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Samba Bank Limited

0800-SAMBA (72622) | www.samba.com.pk



think samba

World class banking solutions
for the most important things in life

samba bank سامبا بینک

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VISION

To be the most admired bank in Pakistan providing world class service and innovative solutions through its people and technology, yielding superior returns and demonstrating responsible corporate citizenship.

MISSION

To become the most admired bank by:

- Providing world class solutions to our customers by exceeding their service expectations.
- Investing in people by hiring, motivating and retaining best talent.
- Creating sustainable value through growth and efficiency of all stakeholders.
- Delivering superior returns to our investors.
- Benefiting the communities in which we operate.

CORE VALUES

Equal Opportunity

At Samba, we ensure all employees get equal opportunity to succeed. We value diversity and ensure fairness for all employees

Meritocracy

We believe talent is brought to the fore by advancing individuals not for who they are, but for what they can produce. At Samba, we value the role of each employee from the highest to lowest levels

Respect & Dignity

At Samba, we respect every individual irrespective of their background and evaluate them on his/her potential and performance. Samba values such individual contributions and encourages employees to excel

Teamwork

Samba believes single units when joined with many like itself, combine into a powerful force that can achieve great things. We are encouraged to think as a group and to support each other

Integrity

At Samba, from top management to junior interns, we demand and maintain highest level of integrity. This is not just something we do; it is what we are

Engage

COMPANY INFORMATION

Board of Directors

Mr. Mustafa Ilyas	Chairman/Non-Executive Director
Mr. Fahad Ali AlHunaiti	Non-Executive Director
Mr. Mazen Ali AlDhabi	Non-Executive Director
Ms. Kholood Khalid Al-Khelaiwi	Non-Executive Director
Hafiz Mohammad Yousaf	Independent Director
Ms. Zeeba Ansar	Independent Director
Mr. Shafqaat Ahmed	Independent Director
Mr. Rashid Jahangir	President & CEO/Executive Director

Board Audit Committee*

Hafiz Mohammad Yousaf	Chairman
Mr. Mazen Ali AlDhabi	Member
Mr. Fahad Ali AlHunaiti	Member

Board Risk Committee

Mr. Shafqaat Ahmed	Chairman
Mr. Fahad Ali AlHunaiti	Member
Ms. Zeeba Ansar	Member
Mr. Rashid Jahangir	Member

Board Nominations & Remuneration Committee*

Hafiz Mohammad Yousaf	Chairman
Mr. Mustafa Ilyas	Member
Ms. Kholood Khalid Al-Khelaiwi	Member

Board IT Committee

Ms. Zeeba Ansar	Chairperson
Mr. Fahad Ali AlHunaiti	Member
Mr. Mazen Ali AlDhabi	Member
Mr. Shafqaat Ahmed	Member

Board Level - Governance Committee (Islamic Banking Conversion)

Hafiz Mohammed Yousaf	Chairman
Mr. Shafqaat Ahmed	Member
Mr. Rashid Jahangir	Member
Ms. Samina H. Khan	Member
Syed Zia-ul-Husnain Shamsi	Member

Board Executive Committee

Mr. Shafqaat Ahmed	Chairman
Mr. Fahad Ali AlHunaiti	Member
Mr. Mazen Ali AlDhabi	Member

President & Chief Executive Officer

Mr. Rashid Jahangir

Company Secretary

Syed Zia-ul-Husnain Shamsi

Chief Financial Officer

Mr. Basit Hamanyun

Auditors

A. F. Ferguson & Co.
Chartered Accountants

Legal Advisors

Mohsin Tayebaly & Co.
Advocates & Legal Consultants

Head Office

5th Floor Sidco Avenue Centre,
Maulana Deen Muhammad Wafai, Road, Karachi.

Registered Office

1st Floor, 19-Saleem Plaza, Blue Area,
Jinnah Avenue, Islamabad - Pakistan.

Share Registrar

FAMCO Share Registration Services (Pvt.) Limited,
8-F, Near Hotel Faran, Nursery,
Block-6 P.E.C.H.S., Shakra-e-Faisal Karachi,
Pakistan.

Website

www.samba.com.pk

Helpline

0800 - SAMBA (72622)
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Credit Rating

Medium to Long Term	AA (Double A)
Short Term	A-1 (A-One)

* Re - Constituted w.e.f. December 9, 2025

Stability

BRANCH NETWORK

Currently, SBL has a network of 77 branches located in 36 major cities across the country

Karachi

I.I. Chundrigar Road
Clifton, Park Towers
Rashid Minhas Road
Hyderi
S.M.C.H.S.
Bahria Complex I
DHA Phase VIII
Shahrah-e-Faisal
Gulshan-e-Iqbal
Bahadurabad
Khayaban-e-Ittehad
Khayaban-e-Seher
Tauheed Commercial
Shaheed-e-Millat Road
26th Street Shahbaz
Malir Cantt.
KDA Market Gulshan
F.B. Area

Lahore

Gulberg
Shadman Town
Allama Iqbal Town
Johar Town
DHA Phase VI
DHA Phase V
DHA Z Block
New Garden Town
Tufail Sarwar Road
Cavalry Ground
Faisal Town
Model Town
Bahria Town
Pine Avenue
Etihad Town
Model Town - Block K

Islamabad

Jinnah Avenue
F-11
F-7
DHA Phase II
New Blue Area
I-8 Markaz

Rawalpindi

Murree Road
Bahria Town
Satellite Town

Malot

Park View City

Okara

M.A. Jinnah Road

Gujar Khan

G.T. Road

Gilgit

Jutial Complex

Hunza

Ganish Aliabad

Taxila

Lala Rukh - Wah Cantt

Mirpur (AJK)

Allama Iqbal Road

Jhelum

Jhelum Cantt.

Faisalabad

Liaquat Road
Susan Road

Mandi Bahauddin

Bank Road

Daska

Daska

Tehsil Pir Mahal

Pir Mahal

Sargodha

Satellite Town

Mouza Sydoana (Sargodha)

Shalimar Smart City

Burewala

Burewala

Peshawar

Islamia Road

Gujranwala

G.T. Road
D.C. Colony

Nowshera

Rashakai

Sialkot

Paris Road

Gujrat

Bhimber Road

Lala Musa

G.T. Road

Sahiwal

Sahiwal - Liaquat Road

Muhammad Pur (Sahiwal)

Muhammad Pur

Quetta

M.A. Jinnah Road

Gwadar

Airport Road

Bhawalpur

Model Town 'B'

Hyderabad

Auto Bahn Road

Vehari

Sarhand Colony Road

Jaranwala

Khurian Wala - Chak Jhumrah

Mouza Gith Barabar (Multan)

Mouza Gith Barabar (DHA)

Multan

Nusrat Road

Bagh

Bagh



Evolve

BOARD OF DIRECTORS



Mr. Mustafa Ilyas
Chairman

Mr. Mustafa Ilyas serves as an adviser to Saudi National Bank ("SNB"), Kingdom of Saudi Arabia since 2021, and also serves as Chairman of the Board of Directors of Samba Bank Limited Pakistan since October 27, 2022.

Prior to this, he was at PwC for over seventeen years, the majority of which focused exclusively on the banking sector. The early part of his career with PwC focused on providing external audit services to listed companies. He then specialized in due diligence assisting corporate and private equity investors on both buy and sell side.

Mr. Mustafa Ilyas is a Chartered Accountant and member of the Institute of Chartered Accountants England & Wales (UK). He holds a Master of Engineering from the Imperial College of Science, Technology and Medicine (London).



Ms. Kholood Khalid Al-Khelaiwi
Director

Ms. Kholood K. Al-Khelaiwi is a banking professional with over two decades of experience in the financial sector in Saudi Arabia. Throughout her career, she has held key leadership roles across prominent financial institutions, including the Saudi National Bank (SNB)—formerly known as the National Commercial Bank (NCB)—the Capital Market Authority (CMA), Samba Financial Group, and Mizuho Saudi Arabia.

Currently, Ms. Al-Khelaiwi serves as the Head of Talent Acquisition at Saudi National Bank (SNB) since 2024, transitioning from her extensive career as a global markets expert. Previously, she held the position of Head of Trading, Global Markets. Before that, she led Structured Solutions, Treasury for nearly eight years, demonstrating her expertise in treasury operations and financial solutions.

Prior to joining SNB, she served at the Capital Market Authority (CMA), Saudi Arabia, as a Senior Authorization & Inspection of Market Institutions officer for two years. Before that, she worked at Mizuho Saudi Arabia Company as Advisory Head for nearly two years. Her earlier tenure at Samba Financial Group spanned several years, where she held the role of Manager, Structured Finance Products & Sales, Treasury.

Ms. Al-Khelaiwi is skilled in global treasury operations, investment strategies, regulatory compliance, risk management, and financial reporting. She has also completed multiple certification programs relevant to her field, further enhancing her professional expertise.

She holds a Bachelor's degree in Economics (Quantitative Methods) from King Saud University, Kingdom of Saudi Arabia.

Aspire

BOARD OF DIRECTORS



Mr. Mazen Ali AIDhabi
Director

Mr. Mazen Ali AIDhabi is a banker with post 20 years of Management Experience in Board membership, Audit, Compliance, Engineering and Risk management with more than 10 years in Operational Risk function.

Proven wide range of leadership experience and exposure across various units and functions, strategic outlook and execution ability, ability to build and leverage internal and external networks and manage stakeholders, strong problem solving and decision-making skills. He has Extensive experience of managing change and transformations, inspirational leadership and creating winning teams, demonstrated negotiation and influencing skills.

Mr. Mazen Ali AIDhabi possesses a Master's degree in Business Administration from Brunel University in the UK, as well as MSc in Industrial Engineering from King Abdulaziz University in Saudi Arabia.

Additionally, he has obtained various qualifications and certifications from different esteemed institutions from USA, UK and Saudi Arabia. Currently, Mr. Mazen Ali AIDhabi is also on the Boards of Turkey Finance Bank, and Abu Nayyan Holding Company, Saudi Arabia.



Ms. Zeeba Ansar
Director

Ms. Zeeba Ansar possesses over 27 years of diverse experience in the Corporate & Banking sectors that includes aggressive business development, client coverage, marketing of corporate products, setting up of early warning systems, and strategizing/structuring facilities for Non-Performing Loans and instituting strong and diligent recovery drives. Ms. Zeeba was with NIB Bank Limited, where she served as Group Head, Corporate & Investment Banking Group for two years and prior to that she worked in United Bank Limited for more than nine years where her last role was as Regional Corporate Head. She was also associated with Faysal Bank Limited for about five years where she progressed to the position of Corporate Head (Southern Region) and before that, she was with Deutsche Bank Limited, where she worked for almost eight years. She started her career from Shell Pakistan Limited, where she worked for over 4 years in their Planning department. She holds an MBA Degree from the Institute of Business Administration, Karachi. Currently, Ms. Zeeba is also on the Boards of Gul Ahmed Textile Mills Limited, Cherat Cement Company Limited, Lucky Investments Limited, Lucky Electric Power Company Limited, and YB Pakistan Limited holding the position as Independent Director.



Mr. Fahad Ali AlHunaiti
Director

Mr. Fahad Ali AlHunaiti is a seasoned financial executive with 17 years of experience in banking and investment management. He currently serves as Head of Principal Strategies at Saudi National Bank, where he oversees SR 260 billion in proprietary investments across global asset classes. He is also a founding partner and board member of Pillars Holding, a prominent F&B investment group. Mr. Fahad A. Al Hunaiti holds a Finance degree from KFUPM and has completed executive education at Wharton and Columbia Business Schools.



Mr. Shafqaat Ahmed
Director

Mr. Shafqaat Ahmed brings 48 years of comprehensive experience in the banking sector, including 30 years serving as Country Head, CEO, and President, where he has consistently demonstrated exceptional leadership. He founded Al Baraka Bank in Pakistan and served as its CEO/President from 1992 to 2018, playing a pivotal role in the bank's growth and evolution. Under his leadership, Mr. Ahmed successfully managed the mergers of Al Baraka Bank Pakistan with Emirates Global Islamic Bank in 2010 and with Burj Bank in 2016, strengthening the bank's market position.

Beyond his leadership at Al Baraka, Mr. Ahmed has held several prestigious directorships across public and private sector organizations, contributing valuable expertise in corporate governance and strategic management. His distinguished career also includes key positions at Bank of Credit & Commerce International S.A. in Bahrain and United Bank Limited in Bahrain and Pakistan.

A certified director, Mr. Shafqaat Ahmed has completed specialized training programs at renowned institutions such as Lahore University of Management Sciences (LUMS) and the University of Lahore. His areas of expertise encompass banking leadership, mergers and acquisitions, corporate governance, strategic planning, and a thorough understanding of Islamic banking principles. Currently, he serves as a director at Gharibwal Cement Limited and Security Papers Limited. Mr. Ahmed has addressed a number of Islamic seminars and conferences globally.

Mr. Ahmed is a graduate of Foreman Christian College, Lahore with Majors in Economics. He has served as the Vice Chairman of the Pakistan Banks Association and is a fellow of the Institute of Bankers in Pakistan.

BOARD OF DIRECTORS



Hafiz Mohammad Yousaf, FCA
Director

Hafiz Mohammad Yousaf is a highly qualified professional having diversified qualifications from the renowned Institutions of Pakistan, USA, and Canada. He is a Fellow Member of the Institute of Chartered Accountants of Pakistan (ICAP), Fellow Member of American Institute of Certified Public Accountants (AICPA), Member of Canadian Institute of Chartered Accountants (CICA) and Member of Canadian Institute of Chartered Professional Accountants (CICPA) besides being member of many other renowned international professional institutions.

Mr. Yousaf possesses over three decades of diversified post qualification experience as a Chartered Accountant in various specialized fields, having served on various leadership positions with key governmental, public and corporate entities (including two decades at a Big 4 professional accounting firm as Partner in Pakistan) which covers corporate compliance and regulations, governance and oversight, accounting and auditing standards setting, assurance and audits, corporate finance and restructuring, consulting and financial advisory services, etc.

In recent years, the key areas of his focus are the high-end policies formulation and implementation, strategic directions, oversight of regulations and business operations, governance initiatives and organizational reforms and business decisions making, etc. at some of the most important corporate sector entities of the country. Mr. Yousaf has a unique and versatile exposure of having served Pakistan's top regulators including State Bank of Pakistan (Central Bank of the country) and Securities and Exchange Commission of Pakistan (SECP) as a board member and chairman of audit and oversight committees respectively besides being President of the Institute of Chartered Accountants of Pakistan (ICAP).

Mr. Yousaf has the honor of serving the council of ICAP for eight years (2009–17) in various leadership positions including being its President for 2015–16 term and represented Pakistan on various prestigious international forums including International Federation of Accountants (IFAC), International Accounting Standard Board (IASB), Asian Oceania Standards Setters Group (AOSSG), CA Worldwide (CAW) and South Asian Federation of Accountants for many years on different meetings and conferences.

Currently he is serving as a Board Member of some leading corporate entities of the country including SAMBA Bank Limited, Kot Addu Power Company Limited, Pakistan Security Printing Corporation, Security Papers Limited & SICPA Pakistan (Pvt.) Limited where he is also the Chairman and member of various important committees of the respective boards.

In recognition of his credentials, Yousaf is appointed by the Accounting and Auditing Organization for Islamic Financial Institutions (AAOIFI), as a member of its very prestigious forum namely Public Interest Monitoring Consultative Committee (PIMCC) to represent Pakistan. The seven member PIMCC has an oversight on the functioning of the AAOIFI Accounting Board (AAB) and AAOIFI Governance and Ethics Boards (AGEB) to ensure that public interest is duly served.



Mr. Rashid Jahangir
President &
Chief Executive Officer

Mr. Rashid Jahangir, President & CEO is an accomplished finance professional and a career banker with more than 24 years' industry experience and having expertise in the areas of Strategic Planning, Digital Transformation, Finance, Taxation, HR and Business Management. Mr. Jahangir has worked on assignments in Pakistan as well as overseas including Europe, Africa, Central Asia, Middle East and Malaysia. Mr. Jahangir joined Samba Bank Ltd in January 2016 as Chief Financial Officer (CFO) and member of the Bank's Executive Team. In this tenure, he played a key role in supporting the Board of Directors and the Management in setting the Bank's strategic direction, technological initiatives and business decision model. In 2021, as a part of growth strategy, Mr. Jahangir was asked to head the Bank's new Digital Banking initiative, where he successfully led the team that introduced a full scope suite of digitally enabled banking products and services for Samba Bank. In 2023, in recognition of his business, tech, governance and leadership expertise, Mr. Jahangir was appointed to the role of Samba's first Deputy Chief Executive Officer.

As Deputy Chief Executive Officer Mr. Jahangir also had oversight of Retail & Consumer Banking, Operations & IT, Digital Banking and Human Resources & Training divisions of the Bank. Recently he was also entrusted to spearhead bank's transformation into fully Islamic Bank. Prior to joining SBL, Mr. Jahangir worked with MCB Bank Limited for more than 10 years, where his last role was Head, Strategic Planning & Investments. Mr. Jahangir started his career as a Chartered Accountant working with reputed Chartered Accountancy Firms KPMG Taseer Hadi & Co. and Huzaima Ikram & Associates. Mr. Jahangir holds a Bachelor's degree in Commerce (B.Com) from the University of Punjab and is a Fellow Chartered Accountant (FCA) from the Institute of Chartered Accountants of Pakistan. He has attended several trainings and conferences internationally and in Pakistan including business technical and Leadership. Mr. Jahangir is also a Certified Director from Pakistan Institute of Corporate Governance and has previously served thrice as member of Banking & Finance Committee of the Institute of Chartered Accountants Pakistan (ICAP).

BOARD COMMITTEES

Board Audit Committee (BAC)

Constitution

Hafiz Mohammad Yousaf
Mr. Fahad Ali AlHunaiti
Mr. Mazen Ali AlDhabi

The Board Audit Committee (BAC) oversees the effectiveness of the Bank's internal and operational control framework, the integrity and adequacy of financial reporting and the performance and independence of the Bank's External Auditors and the Audit & Risk Review function. The Committee also reviews the Bank's processes for monitoring compliance with applicable laws, regulations and supervisory requirements.

The Audit Committee is appointed by the Board of Directors of Samba Bank Limited and derives its authority from the Board to which it reports on a regular basis. In carrying out its oversight responsibilities, the Committee is authorized to investigate any matter within its scope of responsibility or any issue it deems appropriate with full authority to engage external legal counsel, auditors or other professional advisors as required.

The responsibilities delegated to the Audit Committee by the Board are intended to enhance the effectiveness of financial management, strengthen internal control systems and reinforce the Bank's risk management and governance framework.

Board Risk Committee (BRC)

Constitution

Mr. Shafqaat Ahmed
Mr. Fahad Ali AlHunaiti
Ms. Zeeba Ansar
Mr. Rashid Jahangir

The Board Risk Committee (BRC) oversees the risk management function, including credit, market, liquidity, operational, environmental and information security risks. In addition, Compliance risks are also reviewed, as presented by the Compliance Function. BRC provides appropriate supervision and governance of these risks within the Bank. Additionally, business segments' related Product Programs are also approved by the BRC. BRC in its periodic meetings undertakes detailed risk reviews of the portfolios and provides the requisite oversight and guidance to the management.

Board Nomination and Remuneration Committee (BNRC)

Constitution

Hafiz Mohammad Yousaf
Mr. Mustafa Ilyas
Ms. Kholood Khalid Al-Khelaiwi

The objective of the BNRC is to provide general direction, oversight and supervision of the affairs of the Bank in formulation of policies and standards on Human Resource Management including compensation, ensuring financial soundness and promoting effective risk management.

In its compensation supervisory role, the BNRC is tasked:

- To review and monitor on an annual basis that an appropriate compensation system is in place which is aligned with appropriate international standards and best practices subject to primacy of local laws & regulations.
- Reviewing directors' nominations for suitability with regard to the Bank's needs and regulatory requirements.
- Reviewing and recommending to the Board selection and appointment of President & CEO.
- To consider and approve/recommend to the Board appointment, compensation, increments, performance bonus etc. and succession plan of Key Executives.

Other major responsibilities and duties of the BNRC, include the following:

- Periodically review and evaluate the Remuneration and other Human Resource Management Policies to ensure their adequacy and effectiveness.
- Review the remuneration policy and remuneration setting mechanism at least once every three years to ensure alignment with the evolving internal as well as external dynamics.
- Review and recommend annual fixed and variable compensation pools for approval by the Board of Directors.
- Review and approve the Management Structure/Organogram for the Senior Management of the Bank.

Board IT Committee (BITC)

Constitution

Ms. Zeeba Ansar
Mr. Fahad Ali AlHunaiti
Mr. Mazen Ali AlDhabi
Mr. Shafqaat Ahmed

The Board IT Committee (BITC) has been established at Samba Bank in 2019 as per the regulatory governance framework, to provide oversight on IT and Digital Strategy, entity level Technology initiatives, its planning, Cyber Security status, and their governance in a strategic and proactive manner.

The BITC monitors the progress of technology initiatives, so as to keep it aligned with overall Bank and Business Strategy, and reports into Samba's Board on the status of technology activities and digital initiatives of the Bank.

BOARD COMMITTEES

Board Executive Committee (BEC)

Constitution

Mr. Shafqaat Ahmed
Mr. Fahad Ali AlHunaiti
Mr. Mazen Ali AIDhabi

The Board Executive Committee (BEC) has been established by the Board to provide effective oversight of the Bank's operations and to facilitate timely decision making on urgent matters arising in the course of business.

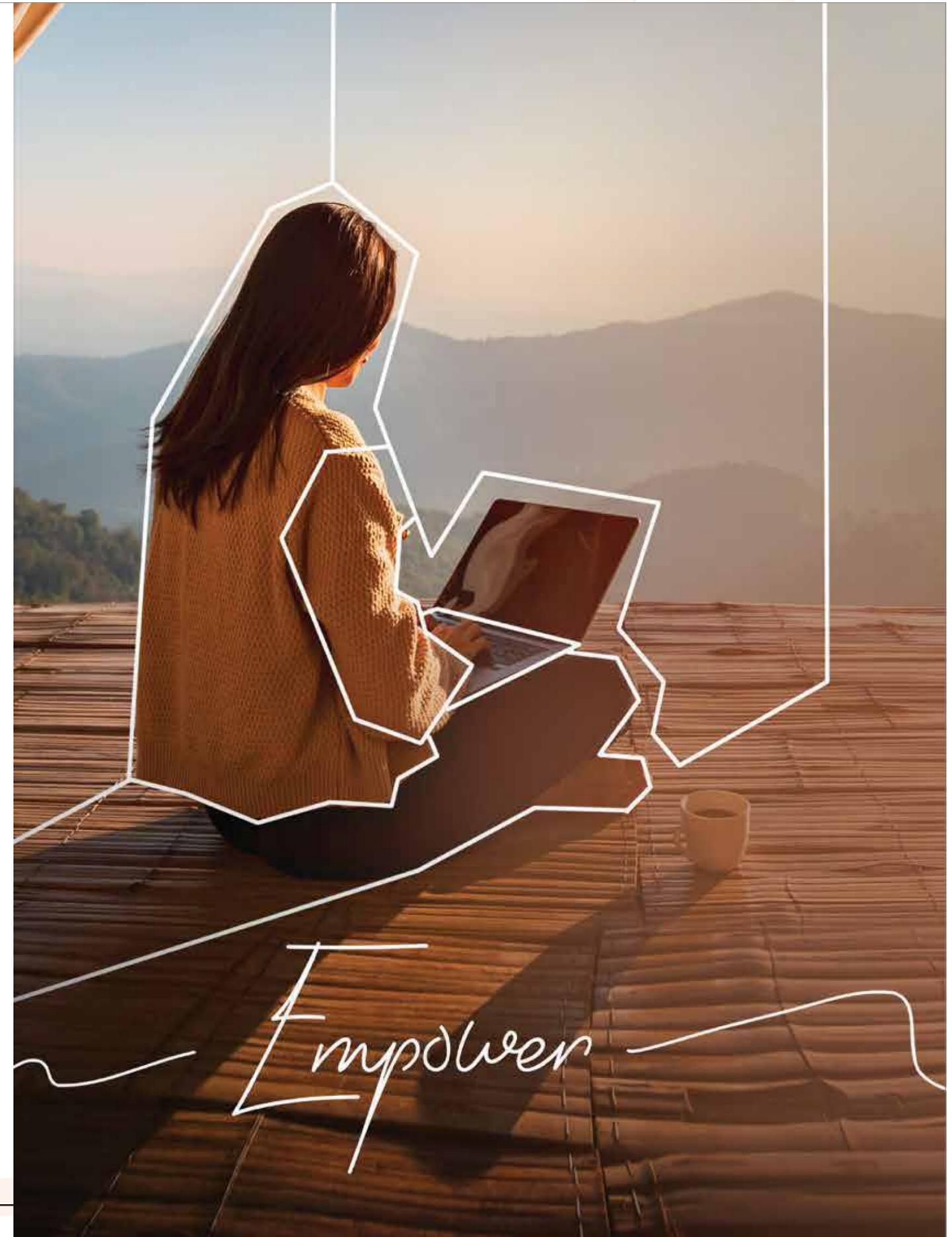
Board Level Governance Committee (BLGC) for Islamic Banking Conversion

Constitution

Hafiz Mohammad Yousaf
Mr. Shafqaat Ahmed
Mr. Rashid Jahangir
Ms. Samina H. Khan
Syed Zia-ul-Husnain Shamsi

The Board Level Governance Committee (BLGC) – for Islamic Banking Conversion oversees the Bank's governance framework, with a specific focus on ensuring an effective and Shariah-compliant transition from conventional to Islamic banking. The Committee provides strategic direction, monitors governance practices, and ensures alignment with regulatory, Shariah, and ethical standards.

The role of the Committee is to review & recommend the Bank's corporate governance framework in line with Islamic banking principles, monitor compliance with SBP's Shariah Governance Framework & other applicable laws/regulations, ensure adequate policies, controls, systems, and resources are in place to support the transition, and review & approve key governance-related milestones and documentation.



CHAIRMAN'S MESSAGE



On behalf of the Board of Directors, I am pleased to present the Annual Report of Samba Bank Limited for the year ended December 31, 2025. As Chairman of the Board, I continue to place strong emphasis on upholding the highest standards of integrity, transparency and accountability across the Bank's operations, while remaining focused on creating sustainable value for our clients, employees and all stakeholders.

During 2025, Pakistan's economy showed further stabilization, with continued improvement across key macroeconomic indicators. The State Bank of Pakistan (SBP) played a proactive role in managing external account pressures, contributing to relative stability in the exchange rate. Additionally, SBP's timely and measured monetary policy actions helped contain inflationary pressures during the year.

Against this backdrop, the Bank maintained a cautious and disciplined approach, prioritizing the protection of its earning assets, further strengthening its balance sheet and enhancing risk management through prudent provisioning. These measures, despite a challenging operating environment, enabled the Bank to deliver a profit before tax of PKR 1,555 mln for the year. In addition to this, the bank also managed to realize an amount of PKR 941 mln on account of capital gains on Available for Sales securities which were directly credited to Other Comprehensive Income.

Retail and Consumer Banking Group

During the year 2025, the Retail Banking grew its CASA book by PKR. 15 bln and on-boarded ~ 9, 500 new accounts. Particularly, our LCY Current Account has grown by ~ PKR 5 Bn resulting in ~ 53% (YoY) which shows that the network is focused towards profitable growth of the portfolio. The Consumer Assets book continued to forge its place in the market and closed the year with an ENR of ~ PKR 5 bln - a 40% growth YoY.

In addition to the 10 new branches opened in 2024, the bank further opened 20 new branches in 2025 to close the year with 77 branches in 36 cities and territories across Pakistan. Amidst the challenging market conditions and intense price, based competition in the Retail Asset's, the Business continue to navigate these conditions by maintaining a disciplined approach to lending and maintained one of the lowest NCLs in the Consumer lending industry.

On the Digital Banking front, the bank is finalizing its alliance with one of the leading AMCs in Pakistan for the digital cross-sell of Mutual Funds. The initiative shall provide customers with access to host of investment vehicles through all digital channels. The bank is also launching its One-touch Biometric Banking solution which is aimed providing convenience to branch banking customers. All branch banking customers will be able to a host of conduct branch-counter transaction by giving only their Biometric Verification without the need of providing any signed cheque etc.

The Retail Business is also venturing into Employee Banking / Retail Cash Management solution, with an aim to provide hassle free bulk account opening to entities of varying sizes all across Pakistan. This initiative shall provide the business with a large-scale customer onboarding and at the same time provide the bank with access to retail lending cross-sell opportunities at affordable pricing.

Looking ahead, the bank envisages opening of 50 new branches at strategically venues across Pakistan in order to tap mass-market segments across Pakistan. The Retail Assets team shall continue to expand its presence in the market and shall be focusing on growing its book and capitalize on the steady discount rate trend whilst maintain optimum standards of asset quality as we navigate the evolving economic landscape.

Corporate and Investment Banking Group (CIBG)

The improved economic indicators paved the way to resume lending business, which was earlier on halt for some time. The gross loan book of CIBG started picking up from Q3 onwards, which resulted in an increase of 15% in the last quarter of 2025 on the back of booking several new credit worthy top tier corporate relationships along with increase in exposure of existing names. The upward movement in advances and related trade based facilities is expected to improve profitability and customer outreach to various segments of performing industry sectors. In 2026, the group will focus on continuing its growth momentum in advances in line with the credit policy of the Bank. A key driver of profitability will also be achieved through recovery of delinquent obligors thereby bringing down its loan portfolio infection ratio.

SME continues to be an important segment for the Group assisting small businesses in meeting their financing requirements. Accordingly, we have enhanced focus on SME business, which was earlier limited to 2-3 urban localities only and taken an initiative to reach out to this business in the commercial hubs of the country by taking the advantage of our existing branch network. In addition, Digital Supply Chain Financing was launched during the year within this segment to digitally facilitate suppliers of corporate customers in gaining access to financing their working capital requirements. Accordingly, we anticipate substantial increase in the SME loan book going forward on account of these initiatives.

Within CIBG, the Cash Management function was rebranded into Transaction Banking, which remained a key enabler of the Bank's cross-sell strategy during 2025, delivering resilient performance in line with an improving operating environment. Strategic emphasis continued on the migration from manual to digital payment solutions, driving operational efficiencies, enhancing straight-through processing and strengthening client stickiness.

In parallel, the Bank launched a dedicated Trade Sales function in 2025 under the Transaction Banking umbrella to accelerate growth in trade finance and support broader cross-sell objectives. Through focused execution and close coordination with coverage and product teams, CIBG trade volumes grew by 25% from last year. The momentum achieved positions the Bank well for further growth in 2026, aligned with the strategic expansion of the CIBG lending portfolio and deeper engagement across client trade ecosystem.

Global Markets/Treasury (GM)

The strengthening macroeconomic environment was positively reflected in equity market performance, with the index gaining 51% during the period, positioning Pakistan among the strongest performing markets in the region. Against this backdrop, the Bank's Equity Desk delivered a strong performance, consistently outperforming the benchmark index. The Money Market portfolio demonstrated a robust turnaround, driven by a ~187% increase in capital gains over the previous year. In parallel, the FX Desk generated meaningful income despite operating within a subdued and largely range-bound market environment.

Corporate Social Responsibility (CSR)

At Samba Bank Limited (SBL), we believe that true success is measured not only by financial performance but also by the positive difference we make in people's lives. Our CSR philosophy is rooted in compassion, responsibility, and sustainable community development, guided by a formal policy that ensures purposeful and impactful engagement.

Throughout 2025, our CSR initiatives were centered on Education and Healthcare, recognizing these as foundational needs for social progress. By supporting underprivileged children's access to education and facilitating essential medical care for marginalized communities, SBL aimed to improve quality of life and create opportunities for long-term empowerment.

We continued our valued partnerships with leading organizations including The Citizens Foundation (TCF), Indus Hospital, Pink Ribbon Pakistan, Shaukat Khanum Memorial Hospital, Kiran Foundation, Patients Aid Foundation, Akhuwat and The Kidney Centre. These collaborations have enabled us to contribute to life-saving treatments, awareness programs, and educational development across Pakistan.

In addition, we expanded our outreach by supporting LRBT, Labard (Lahore Business Association for Rehabilitation of the Disabled), Zindagi Trust, Aga Khan University, Saleem Memorial Hospital, WWF, Orange Tree Foundation, SOS Children's Village & KDSP. Through these partnerships, SBL reached new communities and addressed critical needs ranging from vocational training and disability support to specialized healthcare services.

Looking ahead, SBL remains committed to deepening its social impact by strengthening partnerships, responding to emerging community needs, and fostering a more equitable and resilient society.

Performance of the Board of Directors

I would like to extend my appreciation to the Board of Directors for their continued commitment and valuable contributions to the sustained progress and performance of Samba Bank. During 2025, the Board upheld the highest standards of business integrity and professional conduct in the discharge of its responsibilities and oversight of the Bank's affairs. The Board remained actively engaged in setting strategic direction and providing guidance to ensure the effective execution of strategic priorities in alignment with the Bank's vision, mission, and core values.

The Board continued to exercise robust oversight over the financial and operational soundness of the Bank, with particular focus on the effectiveness of the governance framework, internal control environment, audit processes and the risk management architecture. Through prudent judgment and collective stewardship, the Board has played a pivotal role in reinforcing the Bank's resilience, stability and long-term growth trajectory.

Acknowledgement

On behalf of the Board of Directors, I would like to convey our sincere appreciation to the regulatory authorities, including the State Bank of Pakistan, the Securities and Exchange Commission of Pakistan and the Federal Board of Revenue, for their continued guidance, cooperation, and oversight of Samba Bank's operations.

Mr. Mustafa Ilyas
Chairman

Executive Team



Rashid Jahangir
President & CEO



Syed Zia-ul-Husnain Shamsi
Group Head Legal Affairs,
IRM & Company Secretary



Samina Hamid Khan
Chief Compliance Officer



Ali Raza
Group Head Corporate
& Investment Banking



Basit Hamanyun
Chief Financial Officer



Imran Kazim
Group Head Operations
& Information Technology



Zeeshan Kaiser
Chief Digital & Customer
Experience (Acting)



Sitwat Rasool Qadri
Chief Internal Auditor



Farrukh Haider
Group Head Global
Markets (Treasurer)

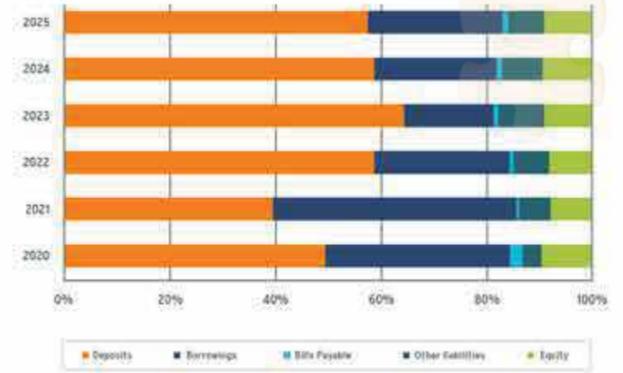
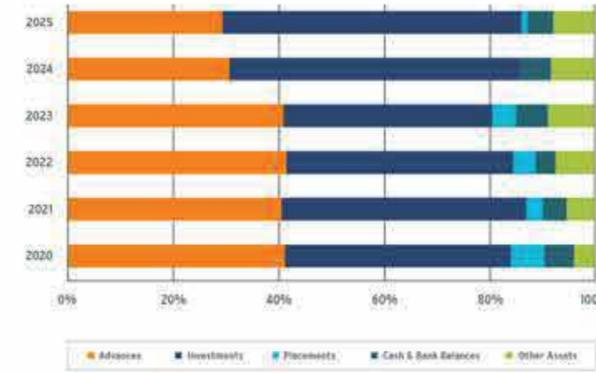


Kauser Imam
Chief Risk Officer
(Acting)

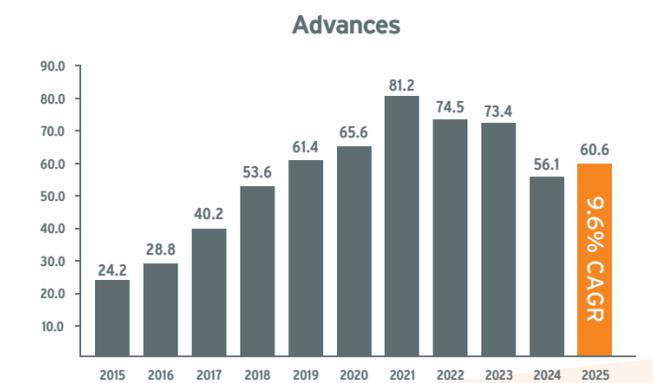
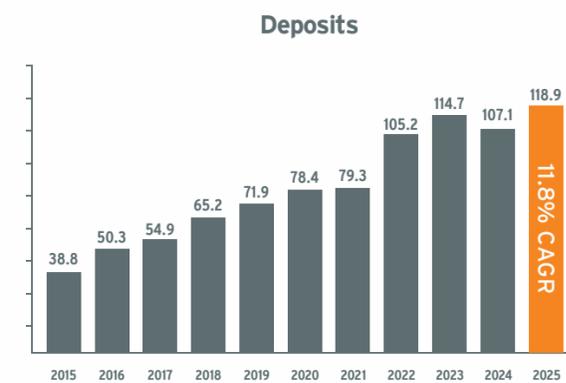


Amer Aziz
Chief Credit Officer
(Acting)

PERFORMANCE HIGHLIGHTS



	2020	2021	2022	2023	2024	2025
Assets:						
Advances	41%	40%	42%	41%	31%	29%
Investments	43%	47%	43%	39%	55%	57%
Placements	6%	3%	4%	5%	0%	1%
Cash & bank balances	5%	4%	4%	6%	6%	5%
Other assets	4%	6%	7%	9%	9%	8%
Liabilities & Equity:						
Deposits	49%	39%	59%	64%	59%	58%
Borrowings	35%	46%	26%	17%	23%	25%
Bills payable	2%	0%	1%	1%	1%	1%
Other liab.	4%	6%	7%	9%	8%	7%
Equity	10%	8%	8%	9%	9%	9%



DIRECTOR'S REPORT



Economic Highlights

During the year 2025, Pakistan's economy has shown signs of recovery, with real GDP growth rate reaching to 2.68% and inflation easing steadily. The KSE-100 index rose to 174,054 points as at December 31, 2025, while monetary policy rate was reduced to 10.50% during the year.

On the external front, current account posted a deficit of USD 1,174 million during current FY26 (July 25-December 25) as against a surplus of USD 957 million during the similar period last year. The deficit was driven by increase in imports by USD 4,305 million, which partially offset the increase in workers' remittances by USD 1,886 million (11%). As of January 2026, country's foreign exchange reserves stood at USD 21.3 billion.

Bank's Operating Results and Financial Review

The bank has posted following financial results for the year ended December 31, 2025:

	Rupees in million	
	December 31, 2025	December 31, 2024
Profit before provision	2,199	3,662
Credit loss allowance and write offs - net	(644)	(1,758)
Profit before taxation	1,555	1,550
Taxation	(828)	(850)
Profit after taxation	727	699
Earnings per share - PKR	0.72	0.69

During the period, net interest income declined by 23% over last year, which is attributable to decrease in policy rate in the FY 2025. Non-interest income increased by Rs. 441 million and closed at Rs. 2,128 million, the increase is mainly driven by capital gains of Rs. 596 million on investments. In addition to this capital gain realized in the P&L, the Bank also realized a gross capital gain of Rs. 941 million (Rs. 442 million net of tax) on FVOCI equity investment portfolio, which has been directly recognized in the Statement of Changes in Equity (SOCE) in accordance with IFRS-9 requirements.

Despite undertaking key strategic initiatives, including the expansion of the branch network to 77 branches during the year as compared to 57 branches in the corresponding period last year, operating cost remained flat, reflecting the Bank's continued emphasis on cost efficiency, productivity and operational discipline.

On Balance sheet side, total assets as at 31st December 2025 increased by 13% (Rs. 23,956 million) against 31st December 2024. This increase was driven by increase in investments of Rs. 17,086 million and increase in loans and advances Rs.4,541 million. On the liabilities side, deposits grew by Rs. 11,785 million [11% over Dec'24] whereas interbank borrowings increased by Rs. 9,733 million. The Bank's deposit mix strengthened during the period, with the Current Accounts (CA) mix improved from 21.4% as of December 31, 2024, to 24.7% as of December 31, 2025. The Bank's Current and Savings Accounts (CASA) mix improved from 44.0% as of December 31, 2024, to 59.8% as at December 31, 2025.

Credit Rating

The Pakistan Credit Rating Agency Limited (PACRA), premier credit rating agency of the country, have assigned the entity ratings at 'AA/A+' (Double A/A-Plus) to the Bank with 'Stable' outlook. These long-term and short-term ratings of the Bank denote high credit quality with adequate protection factor and strong capability for timely payments to all financial commitments owing to strong liquidity positions.

Statement of Internal Controls

The Board is pleased to affirm and approve management's statement on the evaluation of internal controls, as presented in this Annual Report.

