



# Exceptional

Values . Products . Services

Annual Report 2022



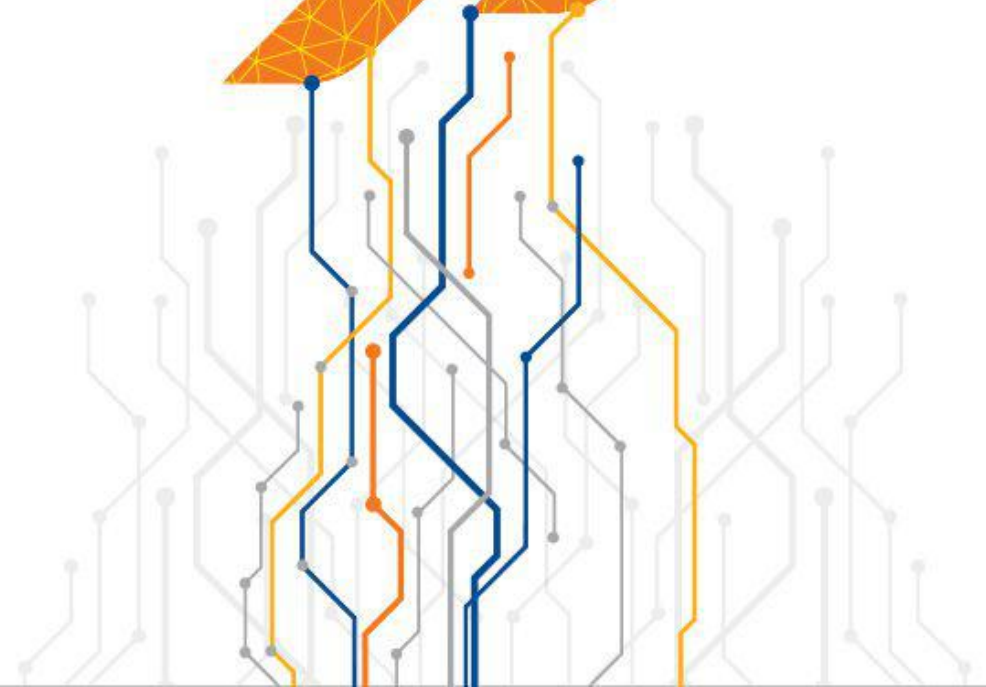
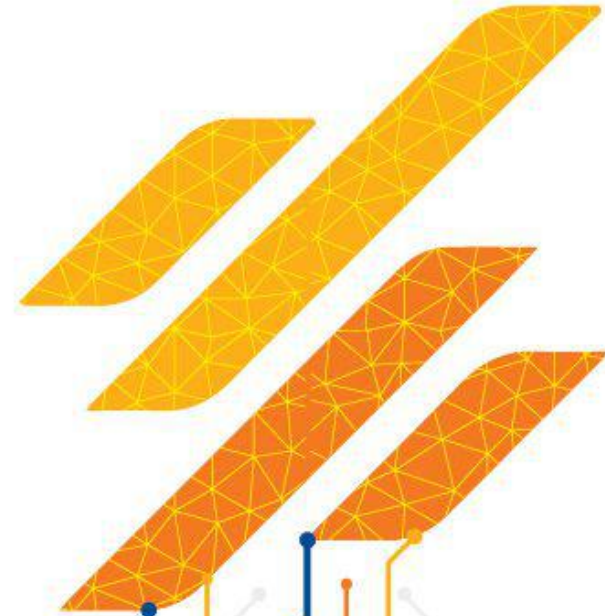
**JS Global**



**JS Global**

**Address:**  
The Center  
17th & 18th Floor,  
Plot No. 28, S.B.5,  
Abdullah Haroon Road, Karachi.

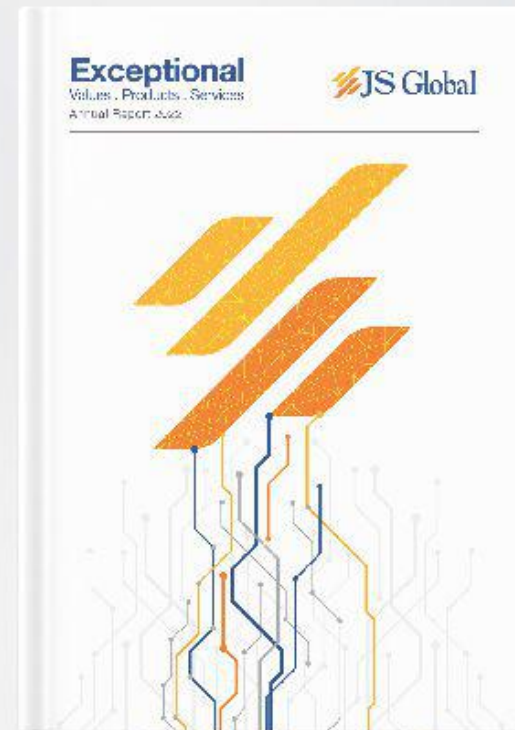
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**Web: [www.jsgcl.com](http://www.jsgcl.com)**



# Exceptional

Values . Products . Services

Annual Report 2022



JS Global Capital Limited ("JS Global" or "the Company") is one of Pakistan's largest and oldest Brokerage and Investment Banking firms incorporated under the local laws of Pakistan. The company is part of the JS Group and majority owned by JS Bank Limited. The Company has exceptional leadership position in domestic capital markets together with one of the largest market share in equity brokerage. Besides this, the Company offers a range of other services as well, which includes Money Market, Forex and Commodity brokerage; Advisory, Underwriting, Book Running and Consultancy services. The Company objectively follows its long term strategic plan to achieve its goals which ultimately translate into better returns and value creation for all Stakeholders.





**Exceptional**

**“Values”**

JS Global adheres to the highest standards of morality in all spheres it operates in. We stand out thanks to our dedication to professionalism, integrity, and openness. We put our clients' needs first and work to create sustainable connections based on mutual respect and trust. Our values serve as the cornerstone of our company and direct our decision-making process to make sure we stay true to our principles.



**Exceptional**

**“Products”**

JS Global offers exceptional products that cater to the diverse needs of our clients. We understand that each investor has unique financial goals, risk tolerance levels, and investment preferences. Therefore, we offer a wide range of investment products, including equities, fixed income, forex, commodities, and exchange-traded funds, among others. Our team of experienced financial advisors works closely with clients to understand their individual needs and provide customized investment and advisory solutions that align with their goals.



**Exceptional**

**“Services”**

In addition to offering exceptional products, JS Global provides exceptional services that enhance the client experience. We pride ourselves on delivering personalized service that is tailored to meet the needs of each client. Our online trading platform provides clients with access to real-time market data and research tools, enabling them to make informed investment decisions. We also offer educational resources and guidance to help clients navigate the complexities of the financial markets. At JS Global, we are committed to providing exceptional services that exceed our clients' expectations.

## About the Report

### Dear valued reader,

At JS Global, we are committed to upholding strong corporate governance and transparency in our practices of value creation for our financial investors. Our annual report is designed to assist readers in evaluating our business by providing information about the various facets of our company. We have adopted the International Integrated Reporting Framework (IR Framework) to structure this report, which provides insights into our strategic thinking, performance, governance, and prospects in the context of the global environment.

