## systems

## THIRD QUARTER REPORT SEPTEMBER

## 2023

Innovating for a better tommorow
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## Board of Directors

| Mr. Aezaz Hussain | Non-executive |
| :--- | :--- |
| Chairman |  |
| Mr. Asif Peer | Executive |
| CEO and Managing Director |  |
| Mr. Arshad Masood | Non-executive |
| Director |  |
| Mr. Shabbar Zaidi <br> Director | Independent |
| Mr. Omar Saeed | Independent |
| Director |  |
| Mr. Asif Jooma <br> Director <br> Ms. Romana Abdullah | Independent |
| Director |  |

## Audit Committee

Mr. Shabbar Zaidi
Chairman
Mr. Asif Jooma
Member
Ms. Romana Abdullah
Member
Human Resource \&
Compensation Committee
Mr. Asif Jooma
Chairman
Mr. Omar Saeed
Member
Ms. Romana Abdullah
Member

Mr. Arshad Masood
Member
Chief Financial Officer
Ms. Roohi Khan
Company Secretary

## Head of Internal Audit

Mr. Salman Naveed
Internal Auditors
Uzair Hammad Faisal \& Co.

## External Auditors

A. F Ferguson \& Co.

Chartered Accountants
Legal Advisors
Hassan \& Hassan Advocates
Ahmed \& Pansota
Tax Advisors
A. F Ferguson \& Co.

Chartered Accountants

## Banks

Habib Metropolitan Bank Limited United Bank Limited
Standard Chartered Bank (Pak Limited)
MCB Bank Limited
Faysal Bank Limited
Bank Alfalah Limited
Bank Islami Limited
Allied Bank Limited
Meezan Bank Limited
Finja Pvt Limited
Habib Bank Limited

## Share Registrar

THK Associates (Private) Limited
Plot no 32-C, Jami
Commercial, Street 2 DHA Phase
VII, Karachi.
T: +92 (21) 111000332
F: +92 (21) 35310187
Registered Address
Systems Limited
E-1, Sehjpal Near DHA Phase -VIII
(Ex.-Air Avenue), Lahore Cantt
T: +92 42 111-797-836
F: +92 4236368857

Mr. Ali Ahmed Iftikhar

## DIRECTOR'S REPORT

On behalf of the Board of Directors, we are pleased to present the Standalone and Consolidated Financial Statements for the nine month period ended 30th September 2023.

## FINANCIAL RESULTS

## Unconsolidated:

During period under review, standalone revenue grew 56\% over same period last year from Rs. 14,798.18 million to Rs. 23,075.54 million. Consequently, Gross profit and Operating profit are $41 \%$ and $39 \%$ higher than SPLY (same period last year) respectively. Margins remain under stress due to significant inflationary pressures in the domestic market, partially eased by continued devaluation of the Pak Rupee resulting in a revaluation gain of Rs $2,386.23$ million compared to the gain in September 2022 of Rs. $1,172.07$ million increasing net profit by $40 \%$, from Rs. $4,816.21$ million to Rs. $6,730.02$ million in this period. Basic and diluted earnings per share increased by $33 \%$ in line with profit for the period. The growth in revenue, net of the impact of exchange gain, is $11 \%$.

| Key Financial Highlights - Unconsolidated |  |  |  |
| :---: | :---: | :---: | :---: |
| Particulars | Sept-23 (unaudited) | Sept-22 (unaudited) | Change |
|  | Rs. | Rs. | \% |
| Revenue | 23,075,540,270 | 14,798,176,063 | 56 |
| Gross Profit | 6,820,989,993 | 4,820,606,142 | 41 |
| Operating profit | 4,802,075,600 | 3,444,773,702 | 39 |
| Profit for the period | 6,730,022,690 | 4,816,210,876 | 40 |
| Earnings before Interest, Tax \& Depreciation* | 5,346,396,485 | 3,766,825,546 | 42 |
| Earnings per share (basic) | 23.14 | 17.39 | 33 |
| Earnings per share (diluted) | 22.96 | 17.29 | 33 |


| Other Income - Unconsolidated |  |  |
| :--- | :---: | :---: |
| Particulars | Sept-23 (unaudited) | Sept-22 (unaudited) |
| Other Income | Rs. | Rs. |
| Exchange Gain / (Loss) | $\mathbf{3 7 1 , 6 8 0 , 3 5 1}$ | $593,097,838$ |
|  | $\mathbf{2 , 3 8 6 , 2 3 5 , 6 9 8}$ | $\mathbf{1 , 1 7 2 , 0 7 6 , 3 5 3}$ |
|  | $\mathbf{2 , 7 5 7 , 9 1 6 , 0 4 9}$ | $\mathbf{1 , 7 6 5 , 1 7 4 , 1 9 1}$ |



## Consolidated:

In line with the unconsolidated results, consolidated revenue grew by $85 \%$ from Rs. 20,144.84 million to Rs. $37,333.78$ million versus SPLY.

Gross profit and operating profit increased 59\% and 35\% respectively. Investment in subsidiaries along with inflationary cost pressures in the domestic market negatively impacted margins, however, optimization of revenue and focus on costs positively impacted margins quarter over quarter. Net profit for the period at Rs. 7,146.811 million is $40 \%$ higher than SPLY, including the Rs. $2,638.43$ million exchange gain. Basic and diluted earnings per share both increased by $33 \%$ in line with profit for the period. Eliminating the currency impact, revenue is up by $39 \%$ in US dollar terms.

During the year ended December 31, 2022, the management had acquired 9\% stake in the fastest growing fashion e-commerce brand of Pakistan, JOMO, as a strategic investment. However, considering the economic downturn in the country and delay in anticipated funding resulting in deteriorating liquidity and financial performance of the brand, the management believes that the carrying value of investment amounting to Rs 154.46 million does not truly reflect its fair value. Hence the management, in the interest of prudence has taken requisite impairment of the investment.

The Company was absorbing a share of loss from it's investment in Retailistan which had been adversely impacting margins. Since it has neutralized the cost of the investment, no further adverse impact on profitability is expected.

| Key Financial Highlights - Consolidated |  |  |  |
| :--- | :---: | :---: | ---: |
| Particulars | Sept-23 (unaudited) | Sept-22 (unaudited) | Change |
| Revenue | Rs. | Rs. | $\%$ |
| Gross Profit | $\mathbf{3 7 , 3 3 3 , 7 8 5 , 8 0 1}$ | $20,144,848,895$ | 85 |
| Operating profit | $\mathbf{1 0 , 1 1 3 , 6 9 1 , 6 8 8}$ | $6,359,038,789$ | 59 |
| Earnings before Interest, Tax \& Depreciation | $\mathbf{5 , 4 6 7 , 0 6 5 , 7 3 6}$ | $4,044,865,076$ | 35 |
| Profit for the period | $\mathbf{6 , 7 8 0 , 7 1 1 , 9 6 3}$ | $4,390,961,602$ | 54 |
| Earnings per share (basic) | $\mathbf{7 , 1 4 6 , 8 1 1 , 8 0 3}$ | $5,115,712,436$ | 40 |
| Earnings per share (diluted) | $\mathbf{2 4 . 5 7}$ | 18.47 | 33 |
|  | $\mathbf{2 4 . 3 8}$ | 18.37 | 33 |


| Other Income - Consolidated |  |  |
| :--- | :---: | :---: |
| Particulars | Sept-23 (unaudited) | Sept-22 (unaudited) |
|  | Rs. | Rs. |
| Other Income | $\mathbf{3 7 8 , 5 4 3 , 0 3 0}$ | $556,308,320$ |
| Exchange Gain / (Loss) | $\mathbf{2 , 6 3 8 , 4 3 6 , 4 2 7}$ | $1,178,886,010$ |
|  | $\mathbf{3 , 0 1 6 , 9 7 9 , 4 5 7}$ | $1,735,194,330$ |



PERFORMANCE BY SEGMENT - VERTICAL AND GEOGRAPHICAL - CONSOLIDATED:
The Company's has realigned its strategy for growth, monitoring performance based on industry verticals along with geographical segments to sharpen focus on value accretive segments. This helps capture synergies through the cross-selling of technologies and solutions across verticals. This approach allows the Company to leverage its expertise and capabilities more effectively across various sectors, increasing operational efficiency.

Shifting toward industry verticals prompts the Company to reevaluate deployment of its global resources in alignment with the specific needs and growth potential of each vertical. Consequently the Company will strategically allocate its resources, such as talent, technology and investments to effectively capitalize on growth opportunities within each sector. This dynamic resource allocation supports the Company's overarching strategy of maximizing growth and efficiency.

Although the Company will continue to use both geographical and vertical segments, the four primary segments will revolve around industry verticals, reflecting the company's strategic shift:

- Banking, Financial Services \& Insurance (BFSI): This segment likely includes activities related to banking, financial services, and insurance. The newly acquired segment of Temenos is included here.
- Retail \& CPG (Consumer Packaged Goods): This segment encompasses retail operations and consumer goods.
- Telco (Telecommunications): This segment involves telecommunications services and technologies.
- Others: This catch-all category may include any remaining segments which are not material enough to be reported individually.


The geographical segment analysis includes export sales of approximately $82 \%$ with the MEA region leading the growth. Aggressive investments in subsidiaries are creating pressure on margins, however, the Company is proactively engaged on realigning resources and optimizing costs to improve profitability. Moreover, the Management has reassessed customer classification and has reclassified in respective geographies where required.


## KEY FINANCIAL RATIOS

Though impacted by inflationary cost pressures , all profitability ratios are in the same range for the standalone financials. The Company has been able to achieve the aggressive growth and expansion by making significant investments in infrastructure, resources and business development in new markets, building capability for the future. , Following the Company's investment in the acquisition of an IP for the Temenos last year, the amortization of the IP has impacted profitability margins during the period under review. However, the EBITDA margins are in the same range. The current and quick ratios are reflective of the strong liquidity position of the Company, which can be directly linked with improved debtor management and is aligned with the Company's investment strategy.

| Ratio Description | Standalone |  | Consolidated |  |
| :---: | :---: | :---: | :---: | :---: |
|  | Nine months ended 30th Sep |  | Nine months ended 30th Sept |  |
|  | 2023 | 2022 | 2023 | 2022 |
| Gross Profit Margin (\%) | 29.6\% | 32.6\% | 27.1\% | 31.6\% |
| Operating Margin (\%) | 20.8\% | 23.3\% | 14.6\% | 20.1\% |
| EBITDA Margin (\%) | 23.2\% | 25.5\% | 18.2\% | 21.8\% |
| Pre-tax Margin (\%) | 30.6\% | 34.3\% | 20.2\% | 26.8\% |
| Net Profit Margin (\%) | 29.2\% | 32.5\% | 19.1\% | 25.4\% |
| Assets turnover (\%) | 74.1\% | 71.0\% | 84.9\% | 90.0\% |
| Return on Equity (\%) | 26.0\% | 33.0\% | 23.9\% | 24.0\% |
| Current ratio | 2.49 | 2.71 | 2.05 | 1.79 |
| Quick Ratio | 2.13 | 2.49 | 1.38 | 1.48 |
| Debtor Turnover (Days) | 151 | 110 | 102 | 107 |
| Debt: Equity (Ratio) | 14:86 | 27:73 | 12:88 | 19:81 |
| Interest Cover (Times) | 16.6 | 42.1 | 14.5 | 38.4 |

FUTURE OUTLOOK

- In line with robust global demand on Al transformations, the Company is investing heavily in building Al competency by building and developing a resource pool. The Company is also developing Al offerings for the BFS, Telco and Retail/CPG verticals.
- The GCC region has not been impacted by inflation and economic slowdown and there is sustained demand and growth in the region. The UAE subsidiary is now a key contributor to the overall business. Contracts with key strategic accounts and a diversified portfolio present growth opportunities that are expected to provide the Company with recurring revenue going forward. Systems Arabia has also secured multi-year contracts with Saudi businesses and is fully aligned with Saudi Vision 2030 from the technology and digitization transformation in the Kingdom. The Company envisages opportunities for the Company to grow in the financial, telecommunications, and public sector entities of KSA, which has been the core strength of its service offerings.
- The Company has signed a couple of strategic customers in the UK market and is foreseeing further potential. In line with the Company's strategy to focus more on IT consulting in all markets with the US and Europe at the forefront, the Company expects this growth to continue due to the relevance of the various service domains and technology stack the Company is targeting. The Company is seeing an encouraging pipeline in these regions.
- Over the past couple of years, the Company has made significant investments in expanding into new markets and geographies. The Company is now working on maximizing the return on those investments in the current geographies. The Company has strengthened industry focus in all the markets and is strengthening the team to maximize offerings to the markets based on the assets and references that the Company has developed in these industry verticals. For existing business, the Company is creating depth through consultative selling and growing existing accounts by cross selling and upselling various offers.
The Company is focusing on innovation and productizing the services by creating accelerators, frameworks, solutions/repeated assets and templates in the specific industry verticals to penetrate in the existing markets.
- To sustain it's growth mode, the Company is investing in human resource through new hiring and striving towards a future-ready pool of resources by training, re-skilling, and upskilling of the existing resource pool. The Company has hired over 300 software engineers in last quarter and is aggressively working on the training and development of resources to fuel future growth. The Company is also investing in the strategic leadership in the appropriate industry verticals and markets.
- The Company is continuing to evaluate various M\&A opportunities outside of Pakistan, which will further strengthen our future growth trajectory.