Receipt of non-binding offer for shares held by Saudi National Bank

During the year, the Saudi National Bank ("SNB"), as the majority shareholder of Samba Bank Limited, has notified that they have received a non-binding offer from Najd Gateway Holding Company relating to the proposed divestment of SNB's 100% stake in Samba Bank Limited ("Samba Pakistan") (representing approximately 84.51% shares in Samba Pakistan) (the "Potential Transaction"). Any decision relating to the potential transaction or process relating thereto, including access to information for purposes of diligence, shall be subject to internal and regulatory approvals and execution of definitive agreements.

Risk Management Framework

Effective risk management is a prerequisite for achieving our business objectives and is thus a central part of the Bank's risk culture. To ensure that an effective risk management framework is implemented in the Bank, the Board of Directors and senior management are actively involved in the formulation of policies, procedures and limits. Accordingly, the Bank has a comprehensive risk management framework that establishes risk management principles, guidelines and the governance structure. This framework defines the various committees established to undertake effective risk monitoring by the Board of Directors and the senior management, of the various types of risks which include Credit, Market, Liquidity, Operational, Fraud, Environmental & Social, Cyber Security risks and AML/CPF/CFT risks. These are discussed in more detail in note 45 to the annexed financial statements.

Through the risk management framework, bank-wide risks are managed with the objective of maximizing the risk-adjusted returns while remaining within the risk parameters approved by the Board. The Bank's risk management framework is designed to balance corporate governance with well-defined independent risk management principles. Refinements were continuously undertaken in the overall risk management governance throughout 2025, based on the guiding principles established by the Board Risk Committee.

Statement under Code of Corporate Governance/Corporate and Financial Reporting Framework

The Board of Directors is aware of its responsibilities under the Code of Corporate Governance and is pleased to report and certify that:

- The Bank is a subsidiary of Saudi National Bank of Saudi Arabia, which holds 84.51% shares of the Bank as at December 31, 2025 (2024: 84.51%);
- Vision and Mission statement monitoring the effectiveness of the company's governance practices and overall corporate strategy for the Bank is prepared, adopted and reviewed as and when deemed appropriate by the Board;
- A formal code of conduct is in place that promotes ethical culture in the Bank and prevents conflict of interest in their capacity as member of the Board, senior management and other employees. The Board takes appropriate steps to disseminate code of conduct throughout the Bank along with supporting policies and procedures;
- Adequate systems and controls are in place for identification and redress of grievances arising from unethical practices;
- Proper books of account of the Bank have been maintained;
- The financial statements prepared by the management of the Bank fairly present its state of affairs, result of its operations, comprehensive income, cash flows, and changes in equity;
- Appropriate accounting policies have been consistently applied in the preparation of financial statements. Accounting estimates are based on reasonable and prudent judgment;
- International Financial Reporting Standards, as applicable in Pakistan and adopted by the State Bank of Pakistan, have been followed in preparation of the Bank's financial statements, and departures, if any, have been adequately disclosed;
- The system of internal controls is sound in design and has been effectively implemented and monitored on best efforts basis;
- There are no doubts about the Bank's ability to continue as a going concern;
- There has been no material departure from the best practices of corporate governance, as detailed in the listing regulations;
- A summary of key operating & financial data for last 6 years is included in Annual Report;
- A statement showing the Bank's shareholding pattern as of December 31, 2025 is annexed;
- There are no statutory payments on account of taxes, duties, levies and charges which are outstanding as of December 31, 2025, except as disclosed in these financial statements;
- Statement of Compliance with Code of Corporate Governance is annexed;
- The financial statements of the Bank have been audited without qualification by auditors of the Bank, Messrs. A. F. Ferguson & Co., Chartered Accountants;
- The profiles of directors and their positions as directors in other entities are provided

under a separate section in this Annual Report;

- The composition of board committees along with their brief TORs is provided under a separate section in this Annual Report;
- The Directors for whom Directors' Certification was required from an authorized institution pursuant to Section G-9 (8) of the Corporate Governance Regulatory Framework ("CGRF"), have completed their Director's Certification program except one Director, namely Ms. Kholood Khalid Al Khelaiwi;
- Directors' Fee is paid in line with Board approved remuneration policy for the Board of Directors in accordance with the Corporate Governance Regulatory Framework ("CGRF"), Companies Act, 2017, and the Code of Corporate Governance ("COCG");
- In line with the requirements of the COCG, the Bank encourages representation of independent and non-executive directors. Currently, the Board of Directors of the Bank comprise of three independent directors, four non-executive directors and one executive director;
- The Board evaluates its performance by the overall performance of the Bank. The Directors regularly attend the Board meetings and actively participate in the proceedings. The Board ensures that the Bank adopts the best practices of corporate governance in all areas of its operations and has a robust internal control system. The Board is fully cognizant of the Bank's commitment to its sustainability strategy based on social, environmental factors and has issued appropriate policy guidelines to ensure continued performance in these areas.

Meetings of the Board

Five (5) Board meetings and Twenty-One (21) Board Sub-Committee meetings were held during the period under review. The Board granted leave of absence to the Directors who did not attend the meetings. The number of meetings held and attended by each director is as under:

	Board of Directors (BoD)	Audit Committee Meetings	Risk Committee Meetings	Nomination & Remuneration Committee Meetings	IT Committee Meetings	Board Level Governance Committee	Board Executive Committee	Total
Number of meetings held	5	6	6	2	2	4	1	26
Number of meetings attended:								
Mr. Mustafa Ilyas	5	0	0	2	0	0	0	7
Mr. Fahad A. AlHunaiti	2	0	3	0	2	0	1	8
Mr. Mazen Ali AlDhabi	2	3	0	0	2	0	1	8
Ms. Kholood Khalid Al-Khelaiwi	3	0	0	1	0	0	0	4
Hafiz Mohammad Yousaf	5	6	0	2	0	4	0	17
Mr. Shafqaat Ahmed	2	0	3	0	2	3	1	11
Ms. Zeeba Ansar	5	0	6	1	2	0	0	14
Mr. Javed Kureishi *	4	4	3	0	0	1	0	12
Mr. Nasser Al-Fraih**	1	0	0	0	0	0	0	1
Mr. Hussein Eid**	1	3	0	1	0	0	0	5
Mr. Timour Pasha**	1	0	3	0	0	0	0	4

*Resigned w.e.f. September 1, 2025

**Retired w.e.f. April 17, 2025

Share Acquisition by Directors and Executives

The Pattern of shareholding and additional information regarding the pattern of shareholding are annexed separately. Furthermore, Hafiz Mohammad Yousaf, Independent Director, sold 900,000 shares of the bank and Mr. Shafqaat Ahmed, Independent Director, purchased 500 shares of the bank.

Statement under Revised Guidelines on Remuneration Practices

The Bank, in line with State Bank of Pakistan (SBP) Guidelines and Disclosures on Governance and Remuneration Practices, has formulated & implemented a Remuneration Policy to specifically deal with employees who are materially responsible for risk-taking or risk-controlling activities i.e. Material Risk Takers (MRTs) and Material Risk Controllers (MRCs). The key objectives of this policy include promoting sound and effective risk management, promoting and supporting long-term performance, attracting, retaining and motivating highly qualified employees.

The policy defines the inclusion criteria for determination of MRTs & MRCs whose goal setting, performance measurement processes are based on a balanced scorecard approach linking financial performance evaluation with associated risks. MRT/MRC inclusion criteria takes into account both qualitative i.e. President & CEO, Direct Reports of the President & CEO, Board & Board Committees, members of critical management committees and heads of critical functions responsible for managing business, risks and controls as well as quantitative criteria covering all major risks e.g. Credit Risk, Market Risk, Operational Risk, Liquidity Risk, financial expenditure approval authority thresholds etc. MRTs and MRCs performance is measured through risk-adjusted balanced scorecards for ensuring correlation & alignment of risks and rewards, incorporating financial, non-financial and qualitative as well as 'risk-adjusting' factors. Each category within the scorecards includes multiple factors/KPIs for performance assessment based on appropriate benchmarks and targets.

Under the policy, compensation structure consists of (a) fixed remuneration i.e. compensating employees on a monthly basis in the form of gross salary, grade and role-based fixed allowances and benefits, and (b) variable remuneration i.e. performance-based remuneration paid in the form of annual bonus/periodic incentives. Level of fixed remuneration is based on the role and position of the individual employee, professional experience, seniority, education, responsibility, job complexity, local market conditions etc., whereas variable remuneration takes into account the Bank's, Group's, Business Unit's/Product's, and individual's performance for determining payout.

A certain portion of the eligible MRTs and MRCs variable compensation is deferred for a defined period (three years) to align employee and stakeholders' interests and link it to longer-term sustainable performance. Proportion of deferment is based on categorization of the concerned MRT/MRC i.e. President & CEO, Senior Management & Other MRTs & MRCs, ranging from 20% to 30%. Deferred remuneration is paid proportionately over a period of three years through yearly installments following the year of the award. Malus provisions provide for cancellation or reduction of the unvested compensation award due to specific crystalized risk, behavior and conduct or performance outcome. Remuneration of MRCs working in control functions such as Risk Management, Credit, Compliance, Internal Audit, Financial Control, Legal etc. is determined independently from the business units monitored by them. No guaranteed bonuses are allowed.

In accordance with the regulatory requirements, the Bank has a Board Nomination & Remuneration Committee (BNRC) comprising of non-executive directors and headed by an independent director. While the Board of Directors has the overall responsibility for reviewing, approving and monitoring implementation of the bank-wide remuneration framework, the BNRC is responsible for overall design and oversight of the compensation system of the Bank. The BNRC also approves/recommends to the Board for approval, annual performance awards for the senior management, as required.

Environment Social Governance (ESG)

The Board acknowledges that ESG forms an integral part of the Bank's governance framework in line with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019, and the ESG Disclosure Guidelines issued by the Securities and Exchange Commission of Pakistan (SECP). The Board periodically reviews sustainability-related risks, opportunities, and performance metrics to ensure alignment with the Bank's strategic objectives and regulatory expectations. A comprehensive disclosure of the Bank's ESG initiatives is provided in the note no 45.3.1 Green banking and Environmental, Social & Governance (ESG) in this Annual Report.

Auditors

The retiring external auditors Messrs. A. F. Ferguson & Co., Chartered Accountants (a member firm of the PwC network), being eligible, have offered themselves for re-appointment. The Board of Directors, on the suggestion of the Audit Committee, recommends Messrs. A. F. Ferguson & Co., Chartered Accountants (a member firm of the PwC network) to be appointed for the next year at a fee to be mutually agreed. The Auditors' remuneration for 2025 is disclosed in Note 30.3 of the annexed financial statements.

Events after Balance Sheet Date

There have been no material events that occurred subsequent to the date of the Balance Sheet that require adjustments to the financial statements.

Future Outlook

State Bank of Pakistan and the Ministry of Finance anticipate that real GDP growth will range between 3.25% and 4.25% in FY2026. The Bank plans to further expand its network with the addition of 50 new branches during FY 2026, while strategically enhancing its digital footprint to improve accessibility and customers experience.

Acknowledgment

We extend our sincere gratitude to our customers, business partners, and shareholders for their continued trust and support. The Board of Directors and Management also acknowledge with appreciation the guidance and oversight provided by the State Bank of Pakistan, the Securities and Exchange Commission of Pakistan, the Federal Board of Revenue, and other regulatory authorities.

We are particularly grateful to our employees, whose dedication, commitment, and teamwork have been instrumental in strengthening the Bank and transforming it into a successful and resilient franchise.

On behalf of the Board of Directors



Rashid Jahangir

President & Chief Executive Officer

February 17, 2026

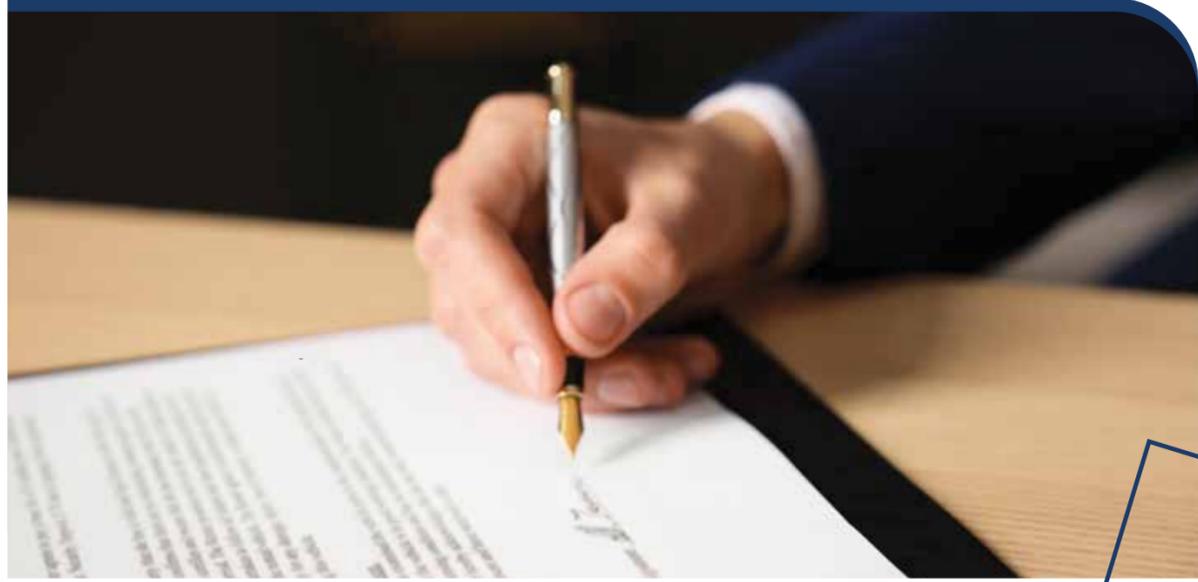
Karachi.,



Hafiz Mohammad Yousaf

Director

ڈائریکٹرز کی رپورٹ



معاشی جھلکیاں:

سال 2025ء کے دوران، پاکستان کی معیشت، افراط زر میں مسلسل کمی اور حقیقی جی ڈی پی کی نمو کے 2.68 فیصد کی شرح پر پہنچ جانے کی بدولت، بحالی کے اشاریے ظاہر کر رہی ہے۔ کے ایس ای انڈیکس 31 دسمبر 2025ء تک 174,054 پوائنٹس تک بڑھ گیا۔ جبکہ سال کے دوران مانیٹری پالیسی ریٹ کم ہوتے ہوئے 10.50 فیصد پر درج ہوا۔

بیرونی محاذ پر، کرنٹ اکاؤنٹ میں مالی سال 2026ء کے جولائی 2025ء تا دسمبر 2025ء کے عرصے کے دوران، گزشتہ سال کے مماثلہ مدت میں درج شدہ 957 ملین امریکی ڈالر کے خسارے کے مقابلے میں 1,174 ملین امریکی ڈالر کا سرپلس ریکارڈ کیا گیا۔ خسارے میں اس وسعت کے بنیادی عوامل میں درآمدات میں ہونے والی 4,305 ملین امریکی ڈالر کی بڑھتی کا نمایاں کردار رہا جس کو افرادی ترسیلات کے 1,886 ملین امریکی ڈالر (11%) کے حجم نے جزوی طور پر زائل کر دیا۔ جنوری 2026ء تک ملک کے غیر ملکی زرمبادلہ کے ذخائر 21.3 بلین امریکی ڈالر پر شمار ہوئے۔

بینک کے کاروباری نتائج اور مالیاتی تجزیہ

31 دسمبر 2025ء کو اختتام پذیر سال کے لیے بینک نے مندرجہ ذیل مالیاتی نتائج حاصل کیے ہیں:

ملین روپے		
December 31, 2024	December 31, 2025	
3,662	2,199	منافع قبل از پروویژن
(1,758)	(644)	کریڈٹ لاس الاؤنس اور رائٹ آفز - خالص
1,550	1,555	منافع قبل از محصولات (ٹیکس)
(850)	(828)	محصولات
699	727	منافع بعد از محصولات
0.69	0.72	آمدنی فی حصص (روپے)

اس عرصہ کے دوران، خالص انٹرسٹ آمدنی میں پچھلے سال کی تقابلی مدت کے تناسب میں 23 فیصد کمی واقع ہوئی۔ جس کی بنیادی وجہ مالی سال 2025ء میں پالیسی ریٹ میں ہونے والی کمی تھی۔ سرمایہ کاری میں ہونے والے 596 ملین روپے کے کیپٹل گین کی بدولت نان انٹرسٹ آمدنی 441 ملین روپے کی افزائش کے ساتھ 2,128 ملین روپے پر جا پہنچی۔ مزید برآں، نفع و نقصان میں شمار کیے گئے اس کیپٹل گین کے علاوہ، بینک نے اپنی سرمایہ کاری کے ایف وی اے آئی (FVOCI) پورٹ فولیو کے ذریعے 941 ملین روپے (خالص از ٹیکس 442 ملین روپے) کا کل کیپٹل گین بھی حاصل کیا جس کا اندراج آئی ایف آر ایس-9 (IFRS-9) کی مطابقت میں اسٹیٹمنٹ آف چیلنجز ان ایکویٹی میں برآہ راست طور پر کیا گیا ہے۔

اپنے برانچ نیٹ ورک میں گزشتہ سال کے تقابلی عرصے میں کھولی گئی 57 برانچوں کی نسبت سال کے دوران، 77 برانچوں کے اضافے جیسے کئی ایک اہم اقدامات کے اجراء کے باوجود، کاروباری لاگت میں کوئی تبدیلی واقع نہیں ہوئی جو کہ بینک کی جانب سے مؤثر لاگت، پیداواری صلاحیت اور کاروباری نظم و نسق پر مسلسل توجہ کا مظہر ہے۔

بیلنس شیٹ کے حوالے سے، 31 دسمبر 2025ء تک کل اثاثہ جات کے حجم میں 31 دسمبر 2024ء کی سطح کی نسبت 13 فیصد (23,556 ملین روپے) کا اضافہ ہوا۔ اس اضافے میں سرمایہ کاری کی مد میں 17,086 ملین روپے اور قرضہ جات میں ہونے والے 4,541 ملین روپے کے اضافے کی بنیادی شمولیت رہی۔ واجبات کے حوالے سے، ڈیپازٹس 11,785 ملین روپے (دسمبر 2024ء سے 11 فیصد زیادہ) تک بڑھ گئے۔ جبکہ، بینکوں کے ماہین قرضہ جات (بارونگلو) اضافے کے ساتھ 9,733 ملین روپے پر درج ہوئیں۔ اس مدت کے دوران، بینک کے ڈیپازٹس کی ترکیب مزید یقیناً ہوئی جس میں کرنٹ اکاؤنٹ کی ترکیب 31 دسمبر 2024ء کی درج شدہ 21.4 فیصد کی شرح سے بہتر ہوتے ہوئے 31 دسمبر 2025ء تک 24.7 فیصد پر رپورٹ ہوئی۔ بینک کے کرنٹ اکاؤنٹ اور سیونگ اکاؤنٹ (کاسا) کی ترکیب 31 دسمبر 2025ء تک 59.8 فیصد پر جا پہنچی۔

کریڈٹ ریٹنگ

پاکستان کریڈٹ ریٹنگ کمپنی لمیٹڈ (PACRA - پاکرا)، جو کہ پاکستان کی ایک معروف کریڈٹ ایجنسی ہے، نے بینک کی ایٹنیٹی ریٹنگ کو مستحکم پیش بینی کے ساتھ، (A+/AA) ڈبل اے اے پلس کے درجات تفویض کیے ہیں۔ یہ طویل اور قلیل المدتی درجہ بندیوں کے اعلیٰ قرضہ جاتی معیار اور اس کے ساتھ اس کے مناسب محافظت کے عوامل اور اپنی مضبوط سیال پذیری (لیکوڈیٹی) کی بدولت اپنی تمام تر مالیاتی ذمہ داریوں کی بروقت ادائیگی کی ٹھوس صلاحیت کی مظہر ہیں۔

اندرونی انضباط (انٹرنل کنٹرول) کا بیانیہ

بورڈ اندرونی انضباط (انٹرنل کنٹرول) کی قدریاتی (جانزہ) سے متعلقہ انتظامیہ کے تجربے، جو اس سالانہ رپورٹ میں شامل ہے، کی بخوشی تائید کرتا ہے۔

سعودی نیشنل بینک کے حصص کے لیے غیر مشروط پیشکش کی وصولی

سال کے دوران، سعودی نیشنل بینک (ایس این بی)، جو کہ بینک کا ملکیتی ادارہ ہے، نے بینک کو مطلع کیا ہے کہ اسے خد گیت وے ہولڈنگ کمپنی کی جانب سے سامبا بینک لمیٹڈ (سامبا پاکستان) میں ایس این بی کے 100 فیصد کے حصے جو سامبا پاکستان (کی مکٹنر انسرکیشن) میں تقریباً 84.51 فیصد کے حصص کی نمائندگی ہے، کی مجوزہ فروخت کیلئے ایک غیر مشروط پیشکش موصول ہوئی ہے۔ اس مکٹنر لین دین یا اس سے مطلق کوئی بھی فیصلہ، بشمول معلومات تک رسائی، اندرونی اور ریگولیٹری (انضباطی) منظوری اور حتمی معاندوں پر عمل درآمد کے تابع ہوگا۔

خداشات کے تدارک کا نظام (رسک مینجمنٹ فریم ورک)

مونٹرسک مینجمنٹ (خداشات کے تدارک کا نظام) ہمارے کاروباری مقاصد کے حصول کا ایک بنیادی جزو ہے۔ لہذا یہ بینک کے رسک کلچر کا کلیدی مطمع نظر ہے۔ رسک مینجمنٹ کے مؤثر نظام کو یقینی بنانے کیلئے بورڈ آف ڈائریکٹرز اور بینک کی انتظامیہ اعلیٰ نے نہایت مستعدی اور جانفشانی کا مظاہرہ کرتے ہوئے تمام پالیسیوں، طریقہ کار اور حدود کا تعین کیا ہے۔ چنانچہ بینک کے پاس ایک جامع رسک مینجمنٹ کا نظام موجود ہے جو کہ رسک مینجمنٹ کے اصول، رہنمائی اور انتظامی اسلوب کا تعین کرتا ہے۔ اس نظام کے تحت بہت سی کمیٹیوں کی تشکیل کی گئی ہے، جو کہ بورڈ آف ڈائریکٹرز اور سینئر انتظامیہ کی جانب سے مختلف اقسام کے رسک (خداشات) بشمول قرض (کریڈٹ)، منڈیوں (مارکیٹ)، سیال پذیری (لیکویڈٹی)، کارکردگی، فراڈ، ماحولیاتی و سماجی، سائبر سیکیورٹی اور اے ایم ایل / سی بی ایف / اسی ایف ٹی (AML/CPF/CFT) کی تعمیلات، سے متعلقہ خداشات کی مؤثر انداز میں نگرانی کرتی ہیں۔ ان معاملات کو مزید تفصیل سے، ان مالیاتی گوشواروں (اسٹیٹمنٹس) کے ساتھ منسلک نوٹ نمبر 45 میں واضح کیا گیا ہے۔

رسک مینجمنٹ کے نظام کے تحت بورڈ کی طرف سے منظور شدہ دائرہ کار میں رہتے ہوئے پورے بینک کے رسک (خداشات) کا انتظام، رسک کے عنصر کے مطابق ڈھالے گئے گوشواروں (ریٹرنز) کے فروغ کے مقاصد کو پورا کرتے ہوئے کیا جاتا ہے۔ بینک کے رسک مینجمنٹ کا نظام آزادانہ رسک مینجمنٹ کے طے شدہ اصولوں سے مزین منظم (کارپوریٹ) نظم و نسق کو متوازن کرنے کیلئے بنایا گیا ہے۔ 2025ء کے مکمل سال کے دوران، بورڈ کی رسک کمیٹی کے تشکیل کردہ رہنمائی کے اصولوں کی بنیاد پر، مجموعی رسک مینجمنٹ کے نظم و ضبط میں بہتری اور عمدگی کیلئے کوششیں جاری رہیں۔

کوڈ آف کارپوریٹ گورننس کے تحت بیان / کارپوریٹ و مالیاتی (فنانشل) رپورٹنگ کا نظام

بورڈ آف ڈائریکٹرز کوڈ آف کارپوریٹ گورننس کے تحت اپنی ذمہ داریوں سے مکمل آگاہ ہیں اور بخوشی بیان و تصدیق کرتے ہیں کہ:

- بینک سعودی عرب کے سعودی بینشل بینک کا ذیلی ادارہ ہے جو 31 دسمبر 2025ء تک بینک کے 84.51 فیصد حصص کی ملکیت رکھتا ہے (84.51 فیصد۔ 2024)
- کمپنی کے انتظامی معاملات / اقدامات کی موزونیت اور بینک کی مجموعی کارپوریٹ حکمت عملی کی نگرانی کیلئے ویٹرن اور مشن اسٹیٹمنٹس (تصور اور مقاصد کا بیان) کو بورڈ کی حسب ضرورت اور صوابدید کے تحت تیار، اختیار اور ان کا تجزیہ کیا گیا ہے۔
- طرز عمل کے باضابطہ قوانین موجود ہیں جن سے بینک میں اخلاقی تہذیب و تمدن کے فروغ اور مفادات کے نکلنا سے بچا جاسکے جو بطور بورڈ کے ارکان، سینئر انتظامیہ اور دیگر ملازمین کی حیثیت سے وقوع پذیر ہو سکتے ہوں۔ بورڈ بینک میں اخلاقی تہذیب کے طرز عمل کے فروغ کے لیے متعلقہ ضابطے اور طریقہ کار کے ساتھ مناسب اقدامات جاری رکھتا ہے۔
- غیر اخلاقی ضابطہ عمل سے پیدا ہونے والی کسی بھی شکایت کی نشاندہی اور اسکے ازالے کے لیے مناسب سسٹمز (نظام) اور کنٹرولز (انضباط) موجود ہیں۔
- بینک کی جانب سے حسابات کیلئے نہایت مناسب کھاتے بنائے گئے ہیں۔
- بینک کی جانب سے تیار کردہ مالیاتی گوشوارے اس کے معاملات کی واضح تصویر (معتدلاً نہ جائزہ)، اس کی کارکردگی کے نتائج، مجموعی آمدنی، نقد بہاؤ (کیش فلوز) اور سرمایہ (ایکویٹی) کی تبدیلی پیش کرتے ہیں۔
- موزوں حساب داری کی حکمت عملیوں کو کھاتوں کی تیاری کیلئے مسلسل طور پر جاری رکھا جاتا ہے۔ حساب داری کے انداز معقول اور محتاط رائے پر استوار کئے جاتے ہیں۔
- بین الاقوامی حساب داری کے معیار (انٹرنیشنل اکاؤنٹنگ سٹینڈرڈز) کے پاکستان میں اطلاق کی حد تک معاملات کو ان مالیاتی گوشواروں کی تیاری کے دوران مد نظر رکھا گیا ہے۔ ہم ان سے معمولی صرف نظر، اگر کوئی ہو تو، اس کو نہایت وضاحت کے ساتھ بیان کیا گیا ہے۔
- اندرونی انضباط کا نظام اپنے خدوخال میں مضبوط اور مستحکم ہے اور نہایت خوش اسلوبی سے نافذ کیا اور جانچا جاتا ہے۔
- بینک اپنی کارکردگی جاری رکھنے کی صلاحیت کے حوالے سے کسی بھی شک و شبہ سے بالاتر ہے۔
- کارپوریٹ گورننس کے بہترین ضابطہ عمل، جیسا کہ متعلقہ قوانین میں درج ہیں، سے کوئی قابل ذکر روگردانی نہیں کی گئی۔
- پچھلے 6 سال کی اہم کارکردگی اور مالیاتی مواد (ڈیٹا) کا خلاصہ سالانہ رپورٹ میں شامل ہے۔
- 31 دسمبر 2025ء کو بینک کے حصص یافتگان کی ترتیب کے نمونے پر مشتمل گوشوارہ منسلک ہے۔

- پڑتال شدہ مالیاتی گوشواروں کے مطابق سالانہ 31 دسمبر 2025 تک کوئی بھی قانونی ادائیگی، ٹیکس کی مد میں یا ڈیوٹی۔ لیوی (عائد شدہ) یا کوئی اور خرچ واجب الادا نہیں ماسوائے ان کے جن کی وضاحت مالیاتی گوشواروں میں کردی گئی ہے۔
- کوڈ آف کارپوریٹ گورننس کے تحت بیان نہ منسلک ہے۔
- بنک کے مالیاتی گوشواروں کو بینک کے ڈائریکٹرز سے ایف فرگوسن اینڈ کمپنی، چارٹرڈ اکاؤنٹینٹس نے بغیر کسی اعتراض کے آڈٹ کیا ہے؛
- ڈائریکٹرز کے پروفائلز اور دیگر اداروں میں انکی بطور ڈائریکٹرز حیثیت کے بارے میں معلومات اس سالانہ رپورٹ کے علیحدہ سیکشن میں فراہم کی گئی ہیں۔
- بورڈ کی کمیٹیوں کی بناوٹ اور ان کے کام کے طریقہ کار (گورنرز آف ریفرنسز) کا خلاصہ اس سالانہ رپورٹ کے علیحدہ سیکشن میں فراہم کیا گیا ہے۔
- ایسے تمام ڈائریکٹرز جن سے کارپوریٹ گورننس ریگولیشنز فریم ورک (سی جی آر ایف) کے سیکشن جی۔ 9 (8) کے تحت ڈائریکٹرز سٹیشنریشن مطلوب تھا انہوں نے ڈائریکٹرز سٹیشنریشن کے اپنے پروگرام کی تکمیل کی ہے سوائے ایک ڈائریکٹر، محترمہ خود خالد الخلیوی کے۔
- ڈائریکٹرز کی فیس کی ادائیگی بورڈ کی منظور شدہ ریویژن (معاوضوں) پالیسی کے تحت کی جاتی ہے اور اس بارے میں کارپوریٹ گورننس ریگولیشنز فریم ورک، کمپینرز ایکٹ 2017 اور کوڈ آف کارپوریٹ گورننس (سی اوی جی) کو ملحوظ خاطر رکھا جاتا ہے۔
- سی اوی جی کی مطلوبات کے مطابق بینک آزاد اور غیر انتظامی ڈائریکٹرز کی نمائندگی کی حوصلہ افزائی کرتا ہے۔ فی الوقت بینک کا بورڈ آف ڈائریکٹرز تین آزاد ڈائریکٹرز، چار غیر انتظامی ڈائریکٹرز اور ایک انتظامی ڈائریکٹر پر مشتمل ہے۔
- بورڈ اپنی کارکردگی بینک کی مجموعی کارکردگی سے جانچتا ہے۔ ڈائریکٹرز بورڈ کے اجلاس باقاعدگی سے شرکت کرتے ہیں اور ان کی کاروائی میں بھرپور کردار ادا کرتے ہیں۔ بورڈ اس امر کو یقینی بناتا ہے کہ بینک اپنی کارکردگی کے تمام شعبوں میں کارپوریٹ گورننس، بہترین معیار کو اختیار کرے اور مضبوط داخلی انضباط کے نظام کا حامل ہو۔

بورڈ معاشرتی اور ماحولیاتی عوامل کی بنیاد پر بینک کی اپنی پائیدار حکمت عملی کے بارے میں ذمہ داریوں کا مکمل ادراک رکھتا ہے اور اس بارے میں رہنما اصول بھی مرتب کرتا ہے، تاکہ ان تمام معاملات پر عہدہ برائی کے جاری عمل کو یقینی بنایا جاسکے۔

بورڈ کے اجلاس:

اس زیر نظر عرصے میں بورڈ کے پانچ (5) اجلاس اور اس کے ساتھ بورڈ کی ذیلی کمیٹیوں کے اکیس (21) اجلاس منعقد ہوئے۔ بورڈ، ان ڈائریکٹرز کو حاضری سے استثناء عطا کرتا ہے جنہوں نے اجلاس میں شرکت نہیں کی۔ منعقد شدہ اجلاسوں کی تعداد اور ان میں ہر ڈائریکٹر کی شرکت کی تفصیل درج ذیل ہے:

بورڈ کے اجلاس (BOD)	آڈٹ کمیٹی کے اجلاس	رسک کمیٹی کے اجلاس	نامزدگی اور معاوضہ کمیٹی کے اجلاس	آئی ٹی کمیٹی کے اجلاس	بورڈ گورننس کمیٹی	بورڈ ایگزیکٹو کمیٹی	محل تعداد
5	6	6	2	2	4	1	26
5	0	0	2	0	0	0	7
2	0	3	0	2	0	1	8
2	3	0	0	2	0	1	8
3	0	0	1	0	0	0	4
5	6	0	2	0	4	0	17
2	0	3	0	2	3	1	11
5	0	6	1	2	0	0	14
4	4	3	0	0	1	0	12
1	0	0	0	0	0	0	1
1	3	0	1	0	0	0	5
1	0	3	0	0	0	0	4

* 01 ستمبر 2025ء سے مستعفی

** 17 اپریل 2025ء سے ریٹائر

ڈائریکٹرز اور ایگزیکٹو کے حصص کا حصول

حصص کی ملکیت کی ترتیب اور حصص کی ملکیت کی ترتیب سے متعلقہ اضافی معلومات علیحدہ سے منسلک ہیں۔ علاوہ ازیں، بینک کے آزاد ڈائریکٹرز جناب حافظ محمد یوسف نے انفرادی طور پر بینک کے 900,000 حصص فروخت کیے اور جناب شفقت احمد، آزاد ڈائریکٹر، نے 500 حصص خریدے۔

معاوضوں کے ضابطہ عمل بارے نظر ثانی شدہ رہنمائی کے اصولوں کے تحت بیانیہ:

اسٹیٹ بینک آف پاکستان کی فراہم کردہ انتظام اور مشاہدہ کے طریقہ کار کے بارے میں راہنمائی اور اظہار کے اصولوں کی روشنی میں بینک نے ایک پالیسی ترتیب اور نافذ کی جو خاص طور پر ان ملازمین سے تعلق رکھتی ہیں جو خدشات کو اختیار یا اس کی گمرانی کے عمل کے ذمہ دار ہیں، مثلاً، میٹریٹل رسک ٹیکرز (ایم آرٹیز) اور میٹریٹل رسک کنٹرولرز (ایم آر سیز) (Material Risk Controllers (MRCs) and Material Risk Takers (MRTs))۔ اس پالیسی کے بنیادی مقاصد میں خدشات کے تدارک کیلئے موزوں اور مضبوط انتظام کا فروغ، طویل المدت کارکردگی کی حوصلہ افزائی و تعاون اور اعلیٰ قابلیت کے حامل ملازمین کی دلچسپی، کام کو جاری اور متحرک رکھنے، جیسے عوامل شامل ہیں۔

یہ پالیسی، جس میں جانچنے کا طریقہ کار شامل ہے، ایم آرٹیز اور ایم آر سیز (MRTs & MRCs) کی درجہ بندی کرتی ہے جن کے اہداف کا تعین، کارکردگی کی جانچ اور انکے کام کی بجا آوری کو پرکھنے کے طریقہ کار کو ایک متوازن سکور کارڈ (score card) کی سوچ کے محور پر اخذ کیا گیا ہے، جس کا تعلق مالیاتی کارکردگی کے جائزے اور بینک میں مجموعی طور پر اس سے جوئے خدشات کی بنیاد پر ہوتا ہے۔ ایم آرٹیز / ایم آر سیز کی شمولیت کے معیار اصول میں دونوں پہلوؤں کو مد نظر رکھا جاتا ہے، معیاری پہلو میں پریزیڈنٹ اور سی ای او (CEO)، پریزیڈنٹ اور سی ای او اور بورڈ بورڈ کی کمیٹیوں کو براہ راست جوابدہ، ناگزیر پیچمنٹ کمیٹیوں کے ممبران اور تمام اہم شعبہ جات کے سربراہان، جو کاروبار، اسکے خدشات اور ان پر قابو پانے اور اس کے ساتھ ساتھ مقداری معیار کے پہلوؤں جس میں تمام اہم خدشات کا احاطہ کیا گیا ہو، مثلاً کریڈٹ رسک، آپریشنل رسک، لیکویڈٹی رسک اور مالیاتی اخراجات کی منظوری کا کم از کم / ابتدائی اختیار وغیرہ کے لیے ضروری اقدامات کرتے ہیں۔ تمام ایم آرٹیز / ایم آر سیز کی کارکردگی کی جانچ خدشات کی مطابقت کے متوازن سکور کارڈ، جس میں مالیاتی اور غیر مالیاتی / معیاری اور اس ساتھ ساتھ خدشات کی مطابقت کے عوامل، جو خدشات اور انکی تلافی میں ہم آہنگی قائم کرتے ہوں، کے ذریعے کی جاتی ہے۔ سکور کارڈ میں موجود ہر شق میں مختلف عوامل / موزوں شیٹ مارک اور اہداف کی بنیاد پر کارکردگی کی جانچ کیلئے کے پی آیز (KPIs) شامل ہیں۔

پالیسی کے تحت ازالہ جات کے معاوضوں کا ڈھانچہ مندرجہ ذیل پر مشتمل ہے

- ۱۔ معین معاوضہ۔ جس میں ملازمین کو ماہانہ بنیاد پر کل تنخواہ، گریڈ اور عہدہ کی بناء پر معین الاؤنس اور فوائد شامل ہیں اور
- ب۔ متغیر معاوضہ۔ جس میں کارکردگی کی بنیاد پر سالانہ بونس / معیادی فوائد کی شکل میں معاوضوں کی ادائیگی شامل ہے۔

تمام اہل ایم آرٹیز / ایم آر سیز کی متغیر معاوضوں کا ایک مخصوص حصہ کو ملازمین اور دیگر اسٹیک ہولڈرز (stake holders) کے مفاد میں ایک مخصوص مدت (تین سال) کے لیے موخر کیا جائے گا اور اس کا تعلق انکی طویل مدت پائیدار کارکردگی سے جوڑا دیا جائے گا۔ موخر رقم کے حصے کا تعین، جس کی حد 20 فیصد سے 30 فیصد ہے، متعلقہ ایم آرٹیز اور ایم آر سیز کی درجہ بندی کی بنیاد پر ہوگا۔ جس میں پریزیڈنٹ اور سی ای او، سینئر انتظامیہ اور دیگر ایم آرٹیز اور ایم آر سیز شامل ہیں۔ موخر شدہ معاوضے، اعلان شدہ متعلقہ سال سے اگلے کے تین سال کی مدت کے ملکیتی تناسب میں رکھے جائیں گے اور ملازمین کو مطلوبہ تناسب میں سالانہ قسطوں میں ادا کیئے جائیں گے۔ چند مخصوص شفاف خدشات، روپے اور چال چلن یا کارکردگی کے نتائج کے باعث غیر حاصل شدہ معاوضوں میں کمی یا انکی منسوخی کے سدباب کے لیے ضروری اخراجات (پروویژنز) کا اندراج کیا جا چکا ہے۔ ضوابطی شعبوں جن میں رسک مینجمنٹ، کریڈٹ، کمپلائنس، انٹرنل آڈٹ، فنانشل کنٹرول، ایگل وغیرہ شامل ہیں میں کام کرنے والے ایم آرٹیز کے معاوضوں کا تعین انکی گمرانی میں کام کرنے والے کاروباری پینس سے قطع نظر آزادانہ طور پر کیا جاتا ہے۔ بونسز کی ضمانت دینے کی اجازت نہیں ہے۔

ضوابطی مطالبات کے عین مطابق بینک کے پاس غیر انتظامی ڈائریکٹرز پر مشتمل اور ایک آزاد ڈائریکٹر کی سربراہی میں ایک بورڈ نومینیشن اینڈ رومینیشن کمیٹی (بی این آر سی) Board Nomination & Remuneration Committee (BNRC) موجود ہے۔ اگرچہ بورڈ آف ڈائریکٹرز پورے بینک پر محیط معاوضوں کی ادائیگیوں کے نظام کے نفاذ کے تجزیے، منظوری اور گمرانی کے مجموعی طور پر ذمہ دار ہیں تاہم، بی این آر سی (BNRC) بینک کے معاوضوں کی ادائیگی کے مجموعی خدوخال اور دیکھ بکھ کی ذمہ دار ہے۔ بی این آر سی (BNRC) بورڈ کی منظوری کے لیے سینئر انتظامیہ کے لیے سالانہ کارکردگی کے ایوارڈ کو منظور / تجویز بھی کرتی ہے۔

ماحولیاتی سماجی گورننس: (ای ایس جی)

بورڈ اس امر کا مکمل ادراک اور تائید رکھتا ہے کہ ای ایس جی (ESG)، لہڈ کمپینیز (کوڈ آف کارپوریٹ گورننس)، ریگولیشنز 2019 اور سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی جانب جاری کردہ ڈسکلوزر گائیڈ لائنز کے مطالبات کی روشنی میں، بینک کے گورننس فریم ورک کا ایک لازمی حصہ ہے۔ بورڈ وقتاً فوقتاً پائیداری سے متعلق خدشات، مواقع اور کارکردگی کے طریقہ کار کا جائزہ لیتا ہے، تاکہ ان کو بینک کی حکمت عملی اور ضوابطی توقعات سے ہم آہنگ بنایا جاسکے۔ بینک کے ایسے تمام (ESG) اقدامات کو نہایت جامعیت کے ساتھ سالانہ رپورٹ کے نوٹ نمبر 45.3.1 برائے گرین بینکنگ اور ماحولیاتی، سماجی گورننس میں واضح کیا گیا ہے۔