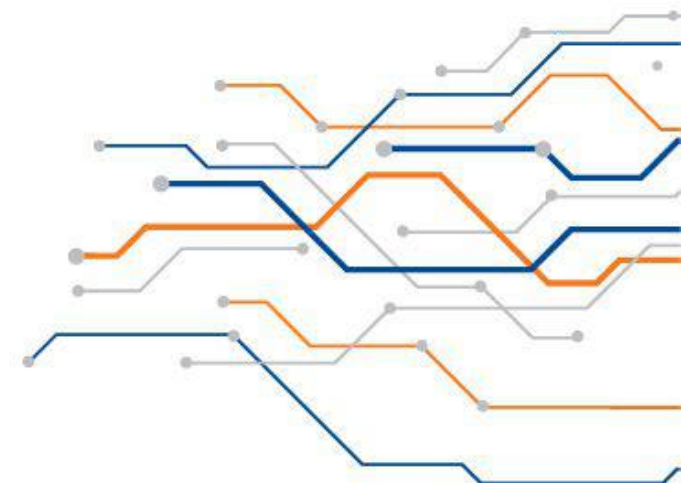
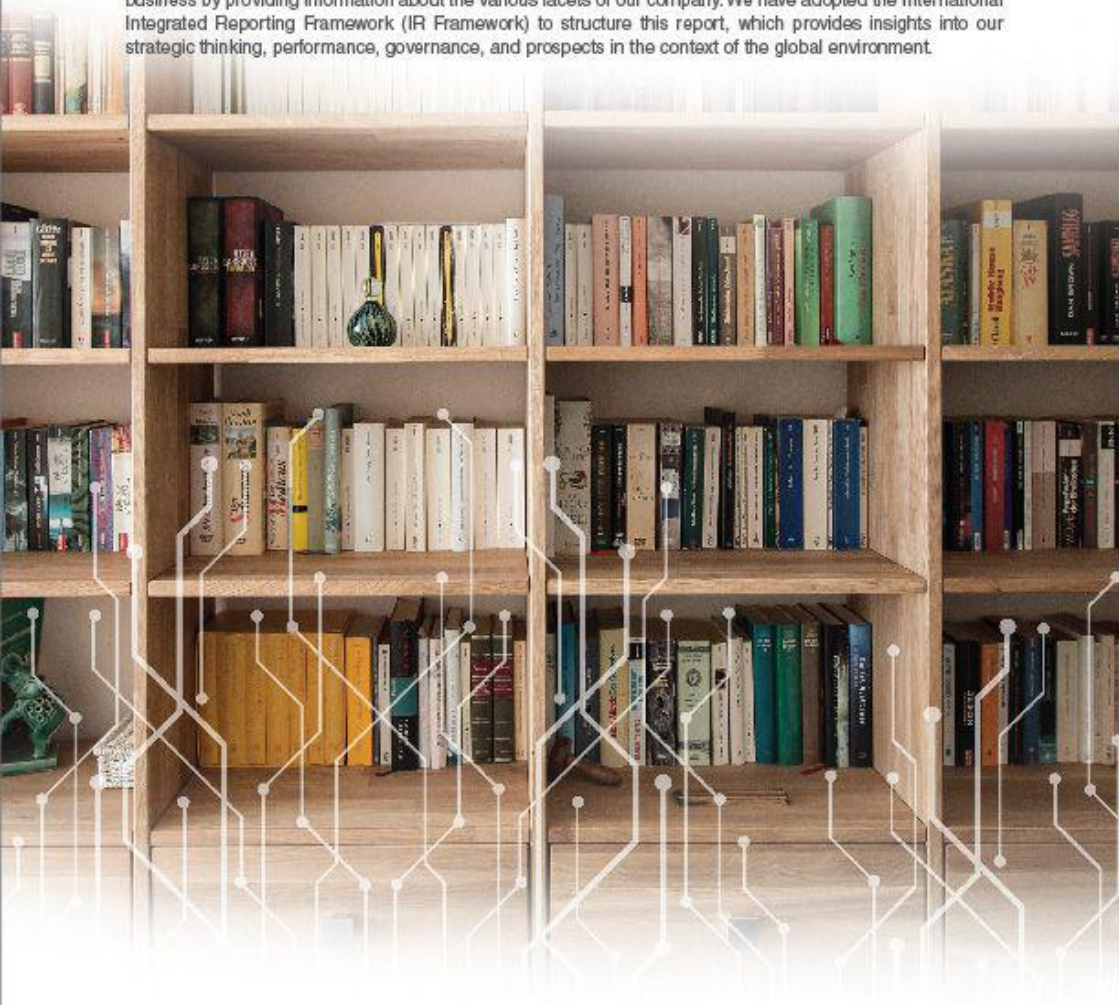
We continually review the IR Framework to improve the quality of information shared with our stakeholders. This report integrates all 9 core Content Elements of the IR Framework and includes sections covering our organizational overview, external environment, risks and opportunities, strategy and resource allocation, governance, stakeholder relationships and engagement, outlook, sustainability, corporate social responsibility, and excellence in corporate reporting.

We are committed to ensuring that our reporting approach meets best practices of reporting standards and the expectations of our stakeholders while providing visibility on how we create sustainable value for the communities we serve. We take a systematic view of financial and non-financial information linked directly to business activities and provide explanations accordingly. Our reports strive to demonstrate our confidence, capacity to grow, and ability to deliver on set strategies that can drive significant financial and non-financial value for everyone.

This report covers the period from January 1, 2022, to December 31, 2022, and provides in-depth information on JS Global Capital Limited, including our core brokerage operations, performance, strategy, operating model, and outcomes using a multi-faceted approach. It should be read in conjunction with our annual financial statements to gain a complete picture of our financial performance.

We would like to note that any performance outlook and forecasts based on projections and plans for the future are subject to a number of risks, uncertainties, and assumptions that may cause actual results to differ materially from those indicated in any forward-looking statement. Furthermore, any forward-looking statements are subject to change as a result of new information, future events, or other developments.

Thank you for taking the time to read our report. We hope you find it informative and helpful.