## ACKNOWLEDGEMENT

The Board takes this opportunity to thank the Company's valued customers, bankers, and other stakeholders for their cooperation and support. The Board greatly appreciates the hard work and dedication of all the employees of the Company.

On behalf of the Board,


Asif Peer
Chief Executive Officer
26 October 2023






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Revenue - net
Cost of fales
Gross profit
Distribution expenses
Administrative expenses
Profit / / loss) before taxation and
Other operating expenses
Exchange lloss) (exing exchange gain)
Exchange (loss) / gain
Share of loss from associst
Finance cost
Finance cost
Profit before taxation
Profit after taxation




|  | North America |  | Europe |  | Middle East ¢ Africa |  | Asia Pacific Un-audited |  | Pakistan |  | Total |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Nine months ended September |  | Nine months ended September |  | Nine months ended September |  | Nine months ended September |  | Nine months ended September |  | Nine months ended September |  |
|  | 2023 | 2022 | 2023 | 2022 | 2023 | 2022 | 2023 | 2022 | 2023 | 2022 | 2023 | 2022 |
| Revenue - net Costof sales | 9,180,326,957 | 6,852,073,414 $(4313,461765)$ | 1,398,585,225 | ${ }^{10222,476,826}$ | $\stackrel{\text { 19,239,209,117 }}{ }$ | $8,361764,204$ <br> $(573503661)$ | $785,642,470$ $(511409311$ | 197,734,030 | $6,730,022,032$ | $3,710,800,421$ | 37,333,785,801 | 20,144,848,895 |
| Cost of sales <br> Gross profit | $\frac{(5,714,215,091)}{3,466,117,866}$ | $\frac{(4,313,461,765)}{2,538,611,649}$ | $\frac{(849,407,906)}{549,177,319}$ | $\frac{(553,861,953)}{468,614,873}$ | $\frac{(14,006,372,513)}{5,232,836,604}$ | $\frac{(5,735,039,661)}{2,626,724,543}$ | (511,409,311) | $\frac{(129,214,523)}{68,599,507}$ | $\frac{(6,138,689,291)}{591,332,741}$ | $\frac{(3,054,232,204)}{656,568,217}$ | $\frac{(27,220,094,113)}{10,13,691,688}$ | $\frac{(13,785,810,105)}{6,359,038,789}$ |
| Distribution expenses | (16,099,366) | (16,830,789) | (2,558,693) | (1,870,088) | (946,619,293) | (263,396,048) | (41,354,525) | (6,228,633) | (281,635,647) | (162,930,702) | (1,288,267,525) | (451,256,260) |
| Administrative expenses | (1,078,365,142) | (749,608,076) | (153,685,425) | (72,78,675) | (1,504,050,963) | (800,449,680) | (57,951,279) | (18,928,558) | (181,248,657) | (125,055,099) | (2,975,301,467) | (1,766,220,088) |
| unallocated income and expenses | 2,371,647,357 | 1772,172,784 | 392,933,201 | 394,566,110 | 2,782,166,348 | 1562,878,815 | 174,927,355 | 43,362,316 | 128,448,436 | 368,582,417 | 5,850,122,696 | 4,141,562,441 |

```
Other operating expenses
Other income (excluding exchange gain)
Exchange (loss)/ /gain
Share of loss from associate
Finance cost
Profit before taxation
Taxation
```

| $(383,056,960)$ | (96,697,365) |
| :---: | :---: |
| 378,543,030 | 556,308,320 |
| 2,638,436,427 | 1,178,886,010 |
| (284,050,620) | (231,370,469) |
| $(653,875,388)$ | (153,393,257) |
| 7,546,19, 186 | 5,395,295,680 |
| $(399,307,382)$ | (279,583,243) |
| 7,146,811,803 | 5,115,712,436 |

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| + |  | \% |  | تاكبكتّنيل |
| :---: | :---: | :---: | :---: | :---: |
| 2022 | 2023 | 2022 | 2023 |  |
| 31.6\% | 27.1\% | 32.6\% | 29.6\% |  |
| 20.1\% | 14.6\% | 23.3\% | 20.8\% | \% \% |
| 21.8\% | 18.2\% | 25.5\% | 23.2\% | \% - , LEBITDA |
| 26.8\% | 20.2\% | 34.3\% | 30.6\% | \% \% |
| 25.4\% | 19.1\% | 32.5\% | 29.2\% | \% |
| 90.0\% | 84.9\% | 71.0\% | 74.1\% | \% |
| 24.0\% | 23.9\% | 33.0\% | 26.0\% |  |
| 1.79 | 2.05 | 2.71 | 2.49 | ب, بو, |
| 1.48 | 1.38 | 2.49 | 2.13 | وركتابه |
| 107 | 102 | 110 | 151 |  |
| 19:81 | 12:88 | 27:73 | 14:86 |  |
| 38.4 | 14.5 | 42.1 | 16.6 | ابرّ |

:بنَ 7,146.811


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 بَ

| تبّيل | 2022 | 2023 |  |
| :---: | :---: | :---: | :---: |
| 85\% | 20,144,848,895 | 37,333,785,801 | 1730 |
| 59\% | 6,359,038,789 | 10,113,691,688 | ج. |
| 35\% | 4,044,865,076 | 5,467,065,736 |  |
| 54\% | 4,390,961,602 | 6,780,711,963 | الثمّ |
| 40\% | 5,115,712,436 | 7,146,811,803 |  |
| 33\% | 18.47 | 24.57 | كمأفّف*) |
| 33\% | 18.37 | 24.38 | كاكّف، |
|  |  |  | , |
|  |  | 2023 | - |
| 556,308,320 |  | ,030 | ,يغرآهن, |
| 1,178,886,010 |  | 6,427 |  |
| 1,735,194,330 |  | 9,457 |  |


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زيجاءْ:





|  |  |  | \% |
| :---: | :---: | :---: | :---: |
| تّ | 2022 |  | تا |
| 56\% | 14,798,176,063 | 23,075,540,270 | آك |
| 41\% | 4,820,606,142 | 6,820,989,993 | ? |
| 39\% | 3,444,773,702 | 4,802,075,600 |  |
| 40\% | 4,816,210,876 | 6,730,022,690 |  |
| 42\% | 3,766,825,546 | 5,346,396,485 |  |
| 33\% | 17.39 | 23.14 |  |
| 33\% | 17.29 | 22.96 |  |


|  |  | , |
| :---: | :---: | :---: |
| 2022 |  |  |

593,097,838
1,172,076,353
1,765,174,191


371,680,351
2,386,235,698
2,757,916,049
远






# SYSTEMS LIMITED <br> STANDALONE FINANCIAL <br> STATEMENTS 

|  | Note | Un-audited September 30 2023 | Audited December 31, 2022 |
| :---: | :---: | :---: | :---: |
| ASSETS |  | Rupees |  |
| Non-current assets |  |  |  |
| Property and equipment | 5 | 3,370,284,467 | 2,763,406,669 |
| Intangibles |  | 5,908,718 | 13,503,017 |
| Long term investments | 6 | 8,224,390,947 | 6,739,908,701 |
| Right-of-use assets |  | 549,831,692 | 512,738,929 |
| Long term loans |  | 483,810,890 | 298,036,906 |
| Deferred employee benefits |  | 243,541,482 | 86,938,319 |
| Long term deposits |  | 41,486,884 | 34,749,904 |
| Deferred taxation - net |  | 26,241,687 | 13,465,206 |
|  |  | 12,945,496,767 | 10,462,747,651 |
| Current assets |  |  |  |
| Contract assets - unsecured |  | 2,064,786,636 | 1,029,444,687 |
| Trade debts - unsecured | 7 | 13,678,891,958 | 8,818,580,572 |
| Loans, advances and other receivables |  | 1,848,668,274 | 976,727,988 |
| Current portion of deferred employee benefits |  | 21,661,535 | 29,892,702 |
| Trade deposits and short term prepayments |  | 1,077,924,841 | 327,193,963 |
| Income tax refunds due from the Government |  | 105,357,021 | 172,923,163 |
| Short term investments | 8 | 884,908,759 | 4,430,978,169 |
| Interest accrued |  | 7,325,076 | 1,521,649 |
| Cash and bank balances |  | 2,818,406,508 | 588,569,946 |
|  |  | 22,507,930,608 | 16,375,832,839 |
| TOTAL ASSETS |  | 35,453,427,375 | 26,838,580,490 |

## EQUITY AND LIABILITIES

## Share capital and reserves

Authorized share capital
400,000,000 (December 31, 2022: 400,000,000) ordinary shares of Rs 10 each

| 4,000,000,000 | 4,000,000,000 |
| :---: | :---: |
| 2,912,836,989 | 2,904,076,989 |
| 5,395,585,304 | 4,994,930,422 |
| 17,558,183,337 | 12,283,429,147 |
| 25,866,605,630 | 20,182,436,558 |
| 11,992,860 | 6,767,044 |
| 526,910,414 | 454,684,688 |
| 538,903,274 | 461,451,732 |
| 5,211,219,168 | 2,694,812,394 |
| 20,569,910 | 13,536,152 |
| 119,215,150 | 263,944,365 |
| 3,530,000,000 | 3,050,000,000 |
| 84,142,659 | 82,126,318 |
| - | 3,234,396 |
| 82,771,584 | 87,038,575 |
| 9,047,918,471 | 6,194,692,200 |
| 35,453,427,375 | 26,838,580,490 |

The annexed notes 1 to 20 form an integral part of these condensed unconsolidated interim financial statements.

| Note | Nine Mont | Ended | Three Mo | s Ended |
| :---: | :---: | :---: | :---: | :---: |
|  | $\begin{gathered} \text { September 30, } \\ 2023 \end{gathered}$ | September 30, 2022 | September 30, 2023 | September 30, 2022 |
|  |  | Rupe |  |  |
| Revenue from contracts with customers - net | 23,075,540,270 | 14,798,176,063 | 8,865,092,625 | 6,006,321,647 |
| Cost of revenue | $(16,254,550,277)$ | (9,977,569,921) | $(6,055,588,861)$ | $(4,020,942,176)$ |
| Gross profit | 6,820,989,993 | 4,820,606,142 | 2,809,503,764 | 1,985,379,471 |
| Selling and distribution expenses | (267,137,208) | (183,735,682) | (110,484,612) | (62,402,672) |
| Administrative expenses | $(1,629,843,677)$ | (1,141,370,488) | $(605,267,496)$ | $(449,046,364)$ |
| Impairment losses on financial assets | $(121,933,508)$ | $(50,726,270)$ | 1,300,872 | $(52,446,272)$ |
|  | $(2,018,914,393)$ | (1,375,832,440) | (714,451,236) | (563,895,308) |
| Operating profit | 4,802,075,600 | 3,444,773,702 | 2,095,052,528 | 1,421,484,163 |
| Other income 11 | 2,757,916,049 | 1,765,174,191 | 111,714,346 | 752,099,849 |
| Finance costs | $(487,561,393)$ | (131,414,801) | $(189,247,850)$ | $(52,290,687)$ |
| Profit before taxation | 7,072,430,256 | 5,078,533,092 | 2,017,519,024 | 2,121,293,325 |
| Taxation | $(342,407,566)$ | $(262,322,216)$ | $(109,404,005)$ | $(97,242,881)$ |
| Profit for the year | 6,730,022,690 | 4,816,210,876 | 1,908,115,019 | 2,024,050,444 |
| Earnings per share 12 |  |  |  |  |
| -Basic | 23.14 | 17.39 | 6.55 | 7.27 |
| -Diluted | 22.96 | 17.29 | 6.50 | 7.22 |

The annexed notes 1 to 20 form an integral part of these condensed unconsolidated interim financial statements.