آڈیٹرز

بینک کے بیرونی (ایگزیکٹو) ریٹائرنگ آڈیٹرز میسرز ایف فرگوسن اینڈ کمپنی چارٹرڈ اکاؤنٹینٹس (جو کہ پی ڈبلیو سی (PWC) نیٹ ورک کی ممبر فرم ہے) نے اہلیت کی بناء پر اپنی دوبارہ تقرری کی پیشکش کی ہے۔ بورڈ آف ڈائریکٹرز، آڈٹ کمیٹی کی تجویز پر میسرز ایف فرگوسن اینڈ کمپنی چارٹرڈ اکاؤنٹینٹس (جو کہ پی ڈبلیو سی (PWC) نیٹ ورک کی ممبر فرم ہے) کو اگلے سال کے تقرری کیلئے تجویز کرتا ہے جس کی فیص مشاوری طور پر طے کی جائے گی۔ سال 2025ء کے لیے آڈیٹرز کے معاوضوں کا ذکر مالیاتی گوشواروں کے ساتھ منسلک نوٹ نمبر 30.3 میں کیا گیا ہے

میزانیہ (بیلنس شیٹ) کی تاریخ کے بعد کے واقعات

میزانیہ (بیلنس شیٹ) کی تاریخ کے بعد کوئی ایسا قابل ذکر واقعہ رونما نہیں ہوا جس کی بدولت مالیاتی گوشواروں میں مطابقت کی ضرورت ہو۔

مستقبل کی پیش بینی

اسٹیٹ بینک آف پاکستان اور فنانس منسٹری نے مالی سال 2026ء کے حقیقی جی ڈی پی کی نمو کی شرح 3.25 فیصد تا 4.25 فیصد کے مابین رہنے کی توقع کا اظہار کیا ہے۔ بینک مالی سال 2026ء کے دوران، 50 نئی برانچوں کے اضافے کے ساتھ اپنے صارفین کے تجربے اور رسائی میں بہتری کے لیے اپنے نیٹ ورک کو مزید وسعت دینے کا ارادہ رکھتا ہے۔

اظہار تشکر

ہم اپنے صارفین و کاروباری شراکت داران اور حوصص یافتگان کے جاری اعتماد اور تعاون پر ان کے نہایت مشکور ہیں۔ بورڈ آف ڈائریکٹرز اور بینک کی انتظامیہ بینک دولت پاکستان، سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان، فیڈرل بورڈ آف ریونیو اور دیگر ضوابطی اداروں کی رہنمائی اور نگرانی کو بھی قدر دانی کے ساتھ تسلیم کرتے ہیں۔

ہم خاص طور پر اپنے تمام ملازمین کے شکرگزار ہیں، جن کی لگن، وابستگی اور ٹیم ورک نے بینک کو مضبوط بنانے اور اسے ایک کامیاب فرم بنانے میں تبدیلیاں کرنے میں اہم کردار ادا کیا ہے۔

بورڈ آف ڈائریکٹرز کی جانب سے



راشد جہانگیر

پریذیڈنٹ اور چیف ایگزیکٹو آفیسر

17 فروری 2026ء

کراچی



حافظ محمد یوسف

ڈائریکٹر

SIX YEARS' PERFORMANCE HIGHLIGHTS

December 31	2025	2024	2023	2022	2021	2020
Statement of Financial Position						
Assets						
Advances - gross	71,304	66,121	80,712	80,529	85,256	68,573
Investments - gross	117,362	100,275	70,503	76,922	94,188	68,199
Lending to financial institutions	1,500	-	8,192	7,354	5,908	9,936
Cash and balances with treasury and other banks	10,451	10,578	10,504	7,193	8,910	8,743
Fixed assets	5,157	3,501	2,958	3,132	2,982	1,939
Intangible assets	740	763	597	616	592	142
Deferred tax asset - net	3,130	3,367	2,503	2,121	1,218	365
Other assets - gross	7,635	8,077	10,278	7,457	6,537	4,508
Total assets - gross of provisions	217,279	192,682	186,248	185,323	205,591	162,404
Provision against advances ECL - Stage 1,2 & 3	(10,693)	(10,051)	(7,276)	(6,074)	(4,079)	(2,938)
Provision for diminution in the value of investments	-	(0)	(91)	(18)	(213)	(309)
Provision held against bad and doubtful other assets	(144)	(144)	(147)	(157)	(161)	(161)
Total assets - net of provisions	206,441	182,486	178,734	179,074	201,139	158,996
Liabilities						
Customer deposits and other accounts	118,927	107,142	114,732	105,244	79,267	78,426
Borrowings	52,207	42,474	30,982	45,826	93,019	56,197
Bills payable	2,411	1,791	975	1,039	903	3,358
Subordinated debt	4,991	4,993	4,995	4,997	4,999	-
Other liabilities	9,105	8,861	10,687	7,315	7,051	5,698
Total liabilities	187,640	165,261	162,371	164,421	185,239	143,679
Net assets	18,800	17,225	16,363	14,653	15,900	15,317
Share capital	10,082	10,082	10,082	10,082	10,082	10,082
Advance against proposed issue of shares	-	-	-	-	-	-
Reserves	3,262	3,117	2,977	2,730	2,730	1,032
Unappropriated profit / (accumulated losses)	5,074	4,050	3,578	2,590	3,623	3,748
Equity	18,419	17,249	16,638	15,402	16,435	14,862
(Deficit)/ surplus on revaluation of assets - net of tax	381	(24)	(274)	(749)	(535)	455
	18,800	17,225	16,363	14,653	15,900	15,317
Profit & Loss Account						
Mark-up / return / interest earned	22,112	28,721	28,705	22,545	13,983	13,575
Mark-up / return / interest expensed	(16,518)	(21,395)	(20,604)	(17,811)	(9,676)	(9,876)
Net mark-up / interest income	5,593	7,326	8,101	4,734	4,306	3,699
Fee, commission, brokerage and Income from dealing in foreign currencies	1,191	1,375	1,523	1,462	859	809
Dividend income and (loss) / gain on sales of securities - net	868	281	(339)	(1,231)	581	523
Other income and unrealised (loss) / gain on revaluation of investments	69	31	25	13	31	10
Non mark-up / interest income	2,128	1,687	1,208	244	1,471	1,341
Revenue	7,722	9,013	9,310	4,978	5,777	5,040
Non mark-up / interest expenses	(5,522)	(5,351)	(4,830)	(4,059)	(3,424)	(3,018)
Other Expenses - levy	-	(354)	-	-	-	-
(Charge) / reversal / recovery of provision / against write-offs	(644)	(1,758)	(2,286)	(1,845)	(1,049)	(354)
Profit / (Loss) before taxation	1,556	1,550	2,193	(926)	1,304	1,668
Taxation	(829)	(850)	(958)	498	(515)	(657)
Profit / (Loss) after taxation	727	699	1,235	(428)	789	1,012
Other Information						
Return on equity (RoE)	4.0%	4.2%	8%	-2.8%	5.1%	6.9%
Return on assets (RoA)	0.4%	0.4%	0.7%	-0.2%	0.4%	0.7%
Profit before tax to revenue ratio	20.1%	17.2%	23.6%	-18.6%	22.6%	33.1%
Advances to deposits ratio (ADR) *	46.3%	45.0%	54.0%	58.4%	85.9%	70.9%
Efficiency ratio (cost to revenue)	71.5%	59.4%	51.9%	81.5%	59.3%	59.9%
Earning Per Share (EPS)	0.72	0.69	1.23	(0.42)	0.78	1.00
Market value per share - rupees	14.24	9.25	10.59	6.50	12.45	7.50
Number of employees - FTE	689	648	662	679	670	618
Number of employees - Bank Contract & 3rd Party Contract	421	287	295	331	320	321
Number of branches	77	57	47	47	44	40

Statement of Internal Controls

Management of the Bank is responsible for establishing and maintaining adequate controls for providing reasonable assurance on effective and efficient business, its operations, internal financial controls and compliance with laws and regulations. Internal Controls are designed to mitigate, rather than eliminate, the risk of failure to achieve business objectives, and can only provide reasonable assurance against risk of material misstatement or losses. Whilst the development of Internal Control systems is an ongoing process, controls are embedded in respective departmental Policies and Procedures and self-tested on a quarterly basis.

The responsibility for adherence to controls mainly lies with the First Line of Defense. The Bank has formed various Management Committees for continuous oversight over the controls' environment. Compliance function acts as Second line of Defense. Further, the Bank has clearly defined roles for certain control functions such as Operational Risk Management Department (ORMD) and Finance in its Internal Controls Policy. ARR as third line of Defense periodically carries out audits of branches and departments to monitor compliance with the Bank's controls and regulatory requirements. Likewise, the Compliance function assists Senior Management in effectively managing the regulatory compliance through Branch/Function Reviews, Advisories, Review of AML/Sanction alerts and ensuring timely update of customer KYCs. The ORMD function within the Risk Management Group carries out quality assurance reviews of processes and transactions of branch banking operations, to monitor compliance with bank's policies and procedures. Risk & Controls Self-Assessment (RCSA) regime has been implemented throughout the Bank, whereby each business/function, under the guidance of their respective Group Head, ORMD, ICFR Unit and Compliance function, undertakes a quarterly self-testing exercise to test the effectiveness of their operational, financial and regulatory risks & controls. To institutionalize a robust Operational Risk Management culture, Key Risk Indicators (KRIs) for each function have been identified along with tolerance limits. The Internal Control - ICFR Unit under Finance assists the Management in formulating an effective ICFR system, in line with the applicable regulations and its regular monitoring. An accountability process is in place to ensure the effectiveness of the overall control environment. Further, the Management gives due consideration to recommendations made by internal & external auditors and regulators, especially for improvements in internal control systems and processes, and takes timely action to implement their recommendations.

To implement Internal Control Guidelines, as required by the State Bank of Pakistan, ARR reviewed the detailed exercise of documenting and benchmarking existing internal processes and controls, relating to financial reporting. This review assists in further improving internal controls across the Bank and ensures compliance with the SBP requirements. The Bank has taken corrective action to timely implement the improvements identified during the previous ICFR Assessments and follows a formal action plan to timely address any deficiencies identified in the ongoing assessments. As per the SBP roadmap of Internal Controls over Financial Reporting, the Bank has completed all stages and is in compliance with SBP instructions and has obtained exemption from the State Bank of Pakistan for submission of Long Form Report (LFR) certified by external auditors. As a result, ARR prepares the "Annual Assessment Report on efficacy of Bank's Internal controls over financial reporting" under the Internal Controls framework which is approved by the Board of Directors. Furthermore, submission of this Annual Assessment Report to SBP has been discontinued vide BSD circular Letter No. 1 of 2021. The Management considers the existing internal controls system of the Bank, including ICFR, to be adequate, with appropriate implementation and regular monitoring, however, room for improvement exists.

The Board of Directors is ultimately responsible for the Bank's Internal Control system and endorses the above evaluation of Internal Controls system by Management, in the Directors' Report.



Mr. Rashid Jahangir
President and Chief Executive Officer
February 17, 2026
Karachi

Complaint Handling Machanism

Samba Bank remains firmly committed to maintaining a customer-focused service culture, underpinned by fairness, transparency, and accountability in line with the principles and guidelines issued by the State Bank of Pakistan (SBP). Samba Bank has a centralized and structured internal complaint handling mechanism to ensure the timely, fair and effective resolution of customer grievances.

During the year, the Bank continued to enhance its complaint handling framework by coordinating with concerned departments and ensuring adherence to prescribed regulatory timelines. Interim responses were issued to customers wherever required, in line with regulatory instructions, to keep customers informed of the status of their complaints.

In line with regulatory requirements, Samba Bank also ensures that customers are duly informed about the availability of alternate grievance redressal forums in cases where complaints are declined. Relevant details of these forums, including complete contact information, are clearly communicated to customers at the time of complaint closure. This approach reinforces transparency, empowers customers with clear escalation options, and reflects the Bank's commitment to fair treatment and regulatory compliance in its complaint handling process.

Customers may lodge complaints through multiple channels, including branches, phone banking, email, and the Bank's website. In addition, customers can conveniently track the status of their complaints through phone banking, email, or by visiting the nearest branch, ensuring transparency, accessibility, and timely communication throughout the entire complaint resolution process.

Modes of complaints lodgment			
SambaPhone Banking	Samba Branches	Mail/Letter	Email
WhatsApp	Fax	Social Media	Sunawai Complaint Portal

Summary of Complaints & resolution in FY2025:

As of year-end 2025, Samba Bank expanded its physical presence by increasing its branch network to 77 branches across 36 cities, further improving customer access and facilitating prompt complaint registration and resolution at the branch level.

During 2025, Samba Bank received a total of 4,175 complaints, reflecting a reduction of approximately 15% compared to 4,907 complaints received in 2024. The average turnaround time (TAT) for complaint resolution improved by 20%, decreasing to 4 working days in 2025 from 5 working days in 2024, demonstrating Samba Bank's continued focus on service efficiency and customer satisfaction.

Below is a snapshot of the complaints received/resolved by Samba Care during 2025.

Overall Complaints	Total Complaints Received	4,175
	Average complaint resolution time	4 working days

Breakup up - Complaints

Minor (3 working days)	Total Complaints Received	258
	Average complaint resolution time	2 working days
Minor (7 working days)	Total Complaints Received	150
	Average complaint resolution time	4 working days
Major (15 working days)	Total Complaints Received	3,632
	Average complaint resolution time	4 working days
Fraud Related (30 working)	Total Complaints Received	135
	Average complaint resolution time	6 working days

Independent Auditors' Review Report to the members of Samba Bank Limited Review Report on the Statement of Compliance contained in Listed Companies (Code of Corporate Governance) Regulations, 2019

We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors of Samba Bank Limited (the Bank) for the year ended December 31, 2025 in accordance with the requirements of regulation 36 of the Regulations.

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

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

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

Based on our review, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Bank's compliance, in all material respects, with the requirements contained in the Regulations as applicable to the Bank for the year ended December 31, 2025.

A.F. Ferguson & Co.
Chartered Accountants
Islamabad
Date: March 5, 2026

UDIN: CR202510979kT9D2YcgL

Statement of Compliance with Listed Companies (Code of Corporate Governance) Regulations, 2019

Samba Bank Limited ("the Bank") has complied with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 ("the Regulations") in the following manner: -

1. Total number of Directors are Eight (8) as per the following;
 - a. Male: Six (06)
 - b. Female: Two (02)

2. The composition of the Board is as follows:

Category	Names
Independent Directors*	Hafiz Mohammad Yousaf Mr. Shafqaat Ahmed
Executive Director	Mr. Rashid Jahangir President & Chief Executive Officer
Non-Executive Directors	Mr. Mustafa Ilyas (Chairman) Mr. Fahad Ali AlHunaiti Mr. Mazen Ali AlDhabi
Female Directors	Ms. Kholood Khalid Al-Khelaiwi (Non-Executive Director) Ms. Zeeba Ansar (independent director)

- * The Independent Directors meet the criteria of independence as laid down under Section 166 of the Act.
3. The Directors have confirmed that none of them is serving as a director on more than seven listed companies, including this Bank;
 4. The Bank has prepared a "Code of Conduct" and has ensured that appropriate steps have been taken to disseminate it throughout the bank along with its supporting policies and procedures;
 5. The Board has developed a vision/mission statement, overall corporate strategy, and significant policies of the Bank. The Board has ensured that a complete record of particulars of the significant policies along with their date of approval or updating is maintained by the Bank;
 6. All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by the Board/shareholders as empowered by the relevant provisions of the Companies Act, 2017 ("the Act") and these Regulations;
 7. The meetings of the Board were presided over by the Chairman and, in his absence, by a director elected by the Board for this purpose. The Board has complied with the requirements of the Act and the Regulations with respect to frequency, recording, and circulating minutes of meetings of the Board;
 8. The Board has a formal policy and transparent procedures for the remuneration of directors in accordance with the Act and these Regulations;
 9. All members of the Board of Directors and Executives have successfully completed the Director's Training Program from an authorized institution, with the exception of Ms. Kholood Khalid Al-Khelaiwi, for whom the Bank has scheduled training in 2026. Additionally, Mr. Rashid Jahangir has been appointed as President & CEO. Furthermore, Mr. Fahad Ali AlHunaiti and Mr. Mazen Ali AlDhabi were appointed as Directors on the Board during the current year. In accordance with regulatory requirements, their Director's Training Program will be completed within one year from the date of their appointment.

10. The Board has approved the appointment of Chief Financial Officer, Head of Internal Audit, and Company Secretary including their remuneration and terms and conditions of employment and compiled with relevant requirements of the Regulations;
11. Chief Financial Officer and Chief Executive Officer duly endorsed the financial statements before approval of the Board;
12. The Board has formed committees comprising of members given below: -

a) Board Audit Committee ("BAC")

- (i) Hafiz Mohammad Yousaf (Chairman)
(ii) Mr. Fahad Ali AlHunaiti (Member)
(iii) Mr. Mazen Ali AlDhabi (Member)

b) Board Risk Committee ("BRC")

- (i) Mr. Shafqaat Ahmed (Chairman)
(ii) Mr. Fahad Ali AlHunaiti (Member)
(iii) Ms. Zeeba Ansar (Member)
(iv) Mr. Rashid Jahangir (Member)

c) Board Nomination & Remuneration Committee ("BNRC")

- (i) Hafiz Mohammad Yousaf (Chairman)
(ii) Mr. Mustafa Ilyas (Member)
(iii) Ms. Kholood Khalid Al-Khelaiwi (Member)

d) Board IT Committee ("BITC")

- (i) Ms. Zeeba Ansar (Chairperson)
(ii) Mr. Mazen Ali AlDhabi (Member)
(iii) Mr. Fahad Ali AlHunaiti (Member)
(iv) Mr. Shafqaat Ahmed (Member)

e) Board Level- Governance Committee for Islamic Banking Conversion ("BLGC")

- (i) Hafiz Mohammad Yousaf (Chairman)
(ii) Mr. Shafqaat Ahmed (Member)
(iii) Mr. Rashid Jahangir (Member)
(iv) Ms. Samina H. Khan (Member)
(v) Syed Zia-ul-Husnain Shamsi (Member)

f) Board Executive Committee ("BEC")

- (i) Mr. Shafqaat Ahmed (Chairman)
(ii) Mr. Fahad Ali AlHunaiti (Member)
(iii) Mr. Mazen Ali AlDhabi (Member)

13. The Terms of Reference of the committees above have been formed, documented, and advised to the committee for compliance;
14. The frequency and number of meetings held of each committee is as follows: -

Board's Committees	Frequency	No. of Meegings Held
Audit Committee	At least once every quarter of the financial year	6
Board Nomination & Remuneration Committee	At least twice a year	2
Board Risk Committee	At least once every quarter of the financial year	6
Board IT Committee	At least twice a year	2
Board Level- Governance Committee for Islamic Banking Conversion	Need Basis	4
Board Executive Committee	Once every financial year	1

15. The Board has set up an effective internal audit function that is considered suitably qualified and experienced for the purpose and is conversant with the policies and procedures of the Bank;
16. The statutory auditors of the Bank have confirmed that they have been given a satisfactory rating under the Quality Control Review Program of the Institute of Chartered Accountants of Pakistan and registered with the Audit Oversight Board of Pakistan, that they and all their partners comply with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the Chief Executive Officer, Chief Financial Officer, Head of Internal Audit, Company Secretary or Directors of the Bank;
17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these Regulations, or any other regulatory requirement, and the auditors have confirmed that they have observed IFAC guidelines in this regard;
18. We confirm that all requirements of regulations 3, 6, 7, 8, 27, 32, 33, and 36 of the Regulations have been complied with;
19. Explanation for non-compliance with requirements, other than regulations 3, 6, 7, 8, 27, 32, 33 and 36 are below;

1) Role of the Board and its members to address Sustainability Risks and Opportunities

Regulation 10A:

In terms of Regulation 10A, the Board is responsible for setting the Bank's sustainability (including diversity, equity and inclusion) strategies, priorities, and targets to create long term corporate value and for its periodic review and monitoring. Further, the Board is required to understand and address sustainability risks and opportunities, including climate-related risks and opportunities relevant to the Company. These matters are also required to be disclosed in the directors report. In order to achieve its sustainability related obligations, the Board may establish a dedicated committee or assign additional responsibilities to an existing committee. Currently, the Board oversees and governs the Bank's initiatives related to sustainability matters. Further, the Bank has engaged a consultant for assistance in compliance with these requirements.

2) Nomination Committee (Regulation 29(1)):

In terms of Regulation 29, the Board may constitute a separate committee designated as the nomination committee. Currently, the functions of the Nomination Committee are being carried out by the Board Nomination & Remuneration Committee (BNRC), with adequately documented Terms of References (TORs) of the said board committee.

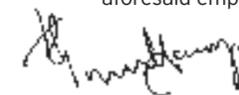
3) Significant Policies on Website (Regulation 35):

In terms of Regulation 35, the Bank may post significant policies on its website, the Bank has noted the matter and intends to comply with this requirement in future.

4) Directors' Training (Regulation 19):

In terms of Regulation 19, it is encouraged that a newly appointed director on the board may acquire, the Director's Training Program Certificate within a period of one year from the date of appointment. However, the training has not been conducted for Ms. Kholood Khalid Al-Khelaiwi since her appointment as a director dated October 23, 2023. The Bank will arrange a Directors' Training Program for the aforementioned director in due course.

In terms of Regulation 19(3) (I & II), the Bank may arrange training for at least one female executive and one head of department every year, the Bank has noted the matter and will therefore arrange a Training Program for aforesaid employees in due course.



Mr. Rashid Jahangir
President & CEO



Mr. Mustafa Ilyas
Chairman

February 13, 2026

Notice Of The 23rd (Twenty-Third) Annual General Meeting

Notice is hereby given that the 23rd (Twenty-Third) Annual General Meeting ("AGM") of Samba Bank Limited (the "Bank") will be held on Thursday, March 26, 2026, at 12:00 pm ("PST") at the Hotel Margala, Islamabad, Pakistan, to transact the following business:

Ordinary Business

1. To confirm the minutes of the 22nd Annual General Meeting held on April 17, 2025.
2. To receive, consider, and adopt the Annual Audited Accounts of the Bank for the year ended December 31, 2025, together with the Reports of the Directors and Auditors thereon.
3. To appoint Auditors and fix their remuneration for a term ending at the conclusion of the next Annual General Meeting. The retiring Auditors, M/s. A.F. Ferguson & Co., Chartered Accountants, being eligible, have offered themselves for reappointment.



Any Other Business

To consider any other business with the permission of the Chair.

March 05, 2026
Karachi

By the Order of the Board
Zia-ul-Husnain Shamsi
Company Secretary

NOTES:

1. Share Transfer Books of the Bank will remain closed from 20-03-2026 to 26-03-2026 (both days inclusive). Transfers received in order, at the Bank's Registrar, M/s. FAMCO Share Registration Services (Private) Limited, 8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S, Shahrah-e-Faisal, Karachi, up to close of business on 19-03-2026, will be considered in time and be entitled to attend and vote.
2. Copies of the minutes of the 22nd Annual General Meeting held on April 17, 2025, are available for inspection by members as required under section 152 of the Companies Act, 2017. Members who will join the meeting through a video link and are desirous of inspection of the minutes of the 22nd AGM may send his/her requests via email at zia.shamsi@samba.com.pk.

3. Up-dation of shareholder addresses & other particulars:

Members holding shares in physical form are requested to promptly notify the Shares Registrar of the Bank of any change in their addresses or any other particulars. Shareholders maintaining their shares in electronic form should have their address updated with their participant or CDC Investor Accounts Service. Further, to comply with the requirements of section 119 of the Companies Act, 2017, and Regulation 47 of the Companies Regulations, 2024, all CDC and non-CDC shareholders are requested to have their email addresses and cell phone numbers incorporated / updated in their physical folio or CDC account.

4. Requirements for attending the Annual General Meeting:

- (i) In the case of individuals, the account holder or sub-account holder whose registration details are uploaded as per the Central Depository Company of Pakistan Limited ("CDC") Regulations, shall authenticate his/her identity by showing his/her original Computerized National Identity Card (CNIC) or original passport at the time of attending the Annual General Meeting.
- (ii) In case of a corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced at the time of the Annual General Meeting, unless it has been provided earlier, to the Bank, along with the proxy form.

5. Participation in AGM through electronic means:

The Bank will provide the facility to all the shareholders to participate in the Annual General Meeting via video link. Shareholders are encouraged to attend the AGM proceedings through the video link facility.

The entitled shareholders whose names appear in the Books of the Bank by the close of business on March 19, 2026, and who are interested to attend the AGM via video link are hereby requested to register themselves with the Company Secretary Office by providing the following information at the earliest but not later than 48 hours before the time of the AGM through Email agm@samba.com.pk with the following particulars:

Name of Shareholder	CNIC Number	CDC Account No./ Folio No.	Cell Number	Email Address

The bank will send the login details/password via email to the members who are registered, after the necessary verification. On the AGM Day, shareholders will be able to login and participate in the AGM proceedings through their smartphones/computer devices from any convenient location. The login facility will be opened 30 minutes before the meeting time to enable the participants to join the meeting. Please note that only those shareholders who have already registered themselves through the above process will be able to participate in the meeting.

The members can also send their comments/suggestions related to the agenda of the Annual General Meeting (AGM) through email at zia.shamsi@samba.com.pk or WhatsApp at +92(307) 3278728.

6. Requirements for appointing proxies:

- (i) A member entitled to attend and vote at this meeting is entitled to appoint a proxy to attend, speak, and vote on his/her behalf. A proxy (except for a corporate entity) must be a member of the Bank. Proxy form, in order to be effective, must be received at the Registered Office of the Bank, duly stamped and signed not less than 48 hours before the time of the meeting. In case of a corporate entity, the Board of Directors' Resolution/Power of Attorney with specimen signatures shall also be submitted along with the Proxy Form to the Bank. (No account shall be taken of any part of the day that is not a working day).
- (ii) The entitled shareholders are requested to keep with them their original Computerized National Identity Cards (CNICs) / Passport along with their folio numbers / participant(s) ID numbers and CDC account numbers at the time of attending the Annual General Meeting in order to facilitate identification of the respective shareholders. The proxy shall also produce his/her original CNIC or Passport at the time of the meeting.

7. Audited Financial Statements through e-mail:

In pursuant to Section 223(6) of the Companies Act 2017 and SECP S.R.O. 389 (I) / 2023 dated March 21, 2023, the Annual Report 2025 which includes Auditors' Report along with Audited Financial Statements, Directors' Report, Chairman's Review Report and Notice of Annual General Meeting are being e-mailed to the members who have provided their e-mail addresses. Members are also requested to inform change (if any) in their registered e-mail addresses to the relevant Participants / Investor Account Services of the CDC / Share Registrar of the Bank (as the case may be) for the aforesaid purpose. Members of the Bank who wish to receive the hard copy of the Annual Report are requested to send a standard request form to our Share Registrar. The standard request form can be downloaded from the Bank's website link, <https://www.samba.com.pk/samba/overviews/notices>.

The Annual Report of the Bank has also been uploaded on the website of the Bank which can be downloaded from the following weblink or QR enabled code given on the top right of this notice. Weblink

<https://www.samba.com.pk/samba/overviews/financial-reports>.

8. Submission of CNIC (Mandatory):

- (i) Shareholders who have not yet submitted a copy of their valid CNIC or valid Passport to the Bank, are once again reminded to send the same by March 19, 2026. The CNIC number /NTN details are mandatory and are also required for checking the tax status as per the Active Taxpayers List (ATL) issued by the Federal Board of Revenue ("FBR") from time to time.
- (ii) Individual Shareholders (including all joint holders) holding physical share certificates of the Bank are requested to submit a copy of their valid CNIC to the Bank or its Share Registrar if not already provided. The shareholders, while sending CNIC must quote their respective folio numbers.
- (iii) In case of non-receipt of a copy of a valid CNIC, the Bank will be constrained under Section 243 (3) of the Companies Act, 2017 ("Companies Act") to withhold the dividend of such shareholders.

9. Provision of IBAN for payment of cash dividend electronically (Mandatory):

- (i) In compliance with Section 242 of the Companies Act, 2017 it is mandatory for a public listed company to pay cash dividends to its shareholders through electronic mode ONLY, directly into the bank account designated by the eligible shareholder.
- (ii) Therefore, all shareholders, who have not provided their bank details are once again, through this notice, requested to update their accurate and complete 24 digits IBAN together with the bank's name, branch address, CNIC number, and correct email address with respective Participants/Investors' Account Services of CDC, for electronic form of

shares, and in case of physical shareholding with our Shares Registrar, M/s. FAMCO Share Registration Services (Pvt.) Limited, at the address given above. This will enable payment of past-withheld dividends.

- (iii) Please note that, as per Section 243(3) of the Companies Act, 2017, listed companies are entitled to withhold payment of dividends if the necessary information is not provided by shareholders.
- (iv) E-Dividend Mandate Form is available on the Bank's website for the convenience of shareholders.

10. Deposit / Conversion of Physical Shares into Book-Entry Form:

The shareholders having physical share certificates of the Bank are advised to place / convert their physical shares into Book-Entry Form in CDC as required under the provisions of Section 72 of the Companies Act, 2017.

11. Registration in the CCDR Web Portal of CDC:

Central Depository Company (CDC) has developed a Centralized Cash Dividend Registrar ("CCDR"), on its eService's web portal, which contains details pertaining to cash dividends paid, unpaid, or withheld by listed companies. CCDR maintains a recent history of dividends paid to shareholders by listed companies and access to such information is provided to the respective shareholders including details of Income Tax / Zakat deduction etc. (if any) and the net amount credited into their accounts.

Shareholders of the Bank are requested to register themselves on CDC's e-services Portal <https://www.cdcaccess.com.pk> to access the above facility.

12. Unclaimed Dividend / Shares Certificates U/s 244 of the Companies Act, 2017:

An updated list of unclaimed dividends/shares certificates of the Bank, which have remained unclaimed or unpaid for three years from the date these have become due and payable, is available on the Bank's website <https://www.samba.com.pk/samba/overviews/notices>.

Claims can be lodged by shareholders on the Claim Form as is available on the Bank's website. Claim Forms must be submitted to the Bank's Share Registrar for receipt of dividends/ shares.

13. Prohibition on grant of gifts to Shareholders:

The Securities and Exchange Commission of Pakistan (the "SECP"), through its Circular 2 of 2018, dated February 9, 2018 and S.R.O.452(1)/2025 has strictly prohibited companies from providing gifts or incentives, in lieu of gifts (tokens/coupons/lunches/takeaway/packages) in any form or manner, to shareholders at or in connection with general meetings. Under Section 185 of the Act, any violation of this directive is considered an offense, and companies failing to comply may face penalties.

14. Proxy Form:

The proxy form is enclosed and also available on the Bank's website <https://www.samba.com.pk/samba/overviews/notices>.

نوٹس برائے تیسواں سالانہ اجلاس عام

نوٹس:

1- بینک کی شیئر ٹرانسفر بکس 20 مارچ 2026ء سے 26 مارچ 2026ء (بشمول دونوں ایام) تک بند رہیں گی۔ جو ٹرانسفر بہ ترتیب 19 مارچ 2026ء کے روز کاروباری اختتام تک بینک کے رجسٹرار میسرز فیکو شیئرز رجسٹریشن سروسز (پرائیویٹ) لمیٹڈ کے دفتر بمقام F-8، نزد ہوٹل فاران، نرسری بلاک-6، پی ای سی ایچ ایس، شاہراہ فیصل، کراچی، پر موصول ہونگے، وہ اجلاس میں شرکت کرنے اور ووٹ دینے کے اہل ہونگے۔

2- کمپنیز ایکٹ 2017ء کے سیکشن 152 کے تحت ممبران کے معائنے کے لئے مورخہ 17 اپریل 2025ء کو منعقدہ بائیسویں (22) سالانہ اجلاس عام کے منٹس کی نقول دستیاب ہیں۔ وہ اراکین جو ویڈیو لنک کے ذریعے میٹنگ میں شامل ہوں گے، اگر وہ بائیسویں سالانہ اجلاس عام کے منٹس کا معائنہ کرنے کے خواہشمند ہیں تو zia.shamsi@samba.com.pk پر ای میل کے ذریعے اپنی درخواست بھیج سکتے ہیں۔

3- حصص یافتگان کے پتے اور دیگر تفصیلات کی تبدیلی:

ممبران جو فزیکل شیئرز رکھتے ہیں، ان سے درخواست کی جاتی ہے کہ وہ اپنے پتوں یا دیگر تفصیلات میں تبدیلی کی صورت میں بینک کے شیئر رجسٹرار کو فوری مطلع کریں۔ ایسے حصص یافتگان جو الیکٹرانک شیئرز رکھتے ہیں وہ اپنے پتے میں کسی تبدیلی کے حوالے سے اپنے شراکت داروں یا سی ڈی سی انویسٹرا کاؤنٹ سروسز کو مطلع کریں۔

مزید یہ کہ کمپنیز ایکٹ 2017ء کے سیکشن 119 اور کمپنیز ریگولیشنز 2024ء کے ریگولیشن 47 کی درکار ضروریات کی پیروی کرتے ہوئے تمام سی ڈی سی اور فزیکل شیئر ہولڈرز سے درخواست کی جاتی ہے کہ وہ اپنے ای میل ایڈریس اور فون نمبرز اپنے فزیکل فولیو یا سی ڈی سی کاؤنٹ میں اپ ڈیٹ کریں۔

4- سالانہ اجلاس عام میں شرکت کی شرائط:

(i) انفرادی صورت میں، اکاؤنٹ ہولڈر یا ذیلی اکاؤنٹ ہولڈر جن کی رجسٹریشن کی تفصیلات سینٹرل ڈپازٹری کمپنی آف پاکستان لمیٹڈ ("CDC") ضوابط کے مطابق اپ لوڈ کی گئی ہیں وہ سالانہ اجلاس عام میں شرکت کے وقت اپنا اصل کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC) یا اصل پاسپورٹ دکھا کر اپنی شناخت کی تصدیق کروائیں گے۔

(ii) کارپوریٹ ادارے کی صورت میں پر کسی فارم کے ساتھ بورڈ آف ڈائریکٹرز کی قرارداد/ پاور آف اٹارنی بمع نامزد کردہ فرد کے دستخط کے نمونے سالانہ اجلاس عام کے وقت پیش کرنا ہوں گے، اگر پر کسی فارم کے ساتھ بینک کو پہلے فراہم نہیں کئے گئے ہیں۔



نوٹس ہذا کے ذریعے آگاہ کیا جاتا ہے کہ سامبا بینک لمیٹڈ (بینک) کا تیسواں (23) سالانہ اجلاس عام 26 مارچ 2026 بروز جمعرات پاکستانی وقت کے مطابق دوپہر بارہ (12:00) بجے (پاکستان اسٹینڈرڈ ٹائم کے مطابق)، بمقام ہوٹل مارگلہ، اسلام آباد، پاکستان میں حسب ذیل کی انجام دہی کیلئے منعقد کیا جا رہا ہے:

عمومی امور

1- 17 اپریل 2025ء کو منعقد شدہ بائیسویں (22) سالانہ اجلاس عام کے منٹس کی منظوری۔

2- بینک کے سالانہ آڈٹ شدہ اکاؤنٹس بشمول ڈائریکٹرز اور آڈیٹرز کی رپورٹس برائے اختتام سال 31 دسمبر 2025ء کو وصول، ان کا تجزیہ اور ان کی منظوری دی جائے۔

3- آڈیٹرز کی تقرری اور ان کے معاوضہ کا تعین کرنا، جس کی مدت آئندہ سالانہ اجلاس عام کے اختتام تک ہوگی۔ سبکدوش ہونے والے آڈیٹرز میسرز اے ایف فرگوسن اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس اہل ہونے کی حیثیت سے دوبارہ تقرری کیلئے خود کو پیش کیا ہے۔

دیگر امور:

چیئر مین کی منظوری سے دیگر امور کو زیر غور لانا۔

5 مارچ، 2026ء

کراچی

حکیم بورڈ
ضیاء الحسنین شمسی
کمپنی سیکریٹری

5- سالانہ اجلاس عام میں الیکٹرانک ذرائع سے شرکت:

بینک تمام حصص یافتگان کو ویڈیولنک کے ذریعے سالانہ اجلاس عام میں شرکت کی سہولت فراہم کرے گا۔ حصص یافتگان کو ویڈیولنک کی سہولت کے ذریعے سالانہ اجلاس عام کی کارروائی میں شرکت کی ترغیب دی جاتی ہے۔

تمام اہل حصص یافتگان جن کے نام بینک کی کتب میں 19 مارچ 2026ء کے روز کاروباری دن کے اختتام تک موجود ہوں اور وہ سالانہ اجلاس عام میں ویڈیولنک کے ذریعے شرکت کے خواہشمند ہوں تو ان سے درخواست کی جاتی ہے کہ وہ کمپنی سیکریٹری آفس میں مندرجہ ذیل کوائف فوری طور پر یا سالانہ اجلاس عام کے وقت سے کم از کم 48 گھنٹے قبل ای میل agm@samba.com.pk کے ذریعے رجسٹر ہو جائیں:

ای میل ایڈریس	سیل نمبر	سی ڈی سی اکاؤنٹ نمبر / فونو نمبر	سی این آئی سی نمبر	شیئر ہولڈر کا نام

بینک ضروری تصدیق کے بعد لاگ ان کی تفصیلات / پاس ورڈ رجسٹرڈ اراکین کے ای میل پتوں کے ذریعے ارسال کرے گا۔ سالانہ اجلاس عام کے دن، رجسٹرڈ حصص یافتگان اپنے سمارٹ فون / کمپیوٹر ڈیوائسز کے ذریعے کسی بھی سہولت والے مقام سے لاگ ان کر سکیں گے اور سالانہ اجلاس عام کی کارروائی میں حصہ لے سکیں گے۔ اجلاس شروع ہونے سے 30 منٹ قبل ہی لاگ ان کی یہ سہولت شرکاء کی آسانی کے پیش نظر سالانہ اجلاس عام میں شمولیت کیلئے کھول دی جائے گی۔ براہ کرم نوٹ فرمائیں کہ صرف وہ حصص یافتگان جنہوں نے مندرجہ بالا عمل کے ذریعے پہلے ہی خود کو رجسٹر کر رکھا ہے، الیکٹرانک ذرائع سے اجلاس میں شرکت کرنے کے اہل ہوں گے۔

ممبران سالانہ اجلاس عام (AGM) کے ایجنڈے سے متعلق اپنے تبصرے / مشورے zia.shamsi@samba.com.pk پر ای میل یا +92(307)3278728 پروائس ایپ کے ذریعے بھیج سکتے ہیں۔

6- پراکسیز کی تقرری کیلئے درکار شرائط:

(i) ہر ایسا رکن جو اس اجلاس میں شرکت اور ووٹ دینے کا حق رکھتا ہے، اسے یہ اختیار حاصل ہے کہ وہ کسی دوسرے فرد کو بطور پراکسی مقرر کرے تاکہ وہ اس کی جانب سے اجلاس میں شرکت، گفتگو کرے اور ووٹ دے۔ تاہم، (کارپوریٹ ادارے کے علاوہ) پراکسی کو بینک کارکن ہونا ضروری ہے۔ پراکسی فارم کو مؤثر بنانے کے لیے، اسے بینک کے رجسٹرڈ آفس میں اجلاس کے وقت سے کم از کم 48 گھنٹے قبل مکمل شدہ، مہر شدہ اور دستخط شدہ صورت میں جمع کروانا ہوگا۔ کارپوریٹ ادارے کی صورت میں، پراکسی فارم کے ساتھ بورڈ آف ڈائریکٹرز کی قرارداد / مختار نامہ اور نمونہ دستخط بھی جمع کروانا لازم ہوگا۔ (ایسے دن کے کسی حصے کو شمار نہیں کیا جائے گا جو کاروباری دن نہ ہو)۔

(ii) وہ تمام شیئر ہولڈرز جو اجلاس میں شرکت کے اہل ہیں، ان سے درخواست کی جاتی ہے کہ وہ اپنی اصل کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC) یا پاسپورٹ، اپنے فونو نمبر، شرکاء کا آئی ڈی نمبر، اور CDC اکاؤنٹ نمبر اپنے ہمراہ رکھیں تاکہ اجلاس میں شرکت کے وقت ان کی شناخت میں سہولت ہو سکے۔ پراکسی کو بھی اجلاس میں شرکت کے وقت اپنا اصل CNIC یا پاسپورٹ پیش کرنا ہوگا۔

7- سالانہ آڈٹ شدہ اکاؤنٹس کی ای میل یا سی ڈی کے ذریعے ترسیل:

کمپنیز ایکٹ 2017 کے سیکشن 223(6) اور سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کے S.R.O. 389 (I) / 2023، بتاریخ 21 مارچ 2023 کے تحت، سالانہ رپورٹ 2025، جس میں آڈیٹرز کی رپورٹ، آڈٹ شدہ مالیاتی گوشوارے، ڈائریکٹرز کی رپورٹ، چیئرمین کے جائزہ کی رپورٹ اور سالانہ اجلاس عام کا نوٹس شامل ہیں، ان تمام اراکین کو ای میل کیے جا رہے ہیں جنہوں نے اپنے ای میل پتے فراہم کیے ہیں۔ مزید برآں، اراکین سے درخواست کی جاتی ہے کہ اگر ان کے رجسٹرڈ ای میل پتوں میں کوئی تبدیلی ہو تو وہ متعلقہ پارٹنیشن / سی ڈی سی کے انویسٹر اکاؤنٹ سرورسز / بینک کے شیئر رجسٹرار (جیسا قابل اطلاق ہو) کو بروقت مطلع کریں تاکہ مذکورہ بالا مقصد کے لیے ریکارڈ کو اپ ڈیٹ کیا جاسکے۔ وہ اراکین جو سالانہ رپورٹ کی ہارڈ کاپی وصول کرنا چاہتے ہیں، وہ بینک کے شیئر رجسٹرار کو اسٹینڈرڈ درخواست فارم ارسال کریں۔

