higher markup expense. Improvement in net mark-up income, non-markup income and continued enhancement in non-fund-based exposure are important for future years. Advance book recorded marginal uptick whereas, infection ratio declined to 4.5% as on Jun'22 (Jun'21: 5.7%). The Investment book has expanded significantly by 3.6% YoY, dominated by investments in PIBs. The bank's strategy is to strengthen the existing good relationships and digital platforms by offering various unique solutions to its clients. The bank issued current TFC to support Tier-II capital in 2015 and a PKR 4bln Tier-I capital TFC in 2018. New issue of PKR 4bln Tier-II TFC is under process and the previous Tier-II TFC, being completely phased out of supplementary capital as per BASEL III regulations, will be tentatively called back in Dec'22. Going forward, the macro-economic environment is beset with myriad challenges due to heightened interest rate, tightening of demand, rupee depreciation and higher inflation. This has repercussions for all segments of the economy including the banking industry. The Bank's total Capital Adequacy Ratio (CAR) stood at 14.14% as of Sep'22, while the issue of new tier-II instrument would strengthen the CAR further.

The growth trajectory of the bank especially nurturing of the deposit & advances base and enriching the granularity would be considered positive.

Disclosure

Name of Rated Entity	Soneri Bank Limited TFC II Jul-15	
Type of Relationship	Solicited	
Purpose of the Rating	Debt Instrument Rating	
Applicable Criteria	Methodology Financial Institution Rating(Jun-22), Methodology Debt Instrument Rating(Jun-22), Methodology Rating Modifiers(Jun-22)	
Related Research	Sector Study Commercial Bank(Jun-22)	
Rating Analysts	Muhammad Azmat Shaheen azmat.shaheen@pacra.com +92-42-35869504	



The Pakistan Credit Rating Agency Limited

Issuer Profile

Profile Soneri Bank Limited (SNBL), incorporated as a public limited company, commenced operations as a Scheduled Commercial Bank in 1991. Soneri Bank's registered office is situated at 2nd Floor, 307-Upper Mall Scheme, Lahore; while its central office is located at 10th Floor, PNSC Building, M.T. Khan Road, Karachi. The Bank is engaged in provision of banking and financial services. At end-Jun'22, The Bank operates with 365 (CY21: 367) branches including 35 Islamic banking branches, 15 Islamic banking windows, and 1 sub branch in Pakistan.

Ownership The Feerasta Family - sponsors of the Rupali Group, own 65.04% stake of the Bank; mainly through three trusts and individuals of the sponsor family. Other shareholders mainly include NBP which through NIT holds 9.31% stake. The remaining stake 25.65% is widely spread among financial institutions, and general public. Ownership structure of the Bank is seen as stable as no ownership changes are expected in near future. Majority stake will rest with the Feerasta family. The Feerasta Family has been associated with some other businesses, since last few decades. Their business acumen is considered good. Given that Soneri is the flagship business of sponsors, willingness to support the Bank in case the need arises is considered high

Governance The overall control of the Bank vests with eight-member board of directors (BoD), including the CEO. Three of the board members are nominees of Feerasta family. There are two independent directors on board, namely Mr. Jamil Hassan Hamdani & Ms. Naveen Salim Merchant and one NIT nominee director, Mr. Manzoor Ahmed. The board members carry extensive professional experience in banking and other sectors. The BoD provides an overall guideline in managing risks associated with the Bank's operations and strategic direction. There are six board committees which assist the board in effective oversight of the Bank's overall operations on relevant matters. KPMG Taseer Hadi & Co., Chartered Accountants have expressed an unqualified opinion on the financial statement for the year ended 31st December 2021. SNBL has an Internal Audit function which reports to the Board Audit Committee in line with the Code of Corporate Governance.