(CHAIRMAN)


## CONDENSED UNCONSOLIDATED INTERIM STATEMENT OF COMPREHENSIVE INCOME (UN-AUDITED)

FOR THE NINE MONTHS AND THREE MONTHS PERIODS ENDED SEPTEMBER 30, 2023

|  | Nine months ended |  | Three months ended |  |
| :---: | :---: | :---: | :---: | :---: |
|  | September 30, 2023 | September 30, 2022 | $\begin{gathered} \hline \text { September 30, } \\ 2023 \end{gathered}$ | September 30, 2022 |
|  | Rupees |  |  |  |
| Profit for the period | 6,730,022,690 | 4,816,210,876 | 1,908,115,019 | 2,024,050,444 |
| Other comprehensive income: |  |  |  |  |
| Items that may be reclassified subsequently to profit or loss Items that will not be reclassified subsequently to profit or loss | - | - | - | - |
|  | - | - | - | - |
| Total comprehensive income for the period | 6,730,022,690 | 4,816,210,876 | 1,908,115,019 | 2,024,050,444 |

The annexed notes 1 to 20 form an integral part of these condensed unconsolidated interim financial statements.
(CHAIRMAN)

|  | Issued, subscribed and paid-up share capital | Capital reserves |  | Shares to be issued | Revenue reserve | Total equity |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | Share premium | Employee compensation reserve |  | Un-appropriated profit |  |
| Balance as at December 31, 2021 (audited) | 1,384,989,120 | 820,263,357 | 200,220,759 |  | 8,067,856,280 | 10,473,329,516 |
| Profit for the period | - | - | - |  | 4,816,210,876 | 4,816,210,876 |
| Other comprehensive income | - | - | - |  | - | - |
| Transactions with owners |  |  |  |  |  |  |
| Exercise of share options | 7,236,870 | 47,320,377 | $(57,382,207)$ |  | - | (2,824,960) |
| Share based payments | - |  | 136,661,832 |  | - | 136,661,832 |
| 100\% Bonus shares issued | 1,391,826,000 |  | - |  | (1,391,826,000) | - |
| Acquisition of National Data Consultants (Pvt.) Limited |  | 3,790,411,725 |  | 118,225,000 |  | 3,908,636,725 |
| Final dividend for the year ended December 31, 2021 at the rate of Rs 5 per share | - | - | - |  | $(695,913,000)$ | (695,913,000) |
|  | 1,399,062,870 | 3,837,732,102 | 79,279,625 | 118,225,000 | (2,087,739,000) | 3,346,560,597 |
| Balance as at September 30, 2022 (unaudited) | 2,784,051,990 | 4,657,995,459 | 279,500,384 | 118,225,000 | 10,796,328,156 | 18,636,100,989 |
| Balance as at December 31, 2022 (audited) | 2,904,076,989 | 4,671,279,664 | 323,650,758 |  | 12,283,429,147 | 20,182,436,558 |
| Profit for the period | - | - | - |  | 6,730,022,690 | 6,730,022,690 |
| Other comprehensive income | - | - | - |  | - | - |
| Transactions with owners |  |  |  |  |  |  |
| Exercise of share options | 8,760,000 | 180,576,770 | $(70,648,696)$ | - | - | 118,688,074 |
| Share based payments | - | - | 315,133,832 | - | - | 315,133,832 |
| Forfeited share options | - | - | $(24,407,024)$ | - | - | (24,407,024) |
| Final dividend for the year ended December 31, 2022 at the rate of Rs 5 per share | - | ${ }^{-}$ | - |  | $(1,455,268,500)$ | $(1,455,268,500)$ |
|  | 8,760,000 | 180,576,770 | 220,078,112 | - | $(1,455,268,500)$ | $(1,045,853,618)$ |
| Balance as at September 30, 2023 (unaudited) | 2,912,836,989 | 4,851,856,434 | 543,728,870 | - | 17,558,183,337 | 25,866,605,630 |

[^0]
# CONDENSED UNCONSOLIDATED INTERIM STATEMENT <br> OF CASH FLOWS (UN-AUDITED) <br> FOR THE NINE MONTHS PERIOD ENDED SEPTEMBER 30, 2023 

|  |  | Nine Months Ended |  |
| :---: | :---: | :---: | :---: |
|  | Note | September 30, <br> 2023 | September 30, <br> 2022 |
| CASH GENERATED FROM OPERATIONS |  | Rupees |  |
| Cash generated from operations | 14 | 2,455,245,689 | 751,799,887 |
| Finance costs paid |  | $(485,545,052)$ | $(90,301,678)$ |
| Taxes paid |  | $(287,617,905)$ | $(196,712,034)$ |
|  |  | $(773,162,957)$ | $(287,013,712)$ |
| Net cash generated from operating activities |  | 1,682,082,732 | 464,786,175 |
| INVESTING ACTIVITIES |  |  |  |
| Purchase of property and equipment |  | (1,053,182,899) | (1,050,669,853) |
| Sale proceeds from disposal of property and equipment |  | 26,014,940 | 237,194,797 |
| Short term investments - net |  | 3,546,069,410 | $(331,266,528)$ |
| Increase in long term investment |  | (1,407,183,000) | $(517,467,919)$ |
| Decrease in long term investment |  |  | 93,459,284 |
| Profit received on bank deposits |  | 43,309,520 | 28,554,829 |
| Profit received on short term investment |  | 212,484,541 | 365,667,292 |
| Interest received on loan to related parties |  | 33,136,071 | - |
| Net cash generated from / (used in) investing activities |  | 1,400,648,583 | (1,174,528,098) |
| FINANCING ACTIVITIES |  |  |  |
| (Decrease)/ Increase in short term borrowings |  | 480,000,000 | 1,200,000,000 |
| Decrease / (Increase) in long term loan |  | - | $(52,385,575)$ |
| Proceeds from exercise of share options |  | 118,688,074 | 53,156,008 |
| Payments in respect of leases |  | (91,457,911) | 7,243,086 |
| (Decrease) / Increase in long term advances |  | 1,991,420 | $(77,035,858)$ |
| Dividend paid |  | (1,448,234,742) | $(688,812,707)$ |
| Net cash (used in) / generated from financing activities |  | $(939,013,159)$ | 442,164,954 |
| Net increase / (decrease) in cash and cash equivalents |  | 2,143,718,156 | $(267,576,969)$ |
| Net foreign exchange difference |  | 86,118,406 | - |
| Cash and cash equivalents at beginning of the period |  | 588,569,946 | 1,652,613,846 |
| Cash and cash equivalents at end of the period |  | 2,818,406,508 | 1,385,036,877 |

The annexed notes 1 to 20 form an integral part of these condensed unconsolidated interim financial statements.


# NOTES TO THE CONDENSED UNCONSOLIDATED INTERIM FINANCIAL STATEMENTS (UN-AUDITED) <br> FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2023 

## 1. THE COMPANY AND ITS OPERATIONS

1.1 Systems Limited ('the Company') is a public limited Company incorporated in Pakistan under the Companies Act, 2017 ('the Act') and is listed on the Pakistan Stock Exchange. The Company is principally engaged in the business of software development, trading of software, hardware and business process outsourcing services. The registered office of the Company is situated at E-1, Sehjpal Road, Near DHA Phase-VIII (Ex-Air Avenue), Lahore Cantt.

## 2. BASIS OF PREPARATION

### 2.1 STATEMENT OF COMPLIANCE

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

- International Accounting Standard (IAS) 34, Interim Financial Reporting, issued by the International Accounting Standards Board (IASB) as notified under the Act; and
- $\quad$ Provisions of and directives issued under the Act

Where the provisions of and directives issued under the Act differ from the IAS, the provisions of and directives issued under the Act have been followed.
2.2 These condensed unconsolidated interim financial statements do not include all the information and disclosures required in annual financial statements, and should be read in conjunction with the Company's annual financial statements for the year ended December 31, 2022.
2.3 These condensed unconsolidated interim financial statements are the separate condensed unconsolidated interim financial statements of the Company in which investments in the subsidiary companies namely TechVista Systems FZLLC, Systems Ventures (Private) Limited, TechVista Information Technology W.L.L., Systems Arabia for Information Technology, SYS Egypt for Information Technology Services, SUS-JV (Private) Limited, National Data Consultant (Private) Limited, Systems Africa for Information Technologies Pty. Ltd. and System Holdings (Private) Limited and associated company namely E-Processing Systems B.V have been accounted for at cost less accumulated impairment losses, if any.
2.4 These condensed unconsolidated interim financial statements have been prepared under the historical cost convention and are presented in Pak rupee, which is also the functional currency of the Company.
3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted for the preparation of these condensed unconsolidated interim financial statements are the same as those applied in the preparation of the preceding annual financial statements of the Company for the year ended December 31, 2022.

### 3.1 Standards, amendments and interpretations to approved accounting standards that are effective in current

Certain standards, amendments and interpretations to International Financial Reporting Standards ('IFRS') are effective for accounting periods beginning on January 1, 2023, but are considered not to be relevant or to have any significant effect on the Company's operations (although they may affect the accounting for future transactions and events) and are, therefore, not detailed in these condensed unconsolidated interim financial statements.
3.2 Standards, amendments and interpretations to existing standards that are not yet effective and have not been early adopted by the Company

There are certain standards, amendments to the accounting standards and interpretations that are mandatory for the Company's accounting periods beginning on or after July 1, 2023 but are considered not to be relevant or to have any significant effect on the Company's operations and are, therefore, not detailed in these condensed unconsolidated interim financial statements.

## 4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of these condensed unconsolidated interim financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

The significant judgements made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the annual audited financial statements of the Company for the year ended December 31, 2022, except for estimate of provision for taxation as referred to in note 4.1

### 4.1 Taxation

The provision for taxation for the nine months and three months ended September 30, 2023 has been made using the tax rate that would be applicable to expected total annual earnings.