اسٹینڈرڈ درخواست فارم بینک کی ویب سائٹ کے درج ذیل لنک سے ڈاؤن لوڈ کیا جاسکتا ہے:

<https://www.samba.com.pk/samba/overviews/notices>

بینک کی سالانہ رپورٹ بینک کی ویب سائٹ پر بھی اپ لوڈ کر دی گئی ہے، جسے درج ذیل ویب لنک یا اس نوٹس کے اوپر دائیں جانب موجود کیو آر کوڈ کے ذریعے ڈاؤن لوڈ کیا جاسکتا ہے۔ ویب لنک

<https://www.samba.com.pk/samba/overviews/financial-reports>

8- سی این آئی سی (کمپیوٹرائزڈ قومی شناختی کارڈ) جمع کروانا (لازمی شق):

(i) ایسے تمام حصص یافتگان جنہوں نے ابھی تک اپنے فعال سی این آئی سی یا فعال پاسپورٹ کی نقل (بینک) کو جمع نہیں کروائی ہے، ان کو ایک مرتبہ پھر یاد دہانی کروائی جاتی ہے کہ وہ یہ دستاویز 19 مارچ 2026ء تک ارسال کر دیں۔ سی این آئی سی نمبر / این ٹی این کی تفصیلات لازمی ہیں اور یہ فیڈرل بورڈ آف ریونیو ("FBR") کی جانب سے وقتاً فوقتاً جاری کردہ ایکٹو ٹیکس دہندگان کی فہرست (ATL) میں حصص یافتہ کا ٹیکس اسٹیٹس چیک کرنے کیلئے بھی ضروری ہیں۔

(ii) انفرادی حصص یافتگان (بشمول تمام مشترکہ حصص یافتگان) جن کے پاس بینک کے اصل شیئرز سرٹیفکیٹ موجود ہیں ان سے درخواست کی جاتی ہے کہ وہ اپنے فعال سی این آئی سی کی ایک نقل (بینک) یا اس کے رجسٹرار کو فوری جمع کرائیں، اگر قبل ازاں فراہم نہیں کی گئی ہے۔ حصص یافتگان سی این آئی سی بھیجتے وقت حوالے کے طور پر اپنا متعلقہ فوٹو نمبر ضرور تحریر کریں۔

(iii) فعال سی این آئی سی کی نقل نہ ملنے کی صورت میں، بینک کمپنیز ایکٹ، 2017 کی دفعہ (3) 243 ("کمپنی ایکٹ") کے تحت ایسے حصص یافتگان کے ڈیویڈنڈ کی ادائیگی روکنے پر مجبور ہوگا۔

9۔ نقد ڈیویڈنڈ کی الیکٹرانک طور پر ادائیگی کے لئے IBAN کی فراہمی (لازمی شق):

(i) کمپنیز ایکٹ 2017ء کے سیکشن 242 کے مطابق بینک لسٹ کمپنی کے لئے لازم ہے کہ وہ اپنے اہل حصص یافتگان کو براہ راست ان کے نامزد کردہ بینک اکاؤنٹ میں صرف الیکٹرانک ذریعے سے نقد ڈیویڈنڈ ادا کرے۔

(ii) لہذا تمام حصص یافتگان جنہوں نے اپنے بینک اکاؤنٹ کی تفصیلات فراہم نہیں کی ہیں ایک بار پھر اس نوٹس کے ذریعے ان سے درخواست کی جاتی ہے کہ اپنا درست اور مکمل 24 ہندسوں والا IBAN نمبر متعلقہ بینک کے نام، برانچ کے پتے، سی این آئی سی نمبر اور درست ای میل ایڈریس، الیکٹرانک حصص کیلئے سی ڈی سی کے متعلقہ شرکاء/انویسٹرا کاؤنٹ سروس میں اور فزیکل شیئرز ہولڈنگ کی صورت میں ہمارے شیئرز رجسٹرار، میسرز فیکو شیئرز رجسٹریشن سروسز (پرائیویٹ) لمیٹڈ کے مذکورہ پتے پر ارسال کر کے تجدید کروائیں۔ اس کے ذریعے سے پچھلے بقایا ڈیویڈنڈ کی ادائیگی بھی ممکن ہو جائے گی۔

(iii) برائے کرم نوٹ کر لیں کہ کمپنیز ایکٹ 2017ء کے سیکشن (3) 243 کے مطابق، لسٹڈ کمپنیز حصص یافتگان کی جانب سے ضروری معلومات موصول نہ ہونے کی صورت میں ڈیویڈنڈ کی ادائیگی روکنے کی مجاز ہیں۔

(iv) حصص یافتگان کی سہولت کے لئے ای ڈیویڈنڈ مینڈیٹ فارم بینک کی ویب سائٹ پر دستیاب ہے۔

10۔ فزیکل شیئرز کی بک انٹری فارم میں منتقلی/جمع کرانے کی ہدایت:

بینک کے وہ شیئرز ہولڈرز جن کے پاس فزیکل شیئرز سرٹیفکیٹس موجود ہیں، انہیں مشورہ دیا جاتا ہے کہ وہ اپنے شیئرز کو سینٹرل ڈیپازٹری کمپنی (CDC) کے بک انٹری سسٹم میں منتقل/تبدیل کروائیں، جیسا کہ کمپنیز ایکٹ 2017 کے سیکشن 72 کے تحت درکار ہے۔

11۔ سینٹرل ڈیپازٹری کمپنی کے CCDR ویب پورٹل میں رجسٹریشن:

سینٹرل ڈیپازٹری کمپنی (CDC) نے اپنی ای سروسز کے ویب پورٹل پر ایک سینٹرلائزڈ کیش ڈیویڈنڈ رجسٹر (CCDR) تیار کیا ہے، جس میں درج کمپنیز کے ذریعے ادا کیے گئے، غیر ادا شدہ یا روکے گئے کیش ڈیویڈنڈز کی تفصیلات موجود ہیں۔ سینٹرلائزڈ کیش ڈیویڈنڈ رجسٹر (CCDR) ادا شدہ ڈیویڈنڈز کا حالیہ ریکارڈ محفوظ رکھتا ہے اور متعلقہ شیئرز ہولڈرز کو ان کے ڈیویڈنڈز کی تفصیلات تک رسائی فراہم کرتا ہے، جن میں انکم ٹیکس/زکوٰۃ کی کٹوتی (اگر کوئی ہو) اور ان کے اکاؤنٹس میں جمع کی گئی مجموعی رقم شامل ہے۔

بینک کے شیئرز ہولڈرز سے درخواست ہے کہ وہ مذکورہ سہولت حاصل کرنے کیلئے CDC کے ای سروس پورٹل <https://www.cdcaccess.com.pk> پر رجسٹریشن کروائیں:

12۔ غیر دعویٰ شدہ ڈیویڈنڈ/شیئرز سرٹیفکیٹس (کمپنیز ایکٹ 2017 کے سیکشن 244 کے تحت):

بینک کے غیر دعویٰ شدہ ڈیویڈنڈ/شیئرز کی تازہ ترین فہرست، جو تین سال یا اس سے زائد عرصے تک غیر دعویٰ شدہ رہی ہے، بینک کی ویب سائٹ <https://www.samba.com.pk/samba/overviews/notices> پر دستیاب ہے۔

شیئرز ہولڈرز کلیم فارم کے ذریعے اپنا دعویٰ درج کروا سکتے ہیں، جو بینک کی ویب سائٹ پر موجود ہے۔ یہ کلیم فارم بینک کے شیئرز رجسٹرار کے پاس جمع کروایا جائے تاکہ ڈیویڈنڈ/شیئرز کی وصولی ممکن ہو سکے۔

13۔ شیئرز ہولڈرز کو تحائف دینے پر پابندی:

سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان ("SECP") نے اپنے سرکلر نمبر 2 بمطابق 2018 مؤرخہ 9 فروری 2018 اور S.R.O.452(1)/2025 کے ذریعے کمپنیز کو سختی سے ہدایت کی ہے کہ وہ عام اجلاس میں یا ان کے سلسلے میں شیئرز ہولڈرز کو کسی بھی صورت یا انداز میں تحائف یا تحائف کے متبادل مراعات (جیسے ٹوکنز/کوین/لنچ/ٹیک اوے/پیکجز وغیرہ) فراہم نہ کریں۔ ایکٹ کے سیکشن 185 کے تحت اس ہدایت کی خلاف ورزی کو جرم تصور کیا جائے گا، اور اس پر عمل درآمد نہ کرنے والی کمپنیز پر جرمانہ عائد کیا جاسکتا ہے۔

14۔ کمپنیز پر کسی فارم:

پر کسی فارم منسلک ہے اور بینک کی ویب سائٹ: <https://www.samba.com.pk/samba/overviews/notices> پر بھی دستیاب ہے۔

FINANCIAL STATEMENTS



SHAREHOLDER'S
EQUITY



AUDITOR'S
REPORT



CASH FLOW
STATEMENT



STATEMENT OF
FINANCIAL POSITION



INCOME
STATEMENT

INDEPENDENT AUDITOR'S REPORT

To the members of Samba Bank Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the annexed financial statements of Samba Bank Limited (the Bank), which comprise the statement of financial position as at December 31, 2025, and the statement of profit and loss account, the statement of comprehensive income, the statement of changes in equity and the cash flow statement for the year then ended, along with unaudited certified returns received from the branches except for 10 branches which have been audited by us and notes to the financial statements, including material accounting policy information and other explanatory information and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of the audit.

In our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, statement of profit and loss account, the statement of comprehensive income, statement of changes in equity and cash flow statement together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan, and, give the information required by the Banking Companies Ordinance, 1962 and the Companies Act, 2017 (XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the Bank's affairs as at December 31, 2025 and of the profit and other comprehensive income, the changes in equity and its cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) as applicable in Pakistan. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Bank in accordance with the International Ethics Standards Board for Accountants' *Code of Ethics for Professional Accountants* as adopted by the Institute of Chartered Accountants of Pakistan (the Code) and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Following is the Key Audit Matter:

S.No.	Key Audit Matter	How the matter was addressed in our audit
1	<p>Credit loss allowance against advances and off-balance sheet obligations: (Refer notes 5.1.8, 5.1.9, 5.1.11, 10, 21 and 33 to the financial statements)</p>	
	<p>The Bank records credit loss allowance against advances and off-balance sheet obligations in accordance with the requirements of IFRS 9 as applicable in Pakistan and as per the instructions of the State Bank of Pakistan (SBP).</p> <p>Under IFRS 9, the Bank assesses on a forward-looking basis the Expected Credit Losses ('ECL') associated with advances together with off-balance sheet obligations including letters of credit, financial guarantees and irrevocable unutilised financing commitments. A lifetime ECL is recorded on advances and off-balance sheet obligations where there has been a Significant Increase in Credit Risk (SICR) from the date of initial recognition and on advances and off-balance sheet obligations which are credit impaired as of the reporting date. A 12 months ECL is recorded for advances and off-balance sheet obligations which do not meet the criteria for SICR or "credit impaired" as at the reporting date. To assess whether there has been significant increase in the credit risk, the Bank compares the risk of a default occurring on the advances and off-balance sheet obligations as at the reporting date with the risk of default as at the date of initial recognition. Both lifetime and 12 months ECL are calculated at facility level. The credit loss allowance is increased by provisions charged to the statement of profit and loss account and decreased by charge-offs, net of recoveries.</p> <p>The Bank records a charge for Stage 3 based on the higher of provision under Prudential Regulations or ECL under IFRS 9, as per the instructions of the SBP. This assessment is conducted at the facility level for wholesale (corporate, commercial and SME) loan portfolio including off-balance sheet obligations, and at a segment level for retail portfolios. If one facility of a counterparty becomes 90+ days past due (DPD) or is otherwise defined as impaired under Prudential Regulations, all other facilities of that counterparty are classified as Stage 3.</p>	<p>Our audit procedures to verify credit loss allowance against advances and off-balance sheet obligations included, amongst others, the following:</p> <p>We obtained an understanding of management's assessment of credit loss allowance in respect of advances and off-balance sheet obligations including the Bank's internal rating model, accounting policy, and model methodology.</p> <p>We obtained an understanding of the design and tested the operating effectiveness of key controls over correct classification of counterparties based on loss events and monitoring of parties with higher risk of default;</p> <p>We selected a sample of counterparties and performed the following substantive procedures:</p> <ul style="list-style-type: none"> ▪ assessed the reasonableness and accuracy of the data used for credit loss allowance computation based on accounting records and the information system of the Bank as well as the related external sources used for this purpose; ▪ checked repayments of advances / mark-up instalments and tested classification of the counterparty exposure based on the number of days overdue; ▪ tested the staging of advances and off-balance sheet obligations as per the criteria of SICR and in accordance with the applications instructions as issued by the SBP for IFRS 9;

S.No.	Key Audit Matter	How the matter was addressed in our audit
	<p>The measurement of ECL involves evaluating a range of possible outcomes, considering the time value of money, and incorporating reasonable and supportable information available at the reporting date about past events, current conditions, and forecasts of future economic conditions.</p> <p>The net credit loss allowance for the year is charged to the statement of profit and loss account. The accumulated credit loss allowance against financing is netted-off against advances and the credit loss allowance against off-balance sheet obligations is reflected under other liabilities.</p> <p>The Bank has recognised a net credit loss allowance against advances and net credit loss allowance against off-balance sheet obligations amounting to Rs. 644 million and Rs. 0.98 million respectively in the statement of profit and loss account in the current year. As at December 31, 2025, the Bank holds a credit loss allowance of Rs. 10,693 million and Rs. 139 million against advances and off-balance sheet obligations, respectively.</p> <p>The determination of credit loss allowance against advances and off-balance sheet obligations based on the above criteria remains a significant area of judgment and estimation. Because of the significance of the impact of these judgments / estimations and the materiality of advances and off-balance sheet obligations relative to the overall financial statements of the Bank, we considered this area as a key audit matter.</p>	<ul style="list-style-type: none"> ▪ evaluated the management's assessment for classification of counterparty exposure as performing or non-performing under prudential regulations and application instructions as issued by the SBP for IFRS 9, based on review of repayment pattern, inspection of credit documentation and discussions with the management; and ▪ assessed the ECL model used by the management to calculate expected credit loss against advances and off-balance sheet obligations of the Bank for appropriateness of the assumptions used and the methodology applied. We also tested the mathematical accuracy of the model used in the calculation of credit loss allowance. <p>Assessed the reasonableness of the forward-looking assumptions used by the management in calculation of ECL; and</p> <p>Assessed the relevant disclosures made in the financial statements to determine whether they comply with the accounting and reporting standards as applicable in Pakistan.</p>

Information Other than the Financial Statements and Auditor's Report Thereon

Management is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and the Board of Directors for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting and reporting standards as applicable in Pakistan, the requirements of Banking Companies Ordinance, 1962 and the Companies Act, 2017 (XIX of 2017) and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Bank's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Bank or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Bank's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs as applicable in Pakistan will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs as applicable in Pakistan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Bank's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Bank's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Bank to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

1. Based on our audit, we further report that in our opinion:
 - a) proper books of account have been kept by the Bank as required by the Companies Act, 2017 (XIX of 2017) and the returns referred above from the branches have been found adequate for the purpose of our audit;
 - b) the statement of financial position, the statement of profit and loss account, the statement of comprehensive income, statement of changes in equity and cash flow statement together with the notes thereon have been drawn up in conformity with the Banking Companies Ordinance, 1962 and the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of account and returns;
 - c) investments made, expenditure incurred and guarantees extended during the year were in accordance with the objects and powers of the Bank and the transactions of the Bank which have come to our notice have been within the powers of the Bank; and
 - d) Zakat deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980), was deducted by the Bank and deposited in the Central Zakat Fund established under section 7 of that Ordinance.
2. We confirm that for the purpose of our audit we have covered more than sixty percent of the total loans and advances of the Bank.

Other Matter

The financial statements of the Bank for the year ended December 31, 2024, were audited by another auditor who expressed an unmodified opinion on those statements on March 17, 2025.

The engagement partner on the audit resulting in this independent auditor's report is Tahir Shah.

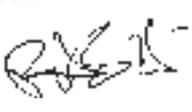
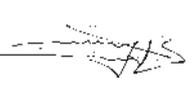
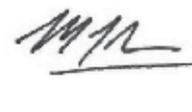
A. F. Ferguson & Co.
Chartered Accountants
Islamabad
Date: March 5, 2026

UDIN: AR202510979b3Ez8OSNW

SAMBA BANK LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT DECEMBER 31, 2025

	Note	2025	2024
		----- (Rupees in '000) -----	
ASSETS			
Cash and balances with treasury banks	6	9,632,990	9,210,303
Balances with other banks	7	818,147	1,367,511
Lendings to financial institutions	8	1,499,983	-
Investments	9	117,361,510	100,275,430
Advances	10	60,610,403	56,069,867
Property and equipment	11	2,229,667	1,845,481
Right-of-use assets	12	2,927,444	1,655,791
Intangible assets	13	740,038	762,823
Deferred tax assets	14	3,129,793	3,366,502
Other assets	15	7,490,803	7,932,301
Total assets		206,440,778	182,485,989
LIABILITIES			
Bills payable	16	2,410,501	1,791,194
Borrowings	17	52,206,853	42,474,223
Deposits and other accounts	18	118,926,707	107,141,793
Lease liabilities	19	3,206,861	1,892,718
Subordinated debt	20	4,991,000	4,993,000
Deferred tax liabilities		-	-
Other liabilities	21	5,898,574	6,967,875
Total liabilities		187,640,496	165,250,803
NET ASSETS		18,800,282	17,225,186
REPRESENTED BY:			
Share capital	22	10,082,387	10,082,387
Reserves		3,262,294	3,116,844
Surplus / (deficit) on revaluation of assets	23	381,258	(24,309)
Unappropriated profit		5,074,343	4,050,264
		18,800,282	17,225,186
CONTINGENCIES AND COMMITMENTS			
	24		

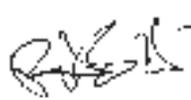
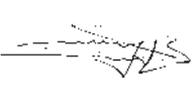
The annexed notes 1 to 47 and Annexures I and II form an integral part of these financial statements.

				
Chief Financial Officer	President and Chief Executive Officer	Director	Director	Chairman

SAMBA BANK LIMITED
STATEMENT OF PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED DECEMBER 31, 2025

	Note	2025 ------(Rupees in '000)-----	2024 ------(Rupees in '000)-----
Mark-up / return / interest earned	25	22,111,696	28,720,888
Mark-up / return / interest expensed	26	16,518,355	21,394,922
Net mark-up / return / interest income		5,593,341	7,325,764
NON MARK-UP / INTEREST INCOME			
Fee and commission income	27	412,080	365,083
Dividend income		60,098	89,069
Foreign exchange income		779,262	1,009,735
Income / (Loss) from derivatives		-	-
Gain on securities	28	808,103	212,255
Net gains / (losses) on derecognition of financial assets measured at amortised cost		-	-
Other income	29	68,824	31,027
Total non mark-up / interest income		2,128,367	1,687,169
Total income		7,721,708	9,012,933
NON MARK-UP / INTEREST EXPENSES			
Operating expenses	30	5,490,951	5,296,984
Workers' welfare fund	31	31,056	55,000
Other charges	32	330	280
Total non mark-up / interest expenses		5,522,337	5,351,264
Profit before credit loss allowance / provisions		2,199,371	3,661,669
Credit loss allowance / provisions and write offs - net	33	643,554	1,757,945
Other expense - tax on windfall income		-	354,000
PROFIT BEFORE TAXATION		1,555,817	1,549,724
Taxation	34	828,569	850,392
PROFIT AFTER TAXATION		727,248	699,332
		------(Rupees)-----	
Basic and diluted earnings per share	35	0.72	0.69

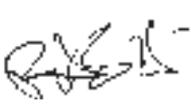
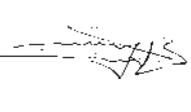
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Chief Financial Officer	President and Chief Executive Officer	Director	Director	Chairman

SAMBA BANK LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED DECEMBER 31, 2025

	2025	2024
	----- (Rupees in '000) -----	
Profit after taxation for the year	727,248	699,332
Other comprehensive income		
Items that may be reclassified to profit and loss account in subsequent periods:		
Movement in surplus on revaluation of debt investments through FVOCI - net of tax	581,452	261,925
Items that will not be reclassified to profit and loss account in subsequent periods:		
Movement in surplus on revaluation of equity investments - net of tax	266,396	403,848
Total comprehensive income	<u>1,575,096</u>	<u>1,365,105</u>

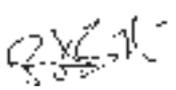
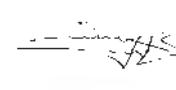
The annexed notes 1 to 47 and Annexures I and II form an integral part of these financial statements.

				
_____ Chief Financial Officer	_____ President and Chief Executive Officer	_____ Director	_____ Director	_____ Chairman

SAMBA BANK LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2025

	Share Capital	Capital Reserve	Statutory Reserve	Surplus/ (Deficit) on revaluation of Investments	Inappropriated Profit	Total
(Rupees in '000)						
Balance as at December 31, 2023	10,082,387	1,561,435	1,415,543	(274,468)	3,578,284	16,363,181
Impact of adoption of IFRS 9 - net of tax	-	-	-	(40,328)	(462,771)	(903,300)
Opening Balance as at January 1, 2024	10,082,387	1,561,435	1,415,543	(314,797)	3,115,513	15,860,081
Profit after taxation	-	-	-	-	699,332	699,332
Other comprehensive income - net of tax						
Movement in surplus on revaluation of investments in debt instruments - net of tax	-	-	-	261,525	-	261,525
Movement in surplus on revaluation of investments in equity instruments - net of tax	-	-	-	403,848	-	403,848
Gain on disposal of equity investment at FVOCI transferred to unappropriated profit - net of tax	-	-	-	(375,285)	375,285	-
Total other comprehensive income - net of tax	-	-	-	290,088	375,285	665,373
Transfer to statutory reserve	-	-	130,666	-	(130,666)	-
Balance as at December 31, 2024	10,082,387	1,561,435	1,556,409	(24,389)	4,090,264	17,225,196
Profit after taxation	-	-	-	-	727,248	727,248
Other comprehensive income - net of tax						
Movement in surplus on revaluation of investments in debt instruments - net of tax	-	-	-	581,452	-	581,452
Movement in surplus on revaluation of investments in equity instruments - net of tax	-	-	-	266,396	-	266,396
Gain on disposal of equity investment at FVOCI transferred to unappropriated profit - net of tax	-	-	-	(442,281)	442,281	-
Total other comprehensive income - net of tax	-	-	-	405,567	442,281	847,848
Transfer to statutory reserve	-	-	145,460	-	(145,460)	-
Balance as at December 31, 2025	10,082,387	1,561,435	1,706,859	381,256	5,074,343	18,800,282

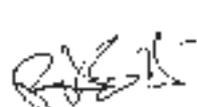
The annexed notes 1 to 47 and Annexures I and II form an integral part of these financial statements.

				
Chief Financial Officer	President and Chief Executive Officer	Director	Director	Chairman

SAMBA BANK LIMITED
CASH FLOW STATEMENT
FOR THE YEAR ENDED DECEMBER 31, 2025

	Note	2025 ----- (Rupees in '000)	2024 -----
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before taxation		1,555,817	1,549,724
Less: Dividend income		(60,096)	(89,069)
		<u>1,495,719</u>	<u>1,460,655</u>
Adjustments:			
Net mark-up / return / interest income		(5,916,491)	(7,528,774)
Depreciation	30	321,049	221,793
Depreciation on right-of-use assets	30	396,759	310,664
Amortisation	30	141,151	113,782
Credit loss allowance / provisions and write-offs - net	33	643,554	1,757,945
Unrealized (gain) / loss on revaluation of investments classified as FVPL	28	(9,731)	1,209
Gain on re-measurement of lease liability		(42,416)	(20,849)
Finance cost on lease liability against right-of-use assets	25	323,150	203,010
Gain on sale of property and equipment - net	29	(16,998)	(1,788)
Staff loans - notional cost		109,209	127,714
Workers' welfare fund		31,055	55,000
		<u>(4,019,648)</u>	<u>(4,760,294)</u>
		<u>(2,523,929)</u>	<u>(3,279,639)</u>
(Increase) / decrease in operating assets			
Lendings to financial institutions		-	8,192,051
Securities classified as FVPL		1,502,547	(3,070,580)
Advances		(4,818,699)	10,523,203
Other assets (excluding advance taxation and mark-up receivable)		(689,757)	555,754
		<u>(4,005,909)</u>	<u>21,201,428</u>
Increase/ (decrease) in operating liabilities			
Bills payable		819,307	815,806
Borrowings		9,542,776	11,462,618
Deposits and other accounts		11,784,914	(7,590,204)
Other liabilities (excluding current taxation and mark-up payable)		(351,110)	(1,833,207)
		<u>21,595,887</u>	<u>2,885,013</u>
		<u>15,066,049</u>	<u>20,806,802</u>
Income tax paid		(1,257,696)	(1,796,536)
Mark-up / interest received		22,771,203	30,199,876
Mark-up / interest paid		(16,229,647)	(20,593,012)
Net cash flow generated from operating activities		<u>20,349,906</u>	<u>28,617,130</u>
CASH FLOWS FROM INVESTING ACTIVITIES			
Net investments in securities classified as FVOCI		(17,102,492)	(26,302,622)
Dividends received		60,098	89,069
Investments in property and equipment and intangible assets		(848,287)	(645,931)
Net divestments in securities classified at amortised cost		300,000	-
Proceeds from sale of property and equipment		39,664	3,548
Net cash flow used in investing activities		<u>(17,549,017)</u>	<u>(26,875,936)</u>
CASH FLOWS FROM FINANCING ACTIVITIES			
Principal repayment of subordinated debt		(2,000)	(2,000)
Mark-up / interest paid on subordinated debt		(807,421)	(1,189,490)
Dividend Paid		(83)	(33)
Payments of lease obligations against right-of-use assets		(618,079)	(476,187)
Net cash flow used in financing activities		<u>(1,427,583)</u>	<u>(1,667,710)</u>
(Decrease) / increase in cash and cash equivalents during the year		<u>1,373,306</u>	<u>73,482</u>
Cash and cash equivalents at the beginning of the year		<u>10,554,026</u>	<u>10,548,100</u>
Effects of exchange rate changes on cash and cash equivalents		23,788	(43,766)
		<u>10,577,814</u>	<u>10,504,332</u>
Cash and cash equivalents at the end of the year	36	<u>11,951,120</u>	<u>10,577,814</u>

The annexed notes 1 to 47 and Annexures I and II form an integral part of these financial statements.



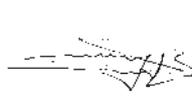
Chief Financial Officer



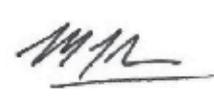
President and
Chief Executive Officer



Director



Director



Chairman

SAMBA BANK LIMITED
NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2025

1 STATUS AND NATURE OF BUSINESS

- 1.1 Samba Bank Limited (the Bank) is a banking company incorporated in Pakistan and is engaged in commercial banking and related services. The Bank is listed on the Pakistan Stock Exchange Limited. Its principal office is located at 5th floor Sidco Avenue Centre, Maulana Deen Muhammad Wafai Road, Karachi, whereas, the registered office of the Bank is located at 1st Floor, 19 - Saleem Plaza, Blue Area, Jinnah Avenue, Islamabad. The Bank is engaged in banking services as described in the Banking Companies Ordinance, 1962. The Bank is operating through 77 branches (December 31, 2024: 57 branches) inside Pakistan.

The Bank is a subsidiary of Saudi National Bank of Kingdom of Saudi Arabia, the Parent entity, which holds 84.51% shares of the Bank as at December 31, 2025 (December 31, 2024: 84.51%).

- 1.2 Pakistan Credit Rating Agency (PACRA) has assigned the Bank's medium to long-term rating as 'AA' and the short-term rating as 'A +'.

2 BASIS OF PRESENTATION

- 2.1 These financial statements have been prepared in accordance with the format for presentation of the annual financial statements of banks issued by the State Bank of Pakistan (SBP), vide its BPRD Circular No. 13 dated July 01, 2024.

3 STATEMENT OF COMPLIANCE

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

- IFRS Accounting Standards issued by the International Accounting Standards Board (IASB) as are notified under the Companies Act, 2017;
- Islamic Financial Accounting Standards (IFAS) issued by the Institute of Chartered Accountants of Pakistan (ICAP) as are notified under the Companies Act, 2017;
- Provisions of, directives and notifications issued under the Banking Companies Ordinance, 1962 and the Companies Act, 2017; and
- Directives issued by the State Bank of Pakistan (SBP) and the Securities and Exchange Commission of Pakistan (SECP).

Whenever the requirements of the Banking Companies Ordinance, 1962, the Companies Act, 2017, or the directives and notifications issued by the SBP and the SECP differ with the requirements of IFRS accounting standards or IFAS, the requirements of the Banking Companies Ordinance, 1962, the Companies Act, 2017 and the said directives and notifications, shall prevail.

- 3.2 The SBP has deferred the applicability of International Accounting Standard (IAS) 40, 'Investment Property' for banking companies through BSD Circular Letter No. 10 dated August 26, 2002 till further instructions. Further, the SECP has deferred the applicability of International Financial Reporting Standard (IFRS) 7, 'Financial Instruments: Disclosures' on banks through its notification S.R.O 411(I)/2008 dated April 26, 2008. Accordingly, the requirements of these standards have not been considered in the preparation of these financial statements.
- 3.3 The SBP has issued BPRD Circular Letter No.1 dated 22 January 2025 in which certain relaxations / clarifications have been provided upon adoption of IFRS which are disclosed in note 5.1 to these financial statements.

3.4 The management of the Bank believes that there is no significant doubt on the Bank's ability to continue as a going concern. Therefore, these financial statements have been prepared on a going concern basis.

3.5 Standards, interpretations of and amendments to published accounting and reporting standards that are effective in the current year:

There are certain amendments to the standards issued by the International Accounting Standards Board (IASB), that are mandatory for the Bank's accounting periods beginning on or after 1 January 2025 but are considered not to be relevant or do not have any material effect on the Bank's operations and have therefore not been disclosed in these financial statements

3.6 Standards, interpretations of and amendments to published accounting and reporting standards that are not yet effective:

There are certain new and amended standards, issued by the International Accounting Standards Board (IASB), interpretations and amendments that are mandatory for the Bank's accounting periods beginning on or after 1 January 2026 but are considered not to be relevant or will not have any material effect on the Bank's financial statements except for:

- the new standard - IFRS 18 'Presentation and Disclosure in Financial Statements' (published in April 2024) with applicability date of January 01, 2027 by IASB. IFRS 18 has yet to be adopted in Pakistan. IFRS 18 when adopted and applicable will impact the presentation of 'Statement of Profit and Loss Account' with certain additional disclosures in the financial statements.
- amendments to IFRS 9 'Financial Instruments' and IFRS 7 'Financial Instruments: Disclosures' clarify the timing of recognition and derecognition of certain financial instruments including settlement of liabilities through banking instruments and channels including electronic transfers. Further, guidance on the SPPI assessment, and disclosure requirements for instruments with cash flows modifying features and equity instruments designated at FVOCI have also been amended. These amendments are effective from January 01, 2026. The amendments, when applied, may impact the accounting and presentation of the financial instruments.

3.7 Critical accounting estimates and judgments

The preparation of financial statements in conformity with accounting and reporting standards as applicable in Pakistan requires management to make judgments, estimates and assumptions that affect the application of policies and reported amount of assets and liabilities and income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form basis of making the judgments about carrying values of assets and liabilities which are not readily apparent from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of its revision and future periods if the revision affects both current and future periods.

Material accounting estimates and areas where judgments were made by the management in the application of accounting policies are as follows:

- i) classification and credit loss allowance against financial instruments (notes 5.1, 8, 10 and 33);
- ii) current and deferred taxation (notes 5.10, 14, 24.3.1 and 34);
- iii) depreciation, amortisation methods and useful lives of property and equipment and intangibles (notes 5.6, 5.8, 11 and 13);
- iv) right of use assets and related lease liabilities (note 5.7, 12 and 19); and
- v) fair value measurement of financial instruments (note 40)

4 BASIS OF MEASUREMENT

4.1 Accounting convention

These financial statements have been prepared under the historical cost convention except investments classified at fair value through profit and loss and fair value through other comprehensive income; foreign exchange contracts and derivative financial instruments are measured at fair value; right of use of asset and related lease liability are measured at present value on initial recognition; and staff and TERF loans are measured at fair value on initial recognition.

4.2 Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the Bank operates. These financial statements are presented in Pakistani Rupee which is the Bank's functional and presentation currency.

5 MATERIAL ACCOUNTING POLICY INFORMATION

The material accounting policies adopted in the preparation of these financial statements are consistent with those followed in the preparation of the financial statements for the year ended December 31, 2024.

5.1 IFRS 9 Financial Instruments

The Bank had adopted IFRS 9 effective from January 01, 2024 with modified retrospective approach for restatement permitted under IFRS 9.

The SBP, via letter SBPHOK-BPRD-RPD-SBL-821860 dated January 22, 2025 has allowed an extension for the application of the Effective Interest Rate (EIR) up to December 31, 2025. Therefore, management will incorporate the impact of EIR into the Bank's financial statements for the reporting periods of 2026. Currently, the Bank is in process of finalising the impacts of application of EIR on the financial statements.

5.1.1 Classification and measurement

Financial assets

Debt based financial assets

Debt based financial assets held by the Bank include; advances, lending to financial institutions, investment in federal government securities, cash and balances with treasury banks, balances with other banks, and other financial assets. These financial assets are initially recognised as follows:

- a) These are measured at amortised cost if they meet both of the following conditions and are not designated as FVPL:
 - the assets are held within a business model whose objective is to hold assets to collect contractual cash flows; and
 - the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest / profit on the principal amount outstanding.
- b) Debt based financial assets are measured at FVOCI only if these meet both of the following conditions and are not designated as FVPL:
 - the asset is held within a business model whose objective is achieved by both collecting contractual cashflows and selling financial assets; and
 - the contractual terms of the financial asset give rise on specified dates to cash flows that are SPPI.
- c) Debt based financial assets if these are held for trading purposes are classified as measured at FVPL.

In addition, on initial recognition, the Bank may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Advances are carried at cost, net of expected credit loss allowances, except for TERF and staff loans, which are initially recognised at fair value and subsequently measured at amortized cost.

Equity based financial assets

An equity instrument held by the Bank for trading purposes is classified as measured at FVPL. On initial recognition of an equity investment that is not held for trading, the Bank may irrevocably elect to present subsequent changes in fair value in OCI. This election is made on an investment-by-investment basis.

Financial Liabilities

Financial liabilities are either classified as fair value through profit or loss (FVPL), when they are held for trading purposes, or at amortised cost. Financial liabilities classified as FVPL are measured at fair value and all the fair value changes are recognised in statement of profit and loss account. Financial liabilities classified at amortised cost are initially recorded at their fair value and subsequently measured using the effective interest rate method. Interest expense and foreign exchange gains and losses are recognised in statement of profit and loss account. Any gain or loss on derecognition is also recognised in statement of profit and loss account.

Financial assets and financial liabilities primarily includes following:

Financial statement line item	Description
Cash and balances with treasury banks	note 5.2
Balances with other banks	note 5.2
Lendings to financial institutions	note 5.3
Investments	note 5.4
Advances	note 5.5
Bills payable	note 16
Borrowings	note 5.13
Deposits and other accounts	note 5.13
Subordinated debt	note 5.20

5.1.2 Business model assessment

The Bank determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective.

The Bank's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios and is based on observable factors such as:

- The objectives for the portfolio, in particular, whether the management's strategy focuses on earning contractual revenue; maintaining a particular yield profile, matching the duration of the financial assets to the duration of the liabilities that are funding those assets or realising cash flows through the sale of the assets;
- How the performance of the business model and the financial assets held within that business model are evaluated and reported to the Bank's key management personnel;
- The risks that affect the performance of the business model (and the financial assets held within that business model) and, in particular, the way those risks are managed; and
- The expected frequency, value and timing of sale are also important aspects of the Bank's assessment. However, information about sales activity is not considered in isolation, but as part of an overall assessment of how the Bank's stated objective for managing the financial assets is achieved and how cash flows are realised.

The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account.

Eventually, the financial assets fall under either of the following three business models:

- Hold to Collect (HTC) business model: Holding assets in order to collect contractual cash flows
- Hold to Collect and Sell (HTC&S) business model: Collecting contractual cash flows and selling financial assets
- Other business models: Resulting in classification of financial assets as FVPL.

5.1.3 Assessment of whether contractual cash flows are solely payments of principal and interest (SPPI)

As a second step of its classification process, the Bank assesses the contractual terms of financial assets to identify whether these assets meet the SPPI test. 'Principal' for the purpose of this test is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortisation of the premium / discount). The most significant elements of interest / profit within a financing arrangement are typically the consideration for the time value of money and credit risk. To make the SPPI assessment, the Bank applies judgment and considers relevant factors such as, but not limited to, the currency in which the financial asset is denominated, and the period for which the interest / profit rate is set. Where the contractual terms introduce exposure to risk or volatility that are inconsistent with basic lending arrangement, the related financial asset is classified and measured at FVPL.

5.1.4 Initial recognition and subsequent measurement

Financial assets and financial liabilities are recognised when the entity becomes party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognised on trade date, the date on which the Bank purchases or sells the asset. Other financial assets and liabilities like advances, lending to financial institutions, deposits etc. are recognised when funds are transferred to the customers' account or financial institutions. However, for cases, where funds are transferred on deferred payment basis, recognition is done when underlying asset is purchased.

a) Amortised Cost

Financial assets and financial liabilities under amortised cost category are initially recognised at fair value adjusted for directly attributable transaction cost. These are subsequently measured at amortised cost. An expected credit loss allowance (ECL) is recognised for financial assets in the statement of profit and loss account. Interest income / profit / expense on these assets / liabilities are recognised in the statement of profit and loss account. On derecognition of these financial assets and liabilities, capital gain / loss is recognised in the statement of profit and loss account.

b) Fair value through other comprehensive income (FVOCI)

Financial assets under FVOCI category are initially recognised at fair value adjusted for directly attributable transaction cost. These assets are subsequently measured at fair value with changes recorded in OCI. An expected credit loss allowance (ECL) is recognised for debt based financial assets in the statement of profit and loss account. Interest / profit / dividend income on these assets are recognised in the statement of profit and loss account. On derecognition of debt based financial assets, capital gain / loss is recognised in the statement of profit and loss account. For equity based financial assets classified as FVOCI, capital gain / loss is transferred from surplus / deficit to unappropriated profit.

c) Fair value through profit and loss (FVPL)

Financial assets under FVPL category are initially recognised at fair value. Transaction cost is directly recorded in the statement of profit and loss account. These assets are subsequently measured at fair value with changes recorded in the statement of profit and loss account. Interest / dividend income on these assets are recognised in the statement of profit and loss account. On derecognition of these financial assets, capital gain / loss is recognised in the statement of profit and loss account. An expected credit loss allowance (ECL) is not recognised for these financial assets.

5.1.5 Calculation of markup income and expense

Income from performing advances is recognised on accrual basis as per the terms of the contract. However, where debt securities, classified as investments in the financial statements, are purchased at premium or discount, such premium / discount including the transaction cost is amortized through the statement of profit and loss account over the remaining maturity of the debt security using the effective interest rate method. The interest income on staff loans and TERF is recognized in line with the EIR, while any expected credit losses are assessed and accounted for in accordance with the requirements of IFRS 9. Income from advances except for staff loans and TERF are recognized in statement of profit and loss account using contractual rate. Similarly, under the local regulatory requirement, income recoverable on classified advances and investments (debt securities), is recognized on a receipt basis.

Income on rescheduled / restructured advances and investments is recognized as permitted by SBP regulations.

Markup expense on financial liabilities (comprising deposits, subordinated debts, and borrowings) is recognized on an accrual basis in the period in which it is incurred, based on contracted rate.

5.1.6 Derecognition

Financial Assets

The Bank derecognises a financial asset when:

- a) the contractual rights to the cash flows from the financial asset expire; or
- b) it transfers the rights to receive the contractual cash flows in a transaction in which either:
 - substantially all of the risks and rewards of ownership of the financial asset are transferred; or
 - the Bank neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

On derecognition of a financial asset in its entirety, the difference between the carrying amount of the asset (or the carrying amount allocated to the portion of the asset derecognized), and the consideration received (including any new asset obtained less any new liability assumed) and any cumulative gain or loss that had been recognized in OCI is recognized in the statement of profit and loss account, except that in case of the derecognition of equity securities held at FVOCI, cumulative gains or losses are transferred to unappropriated profit.