# Table of Contents

01

## Organizational Overview

- 14 Company information
- 16 Vision, Mission
- 18 Geographical Locations
- 20 Company Profile
- 21 Key Markets, Products and Services
- 25 Group Structure
- 27 Key Highlights
- 28 Journey So Far
- 32 Major Calendar Events
- 36 CEO's Overview

02

## Corporate Governance

- 40 Chairman's Review Report
- 44 Directors' Report
- 64 Board of Directors & TOR's
- 86 Organizational Structure
- 88 Report of the Board Audit Committee
- 91 Statement of Compliance
- 95 Role of Chairman and the Chief Executive Officer

03

## Strategy, Key Performance Indicators

- 98 SWOT Analysis
- 99 Strategic Objectives
- 100 Business Model
- 102 Competitive Landscape and Market Positioning Resource Allocation
- 104 Future Outlook

04

## Key Risks and Opportunities

- 116 Board of Director's statement
- 117 Sources of Risks & Opportunities (Internal and External)
- 117 Risk Management Framework
- 119 Strategies to overcome liquidity requirements

05

## Disclosures on IT Governance & Cybersecurity

- 122 IT Governance

06

## Stakeholder Relationship & Engagement

- 128 Stakeholders' engagement
- 132 Encouraging Minority Shareholders to attend General Meetings
- 133 Investor's relation section of the website

07

## 136 Corporate Social Responsibility

08

## Striving for Excellence in Corporate Reporting

- 142 Statement of Compliance
- 143 International Integrated Reporting Framework

09

## Financial Performance and Position

- 146 Ratio Analysis
- 147 Share Price Sensitivity Analysis
- 150 Vertical and Horizontal Analysis
- 161 DUPONT Analysis
- 162 Cash Flow Analysis
- 164 Quarterly Analysis

10

## Financial Statements

- 170 Independent Auditor's Report on the Audit of Financial Statements
- 176 Financial Statements

11

## Shareholders Information

- 242 Pattern of Shareholding
- 244 Notice of Annual General Meeting
- 249 Form of Proxy (English)
- 251 Form of Proxy (Urdu)



# Organizational Overview



## Company Information

### Board of Directors

Mr. Shahab Anwar Khawaja	Chairman- Independent Director
Mr. Maximilian Felix Scheder	Independent Director
Mr. Imtiaz Gadar	Chief Executive Officer
Mr. Fahad Viquar Siddiqui	Non-Executive Director
Mr. Amin Muhammad Virani	Non-Executive Director
Syed Jafar Raza	Non-Executive Director
Mr. Waqas Anis	Non-Executive Director
* Ms. Zubina Asad Sadick	Non-Executive Director

### Audit Committee

Mr. Maximilian Felix Scheder	Chairman
Mr. Amin Muhammad Virani	Member
Syed Jafar Raza	Member

### Risk Management Committee

Mr. Shahab Anwar Khawaja	Chairman
Mr. Amin Muhammad Virani	Member
Mr. Imtiaz Gadar	Member

### Human Resource & Remuneration Committee

Mr. Shahab Anwar Khawaja	Chairman
Mr. Fahad Viquar Siddiqui	Member
Mr. Imtiaz Gadar	Member
* Ms. Zubina Asad Sadick	Member

### Digital Committee

Mr. Maximilian Felix Scheder	Member
Mr. Fahad Viquar Siddiqui	Member
Mr. Imtiaz Gadar	Member
Mr. Waqas Anis	Member

On December 23, 2022, an election of directors was held resulting in the appointment of Mr. Maximilian Felix Scheder, Mr. Amin Muhammad Virani, Syed Jafar Raza, Mr. Waqas Anis, and \*Ms. Zubina Asad Sadick to replace outgoing directors Mr. Iftikhar Ahmed Rao, Mr. Muhammad Yousuf Amanullah, Ms. Shireen Raza, Mr. Hasan Saeed Akbar, and Mr. Salaal Hasan. The election of new directors was followed by the reconstitution of Committees in the first meeting of directors. Their diverse backgrounds and expertise will bring valuable perspectives to our organization, and we look forward to their contributions in shaping our strategic direction.

\* Ms. Zubina Asad Sadick tendered her resignation subsequent to year ended December 31, 2022, which was approved at the 100th meeting of the Board of Directors held on February 22, 2023.

Mr. Fahad Muslim Muhammad Farukh	Chief Financial Officer Company Secretary
-------------------------------------	--

Mr. Muhammad Farukh has been appointed as Company Secretary in place Mr. Muhammad Yousuf Amanullah effective February 22, 2023.

### External Auditor

KPMG Taseer Hadi & Co. Chartered Accountants  
Sheikh Sultan Trust Building No. 2 Beaumont Road Karachi.

### Legal Advisors

Bawaney & Partners  
3rd & 4th Floors, 68-C, Lane-13, Bukhari Commercial Area, Phase-VI, D.H.A., Karachi.

### Bankers

JS Bank Limited	BankIslami Pakistan Limited
Dubai Islamic Bank Pakistan Limited	MCB Bank Limited
Habib Bank Limited	Habib Metropolitan Bank Limited
Bank Alfalah Limited	United Bank Limited
National Bank of Pakistan Limited	Askari Bank Limited
Faysal Bank Limited	Sindh Bank Limited
Meezan Bank Limited	Summit Bank Limited

### Share Registrar

CDC Share Registrar Services Limited CDC House, 99-B, Block-B, S.M.C.H.S, Main Shahra-e-Faisal, Karachi

### Registered Office

17 & 18th Floor, The Centre, Plot No. 28, SB-5, Abdullah Haroon Road, Saddar, Karachi-74400, Pakistan  
www.JS Global.com | www.jsglobalonline.com UAN: +92-21-111-574-111 | Fax: +92-21-356-325-74

## Vision

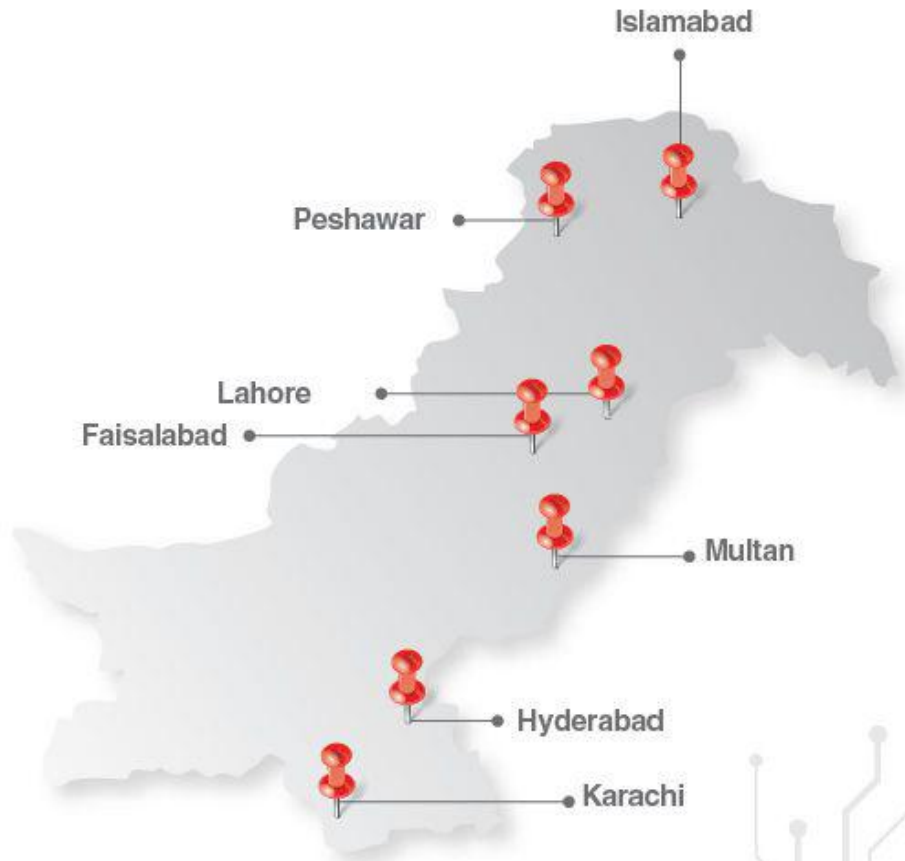
To be the Leader in the financial services sector

## Mission

To ensure growth of various financial services by creating new products and services in financial sector



# Geographical Presence



## HEAD OFFICE

The Center, 17th & 18th Floor, Plot No. 28, S.B.5, Abdullah Haroon Road, Karachi.