5.1.2 Disposals during the period / year

| Cost | Accumulated Depreciation | Net book value |
| :---: | :---: | :---: |
| (Rupees) |  |  |
| 24,210,232 | 7,640,733 | 16,569,499 |
| 6,751,600 | 1,193,649 | 5,557,951 |
| 425,541 | 127,335 | 298,206 |
| 3,586,850 | 2,929,268 | 657,582 |
| 34,974,223 | 11,890,985 | 23,083,238 |

September 30, 2023: (Un-audited)
Computers
Computer equipment and installations
Furniture and fittings
3,586,850 2,929,268
23,083,238

| December 31, 2022: (Audited) |  |  |  |
| :--- | ---: | ---: | ---: |
| Building on freehold land | $4,214,000$ | - | $4,214,000$ |
| Computers | $46,462,287$ | $15,586,654$ | $30,875,633$ |
| Computer equipment and installations | $8,554,948$ | $7,140,094$ | $1,414,854$ |
| Other equipment and installations | $2,401,587$ | $1,692,846$ | 708,741 |
| Furniture and fittings | $5,087,477$ | $1,883,992$ | $3,203,485$ |
| Vehicles | $242,775,540$ | $95,359,344$ | $147,416,196$ |
| Office equipment | 32,994 | 5,520 | 27,474 |
|  | $309,528,833$ | $121,668,450$ | $187,860,383$ |


|  |  | Note | Un-audited | Audited |
| :---: | :---: | :---: | :---: | :---: |
|  |  |  | September 30, $2023$ | $\begin{gathered} \hline \text { December 31, } \\ 2022 \\ \hline \end{gathered}$ |
| 5.2 | Capital work in progress |  | (Rupees) |  |
|  | Civil Works |  |  |  |
|  | Balance at the beginning of the period / year |  | 243,438,638 | 22,812,942 |
|  | Additions during the period / year |  | 77,898,237 | 244,466,048 |
|  | Advance against purchase of property \& equipment |  | - | 82,417,683 |
|  | Transfer to operating fixed assets during the period / year |  | $(290,696,831)$ | $(106,258,035)$ |
|  |  |  | 30,640,044 | 243,438,638 |

## 6. LONG TERM INVESTMENTS

Investment in subsidiaries - at cost - unquoted:

Tech Vista Systems FZ-LLC
(6.1)

Systems Ventures (Private) Limited
TechVista Information Technology W.L.L.
Systems Arabia for Information Technoloy
SYS Egypt for Information Technology Services
Systems Africa for Information Technologies (Pty.) Ltd
National Data Consultant (Private) Limited
SUS - JV (Private) Limited
Systems Holdings (Private) Limited
Advance against issuance of shares
Share options issued to employees of subsidiaries
Subscription money payable

Investment In associate - at cost - unquoted
E-Processing Systems B.V.
(6.2)
(6.3)
(6.4)
(6.5)
(6.6)
(6.7)
(6.8)
(6.9)
(6.10)
(6.11)

| 343,119,550 | 343,119,550 |
| :---: | :---: |
| 721,100,000 | 721,100,000 |
| 144,568,884 | 144,568,884 |
| - | - |
| 113,125,000 | 113,125,000 |
| - | - |
| 4,254,636,725 | 4,254,636,725 |
| 94,990 | 94,990 |
| - | - |
| 5,576,645,149 | 5,576,645,149 |
| 2,225,191,000 | 818,009,000 |
| 147,659,971 | 70,360,725 |
| 4,394,600 | 4,393,600 |
| 7,953,890,720 | 6,469,408,474 |
| 270,500,227 | 270,500,227 |
| 8,224,390,947 | 6,739,908,701 |

6.1 This represents 7,400 fully paid ordinary shares of AED 1,000/- each, representing 100\% (December 31, 2022: 7,400 fully paid ordinary shares of AED 1,000/- each, representing 100\%) shares in the Company's subsidiary, TechVista Systems FZ- LLC, a company set up in Dubai Technology and Media Free Zone Authority engaged in providing a host of services including enterprise application integration and software development.
6.2 This represents $72,100,000$ fully paid ordinary shares of Rs 10/- each, representing $100 \%$ (December 31, 2022: $72,100,000$ fully paid shares of Rs. 10/- each, representing 100\%) share in Company's subsidiary, Systems Ventures (Private) Limited, a company set up in Pakistan to invest in new ventures, start ups and incubate new ideas.
6.3 Techvista Information Technology W.L.L. ('TVSQ') is a limited liability company incorporated in the State of Qatar. The Company owns 34\% (December 31, 2022: 34\%) share capital in TVSQ. Pursuant to the agreement entered with the remaining shareholders of TVSQ on February 27, 2022, the Company has obtained all control and management of TVSQ.
6.4 This represents 2,500 ordinary shares of SAR 10/- each, representing 100\% (December 31, 2022: 2,500 ordinary shares of SAR 10/- each, representing 100\%) shares in Company's subsidiary, Systems Arabia for Information Technology, a company setup in Saudi Arabia for providing IT related services. As of reporting date, no payment has been made against its share capital.
6.5 This represents 4,950 ordinary shares of USD 100/- each, representing 99\% (December 31, 2022: 4,950 ordinary shares of USD 100/- each, representing 99\%) shares in the Company's subsidiary, SYS Egypt for Information Technology Services, a limited liability company incorporated in the Arab Republic of Egypt on May 29, 2022, for the purpose of sale of software services and trading software licenses in the Middle East and North Africa region.
6.6 This represents 100 ordinary shares of South African Rand 1/- each, representing 100\% (December 31, 2022: 100 ordinary shares of South African Rand 1/- each, representing 100\%) shares in the Company's subsidiary, Systems Africa for Information Technologies (Pty.) Ltd., a limited liability company incorporated in the Republic of South Africa on July 28,2022 , for the purpose of sale of software services and trading software licenses in the region. As of reporting date, no payment has been made against its share capital.
6.7 This represents 500,000 fully paid ordinary shares of Rs 10/- each, representing 100\% (December 31, 2022: 500,000 fully paid ordinary shares of Rs 10/- each, representing 100\%) shares in the Company's subsidiary, National Data Consultant (Private) Limited, which were acquired by the Company on July 05, 2022 through the share purchase agreement. NdcTech is a company setup in Pakistan engaged in core and digital banking implementation services, having rich clients in Pakistan, Middle East, Africa and Asia Pacific region.
6.8 This represents 9,499 full paid ordinary shares of Rs 10/- each, representing 94.99\% (December 31, 2022: 9,499 full paid ordinary shares of Rs 10/- each, representing 94.99\%) shares in Company's subsidiary, SUS JV (Private) Limited, a company set up in Pakistan for the Balochistan Land Revenue Management Information System project. The project is related to digitization of land records and development of a web-based management information system.
6.9 This represents 100 ordinary shares of Rs. 10/- each, representing $100 \%$ (December 31, 2022: Nil) shares in the Company's subsidiary, Systems Holdings (Private) Limited, a limited liability company incorporated in Pakistan on April 14, 2023, for the purpose of establishing and running data processing centers, computer centers, software development centers and to provide consultancy and data processing software development services. As of reporting date, no payment has been made against its share capital.
6.10 This represents the advances provided to following entities against issuance of shares:

|  | Note | Un-audited | Audited |
| :---: | :---: | :---: | :---: |
|  |  | September 30, | December 31, |
|  |  | 2023 | 2022 |
|  |  | (Rupees) |  |
| To subsidiaries |  |  |  |
| - Systems International IT Pte. Ltd. | (6.10.1) | - | 818,009,000 |
| - Systems Ventures (Private) Limited | (6.10.1) \& (6.10.2) | 2,225,191,000 | - |
|  |  | 2,225,191,000 |  |

6.10.1 Systems International IT Pte. Ltd. is a limited liability company incorporated in the Republic of Singapore, for the purpose of sale of software services and trading software licenses in the Asia Pacific region. The company was a wholly owned subsidiary of Systems Limited, incorporated on May 11, 2022. This represented an advance of USD 3.7 million, amounting to Rs 818.01 million, against which $5,002,890$ shares had been issued on January 19, 2023 in the name of Systems Limited.

However, on April 25 2023, the Company entered into an arrangement with its wholly owned subsidiary; Systems Ventures (Private) Limited 'SVPL' for transfer of 5,002,890 shares of Systems International IT Pte Ltd to SVPL. Thereafter, Systems International IT Pte. Ltd. is a wholly owned subsidiary of SVPL whereas the Company continues to be the ultimate parent company. The Company is to receive shares of equivalent value of its cost of investment in Systems International IT Pte. Ltd. from SVPL.
6.10.2 This includes an amount of USD 4.9 million, amounting to Rs $1,427.18$ million, ( December 31, 2022: Nil) paid to Systems International IT Pte. Ltd. on behalf of SVPL. The Company is to receive shares from SVPL of equivalent value of its payment to Systems International IT Pte. Ltd.
6.11 This represents 179,507 fully paid ordinary shares at USD 0.01/- each representing 44.60\% shares (December 31, 2022: 179,507 fully paid ordinary shares at USD $0.01 /$ - each representing $44.60 \%$ shares) in E-Processing Systems B.V, a company setup in Netherlands.

9.1 This increase represents export refinance of Rs 400 million availed against aggregate sanctioned limit of Rs 1,400 million. The rate of mark up is SBP rate plus $0.5 \%$. These borrowings are secured against first pari passu charge over current assets of the Company with $25 \%$ margin and first exclusive hypothecation and equitable mortgage charge over plant, machinery, furniture, fixtures and land..

This increase represents export refinance of Rs 370 million availed against aggregate sanctioned limit of Rs 700 million. The rate of mark up is SBP rate plus $0.5 \%$. These borrowings are secured against first pari passu charge over current assets of the Company with $25 \%$ margin.
9.3 This increase represents export refinance of Rs 500 million availed against aggregate sanctioned limit of Rs 800 million. The rate of mark up is SBP rate plus $0.5 \%$. These borrowings are secured against first pari passu charge over present and future current assets of the Company with $25 \%$ margin.

### 10.1 Contingencies

There is no significant change in the contingencies since the date of preceding published annual financial statements.
10.2 Commitments
10.2.1 Guarantees issued by the financial institutions on behalf of the Company amount to Rs. 482.69 million (December 31, 2022: Rs 433.35 million). This includes guarantees of Rs 77.38 million (December 31, 2022: Rs 77.38 million) given on behalf of UUS Joint Venture (Private) Limited, a joint operation of the Company.
10.2.2 Guarantees issued by the Company on behalf of E-Processing Systems (Private) Limited to National Bank of Pakistan amount to Rs 100 million (December 31, 2022: Rs 100 million). Guarantees issued by the Company on behalf of National Data Consultant (Private) Limited to Bank Al Habib Limited amount to Rs 134 million (December 31, 2022: Rs 134 million).


## 13. TRANSACTIONS WITH RELATED PARTIES

The related parties of the Company comprise subsidiaries, associated companies, companies in which directors are interested, staff retirement funds and directors. All transactions with related parties have been carried out on mutually agreed terms and conditions. Transactions with related parties are as follows:

| Undertaking | Relation | Basis of relationship | Nature of transaction | Un-audited |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  | Nine Months Ended |  |
|  |  |  |  | September 30, 2023 | September 30, 2022 |
|  |  |  |  | (Rupees) |  |
| TechVista Systems FZ- LLC | Subsidiary | Wholly owned | Revenue | 4,125,481,293 | 2,348,709,137 |
|  |  |  | Expenses incurred on behalf of the party by the Company | $21,455,907$ | 17,926,542 |
|  |  |  | Expenses incurred on behalf of the Company by the party | 386,370,924 | 794,179,903 |
|  |  |  | Share options issued to employees of the subsidiary | 62,829,188 | - |
|  |  |  | Consultancy fee by the party | 76,248,274 | - |
|  |  |  | Payment of licenses made by the party on behalf of the Company | 522,198,044 | - |
| E Processing Systems (Private) Limited. | Associated company | Wholly owned by Associate: | Expense incurred on behalf of party | 26,904,891 | 78,940,595 |
|  |  | E-Processing Systems B.V. | Repayments from the party against advance | 75,878,219 | $(78,826,660)$ |
|  |  |  | Finance income on loan | 37,801,421 | 21,792,462 |
|  |  |  | Property and equipment sold to the party during the period | 4,420,480 | - |
| SUS-JV (Private) Limited. | Subsidiary | 94.99\% owned subsidiary | Disbursement against loan | 23,119,191 | 12,319,845 |
|  |  |  | Receipts against loan | 32,204,112 | 17,538,016 |
|  |  |  | Finance income on loan | 691,261 | 1,400,383 |
| Visionet Systems Incorporation - USA | Associated company | Common shareholding of | Revenue | 8,533,540,136 | 6,851,506,619 |
|  |  | directors | Expenses incurred on behalf of the party by the Company | 83,304,386 | 64,595,337 |
|  |  |  | Expenses incurred on behalf of the Company by the party | 117,139,530 | - |
| Visionet Deutschland GMBH | Associated company | Common shareholding of | Revenue | 484,201,669 | 605,029,870 |
|  |  | directors | Expenses incurred on behalf of the party by the Company | 16,642,829 | 17,700,423 |
| Systems Ventures (Private) Limited | Subsidiary | Wholly owned | Expenses incurred on behalf of the party by the Company | 3,375,489 | 1,523,980 |
|  |  |  | Advance given to the party for issuance of shares |  | 241,000,000 |
|  |  |  | Ownership interest in Systems International IT Pte. Ltd. transferred to the party | 818,009,000 | - |
|  |  |  | Payment made on behalf of the party to Systems International IT Pte. Ltd. | 1,407,182,000 | - |
| TechVista Systems Pty. Ltd. | Sub-Subsidiary | Wholly owned by subsidiary: | Revenue | 8,244,806 | 5,086,602 |
|  |  | TechVista Systems FZ LLC | Expenses incurred on behalf of the party by the Company | 7,553,171 | - |
| Systems Limited Employees' Provident Fund | Staff retirement fund | Staff retirement fund | Contribution | 690,915,227 | 444,044,717 |
|  |  |  | Payments made on behalf of the party by the Company | $550,159,260$ | - |
| TechVista Information Technology W.L.L. | Subsidiary | Management Control | Revenue | 439,988,588 | 294,864,184 |
|  |  |  | Share options issued to employees of the subsidiary | $1,194,616$ | 10,720,281 |
|  |  |  | Expenses incurred on behalf of the party by the Company | 42,359,704 | 30,221,479 |
|  |  |  | Expenses incurred on behalf of the Company by the party | 39,219,181 | - |