Management Overall operations have been divided into thirteen functions and organized into Northern, Central and Southern regions for effective management and control. SNBL's management team comprises of experienced individuals. Mr. Muhtashim Ahmad Ashai joined the Bank as CEO in Apr-20. He is a seasoned Banker and carries over 28 years of banking experience. He is supported by Deputy CEO (formerly Executive Director) - Mr. Amin A. Feerasta - who has been associated with the Bank since 1999. SNBL has nine management committees in place; all headed by the CEO. These committees ensure the efficiency of Bank's overall operations. The Bank has deployed 'Temenos T24' as its Core Banking System in CY18. More recently, the Bank made substantial investments to add value to its risk management framework by purchasing software from AFS solutions as replacement of SAS solutions, also upgraded its data center and disaster recovery solutions.

Business Risk Banking sector weightage is approximately ~23% of the KSE 100 index. As on Jun'22, total bank deposits posted growth of 15.2% YoY whilst investments surged by 27% YoY to PKR 17.4trln (end-Jun'21: PKR 13.7trln). Gross Advances of the sector recorded growth (21%) to stand at PKR 10.9trln (end-Jun'21: PKR 9.0trln). Non-performing loans witnessed a decrease of 23.9% to PKR 75.7bln. Capital Adequacy Ratio stood at 15.9% (regulatory requirement of 11.5%). During CY21, banking sector deposits enhanced to PKR 22.8trln (grew by 15.2%). Hence, ADR rationalized to 47.7% (end-Jun'21: 45.4%). Net profitability of the sector recorded at PKR 126bln (FY21: PKR 123bln); up 2.4% YoY. However, growth of equity base of the sector recorded uptick of 3.4% YoY. SNBL, a small sized Bank, holds a customer deposit base of PKR 445.9bln at end-Jun'22 (CY21: PKR 403bln). The market share of deposits of the Bank enhanced to 1.9% (Jun'21: 1.7%). During 6MCY22, SNBL's NIMR witnessed marginal decrease of 8.8% YoY to stand at PKR 5.2bln (6MCY21: PKR 5.7bln), however Markup income witnessing an increase of 46.8% YoY to stand at PKR 27.3bln (6MCY21: PKR 18.6bln). Subsequently, Asset yield of the Bank increased to 10.5% (6MCY21: 8.4%). Hence, Bank's spread declined to 2.4% (6MCY21: 2.8%). During 1HCY22, non-mark-up income inched down by 7.2% to stand at PKR 1.9bln (1HCY21: PKR 2.0bln) mainly due to loss on sale of securities. Non-markup expenses inclined by 14.7% YoY to stand at PKR 5.7bln (6MCY21: PKR 5.0bln). Consequently, non-markup expenses to total income increased to 80.7% (1HCY21: 64.5%). Net profit decreased by 70.1% and stood at PKR 545mln only (1HCY21: PKR 1.8bln). The Profitability stream is hindered due to higher markup expenses during the period. The management's focus is to improve the Bank's sustained market share while remaining compliant to minimum capital requirements. Focus remains on building a stable deposit base, improving customer experience, and optimizing returns through growth strategies and by enforcing a strong cost discipline across the Bank. Focus of the Bank remained tilted toward digitalization of processes to deliver best services to consumer. CY21 and 1HCY22 has been a year of strategy refresh for the Bank as the management looked forward to build on core strengths.

Financial Risk At end-Jun'22, SNBL's net advances have increased by 22.1%. Bank's ADR was reported at 45.2% (end-Jun'21: 52.0%). Non-performing advances of the Bank recorded attrition to stand at PKR 9.4bln (Jun'21: 10.4bln). Subsequently, infection ratio decreased to 4.5% (end-Jun'21: 5.7%). As at end-Jun'22, SNBL has an investment book of PKR 297.9bln (Jun'21: PKR 287.5bln) with majorly skewed towards Government securities (99.1%). SNBL's exposure in T-bills decreased to 17.6% (end-Jun'21: 48.4%), while exposure in PIBs increased to 75.8% (end-Jun'21: 47.6%). This trend has been witnessed throughout the industry due to incline in interest rates during the year. As at end-Jun'22, deposits increased to PKR 445.9bln (end-Jun'21: PKR 336.8bln), up by 32.4%. CA and SA proportion stood at 29.0% (Jun'21: 31.5%) and 40.5% (Jun'21: 43.3%). At end-Jun'22, the Bank reported CAR of 12.4%, comprising of Tier-I capital (12.1%), remaining compliant with the minimum requirement by SBP. At end Sep'22, the CAR of Bank increased to 14.14%.