## STOCK EXCHANGE BRANCH

Room No. 634, 6th Floor, Stock Exchange Building, Stock Exchange Road, Karachi

## GULSHAN-E-IQBAL BRANCH

Suite No. 607-A, 6th Floor, Al Ameen Towers, Plot No E-2, Block 10, Gulshan-e- Iqbal, Main NIPA, Karachi

## HYDERABAD BRANCH

Address: Shop No. 20, Ground Floor, Auto Bhan Towers, Auto Bhan Road, Unit No. 3, Lati-fabad, Hyderabad

## ISLAMABAD BRANCH

Room No. 413, 4th Floor, ISE Towers, 55-B, Jinnah Avenue, Islamabad

## FAISLABAD BRANCH

Office no G-04, Ground Floor, Meezan Executive Tower Plot No 4, Liaquat Road, Faisalabad

## LAHORE BRANCH

Plot No. 434-G/1,MA Johar Town, Lahore

## MULTAN BRANCH

Office No. 608-A, Sixth Floor, The United Mall, Plot No. 74, Abdali Road, Multan

## PESHAWAR BRANCH

First Floor, State Life Building, Mall Road, Peshawar Cantonment, Peshawar, Khyber Pakhtunkhwa

## Company Profile

JS Global Capital Limited ("JS Global" or the "Company") is part of the prestigious JS Group and is a subsidiary company of JS Bank Limited ("JSBL" or the "Bank"). The Company was incorporated as a private limited company on 28th June 2000 and commenced operations in May 2003 as Jahangir Siddiqui Capital Markets (Private) Limited. The Company subsequently got listed on the Pakistan Stock Exchange (previously Karachi Stock Exchange) in 2004 as Jahangir Siddiqui and Company Limited (JSCL). The Company's name was changed to JS Global Capital Limited in 2006-07.

### Principal Business Activities

The company offers equity brokerage, money market brokerage, forex brokerage, commodities brokerage, Investment Banking, Underwriting, Book Runner, Consultancy and Economic & Equity Research services.

The Company operates through Eight branches: Two in Karachi, while one each in Lahore, Islamabad, Hyderabad, Rawalpindi, Multan, Peshawar and Faisalabad besides head (registered) office based in Karachi. The registered office of the Company is situated at The Centre, 17th & 18th Floor, Plot No. 28, SB-5, Abdullah Haroon Road, Karachi.

## Key Markets and Products

### Key Product

The major revenue source of JS Global is providing brokerage services for trading in equity securities, which is conducted on the Pakistan Stock Exchange (PSX), the country's sole stock exchange. JS Global is also one of the largest brokers in terms of revenue from fixed income trading and commodities trading.

### Equities:

There are less than 0.15 percent of Unique Identification Numbers (accounts) as a percentage of the country's population, which is one of the lowest penetration ratios regionally and globally. JS Global is one of 200+ TREC holders that competes for these accounts, which are a mix of individuals (including HNWIs), financial institutions and corporations.

### Equity Products

#### Equities Regular/Ready Market

PSX's Equities Regular/Ready Market provides a platform for the trading of listed companies' shares, with settlements occurring on a T+2 basis via the National Clearing Company of Pakistan Limited (NCCPL). This market constitutes a considerable proportion of the exchange's daily trading volumes and serves as the foundation for various derivative and leveraged products.

#### Negotiated Deal Market (NDM)

The Negotiated Deal Market (NDM) is a non-traditional marketplace that enables brokers to carry out off-market transactions outside of the Exchange Trading Systems. These deals are conducted between brokers and subsequently reported via the interface provided by the Exchange.

#### Deliverable Future Contracts (DFC)

DFCs are standardized futures contracts to buy or sell eligible underlying securities with actual delivery of the said security occurring at the expiry of the contract. The minimum lot for trading in DFC is 1 contract that consists of standard 500 shares of

underlying security. Contract maturity is 90 days after the contract is listed. The new 90-day contract for the upcoming month is listed on Monday (or the next trading day if Monday is a holiday), preceding the last Friday of the current month. The contract matures or expires on the last Friday (or preceding trading day if Friday is a holiday) of the expiry month.

#### Margin Trading System (MTS)

The Margin Trading System (MTS) at PSX allows investors to buy MTS eligible securities while having only a certain percentage of funds available. The remaining amount is financed or leveraged by the financiers, with a percentage of funds required for MTS defined by the Brokerage firm, which shall not be less than 15% of the total value of MTS eligible securities purchased or VAR (Value at Risk). A mark-up rate of not more than Kibor+8% is charged against the leveraged securities held under MTS.

#### Margin Financing System (MFS)

The Margin Financing System (MFS) at PSX allows investors to buy MFS eligible securities with a part percentage of funds available of the total value of eligible securities purchased. The financing terms and conditions are predetermined by the Margin Financier and Margin Financer. The National Clearing Company of Pakistan Limited (NCCPL) provides a system to MFS Participants for recording and settlement of MF Transactions. Margin financing is made available only in eligible securities. All MF Transactions are based on counterparty risk in a disclosed manner.

#### Exchange Traded Fund (ETF)

An Exchange Traded Fund (ETF) is a pooled investment vehicle with units that can be bought or sold on the Stock Exchange at a market-determined price. ETFs own underlying assets such as stocks or bonds and offer investors a proportionate share in a pool of assets.

## Key Markets and Products

### Investment Banking

#### Listing, IPO, and Book Building

We offer end-to-end transaction management for IPOs and listings through our investment banking services, which also include corporate restructuring, valuation, marketing material creation, corporate roadshow planning, and book building process management.

#### Rights Issues

For right issue transactions, our team provides consulting and under-writing arrangement services, including valuations, marketing material creation, coordination with regulatory bodies, and transaction closure.

#### Debt Raising

We help businesses obtain capital through a range of vehicles, including TFCs, Sukuk, Commercial Papers, strategic lenders, and more.

#### Merger and acquisitions

Our investment banking team provides comprehensive research and direction on the selection of possible targets as well as the supervision of the whole merger and acquisition process. We adopt a thorough strategy that helps achieve objectives of concerned parties.

### Commodities Brokerage

Pakistan Mercantile Exchange Limited has been the country's first commodity futures market. A number of commodities and indices, including gold, crude oil, silver, platinum, copper, the NSDQ, S&P, Dow Jones, and JPY EQTY as well as major currencies, natural gas, cotton, and cotton-based products, are traded on the exchange.

### Fixed Income Trading

Money Market, Corporate Debt securities/ bonds and Government Debt securities/ bonds. These bonds are investment products that provide a return in the form of fixed periodic payments as mark-up and the eventual return of principal.

### Money Market instruments

These include T-Bill, overnight, Repo, Reverse Repo, Commercial Paper, TDR, COI & LOP. In Islamic Terms the products include Mudarba, Musharka, Murahaba, & Bai-Muajjal.