Where the Bank enters into transactions in which it transfers assets recognised in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Bank derecognises a financial liability when its contractual obligations are discharged, cancelled or expired. The Bank also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in the statement of profit and loss account.

5.1.7 Modification

The Bank sometimes renegotiates or otherwise modifies the contractual cash flows of financing to its customers. The Bank assesses whether the modified terms result in the financial asset being significantly modified and therefore derecognised. When the contractual cash flows of a financial asset are renegotiated or otherwise modified and the renegotiation or modification does not result in the derecognition of that financial asset in accordance with IFRS, the Bank recalculates the gross carrying amount of the financial asset and shall recognise a modification gain or loss in statement of profit and loss account. The gross carrying amount of the financial asset is recalculated as the present value of the renegotiated or modified contractual cash flows that are discounted at the financial asset's original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). Any costs or fees incurred adjust the carrying amount of the modified financial asset and are amortised over the remaining term of the modified financial asset.

5.1.8 Expected Credit Loss (ECL)

The impairment requirements apply to financial assets measured at amortized cost, and FVOCI (other than equity instruments), advances at cost and off balance sheet obligations including letters of credit, financial guarantees and irrevocable unutilised financing commitments. At initial recognition, an impairment allowance (or provision in the case of commitments and guarantees) is required for expected credit losses ('ECL') resulting from default events that are possible within the next 12 months ('12-month ECL'). In the event of a significant increase in credit risk, a provision is required for ECL resulting from all possible default events over the expected life of the financial instrument ('lifetime ECL').

Measurement of ECL

ECL are a probability-weighted estimate of credit losses. They are measured as follows:

- financial assets that are not credit-impaired at the reporting date: as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Bank expects to receive);
- financial assets that are credit-impaired at the reporting date: as the difference between the gross carrying amount and the present value of estimated future cash flows;
- undrawn loan commitments: as the present value of the difference between the contractual cash flows that are due to the Bank if the commitment is drawn down and the cash flows that the Bank expects to receive; and
- financial guarantee contracts: the expected payments to reimburse the holder less any amounts that the Bank expects to recover.

Non-Performing financial assets

At each reporting date, the Bank assesses whether financial assets carried at amortised cost, at cost and debt financial assets carried at FVOCI, and finance lease receivables are credit-impaired (referred to as 'Stage 3 financial assets'). A financial asset is 'non-performing' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or past due event;
- the restructuring of a loan by the Bank on terms that the Bank would not consider otherwise;
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

A loan that has been renegotiated due to a deterioration in the borrower's condition is usually considered to be credit-impaired unless there is evidence that the risk of not receiving contractual cash flows has reduced significantly and there are no other indicators of impairment. In addition, a retail loan that is overdue for 90 days or more is considered credit-impaired even when the regulatory definition of default is different.

Under the SBP's IFRS 9 Application instructions, the Bank is not required to compute ECL on Government Securities and on Government guaranteed credit exposure in local currency. The Bank is required to calculate ECL on its non-performing financial assets as higher of provision under Prudential Regulations (PR) and ECL under IFRS 9. Further, the Banks are advised to recognize income on impaired assets (loans classified under PRs i.e., OAEM and Stage 3 loans) on a receipt basis in accordance with the requirements of PRs issued by SBP.

The Bank calculates the ECL against wholesale (corporate, commercial & SME) loan portfolio as higher of PR and ECL under IFRS 9 at borrower/facility level, whereas against the retail borrowers the Bank calculates the ECL at higher of PR and ECL under IFRS 9 at segment / product basis as instructed under Annexure A of BPRD Circular no 16 of 2024 dated 29 July 2024.

Based on the requirements of IFRS 9 Application Instructions, the Bank has performed an ECL assessment considering the following key elements:

- PD: The probability that a counterparty will default over the next 12 months from the reporting date (12-month ECL, Stage1) or over the lifetime of the product (lifetime ECL, Stage 2). PD is estimated using internal rating classes and are based on the Bank's internal risk rating. The Bank has used Transition Matrix approach for estimation of PD for each internal rating. The Bank has used roll-rate method using the days past due (DPD) criteria to estimate PD for its retail portfolio. PD are then adjusted with forward looking information for calculation of ECL.

- EAD: The expected balance sheet exposure at the time of default, incorporating expectations on drawdowns, amortisation, pre-payments and forward-looking information where relevant. The Bank estimates EAD for financial assets carried at an amortised cost and carried at cost equal to principal plus markup. Each repayment date is assumed to be default point in the model and the ECL is calculated on EAD at each reporting date and discounted at the effective interest rate or contractual interest rate for advances other than staff loans and TERF for which effective interest rate is used. Further, cash and cash equivalent collaterals that the Bank holds against the non-retail facilities are adjusted from the LGD.
- LGD: An estimate of the loss incurred on a facility upon default by a borrower. LGD is calculated as the difference between contractual cash flows due and those that the Bank expects to receive, including from the liquidation of any form of collateral. It is expressed as a percentage of the exposure outstanding on the date of classification of an obligor.

Presentation of allowance for Expected Credit Loss in the Statement of Financial Position

Loss allowances for ECL are presented in the statement of financial position as follows:

- Financial assets measured at amortized cost as a deduction from the gross carrying amount of the assets.
- Loan commitments, financial guarantee contracts and letters of credit, as a provision in other liabilities.
- where a financial instrument includes both a drawn and an undrawn component, and the Bank does not identify the ECL on the loan commitment component separately from those on the drawn component and instead presents a combined loss allowance for both components. The combined amount is presented as a deduction from the gross carrying amount of the drawn component. Any excess of the loss allowance over the gross amount of the drawn component is presented as a provision; and
- debt instruments measured at FVOCI, no loss allowance is recognized in the statement of financial position because the carrying amount of these assets is their fair value. However, the loss allowance is disclosed and is recognized in OCI.

5.1.9 Significant increase in credit risk (SICR)

A SICR is assessed in the context of an increase in the risk of a default occurring over the life of the financial instrument when compared to that expected at the time of initial recognition. It is not assessed in the context of an increase in the ECL. The Bank uses a number of qualitative and quantitative measures in assessing SICR. Quantitative measures relate to deterioration of Obligor Risk Ratings (ORR) or where principal and / or interest payments are 45 days or more past due. Qualitative factors include unavailability of financial information and pending litigations.

Any borrower identified by the Management Credit Committee (MCC) where enhanced monitoring is required by the Bank's Credit team, it may be perceived as a case of significant increase in credit risk of the borrower; therefore, all exposure which has been marked as 'watch list', may be considered to be downgraded and categorized into Stage 2 on case to case basis. Apart from the above objective based SICR criteria, the management may shift exposures from Stage 1 to Stage 2 based on certain risk indicators and industry outlook.

The management of the Bank may exercise its judgement for making any changes in the ECL computation of the borrowers. In case of such overlays, the management shall document the reasons in detail. Any deviation/changes in ECL computation shall be approved by the MCC. The overlay may be applied to override the results produced by the Model where the management believes, based on additional information which they are privy to that, the results would be different if the same could be accounted for by the model.

As required by the Application Instructions, financial assets may be reclassified out of stage 3 if they meet the requirements of PR issued by SBP. Financial assets in stage 2 may be reclassified to stage 1 if the conditions that led to a SICR no longer apply. However, a minimum period of 3 months from initial downgrade is required before any facility is moved back to Stage 1 from Stage 2. For a facility to move back from Stage 3 to Stage 2, it should meet the criteria defined under the respective Prudential Regulations for de-classification of account / facility. An exposure cannot be upgraded from Stage 3 to Stage 1 directly and should be upgraded to Stage 2 initially.

IFRS 9 includes a rebuttable presumption that a default does not occur later than 90 days past due and it also presumes that there is SICR if credit exposure is more than 30 days past due. In order to bring consistency, SBP has allowed the backstop to the rebuttable presumption of days past due of credit portfolio against a specific credit facility and its stage allocation under IFRS 9 as mentioned in Annexure-C of BPRD Circular no 3 of 2022. However, banks are free to choose more stringent days past due criteria. The Bank has applied the guidance of PR where default is treated when the loan is 90 days past due.

Definition of default

The concept of "impairment" or "default" is critical to the implementation of IFRS 9 as it drives determination of risk parameters, i.e. PD, LGD and EAD.

As per BPRD Circular No. 03 of 2022 dated July 05, 2022 and BPRD Circular Letter No. 16 of 2024 dated July 29, 2024, ECL of Stage 1 and Stage 2 is calculated as per IFRS 9, while ECL of Stage 3 has been calculated based on higher of either the Prudential Regulations or IFRS 9 at borrower / facility level for corporate / commercial / SME loan portfolios and at segment / product basis for retail portfolio.

This implies that if one facility of a counterparty becomes 90+ DPD in repaying its contractual dues or as defined in PRs, all other facilities would deem to be classified as stage 3.

5.1.10 Write-offs

Financial assets are written off (either partially or in full) when there is no reasonable expectation of recovering a financial asset in its entirety or a portion thereof. This is generally the case when the Bank determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. This assessment is carried out at the individual asset level.

Recoveries of amounts previously written off are included in 'impairment losses on financial instruments' in the statement of profit and loss account.

Financial assets that are written off could still be subject to enforcement activities in order to comply with the Bank's procedures for recovery of amounts due.

5.1.11 Undrawn loan commitments and guarantees:

Financial guarantees are contracts that require the Bank to make specified payments to reimburse the holder for a loss that it incurs because a specified debtor fails to make payment when it is due in accordance with the terms of a debt instrument. 'Loan commitments' are firm commitments to provide credit under pre-specified terms and conditions.

When estimating LTECLs for undrawn financings commitments including revolving facilities the Bank estimates the expected portion of the financings commitment that will be drawn down over its expected life. The ECL is then based on the present value of the expected cash flows if the financings is drawn down, based on a probability-weighting of the three scenarios.

5.1.12 Governance, ownership and responsibilities

The Bank has adopted a governance framework requiring the Risk, Finance, Internal Audit, HR and IT functions to effectively work together to ensure input from all business lines. IFRS 9 requires robust credit risk models that can predict Probability of Default (PD), Loss Given Default (LGD) and Exposure at Default (EAD).

The Bank's Risk Management Division has developed models / methodologies for PD, LGD and Credit Conversion Factors (CCF). These models are validated on annual basis considering the following aspects:

- Qualitative Validation: Expected credit loss (ECL) model design validation, data quality validation and benchmarking with external best practices.
- Quantitative Validation: Calibration testing which ensures the accuracy of the observed PDs.

The Risk Department defines the staging criteria for the new impairment model and take ownership of all models, methodologies and the ECL calculation approach. Additionally, the Risk Department also take the ownership of the impact of ECL on bank's capital.

The Bank's Finance Division assess the financial impact and meet the financial reporting requirements.

The IT Department is responsible to identify, prepare and extract the data required for the risk parameters modelling and ECL calculations. IT department also support for system development and upgrades.

As per the Bank's policy, the Bank's Internal Audit function carries out periodic review of IFRS 9 methodology and impacts calculated by the Management.

5.2 Cash and cash equivalents

Cash and cash equivalents comprise of cash in hand, balances with treasury banks, balances with other banks in current and deposit accounts, national prize bonds, overdrawn nostro accounts and call lendings having original maturity of three months or less.

5.3 Lendings to / borrowings from financial institutions

The Bank enters into repurchase agreements (repo) and reverse repurchase agreements (reverse repo) at contracted rates for a specified period of time. These are recorded as under:

(a) Sale of securities under repurchase agreements

Securities sold subject to a repurchase agreement (repo) are retained in the financial statements as investments and the counter party liability is included in borrowings. The differential in sale and repurchase value is recognised over the period of the contract and recorded as an expense.

(b) Purchase of securities under resale agreements

Securities purchased under agreement to resell (reverse repo) are included in lendings to financial institutions. The underlying security is not recognised as a separate asset in the financial statements. The difference between the contracted price and resale price is recognised over the period of the contract and recorded as income.

Securities held as collateral are not recognized in the financial statements, unless these are sold to third parties, in which case the obligation to return them is recorded at fair value as a trading liability under borrowings from financial institutions.

(c) Bai Muajjal

The securities sold under Bai Muajjal agreement are derecognised on the date of disposal. Payable against such sale is recognised at the agreed sale price. The difference between the sale price and the carrying value on the date of disposal is taken to mark-up expense on straight line basis.

(d) Call lendings / placements

Call lendings / placements with financial institutions are stated net of provision. Return on such lending is accrued to the statement of profit and loss account on a time proportion basis except for mark-up on impaired / delinquent lendings, which is recognized on receipt basis.

(e) Borrowings

These are recorded at the proceeds received. Mark-up on such borrowings is charged on a time proportion basis to the statement of profit and loss account over the period of borrowings.

5.4 Investments

Investments include Federal Government securities and shares. Classification and measurement of Federal Government securities and shares has been detailed in note 5.1

An equity instrument held by the Bank for trading purposes is classified as measured at FVPL. On initial recognition of an equity investment that is not held for trading, the Bank may irrevocably elect to present subsequent changes in fair value in OCI. This election is made on an investment-by-investment basis.

5.5 Advances

Loans and advances including net investment in finance lease are stated net of credit loss allowance / provision. Credit loss allowance / provision against loans and advances in have been made in accordance with the requirements of the Prudential Regulations and IFRS 9 application instructions issued by the SBP. Advances are written off / charged off when there are no realistic prospects of recovery or to clean up the balance sheet as allowed by the SBP.

5.6 Property and equipment and depreciation

(a) Capital work-in-progress

Capital work-in-progress is stated at cost less accumulated impairment losses, if any. All expenditure connected with specific assets incurred during installation and construction / development period are carried under this head. These are transferred to specific assets as and when assets become available for use.

(b) Property and equipment

Property and equipment are stated at cost less accumulated depreciation and impairment losses, if any.

Depreciation on property and equipment (excluding land which is not depreciated) is charged using the straight line method in accordance with the rates specified in note 11.2 to these financial statements after taking into account residual values. The residual values and useful lives are reviewed and adjusted, if appropriate, at each reporting date. Depreciation on additions is charged from the month the assets are available for use while in the case of assets disposed of, it is charged upto the date of disposal.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Bank and the cost of the item can be measured reliably. All other repair and maintenance expenditure are charged to the statement of profit and loss account as and when incurred.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposal of property and equipment are credited / charged to the statement of profit and loss account.

5.7 Leases

The Bank assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

5.7.1 Right-of-use assets

On initial recognition, right-of-use assets are measured at an amount equal to initial lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to be incurred to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located. Right-of-use assets are subsequently stated at cost less any accumulated depreciation / accumulated impairment losses and are adjusted for any remeasurement of lease liability. The remeasurement of lease liability will only occur in cases where the terms of the lease are changed during the lease tenor.

Lease liabilities

At the commencement date of the lease, the Bank recognises lease liability measured at the present value of the consideration (lease payments) to be made over the lease term and is adjusted for lease prepayments. The lease payments are discounted using the interest rate implicit in the lease, unless it is not readily determinable, in which case the lessee may use the incremental rate of borrowing. After the commencement date, the carrying amount of lease liability is increased to reflect the accretion of interest and reduced for the lease payments made.

Determination of the lease term for lease contracts with renewal and termination options

The Bank determines the lease term as the non-cancelable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Bank has several lease contracts that include extension and termination options. The Bank applies judgment in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination option.

After the commencement date, the Bank reassesses the lease term if there is a significant event or change in circumstances that is within its control that affects its ability to exercise or not to exercise the option to renew or to terminate.

Incremental borrowing rate (IBR)

The IBR is the rate of mark-up that the Bank would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The Bank estimates the IBR using observable inputs such as market interest rates.

5.8 Intangible assets and amortisation

Intangible assets are measured at cost less accumulated amortisation and accumulated impairment losses, if any. Intangible assets are amortised on a straight-line basis in statement of profit and loss account over their estimated useful life, from the date in which the asset is put to use, whereas no amortisation is charged from the date the asset is disposed off. The estimated useful life of intangible assets for the current and comparative year is specified in note 13 to these financial statements. Amortisation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Bank and the cost of the item can be measured reliably. All other expenditure is recognised in statement of profit and loss account as it is incurred.

Intangible assets having an indefinite useful life are stated at acquisition cost less accumulated impairment losses, if any. Gains and losses on disposals, if any, are credit / charged to the statement of profit and loss account in the period in which they arise.

5.9 Impairment of non financial asset

At each reporting date, the Bank reviews the carrying amounts of its non-financial assets to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount. Impairment losses are recognised in profit or loss account.

Impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

5.10 Taxation

Income tax expense comprises current and deferred tax. Income tax expense is recognised in the statement of profit and loss account except to the extent that it relates to items recognised directly in other comprehensive income, in which case it is recognised in statement of other comprehensive income.

(a) Current

The provision for current taxation is based on taxable income for the year, if any, at current rates of taxation, after taking into consideration available tax credits, rebates and tax losses as specified under the seventh schedule to the Income Tax Ordinance, 2001. The amount of current tax payable is the best estimate of the tax amount expected to be paid that reflects uncertainty related to income taxes, if any. The charge for current tax also includes adjustments, where considered necessary relating to prior years, which arises from assessments / developments made during the year. Current tax assets and liabilities are offset only if certain criteria are met.

(b) Prior years

This charge includes tax charge for prior years arising from assessments, changes in estimates and change in law.

(c) Deferred

Deferred tax is recognised using the balance sheet liability method on all temporary differences arising between the carrying amounts of assets and liabilities for financial reporting purposes and amounts used for the taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amounts of assets and liabilities using the tax rates enacted or substantively enacted at the reporting date. A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available and the credits can be utilised. Deferred tax asset is reduced to the extent that it is no longer probable that the related tax benefits will be realised.

The difference between the carrying value and the recoverable value is recognised through the statement of profit and loss account as a deferred tax expense. The Bank also records a deferred tax asset / liability on items recognised directly in the statement of comprehensive income such as surplus / deficit on revaluation of assets.

5.11 Provisions

Provision for claims under guarantees and other off balance sheet obligations is recognised when identified and reasonable certainty exists for the Bank to settle the obligation.

Other provisions are recognised when the Bank has a legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the amount can be made. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

5.12 Staff retirement benefits**Defined contribution plan**

The Bank operates an approved funded provident fund scheme for all its permanent employees. Equal monthly contributions are made, both by the Bank and its employees, to the Fund at the rate of 8.33% of basic salaries of the employees.

5.13 Borrowings / deposits and their cost

Borrowings and deposits are recorded at the proceeds received except for Temporary Economic Refinance Facility (TERF) borrowing from the SBP which has been recorded at fair value on initial recognition. Unwinding of expense on fair value adjustment is recognised in the statement of profit and loss account. Cost of deposits and borrowings are recognised as an expense in the period in which these are incurred using contracted mark-up / interest rate method. Swap cost arises when surplus foreign currency funds are sold to purchase local currency funds from the market. Swap cost is recorded as an expense in the period in which it is incurred.

5.14 Dividend and appropriation to reserves

Dividend declared and appropriations made subsequent to the date of the statement of financial position are considered as non adjusting events and are recorded as a liability in these financial statements in the year in which these are approved by the directors / shareholders, as appropriate except appropriations which are required by the law.

5.15 Revenue recognition

Revenue is recognised to the extent that the economic benefits associated with a transaction will flow to the Bank and the revenue can be reliably measured.

- Mark-up / return / interest on advances and investments is recognised on accrual basis, except in case of advances classified under the Prudential Regulations on which mark-up is recognised on receipt basis. Mark-up / return / interest on rescheduled / restructured loans and advances and investments is recognised as permitted by the regulations of SBP.
- Fee, commission and brokerage income are accounted for on an accrual / time proportion basis.
- Dividend income from investments is recognised when the Bank's right to receive the dividend has been established.

- Financing method is used in accounting for income from lease financing. Under this method, the unearned lease income (excess of the sum of total lease rentals and estimated residual value over the cost of the leased assets) is deferred and taken to income over the term of the lease so as to produce a constant periodic rate of return on the outstanding net investment in the lease.
- Unrealised lease income in respect of non-performing finance leases and mark-up / return on non-performing advances is held in suspense account.
- Premium or discount on acquisition of debt investments is capitalised and amortised through the statement of profit and loss account over the remaining period till maturity.
- Gains / losses on termination of lease contracts, documentation charges, front end fee and other lease income are recognised as income when realised.
- Gain / loss on sale of investments is credited / charged to statement of profit and loss account.

5.16 Foreign currencies

(a) Foreign currency transactions

Transactions in foreign currencies are translated into Pakistani rupees at the exchange rates prevailing on the transaction date. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of profit and loss account. Forward contracts relating to foreign currency deposits are valued at forward rates applicable to the respective maturities of the relevant foreign exchange contract.

(b) Translation gains and losses

Translation gains and losses are included in the statement of profit and loss account.

(c) Contingencies and commitments

Commitments for outstanding forward foreign exchange contracts are disclosed at contracted rates. Contingent liabilities / commitments for letters of credit and letters of guarantee denominated in foreign currencies are expressed in rupee terms at the exchange rates ruling on the reporting date.

5.17 Segment reporting

The Bank has structured its key business areas in various segments in a manner that each segment becomes a distinguishable component of the Bank that is engaged either in providing products or services (business segment), or in providing products or services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments. The segments reported below are consistent to those reported to the President and Chief Executive Officer of the Bank.

(a) Business segments

(i) Wholesale banking

Wholesale banking includes project finance, real estate, export finance, trade finance, leasing, lending, guarantees, bills of exchange and deposits and includes services provided in connection with mergers and acquisition, underwriting, privatization, securitization, research, debts (government and high yield) and equity syndication, IPO and secondary private placements. These services are being offered to large corporate entities.

It also includes lending's, export finance, trade finance, bills of exchange and deposits. These services are being offered to commercial customers and small & medium sized entities.

(ii) Global Markets

It includes fixed income on debt securities, equity, foreign exchanges, commodities, credit, funding, own position securities, lending and repos, brokerage debt and prime brokerage.

(iii) Retail banking

It includes retail / consumer lending and deposits, banking services, trust and estates, private lending and deposits, banking service, trust and estates investment advice, merchant / commercial / corporate cards and private labels and retail.

(b) Geographical segments

The operations of the Bank are currently based only in Pakistan.

5.18 Earnings per share

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

5.19 Financial instruments**5.19.1 Financial assets and liabilities**

All financial assets and liabilities are recognised at the time when the Bank becomes a party to the contractual provisions of the instrument. Financial assets are derecognised when the Bank loses control of the contractual rights that comprise the financial assets. Financial liabilities are derecognised when they are extinguished, i.e. when the obligation specified in the contract is discharged, cancelled or expired. Any gain / loss on derecognition of the financial assets and financial liabilities is taken to income directly. Financial instruments carried on the statement of financial position include cash and balances with treasury banks, balances with other banks, lendings to financial institutions, investments, advances, certain other assets, bills payable, borrowings, deposits and certain other liabilities. The particular recognition methods adopted for significant financial assets and financial liabilities are disclosed in the individual policy statements associated with these assets and liabilities.

5.19.2 Off-setting of financial instruments

Financial assets and financial liabilities are off-set and the net amount reported in the financial statements only when there is a legally enforceable right to set-off the recognised amount and the Bank intends either to settle on a net basis, or to realise the assets and to settle the liabilities simultaneously. Income and expense items of such assets and liabilities are also off-set and the net amount is reported in the financial statements only when permitted by the accounting and reporting standards as applicable in Pakistan.

5.19.3 Derivatives

Derivative financial instruments, if any, are initially recognised at fair value on the date on which a derivative contract is entered into and are, subsequently, remeasured at fair value using appropriate valuation techniques. All derivative financial instruments are carried as assets when fair value is positive and liability when fair value is negative. Any change in the fair value of derivative financial instruments is taken to the statement of profit and loss account.

5.20 Fiduciary assets

Assets held in a fiduciary capacity are not treated as assets of the Bank in these financial statements.

5.19 Acceptances

Acceptances comprise undertakings by the Bank to pay bills of exchange drawn on customers. The Bank expects most acceptances to be simultaneously settled with the reimbursement from the customers. As required by the State Bank of Pakistan through the amended format for financial statements for Banks, acceptances are accounted for as on-balance sheet transactions and are reported in "other assets" and "other liabilities" simultaneously.

5.20 Sub-ordinated debt

Subordinated debts are initially recorded at the amount of proceeds received. Mark-up accrued on subordinated debts is recognised separately as part of other liabilities and is charged to the statement of profit and loss account over the period on an accrual basis.

5.21 Reserves

Reserves on the statement of financial position comprise of statutory reserve and capital reserve. Capital reserve represents amount received by the Bank amounting to USD 10 million from its parent company - Samba Financial Group (now Saudi National Bank) in Q1 2021 for rebranding / marketing and to setup the digital banking roadmap, to launch digital product / services such as credit cards etc. The amount is non refundable and therefore has been classified as transactions with owners in equity.

6	Note	2025	2024
		----- Rupees in '000 -----	
CASH AND BALANCES WITH TREASURY BANKS			
In hand			
Local currency		1,380,915	903,932
Foreign currencies		462,116	481,535
		<u>1,843,031</u>	<u>1,385,467</u>
With State Bank of Pakistan in			
Local currency current account	6.1	4,725,389	4,970,885
Foreign currency current account	6.2	920,204	851,249
Foreign currency deposit account	6.3	2,137,439	2,002,634
		<u>7,783,032</u>	<u>7,824,768</u>
With National Bank of Pakistan in			
Local currency current account		9,895	-
National Prize Bonds			
		-	68
		<u>9,635,958</u>	<u>9,210,303</u>
Less: Credit loss allowance held against cash and balances with treasury banks		(2,968)	-
Cash and balances with treasury banks - net of credit loss allowance		<u>9,632,990</u>	<u>9,210,303</u>

6.1 The local currency current account is maintained with the State Bank of Pakistan (SBP) as per the requirements of Section 22 of the Banking Companies Ordinance, 1962. This section requires banking companies to maintain a local currency cash reserve in current account opened with the SBP at a sum not less than such percentage of its time and demand liabilities in Pakistan as may be prescribed by the SBP.

6.2 These represent local currency current account maintained under the cash reserve requirement of the SBP.

6.3 These balances include foreign currency deposit account maintained under the special cash reserve of the SBP. Profit rates on these deposits are fixed by the SBP on a monthly basis. These deposits carry interest rate ranging from 2.86% to 3.35% (2024: 3.53% to 4.35%) per annum.

7	BALANCES WITH OTHER BANKS	Note	2025	2024
			----- Rupees in '000 -----	
	In Pakistan			
	In current accounts		8,406	11,517
	In deposit accounts	7.1	25	25
			8,431	11,542
	Outside Pakistan			
	In current accounts	7.2	809,725	1,358,211
			818,156	1,369,753
	Less: Credit loss allowance held against balances with other banks		(9)	(2,242)
	Balances with other banks - net of credit loss allowance		818,147	1,367,511

7.1 These carry mark-up at the rate of 9% (2024: 13.75%) per annum.

7.2 The above amount includes balance with Saudi National Bank (a related party) amounting to Rs. 78,011 million (2024: Rs. 115,151 million)

8	LENDINGS TO FINANCIAL INSTITUTIONS	Note	2025	2024
			----- Rupees in '000 -----	
	Call money lending	8.1	1,500,000	-
	Less: Credit loss allowance held against lending to financial institutions		(17)	-
	Lending to Financial Institutions - net of credit loss allowance		1,499,983	-

8.1 This represent short-term lending to Meezan Bank Limited. This carry mark-up at the rate of 11.25% per annum and will mature by January 02, 2026.

8.2	Particulars of lending	2025	2024
		----- Rupees in '000 -----	
	In local currency	1,499,983	-

8.3	Lending to Financial Institutions - Particulars of credit loss allowance	2025		2024	
		Lending	Credit loss allowance held	Lending	Credit loss allowance held
		----- Rupees in '000 -----			
	Domestic Performing Stage 1	1,500,000	(17)	-	-

	2025	
	Stage 1	Total
	----- Rupees in '000 -----	
Balance at the start of the year	-	-
New financial assets originated or purchased	17	17
Balance at the end of the year	17	17

	2024	
	Stage 1	Total
	----- Rupees in '000 -----	
Balance at the start of the year	-	-
New financial assets originated or purchased	-	-
Balance at the end of the year	-	-

9 INVESTMENTS

9.1 Investments by type

	2025				2024			
	Cost/ Amortised cost	Credit loss allowance	Surplus / (Deficit)	Carrying Value	Cost/ Amortised cost	Credit loss allowance	Surplus / (Deficit)	Carrying Value
----- Rupees in '000 -----								
Debt Instruments								
Fair value through profit or loss								
Federal Government Securities	153,148	-	1,416	154,564	17,225	-	19	17,244
Naya Pakistan Certificate	886,669	-	-	886,669	2,611,239	-	-	2,611,239
Non Government Debt Securities	-	-	-	-	250,000	-	(1,250)	248,750
	1,039,817	-	1,416	1,031,233	2,878,464	-	(1,231)	2,877,233
Fair value through other comprehensive income								
Federal Government Securities	113,890,259	-	770,295	114,460,554	95,589,446	-	(432,863)	95,156,583
Non Government Debt Securities	-	-	-	-	-	-	-	-
	113,890,259	-	770,295	114,460,554	95,589,446	-	(432,863)	95,156,583
Amortised cost								
Non Government Debt Securities	-	-	-	-	300,000	(181)	-	299,819
Equity Instruments								
Fair value through profit or loss								
Listed companies	961,961	-	6,315	978,276	216,891	-	22	216,913
Fair value through other comprehensive income								
Listed companies	1,285,455	-	14,932	1,300,387	1,332,753	-	381,419	1,714,172
Total Investments	116,557,492	-	884,018	117,361,510	106,327,464	(181)	(51,853)	106,275,430

9.2 Investments by segment

	2025				2024			
	Cost/ Amortised cost	Credit loss allowance	Surplus / (Deficit)	Carrying Value	Cost/ Amortised cost	Credit loss allowance	Surplus / (Deficit)	Carrying Value
----- Rupees in '000 -----								
Federal Government Securities:								
Pakistan Investment Bonds	105,551,746	-	732,511	106,284,257	77,327,297	-	(548,742)	76,778,555
Naya Pakistan Certificate	886,669	-	-	886,669	2,611,239	-	-	2,611,239
Market Treasury Bills	8,291,661	-	46,200	8,337,861	18,285,374	-	216,998	18,502,372
	114,710,076	-	780,711	115,490,787	98,227,910	-	(432,844)	97,795,066
Shares:								
Listed Companies	1,847,416	-	23,307	1,870,723	1,545,554	-	381,441	1,930,995
Unlisted Companies	-	-	-	-	-	-	-	-
	1,847,416	-	23,307	1,870,723	1,545,554	-	381,441	1,930,995
Non Government Debt Securities								
Listed	-	-	-	-	290,000	-	(1,250)	288,750
Unlisted	-	-	-	-	300,000	(181)	-	299,819
	-	-	-	-	590,000	(181)	(1,250)	588,569
Total Investments	116,557,492	-	884,018	117,361,510	106,327,464	(181)	(51,853)	106,275,430

9.2.1 Investments given as collateral

	2025	2024
	----- Rupees in '000 -----	
Pakistan Investment Bonds	44,521,119	12,997,846

9.3 Particulars of credit loss allowance

9.3.1 Investments - exposure

	2025	2024
	Stage 1	Stage 1
	----- Rupees in '000 -----	
Opening balance	300,000	-
Effect of adoption of IFRS 9	-	691,529
Investments derecognised or repaid	(300,000)	(391,629)
	<u>(300,000)</u>	<u>300,000</u>
Closing balance	-	300,000

9.3.2 Investments - Credit loss allowance

	2025	2024
	Stage 1	Stage 1
	----- Rupees in '000 -----	
Gross carrying amount - Current year	181	-
Effect of adoption of IFRS 9	-	2,494
Investments derecognised or repaid	(181)	(1,572)
	<u>(181)</u>	<u>922</u>
Change in risk parameters	-	(741)
Closing balance	-	181

	2025	2024
	----- Rupees in '000 -----	
Credit loss allowance / provision for diminution in value of investments		
Opening balance	181	90,827
IFRS 9 transition impact as at January 01, 2024	-	(88,333)
Reversal for the year	(181)	(2,313)
Closing Balance	<u>-</u>	<u>181</u>

9.3.3 Particulars of credit loss allowance against debt securities

	2025		2024	
	Outstanding amount	Credit loss allowance Held	Outstanding amount	Credit loss allowance Held
	----- Rupees in '000 -----			
Performing	-	-	300,000	181

9.4 Quality of available for sale securities

Details regarding quality of securities held under "Held to Collect and Sell" model are as follows:

Federal Government Securities - Government guaranteed

	2025	2024
	Cost	
	----- Rupees in '000 -----	
Pakistan Investment Bonds	105,398,598	77,310,363
Market Treasury Bills	8,291,661	18,289,083
	<u>113,690,259</u>	<u>95,599,446</u>

Shares

Listed Companies - sector wise exposure

Commercial Banks	295,713	159,613
Oil & Gas Exploration Companies	229,977	113,281
Oil & Gas Marketing Companies	219,901	65,340
Technology & Communication	143,211	142,274
Food and Personal Care Products	120,046	59,595
Power Generation & Distribution	80,334	87,462
Pharmaceuticals	44,995	22,184
Engineering	40,813	82,570
Textile Composite	38,416	38,847
Cable & Electrical Goods	28,336	-
Refinery	26,905	49,889
Paper & Board	16,692	-
Modarabas	104	104
Transport	12	24,606
Cement	-	169,589
Fertilizer	-	91,395
Automobile Parts & Accessories	-	78,266
Cables And Electrical Goods	-	69,192
Glass & Ceramics	-	52,888
Chemical	-	25,658
	<u>1,285,455</u>	<u>1,332,753</u>

9.5 Particulars relating to securities classified under "Held to Collect" are as follows:

	2025	2024
	Cost	
	----- Rupees in '000 -----	
Non Government Debt Securities		
Unlisted		
<i>Categorised based on long term rating by Credit Rating Agency</i>		
- A+, A, A-	-	300,000.00
	<u>-</u>	<u>300,000.00</u>

9.5.1 The market value of securities classified as amortised cost as at December 31, 2025 is nil (2024: Rs. 300.918 million)

10 ADVANCES	Note	Performing		Non Performing		Total	
		2025	2024	2025	2024	2025	2024
		----- Rupees in '000 -----					
Loans, cash credits, running finances, etc.	10.1	88,264,902	56,010,361	10,778,074	9,921,345	70,982,576	65,931,705
Bills discounted and purchased		321,098	189,633	-	-	321,098	189,633
Advances - gross		<u>88,585,999</u>	<u>56,200,094</u>	<u>10,778,074</u>	<u>9,921,345</u>	<u>71,303,674</u>	<u>66,121,338</u>
Credit loss allowance against advances*							
- Stage 1		(295,263)	(161,767)	-	-	(295,263)	(161,767)
- Stage 2		(181,358)	(314,300)	-	-	(181,358)	(314,300)
- Stage 3		-	-	(10,276,658)	(9,575,305)	(10,276,658)	(9,575,305)
		<u>(476,621)</u>	<u>(476,067)</u>	<u>(10,276,658)</u>	<u>(9,575,305)</u>	<u>(10,993,271)</u>	<u>(10,951,372)</u>
Advances - net of credit loss allowance		<u>88,048,978</u>	<u>55,724,027</u>	<u>51,424</u>	<u>346,040</u>	<u>60,810,403</u>	<u>55,099,897</u>

* Credit loss allowance against advances also includes credit loss allowance against interest receivable except for stage 3 customers

10.1 Includes net investment in finance lease as disclosed below:

	2025				2024			
	Not later than one year	Later than one and less than five years	Over five years	Total	Not later than one year	Later than one and less than five years	Over five years	Total
	----- Rupees in '000 -----							
Lease rentals receivable	93,941	-	-	93,941	94,964	-	-	94,964
Residual value	28,475	-	-	28,475	28,475	-	-	28,475
Minimum lease payments	122,416	-	-	122,416	123,439	-	-	123,439
Financial charges for future periods	(1,292)	-	-	(1,292)	(1,292)	-	-	(1,292)
Present value of minimum lease payments	121,124	-	-	121,124	122,147	-	-	122,147
Less: credit loss allowance	(92,943)	-	-	(92,943)	(94,327)	-	-	(94,327)
	<u>28,181</u>	<u>-</u>	<u>-</u>	<u>28,181</u>	<u>27,820</u>	<u>-</u>	<u>-</u>	<u>27,820</u>

10.2 Particulars of advances (Gross)	2025	2024
	----- Rupees in '000 -----	
In local currency	66,285,815	62,978,992
In foreign currencies	3,017,859	3,142,147
	<u>71,303,674</u>	<u>66,121,139</u>

10.3 Advances to Women, Women-owned and Managed Enterprises

Women	395,679	263,640
Women Owned and Managed Enterprises	9,864	9,119
	<u>405,543</u>	<u>272,759</u>

10.3.1 Gross loans disbursed to women, women-owned and managed enterprises during the year amounted to Rs. 273 million (2024: Rs. 118.061 million).

10.4 Particulars of credit loss allowance

10.4.1 Advances - Exposure

	2025				2024			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
	----- Rupees in '000 -----							
Gross carrying amount - Current year	45,758,827	18,444,367	9,921,045	66,121,139	-	-	-	-
Effect of adoption of IFRS 9	-	-	-	-	62,979,300	10,397,665	7,334,923	80,711,889
New advances	11,759,894	498,641	8,804	12,166,149	27,485,718	5,699,688	974,160	34,160,566
Advances derecognised or repaid	(5,513,533)	(1,171,499)	(318,727)	(7,001,759)	(62,326,026)	(5,564,012)	(961,262)	(48,750,318)
Transfers to stage 1	1,525,820	(1,525,774)	(46)	-	276,689	(714,311)	(1,369)	-
Transfer to stage 2	(2,727,399)	2,778,178	(51,819)	-	(2,380,754)	2,430,016	(49,262)	-
Transfer to stage 3	(948,231)	(268,641)	5,218,872	-	(716,896)	(1,804,929)	2,523,875	-
	<u>4,695,791</u>	<u>235,885</u>	<u>869,084</u>	<u>5,184,960</u>	<u>(17,223,276)</u>	<u>46,102</u>	<u>2,568,122</u>	<u>(14,590,752)</u>
Amounts written off / charged off	-	-	(2,055)	(2,055)	-	-	-	-
Closing balance	<u>49,841,728</u>	<u>18,693,872</u>	<u>10,778,074</u>	<u>71,303,674</u>	<u>45,758,927</u>	<u>10,444,367</u>	<u>9,921,045</u>	<u>66,121,139</u>

10.4.2 Advances - Credit loss allowance	2025				2024			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
	----- Rupees in '000 -----							
Opening balance	181,767	314,000	9,575,505	10,051,272	-	-	-	-
Effect of adoption of IFRS 9	-	-	-	-	394,294	1,046,558	6,767,144	8,207,996
New Advances	169,934	5,720	5,242	111,896	42,292	13,121	7,514	62,927
Advances derecognised or repaid	(42,772)	(37,214)	(368,257)	(448,283)	(105,252)	(166,882)	(930,943)	(1,202,877)
Transfer to stage 1	35,254	(35,244)	(10)	-	100,601	(100,412)	(169)	-
Transfer to stage 2	(14,555)	14,712	(157)	-	(62,381)	78,483	(18,102)	-
Transfer to stage 3	(1,954)	(21,438)	23,402	-	(16,117)	(307,284)	323,401	-
	76,887	(73,464)	(338,820)	(338,387)	(41,877)	(482,974)	(515,319)	(1,141,170)
Amounts written off / charged off	-	-	(2,005)	(2,005)	-	-	-	-
Changes in risk parameters	56,599	(59,178)	983,020	980,441	(150,650)	(249,384)	3,424,680	2,984,446
Closing balance	295,263	181,358	10,216,650	10,693,271	161,767	314,000	9,575,505	10,051,272

10.4.3 Advances - Category of classification

	2025				2024			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
	----- Rupees in '000 -----							
Outstanding gross exposure								
Performing	49,841,728	-	-	49,841,728	45,756,027	-	-	45,756,027
Under performing	-	10,683,872	-	10,683,872	-	10,444,067	-	10,444,067
Non-performing								
Other Assets Especially Mentioned	-	-	26,824	26,824	-	-	-	-
Substandard	-	-	102,620	102,620	-	-	845,123	845,123
Doubtful	-	-	1,724,832	1,724,832	-	-	1,783,722	1,783,722
Lost	-	-	8,924,398	8,924,398	-	-	7,292,200	7,292,200
	-	-	10,778,074	10,778,074	-	-	9,921,045	9,921,045
Total	49,841,728	10,683,872	10,778,074	71,303,674	45,756,027	10,444,067	9,921,045	66,121,139
Corresponding ECL								
Stage 1	295,263	-	-	295,263	161,767	-	-	161,767
Stage 2	-	181,358	-	181,358	-	314,000	-	314,000
Stage 3	-	-	10,216,650	10,216,650	-	-	9,575,505	9,575,505
	295,263	181,358	10,216,650	10,693,271	161,767	314,000	9,575,505	10,051,272

10.5 Advances include Rs. 10,778 million (December 31 2024: Rs 9,921 million) which have been placed under non-performing status as detailed below:

Category of Classification in stage 3	2025		2024	
	Non Performing Loans	Credit loss allowance	Non Performing Loans	Credit loss allowance
	----- Rupees in '000 -----			
Domestic				
Other Assets Especially Mentioned (OAEW)	26,824	7,353	-	-
Substandard	102,620	84,121	845,123	775,750
Doubtful	1,724,832	1,244,410	1,783,722	1,581,998
Lost	8,924,398	8,905,766	7,292,200	7,267,755
	10,778,074	10,216,650	9,921,045	9,575,505

10.5.1 The Bank has not extended any loans or advances overseas.

11.2 Property and Equipment

	2025					
	Land	Building on freehold land	Furniture and fixtures	Electrical, office and computer equipment	Vehicles	Total
	-----Rupees '000-----					
At January 1, 2025						
Cost	710,240	390,514	896,317	1,208,079	118,259	3,423,409
Accumulated depreciation	-	(163,530)	(636,593)	(889,702)	(62,842)	(1,752,767)
Net book value	<u>710,240</u>	<u>226,984</u>	<u>359,624</u>	<u>318,377</u>	<u>55,417</u>	<u>1,670,642</u>
Year ended December 2025						
Opening net book value	710,240	226,984	359,624	318,377	55,417	1,670,642
Additions	5,500	41,072	464,772	292,795	-	804,139
Disposals / write-offs	-	-	(1,970)	(748)	(19,948)	(22,666)
Depreciation charge	-	(15,962)	(124,249)	(173,788)	(7,060)	(321,049)
Other adjustments / transfers	-	-	-	-	-	-
Closing net book value	<u>715,740</u>	<u>252,074</u>	<u>698,177</u>	<u>438,666</u>	<u>28,409</u>	<u>2,131,066</u>
At December 31, 2025						
Cost	715,740	431,586	1,421,844	1,478,277	74,312	4,121,759
Accumulated depreciation	-	(179,512)	(723,667)	(1,041,611)	(46,903)	(1,991,693)
Net book value	<u>715,740</u>	<u>252,074</u>	<u>698,177</u>	<u>438,666</u>	<u>28,409</u>	<u>2,131,066</u>
Rate of depreciation (percentage)	-	5	5 / 10 / 20 / 33	14 / 20 / 33 / 50	20	

	2024					
	Land	Building on freehold land	Furniture and fixtures	Electrical, office and computer equipment	Vehicles	Total
	-----Rupees '000-----					
At January 1, 2024						
Cost	710,240	390,514	955,577	1,121,412	118,101	3,295,844
Accumulated depreciation	-	(147,700)	(627,545)	(814,488)	(49,860)	(1,639,611)
Net book value	<u>710,240</u>	<u>242,814</u>	<u>328,032</u>	<u>306,924</u>	<u>68,221</u>	<u>1,656,233</u>
Year ended December 2024						
Opening net book value	710,240	242,814	328,032	306,924	68,221	1,656,233
Additions	-	-	106,137	131,664	158	237,959
Disposals / write-offs	-	-	(1,544)	(113)	-	(1,757)
Depreciation charge	-	(15,830)	(72,901)	(120,100)	(12,962)	(221,793)
Other adjustments / transfers	-	-	-	-	-	-
Closing net book value	<u>710,240</u>	<u>226,984</u>	<u>359,624</u>	<u>318,377</u>	<u>55,417</u>	<u>1,670,642</u>
At December 31, 2024						
Cost	710,240	390,514	996,317	1,208,079	118,259	3,423,409
Accumulated depreciation	-	(163,530)	(636,693)	(889,702)	(62,842)	(1,752,767)
Net book value	<u>710,240</u>	<u>226,984</u>	<u>359,624</u>	<u>318,377</u>	<u>55,417</u>	<u>1,670,642</u>
Rate of depreciation (percentage)	-	5	5 / 10 / 20 / 33	14 / 20 / 33 / 50	20	

11.3 Disposal of fixed assets

The details of disposals of assets whose book value exceed five hundred thousand rupees are given in Annexure "B".