| Undertaking | Relation | Basis of relationship | Nature of transaction | Un-audited |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  | Nine Months Ended |  |
|  |  |  |  | $\begin{gathered} \text { September 30, } \\ 2023 \end{gathered}$ | $\begin{gathered} \hline \text { September 30, } \\ 2022 \end{gathered}$ |
|  |  |  |  | (Rupees) |  |
| Visionet EMEA Limited | Associated company | Common shareholding of directors | Revenue | 618,548,411 | 331,089,029 |
|  |  |  | Expenses incurred on behalf of the party by the Company |  | 6,020,230 |
|  |  |  | Expenses incurred on behalf of the Company by the party | 2,827,147 |  |
| National Data Consultant (Private) Limited | Subsidiary | Wholly owned | Share options issued to employees of the subsidiary | 5,796,246 | - |
|  |  |  | Expenses incurred on behalf of the party by the Company | 693,303,337 | - |
|  |  |  | Expenses incurred on behalf of the Company by the party | 398,500 | - |
| Systems Arabia for Information Technoloy | Subsidiary | Wholly owned | Revenue | 902,548,993 | 68,458,081 |
|  |  |  | Share options issued to employees of the subsidiary | 6,001,514 | - |
|  |  |  | Expenses incurred on behalf of the party by the Company | 46,317,691 | 121,139,088 |
|  |  |  | Expenses incurred on behalf of the Company by the party | 89,860,796 | - |
| Treehouse Consultancy LLC | Sub-Subsidiary | Wholly owned by subsidiary: TechVista Systems FZ LLC | Revenue | 37,620,739 | 24,760,708 |
| Systems Africa for Information Technologies Pty. Ltd. | Subsidiary | Wholly owned | Revenue | 95,771,407 | - |
|  |  |  | Expenses incurred on behalf of the party by the Company | 5,196,452 | 1,124,663 |
|  |  |  | Share options issued to employees | 786,810 | - |
| Systems APAC for Information Technology | Sub-Subsidiary | Wholly owned by subsubsidiary: Systems International IT Pte. Ltd. | Revenue | 157,746,376 | 2,178,333 |
| Pte. Ltd. |  |  | Expenses incurred on behalf of the party by the Company |  |  |
| Systems International IT Pte. Ltd. | Subsidiary | Wholly owned by subsidiary: Advance given to the party for issuance of Systems Ventures (Private) shares Limited <br> Expenses incurred on behalf of the party by the Company |  | 1,025,730 | 818,009,000 |
|  |  |  |  | 2,201,436 |  |
| SYS Egypt for Information Technology Services | Subsidiary | Wholly owned | Expenses incurred on behalf of the party by the Company |  | $2,869,427$ <br> $1,284,806$ | 11,238,044 |
|  |  |  | Expenses incurred on behalf of Company by the party |  |  |  |
|  |  |  | Advance against services | - | 51,110,875 |  |
|  |  |  | Share options issued to employees of the subsidiary | 492,560 | - |  |
| National Data Consultancy FZE | Sub-Subsidiary | Wholly owned by subsubsidiary: Systems International IT Pte. Ltd. | Revenue | 822,223,475 | - |  |


|  | Nine Months Ended |  |
| :---: | :---: | :---: |
|  | September 30, September 30, |  |
| Note 2023 | 2022 |  |
| (Rupees) |  |  |

## 14. CASH FLOWS FROM OPERATING ACTIVITIES

Profit before taxation
Adjustments for:
Depreciation of property and equipment
Depreciation of right-of-use asset
Amortization of intangibles
Share based payment expense

- Contract assets - unsecured
- Trade debts - unsecured

Finance costs
Exchange gain
Profit on short term investments
Profit on bank deposits
Interest on loan to related parties
Loss / (Gain) on disposal of property and equipment

## Working capital changes

Long term deposits
Contract Assets - unsecured
Trade debts - unsecured
Loans paid to employees - net
Advances and other receivables
Trade deposits and short term prepayments
Trade and other payables
Contract liabilities

| 7,072,430,256 | 5,078,533,092 |
| :---: | :---: |
| 423,221,863 | 314,347,219 |
| 113,504,723 | - |
| 7,594,299 | 7,704,625 |
| 136,128,316 | 136,661,832 |
| 13,730,425 | - |
| 108,203,083 | 50,726,270 |
| 487,561,393 | 131,414,801 |
| (2,386,235,698) | (1,172,076,353) |
| (213,985,944) | $(398,304,315)$ |
| $(43,309,521)$ | $(28,554,829)$ |
| $(37,438,094)$ | - |
| $(2,931,702)$ | $(82,844,151)$ |
| (1,393,956,857) | (1,040,924,901) |
| 5,678,473,399 | 4,037,608,191 |
| (6,736,980) |  |
| (1,049,072,374) | (746,929,820) |
| $(2,582,278,771)$ | $(2,377,273,469)$ |
| $(334,145,980)$ | - |
| $(871,940,286)$ | $(519,078,412)$ |
| $(750,730,878)$ | (113,961,198) |
| 2,516,406,774 | 471,434,595 |
| $(144,729,215)$ |  |
| (3,223,227,710) | (3,285,808,304) |
| 2,455,245,689 | 751,799,887 |

## 15. FINANCIAL RISK MANAGEMENT

The Company's financial risk management objective and policies are consistent with those disclosed in the preceding annual audited financial statements for the year ended December 31, 2022.

### 15.1 Fair values of financial assets and liabilities

The carrying values of other financial assets and financial liabilities reflected in these condensed unconsolidated interim financial statements approximate their fair values. Fair value is determined on the basis of objective evidence at each reporting date.

|  | Un-auditedSeptember 30, 2023 |  |  |
| :---: | :---: | :---: | :---: |
|  | At fair value through profit or loss | At amortized cost | Total |
| 15.2 Financial instruments by categories | (Rupees) |  |  |
| Financial assets |  |  |  |
| Interest free loans to employees | - | 483,810,890 | 483,810,890 |
| Contract assets - unsecured | - | 2,064,786,636 | 2,064,786,636 |
| Trade debts - unsecured | - | 13,678,891,958 | 13,678,891,958 |
| Trade deposits | - | 41,486,884 | 41,486,884 |
| Loans advances \& other receivables | - | 1,848,668,274 | 1,848,668,274 |
| Short term investments | 602,908,759 | 282,000,000 | 884,908,759 |
| Interest accrued | - | 7,325,076 | 7,325,076 |
| Cash and bank balances | - | 2,818,406,508 | 2,818,406,508 |
|  | 602,908,759 | 21,225,376,226 | 21,828,284,985 |
| Financial liabilities |  |  |  |
| Lease liabilities | - | 609,681,998 | 2,750,000,000 |
| Mark-up accrued on short term borrowings | - | 84,142,659 | 13,702 |
| Short term borrowings - secured | - | 3,530,000,000 | 3,530,000,000 |
| Unclaimed dividend | - | 20,569,910 | 20,569,910 |
| Trade and other payables | - | 5,211,219,168 | 5,211,219,168 |
|  | - | 9,455,613,735 | 8,761,802,780 |
|  | AuditedDecember 31, 2022 |  |  |
|  | At fair value through profit or loss | At amortized cost | Total |
|  | (Rupees) |  |  |
| Financial assets |  |  |  |
| Interest free loans to employees | - | 398,150,748 | 398,150,748 |
| Contract assets - unsecured | - | 1,029,444,687 | 1,029,444,687 |
| Trade debts - unsecured | - | 8,818,580,572 | 8,818,580,572 |
| Trade deposits | - | 220,083,140 | 220,083,140 |
| Loans to related parties | - | 275,965,677 | 275,965,677 |
| Other receivables | - | 497,638,045 | 497,638,045 |
| Short term investments | 4,253,978,169 | 177,000,000 | 4,430,978,169 |
| Interest accrued | - | 1,521,649 | 1,521,649 |
| Cash and bank balances | - | 588,569,946 | 588,569,946 |
|  | 4,253,978,169 | 12,006,954,464 | 16,260,932,633 |
| Financial liabilities |  |  |  |
| Lease liabilities | - | 541,723,263 | 13,702 |
| Mark-up accrued on short term borrowings | - | 1,606,411,434 | 76,816,085 |
| Short term borrowings - secured | - | 3,050,000,000 | 2,750,000,000 |
| Unclaimed dividend | - | 13,536,152 | 9,226,244 |
| Trade and other payables | - | 82,126,318 | 1,162,101,750 |
|  | - | 5,293,797,167 | 3,998,157,781 |

## 16. Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.
Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable either, directly or indirectly.
Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

| Level 1 | Level 2 | Level 3 | Total |
| :---: | :---: | :---: | :---: |

As at September 30, 2023 (Un-audited)
Fair value through profit and loss

- Mutual Fund units

602,908,759
602,908,759

## As at December 31, 2022 (Audited)

Fair value through profit and loss
$\begin{array}{llll}- \text { Mutual Fund units } 4,253,978,169 & - & \text { 4,253,978,169 }\end{array}$

## 17. EVENTS AFTER THE STATEMENT OF FINANCIAL POSITION DATE

There are no subsequent events subsequent to the reporting date.
18. DATE OF AUTHORIZATION FOR ISSUE

These condensed unconsolidated interim financial statements were authorized for issue on 26 October 2023 by the Board of Directors of the Company.