### Corporate Debt Instruments

These include Term Finance Certificates (TFCs), SUKUK Certificates, Registered Bonds, Corporate Bonds etc., and all kinds of debt instruments issued by any Pakistani company or corporation registered in Pakistan.

### GoP Debt Instruments

These are debt instruments issued by the Government of Pakistan. These include PIBs, Treasury Bills, National Savings Bonds, and Islamic Ijarah Sukuks.

### Foreign Exchange

Facilitate banks in foreign exchange transactions (buying /selling of dollars in spot, forward and swaps)

## Key Services



#### Online Trading

JS GlobalOnline, an online trading service, is currently undergoing a period of significant expansion. The company's commitment to providing an exceptional customer experience is demonstrated through its focus on digital transformation and the development of innovative products and services.



#### Equity Brokerage

JS Global's Equity Sales and Trading team has a well-established reputation for providing comprehensive and reliable services to their clients. The team is highly skilled and experienced in handling the needs of individual investors as well as institutional investors and foreign investors.



#### Fixed Income and Forex

JS Global's Fixed Income and Forex brokerage team is one of the most long-standing and experienced teams in the industry. The team at JS Global has a wealth of knowledge and experience in these markets, making them well-equipped to handle the needs of a diverse range of clients.



#### Investment banking group

JS Global's Investment Banking division caters to a significant customer base consisting of both local and Multinational enterprises. The team of professionals at JS Global possesses a proven track record of accomplishment in various investment banking areas. Through their expertise and successful project completion history, JS Global's Investment Banking Group has earned a reputable standing as a valuable partner for several corporations.



#### Research

JS Global's Research has long been at the forefront of the Pakistan Equity Brokerage industry, setting the standard for innovation and excellence. Through the dedication and commitment to delivering high-quality research and insights, JS Global's Research has earned a prominent reputation as a leader in their field.



#### Commodities Brokerage

JS Global's commodities trading team offers top-notch commodities brokerage services to both individual and institutional clients across Pakistan. With a strong commitment to excellence and a deep understanding of the commodities market, JS Global's team has established itself as a leader in the field of commodities trading.

# Corporate Culture and Core Values

## Innovation

We anticipate change, create new products & solutions for clients



## Value

Our Success is incremental value for our clients and shareholders.



## Responsibility

Consistently delivering our commitment.



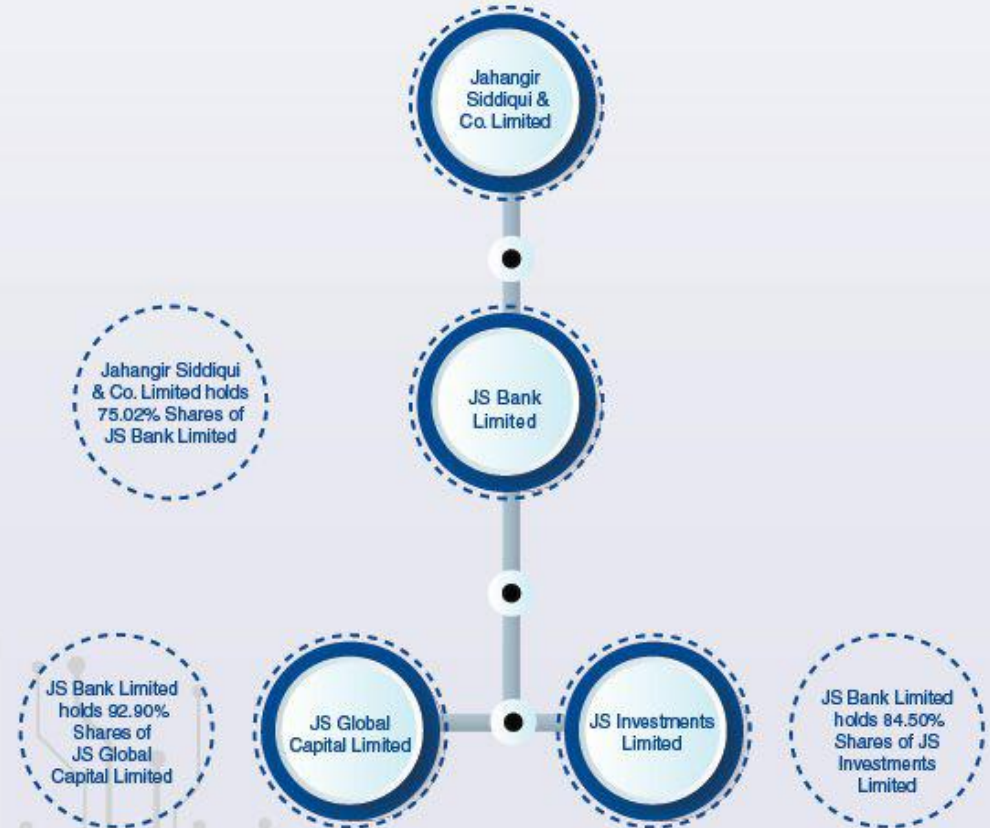
## Quality

We strive for best quality services for our clients

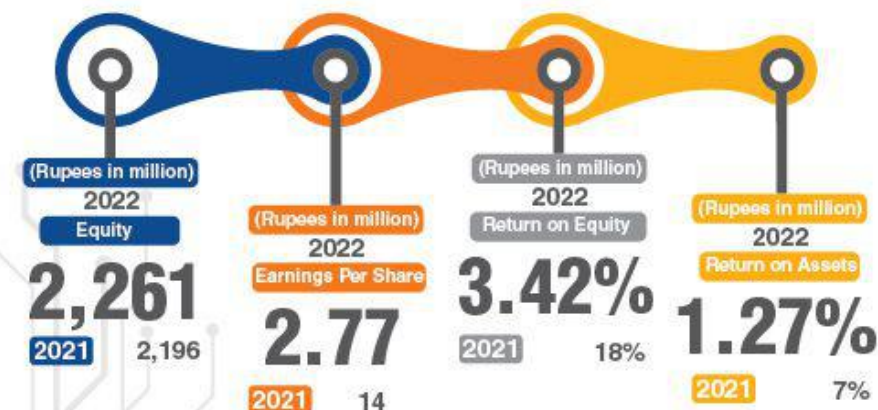
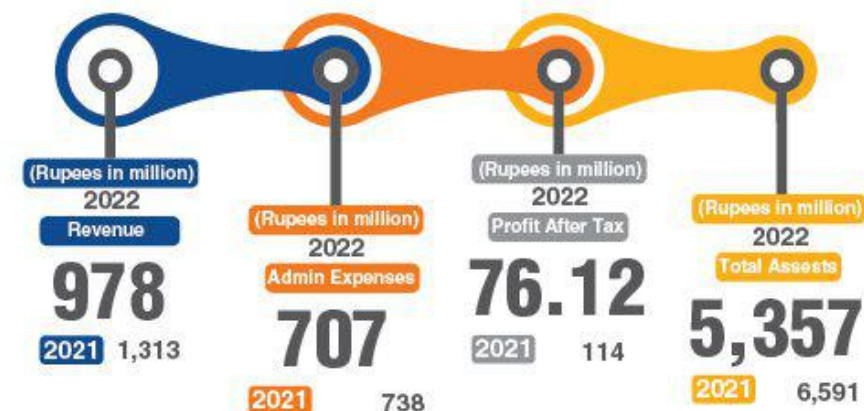