Information relating to sale of fixed assets (otherwise than through regular auction) made to the chief executive officer, a director, an executive or a shareholder holding not less than ten percent of the voting shares of the Bank or any related party as required by the SBP's BSD Circular No. 4 dated February 17, 2005 is also given in Annexure "B".

11.4	The cost of fully depreciated assets that are still in use:	Note	2025	2024
			-----Rupees in '000-----	
	Building on land		89,154	89,154
	Electrical, office and computer equipments		716,033	675,320
	Furniture and fixtures		348,030	350,000
	Vehicles		58,643	20,037
			<u>1,211,860</u>	<u>1,140,511</u>

12	RIGHT-OF-USE ASSETS		2025	2024
			-----Rupees in '000-----	
	At January 1			
	Cost		3,038,727	2,327,610
	Accumulated Depreciation		(1,382,936)	(1,072,272)
	Net Carrying amount at January 1		<u>1,655,791</u>	<u>1,255,338</u>
	Additions during the year	12.1	1,719,657	806,757
	Deletions during the year		(51,245)	(95,640)
	Depreciation charge for the year		(396,759)	(310,664)
	Closing net carrying amount		<u>2,927,444</u>	<u>1,855,791</u>

12.1 The additions during the year includes stamp duties paid for registration of leases amounting to Rs 16.924 million. These stamp duties have been capitalised in Right-Of-Use-Asset as an initial direct cost.

	Note	2025 Softwares	2024 Softwares
----- Rupees in '000 -----			
13 INTANGIBLE ASSETS			
Capital work-in-progress		160,702	314,152
Intangible assets	13.1	579,336	448,671
		<u>740,038</u>	<u>762,823</u>
13.1 Intangible assets			
At January 1			
Cost		949,996	789,379
Accumulated amortisation		(501,325)	(446,285)
Net book value		<u>448,671</u>	<u>343,094</u>
Year ended December 31			
Opening net book value		448,671	343,094
Additions - directly purchased		271,816	219,359
Amortisation charge		(141,151)	(113,782)
Closing net book value		<u>579,336</u>	<u>448,671</u>
At December 31			
Cost		1,221,812	949,996
Accumulated amortisation		(642,476)	(501,325)
Net book value		<u>579,336</u>	<u>448,671</u>
Rate of amortisation (percentage)		<u>20 / 14.28</u>	<u>20 / 14.28</u>
Useful life		<u>5 / 7</u>	<u>5 / 7</u>
		2025	2024
		----- Rupees in '000 -----	
13.2 The cost of fully amortised assets that are still in use:			
Intangible assets		<u>299,832</u>	<u>262,940</u>

	2025			
	At January 1, 2025	Recognised in statement of profit and loss account	Recognised in statement of other comprehensive income	At December 31, 2025
----- Rupees in '000 -----				
14 DEFERRED TAX ASSETS				
Deductible temporary differences on:				
- Revaluation of investments	26,335	-	(26,335)	-
- Lease liabilities	-	1,667,568	-	1,667,568
- Accelerated tax depreciation	45,989	(15,674)	-	30,315
- Credit loss allowance	3,354,531	(64,078)	-	3,290,453
	<u>3,426,855</u>	<u>1,587,816</u>	<u>(26,335)</u>	<u>4,988,336</u>
Taxable temporary differences on:				
- Net investment in finance lease	(60,353)	57	-	(60,296)
- Right-of-use assets	-	(1,385,218)	-	(1,385,218)
- Revaluation of investments	-	-	(413,029)	(413,029)
	<u>(60,353)</u>	<u>(1,385,161)</u>	<u>(413,029)</u>	<u>(1,858,543)</u>
	<u>3,366,502</u>	<u>202,655</u>	<u>(439,364)</u>	<u>3,129,793</u>

	2024					At December 31, 2024
	At January 1, 2024	Impact of adoption of IFRS 9	Balance as at January 01 after adopting IFRS 9	Recognised in statement of profit and loss account	Recognised in statement of other comprehensive income	
	Rupees in '000					
Deductible temporary differences on:						
- Revaluation of investments	263,704	38,748	302,452	-	(278,117)	26,335
- Accelerated tax depreciation	55,576	-	55,576	(9,587)	-	46,989
- Credit loss allowance	2,268,451	483,371	2,751,822	802,709	-	3,354,531
	<u>2,587,731</u>	<u>522,119</u>	<u>3,109,850</u>	<u>593,122</u>	<u>(278,117)</u>	<u>3,428,855</u>
Taxable temporary differences on:						
- Net investment in finance lease	-	-	(84,709)	24,366	-	(60,353)
	<u>2,587,731</u>	<u>522,119</u>	<u>3,025,141</u>	<u>617,478</u>	<u>(278,117)</u>	<u>3,368,502</u>

15 OTHER ASSETS	Note	2025	2024
		Rupees in '000	
Income / mark-up accrued in local currency		3,791,125	4,732,911
Income / mark-up accrued in foreign currencies		30,716	40,307
Advances, deposits, advance rent and other prepayments		206,446	263,446
Mark to market gain on forward foreign exchange contracts		944,522	529,415
Acceptances		1,340,181	1,243,126
Receivable against sale of equity investment		315,667	-
Deferred cost on staff loans		812,270	925,223
Others	15.1	<u>194,368</u>	<u>342,365</u>
		<u>7,636,295</u>	<u>8,076,793</u>
Less: provision held against other assets	15.2	<u>(144,492)</u>	<u>(144,492)</u>
Other assets (net of provision)		<u>7,490,803</u>	<u>7,932,301</u>

15.1 This includes:

(a) an amount of Rs. 32.389 million (December 31, 2024: Rs. 32.389 million) receivable from InterAsia Leasing Limited. In 1979, Bankers equity was established by State bank of Pakistan along with 5 Commercial banks. In 1999 Samba Bank Limited (Formerly known as Crescent Commercial Bank) Borrowed Rs 32.389 Million. Money received from Banker's equity was ultimately given as loan to Interasia lease Company which is long standing amount which is yet to received however, bank has recognized a provision of 10 Million to date and the remaining Rs 22 M is recorded in note 17.

(b) an amount of Rs. 1.847 million (December 31, 2024: Rs.1. 847 million) receivable from Saudi National Bank - a related party.

15.2 Provision held against other assets	2025	2024
	Rupees in '000	
Fee, commission and other receivables	76,352	76,352
Fraud and forgery	68,140	68,140
	<u>144,492</u>	<u>144,492</u>

15.2.1 Movement in credit loss allowance held held against other assets

Opening balance	144,492	147,385
Write-off during the year	-	(2,893)
Closing balance	<u>144,492</u>	<u>144,492</u>

- 15.3 The Bank holds various properties in its name which were transferred by operation of law. As per master agreement dated October 22, 2002 signed between M/s Mashreq Bank PSC. (UAE), M/s Crescent Investment Bank Limited and M/s International Housing Finance Limited, these properties were decreed in favor of M/s Mashreq Bank PSC and are held by the Bank as an agent of M/s Mashreq Bank PSC being pass through facilities. Any amount realized on disposal of these properties is to be remitted to Mashreq Bank PSC therefore not recorded in these financial statement.

	Note	2025	2024
		----- Rupees in '000 -----	
16	BILLS PAYABLE		
	In Pakistan	2,410,501	1,791,194
17	BORROWINGS		
	Secured		
	Borrowings from the State Bank of Pakistan		
	Export Refinance Scheme	2,231,439	3,014,944
	Long Term Financing Facility	1,261,285	1,915,146
	Financing Facility for Renewable Energy	121,001	140,505
	Temporary Economic Refinance Facility	1,645,299	2,566,534
	Refinancing Facility for Modernization of (SMEs)	44	222
	Refinance and Credit Guarantee Scheme for Women Entrepreneurs	9,525	8,392
	Working capital Refinance scheme	195,000	160,000
	Repurchase agreement borrowings	42,720,924	-
		17.1	7,805,743
	Repurchase agreement borrowings	1,000,000	12,700,824
	Total secured	17.1	49,184,517
	Unsecured		
	Call borrowings	17.1	3,000,000
	Bai muajjal borrowing		-
	Bankers Equity Limited (under liquidation)	17.2	22,336
	Total unsecured		21,945,320
			22,336
			3,022,336
			21,967,656
			<u>52,206,853</u>
			<u>42,474,223</u>

17.1	Mark-up & Maturities of Borrowing Facilities	2025		2024	
		Mark-up per	Maturities upto	Mark-up per annum	Maturities upto
	Borrowings from State Bank of Pakistan (secured)				
	Export Refinance Scheme	6.50% - 7.00%	29-Jun-26	9.00% - 10.50%	12-Jul-25
	Long-Term Finance Facility	2.00% - 7.50%	20-Sep-30	2.00% - 7.50%	20-Sep-30
	Financing facility for renewable energy projects	2.00% - 3.00%	31-May-32	2.00% - 3.00%	31-May-32
	Temporary Economic Refinance Facility	1.00%	23-Apr-32	1.00%	23-Apr-32
	Refinancing Facility for Modernization of (SMEs)	2.00%	12-Jan-26	1.00%	12-Jan-26
	Refinance and Credit Guarantee Scheme for Women Entrepreneurs	0.00%	30-Jul-30	0.00%	19-Jan-28
	Working capital Refinance scheme	2.00%	25-Sep-26	2.00%	5-Dec-25
	Repurchase agreement borrowings	10.53%	2-Jan-26	-	-
	Other Borrowings (secured)				
	Repurchase agreement borrowings	11.30%	2-Jan-26	13.50% - 14.00%	2-Jan-25
	Unsecured				
	Call Borrowings	11.25%	2-Jan-26	-	-
	Bai muajjal borrowing	-	-	12.00% - 13.60%	23-Feb-25

- 17.2 These represent amount payable to Bankers Equity Limited (under liquidation) on account of counter receivable from InterAsia Leasing Limited (note 15.1) and carries no mark-up.

	2025	2024
	----- Rupees in '000 -----	
17.3	Particulars of borrowings with respect to Currencies	
	In local currency	
	<u>52,206,853</u>	<u>42,474,223</u>

18 DEPOSITS AND OTHER ACCOUNTS
Customers

Current deposits
Savings deposits
Term deposits
Others - margin and call deposits

Financial Institutions

Current deposits
Savings deposits
Term deposits
Others (Note 18.1.1)

	2025			2024		
	In Local Currency	In Foreign currencies	Total	In Local Currency	In Foreign currencies	Total
	----- Rupees in '000 -----					
18,471,662	8,636,269	27,108,951	12,642,407	8,557,975	21,200,382	
30,517,050	2,856,359	33,367,409	21,161,243	2,715,317	23,876,560	
41,538,133	5,951,671	47,489,804	54,647,901	5,178,545	59,826,447	
633,639	-	633,639	599,152	-	599,152	
91,160,484	17,437,319	108,597,803	89,050,703	16,451,838	105,502,541	
556,350	4,509	562,859	49,673	1,967	51,660	
8,399,179	-	8,399,179	378,324	-	378,324	
290,331	-	290,331	132,525	-	132,525	
1,876,635	-	1,876,635	1,076,543	-	1,076,543	
10,324,395	4,509	10,328,904	1,637,265	1,967	1,639,232	
101,484,879	17,441,828	118,926,707	90,687,968	16,453,805	107,141,793	

18.1 Composition of deposits

- Individuals
- Government (Federal and Provincial)
- Public sector entities
- Banking companies
- Non-banking financial institutions
- Private sector

	2025	2024
	----- Rupees in '000 -----	
	20,552,910	15,844,155
	11,858,662	17,083,632
	2,642,194	4,297,723
18.1.1	1,076,535	1,076,543
	9,252,369	562,709
	73,544,037	68,277,031
18.2	118,926,707	107,141,793

18.1.1 This includes deposit amounting to Rs. 1,076.535 million (December 31, 2024: Rs. 1,076.543 million) from Saudi National Bank - a related party

18.2 This includes eligible deposits covered under insurance arrangements amounting to Rs. 33.925 million (2024: Rs. 29,544 million).

19 LEASE LIABILITIES

Outstanding amount at the start of the year
Additions during the year
Lease payments including interest
Interest expense
Lease termination
Outstanding amount at the end of the year

	2025	2024
	----- Rupees in '000 -----	
	1,892,718	1,475,627
	1,702,733	806,757
	(618,079)	(476,187)
	323,150	203,010
	(93,661)	(116,489)
	3,206,861	1,892,718

19.1 Contractual maturity of liabilities

Short-term lease liabilities - within one year
Long-term lease liabilities:
1 to 5 years
5 to 10 years
Total at the year end

	2025	2024
	193,463	6,415
	1,313,371	285,954
	1,700,027	1,598,349
	3,206,861	1,892,718

20 SUBORDINATED DEBT

Term Finance Certificates (TFCs) - Unsecured

	2025	2024
	4,991,000	4,993,000

Issue amount	Rupees 5,000 million
Issue date	March 2021
Maturity date	March 2031
Rating	AA-
Profit payment frequency	Semi-annually
Redemption	6th - 108th month: 0.36%; 114th and 120th month: 49.82% each
Mark-up	Payable six monthly at six months' KIBOR plus 1.35%
Call option	On or after five years with prior SBP approval
Lock-in clause	Neither profit nor principal may be paid if such payments will result in shortfall in the Bank's Minimum Capital Requirement ("MCR") or Capital Adequacy Ratio ("CAR")
Loss absorbency clause	The instrument will be subject to loss absorption and / or any other requirements under SBP's Basel III Capital Rules. Upon the occurrence of a Point of Non-Viability event as defined by SBP's Basel III Capital Rule, SBP may at its option, fully and permanently convert the TFCs into common shares of the Bank (subject to a cap) and / or have them immediately written off (either partially or in full)

21 OTHER LIABILITIES	Note	2025	2024
		----- Rupees in '000 -----	
Mark-up / return / interest payable			
- in local currency		1,223,435	2,249,977
- in foreign currencies		55,358	60,533
Accrued expenses		477,605	1,176,987
Accrual for WWF		270,526	239,470
Acceptances		1,340,181	1,243,126
Payable against purchase of equity investment		-	62,844
Dividends payable		28,104	28,187
Unclaimed dividends		3,351	3,351
Provision for taxation - net		715,346	442,405
Mark to market loss on forward foreign exchange contracts		1,229,380	370,755
Credit loss allowance / provision against off-balance sheet obligations	21.1	139,083	138,103
Security deposits against lease		27,571	27,826
ATM settlement account		51,423	815,253
Others		337,211	109,058
		<u>5,898,574</u>	<u>6,967,875</u>

21.1 Credit loss allowance / provision against off-balance sheet obligations

Opening balance	138,103	172,746
IFRS 9 transition impact	-	47,482
Charge for the year	980	-
Reversals for the year	-	(82,125)
	980	(82,125)
Closing balance	21.1.1 <u>139,083</u>	<u>138,103</u>

21.1.1 This includes:

- a) A provision of Rs 71.134 million (2024: Rs 71.134 million) made in respect of two counter guarantees amounting to Rs 71.134 million issued by Crescent Investment Bank Limited, an amalgamated entity, on behalf of Mr. Reyaz Shafi favoring Privatization Commission of Pakistan (PC). The PC had invoked/called for payment of both the guarantees prior to their expiry date. However, Mr. Reyaz Shafi had obtained stay order for payments against the guarantees on the grounds that the guarantees were conditional and the condition had not been met. Subsequently, the PC filed a suit against Faysal Bank Limited and Al-Baraka Islamic Bank, the guarantees issuing banks, against counter guarantees of the amalgamated entity, in the Lahore High Court under the Privatization Commission Ordinance, 2000 for payment against the guarantees. The case is still pending for decision. As a matter of prudence, full provision of Rs 71.134 million (2024: 71.134 million) was made by the amalgamated entity in respect of this matter, which is being maintained.
- b) A provision of Rs. 48 million (2024: Rs 48 million) in respect of a fraud and forgery claim. The matter is still under investigation and is sub judice. The management is confident that the case will be settled in favour of the Bank. However, as a matter of prudence, a provision has been retained in the financial statements.

22 SHARE CAPITAL

22.1 Authorised capital

2025	2024		2025	2024
----- Number of shares -----			----- Rupees in '000 -----	
<u>1,500,000,000</u>	<u>1,500,000,000</u>	Ordinary shares of Rs. 10 each	<u>15,000,000</u>	<u>15,000,000</u>

22.2 Issued, subscribed and paid-up capital

2025	2024		2025	2024
----- Number of shares -----			----- Rupees in '000 -----	
883,317,458	883,317,458	Ordinary shares		
124,921,190	124,921,190	Fully paid in cash	8,833,175	8,833,175
<u>1,008,238,648</u>	<u>1,008,238,648</u>	Issued for consideration other than cash	<u>1,249,212</u>	<u>1,249,212</u>
			<u>10,082,387</u>	<u>10,082,387</u>

		2025	2024
		Number of shares	
22.2.1 Shares held by related parties of the Bank			
Directors, their spouses and minor children			
Mr. Hafiz Mohammad Yousaf		100,500	1,000,500
Ms. Zeeba Ansar		1,000	1,000
Mr. Shafqaat Ahmed		500	-
Mr. Javed Kuraishi		-	500
		<u>102,000</u>	<u>1,002,000</u>
Associated Companies, undertakings and related parties			
Saudi National Bank (SNB)		852,040,531	852,040,531
		<u>852,142,531</u>	<u>853,042,531</u>
	Note	2025	2024
		----- Rupees in '000 -----	
23 SURPLUS / (DEFECIT) ON REVALUATION OF ASSETS			
Surplus / (deficit) on revaluation of:			
- Securities measured at FVOCI-Debt	9.1	779,295	(432,063)
- Securities measured at FVOCI-Equity		14,992	391,419
		<u>794,287</u>	<u>(50,644)</u>
Deferred tax on surplus / (deficit) on revaluation of:			
- Securities measured at FVOCI-Debt	14	(405,233)	224,673
- Securities measured at FVOCI-Equity		(7,796)	(198,338)
		<u>(413,029)</u>	<u>26,335</u>
		<u>381,258</u>	<u>(24,309)</u>
24 CONTINGENCIES AND COMMITMENTS			
- Guarantees	24.1	8,224,308	6,847,506
- Commitments	24.2	245,472,890	150,681,222
- Other contingent liabilities	24.3	12,086,011	4,933,875
		<u>265,783,209</u>	<u>162,462,603</u>
24.1 Guarantees			
Financial guarantees		1,312,299	1,446,194
Performance guarantees		5,997,759	4,600,137
Other guarantees		914,250	801,175
		<u>8,224,308</u>	<u>6,847,506</u>
24.2 Commitments			
Documentary credits and short-term trade-related transactions			
- letters of credit		3,392,984	2,330,188
- forward foreign exchange contracts	24.2.1	197,666,286	135,308,098
- forward government securities / equity transactions	24.2.2	44,132,756	12,928,546
		<u>241,799,042</u>	<u>148,236,644</u>
Commitments for acquisition of:			
- operating property and equipment		145,477	62,454
- intangible assets		135,387	51,936
		<u>280,864</u>	<u>114,390</u>
		<u>245,472,890</u>	<u>150,681,222</u>
24.2.1 Commitments in respect of forward foreign exchange contracts			
Purchase		104,017,918	70,783,278
Sale		93,648,368	64,524,820
		<u>197,666,286</u>	<u>135,308,098</u>

		2025	2024
		----- Rupees in '000 -----	
24.2.2 Commitments in respect of forward government securities / equity transactions			
Purchase		43,894,089	12,710,486
Sale		238,667	218,060
		<u>44,132,756</u>	<u>12,928,546</u>
	Note	2025	2024
		----- Rupees in '000 -----	
24.3 Other contingent liabilities			
Contingencies in respect of taxation	24.3.1	1,601,544	1,601,544
Claims against the Bank not acknowledged as debt	24.3.2	10,484,467	3,332,331
		<u>12,086,011</u>	<u>4,933,875</u>

24.3.1 Contingencies in respect of taxation

Presently, the Bank is contesting taxation issues at various appellate forums. The disallowances in respect of a number of assessment years have been decided / set aside by various appellate authorities for re-assessment while the appeals filed by the Bank and tax department in respect of the remaining assessment years are currently pending. Based on the professional advice received from tax advisors, the management is confident that the eventual outcome of the aforementioned matters will be in favour of the Bank. Accordingly, no provision has been made in these financial statements in respect of the below mentioned demands aggregating Rs. 1,601,544 million (December 31, 2024: Rs. 1,601,544 million) raised by the tax authorities as the management in consultation with Bank's tax counsel believes that the matters will be decided in Bank's favor. The details of these demands are as follows:

The Federal Board of Revenue (FBR) has raised an arbitrary aggregate demand of Rs. 60,961 million (December 31, 2024: Rs. 60,961 million) for the assessment years 2001-02 and 2002-03 on account of non-deduction of tax on profit paid under portfolio management scheme. The FBR has also raised arbitrary aggregate demand of Rs. 525,554 million (December 31, 2024: Rs. 525,554 million) for assessment years 2001-02, 2002-03 and tax year 2008 on account of taxability of investment banks as banking companies and taxation of dividend income as normal banking income and certain other items. The aforementioned demand relates to pending assessments of the Bank and amalgamated entity namely Crescent Investment Bank Limited.

The FBR has also raised an arbitrary aggregate demand of Rs. 29,052 million (December 31, 2024: Rs. 29,052 million) for the assessment years 2009, 2010 & 2011 on account of Federal Excise Duty. Further, the FBR has raised arbitrary aggregate demand of Rs. 5,498 million (December 31, 2024: Rs. 5,498 million) on account of monitoring of withholding taxes for the tax year 2014. Provincial Tax authorities have issued orders under Sindh Sales Tax on Services Act, 2011 and Punjab Sales Tax on Services Act, 2012 thereby creating arbitrary aggregate demand amounting to Rs. 1.32 million (December 31, 2024: Rs. 1.32 million) for the years 2015, Rs. 15,380 million (December 31, 2024: Rs. 15,380 million) for the year 2016 and Rs. 8,505 million (December 31, 2024: 8,505) for the year 2016-2017 respectively. Federal Board of Revenue has issued orders to amend assessments for tax years 2015, 2017, 2018, 2019, 2020, 2022 and 2023 raising arbitrary aggregate demands of Rs. 64,945 million (December 31, 2024: Rs. 64,945 million), Rs. 527,054 million (December 31, 2024: Rs. 527,054), Rs. 133,374 million (December 31, 2024: Rs. 133,374 million), Rs. 177,117 million (December 31, 2024: Rs. 177,117 million), Rs. 4,794 million (December 31, 2024: Rs. 4,794 million), Rs. 41,01 million (December 31, 2024: Rs. 41,01 million) and Rs. 6,980 million (December 31, 2024: 6,980) respectively.

24.3.2 Claims against the Bank not acknowledged as debt

These represent various cases filed against the Bank for recovery of damages / settlement of deposit balances by various parties. Management believes that the possibility of any outcome against the Bank is remote and accordingly no provision has been made in these financial statements.

	Note	2025	2024
		----- Rupees in '000 -----	
25 MARK-UP / RETURN / INTEREST EARNED			
On:			
a) Loans and advances		6,854,164	11,671,609
b) Investments		14,869,387	16,194,210
c) Lendings to financial institutions		239,806	584,874
d) Balances with banks		60,515	65,888
e) On Islamic Naya Pakistan Certificate		87,824	224,105
		<u>22,111,696</u>	<u>28,720,686</u>
26 MARK-UP / RETURN / INTEREST EXPENSED			
On:			
a) Deposits		8,011,463	15,054,552
b) Borrowings		6,859,880	4,164,870
c) Finance cost on lease liability against right-of-use assets	19	323,150	203,010
d) Cost of foreign currency swaps against foreign currency deposits		831,344	871,615
e) Subordinated debt		692,518	1,100,875
		<u>16,518,355</u>	<u>21,394,922</u>
27 FEE AND COMMISSION INCOME			
Branch banking customer fees		55,446	50,742
Consumer finance related fees		44,958	31,627
Credit related fees		24,391	30,673
Debit card related fees		24,752	20,348
Commission on trade		69,388	56,472
Commission on guarantees		66,333	63,720
Commission on cash management		20,806	18,859
Commission on remittances including home remittances		78,682	66,664
Commission on bancassurance		4,220	5,175
Commission on Naya Pakistan Certificates		11,945	12,629
Others		9,159	8,174
		<u>412,080</u>	<u>365,083</u>
28 GAIN ON SECURITIES			
Realised gain	28.1	798,372	212,214
Unrealised gain - measured at FVPL		9,731	41
		<u>808,103</u>	<u>212,255</u>
28.1 Realised gain on:			
Federal Government Securities		454,296	158,591
Shares		344,076	53,623
		<u>798,372</u>	<u>212,214</u>
28.2 Net gain on financial assets / liabilities measured:			
At FVPL			
Designated upon initial recognition		351,559	113,070
Mandatorily measured at FVPL		9,731	41
		<u>361,290</u>	<u>113,111</u>
At FVOCI			
Net gain on financial assets measured at FVOCI - Debt		446,813	99,144
		<u>808,103</u>	<u>212,255</u>

30.1.1 This amount includes Employees Social Security & Relocation Cost.

30.1.2 Gender Pay Gap as on December 31, 2025

The mean and median pay for the women is around 72.03% and 84.78% lesser than that of men respectively.

30.2	Donations made during the year were as follows:	2025	2024
		----- Rupees in '000 -----	
	The Indus Hospital	2,100	2,000
	Shaukat Khanum Memorial Trust	2,000	2,500
	Akhwat	1,700	700
	The Kidney Center Post Graduate Training Institute	1,500	1,750
	The Citizens Foundation	1,120	2,180
	Patients Aid Foundation (JPMC)	1,000	2,670
	Kiran Foundation	1,000	1,500
	The Layton Rahmatulla Benevolent Trust	1,000	1,000
	Saleem Memorial Hospital	1,000	-
	Orange Tree Foundation	500	1,000
	S.O.S Children'S Villages Of Pakistan	500	500
	Aga Khan University	500	-
	Labard - Lahore Business Association for Rehabilitation of the Disabled	500	-
	Zindagi Trust	330	-
	Pink Ribbon Pakistan	300	300
	Karachi Down Sndrome Program (KDSP)	250	480
	World Wide Fund for Nature-Pakistan	200	1,100
	Sanjan Nagar Public Education Trust	-	1,000
	Deaf Welfare Awareness Foundation	-	600
	PEBS - Pakistan Eye Bank Society	-	600
	Roshni Trust	-	550
	Hunar Foundation	-	540
	The Red Crescent	-	500
	MALC - Marie Adelaide Leprosy Centre	-	480
		<u>15,560</u>	<u>21,930</u>

30.2.1 None of the directors, executives and their spouses had any interest in the donees.

30.3 Auditors' remuneration

Statutory audit fee	10,000	8,561
Fee for review of the half year financial statements	3,000	705
Special certifications and others	2,296	4,648
	<u>15,296</u>	<u>13,914</u>
Out-of-pocket expenses	1,400	1,255
Sindh sales tax on services	1,336	1,213
	<u>18,032</u>	<u>16,382</u>

31 WORKERS' WELFARE FUND

Under the Workers' Welfare Ordinance, 1971, the Bank has accrued Workers' Welfare Fund at 2% of profit before tax as per the financial statements or declared income as per the income tax return, whichever is higher.

The Bank has made full provision of Workers' Welfare Fund based on profit for the respective years.

The Supreme Court of Pakistan vide its order dated November 10, 2016 has held that the amendments made in the law introduced by the Federal Government for the levy of Workers' Welfare Fund were not lawful. The Federal Board of Revenue has filed review petitions against this order which are currently pending.

Legal advice obtained on the matter indicates that consequent to filing of these review petitions, the judgement may not currently be treated as conclusive. Accordingly, the Bank maintains its provision in respect of WWF.

32	OTHER CHARGES	2025	2024
		----- Rupees in '000 -----	
	Workers' Welfare Fund	<u>31,056</u>	<u>55,000</u>
	Penalties imposed by State Bank Of Pakistan	330	-
	Penalties imposed by Pakistan Stock Exchange	-	280
		<u>330</u>	<u>280</u>

	Note	2025	2024
		----- Rupees in '000 -----	
29 OTHER INCOME			
Gain on sale of property and equipment		16,998	1,788
Gain on re-measurement of lease liability		42,416	20,849
Rent on property		9,224	8,385
Others		186	5
		<u>68,824</u>	<u>31,027</u>
30 OPERATING EXPENSES			
Total compensation expense	30.1	2,509,215	2,683,043
Property expense			
Rent and taxes		41,436	48,355
Insurance		2,441	3,096
Utilities cost		172,184	192,865
Security (including guards)		162,931	123,049
Repair and maintenance (including janitorial charges)		109,723	103,370
Depreciation on owned fixed assets	11.2	15,982	15,830
Depreciation on right of use assets	12	396,759	310,664
		901,466	797,229
Information technology expenses			
Software maintenance		505,454	404,649
Hardware maintenance		90,519	65,534
Depreciation		128,518	93,432
Amortisation		141,151	113,782
Network charges		259,147	286,937
Insurance		855	985
		1,125,644	965,319
Other operating expenses			
Directors' fees and allowances		46,147	65,549
Legal and professional charges		72,574	96,344
Travelling, conveyance and official entertainment		132,196	118,176
Charges paid to Central Depository Company of Pakistan Limited and NIFT		27,699	21,206
Depreciation		176,549	112,531
Training and development		24,657	11,309
Postage and courier charges		9,518	9,133
Communication		25,862	27,732
Stationery and printing		74,617	53,984
Repair and maintenance		88,538	81,079
Insurance		66,015	65,381
Marketing, advertisement and publicity		34,268	67,161
Fee commission and brokerage paid		90,160	61,703
Donations	30.2	15,500	21,930
Auditors remuneration	30.3	18,032	16,382
Others		52,304	20,793
		954,636	850,393
		<u>5,490,951</u>	<u>5,295,984</u>
30.1 Total compensation expense			
Fees and allowances etc			
Managerial remuneration			
i) Fixed		973,854	934,225
ii) Variable			
of which:			
a) Cash bonus / awards etc.		150,000	350,000
b) Incentive payments		1,995	58,909
Contribution to defined contribution Plan		75,425	75,845
Rent & house maintenance		439,601	421,010
Utilities		97,689	93,557
Medical		97,689	93,558
Conveyance / fuel / allowance		355,561	353,786
Staff insurance		63,710	61,564
Club membership		6,749	7,178
Other support staff salaries		123,653	117,292
Leave fare assistance		-	-
Others	30.1.1	2,073	2,027
		2,387,999	2,568,951
Staff loans - notional cost		121,216	114,052
Grand Total		<u>2,509,215</u>	<u>2,683,043</u>

	Note	2025	2024
		----- Rupees in '000 -----	
33 CREDIT LOSS ALLOWANCE & WRITE OFFS - NET			
Credit loss allowance against cash and balance with treasury banks		2,968	-
Credit loss allowance against balance with other banks		(2,233)	(1,803)
Credit loss allowance against lendings to financial institutions		17	-
Credit loss allowance for diminution in the value of investments	9.3.2	(181)	(2,313)
Credit loss allowance against loans and advances	10.6	644,054	1,843,278
Fixed assets written-off		1,462	910
Recovery of written off / charged off bad debts		(3,513)	-
Credit loss allowance against off-balance sheet obligations	21.1	980	(82,125)
		<u>643,554</u>	<u>1,757,945</u>
34 TAXATION			
Current		797,843	1,467,870
Prior years		234,055	-
Deferred		(203,329)	(617,478)
		<u>828,569</u>	<u>850,392</u>
34.1 Relationship between tax expense and accounting profit			
Profit before taxation		1,555,817	1,549,724
Add: other expense - levy		-	354,000
		<u>1,555,817</u>	<u>1,903,724</u>
Effects of:			
- Tax calculated at the applicable rate of 43% (2024: 44%)		669,001	837,639
- Super tax at applicable rate of 10% (2024: 10%)		155,582	190,372
- Effect of rate change on deferred tax asset		-	(166,695)
- Permanent differences		9,628	151
- Prior years (net of related deferred tax)		4,334	-
- Others		(9,976)	(11,075)
Tax charge for the year		<u>828,569</u>	<u>850,392</u>
35 EARNINGS PER SHARE - BASIC & DILUTED			
Profit for the year		<u>727,248</u>	<u>699,332</u>
		Number of shares	
Weighted average number of ordinary shares		<u>1,008,238,648</u>	<u>1,008,238,648</u>
		Rupees	
Basic and diluted earnings per share		<u>0.72</u>	<u>0.69</u>
35.1 Diluted earnings per share has not been presented separately as the Bank does not have any convertible instruments in issue.			
36 CASH AND CASH EQUIVALENTS	Note	2025	2024
		----- Rupees in '000 -----	
Cash and balances with treasury banks	6	9,632,990	9,210,303
Balances with other banks	7	818,147	1,367,511
Lendings to financial institutions	8	1,499,983	-
		<u>11,951,120</u>	<u>10,577,814</u>

36.1 Reconciliation of movement of liabilities to cash flows arising from financing activities

	2025			Total
	Liabilities			
	Sub-ordinated loan	Lease liabilities	Other liabilities	
Balance as at January 01,	4,993,000	1,892,718	6,967,876	13,853,593
Changes from Financing cash flows				
Principal repayment of debt securities	(2,000)	-	-	(2,000)
Markup payment on debt securities	-	-	(807,421)	(807,421)
Payment of lease liability against right-of-use-assets	-	(618,079)	-	(618,079)
Dividend Paid	-	-	(83)	(83)
Total changes from financing cash flows	(2,000)	(618,079)	(807,504)	(1,427,583)
Liability related				
- Cash based	-	-	(1,249,341)	(1,249,341)
- Non cash based	-	1,932,222	987,544	2,919,766
Total liability related other changes	-	1,932,222	(261,797)	1,670,425
Total equity related other changes	-	-	-	-
Balance as at December 31	<u>4,991,000</u>	<u>3,206,861</u>	<u>5,898,574</u>	<u>14,096,435</u>
	2024			Total
	Liabilities			
	Sub-ordinated loan	Lease liabilities	Other liabilities	
Balance as at January 01,	4,995,000	1,475,627	9,173,430	15,644,057
Changes from Financing cash flows				
Principal repayment of debt securities	(2,000)	-	-	(2,000)
Markup payment on debt securities	-	-	(1,189,490)	(1,189,490)
Payment of lease liability against right-of-use-assets	-	(476,187)	-	(476,187)
Dividend Paid	-	-	(33)	(33)
Total changes from financing cash flows	(2,000)	(476,187)	(1,189,523)	(1,667,710)
Liability related				
Changes in Other liabilities				
- Cash based	-	-	(330,937)	(330,937)
- Non cash based	-	693,278	(685,095)	208,183
Total liability related other changes	-	693,278	(1,016,032)	(122,754)
Total equity related other changes	-	-	-	-
Balance as at December 31	<u>4,993,000</u>	<u>1,892,718</u>	<u>6,967,876</u>	<u>13,853,593</u>

37 STAFF STRENGTH	2025	2024
	----- (Number) -----	
Permanent	689	648
Contractual	273	144
Bank's own staff strength at the end of the year	<u>962</u>	<u>792</u>

37.1 In addition to the above, 148 (2024: 143) employees of outsourcing services companies were assigned to the Bank as at the end of the year to perform services other than guarding and janitorial services.

38 DEFINED CONTRIBUTION PLAN

The Bank operates a contributory provident fund plan for 784 employees (2024: 723 employees). Both employer and employees contribute 8.33% (2024: 8.33%) of the basic salaries to the fund every month. The expense charged in respect of this benefit is disclosed in note 30 to these financial statements.

39 COMPENSATION OF DIRECTORS AND KEY MANAGEMENT PERSONNEL

2025						
Chairman	Executive Directors (other than CEO)	Non Executive Directors**	President / CEO*	Key Management Personnel	Other Material Risk Takers/ Controller	
----- Rupees in '000 -----						
Fees and allowances etc.	3,840	-	41,760	-	-	-
Managerial remuneration:						
i) Fixed	-	-	-	32,124	85,993	224,102
ii) Cash Bonus / Awards	-	-	-	77,060	83,000	79,719
iii) Incentive Payment	-	-	-	-	-	4,265
Contribution to defined contribution plan	-	-	-	2,676	7,163	18,402
Rent and house maintenance	-	-	-	14,456	38,697	100,846
Utilities	-	-	-	3,212	8,599	22,410
Medical	-	-	-	3,212	8,599	22,410
Conveyance / Fuel	-	-	-	2,064	11,200	44,084
Leave fare assistance	-	-	-	-	-	-
Car allowance	-	-	-	11,907	34,691	69,402
One Time Payment (Inflation allowance)	-	-	-	-	-	-
Total	<u>3,840</u>	<u>-</u>	<u>41,760</u>	<u>146,701</u>	<u>277,942</u>	<u>585,640</u>
Number of Persons	<u>1</u>	<u>-</u>	<u>10</u>	<u>2</u>	<u>9</u>	<u>51</u>

2024						
Chairman	Executive Directors (other than CEO)	Non Executive Directors	President / CEO*	Key Management Personnel	Other Material Risk Takers/ Controller	
----- Rupees in '000 -----						
Fees and allowances etc.	6,240	-	52,320	-	-	-
Managerial remuneration:						
i) Fixed	-	-	-	24,545	100,709	211,320
ii) Cash Bonus / Awards	-	-	-	37,600	104,000	109,800
iii) Incentive Payment	-	-	-	-	-	9,913
Contribution to defined contribution plan	-	-	-	2,045	6,389	17,597
Rent and house maintenance	-	-	-	11,045	45,319	95,094
Utilities	-	-	-	2,455	10,071	21,132
Medical	-	-	-	2,455	10,071	21,132
Conveyance / Fuel	-	-	-	1,429	14,123	47,201
Leave fare assistance	-	-	-	-	-	-
Car allowance	-	-	-	9,758	40,885	65,019
One Time Payment (Inflation allowance)	-	-	-	-	-	-
Total	<u>6,240</u>	<u>-</u>	<u>52,320</u>	<u>91,332</u>	<u>335,567</u>	<u>596,208</u>
Number of Persons	<u>1</u>	<u>-</u>	<u>7</u>	<u>1</u>	<u>11</u>	<u>62</u>

* Mr. Ahmad Tariq Azam resigned as President & CEO of the Bank on May 21, 2025. Mr. Rashid Jahangir was appointed as Acting President & CEO of the Bank with effect from May 22, 2025.