Instrument Rating Considerations

About The Instrument Soneri Bank Limited issued an unsecured, subordinated, rated, listed term finance certificate-II ("TFC" or the "Issue" or "Instruments") The issue amounts to PKR 3bln. The profit is being paid at the rate of 6MK+135bps semiannually in arrears on the outstanding principal amount. The amount raised through this Issue, subject to necessary corporate and regulatory approvals, contributed towards SNBL's Tier II Capital in accordance with SBP guidelines on capital adequacy. Furthermore, the amount raised is being utilized in SNBL's normal business operations as permitted under its Memorandum & Articles of Association. Profit payments are being made semiannually on arrears on the outstanding principal amount. Principal redemption is being done semiannually in such a way that 0.30% of the principal will be redeemed in the first 7.5 years of the tenor and the remaining principal of 99.70% at maturity at the end of the 8th year. Call option which is exercisable on and after five years of issue date, is expected to be exercised by end Dec'22.

Relative Seniority/Subordination Of Instrument The Issue will be unsecured and subordinated to payment of principal and profit to all other indebtedness of SNBL, including deposits. Neither profit nor principal may be paid (even at maturity) if such payment means that the Bank falls below or remains below its MCR. The instrument is subject to the loss absorbency and/or any other requirements under SBP's Basel III Capital Rules.

Credit Enhancement The instrument is unsecured.





PKR mln

Soneri Bank Limited
Listed Public Limited

Sep-22	Dec-21	Dec-20	Dec-19
9M	12M	12M	12M

A BALANCE SHEET

1 Total Finances - net	195,018	166,661	165,910	205,051
2 Investments	271,291	323,892	245,953	173,618
3 Other Earning Assets	23,676	22,113	8,957	1,383
4 Non-Earning Assets	72,260	64,455	61,888	59,200
5 Non-Performing Finances-net	2,741	2,366	2,637	3,288
Total Assets	564,986	579,489	485,345	442,541
6 Deposits	434,017	403,037	345,499	302,083
7 Borrowings	85,434	131,578	94,015	102,700
8 Other Liabilities (Non-Interest Bearing)	24,469	23,239	22,675	17,544
Total Liabilities	543,919	557,853	462,188	422,327
Equity	21,067	21,636	23,157	20,214

B INCOME STATEMENT

1 Mark Up Earned	45,007	37,133	42,228	38,790
2 Mark Up Expensed	(37,248)	(26,196)	(31,573)	(30,864)
3 Non Mark Up Income	4,067	4,290	3,807	2,861
Total Income	11,825	15,228	14,463	10,787
4 Non-Mark Up Expenses	(9,003)	(10,191)	(9,026)	(8,129)
5 Provisions/Write offs/Reversals	525	112	(1,402)	589
Pre-Tax Profit	3,348	5,149	4,035	3,247
6 Taxes	(2,053)	(2,295)	(1,634)	(1,341)
Profit After Tax	1,295	2,854	2,400	1,906

C RATIO ANALYSIS

1 Performance

Net Mark Up Income / Avg. Assets	1.8%	2.1%	2.3%	1.9%
Non-Mark Up Expenses / Total Income	76.1%	66.9%	62.4%	75.4%
ROE	8.1%	12.7%	11.1%	10.0%

2 Capital Adequacy

Equity / Total Assets (D+E+F)	3.7%	3.7%	4.8%	4.6%
Capital Adequacy Ratio	14.1%	13.8%	17.0%	15.8%

3 Funding & Liquidity

Liquid Assets / (Deposits + Borrowings Net of Repo)	55.1%	63.3%	61.8%	45.6%
(Advances + Net Non-Performing Advances) / Deposits	44.9%	41.1%	47.6%	67.8%
CA Deposits / Deposits	28.4%	27.2%	26.6%	24.5%
SA Deposits / Deposits	49.3%	42.6%	42.1%	38.8%

4 Credit Risk

Non-Performing Advances / Gross Advances	4.9%	5.9%	6.2%	5.1%
Non-Performing Finances-net / Equity	13.0%	10.9%	11.4%	16.3%