# Ownership, Operating Structure and Relationship with Group Companies

The Company does not have any subsidiaries. However, it operates under the Group structure of JS Group



## Key Highlights for the year



Jahangir Siddiqui & Co. Ltd. (JSCL) is primarily an investment company in financial services and also makes long term investments in growing companies in Pakistan. In financial services, its investments cover all sectors including asset management, commercial banking, investment banking, Islamic banking, securities brokerage and insurance. JSCL also benefits from strategic long-term investments in technology, transportation, media, and industrial sector companies. JSCL was incorporated under the Companies Ordinance, 1984 on May 04, 1991 in Pakistan as successor to the equity and fixed income securities and corporate finance business established by Mr. Jahangir Siddiqui. JSCL was the first securities company in Pakistan with a Wall Street Pedigree by virtue of its former joint venture partner Bear Stearns. JSCL was the first corporate member of the Karachi Stock Exchange and was listed on the Karachi and Islamabad stock exchanges in Pakistan on 10 August 1993.

### Key financial figures of JSCL are as follows:

	31-Dec-22	31-Dec-21
	<b>PKR in million</b>	
Total Assets	32,474	35,532
Total Liabilities	2,301	3,730
Shareholder's Equity	30,173	31,802
Loss after Tax	345	786

For more information, please visit: <http://js.com>

JS Bank Limited (JSBL) - 75.02% is owned by JSCL. JSBL was incorporated on March 15, 2006, as a public limited company under the repealed Companies Ordinance, 1984. JSBL is a commercial bank offering quality and innovative range of products and services and complete financial solutions to its clients. JSBL was formed from the amalgamation of Jahangir Siddiqui Investment Bank Limited and American Express Bank Limited's Pakistan operations in December 2006. JSBL is listed on the Pakistan Stock Exchange Limited having trading symbol of 'JSBL'. JSBL is amongst the fastest-growing Banks in Pakistan, with both a domestic and an international presence. JSBL is a leader in the SME space and has a substantial footprint in Digital Banking and Consumer Loans. JSBL has been recognized on multiple international

and national forums, including the prestigious AsiaMoney, Asian Banking, Finance, DIGI, and Pakistan Banking Awards. Key financial figures of JSBL are as follows:

	31-Dec-22	31-Dec-21
	<b>PKR in million</b>	
Total Assets	616,715	584,289
Total Advances – Net	231,101	254,184
Total Deposits	464,131	460,705
Shareholder's Equity	21,546	22,024
Profit after Tax	964	1,304

For more information, please visit: <https://jsbl.com>

JSBL owns an 84.56% stake in JS Investments Ltd (JSIL). JSIL is a publicly traded company that was established in Pakistan on February 22, 1995, in accordance with the since-repealed Companies Ordinance, 1984. From April 24, 2007, the Company's shares have been traded on the Pakistan Stock Exchange Limited under the symbol 'JSIL.' Under the Non-Banking Financial Companies (Establishment and Regulation) Rules, 2003 (the NBFC Rules) and the Non-Banking Finance Companies and Notified Entities Regulations, 2008, JSIL has secured the licences of 'Investment Adviser' and 'Asset Management Company' (AMC) (the NBFC Regulations). Furthermore, it performs pension fund management duties in accordance with the 2005 Voluntary Pension System Rules. JSIL obtained licenses from the Securities and Exchange Commission of Pakistan for providing REIT Management Services and managing private equity and venture capital funds (SECP).

### Key financial figures of JSIL are as follows:

	31-Dec-22	31-Dec-21
	<b>PKR in million</b>	
Total Assets	1,771	1,985
Total Liabilities	416	480
Shareholder's Equity	1,355	1,505
Loss after Tax	(149)	(300)

For more information, please visit: <http://jsil.com>

# Our Journey

**1991**  
BUSINESS  
ESTABLISHED

First brokerage house of Pakistan Stock Exchange to corporatize itself in 1991

**1993**  
FOREIGN  
PARTNER

First brokerage firm to have a foreign equity house partner in 1993

**2001**  
ADVISOR - ICI  
AND  
PACKAGES  
TFC

First brokerage firm to be appointed as Arranger and Advisor for ICI and Packages TFC in 2001

**2003**  
PRIMARY  
DEALER BY  
SBP

First brokerage firm to be appointed as Primary Dealer by State Bank of Pakistan in 2003

**2006**  
MARKET  
MAKER FOR  
MOBLINK TFC

First brokerage house to act as Market Maker for Moblink TFC in 2006

**2008**  
BOOK  
BUILDING  
FOR NEW  
LISTINGS

First brokerage firm to introduce book building for new listings in Pakistan in 2008

**2009**  
INTERNATIONALLY  
SOFTWARE  
SOLUTION

First brokerage firm to introduce an internationally acclaimed software solution in 2009

**2013**  
MULTI-EXCHANGE  
TRADING  
SOLUTION

First brokerage firm to introduce a multi-exchange trading solution in 2013 - PSX & FMEX

**2013**  
MARGIN  
FINANCING  
SYSTEM

First brokerage firm to introduce Margin Financing System in 2013

**2015**  
NCS ACCOUNTS  
OF NCCPL

First brokerage firm to introduce NCS accounts of National Clearing Company Limited in 2015

**2015**  
NCS ACCOUNTS  
OF NCCPL

First brokerage firm to introduce DSS accounts of Central Depository Company in 2015

**2016**  
INVESTMENT  
CONFERENCE

First & only brokerage firm to hold an investment conference in collaboration with the Govt. and PSX in favor of the Reclassification of Pakistan into the MSCI Emerging Markets Index in 2016, which was successfully materialized.

**2017**  
COMMERCIAL  
PAPER

First & only brokerage firm to issue a Commercial Paper - PKR 1,000 mn

**2020**  
EXCHANGE  
TRADED FUNDS

First brokerage house to provide market making services to exchange traded funds in PSX

**2021**  
AIR LINK IPO

JS Global in the capacity of Consultant to the Issue and Book Runner has undertaken the single largest, historical and record setting private sector IPO of Air Link Communication

**2022**  
BEST  
CORPORATE  
REPORT  
AWARDS  
PAKISTAN

JS Global awarded the Certificate of Merit during the Best Corporate Report Awards 2021 from the Institute of Chartered Accountants of Pakistan (ICAP) and the Institute of Cost and Management Accountants of Pakistan (ICMA Pakistan).

**2018**  
AGP IPO

JS Global Capital Limited, in its capacity as a consultant to the issue successfully carried out IPO of AGP Limited, Pakistan's largest IPO of Pharmaceutical Sector.

**2020**  
ASIAMONEY - A  
VOTE OF  
CONFIDENCE

Asiamoney, UK's leading business and financial publications of Asia, has awarded top honors to JS Global in their Asiamoney Broker's Poll for 2020.

**2021**  
BEST  
CORPORATE  
REPORT  
AWARDS  
PAKISTAN

\*JS Global awarded the Certificate of Merit during the Best Corporate Report Awards 2020 from the Institute of Chartered Accountants of Pakistan (ICAP) and the Institute of Cost and Management Accountants of Pakistan (ICMA Pakistan).