## 19. CORRESPONDING FIGURES

Corresponding figures have been re-arranged or re-classified where necessary for the purpose of comparison, however no significant re-classification or re-arrangements have been made in these condensed unconsolidated interim financial statements.
20. GENERAL

Figures have been rounded off to the nearest rupees, unless otherwise stated.
(CHAIRMAN)


# SYSTEMS LIMITED <br> CONSOLIDATED <br> FINANCIAL <br> STATEMENTS 

## CONSOLIDATED CONDENSED INTERIM STATEMENT OF FINANCIAL POSITION

AS AT 30 SEPTEMBER 2023 (UNAUDITED)

|  | Note | Unaudited 30 September 2023 | $\qquad$ |
| :---: | :---: | :---: | :---: |
| ASSETS |  | Rupees |  |
| Non-current assets |  |  |  |
| Property and equipment | 6 | 3,632,237,271 | 2,942,599,349 |
| Intangible |  | 8,515,593,762 | 7,963,673,553 |
| Long term investments |  | 103,995,936 | 243,023,912 |
| Investment in Associates |  | 680,483,695 | 951,034,316 |
| Right-of-use asset |  | 616,790,150 | 580,144,739 |
| Long term loans |  | 483,810,890 | 298,036,906 |
| Deferred taxation - net |  | 26,241,687 | 12,157,378 |
| Deferred employee benefits |  | 243,541,482 | 86,938,319 |
| Long term receivable - unsecured |  | 1,145,204,040 | 909,097,001 |
| Long term deposits |  | 68,505,366 | 63,844,710 |
|  |  | 15,516,404,281 | 14,050,550,183 |
| Current assets |  |  |  |
| Contract assets |  | 6,520,720,910 | 2,591,990,933 |
| Trade debts | 7 | 10,780,823,668 | 8,494,847,010 |
| Current portion of long term receivable - unsecured |  | 154,156,501 | 194,200,634 |
| Loans, advances and other receivables |  | 4,726,366,130 | 1,434,826,075 |
| Trade deposits and short term prepayments |  | 4,364,391,023 | 1,094,819,779 |
| Interest accrued |  | 7,969,049 | 1,521,649 |
| Short term investments | 8 | 2,060,158,759 | 4,430,978,169 |
| Tax refunds due from the Government |  | 205,892,886 | 187,443,226 |
| Current portion of deferred employee benefits |  | 21,661,535 | 29,892,702 |
| Cash and bank balances |  | 5,871,474,926 | 5,814,496,232 |
|  |  | 34,713,615,387 | 24,275,016,409 |
| TOTAL ASSETS |  | 50,230,019,668 | 38,325,566,592 |

## EQUITY AND LIABILITIES

Share capital and reserves
Authorized share capital
400,000,000 (2022: 400,000,000) ordinary shares of Rs. 10 each
Issued, subscribed and paid up share capital
Capital and reserves
Unappropriated profits
Non-controlling interest
Non-current liabilities
Long term advances

| 4,000,000,000 | 4,000,000,000 |
| :---: | :---: |
| 2,912,836,990 | 2,904,076,990 |
| 7,827,513,493 | 5,917,212,743 |
| 19,796,429,574 | 14,104,886,266 |
| 30,536,780,057 | 22,926,175,999 |
| 2,584,780 | 2,103,542 |
| 30,539,364,836 | 22,928,279,541 |
| 38,275,226 | 6,767,044 |
| 526,910,414 | 491,701,794 |
| 1,924,224,043 | 1,040,158,349 |
| 580,436,473 | 455,978,209 |
| 3,069,846,155 | 1,994,605,396 |
| 7,905,333,200 | 5,937,289,453 |
| 20,569,910 | 13,536,152 |
| 4,140,485,193 | 3,025,704,894 |
| 84,635,752 | 83,638,647 |
| 3,530,000,000 | 3,110,000,000 |
| 140,040,753 | 112,996,863 |
| 799,743,869 | 1,116,281,250 |
| - | 3,234,396 |
| 16,620,808,677 | 13,402,681,655 |
| 50,230,019,668 | 38,325,566,592 |

CONTINGENCIES AND COMMITMENTS
The annexed notes from 1 to 18 form an integral part of this condensed interim financial information.
(CHIEF EXECUTIVE OFFICER)

|  | Note | Nine Months Ended |  | Three Months Ended |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | September 30, 2023 | September 30, 2022 | September 30, 2023 | September 30, 2022 |
|  |  |  | -------------------- | ees- |  |
| Revenue from contract with customers - net |  | 37,333,785,801 | 20,144,848,895 | 14,144,622,403 | 8,681,603,604 |
| Cost of sales |  | 27,220,094,113 | 13,785,810,105 | 10,289,558,046 | 5,977,011,590 |
| Gross profit |  | 10,113,691,688 | 6,359,038,789 | 3,855,064,357 | 2,704,592,014 |
| Distribution expenses |  | 1,288,267,525 | 451,256,260 | 452,849,897 | 186,329,915 |
| Administrative expenses |  | 2,975,301,467 | 1,766,220,088 | 1,131,608,366 | 780,420,239 |
| Impairment losses on financial assets |  | 383,056,960 | 96,697,365 | 162,526,370 | 76,258,136 |
|  |  | 4,646,625,952 | 2,314,173,713 | 1,746,984,633 | 1,043,008,290 |
| Operating profit |  | 5,467,065,736 | 4,044,865,076 | 2,108,079,724 | 1,661,583,724 |
| Other income | 11 | 3,016,979,457 | 1,735,194,330 | 178,692,626 | 753,548,976 |
| Share of loss from associate |  | 284,050,620 | 231,370,469 | 60,554,928 | 82,277,736 |
| Finance cost |  | 653,875,388 | 153,393,257 | 245,733,713 | 69,040,018 |
| Profit before taxation |  | 7,546,119,186 | 5,395,295,679 | 1,980,483,710 | 2,263,814,945 |
| Taxation |  | 399,307,382 | 279,583,243 | 127,533,266 | 113,539,733 |
| Profit after taxation |  | 7,146,811,803 | 5,115,712,436 | 1,852,950,443 | 2,150,275,212 |
| Attributable to: |  |  |  |  |  |
| Equity holders of the parent |  | 7,146,330,566 | 5,115,843,867 | 1,852,800,331 | 2,150,433,259 |
| Non-controlling interest |  | 481,238 | $(131,431)$ | 150,113 | $(158,047)$ |
|  |  | 7,146,811,803 | 5,115,712,436 | 1,852,950,443 | 2,150,275,212 |
| Earnings per share: |  |  |  |  |  |
| Basic earnings per share | 12 | 24.57 | 18.47 | 6.36 | 7.72 |
| Diluted earnings per share |  | 24.38 | 18.37 | 6.31 | 7.67 |

The annexed notes from 1 to 18 form an integral part of this condensed interim financial information.

(CHAIRMAN)

(CHIEF EXECUTIVE OFFICER)

(CHIEF FINANCIAL OFFICER)

## CONSOLIDATED CONDENSED INTERIM STATEMENT OF COMPREHENSIVE INCOME <br> FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2023 (UNAUDITED)



The annexed notes from 1 to 18 form an integral part of this condensed interim financial information.
CONSOLIDATED CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2023 (UNAUDITED)

The annexed notes from 1 to 18 form an integral part of this condensed interim financial information.

|  |  | Nine Months Ended |  |
| :---: | :---: | :---: | :---: |
|  | Note | 30 September <br> 2023 | $\begin{gathered} 30 \text { September } \\ 2022 \end{gathered}$ |
|  |  | Rupees | Rupees |
| CASH FLOWS FROM OPERATING ACTIVITIES |  |  |  |
| Net cash flows from/(used in) operations | 14 | 717,528,974 | 2,032,277,148 |
| Finance costs paid |  | (613,320,388) | $(125,875,154)$ |
| Gratuity paid |  | $(100,205,030)$ | $(13,691,467)$ |
| Taxes paid |  | $(431,841,351)$ | $(285,657,406)$ |
|  |  | (1,145,366,769) | (425,224,027) |
| Net cash flows from/(used in) operating activities |  | $(427,837,795)$ | 1,607,053,120 |
| CASH FLOWS FROM INVESTING ACTIVITIES |  |  |  |
| Purchase of property and equipment |  | (1,168,986,545) | (1,170,627,928) |
| Proceeds from the disposal of property and equipment |  | 25,357,358 | 237,194,797 |
| (Increase) / Decrease in long term deposits |  | $(4,660,656)$ | 47,252,804 |
| Disposal / (investment) of short term investments - net |  | 2,370,819,410 | $(331,266,528)$ |
| Investment in subsidiary |  | - | $(1,242,873,991)$ |
| Increase in long term investment |  | $(15,440,936)$ | $(93,986,104)$ |
| Profit received on short term investment |  | 212,357,632 | 402,357,893 |
| Interest received on loan from related parties |  | 37,438,093 | - |
| Profit received on bank deposits |  | 45,353,113 | 29,787,234 |
| Net cash flows used in/from investing activities |  | 1,502,237,468 | $(2,122,161,823)$ |
| CASH FLOWS FROM FINANCING ACTIVITIES |  |  |  |
| Proceeds from exercise of share options |  | 118,688,008 | 53,156,008 |
| Increase in short term borrowings |  | 420,000,000 | 1,200,000,000 |
| (Decrease) in long term loan |  | $(185,773,984)$ | $(52,385,598)$ |
| (Decrease) in Lease Liability |  | $(127,455,519)$ | 7,243,150 |
| Dividend paid |  | $(1,462,302,253)$ | $(688,812,707)$ |
| Increase in long term advances |  | 28,273,786 | 140,692,427 |
| Net cash flows used in financing activities |  | $(1,208,569,962)$ | 659,893,280 |
| Net (decrease) in cash and cash equivalents |  | $(134,170,289)$ | 144,784,577 |
| Net foreign currency exchange difference |  | 191,148,983 | 448,418,217 |
| Cash and cash equivalents at beginning of the period |  | 5,814,496,232 | 2,978,863,741 |
| Cash and cash equivalents at closing of the period |  | 5,871,474,926 | 3,572,066,535 |

The annexed notes from 1 to 18 form an integral part of this condensed interim financial information.

## 1. THE GROUP AND ITS OPERATIONS

### 1.1 Holding company

The Company is a public limited Company incorporated in Pakistan under the repealed Companies Ordinance 1984 (now Companies Act 2017), and is listed on the Pakistan Stock Exchange. The Company is principally engaged in the business of software development, trading of software and business process outsourcing services. The head office of the Company is situated at E-1, Sehjpal Near DHA Phase-VIII (Ex-Air Avenue), Lahore Cantt.