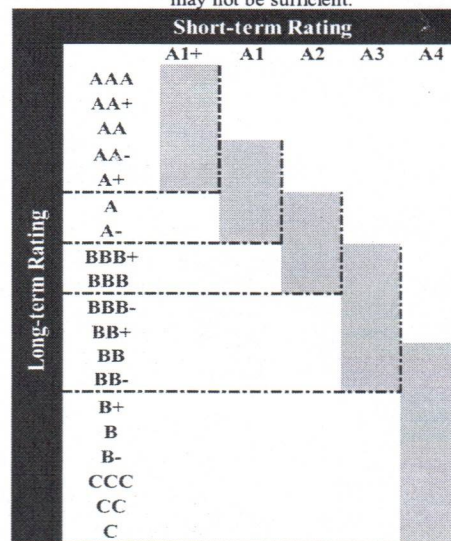


Credit Rating

Credit rating reflects forward-looking opinion on credit worthiness of underlying entity or instrument; more specifically it covers relative ability to honor financial obligations. The primary factor being captured on the rating scale is relative likelihood of default.

Scale	Long-term Rating Definition
AAA	Highest credit quality. Lowest expectation of credit risk. Indicate exceptionally strong capacity for timely payment of financial commitments
AA+	Very high credit quality. Very low expectation of credit risk. Indicate very strong capacity for timely payment of financial commitments. This capacity is not significantly vulnerable to foreseeable events.
AA	
AA-	
A+	High credit quality. Low expectation of credit risk. The capacity for timely payment of financial commitments is considered strong. This capacity may, nevertheless, be vulnerable to changes in circumstances or in economic conditions.
A	
A-	
BBB+	Good credit quality. Currently a low expectation of credit risk. The capacity for timely payment of financial commitments is considered adequate, but adverse changes in circumstances and in economic conditions are more likely to impair this capacity.
BBB	
BBB-	
BB+	Moderate risk. Possibility of credit risk developing. There is a possibility of credit risk developing, particularly as a result of adverse economic or business changes over time; however, business or financial alternatives may be available to allow financial commitments to be met.
BB	
BB-	
B+	High credit risk. A limited margin of safety remains against credit risk. Financial commitments are currently being met; however, capacity for continued payment is contingent upon a sustained, favorable business and economic environment.
B	
B-	
CCC	Very high credit risk. Substantial credit risk "CCC" Default is a real possibility. Capacity for meeting financial commitments is solely reliant upon sustained, favorable business or economic developments. "CC" Rating indicates that default of some kind appears probable. "C" Ratings signal imminent default.
CC	
C	
D	Obligations are currently in default.

Scale	Short-term Rating Definition
A1+	The highest capacity for timely repayment.
A1	A strong capacity for timely repayment.
A2	A satisfactory capacity for timely repayment. This may be susceptible to adverse changes in business, economic, or financial conditions.
A3	An adequate capacity for timely repayment. Such capacity is susceptible to adverse changes in business, economic, or financial conditions.
A4	The capacity for timely repayment is more susceptible to adverse changes in business, economic, or financial conditions. Liquidity may not be sufficient.



*The correlation shown is indicative and, in certain cases, may not hold.

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 some material identifiable event with indeterminable rating implications. 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 rating 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. 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) the debt instrument is redeemed, c) the rating remains suspended for six months, d) the entity/issuer defaults, or/and e) PACRA finds it impractical to surveil the opinion due to lack of requisite information.

Harmonization A change in rating due to revision in applicable methodology or underlying scale.



Surveillance. Surveillance on a publicly disseminated rating opinion is carried out on an ongoing basis till it is formally suspended or withdrawn. A comprehensive surveillance of rating opinion is carried out at least once every six months. However, a rating opinion may be reviewed in the intervening period if it is necessitated by any material happening.