**2022**  
BEST  
CORPORATE  
REPORT  
AWARDS SAFA

JS Global Capital Limited has also secured the Certificate of Merit in financial services category in Best Presented Annual Report Award from the South Asian Federation of Accountant (SAFA).

**2019**  
CFA AWARDS

JS Global was honored this year by the grace of the Almighty at the 16th CFA Awards, as it was the recipient of a record 5 awards, clean sweeping the event in a feat that is unmatched to this date.

**2021**  
COMMERCIAL  
PAPER

First & only brokerage firm to issue a 2nd Commercial Paper - PKR 1,000 mn

**2021**  
BEST  
CORPORATE  
REPORT  
AWARDS SAFA

JS Global Capital Limited has also secured the Certificate of Merit in financial services category in Best Presented Annual Report Award from the South Asian Federation of Accountant (SAFA).

**2022**  
CFA Awards  
AsiaMoney  
Polls

JS Global Capital Limited awarded with Best Transaction of the Year 2021 (Runner-Up), Best Equity Analyst of the Year FY22 and Best Equity Sales Person of the Year FY22. In addition it also won 14 awards at AsiaMoney Polls



## Entity Rating

Long Term Rating

Short Term Rating

**AA**  
(Double A)

**A1+**  
(Double A)

Entity Rating	2022	2021	2020	2019	2018	2017	2016	2015
Long Term Rating	AA	AA	AA	AA	AA	AA	AA	AA
Short Term Rating	A1+	A1+	A1+	A1+	A1+	A1+	A1+	A1+
Outlook	Stable	Stable	Stable	Stable	Stable	Stable	Stable	Stable
Action	Maintained	Maintained	Maintained	Maintained	Maintained	Maintained	Maintained	Maintained

## Broker Management Rating

**BMR 1**  
Rating by PACRA

Broker Management Rating	2022	2021	2020	2019	2018	2017	2016	2015
Rating	BMR 1	BMR 1	BMR 1	BMR 1	BMR 1	BMR 1	BMR 1	BMR 1
Outlook	Stable	Stable	Stable	Stable	Stable	Stable	Stable	Stable
Action	Maintained	Maintained	Maintained	Maintained	Maintained	Maintained	Maintained	Maintained

## Broker Fiduciary Rating

**BFR 1**

Broker Fiduciary Rating (BFR)

2022

Rating	BFR 1
Outlook	Stable
Action	Initial

**18<sup>th</sup>**  
**Feb-2022**

On February 18, 2022, the Board approved the annual financial results for the period ended on December 31, 2021.

**27<sup>th</sup>**  
**Apr-2022**

On April 27, 2022, the Board approved the financial results for the first quarter ended on March 31, 2022

**28<sup>th</sup>**  
**Apr-2022**

On April 28, 2022, the 20th Annual General Meeting was held, during which the shareholders approved the annual financial statements for the period ended December 31, 2021, appointed auditors and fixed their remuneration.

**22<sup>nd</sup>**  
**Aug-2022**

On August 22, 2022, the Board approved the financial results for the half year ended on June 30, 2022.

**27<sup>th</sup>**  
**Aug-2022**

On August 27, 2022, JS Global was awarded the Certificate of Merit at the Best Corporate Report Awards 2021.

**21<sup>st</sup>**  
**Oct-2022**

On October 21, 2022, the Board approved the financial results for the third quarter that ended on September 30, 2022.

**08<sup>th</sup>**  
**Dec-2022**

On December 08, 2022, AsiaMoney awarded JS Global Capital Limited with 14 accolades, across different categories including Best Domestic Broker, Best Brokerages for Research, and Best Brokerages for Sales

**18<sup>th</sup>**  
**Dec-2022**

On December 18, 2022, JS Global Capital Limited secured the Certificate of Merit in the financial services category at the Best Presented Annual Report Award from the South Asian Federation of Accountants (SAFA).

**23<sup>rd</sup>**  
**Dec-2022**

On December 23, 2022, Election of Board of Directors was held.

CALENDER OF  
MAJOR EVENTS

Calender Of Major Events 2022

## Pestel Analysis



In terms of political factors, government policies, political developments, or regulatory changes can significantly and adversely impact the capital market.

To address any potential threats from such scenarios, the Company stays abreast of political developments and makes necessary adjustments in a timely manner.

As for economic factors, the Company's performance is closely tied to global and national economic growth and performance of capital market.

Any event such as a sudden rise in commodity prices, exchange rate fluctuations, inflation or interest rates, may impact Company's financial performance.

To mitigate impact of such changes, Company introduces new products, innovative digital trading services, end-to-end research services, niche and holistic marketing strategies, and maintains a superior investment banking team.

A performance-based variable compensation structure is also in place to minimize the adverse impact of economic changes.

Social changes in terms of consumption and investment behaviors can have a significant impact on asset classes including equities and fixed income.

Any change in literacy levels and financial awareness can lead to an exponential growth in an otherwise limited investor base in the country.

Any such changes in social behaviors present an immense opportunity for the company.



The advent and wide spread adoption of technology provides an opportunity for the company to reach out to a much larger market via its pioneer digital trading platform, while leveraging off the strengths of JS Group.

The company is enthusiastic about collaborating with fintechs and other technology-focused solutions to integrate them into its products and processes.

Given the importance assigned to ESG in today's world, the preservation of the environment holds greater significance than ever before.

In pursuit of this goal, the company is dedicated to creating a paperless environment by embracing digital solutions.

The Company makes a concerted effort to comply with all of the aforementioned laws, bylaws, rules, emulations, and other statutory obligations. The Board is in charge of all compliance matters, and a separate compliance department has been established.

## CEO's Overview



Dear Stakeholders,

The year 2022 saw testing times, including economic and political instability. The challenges at home emanated from record high inflation and currency devaluation – leading to record high interest rates, which in turn dampened the investment climate. In addition to local factors such as floods the challenges were also compounded by international politics in earlier part of the year. The Russian-Ukraine conflict disrupted global supply chains, leading to a significant increase in international commodity prices, exerting pressure on Pakistan's macroeconomic situation. To mitigate the pressures, Pakistan continued engaging with IMF where sporadic success was seen. The continued delays in securing the 9th tranche towards the end of the year, however created a significant dent in sentiments.

Pakistan Stock Exchange exhibited a similar trend, with the KSE-100 index reporting lackluster returns of negative 9% YoY and a notable decline of over 50% in trading volumes. This had a significant impact on your company's operational performance. I am pleased to inform you that despite these difficulties, your company has successfully navigated through a challenging year and remained committed to fulfilling its promises and commitments to all our stakeholders.

One of the key highlights in the backdrop of the challenging environment was an expansion in market share of equities, commodities and fixed income brokerage businesses. The overall decline in volumes however meant that revenues stood at Rs. 481 million in FY22, which is 45% lower than FY21. Apart from brokerage revenues, the advisory income from Investment Banking activity also reflected impact of lackluster markets, where significant progress was made on securing a number of high-profile mandates but market conditions were not conducive to launching or closing the secured deals.