**Details of non-executive directors who retired, resigned or were newly appointed have been mentioned in Note 39.2

The term "Key Management Personnel" means the following functional responsibilities:

- Any executive or key executive, acting as second to CEO, by whatever name called, and including the Chief Operating Officer (COO) and Deputy Managing Director.
- Any executive or key executive reporting directly to the CEO / President or the person mentioned in (a) above.

The terms Directors / Executive Directors / Non-Executive Directors, CEO and Key Executives have same meaning as defined in Prudential Regulations (PRs) for Corporate and Commercial Banking. For the purpose of these disclosures Key Management Personnel also include Executives who have direct reporting line to the President / CEO or BoD or its Committees.

The term 'Material Risk Taker' and 'Material Risk Controller' have the same meaning as defined in revised guidelines on remuneration practice issued by the State Bank of Pakistan vide SPRD circular No. 1 of 2017.

39.1 The Chief Executive Officer is provided with the use of Bank maintained car.

40 FAIR VALUE MEASUREMENTS

Fair value measurement defines fair value as the price that would be received from the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of quoted securities other than those classified as amortised cost, is based on quoted market price. Quoted debt securities classified as amortised cost are carried at cost. The fair value of unquoted equity securities, other than investments in associates and subsidiary, is determined on the basis of valuation methodologies. The fair value of unquoted debt securities, fixed term loans, other assets, other liabilities, fixed term deposits and borrowings cannot be calculated with sufficient reliability due to the absence of a current and active market for these assets and liabilities and reliable data regarding market rates for similar instruments.

In the opinion of the management, the fair value of the remaining financial assets and liabilities are not significantly different from their carrying values since these are either short-term in nature or, in the case of customer loans and deposits, are frequently repriced.

40.1 Fair value of financial assets

The Bank measures fair values using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements:

Level 1: Fair value measurements using quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Fair value measurements using inputs other than quoted prices included within Level 1 that are observable for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Fair value measurements using input for the asset or liability that are not based on observable market data (i.e. unobservable inputs).

The table below analyses financial instruments measured at the end of the reporting period by the level in the fair value hierarchy into which the fair value measurement is categorised:

	2025			
	Level 1	Level 2	Level 3	Total
	Rupees in '000			
On balance sheet financial instruments				
Financial assets - measured at fair value				
Investments:				
Federal Government Securities	-	110,490,787	-	110,490,787
Shares - listed	1,870,723	-	-	1,870,723
Non-Government Debt Securities	-	-	-	-
Financial assets - disclosed but not measured at fair value				
Investments - non-government debt securities	-	-	-	-
Off-balance sheet financial instruments - measured at fair value				
Forward purchase of foreign exchange	-	(1,219,344)	-	(1,219,344)
Forward sale of foreign exchange	-	934,486	-	934,486
2024				
	Level 1	Level 2	Level 3	Total
	Rupees in '000			
On balance sheet financial instruments				
Financial assets - measured at fair value				
Investments:				
Federal Government Securities	-	97,795,866	-	97,795,866
Shares - listed	1,930,995	-	-	1,930,995
Non-Government Debt Securities	-	248,750	-	248,750
Financial assets - disclosed but not measured at fair value				
Investments - non-government debt securities	-	299,819	-	299,819
Off-balance sheet financial instruments - measured at fair value				
Forward purchase of foreign exchange	-	(178,743)	-	(178,743)
Forward sale of foreign exchange	-	337,403	-	337,403

The Bank's policy is to recognise transfers into and out of the different fair value hierarchy levels at the date the event or change in circumstances that caused the transfer occurred. There were no transfers between levels 1 and 2 during the year.

(a) Financial instruments in level 1

Financial instruments included in level 1 comprise of investments in listed ordinary shares.

(b) Financial instruments in level 2

Financial instruments included in level 2 comprises of Market Treasury Bills and Pakistan Investment Bonds as at year end. Last year level 2 instruments also comprised of Term finance certificates and Sukuks.

Valuation techniques and inputs used in determination of fair values within level 1 and 2

Item	Valuation techniques and input used
Pakistan Investment Bonds / Market Treasury Bills	Fair values of Pakistan Investment Bonds and Market Treasury Bills are derived using the PKRV rates (Reuters page). Floating rate PIBs are revalued using PKFRV rates. These rates denote an average of quotes received from eight different pre-defined / approved dealers / brokers.
Fully Paid-up Listed ordinary shares, Term finance certificates and Sukuks	Fair value of investment in listed equity securities, term finance certificates and corporate sukuks are valued on the basis of available closing quoted market prices.
Forward foreign exchange contracts	The fair value has been determined by interpolating the mid rates announced by the State Bank of Pakistan.

41 SEGMENT INFORMATION

41.1 Segment Details with respect to Business Activities

	2025				
	Wholesale Banking	Retail banking	Global Markets	Inter Segment Allocation	Total
	Rupees in '000				
Statement of Profit and loss account					
Net mark-up / return / profit	2,490,794	(4,554,920)	7,857,467	-	5,593,341
Inter segment revenue - net	(833,528)	7,587,517	(5,753,690)	-	-
Non mark-up / return / interest income	340,351	416,555	1,371,461	-	2,128,367
Total income	1,997,317	3,449,152	2,275,239	-	7,721,708
Segment direct expenses	(388,083)	(2,316,864)	(197,646)	(2,619,743)	(5,522,337)
Inter segment expense allocation	(1,081,360)	(1,237,112)	(301,270)	2,619,743	-
Total expenses	(1,469,443)	(3,553,977)	(498,917)	-	(5,522,337)
Credit loss allowance	(517,068)	(53,350)	(73,136)	-	(643,554)
Profit before tax	10,806	(158,174)	1,703,186	-	1,555,817
Statement of Financial Position					
Cash and bank balances	-	1,853,268	8,597,869	-	10,451,137
Investments	-	-	117,361,510	-	117,361,510
Net inter segment lending	-	72,494,656	-	(72,494,656)	-
Lendings to financial institutions	-	-	1,499,903	-	1,499,903
Advances - performing	54,180,297	5,898,275	172,406	-	60,048,979
Advances - non-performing	452,431	188,993	-	-	641,424
Others	830,177	791,324	14,896,243	-	16,517,745
Total Assets	55,462,908	80,944,517	142,528,011	(72,494,656)	206,440,778
Borrowings	5,463,595	-	46,743,258	-	52,206,853
Deposits and other accounts	40,055,275	77,784,574	1,886,858	-	118,926,707
Subordinated debt	-	-	4,991,000	-	4,991,000
Net inter segment borrowing	9,495,249	-	62,999,407	(72,494,656)	-
Others	448,787	3,159,943	7,907,208	-	11,515,938
Total liabilities	55,462,908	80,944,517	123,727,729	(72,494,656)	187,640,499
Equity	-	-	18,800,282	-	18,800,282
Total equity and liabilities	55,462,908	80,944,517	142,528,011	(72,494,656)	206,440,778
Contingencies and commitments	23,984,167	-	241,799,042	-	265,783,209

2024				
Wholesale Banking	Retail banking	Global Markets	Inter Segment	Total

Rupees in '000

Statement of Profit and loss account

Net mark-up / return / profit	3,581,852	(7,954,214)	11,698,186	-	7,325,764
Inter segment revenue - net	(893,514)	11,596,253	(10,902,739)	-	-
Non mark-up / return / interest income	487,505	307,207	892,457	-	1,687,169
Total income	3,375,843	3,949,196	1,687,904	-	9,012,933
Segment direct expenses	(477,546)	(1,896,378)	(195,150)	(3,136,000)	(5,705,264)
Inter segment expense allocation	(1,288,723)	(1,538,890)	(318,679)	3,136,000	-
Total expenses	(1,766,369)	(3,425,096)	(513,829)	-	(5,705,264)
Credit loss allowance	(1,782,507)	(1,905)	26,897	-	(1,757,515)
Profit before tax	(173,463)	522,215	1,200,972	-	1,549,724

Statement of Financial Position

Cash and bank balances	-	1,385,950	9,191,854	-	10,577,814
Investments	-	-	100,275,430	-	100,275,430
Net inter segment lending	-	74,230,365	-	(74,230,365)	-
Lendings to financial institutions	-	-	-	-	-
Advances - performing	50,291,986	5,253,735	178,606	-	55,724,327
Advances - non-performing	252,177	93,363	-	-	345,540
Others	1,300,351	512,505	13,750,022	-	15,562,878
Total Assets	51,844,514	81,475,918	123,395,922	(74,230,365)	182,485,989
Borrowings	7,805,742	-	34,668,491	-	42,474,233
Deposits and other accounts	27,973,973	78,057,604	1,110,216	-	107,141,793
Subordinated debt	-	-	4,993,000	-	4,993,000
Net inter segment borrowing	15,854,821	-	58,575,544	(74,230,365)	-
Others	409,978	3,418,314	6,823,405	-	10,651,787
Total liabilities	51,844,514	81,475,918	106,170,736	(74,230,365)	165,260,803
Equity	-	-	17,225,186	-	17,225,186
Total equity and liabilities	51,844,514	81,475,918	123,395,922	(74,230,365)	182,485,989
Contingencies and commitments	13,540,714	-	148,921,899	-	162,462,613

41.2 Segment details with respect to geographical locations

The Bank does not have any overseas operations, therefore its entire geographical dispersion arises inside Pakistan.

42 TRUST ACTIVITIES

The Bank commonly acts as a trustee and in other fiduciary capacity that result in the holding or placing of assets on behalf of individuals, trust, retirement benefit plans and other institutions. These are not assets of the Bank and, therefore, are not included in the statement of financial position.

Category

Category	2025				2024		
	Securities Held (Face Value)						
	Market Treasury Bills	Pakistan Investment Bonds (Fixed & Floating)	Sukuka	Total	Market Treasury Bills	Pakistan Investment Bonds (Fixed)	Total
Corporate	6,686,540	-	-	6,686,540	-	-	-
Employee Funds	-	442,000	-	442,000	390,000	475,000	835,000
Individuals	1,437,436	326,708	48,260	1,812,404	190,380	420,756	631,136
	8,124,976	768,708	48,260	8,939,944	580,380	965,756	1,516,880

Rupees in '000

43 RELATED PARTY TRANSACTIONS

The Bank has related party relationships with its holding company, employee contribution plan, its directors and key management personnel.

The Bank enters into transactions with related parties in the ordinary course of business and on substantially the same terms as for comparable transactions with person of similar standing. Contributions to and accruals in respect of staff retirement benefits and other benefit plans are made in accordance with the terms of the contribution plan. Remuneration to the executives / officers is determined in accordance with the terms of their appointment.

Contributions to the contributory provident fund scheme are made in accordance with the terms of the contribution plan. Remuneration to the Chief Executive Officer, directors and key management personnel are disclosed in note 39 to these financial statements and are determined in accordance with the terms of their appointment.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Bank. The Bank considers all members of its executive team, including the Chief Executive Officer to be key management personnel.

43.1 Details of transactions with related parties are given below:

	2025				2024			
	Parent	Directors	Key management personnel	Other related parties	Parent	Directors	Key management personnel	Other related parties
Rupees in '000								
Balances with other banks								
In current accounts	78,011	-	-	-	113,130	-	-	-
	<u>78,011</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>113,130</u>	<u>-</u>	<u>-</u>	<u>-</u>
Advances								
Opening balance	-	-	246,098	-	-	-	231,811	-
Addition during the year	-	-	14,439	-	-	-	109,729	-
Repaid during the year	-	-	(134,831)	-	-	-	(98,441)	-
Closing balance	<u>-</u>	<u>-</u>	<u>125,706</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>243,099</u>	<u>-</u>
Credit loss allowance held against advances	-	-	(829)	-	-	-	(381)	-
Other Assets								
Other receivable	1,847	-	-	-	1,847	-	-	-
Mark to market gain on forward foreign exchange contracts	-	-	-	-	262	-	-	-
	<u>1,847</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>2,109</u>	<u>-</u>	<u>-</u>	<u>-</u>
Other Liabilities								
Mark-up payable	-	24	88	572	-	13	111	401
Mark to market loss on forward foreign exchange contracts	-	-	-	-	290	-	-	-
	<u>-</u>	<u>24</u>	<u>88</u>	<u>572</u>	<u>290</u>	<u>13</u>	<u>111</u>	<u>401</u>
Deposits and other accounts								
Opening balance	1,076,543	1,544	23,396	42,774	1,077,263	5,128	37,269	37,793
Received during the year	10,498	13,277	2,986,078	1,550,525	5,420	18,826	706,688	848,304
Withdrawn during the year	(10,908)	(11,206)	(2,986,647)	(1,423,896)	(6,140)	(22,410)	(719,533)	(843,223)
Closing balance	<u>1,076,535</u>	<u>1,621</u>	<u>22,827</u>	<u>178,403</u>	<u>1,076,543</u>	<u>1,544</u>	<u>23,396</u>	<u>42,774</u>
Contingencies and Commitments								
Forward foreign exchange contracts (Notional) - outstanding	-	-	-	-	812,404	-	-	-
Income								
Mark-up / return / interest earned	-	-	11,837	-	-	-	12,803	-
Expense								
Mark-up / return / interest paid	-	24	88	572	-	325	4,053	11,074
Remuneration and benefits	-	-	424,643	-	-	-	424,908	-
Directors fee	-	45,508	-	-	-	58,560	-	-
Insurance premium paid	-	-	2,889	-	-	-	3,007	-
Insurance claims settled	-	-	770	-	-	-	1,277	-
	<u>-</u>	<u>45,624</u>	<u>428,310</u>	<u>572</u>	<u>-</u>	<u>58,885</u>	<u>433,234</u>	<u>11,074</u>

43.2 Forex transactions during the year - Saudi National Bank

CURRENCY	2025			
	READY / SPOT / TOM		FORWARD	
	BUY	SELL	BUY	SELL
	----- Currency in '000 -----			
AED	3,538	-	-	-
EUR	32,000	31,750	-	350
GBP	24,900	11,334	150	-
SAR	441,593	76,013	-	17,255
USD	70,816	186,789	4,978	194
PKR	-	9,810	-	-

Forex deals outstanding as at the year - Saudi National Bank

CURRENCY	2025			
	READY / SPOT / TOM		FORWARD	
	BUY	SELL	BUY	SELL
	----- Currency in '000 -----			
EUR	-	-	-	-
USD	-	-	-	-

Forex transactions during the year - Saudi National Bank

CURRENCY	2024			
	READY / SPOT / TOM		FORWARD	
	BUY	SELL	BUY	SELL
	----- Currency in '000 -----			
AED	4,407	4,040	-	-
EUR	26,400	40,700	1,400	-
GBP	12,834	15,424	-	-
SAR	361,800	12,944	-	1,875
USD	67,957	142,329	500	1,458
PKR	-	4,270	-	-

Forex deals outstanding as at the year - Saudi National Bank

CURRENCY	2024			
	READY / SPOT / TOM		FORWARD	
	BUY	SELL	BUY	SELL
	----- Currency in '000 -----			
EUR	-	-	1,400	-
USD	-	-	-	1,458

44 CAPITAL ADEQUACY, LEVERAGE RATIO & LIQUIDITY REQUIREMENTS	2025	2024
	----- Rupees in '000 -----	
Minimum Capital Requirement (MCR):		
Paid-up capital (net of losses)	10,082,387	10,082,387
Capital Adequacy Ratio (CAR):		
Eligible Common Equity Tier 1 (CET 1) Capital	16,317,032	14,742,097
Eligible Additional Tier 1 (ADT 1) Capital	-	-
Total Eligible Tier 1 Capital	16,317,032	14,742,097
Eligible Tier 2 Capital	5,870,972	5,483,912
Total Eligible Capital (Tier 1 + Tier 2)	22,188,004	20,226,009
Risk Weighted Assets (RWAs):		
Credit Risk	65,253,504	59,748,229
Market Risk	9,575,666	9,562,206
Operational Risk	16,207,859	15,579,122
Total	91,137,028	84,889,557
Common Equity Tier 1 Capital Adequacy ratio	17.90%	17.37%
Tier 1 Capital Adequacy Ratio	17.90%	17.37%
Total Capital Adequacy Ratio	24.35%	23.83%

The objective of managing capital is to safeguard the Bank's ability to continue as a going concern, so that it could continue to provide adequate returns to shareholders by pricing products and services commensurately with the level of risk. It is the policy of the Bank to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The impact of the level of capital on shareholders' return is also recognised and the Bank recognises the need to maintain a balance between the higher returns that might be possible with greater gearing and the advantages and security afforded by a sound capital position.

The Bank's Board of Directors and the management is committed to maintaining a sound balance between depositors' liability and shareholders' funds so that optimal capital / debt ratio is maintained. The optimal capital / debt ratio will provide reasonable assurance to depositor's about safety and security of their funds and at the same time provide impetus to the management to invest their depositors' funds into profitable ventures without compromising the risk profile of the Bank. The capital requirement of the Bank has been determined based on the projected growth plan to be achieved in the next three to five years in all areas of business operations. Further, it also takes into account a road map for capital enhancement as directed by the SBP vide its various circulars issued from time to time.

The Bank prepares an annual budget and five year plan for purpose of the growth map and future direction. Bottom up approach is used to prepare annual budget and detailed deliberations are held while preparing the five year plan. The growth prospects takes into consideration prevailing economic and political factors in Pakistan and abroad.

The Banks are required to maintain Minimum Capital Requirement (MCR) as prescribed by the State Bank of Pakistan through its BSD Circular No. 7 dated April 15, 2009 which required the minimum paid up capital (net of accumulated losses) to be raised to Rs 10 billion by the year ended December 31, 2013. As at December 31, 2025 the Bank's Paid up Capital is Rs 10.082 billion. In addition, the Banks are also required to maintain a minimum Capital Adequacy Ratio (CAR) of 11.5 percent of their risk weighted exposure. The Bank's CAR as at December 31, 2025 is 24.35 percent (2024: 23.83 percent) of its risk weighted exposure.

The Bank calculates capital adequacy ratio for credit risk, market risk and operational risk based upon the requirements under the Basel Accord as per the guidelines issued by the State Bank of Pakistan from time to time in this regard.

Major credit risk in respect of on and off-balance sheet exposures are mainly claims on banks, corporates, retail customers, residential mortgages. Market risk exposures are mainly in fixed income securities and foreign exchange. The Bank's potential risk exposures shall remain in these exposure types.

The Bank has taken into account credit risk, market risk, liquidity risk and operational risk when planning its assets.

The capital to risk weighted asset ratio, calculated in accordance with SBP guidelines on capital adequacy, under Basel III treatment using Standardized Approach of Credit and Market Risk and Basic Indicator Approach for Operational Risk is presented above:

	2025	2024
	----- Rupees in '000 -----	
Leverage Ratio (LR):		
Eligible Tier-1 Capital	16,317,032	14,742,097
Total Exposures	<u>230,218,611</u>	<u>193,132,904</u>
Leverage Ratio	<u>7.09%</u>	<u>7.63%</u>
Liquidity Coverage Ratio (LCR):		
Total High Quality Liquid Assets	80,082,214	77,503,805
Total Net Cash Outflow	<u>22,700,910</u>	<u>23,211,260</u>
Liquidity Coverage Ratio	<u>352.77%</u>	<u>333.91%</u>
Net Stable Funding Ratio (NSFR):		
Total Available Stable Funding	124,592,327	124,645,264
Total Required Stable Funding	<u>50,838,140</u>	<u>47,171,159</u>
Net Stable Funding Ratio	<u>245.08%</u>	<u>264.24%</u>

44.1 Full disclosure is available at <https://www.samba.com.pk/overviews/financial-reports>.

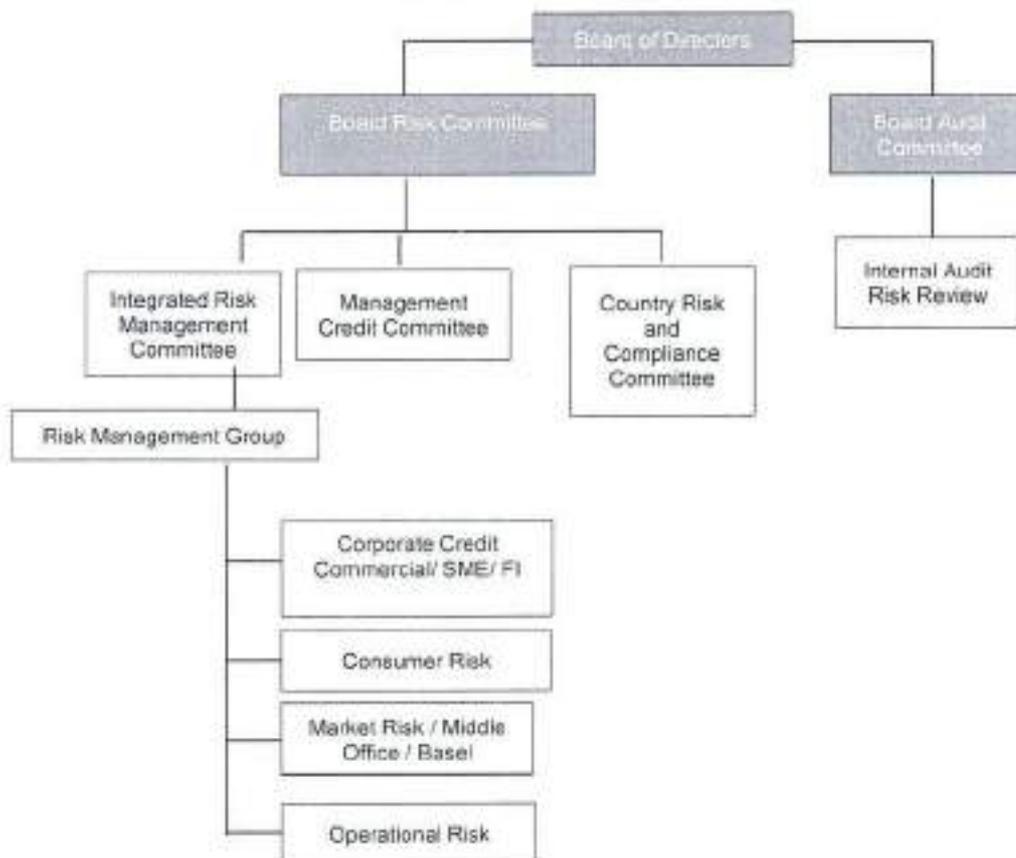
45 RISK MANAGEMENT

Risk can be defined as a combination of the probability of an event and its consequences. In all types of undertakings, there is a potential for events and consequences that constitute opportunities for benefit (upside) or threats to success (downside). Risk Management is increasingly recognised as being concerned with both positive and negative aspects of risk. However, as a matter of prudence it is generally recognised that consequences are only negative and therefore the management of risk is focused on prevention and mitigation of harm.

The types and degree of risk an organisation may be exposed to depends upon its size, complexity in business activities, volume etc. Unless risks are assessed and measured it will not be possible to control risks. Further, an accurate assessment of risk gives management a clear view of the Bank's standing and helps in deciding future action plans. Management of risk by banks in Pakistan is governed by rules and regulations set by the State Bank of Pakistan in its capacity as a Regulator of the banks.

The Bank maintains a dedicated Risk Management organisational unit, independent from any business and reporting directly to the President & CEO through the Chief Credit Officer.

The Bank is exposed to a number of risks, such as credit, market, operational, liquidity, etc. The Board of Directors is ultimately responsible for the risk management function. In order to find an appropriate balance between risk and the desired level of return, the Board has formed certain specialised committees such as Integrated Risk Management Committee (IRMC), Management Credit Committee (MCC), Asset and Liability Committee (ALCO) and Country Risk and Compliance Committee (CRCC) to manage these areas. These committees act within the Bank's overall policies and Board delegated authorities. Integrated Risk Management Committee is a management committee which reviews and monitors risks associated with activities of specific areas. Country Risk and Compliance Committee provides senior management oversight on all material issues pertaining to Operational Risk and Compliance. The Board Risk Committee oversees the risk management function, including credit risks, market risks, liquidity risks, and operational risks that can cause losses to the Bank, to ensure appropriate supervision and governance of the risk management function.



45.1 Credit Risk

Credit risk is the risk of loss as a result of failure by a client or counterparty to meet its contractual obligations. In the existing operations of the bank, this risk is inherent in loans, commitments to lend and contingent liabilities (such as letters of credit / guarantees), in certain traded products and lending transactions.

The bank seeks to manage its credit risk exposure by ensuring that its customers meet the minimum credit standards as per the approved Credit Policy and procedures and through diversification of lending activities ensuring that there is no undue concentration of risks with individuals, or within groups of customers in specific locations or businesses.

Taking credit risk is central to the business therefore the bank continually and constantly assesses and monitors these exposures. The CIBG group is monitored through the Management Credit Committee (MCC) which includes senior members including Group Head CIBG, Chief Credit Officer, and President & CEO. As far as Credit Risk Management is concerned, MCC's responsibilities include:

- Reviewing and approving individual credit decisions with credit exposures up to the limits delegated by the Board of Directors. The review process include the transaction risk structure, rating and classification level.

The inherent nature of the retail business warrants management of a large customer base with diversified product portfolio. Hence, a system driven environment supplemented by human decision making and judgment, especially in unstructured markets is regarded as the best tool to managing risk at large. Credit decisions are taken using a product program approach which includes local environment knowledge, market competition, and current best practices.

Loans and advances are classified as non-performing in accordance with the time based criteria specified in the Prudential Regulations alongwith subjective judgmental criteria also applicable for early classification if needed. Provision is made against loans and advances in accordance with the bank's policies and guidelines provided by the State Bank of Pakistan (SBP).

The Board Risk Committee (BRC) also regularly monitors the overall Risk Portfolio of the Bank including Credit, Market, Liquidity, Operational Risks and Compliance Risks.

The approved procedures define the Classified Credit process to be followed in order to establish a consistent approach to problem recognition, problem labeling, remedial action, loan loss provisioning and the initiation of credit write-offs. Clear responsibilities are defined pertaining to all processes that are required to be followed, in order to have an effective remedial management set-up in place.

A Remedial Asset Committee comprising Head of IRMD, Chief Credit Officer, and President & CEO, under the initiative of the Institutional Remedial Management Department, conducts regular reviews of the classified portfolio and also recommends recovery / work-out plans, waivers and write-offs.

The Bank follows a very stringent loan loss reserve policy and as a result the impaired portfolio of the Bank is almost fully provisioned.

Particulars of bank's significant on-balance sheet and off-balance sheet credit risk in various sectors are analysed as follows:

45.1.1 Lendings to financial institutions

Credit risk by public / private sector	Gross lendings		Non-performing lendings		Credit loss allowance held	
	2025	2024	2025	2024	2025	2024
	Rupees in '000					
Private sector	1,500,000	-	-	-	17	-

45.1.2 Investment in debt securities

Credit risk by industry sector	Gross investments		Non-performing investments		Credit loss allowance held	
	2025	2024	2025	2024	2025	2024
	Rupees in '000					
Textile	-	-	-	-	-	-
Construction	-	300,000	-	-	-	181
Financial	-	98,477,910	-	-	-	-
Federal Government Securities	114,710,076	-	-	-	-	-
	114,710,076	98,777,910	-	-	-	-

Credit risk by public / private sector	Gross investments		Non-performing investments		Credit loss allowance held	
	2025	2024	2025	2024	2025	2024
	Rupees in '000					
Public / Government	114,710,076	98,227,910	-	-	-	-
Private	-	550,000	-	-	-	-
	<u>114,710,076</u>	<u>98,777,910</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

45.1.3 Advances

Credit risk by industry sector	Gross advances		Non-performing advances		Credit loss allowance held	
	2025	2024	2025	2024	2025	2024
	Rupees in '000					
Textile	20,177,767	18,016,655	1,415,143	1,333,557	1,558,047	1,442,558
Manufacturing	15,558,573	16,992,115	5,662,350	4,167,518	5,320,257	4,307,924
Chemical and pharmaceuticals	5,466,556	5,930,464	128,983	143,967	153,510	167,433
Individuals	6,192,042	4,795,074	384,121	352,870	377,506	283,242
Sugar	2,938,729	3,631,361	18,590	18,590	35,815	34,654
Electronics and electrical appliances	3,250,068	1,711,950	-	-	23,484	30,392
Power (electricity), gas, water, sanitary	1,103,414	1,885,032	159,948	159,948	162,198	162,678
Construction	1,297,813	1,491,125	924,758	908,349	904,746	831,356
Cement	948,402	733,699	-	-	7,134	-
Services	3,330,145	1,850,309	331,906	378,694	346,489	384,491
Footwear and leather garments	716,586	810,206	-	-	3,178	2,047
Transport, storage and communication	2,638,391	1,013,717	475,662	475,662	481,697	480,298
Wholesale and retail trade	875,926	624,670	139,950	184,942	149,344	194,196
Oil marketing and refinery	-	-	-	-	-	-
Financial	172,406	178,606	-	-	-	-
Paper and allied	517,080	46,901	73,901	46,901	75,925	48,086
Others	6,719,776	6,408,715	1,062,762	1,754,237	1,093,941	1,681,919
	<u>71,303,674</u>	<u>66,121,139</u>	<u>10,778,074</u>	<u>9,921,045</u>	<u>10,693,271</u>	<u>10,051,272</u>

Credit risk by public / private sector	Gross advances		Non-performing advances		Credit loss allowance held	
	2025	2024	2025	2024	2025	2024
	Rupees in '000					
Public / Government	-	-	-	-	-	-
Private	71,303,674	66,121,139	10,778,074	9,921,045	10,693,271	10,051,272
	<u>71,303,674</u>	<u>66,121,139</u>	<u>10,778,074</u>	<u>9,921,045</u>	<u>10,693,271</u>	<u>10,051,272</u>

45.1.4 Contingencies and Commitments

Credit risk by industry sector	2025	2024
	Rupees in '000	
Financial	242,011,514	148,229,976
Manufacturing	2,399,835	1,331,631
Textile	2,262,952	1,553,188
Insurance	1,733,243	963,195
Oil Marketing and Refinery	1,000,720	458
Services	681,664	629,679
Chemical, lubricants and pharmaceuticals	601,667	458,176
Construction	498,578	274,309
Electronics and electrical appliances	447,194	454,676
Cement	368,531	346,021
Power (electricity), gas, water and sanitary	300,000	-
Agriculture, forestry, hunting and fishing	234,670	13,370
Transport, storage and communication	148,232	2,249
Automobile and transportation equipment	13,741	96,237
Sugar	10,000	10,000
Wholesale and retail trade	1,098	29,582
Paper and allied	-	69,717
Others	13,071,530	7,799,537
	<u>265,783,209</u>	<u>162,462,603</u>

Credit risk by public / private sector	2025	2024
	Rupees in '000	
Public / Government	-	-
Private	265,783,209	162,462,603

45.1.5 Concentration of Advances

45.1.5.1 The Bank's top 10 exposures on the basis of total (funded and non-funded exposures), aggregated to Rs. 11,054.001 million (2024: Rs. 10,105.972 million) and are as following:

	2025	2024
	----- Rupees in '000 -----	
Funded	7,254,386	8,666,223
Non-Funded	3,799,615	1,219,749
Total Exposure	<u>11,054,001</u>	<u>10,105,972</u>

45.1.5.2 The sanctioned limits against these top 10 exposures aggregated to Rs. 20,322.365 million (2024: Rs. 11,977.064 million).

45.1.5.3 This includes non-performing loans of Rs. 1.136 million (2024:Rs.1.973). Credit loss allowance maintained against these loans is Rs. 1.136 million (2024: Rs.1.973)

45.1.5.4 For the purpose of this note, exposure means outstanding funded facilities and utilised non-funded facilities and trade acceptances as at the reporting date

45.1.6 Advances - Province / Region-wise Disbursement & Utilization

Province / region	Disbursements	2025					
		Utilization					
		Punjab	Sindh	KPK including FATA	Balochistan	Islamabad	AJK including Gilg-Baltistan
----- Rupees in '000 -----							
Punjab	88,235,254	88,230,746	-	-	-	4,505	-
Sindh	44,752,898	180,899	44,493,815	188	-	64,621	365
KPK including FATA	20,085	-	-	20,085	-	-	-
Islamabad	5,306,812	5,306,812	-	-	-	-	-
Total	<u>138,315,049</u>	<u>93,731,457</u>	<u>44,493,815</u>	<u>20,283</u>	<u>-</u>	<u>69,125</u>	<u>365</u>

Province / region	Disbursements	2024					
		Utilization					
		Punjab	Sindh	KPK including FATA	Balochistan	Islamabad	AJK including Gilg-Baltistan
----- Rupees in '000 -----							
Punjab	36,206,657	36,203,577	-	-	-	3,090	-
Sindh	24,992,757	187,388	24,794,348	152	418	10,171	282
KPK including FATA	1,753	-	-	1,753	-	-	-
Islamabad	2,514,784	-	-	-	-	2,514,784	-
Total	<u>63,715,961</u>	<u>36,390,963</u>	<u>24,794,348</u>	<u>1,905</u>	<u>418</u>	<u>2,528,045</u>	<u>282</u>

Disbursements mean the amounts disbursed by banks either in Pak Rupee or in foreign currency against loans.

"Disbursements of province / region wise" refers to the place from where the funds are being issued by scheduled banks to the borrowers.

"Utilization of province / region wise" refers to the place where the funds are being utilized by borrower.

45.1.7 Forward-looking information contained in ECL

The assessment of Expected Credit Loss (ECL) calculation incorporates forward looking information. Forward-looking aspect introduces an extra dimension, which is often captured by relating expected losses to the macro-economic variables. The incorporation of macroeconomic factors increases the accuracy of the results produced and makes it more reliable to predict estimated future results more accurately.

The Bank uses historic and forecasted data to determine the impact of macroeconomic factors to estimate Probability of Default (PD) and Loss Given Default (LGD) etc. Further, statistical models based on historical correlation is performed to identify most significant macro-economic variable(s) that have been recognized as contributors to the default performance of any portfolio. The macro-economic variables (including Inflation, GDP) used in the ECL calculation are fetched from the International Monetary Fund (IMF) database and the relevant macro-economic variables are selected based on sensitivity of each of the portfolios to specific macro-economic variables. Three macroeconomic scenarios have been developed base, improved, and worst with assigned scenario probability weightings of 59.7%, 17.9%, and 22.4% respectively.

The Bank conducted a sensitivity analysis on macro-economic indicators which are utilized for forward-looking calculations. As of December 31, 2025, when the macro-economic indicators in the neutral scenario was adjusted upwards or downwards by their respective standard deviation rates, the ECL showed the following variation:

Segment	Upwards	Downwards
Wholesale	-1.64%	1.68%
Consumer Auto	-3.97%	3.10%
Consumer House	-1.16%	1.17%
Consumer Personal	-2.72%	2.79%

45.1.8 Sensitivity of ECL to Future Economic Conditions

The ECL are sensitive to judgements and assumption made regarding formulation of forward-looking scenarios and how much such scenarios are incorporated into calculations. The Bank performs sensitivity analysis on the ECL recognized on each of its segments.

The table below shows the loss allowance on each segment assuming each forward-looking scenario (e.g. Central, upside and downside) were weighted 100 percent instead of applying scenario probability across the three scenarios.

Total ECL as per FS	Upside		Central		Downside	
	Total ECL after sensitivity analysis	Increase / decrease in %	Total ECL after sensitivity analysis	Increase / decrease in %	Total ECL after sensitivity analysis	Increase / decrease in %
Wholesale	10,400,719	-3.6%	10,351,934	-0.5%	10,991,554	5.7%
Consumer Auto	42,180	-11.2%	41,487	-1.6%	49,872	18.2%
Consumer House	34,837	-7.4%	33,934	-1.7%	39,703	15.0%
Consumer Personal	215,434	-15.8%	212,638	-1.5%	283,714	22.2%
	10,693,271	-4.1%	10,639,993	-0.5%	11,344,843	6.4%

45.2 Market Risk

The Bank is exposed to market risk which is the risk that the value of on and off-balance sheet exposures of the Bank will be adversely affected by movements in market rates or prices such as interest rates, foreign exchange rates, equity prices, credit spreads and commodity prices resulting in a loss to earnings and capital.

45.2.1 Principal sources of Market Risks in both Trading Book and Banking Book

Price Risk

Price risk is the risk that there may be a financial loss as a result of change in the level or volatility of interest rates, foreign exchange rates, and commodity or equity prices.

Liquidity Risk

Liquidity risk is the risk that any bank, business and its entities, will be unable to meet a financial commitment when due.

Differentiation between Trading and Banking Book

Trading Book

- Positions that are assumed to be held for short term.
- Securities are to be sold within 90 days from the date of their classification as held for trading under normal circumstances.
- They are marked-to-market (MTM) daily.

Banking Book

- Securities holding intention is for long term.
- Sale before maturity is permitted.
- Positions are Marked-to-market (MTM) periodically.

45.2.2 Market Risk Management

45.2.3 Objectives

Market risk is the risk to a bank's financial condition resulting from adverse movements in market prices. Accurately measuring a bank's market risk requires timely information about the current market values of its assets, liabilities, and off-balance sheet positions. Market risk arises from factors such as changing interest rates and currency exchange rates, the liquidity of markets for specific commodities or financial instruments, and local or world political and economic events. All of these sources of potential market risk can affect the value of the institution and should be considered in the market risk measurement process.

Management of market risk aims to control related risk exposure while ensuring that earnings commensurate with levels of risk.

The Bank has approved market risk policy encompassing market risk limit framework where all relevant market factors have been identified and taken into consideration in the establishment of the independent market risk limit frameworks. The policy also articulates standards for defining, measuring and communicating market risk.

The Bank has established quantitative limits related to market risk and has also set limits for the maximum amount of losses arising from market activities as under:

45.2.4 Price Risk Management

Trading Book is controlled through:

- Factor Sensitivity and associated limits
- Value at Risk (VaR) limits
- Trading – Action triggers

Banking Book is controlled through:

- Factor Sensitivity and associated limits
- Sensitivity of bonds using DV01 limits
- Triggers – Simplified action triggers

45.2.5 Structure and Organisation of the market risk management



45.2.6 Market Risk Management Function

- Monitoring compliance with all the market risk management policies and procedures of the treasury function as approved by the Board of Directors.
- Identifying and specifying all relevant market factors for each risk-taking unit.
- Monitoring the day-to-day dealings of the front office against the pre-determined tolerable limits.
- Ensuring that the following are reflected in the periodic (at least quarterly) profit and loss account:
 - All transactions executed; and
 - Current independent market data used with respect to revaluation.

- Dealer limits monitoring and excess reporting.
- Random review of recorded telephone conversations for Global Market (GM) activities and related telephone recordings through Telecard voice recording system.
- As per new Rate Reasonability Review Process document, any transaction outside the agreed tolerance band will be reviewed and highlighted by Market Risk.
- Review the factor sensitivity, VaR and stress testing methodologies and results for reasonableness, consistency and completeness.
- Preparing forecasts (simulations) showing the effect of various possible changes in market conditions relating to risk exposures and ensure their integrity.
- Preparing Market Access Reports (MAR), maturity and interest rate risk GAP reports.
- Preparing market risk dashboard for Asset Liability Committee (ALCO), Integrated Risk Management Committee (IRMC), Board Risk Committee (BRC) and senior management.
- Preparing GAP analysis report and reviewing methodologies to calculate risk under Pillar I and II of ICAAP Framework.
- Preparing Business Continuity Program (BCP) for market risk.
- Finalising methodologies to calculate risks under Pillar I & II for ICAAP Framework.
- Jointly developing, with business, standard stress test scenarios and reviewing the standard stress test library at least annually.
- Reviewing the Bank's capital adequacy.

45.2.7 Scope and nature of Risk Reporting

- It is the policy of the Bank that a comprehensive set of market risk data, generated through the businesses' risk-taking activities, is identified and communicated throughout the applicable business, IRMC and Senior Management.
- It is the responsibility of Market Risk Management to define, construct and maintain an independent market risk reporting framework that effectively, consistently and meaningfully communicates risks, risk appetite and the quality of earnings.
- At a minimum, market risk reports are produced for each risk-taking unit, consistent with the level at which the independent market risk limit frameworks are established. However, additional market risk reports may be produced if Market Risk Management determines that the level and/or nature of the risk within a business, warrant inclusion in the market risk reporting packages.
- The market risk data and other data used to populate the independent market risk reports should be from independent risk systems or other independent support systems (e.g., general ledger). If the information available in the independent systems is not sufficiently comprehensive, any other data used to populate the reports must be subject to a reconciliation process to ensure its integrity.
- It is the responsibility of Market Risk Management and the business to assist in the quality control process by reviewing the reports for reasonableness, consistency and completeness.