Note. This scale is applicable to the following methodology(s):

a) Broker Entity Rating	e) Holding Company Rating
b) Corporate Rating	f) Independent Power Producer Rating
c) Debt Instrument Rating	g) Microfinance Institution Rating
d) Financial Institution Rating	h) Non-Banking Finance Companies Rating

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Regulatory and Supplementary Disclosure

Nature of Instrument	Size of Issue (PKR)	Tenor	Security	Quantum of Security	Nature of Assets	Trustee	Book Value of Assets (PKR mln)
Listed Tier-II TFC	3 Bn	8 years	Instrument will be unsecured and subordinated as to payment of principal and profit to all other indebtedness of the bank, including deposits and will not be redeemable before maturity without prior approval of SBP	N/A	N/A	Pak Brunei Investment Company Limited	N/A

Soneri Bank Limited | Tier-II TFC | July '15

Name of Issuer	Soneri Bank Limited
Issue size	PKR 3 Bn
Tenor	8 Years
Maturity	8 years from the date of issuance (unless Call Option is exercised)
Profit Rate	6 MK + 1.35%
Call Option	Exercisable in Jul-20
Principal Repayment	Semi-annually, in such a way that 0.30% of the principal will be redeemed in the first 90 months and remaining principal of 99.70% at maturity at the end of 96th month
Security	Instrument will be unsecured and subordinated as to payment of principal and profit to all other indebtedness of the bank, including deposits and will not be redeemable before maturity without prior approval of SBP

Soneri Bank Limited | TFC II | Redemption Schedule

Due Date Principle	Opening Principal	Principal Repayment	Due Date Markup/ Profit	Markup/Profit Rate	6M Kibor (Assumed at 15.52% remained)	Markup/Profit Payment	Installment Payable	Principal Outstanding	
	PKR in mln							PKR in mln	
Issuance								3,000.00	
6 months from issuance	3,000.00	0.60	6 months from issuance	6 Month Kibor +1.35%	Already paid			2,999.40	
12 months from issuance	2,999.40	0.60	12 months from issuance	6 Month Kibor +1.35%				2,998.80	
18 months from issuance	2,998.80	0.60	18 months from issuance	6 Month Kibor +1.35%				2,998.20	
24 months from issuance	2,998.20	0.60	24 months from issuance	6 Month Kibor +1.35%				2,997.60	
30 months from issuance	2,997.60	0.60	30 months from issuance	6 Month Kibor +1.35%				2,997.00	
36 months from issuance	2,997.00	0.60	36 months from issuance	6 Month Kibor +1.35%				2,996.40	
42 months from issuance	2,996.40	0.60	42 months from issuance	6 Month Kibor +1.35%				2,995.80	
48 months from issuance	2,995.80	0.60	48 months from issuance	6 Month Kibor +1.35%				2,995.20	
54 months from issuance	2,995.20	0.60	54 months from issuance	6 Month Kibor +1.35%				2,994.60	
60 months from issuance	2,994.60	0.60	60 months from issuance	6 Month Kibor +1.35%				2,994.00	
66 months from issuance	2,994.00	0.60	66 months from issuance	6 Month Kibor +1.35%				2,993.40	
72 months from issuance	2,993.40	0.60	72 months from issuance	6 Month Kibor +1.35%				2,992.80	
78 months from issuance	2,992.80	0.60	78 months from issuance	6 Month Kibor +1.35%				2,992.20	
84 months from issuance	2,992.20	0.60	84 months from issuance	6 Month Kibor +1.35%				2,991.60	
90 months from issuance	2,991.60	0.60	90 months from issuance	6 Month Kibor +1.35%		15.52%	252.34	252.94	2,991.00
96 months from issuance	2,991.00	2,991	96 months from issuance	6 Month Kibor +1.35%		15.52%	252.29	3,243.29	-
		3,000.00					504.63	3,496.23	



Regulatory and Supplementary Disclosure

(Credit Rating Companies Regulations, 2016)

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

(3) No director, officer or employee of PACRA communicates the information, acquired by him for use for rating purposes, to any other person except where required under law to do so. | Chapter III; 10-(5)

(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 | Clause 11-(A)(p)

(8) PACRA prohibits its employees and analysts from soliciting money, gifts or favors from anyone with whom PACRA conducts business | Chapter III; 11-A-(q)

(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)

Independence & Conflict of interest

(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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