### 1.2 Subsidiary and sub-subsidiary Companies

1.2.1 TechVista Systems FZ - LLC, a limited liability Company incorporated in Dubai Technology and Media Free Zone Authority, is a $100 \%$ (2022: $100 \%$ ) owned subsidiary of Systems Limited, Pakistan. The Company is engaged in the business of developing software and providing ancillary services.
1.2.2 TechVista Systems LLC is a limited liability company registered in the Emirate of Dubai under Federal Law No. 2 of 2015, is 100\% (2022: $100 \%$ ) controlled by TechVista Systems FZ-LLC. The Company is licensed as a software house.
1.2.3 TechVista Manpower LLC (TechVista MP LLC), a sole establishment, duly licensed by Dubai Economic Department, under License No. 800123, is $100 \%$ (2022: 100\%) controlled by TechVista Systems FZ-LLC.
1.2.4 SUS JV (Private) Limited, a private limited company registered under the Companies Act, 2017 is a $95 \%$ (2022: 95\%) owned subsidiary of Systems Limited. The Company is set up for the Balochistan Land Revenue Management Information Systems project. The project is related to digitization of land records and development of a web-based management information system.
1.2.5 Systems Ventures (Private) Limited, a private limited Company registered under the Companies Act, 2017, incorporated on 11 November 2019, is a $100 \%$ (2022: 100\%) owned subsidiary of Systems Limited. The Company aims to invest in new ventures, start-ups and incubate new ideas.
1.2.6 Systems Australia (formerly TechVista Systems Pty Ltd), is a $100 \%$ (2022: 100\%) owned subsidiary of Techvista Systems FZ LLC and was incorporated in December 2014 in Australia with the paid up share capital of AUD 1.
1.2.7 Systems Arabia for Information Technology, is a wholly owned subsidiary of Systems Limited and was incorporated in December 2022. The Company has been setup in Saudi Arabia to provide IT services. As of reporting date, no payment has been made against its share capital.
1.2.8 SYS Egypt for Information Technology Services, a limited liability company, was incorporated in the Arab Republic of Egypt on May 29, 2022, for the purpose of sale of software services and trading software licenses in the Middle East and North Africa region. The company is a wholly owned subsidiary of the Systems Limited.
1.2.9 Systems Africa for Information Technologies Pty. Ltd., a limited liability company was incorporated in the Republic of South Africa on July 28,2022 , for the purpose of sale of software services and trading software licenses in the region. The company is wholly owned subsidiary of the Systems Limited.
1.2.10 National Data Consultant (Private) Limited ('NdcTech'). NdcTech is a company setup in Pakistan engaged in core and digital banking implementation services, having rich clients in Pakistan, Middle East, Africa and Asia Pacific region.
1.2.11 During the year, TechVista Systems FZ- LLC acquired $100 \%$ stake in Treehouse Consultancy LLC in Dubai. Treehouse Consultancy LLC is a wholly owned subsidiary of TechVista Systems FZ- LLC in Dubai.
1.2.12 Systems International IT Pte. Ltd.. a limited liability company was incorporated in the Republic of Singapore on May 11, 2022, for the purpose of sale of software services and trading software licenses in the Asia Pacific region. The company is a wholly owned subsidiary of Systems Limited.
1.2.13 Systems APAC for Information Technology Pte. Ltd., a limited liability company was incorporated in the Republic of Singapore for the purpose of sale of software services and trading software licenses in the Asia Pacific region. The Company is a wholly owned subsidiary of Systems International IT Pte Ltd. with authorized share capital of SGD 1.
1.2.14 NDC Tech APAC Pte. Ltd., is a limited liability company, for the purpose of sale of software services and trading software licenses in the Asia Pacific region. The Company is a wholly owned subsidiary of Systems International IT Pte Ltd. with authorized share capital of SGD 100 .
1.2.15 National Data Consultancy FZE, is a limited liability company in Dubai, for the purpose of sale of software services and trading software licenses in the region. The Company is a wholly owned subsidiary of Systems International IT Pte Ltd. with authorized share capital of AED 150,000.
1.2.16 Techvista Information Technology W.L.L. ('TVSQ'), a limited liability company was incorporated in the State of Qatar on February $27,2022$. The Holding Company has 100\% control and management of TVSQ.
1.2.17 Techvista Systems East Africa Limited, a limited liability company was incorporated in Kenya on 24th May 2023. The company is a wholly owned subsidiary of Systems International IT Pte Ltd.
1.2.18 Systems Holdings (Pvt) Limited is private company incorporated in Pakistan on 13 April 2023. The company is a wholly owned subsidiary of Systems Limited.
1.2.19 SYS Bahrain for Information Technology W.L.L, a limited liability company was incorporated in Bahrain on 15 February 2023. The company is a wholly owned subsidiary of Systems International IT Pte Ltd.

### 1.3 Associated Companies

SalesFlo (Private) Limited (formerly Retailistan (Private) Limited), a private limited Company registered under the Companies Act, 2017 and incorporated on January 28, 2015, is a $20 \%$ (2021: nil) owned associate of Systems Limited which provides services of software designing, development, implementation, maintenance, testing and benchmarking, and to provide internet/web-based applications. The Group acquired interest in SalesFlo (Private) Limited (formerly Retailistan (Private) Limited) on July 19, 2021 through its wholly owned subsidiary, Systems Ventures (Private) Limited. Accordingly, the results of SalesFlo (Private) Limited (formerly Retailistan (Private) Limited) have been accounted for using the equity method of accounting in these consolidated financial statements using consistent accounting policies of the Holding Company.

E-Processing Systems B.V, a private limited Company, incorporated on October 08, 2021 in Netherlands, is a 44.60\% (2022: 44.60\%) owned associate of Systems Limited which is primarily aimed at attracting foreign investment. The results of E-Processing Systems B.V. have been accounted for using the equity method of accounting in these consolidated financial statements using consistent accounting policies of the Holding Company.

## 2. STATEMENT OF COMPLIANCE

2.1 This consolidated condensed interim financial information of the Group for the nine months period ended 30 September 2023 has been prepared in accordance with the requirements of the International Accounting Standard 34 - Interim Financial Reporting and provisions of and directives issued under the Companies Act, 2017. In case where requirements differ, the provisions of or directives issued under the Companies Act, 2017 have been followed.
2.2 This interim financial information is un-audited and is being submitted to shareholders, as required by section 237 of the Companies Act, 2017.
3. BASIS OF PREPARATION

This consolidated condensed interim financial information is not audited and has been prepared in condensed form and does not include all the information as is required to be provided in full set of annual financial statements. This condensed interim consolidated financial information should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2022.

### 3.1 Consolidated financial statements

This consolidated condensed interim financial information comprises the financial information of Systems Limited and its subsidiaries, here-in-after referred to as "the Group".

### 3.2 Basis of measurement

This consolidated condensed interim financial information has been prepared under the historical cost convention.
4. ACCOUNTING POLICIES

The accounting policies adopted for the preparation of this condensed interim financial information are the same as those applied in the preparation of the preceding annual published financial statements of the Group for the year ended 31 December 2022.
5. ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of consolidated condensed interim financial information requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amount of assets and liabilities, incomes and expenses. Actual results may differ from these estimates. The significant judgments made by management in applying the Group's accounting policies and the key sources of estimation are the same as those that applied to the financial statements for the year ended 31 December 2022.

|  |  | Note | Unaudited 30 September 2023 | $\qquad$ |
| :---: | :---: | :---: | :---: | :---: |
|  |  |  | --- (Rup | s) ---------- |
| 6. | PROPERTY AND EQUIPMENT |  |  |  |
|  | Operating fixed assets | 6.1 | 3,601,597,227 | 2,699,160,711 |
|  | Capital work in progress | 6.2 | 30,640,044 | 243,438,638 |
|  |  |  | 3,632,237,271 | 2,942,599,349 |
| 6.1 | Operating fixed assets: |  |  |  |
|  | Opening balance - net book value |  | 2,699,160,711 | 2,028,987,092 |
|  | Additions during the period / year - cost | 6.1 .1 | 1,381,785,139 | 1,259,220,479 |
|  | Acquisition of subsidiary |  | - | 70,878,437 |
|  |  |  | 4,080,945,850 | 3,359,086,008 |
|  | Less: |  |  |  |
|  | Disposals during the period / year | 6.1 .2 | 22,425,656 | 188,183,810 |
|  | Depreciation during the period / year |  | 456,922,967 | 471,741,487 |
|  | Book value at the end of the period/ year |  | 3,601,597,227 | 2,699,160,711 |
| 6.1.1 | Additions during the period/ year-cost |  |  |  |
|  | Land |  | - | 198,196,635 |
|  | Building |  | 160,120,890 | 3,497,401 |
|  | Computers |  | 595,677,218 | 451,285,599 |
|  | Computer equipment and installations |  | 313,866,880 | 165,835,329 |
|  | Other equipment and installations |  | 106,591,160 | 119,986,658 |
|  | Generator |  | 24,724,627 | 36,222,623 |
|  | Furniture and fittings |  | 90,417,097 | 114,213,394 |
|  | Vehicles |  | 3,029,490 | 15,982,920 |
|  | Office equipment |  | 17,731,500 | 5,173,932 |
|  | Leasehold Improvements |  | 50,546,385 | 108,912,405 |
|  | Capital work in progress |  | - | - |
|  | Exchange gain / (loss) |  | 19,079,892 | 39,913,583 |
|  |  |  | 1,381,785,139 | 1,259,220,479 |
| 6.1.2 | Disposals during the period / year - WDV |  |  |  |
|  | Building on freehold land |  | - | 4,214,000 |
|  | Computers |  | 16,569,499 | 30,875,633 |
|  | Computer equipment and installations |  | 5,557,951 | 1,671,326 |
|  | Other equipment and installations |  | - | 708,741 |
|  | Furniture and fittings |  | 298,206 | 3,270,440 |
|  | Vehicles |  | - | 147,416,196 |
|  | Office equipment |  | - | 27,474 |
|  |  |  | 22,425,656 | 188,183,810 |
| 6.2 | CAPITAL WORK IN PROGRESS |  |  |  |
|  | Civil works | 6.2 .1 | 30,640,044 | 161,020,955 |
|  | Advance against purchase of property and equipment |  | - | 82,417,683 |
|  |  |  | 30,640,044 | 243,438,638 |
| 6.2.1 | Balance at the beginning of the period/year |  | 243,438,638 | 22,812,942 |
|  | Additions during the period / year |  | 77,898,237 | 244,466,048 |
|  | Advance against purchase of property \& equipment |  |  | 82,417,683 |
|  | Transfer to operating fixed assets during the period / year |  | $(290,696,831)$ | $(106,258,035)$ |
|  | Balance at the end of the period / year |  | 30,640,044 | 243,438,638 |
| 7. | TRADE DEBTS |  |  |  |
|  | Considered good - unsecured |  |  |  |
|  | Export |  | 8,752,763,077 | 6,879,808,724 |
|  | Local |  | 2,235,406,507 | 1,975,980,356 |
|  |  |  | 10,988,169,584 | 8,855,789,080 |
|  | Less: Allowance for expected credit losses |  | $(207,345,916)$ | $(360,942,070)$ |
|  |  |  | 10,780,823,668 | 8,494,847,010 |
| 8. | SHORT TERM INVESTMENTS |  |  |  |
|  | Fair value through profit and loss - Mutual fund units |  | 602,908,759 | 4,253,978,169 |
|  | Amortized cost |  |  |  |
|  | - Term deposit receipts (TDRs) |  | 1,457,250,000 | 177,000,000 |
|  |  |  | 2,060,158,759 | 4,430,978,169 |

9.1 Vertical Segments
 The Group can also better understand its competitive footprint within each vertical, identifying areas where it
 The Group will continue to use geographical segments as well in addition to vertical segments. However, the five primary segments now revolve around industry verticals, reflecting the Group's strategic shift: - Banking Financial Services \& Insurance (BFSI): This segment includes activities related to banking, financial services, and insurance.

- Retail \& CPG (Consumer Packaged Goods): This segment encompasses retail operations and consumer goods. - Retail \& CPG (Consumer Packaged Goods): This segment encompasses retail operations and consumer goods.
- Technology : This segment includes technology-related solutions, products and services.
- Telco (Telecommunications): This segment involves telecommunications services and technologies.
- Others: This catch-all category remaining segments that don't fall into the specific verticals mentioned above.

9.2 Geographical segments

| North America |  | Europe |  | Middle East \& Africa |  | Asia Pacific |  | Pakistan |  | Total |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Un-audited |  | Un-audited |  | Un-audited |  | Un-audited |  | Un-audited |  | Un-audited |  |
| Nine months ended September |  | Nine months ended September |  | Nine months ended September |  | Nine months ended September |  | Nine months ended September |  | Nine months ended September |  |
| 2023 | 2022 | 2023 | 2022 | 2023 | 2022 | 2023 | 2022 | 2023 | 2022 | 2023 | 2022 |

37,333,785,801 20,144,848,895
$(13,785,810,105)$
$6,359,038,789$

| $(1,288,267,525)$ | $(451,256,260)$ |
| ---: | ---: | | $(1,2,975,301,467)$ | $(1,766,220,088)$ |
| :--- | :--- |
| $(4,263,568,992)$ | $(2,217,476,348)$ | 4,141,562,441

 O

0
0
0
$0_{0}$
0
0
0
0

 $(279,583,243)$
$5,115,712,436$
2.1 The group has assessed the classfication of each customer in respective geography and made corrections in the above note as a result there will be slight variation when compared with previous reported quarters

### 10.1 Contingencies

There is no significant change in the contingencies since the date of preceding published annual financial statements.