45.2.8 Market Risk Management System

The Bank has market risk software to manage the market risks from its trading and non-trading activities.

At each level, checks and balances are maintained through a system in which back and middle offices operate independently from front offices. In addition, ALCO, IRMC and BRC meetings are held respectively every month / quarter to deliberate important matters related to market risk and control.



45.2.9 Market Risk Measurement Model

Since daily variation in market risk is significantly greater than other types of risk, the Bank measures and manages market risk using VaR on a daily basis.

Market risk for trading and non-trading activities is measured using a uniformed market risk measurement model. The principal model used for these activities is Variance-Covariance matrix model (holding period, 10 days; confidence interval, 99%; and observation period 365 business days). The model calculates VaR amount by applying actual fluctuations in the market rates and prices over a fixed period in the past. However, the Bank is not using this model to calculate Basel III regulatory capital adequacy ratios which are being computed using the standardised approach which is in accordance with the regulatory requirement.

The Bank is using the following components for measuring market risk factors:

- Factor Sensitivities
- Volatility and Correlation Calculations
- Value-at-Risk (VaR)
- Stress Testing

45.2.10 Balance sheet split by trading and banking books

	2025			2024		
	Banking book	Trading book	Total	Banking book	Trading book	Total
	Rupees in '000					
Cash and balances with treasury banks	9,032,990	-	9,032,990	8,210,300	-	8,210,300
Balances with other banks	818,147	-	818,147	1,367,511	-	1,367,511
Lendings to financial institutions	1,499,983	-	1,499,983	-	-	-
Investments	-	117,361,510	117,361,510	300,000	99,975,430	100,275,430
Advances	69,610,403	-	69,610,403	56,069,867	-	56,069,867
Property and equipment	2,229,667	-	2,229,667	1,845,461	-	1,845,461
Right-of-use assets	2,927,444	-	2,927,444	1,655,791	-	1,655,791
Intangible assets	740,038	-	740,038	762,623	-	762,623
Deferred tax assets	3,129,793	-	3,129,793	3,366,502	-	3,366,502
Other assets	7,490,803	-	7,490,803	7,932,301	-	7,932,301
	<u>89,079,268</u>	<u>117,361,510</u>	<u>206,440,778</u>	<u>82,610,559</u>	<u>99,975,430</u>	<u>182,485,989</u>

45.2.11 Foreign Exchange Risk

The Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The risk is managed through State Bank of Pakistan's forward covers and other hedging instruments. Overall foreign exchange risk is managed by dealing in authorised currencies, devising separate authority matrices for different types of foreign currency transactions and assigning the ceilings of exposures to parties. Foreign exchange open and mismatch positions are controlled through internal limits and are marked to market on a daily basis to contain forward exposures.

	2025			
	Assets	Liabilities	Off-balance sheet items	exposure
	Rupees in '000			
Pakistan Rupee	155,945,834	(170,115,604)	(10,128,833)	18,705,397
United States Dollar	6,646,694	(16,099,899)	9,817,431	264,126
Great Britain Pound Sterling	540,238	(931,542)	377,172	(14,132)
Euro	225,351	(114,490)	(65,770)	49,091
Japanese Yen	24,367	-	-	24,367
Other currencies	150,394	(378,951)	-	(228,667)
	<u>206,440,778</u>	<u>(187,640,496)</u>	<u>-</u>	<u>18,600,282</u>
	2024			
	Assets	Liabilities	Off-balance sheet items	exposure
	Rupees in '000			
Pakistan Rupee	172,757,371	(148,749,055)	(5,191,036)	17,827,287
United States Dollar	8,386,917	(15,129,296)	6,423,102	(319,277)
Great Britain Pound Sterling	767,858	(826,212)	-	(67,354)
Euro	277,685	(55,010)	(232,056)	(9,391)
Japanese Yen	24,876	-	-	24,876
Other currencies	271,282	(592,217)	-	(230,935)
	<u>162,485,989</u>	<u>(169,290,803)</u>	<u>-</u>	<u>17,225,186</u>
	2025		2024	
	Banking book	Trading book	Banking book	Trading book
	Rupees in '000			
Impact of 1% change in foreign exchange rates on				
- Profit and loss account	2,642	-	6,021	-
- Other comprehensive income	-	-	-	-

45.2.12 Equity position Risk

Equity position risk in Trading Book arises due to changes in prices of individual stocks or levels of equity indices. Currently, the Bank's equity investments comprises of securities classified at Fair value through other comprehensive income (FVOCI). The FVOCI portfolio is maintained with a medium-term view of capital gains and dividend income.

	2025		2024	
	Banking book	Trading book	Banking book	Trading book
	Rupees in '000			
Impact of 5% change in equity prices on				
- Profit and loss account	-	11,025	-	10,841
- Other comprehensive income	-	47,752	-	85,709

45.2.13 Yield / Interest Rate Risk in the Banking Book (IRRBB)-Basel II Specific

Yield risk is the risk of decline in earnings due to adverse movement of the yield curve. Interest rate risk is the risk that the value of a financial instrument will fluctuate due to changes in market interest rates. The Bank is exposed to interest rate risk as a result of mismatches or gaps in the amounts of assets and liabilities and off-balance sheet instruments that mature or re-price in a given period. The Bank monitors this risk and manages it by repricing of assets and liabilities with the objective of limiting the potential adverse effects on the profitability of the Bank.

	2025		2024	
	Banking book	Trading book	Banking book	Trading book
	Rupees in '000			
Impact of 1% change in interest rates on				
- Profit and loss account	546,902	-	545,612	-
- Other comprehensive income	-	(3,325,324)	-	2,146,152

2024

	Effective Yield/ Interest rate	Total	Exposed to Yield/ Interest risk							Non-interest bearing financial instruments		
			Up to 1 Month	Over 1 to 3 Months	Over 3 to 6 Months	Over 6 Months to 1 Year	Over 1 to 2 Years	Over 2 to 3 Years	Over 3 to 5 Years		Over 5 to 10 Years	Above 10 Years
On-balance sheet financial instruments:												
BS&GS												
Cash and balances with treasury banks		9,210,303	-	-	-	-	-	-	-	-	-	9,210,303
Balances with other banks	13.75%	1,367,511	-	-	-	-	-	-	-	-	-	1,367,511
Lending to financial institutions	12.82%											
Investments	20.25%	100,275,430	9,701,508	31,253,178	42,978,837	14,407,523	-	-	-	-	-	1,024,394
Advances	18.20%	54,666,867	8,535,557	26,910,344	12,185,059	152,610	1,580,172	1,103,577	2,387,001	2,630,917	477,621	6,889,295
Other assets		6,809,295	-	-	-	-	-	-	-	-	-	-
		173,732,316	16,237,065	60,181,522	55,163,895	14,560,142	1,580,172	1,103,577	2,387,001	2,630,917	477,621	19,311,403
LA&SL&S												
Bills payable		1,791,194	-	-	-	-	-	-	-	-	-	1,791,194
Borrowings	18.14%	42,474,223	34,257,422	21,774,266	1,628,977	90,826	1,153,026	700,006	2,537,980	323,216	-	-
Deposits and other accounts	13.20%	107,141,793	31,376,704	5,304,936	30,321,280	17,205,712	1,903	2,700	521	-	-	22,827,937
Lease liabilities		1,892,718	-	-	-	-	-	-	-	4,993,000	-	1,892,718
Subordinated debt		4,693,000	-	-	-	-	-	-	-	-	-	4,693,000
Other liabilities		5,932,000	-	-	-	-	-	-	-	-	-	-
		164,224,928	45,634,126	27,079,902	31,950,257	17,296,540	1,155,829	709,618	2,538,601	5,316,216	-	32,543,849
		9,507,388	(29,397,061)	33,191,620	23,233,639	(2,736,398)	424,343	483,949	(151,600)	(2,676,299)	477,621	(13,222,449)
On-balance sheet gap												
Off-balance sheet financial instruments												
Documentary credits and short-term trade-related transactions		9,177,694	-	-	-	-	-	-	-	-	-	9,177,694
Commitments in respect of												
- forward foreign exchange contracts - forward purchases		70,783,276	33,167,378	26,559,471	11,036,429	-	-	-	-	-	-	-
- forward foreign exchange contracts - forward sale		(84,524,819)	(35,074,819)	(22,394,315)	(8,455,494)	-	-	-	-	-	-	-
- forward government securities transactions - purchases		12,710,486	12,710,486	-	-	-	-	-	-	-	-	-
- forward equity transactions - sales		(218,090)	(218,090)	-	-	-	-	-	-	-	-	-
Off-balance sheet gap		28,146,629	12,262,056	2,080,034	2,080,034	-	-	-	-	-	-	9,177,694
Total Yield/Interest Risk Sensitivity Gap			(17,154,005)	37,266,376	25,814,572	(2,736,398)	424,343	483,949	(151,600)	(2,676,299)	477,621	(4,054,752)
Cumulative Yield/Interest Risk Sensitivity Gap			(17,154,005)	20,072,370	45,887,143	43,150,745	43,575,088	44,059,037	43,907,467	41,231,158	41,708,779	37,054,027

December 31, 2025

December 31, 2024

205,640,378

162,483,889

2,226,667

1,845,461

2,927,444

1,650,791

140,038

762,623

3,129,793

3,366,502

400,814

1,123,096

8,427,795

8,753,073

19,013,022

173,732,316

Reconciliation to total assets

Total assets as per balance sheet

Less: Non financial assets

Property and equipment

Right of use assets

Intangible assets

Deferred tax assets

Other assets

Total financial assets

45.3 Operational Risk

Operational risk is the risk of loss resulting from inadequate or failed internal processes, errors or mistakes or frauds committed by people, inadequate systems and from external events. The Bank has an Operational Risk Framework duly approved by the Board which is reviewed after every three years. The Bank has a well developed Operational Risk System as defined under the Operational Risk Framework, which is aligned to international best practices. The Bank is using Key Risk Indicators, Risk & Control Self - Assessment, capturing operational risk incidents and conducting Quality Assurance Reviews as tools for identification, monitoring, measuring and management of operational risk. Key Risk Indicators and operational loss incidents are captured in the Operational Risk System.

A sound internal governance structure enhances the effectiveness of the Bank's Operational Risk Management and is accomplished at the enterprise level through formal oversight by the Board, the Chief Risk Officer, the Operational Risk Head and Risk Management committees.

The Bank has set up an Operational Risk Management Department (ORMD), housed within the Risk Management Group which is entrusted with managing controls and processes in an efficient and effective manner. The Operational Risk Management Department (ORMD) oversees the processes for sound Operational Risk Management and also serves as an escalation point for critical Operational Risk matters within the Bank. The ORMD reports Operational Risk activities to the Board Risk Committee, Country Risk and Compliance Committee (CRCC) that reviews all risk areas of the Bank, on a holistic basis. The main activities of ORMD include:

- Operational Risk Management
- Fraud Risk Management
- Quality Assurance Reviews
- Whistle Blowing Unit
- Green Banking

With respect to Basel III for Operational Risk, the bank currently uses the Basic Indicator Approach (BIA) for determining the Operational charge for MCR calculation purposes.

45.3.1 Green Banking and Environmental, Social & Governance (ESG)

45.3.1.1 Samba Bank's Green Banking & Environmental, Social, and Governance (ESG) Commitment:

SBL recognizes that Environmental, Social, and Governance (ESG) principles are essential for creating long term stakeholder value and securing a sustainable future. Accordingly, the Bank has crafted an ESG Framework that embeds sustainability across all business activities to enhance risk management, capture opportunities, and generate positive societal impact. SBL treats sustainable banking as a core business imperative, not merely a compliance requirement. The Bank has therefore integrated Green Banking and ESG principles into its fundamental operations as part of a broader commitment to environmental stewardship, social responsibility, and robust governance.

SBL is dedicated to promoting sustainable development while minimizing the negative environmental and social effects of its financial activities. In alignment with the State Bank of Pakistan's Green Banking Guidelines and Environmental & Social Risk Management (ESRM) Manual, the Bank has established a Green Banking Office under Operational Risk Management. This office oversees the implementation of the Green Banking (GB) Policy, which was introduced in 2019 and updated in line with SBP's ESRM Manual. The policy encompasses Environmental & Social Risk Management, Green Business Facilitation, and Own Impact Reduction, ensuring compliance with national environmental and social legislation and advancing responsible corporate citizenship.

45.3.1.2 Environmental Stewardship: "Managing Climate Risk and Promoting Sustainability"

Sustainable Financing: The bank is committed to supporting the transition to a low-carbon economy and support national climate objectives by offering green financing options such as renewable energy projects and energy efficiency loans.

Climate Risk Management: Bank's Climate Risk Assessment is under development and will be implemented shortly, integrating climate related risks into lending decisions to make its portfolio resilient to environmental challenges and in line with global best practices.

Operational Sustainability: The bank is streamlining its operations to shrink environmental footprint, emphasizing energy efficiency, promoting digitalization, waste reduction, and sustainable procurement practices.

Awareness & Capacity Building: The bank runs regular workshops and training sessions on Green Banking and ESG for its employees, posts social media updates to raise environmental awareness and celebrate environmental days to generate a positive societal impact.

45.3.1.3 Social Responsibility: "Fostering Inclusive Growth and Empowerment"

Diversity, Equity & Inclusion and Socio-Economic Development

Samba Bank Limited (SBL) upholds its commitment to Diversity, Equity & Inclusion and Socio-Economic Development through a multifaceted program of partnerships, training, capacity building and outreach activities undertaken by the Bank's HR and Training Group.

Community Engagement

The bank invests in initiatives that support education, healthcare, and community development and welfare, contributing to the well-being of the communities it serves.

45.3.1.4 Governance Excellence: "Ensuring Accountability and Transparency"

Board Oversight: SBL Board of Directors provide strategic guidance and oversight on ESG matters, ensuring that its sustainability goals are aligned with the business strategy.

Policy Alignment: Full adherence to SBP Green Banking Guidelines, ESRM Manual, and emerging ESG regulations.

Risk Management: The bank has implemented robust risk management frameworks to identify, assess, and mitigate ESG-related risks, ensuring the resilience of its operations.

Transparency and Disclosure: The bank is committed to transparent ESG reporting, aligning with global standards such as GRI and IFRS S1/S2, and providing stakeholders with clear insights into its sustainability performance.

Ethics & Compliance: Zero tolerance for corruption.

45.3.1.5 2025 ESG Highlights

Our Bank remains committed to fostering positive social impact through contributions to organizations dedicated to creating sustainability. In line with our commitment to social consciousness, we have supported the following esteemed organizations:

Healthcare & Well-being: Indus Hospital, Pink Ribbon Pakistan, Kidney Centre, Saleem Memorial Hospital, Shaukat Khanum Memorial Cancer Hospital and Research Centre, Patient Aid Foundation (JPMC), Layton Rahmatullah Benevolent Trust (LRBT), Lahore Businessmen Association for Rehabilitation of the Disabled (Labard), Karachi Down Syndrome Program (KDSP) and Aga Khan University.

Education & Empowerment: Akhwat Foundation, The Citizens Foundation (TCF), Kiran Foundation, Orange Tree Foundation and Zindagi Trust.

Community Support: SOS Children's Villages and WWF.

Tree Plantation Activity: Plantation of 500 native sapling in Lahore was done in collaboration with WWF Pakistan.

ESG Risk Integration: All credit proposals undergo ESG risk screening using the SBP ESRM (Environmental & Social Risk Management) matrix.

Adoption of Climate Risk Stress Testing aligned with Task Force on Climate Related Financial Disclosures (TCFD).

Operational Eco Efficiency - Digital Transformation: Paperless onboarding and e-statements.

Energy Conservation: Conversion of 03 of SBL branches into Solar Power.

In 2025, we reiterated our commitment to economic empowerment for Women, Youth, and Persons with Disabilities through Financial Literacy and inclusion. Samba Bank launched its first internal "Women in Leadership" Awards in partnership with Aurat Foundation and conducted motivational sessions for women staff on the theme "Women's Empowerment through Self-Development" on International Women's Day. Samba Bank also participated actively in State Bank of Pakistan's 2nd National Financial Literacy Week by organizing field camps, campus visits and staff family engagement events in multiple cities. In a milestone, the Bank earned an award for Gender inclusivity through training and account opening for women under State Bank of Pakistan's National Financial Literacy Program. Through this campaign, the Bank partnered with ABSA School & College for the Deaf, JS Academy for the Deaf, LABARD and other institutes to disseminate awareness of Digital Banking, Women's Banking Solutions and Banking for Persons with Disabilities. Samba Bank also participated at various forums to promote financing solutions for women entrepreneurs and SMEs. The Bank in its on-going partnership with Lahore Businessmen Association for Rehabilitation of the Disabled (LABARD) completed its annual Internship program for differently-abled young men and women. These contributions reflect our dedication to driving sustainable development through financial literacy and inclusion.

In addition to the above, institution wide Operational Risk, Fraud Risk, Green Banking, DEI, Sensitization and Whistle Blow awareness trainings were undertaken regularly.

Governance: Refer to "Statement under Code of Corporate Governance/Corporate and Financial Reporting Framework" and "Independent Auditors' Review Report to the Members on the Statement of Compliance Contained in Listed Companies (Code of Corporate Governance) Regulations, 2019" Section.

45.4 Information and Cyber Security

Information and Cyber Security in all aspects remains a critical area of importance to safeguard Bank's critical information assets. To strengthen the overall Information Security posture, SBL has taken defense-in-depth approach wherein multiple layers of controls encompassing technical, administrative and physical security controls have been deployed.

SBL is PCI DSS compliant and conducts robust reviews and assessments to identify any gap and implements countermeasure(s) as may be needed. All technology deployments are reviewed by various functions within the Bank through a detailed Information Security Risk Assessment process.

SBL has also established Security Operations and Monitoring mechanisms to mitigate any emerging or active cyber threats. The Bank's staff are also regularly trained on Information and Cyber Security aspects through a comprehensive security awareness program and specialized training programs using different methodologies.

Business Continuity Management Program of the Bank is aligned with industry best practices and regulatory guidelines, which is periodically reviewed and tested to ensure the readiness and effectiveness of alternate arrangements during uncertain situations. BCM trainings and testing drills are also conducted regularly to ensure that staff members are well trained and understand their roles and responsibilities in case of any disastrous situation.

45.5 Liquidity Risk

Liquidity Risk is the potential for loss to an institution arising from either its inability to meet its obligations or to fund increase in assets as they fall due without incurring unacceptable cost or losses.

Liquidity risk is being monitored through the following:

(a) Gap Analysis: Market Access Report (MAR)

Market Access Report is a key tool in monitoring the current liquidity position of the Bank and it measures the 'gaps' over various time horizons, based on a business-as-usual assumption that the asset levels remain constant. MAR quantifies the daily and cumulative gap in a business-as-usual environment. The gap for any given tenor bucket represents the borrowings from, or placements to, the markets (internal or external), required to replace maturing liabilities or assets. MAR Limits establish a boundary for how much incremental funding is appropriate, relative to the size of statement of financial position and market capacity.

(b) Stress Scenario

Stress test is intended to quantify the likely impact of an event on the balance sheet and the net potential cumulative gap over a 3-month period, and to ascertain what incremental funding may be required under the defined stress scenario. The scenario is proposed by the Market Risk Management at a minimum on an annual basis, endorsed by the treasurer, and approved by the Board of Directors.

(c) Scope and nature of Risk Reporting

- It is the policy of the Bank that the comprehensive set of liquidity risk data, generated through the businesses' risk-taking activities, is identified and communicated throughout the applicable business, treasury and senior management.
- Market Risk is responsible to construct and maintain an independent liquidity risk-reporting framework that effectively, consistently and meaningfully communicates risks and risk appetite.
- Treasurer is responsible to ensure the completeness and integrity of the liquidity risk data, and that the data can be effectively reported into the independent risk systems.
- ALCO, the Treasurer and the market risk managers are responsible for assisting in the quality control process by reviewing the reports for reasonableness, consistency and completeness.

(d) Mitigating Liquidity risk and processes for continuous monitoring

The following tools are being used in order to monitor the liquidity risk:

- Market Access Report (MAR)
- Stress Scenario
- Liquidity Ratios
- Significant Funding Sources (large funds providers)
- Contingency Funding Plans

46 GENERAL

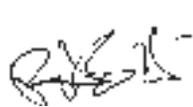
46.1 Figures have been rounded off to the nearest thousand rupees.

46.2 Corresponding figures have been re-classified, re-arranged or additionally incorporated in these financial statements, wherever necessary to facilitate comparison and to conform with changes in presentation in the current year. No significant rearrangements or classifications were made in these financial statements. Details of rearrangements within cashflow statement are as follows:

Reclassification from	Reclassification to	Amount (000)
(Gain) / loss on sale of investment - net	Securities classified as FVPL	113,069
(Gain) / loss on sale of investment - net	Net investment in securities classified as FVOCI	99,145
Interest expensed on debt securities	Net mark-up / interest income	1,100,875
Other assets (excluding advance taxation and mark-up receivable)	Staff notional cost	127,714
Other liabilities (excluding current taxation and mark-up payable)	Workers' welfare fund	55,000

47 DATE OF AUTHORISATION

These financial statements were approved and authorised for issue on _____ by the Board of Directors of the Bank.



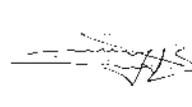
Chief Financial Officer



President and
Chief Executive Officer



Director



Director



Chairman

**STATEMENT SHOWING WRITTEN-OFF LOANS OR ANY OTHER FINANCIAL RELIEF
OF RUPEES FIVE HUNDRED THOUSAND OR ABOVE PROVIDED
DURING THE YEAR ENDED DECEMBER 31, 2025**

S. No.	Name and address of the borrower	Name of individual partners/directors (with CNIC No.)	Father's husband's name	Outstanding Liabilities at beginning of year				Total	Principal written-off	Interest Mark-up written-off	Other financial relief provided	Total (9+10+11)
				Principal	Interest Mark-up	Other than Interest Mark-up	Total					
				5	6	7	8	9	10	11	12	
1	Seemra Cotton Export Pvt Ltd Saidpur Road, Off- Saddar Road, Saidpur P.O., Faisalabad	3 Khuram Iqbal 33103-2511075-1 Wajid Iqbal 33103-2511075-1	4 Ijaz Ahmad Ijaz Ahmad	60,267	40,319	-	1,00,586	-	55,832	-	55,832	
2	Mansab Rehman H No D-203-204 Rabbani Manzil, Fortaria Colony No. 3, Malir East Karachi	3 Shadia Rehman 42401-8139417-5	3 Baqir Raza Baqir Raza	2,272	1,219	234	3,725	-	1,320	136	1,456	
3	Zafar Iqbal H No. 265-13, Flag Block B New Outduty Park Lahore	3 Zafar Iqbal 39401-1107458-5	3 Faraz Iqbal Faraz Iqbal	1,830	814	355	2,999	-	814	249	1,053	
4	Touqir Afghan Traders, Pool Office Alkayam Sangich Talast Lower Kurram District Kurram	3 Mr. Abdul Rauf Khair 213027-160037-7	3 Nazeer Khan Nazeer Khan	5,198	1,529	-	6,727	-	2,119	-	2,119	
5	Architectural Heritage Office # 133 Main Bulward Jafra Housing Society, Lahore	3 Kh. Asghar 35202-2712923-5 Kh. Aamir 35202-2712959-3	3 Kh. M. Rafique Kh. M. Rafique	29,555	54,171	-	83,726	2,055	50,735	-	62,790	
6	Mobile Sales & Distribution Pvt.Ltd, Office # 501-502, 5th Floor, Al Habab Shopping Mall, Main Boulevard Gulberg, Lahore	3 Asghar Khan 17301-5015987-7 Latif Hakeem 17301-5046232-5 Muhammad Usmer 17301-5400643-3	3 Wahajat Khan Hakeem Khan Wahajat Khan	45,000	22,311	-	67,311	-	34,993	-	34,993	
			Total	144,115	180,343	489	284,947	2,055	155,713	365	156,223	

* Relief includes amounts which would be due to the Bank under contractual arrangements whether or not accrued in the books.

11.3 Disposal of fixed assets

Details of disposal of fixed assets to executives and other persons are given below:

Description	Cost	Accumulated depreciation	Book value	Sale proceeds	Gain / (loss)	Mode of disposal	Particulars of buyers / insurer
Vehicles							
Toyota Land Cruiser BJ-2074	41,369	22,298	19,071	30,000	10,929	Bidding	Arif Habibi Management
Honda Civic BMH-859	2,579	1,702	877	3,530	2,653	Bidding	Masaz Saleem
	43,947	24,000	19,948	33,530	13,582		
Furniture and fixtures							
Saba Avenue branch relocation	6,111	5,078	1,033	-	(1,033)	White-Off	-
Others - having book value less than Rs 500,000	33,136	32,199	936	813	(123)	Various	Various
	39,247	37,277	1,969	813	(1,156)		
Electrical, office and computer							
Sale of Mobile Phone to Ahmed Tariq Azam (Ex CEO)	600	425	175	175	-	As per Policy	Ahmed Tariq Azam
Sale of Mobile Phone to Talal Javed (Ex - GH Consumer)	600	475	125	125	-	As per Policy	Talal Javed
Others - having book value less than Rs 500,000	21,397	20,849	448	3,557	3,108	Various	Various
	22,597	21,849	748	3,857	3,108		
2025	105,792	83,127	22,666	38,201	15,535		
2024	168,512	166,754	1,757	2,632	876		
Assets sold to Related Parties							

During the year no further assets were sold to the chief executive, directors, executives or to a shareholder holding not less than ten percent of the voting shares of the Bank other than disclosed above

Pattern of Shareholding

As At December 31, 2025

Number of Shareholders	Shareholding		Total Shares
	From	To	
1,701	1	100	70,799
1,903	101	500	510,898
816	501	1,000	612,991
913	1,001	5,000	2,199,234
198	5,001	10,000	1,520,483
82	10,001	15,000	1,039,367
41	15,001	20,000	758,154
28	20,001	25,000	652,104
28	25,001	30,000	785,092
9	30,001	35,000	296,616
15	35,001	40,000	566,323
6	40,001	45,000	259,291
25	45,001	50,000	1,237,316
8	50,001	55,000	422,277
7	55,001	60,000	397,285
4	60,001	65,000	254,837
2	65,001	70,000	135,079
3	70,001	75,000	225,000
2	75,001	80,000	154,526
3	80,001	85,000	248,071
2	85,001	90,000	179,701
3	90,001	95,000	272,549
14	95,001	100,000	1,398,040
8	100,001	105,000	812,867
2	105,001	110,000	216,683
2	110,001	115,000	225,357
1	115,001	120,000	120,000
1	120,001	125,000	123,000
2	125,001	130,000	253,955
1	130,001	135,000	133,200
5	145,001	150,000	745,986
1	150,001	155,000	155,000
1	165,001	170,000	170,000
2	170,001	175,000	348,848
2	175,001	180,000	351,915
1	190,001	195,000	191,476
1	195,001	200,000	196,858
2	210,001	215,000	425,437
1	230,001	235,000	230,720
2	235,001	240,000	472,143
5	245,001	250,000	1,250,000
1	250,001	255,000	253,843
1	270,001	275,000	273,513
1	280,001	285,000	281,916
2	295,001	300,000	595,664
3	300,001	305,000	904,048
2	305,001	310,000	617,040
1	315,001	320,000	317,604
1	325,001	330,000	329,750
1	335,001	340,000	335,307
1	365,001	370,000	369,374
1	375,001	380,000	376,326
2	395,001	400,000	800,000
1	400,001	405,000	405,000
1	425,001	430,000	429,290
2	475,001	480,000	955,271
1	495,001	500,000	496,000
1	505,001	510,000	506,388
1	560,001	565,000	563,832
1	620,001	625,000	622,532
1	660,001	665,000	661,376
1	795,001	800,000	800,000
1	1,015,001	1,020,000	1,018,548
1	1,065,001	1,070,000	1,065,923
1	1,165,001	1,170,000	1,169,000
1	1,385,001	1,390,000	1,385,804
1	1,650,001	1,655,000	1,652,306
1	1,690,001	1,695,000	1,690,620
1	2,575,001	2,580,000	2,579,313
1	2,760,001	2,765,000	2,764,113
1	4,010,001	4,015,000	4,014,458
1	5,175,001	5,180,000	5,178,843
1	6,655,001	6,660,000	6,659,509
1	7,080,001	7,085,000	7,084,706
1	7,795,001	7,800,000	7,800,000
1	8,995,001	9,000,000	9,000,000
1	14,995,001	15,000,000	15,000,000
1	20,785,001	20,790,000	20,788,998
1	35,830,001	35,835,000	35,832,424
1	852,040,001	852,045,000	852,040,531
5,898			1,008,238,648

Category of Shareholding

As At December 31, 2025

S. No.	Shareholding	Number of Shareholders	Number of Shares	%
1	Directors, Chief Executive Officer, and their spouse and minor children	3	102,000	0.01
2	Associated Companies, Undertakings and related Parties	1	852,040,531	84.51
3	NIT and ICP	2	25,297	0.00
4	Banks, Development Financial Institutions, Non Banking Financial Institutions	20	33,852	0.00
5	Insurance Companies	4	1,291	0.00
6	Modarabas and Mutual Funds	25	17,945,562	1.78
7	Share holders holding 10%	1	852,040,531	84.51
8	General Public :			
	a. local	5,731	80,351,426	7.97
	b. Foreign	1	196	0.00
9	Others	111	57,738,493	5.73
Total (excluding shareholders holding 10%)		5,898	1,008,238,648	100.00

Additional Disclosure on Board of Directors under Revised Guidelines on Remuneration Practices

S. No.	Name of Directors	Date of Joining the Board	Status of Director (Executive, Non-Executive, Independent)	Member of Board Committee	Other Directorships
1	Mr. Mustafa Ilyas	21-Oct-22	Chairman / Non-Executive Director	• Board Nomination & Remuneration Committee	None
2	Mr. Fahad Ali AlHunaiti	17-Apr-25	Non-Executive Director	• Board Audit Committee • Board Risk Committee • Board IT Committee • Board Executive Committee	• Pillars Holding - Saudi Arabia • Beyond Pharma - Saudi Arabia
3	Mr. Mazen Ali AlDhabi	17-Apr-25	Non-Executive Director	• Board Audit Committee • Board IT Committee • Board Executive Committee	• Abu Nayyan Holding Company - Saudi Arabia
4	Ms. Kholood Khalid Al-Khelaiwi	30-Oct-23	Non-Executive Director	• Board Nomination & Remuneration Committee	None
5	Hafiz Mohammad Yousaf	20-Aug-19	Independent Director	• Board Audit Committee • Board Nomination & Remuneration Committee • Board Level-Governance Committee	• Kot Addu Power Company Limited - Pakistan • Pakistan Security Printing Corporation - Pakistan • Security Papers Limited - Pakistan • SICPA Pakistan (Pvt.) Limited - Pakistan
6	Ms. Zeeba Ansar	16-Jun-21	Independent Director	• Board Risk Committee • Board IT Committee	• Cherat Cement Company Limited - Pakistan • Gul Ahmed Textile Mills Limited - Pakistan • Lucky Investments Limited - Pakistan • Lucky Electric Power Company Limited - Pakistan • YB Pakistan Limited - Pakistan
7	Mr. Shafqaat Ahmed	17-Apr-25	Independent Director	• Board Risk Committee • Board IT Committee • Board Level-Governance Committee • Board Executive Committee	• Gharibwal Cement Limited - Pakistan • Security Papers Limited - Pakistan
8	Mr. Rashid Jahangir	22-May-25	President & CEO / Executive Director	• Board Risk Committee • Board Level-Governance Committee	None

Information as required under Code of Corporate Governance

AS AT DECEMBER 31, 2025

Shareholders' category	Number of shares held	%
i. Associated Companies, Undertakings and Related Parties		
THE SAUDI NATIONAL BANK	852,040,531	84.51
ii. Mutual Funds		
M/S. ASIAN STOCKS FUND LIMITED	99	0.00
M/S. SAFEWAY FUND LIMITED	263	0.00
CDC - TRUSTEE HBL INVESTMENT FUND	317,604	0.03
CDC - TRUSTEE HBL GROWTH FUND	1,018,548	0.10
CDC - TRUSTEE AKD OPPORTUNITY FUND	100,000	0.01
CDC - TRUSTEE HBL - STOCK FUND	7,800,000	0.77
CDC - TRUSTEE HBL MULTI - ASSET FUND	100,000	0.01
CDC - TRUSTEE HBL EQUITY FUND	6,659,509	0.66
CDC - TRUSTEE HBL PF EQUITY SUB FUND	250,000	0.02
CDC - TRUSTEE NATIONAL INVESTMENT (UNIT) TRUST	1,385,804	0.14
CDC - TRUSTEE GOLDEN ARROW STOCK FUND	300,948	0.03
iii. Directors, CEO and Their Spouse(s) and minor children		
SHAFQAAT AHMED	500	0.00
SOHAIL ANSAR / ZEEBA ANSAR	1,000	0.00
HAFIZ MOHAMMAD YOUSAF	100,500	0.01
iv. Executives*	75,500	0.01
v. Public Sector Companies and Corporations	-	-
vi. Banks, Development Financial Institutions, Non-Banking Financial Institutions, Insurance Companies, Takaful, Modaraba and Pension Funds	670,462	0.07
vii. NIT & ICP	25,297	0.00
viii. General Public		
a. Local	80,275,926	7.96
b. Foreign	196	0.00
ix. Others	57,115,961	5.66
	1,008,238,648	100.00
x. Shareholders Holding five percent or more Voting Rights in the Listed Company		
THE SAUDI NATIONAL BANK	852,040,531	84.51

During the year, No trade in shares of the Bank was carried out by the Directors, CEO, CFO, Company Secretary and other executives or their spouses and minor children, except, Hafiz Mohammad Yousaf, Independent Director, sold 900,000 shares of the bank, and Mr. Shafqaat Ahmed, Independent Director, purchased 500 shares of the bank.

*Executives of the Bank

Employees from the cadre of Vice President ("VP") and above are determined as "Executive".



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-  Subscription to Alerts (event notifications, corporate and regulatory actions)
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-  Online Quizzes



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*Mobile apps are also available for download for android and ios devices

Samba Bank Limited

Form of Proxy

23rd Annual General Meeting

I / We, _____ of _____ being member(s) of Samba Bank Limited holding _____ ordinary shares hereby appoint _____ of _____ or failing him / her _____ of _____ who is / are also member(s) of Samba Bank Limited as my / our proxy in my / our absence to attend and vote for me / us and on my / our behalf at the Annual General Meeting of the Bank to be held at 12:00 p.m. on Thursday, the 26th March 2026, at Margala Hotel, Islamabad and at any adjournment thereof.

As witness my / our hand / seal this _____ day of _____ 2026.

Signed by the said _____

in the presence of 1. _____

2. _____

Folio / CDC Account No.

Please affix here Revenue Stamp of Rs. 5/-

Important:

1. This Proxy Form, duly completed and signed, must be received at the Registered Office of the Bank, 1st Floor 19-Saleem Plaza, Blue Area, Jinnah Avenue, Islamabad, not less than 48 hours before the time of holding the meeting.
2. No person shall act as proxy unless he himself is a member of the Bank, except that a corporation may appoint a person who is not a member.
3. If a member appoints more than one proxy and more than one instruments of proxy are deposited by a member with the Bank, all such instruments of proxy shall be rendered invalid.

For CDC Account Holders / Corporate Entities:

In addition to the above the following requirements have to be met:

- i) The proxy form shall be witnessed by the persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- ii) Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- iii) The proxy holder shall produce his/her original CNIC or original passport at the time of the meeting.
- iv) In case of corporate entity, the Board of Directors resolution / power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the company.

AFFIX
CORRECT
POSTAGE

The Company Secretary

Samba Bank Limited

1st Floor, 19-Saleem Plaza,
Blue Area, Jinnah Avenue,
Islamabad.

سامبا بینک لمیٹڈ

پراکسی فارم

تیسواں سالانہ اجلاس عام

میں / ہم _____ کے _____ بطور سامبا بینک لمیٹڈ ممبر / ممبران
عمومی شیئر کیلئے _____ کو متعین کرتا ہے / کرتی ہے / کرتے ہیں
یا _____ کو مسترد کرتے ہیں۔

جو کہ / جو بھی سامبا بینک لمیٹڈ کے ممبر ہیں اور بطور میرے / ہمارے پراکسی میں میرے / ہمارے نہ آنے کی وجہ سے شرکت کریں گے اور میرے لیے / ہمارے لیے ووٹ ڈالیں گے اور میری / ہماری جانب سے بینک کے سالانہ اجلاس عام میں شرکت کریں گے جو 12:00 بجے دوپہر، بروز جمعرات، 26 مارچ 2026، بمقام ہوٹل مارگلہ، اسلام آباد میں منعقد کیا جا رہا ہے اور التوا کی صورت میں کہیں بھی منعقد کیا جائے۔

بطور گواہی میرے / ہمارے ہاتھ / یہ میرے _____ کے دن _____ 2026۔

بھیجنے والے کے دستخط :

1. ان افراد کی موجودگی میں :

2. _____

فیلو/سی ڈی سی اکاؤنٹ نمبر

برائے مہربانی یہاں 5 روپے والی
ریونیو مہر لگائیں

اہم اطلاع:

- 1- یہ پراکسی فارم، حسب ضابطہ مکمل اور دستخط شدہ اور بینک کے رجسٹرڈ آفس، پہلی منزل، 19 سلیم پلازہ، بلیو ایریا، جناح ایونیو، اسلام آباد کم از کم اجلاس سے 48 گھنٹے پہلے سے وصول کردہ ہو۔
- 2- کوئی بھی شخص تب تک بطور پراکسی کام کر سکتا ہے جب تک کہ وہ بذات خود بینک کا ممبر ہو، علاوہ اُس کے جس کو کارپوریشن نے خود ممبر نہ ہونے سے بھی مقرر کیا ہو۔
- 3- اگر کسی ممبر نے ایک سے زائد پراکسی مقرر کی ہو یا بینک کے کسی ممبر کی جانب سے ایک سے زائد دستاویز جمع کروائی گئی ہوں، ایسی تمام پراکسی تجاویز نا اہل ہوں گی۔

برائے سی ڈی سی اکاؤنٹ ہولڈرز / کارپوریٹ کے افراد:

اوپر بتائی گئی اضافی تفصیلات کے ساتھ درج ذیل دستاویز بھی ضروری ہیں

- i پراکسی فارم ان افراد سے تصدیق شدہ ہوں جن کے نام، پتے اور کمپیوٹرائیزڈ شناختی کارڈ نمبر فارم پر درج ہوں۔
- ii پراکسی کی یا بینیفیشل اونرز کمپیوٹرائیزڈ شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ کاپی پراکسی فارم کے ساتھ منسلک کریں۔
- iii اجلاس کے وقت پراکسی ہولڈر کو اپنا اصل کمپیوٹرائیزڈ شناختی کارڈ یا اصل پاسپورٹ دکھانا ہوگا۔
- iv کارپوریٹ کے تجویز کردہ ہونے کی صورت میں بورڈ آف ڈائریکٹرز کی قرارداد / پاور آف اٹارنی نمونے کے طور پر دی گئی دستخط کے ساتھ (پہلے جمع نہ کروانے کی صورت میں) کمپنی کے فراہم کردہ پراکسی فارم کے ساتھ جمع کروانی ہوگی۔

ڈاک ٹکٹ
چسپاں
گریں

کمپنی سیکریٹری

سامبا بینک لمیٹڈ

پہلی منزل، ۱۹ سلیم پلازہ،
بلیو ایریا، جناح ایونیو،
اسلام آباد۔

Samba Bank Limited

ANNUAL GENERAL MEETING

At 12:00 p.m. March 26, 2026

Margala Hotel, Islamabad

ADMISSION SLIP

Name _____

Folio No. (Non CDC) _____ Signature _____

CDC A/c. No. _____ Signature _____

No. of Shares held _____

Verified by: FAMCO Share Registration Services (Pvt.) Limited

Note:

- i) The signature of the shareholder must tally with the specimen signature on the Company's record.
- ii) Shareholders are requested to show the admission slip at the time of entrance in the meeting premises.

This Admission Slip is Not Transferable

سامبا بینک لمیٹڈ

سالانہ اجلاس عام

مورخہ ۲۶ مارچ، ۲۰۲۶، دوپہر ۱۲:۰۰ بجے
بمقام ہوٹل مارگلہ، اسلام آباد۔

داخلہ سلیپ

نام _____

فولیو نمبر (نان سی ڈی سی) _____ دستخط _____

سی ڈی سی اکاؤنٹ نمبر _____ دستخط _____

موجود حصص کی تعداد _____

تصدیق کنندہ: فیملی سٹورجسٹریشن سروسز (پرائیویٹ) لمیٹڈ

نوٹ:

- i- حصص یافتگان کے دستخط، کمپنی کے ریکارڈ میں موجود دستخط کے نمونے سے لازماً مشابہت رکھتے ہوں۔
- ii- حصص یافتگان سے درخواست ہے کہ اجلاس میں شرکت کے لیے داخلے کے وقت یہ سلیپ دکھائیں۔

یہ داخلہ سلیپ قابل منتقل نہیں ہے