### 10.2 Commitments:

10.2.1 Guarantees issued by the financial institutions on behalf of the Group amount to Rs. $1,068.57$ million (December 31, 2022: Rs 433.35 million). This includes guarantees of Rs 77.38 million (December 31, 2022: Rs 77.38 million) given on behalf of UUS Joint Venture (Private) Limited, a joint operation of the Group.
10.2.2 The Group has issued Performance Guarantee to National Bank of Pakistan Hong Kong against services contract amount USD 13,950 (2022: USD 13,950) and National Bank of Pakistan Kingdom of Saudi Arabia against services contract USD 25,000 (2022: 25,000)
10.2.3 Guarantees issued by the Group on behalf of E-Processing Systems (Private) Limited to National Bank of Pakistan amount to Rs 100 million (December 31, 2022: Rs 100 million). Guarantees issued by the Group on behalf of National Data Consultant (Private) Limited to Bank Al Habib Limited amount to Rs 134 million (December 31, 2022 : Rs 134 million).
10.2.4 The Group has received credit facilities from banks to issue advance payment guarantees, performance guarantees and bid bonds for securing IT and software related projects upto a limit of AED 20 million. The credit facilities are secured against the margin account balance kept by the bank along with a counter guarantee collateral value of AED 20 million.
11. Other Income

## Income from financial assets

Profit on deposit accounts
Profit on short term investments
Exchange gain / (loss)
Interest on loan to subsidiaries
Effect of discounting of long term loans

## Income from non-financial assets:

Gain on disposal of property \& equipment Others

| Nine Months Ended |  |
| :---: | :---: |
| Un-audited | Un-audited |
| 30 September | 30 September |
| 2023 | 2022 |
| $-----------------~(R u p e e s) ~$ |  |



EARNINGS PER SHARE

## Basic earnings per share

Profit for the period attributable to equity holder of parent
Weighted average number of ordinary shares in issue during the period

Basic - in Rupees

Diluted earnings per share
Profit for the period attributable to equity holder of parent

Weighted-average number of ordinary shares (basic)
Effect of share options
290,900,898

Related parties comprise of associated companies, staff retirement fund, directors, key management personnel and also close members of the family of all the aforementioned related parties. The holding company in normal course of business carries out transactions with related parties. Transactions with related parties other than remuneration and benefits to key management personnel under the terms of their employment, are as follows:
Undertaking
Visionet Systems Incorporation - USA

Visionet Systems - UK

Visionet Deutschland GMBH Germany

E-Processing Systems (Private) Limited

Retailistan (Private) Limited
Associate

Staff retirement funds

## 14. CASH FLOWS FROM OPERATING ACTIVITIES

Profit before taxation

Adjustments of reconcile profit before tax to meet cash flows:
Depreciation on property and equipment
Depreciation on right-of-use asset
Amortization of intangible assets
Allowance for expected credit loss
Bad debts - written off
Share based payment expense
Finance cost
Gratuity expense
Share of loss of associate
Interest on loan to subsidiaries
Exchange (gain) on translation of export receivables
Effect of discounting of long term loans
Gain on disposal of property and equipment
Gain on short term investments
Profit on bank deposits
Profit before working capital changes

Effect on cash flow due to working capital changes
(Increase) / decrease in current assets:
Contract assets - Net
Trade debts
Loans, advances and other receivables
Employee interest free loans
Long term receivable
Trade deposits and short term prepayments
(Decrease) / increase in current liabilities:
Trade and other payables
Long term Liabilitiy
Contract Liability

Nature of transactions

## Revenue

Expenses incurred on behalf
of the party
Expenses incurred on behalf of the Group by the party

Revenue
Expenses incurred on behalf of the party
Expenses incurred on behalf of the Group by th party

Revenue
Expenses incurred on behalf of the party

Disbursements against loan
Receipts agains loan interest income on loan Property \& equipment sold

Long Term Investment Repayment of safe note

Contribution
Payments made on behalf of the party by the Company

Unaudited


| $8,533,540,136$ | $6,851,506,619$ |
| ---: | :---: |
| $83,304,386$ | $64,595,337$ |
| $117,139,530$ | - |
|  |  |
| $618,548,411$ | $331,089,029$ |
| $2,827,147$ | $6,020,230$ |
|  |  | 605,029,870

484,201,669
17,700,423

78,940,595
$(78,826,660)$ $21,792,462$
$88,555,000$
88,555,000
690,915,227 444,044,717
550,159,260

7,546,119,186
5,395,295,679

| 456,922,967 | 338,391,901 |
| :---: | :---: |
| 113,504,723 | - |
| 743,218,537 | 7,704,625 |
| 383,056,960 | 96,697,365 |
| - | - |
| 315,133,832 | 136,661,832 |
| 653,875,388 | 153,393,257 |
| 224,663,293 | 94,983,382 |
| 284,050,620 | 231,370,469 |
| $(37,438,094)$ | - |
| $(2,638,436,427)$ | (1,178,886,010) |
| (64,037,098) | - |
| $(2,931,702)$ | $(82,844,151)$ |
| (218,805,030) | $(398,304,315)$ |
| $(45,353,114)$ | $(29,787,234)$ |
| 167,424,855 | (630,618,878) |
| 7,713,544,040 | 4,764,676,801 |


| $(3,928,729,977)$ | $(1,481,525,404)$ |
| ---: | ---: |
| $123,871,722$ |  |
| $(3,291,540,055)$ | $(3,568,904,771)$ |
| $(84,334,898)$ | $(571,921,981)$ |
| $(196,062,972)$ | - |
| $(3,269,571,244)$ | - |
| $(10,646,367,425)$ | $(1,266,392,971)$ |
|  | $(6,888,745,128)$ |
| $1,968,043,747$ | $2,888,416,217$ |
| $567,528,313$ | - |
| $1,114,780,299$ | $1,267,929,257$ |
| $(6,996,015,066)$ | $(2,732,399,654)$ |
| $7117,528,974$ | $2,032,277,148$ |

### 15.1 Financial risk factors

There is no change in the Group's objectives, policies, procedures for measuring and managing the financial risks including capital management risk, since the preceding annual financial year ended 31 December 2022.

### 15.2 Fair values of financial assets and liabilities

The carrying values of all financial assets and liabilities reflected in financial statements approximate to their fair values. Fair value is determined on the basis of objective evidence at each reporting date. Accordingly, detailed disclosure with reference to fair value has not been given in this condensed interim financial information.

## Fair value hierarchy

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:
Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities
Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable either, directly or indirectly
Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data

- During the nine months period ended 30 September 2023, there were no transfers between Level 1 and Level 2 fair value measurements.
15.3 Financial instruments by categories


Financial assets as per balance sheet

|  |  |  |  |
| :---: | :---: | :---: | :---: |
| Long Term Receivable |  | 1,145,204,040 | 1,145,204,040 |
| Contract assets |  | 6,520,720,910 | 6,520,720,910 |
| Trade debts |  | 10,780,823,668 | 10,780,823,668 |
| Loans, advances and other receivables |  | 4,726,366,130 | 4,726,366,130 |
| Security deposits |  | 4,364,391,023 | 4,364,391,023 |
| Interest accrued |  | 7,969,049 | 7,969,049 |
| Short term investments | 602,908,759 | 1,457,250,000 | 2,060,158,759 |
| Cash and bank balances | - | 5,871,474,926 | 5,871,474,926 |
|  | 602,908,759 | 34,874,199,747 | 35,477,108,506 |


| 31 December 2022 |  |  |  |
| :---: | :---: | :---: | :---: |
| Financial Assets at fair value <br> through P\&L | Financial Assets at <br> amortized cost | Total |  |


| Financial assets as per balance sheet |  |  |  |
| :---: | :---: | :---: | :---: |
| Long Term Receivable |  | 1,103,297,635 | 1,103,297,635 |
| Contract assets |  | 2,591,990,933 | 2,591,990,933 |
| Trade debts |  | 8,494,847,010 | 8,494,847,010 |
| Loans, advances and other receivables |  | 820,058,468 | 820,058,468 |
| Security deposits |  | 570,803,303 | 570,803,303 |
| Interest accrued |  | 1,521,649 | 1,521,649 |
| Short term investments | 4,253,978,169 | 177,000,000 | 4,430,978,169 |
| Cash and bank balances | - | 5,814,496,232 | 5,814,496,232 |
|  | 4,253,978,169 | 19,574,015,230 | 23,827,993,399 |
|  |  | 30 September 2023 31 December 2022 |  |
|  |  | Financial Liabilities at amortized cost |  |
| Financial liabilities as per balance sheet |  |  |  |
| Lease liabilities |  | 666,951,167 | 604,698,657 |
| Markup accrued on short term borrowing |  | 84,635,752 | 83,638,647 |
| Short term borrowing |  | 3,530,000,000 | 3,110,000,000 |
| Unclaimed Dividend |  | 20,569,910 | 13,536,152 |
| Trade and other payables |  | 7,905,333,200 | 5,937,289,453 |
|  |  | 12,207,490,029 | 9,749,162,909 |

16. DATE OF AUTHORIZATION FOR ISSUE

This condensed interim financial information was authorized for issuance on 26 Oct 2023 by the Board of Directors of the Group.
17. CORRESPONDING FIGURES

Corresponding figures have been re-arranged or re-classified where necessary for the purpose of comparison, however no significant re-classification or re-arrangements have been made in these condensed unconsolidated interim financial statements.
18. GENERAL
18.1 Figures have been rounded off to the nearest rupee unless otherwise stated.

(CHIEF EXECUTIVE OFFICER)

NOTES

## $\Leftrightarrow$ Jama <br> سرمايپكارى سمجشدارىيֹساتٌ



Key features:
(1) Licensed Entities Verification
is Scam meter*
© Jamapunji games*

- Tax credit calculator*
" Company Verification
图 Insurance \& Investment Checklist
m? FAQs Answered

Jama Punji is an Investor Education Initiative of Secunites and Evchange Commission of Pakstan

## systems

| Pakistan | UAE |
| :---: | :---: |
| Lahore (Head Office) | Dubai |
| E-l, Sehjpal Near DHA Phase-VIII (Ex-Air Avenue), Lahore Cantt | Office 603, The Exchange Tower, Business Bay \| P.O. Box: 500497 Dubai, UAE |
| Lahore (BPO Office) |  |
| Commercial building | 404, Dubai Hills Business Park |
| Plaza No 1, Block-CCA, Phase 8C, DHA Lahore Cantt | 3, Emaar Hills Estate \| P.O. box: 500497 Dubai, UAE |
| Karachi | Sharjah |
| E-5, Central Commercial Area, | P.O Box 42741, Hamriyah Free |
| Shaheed-e-Millat Road, Karachi | Zone, Sharjah, UAE |
| Karachi |  |
| 9 B, Sumya Building, Mohammad Ali Society Muhammad Ali Chs | KSA |
| Ali Society Muhammad Ali Chs (Machs), Karachi | Riyadh |
|  | 3141 Anas ibn Malik Road, |
| Islamabad | Building B, 2nd Floor, |
| Plot No. 21, 1st Floor Fazeelat | Al Malqa, Riyadh, Saudi Arabia |
| Arcade, Sector G-11 Markaz, Islamabad |  |
|  | Qatar |
| Amazon Mall, 7th Floor, NH 5, Sector |  |
| A DHA Phase II, Islamabad | Doha |
|  | Palm Towers, Floor 41 |
| Multan | Westbay, Doha, Qatar |
| Plot No. 842/23 near Northern Bypass Chowk, Bosan Road, Multan |  |
|  |  |
| Faisalabad | Building B 2116, the Smart Village, |
| Jahal Khanewal, Main East | 28 Kms , Cairo-Alexandria Desert |
| Canal Road, Old Ehsan Yousaf Mill, | Road, Giza, Egypt |
| Ali Fatima Science College near |  |
| Faisal hospital, Faisalabad |  |
| Peshawar |  |
| 3rd Floor, DC Court Building, Near |  |
| Post office, Kacheri Gate, 04 Khyber |  |
| Rd, Peshawar Cantonment, |  |
| Peshawar |  |

South-Africa

Central Office Park No.4, 257 Jean Avenue, Centurion, 0157, PO Box 7750, Centurion, South Africa 0046

## Australia

Level 161 Market Street Sydney NSW 2000, Australia

Singapore

68 Circular Road \#02-01, Singapore
30 Cecil Street, \#19-08 Prudential Tower, Singapore 049712


[^0]:    The annexed notes 1 to 20 form an integral part of these condensed unconsolidated interim financial statements.
    (CHIEF EXECUTIVE OFFICER)
    