The company's efforts were also recognized at prestigious forums. The CFA Society Pakistan awarded the company the runner-up for Best Transaction of the Year 2021, Best Equity Analyst FY22, and Best Equity Sales Person FY22. The company's unwavering commitment to excellence has also garnered international recognition from renowned publication 'Asia Money' where JS Global bagged a total of 14 awards across different categories. The appreciation of your company's performance was not only related to business segments. At the Best Corporate Report Awards 2021, your company was awarded Certificate of Merit in the NBFIs & Modaraba sector by ICAP and ICMAP. At international level, your company secured the Certificate of Merit in the financial services category at the Best Presented Annual Report Award 2022 by SAFA.

Looking ahead, the core business of your company remains strongly correlated to investor sentiments, which are likely to take a cue from political and economic developments. As one of the largest equity brokerage and Investment Banking firms in Pakistan, your company remains well positioned to benefit from positive developments on both fronts. We believe efforts undertaken during the course of 2022 should contribute positively to company performance.

In addition, your company also plans dedicated focus towards addressing the under-penetration and increasing the investor base, with an increased focus towards digital channels, while leveraging off synergies with JS Group companies. Exciting initiatives across business segments have already been rolled out to this end and the results should be visible in months to come.

I would like to express my sincere appreciation to our Chairman of Board and all Board members for their invaluable guidance and support, our stakeholders for their confidence in us, and our team for their unwavering commitment. I am confident that JS Global is well positioned for the future and looking forward to another year of new opportunities, growth, and delivering enduring value.

Imtiaz Gadar  
Chief Executive Officer

# Governance

## Chairman's Review Report

I take immense pleasure in presenting you the annual performance of JS Global Capital Limited ("JS GLOBAL" or "the Company") for FY2022.

Pakistan's economy is going through a difficult phase in view of local and global developments, shrinking forex reserves and high inflationary environment, reflective in all time low market multiples. Uncertainty on the political front has also added to the disrupted confidence of capital market participants. Participation in equity markets has hence declined, where average daily trades have halved during CY22, when compared to CY21 datapoints.

The Board is cognizant of the challenges faced by the Country in general and Capital Markets in particular and is continuously evolving its strategic thinking with a view to further drive its market share and find new avenues for growth. Despite the backdrop of multi-faceted challenges and constraints, the Board has performed its duties and responsibilities diligently and guiding the Company in strategic and governance matters.

The AA (long term) and A1+ (short term) entity ratings and BMR1 Management rating with stable outlook – one of the highest for any equity brokerage firm in the country – by PACRA are testament not only to the Company's commitment to being an industry leader in operational and structural excellence but to the team's hard work in ensuring that the Company continues to be known as a market leader.

During the year, election of directors was held as the Board completed its term. The present Board comprises of a well-balanced mix of independent and non-executive directors with rich experience in business, finance and banking. Consequent to the resignation of Mr. Kamran Nasir as CEO, Mr. Imtiaz Gadar was appointed as CEO with effect from October 1, 2022.

Last, but not the least, strengthening of overall investing frameworks should go a long way in bridging the trust gap between small investors and the markets. I would like to commend the management for their dedication and thank the stakeholders for their continued support and trust in the Company. I assure you that the Company is on the trajectory of continuously improving its compliance to all ethical and legal obligations and setting itself as a leading example in the industry. I, on behalf of the Board and the Management wish you another year of success, prosperity and health.

**Shahab Anwar Khwaja**  
Chairman

Date: February 22, 2023

میں مالیاتی سال 2022ء کیلئے JS گلوبل کپٹل لمیٹڈ ("JSGCL" یا "کمپنی") کی سالانہ کارکردگی پیش کرنے میں مسرت محسوس کر رہا ہوں۔

مکلی اور عالمی پیشرفت، غیر ملکی زرمبادلہ کے ذخائر میں کمی اور بلند افراط زر کے ماحول کے پیش نظر پاکستان کی معیشت ایک مشکل مرحلے سے گزر رہی ہے، جو برودت مارکیٹ میں گراؤ کی عکاسی کرتی ہے۔ سیاسی غیر یقینی صورتحال کے باعث کپٹل مارکیٹ کے شرکاء کے اعتماد میں بھی رکاوٹ پیدا ہوئی ہے۔ اسی وجہ سے ایکویٹی مارکیٹس میں شرکت میں کمی آئی ہے، جہاں CY22 کے دوران CY21 ڈیٹا پوائنٹس کے مقابلے میں اوسط یومیہ تجارت آدھی رہ گئی ہے۔

بورڈ ملک اور کپٹل مارکیٹس کو درپیش چیلنجز سے باخبر ہے اور اپنے مارکیٹ شیئر کو مزید بڑھانے اور ترقی کی تہی راہیں تلاش کرنے کے لیے اپنی اسٹریٹجک سوچ کو مسلسل تیار کر رہا ہے۔ کثیر جہتی چیلنجز اور رکاوٹوں کے باوجود، بورڈ نے اپنے فرائض اور ذمہ داریوں کو تہی سے ادا کیا ہے اور اسٹریٹجک اور گورننس کے معاملات میں کمپنی کی رہنمائی کی ہے۔

AA (طویل مدتی) اور A1+ (مختصر مدتی) درجہ بندی اور BMR1 منیجمنٹ کی درجہ بندی مستحکم آؤٹ لک کے ساتھ، جو کہ PACRA کی جانب سے ملک میں کسی بھی ایگزیکیوٹو بروکرینج فرم کے لیے سب سے زیادہ ہے یہ نہ صرف کمپنی کے آپریٹنگ اور سٹرکچرل اہلیت میں انڈسٹری لیڈر ہونے کے عزم کا ثبوت ہیں بلکہ اس بات کو یقینی بنانے میں ہم کی محنت کا بھی ثبوت ہیں کہ کمپنی کو مارکیٹ لیڈر کے طور پر جانا جاتا ہے گا۔

دوران سال، بورڈ کی مدت پوری ہونے پر ڈائریکٹرز کے انتخابات ہوئے۔ موجودہ بورڈ کا روبرو، مالیات اور بینکنگ میں پھر پھر تجربہ کے حامل آزاد اور غیر ایگزیکٹو ڈائریکٹرز کے ایک متوازن مرکب پر مشتمل ہے۔ جناب کامران ناصر کے بطور چیف ایگزیکٹو آفیسر مستعفی ہونے کے نتیجے میں مورخہ 1 اکتوبر 2022ء کو جناب امتیاز گدار کو چیف ایگزیکٹو آفیسر مقرر کیا گیا۔

آخر میں، لیکن کم از کم، مجموعی سرمایہ کاری کے فریم ورک کو مضبوط بنانے سے چھوٹے سرمایہ کاروں اور مارکیٹوں کے درمیان اعتماد کے فرق کو ختم کرنے میں بہت آگے جانا چاہئے۔ میں انتظامیہ کا ان کی لگن اور اسٹیک ہولڈرز کا کمپنی پر مسلسل تعاون اور اعتماد کیلئے ان کا شکریہ ادا کرتا ہوں۔ میں آپ کو یقین دلاتا ہوں کہ کمپنی اپنی تمام اخلاقی اور قانونی ذمہ داریوں کی تعمیل میں مسلسل بہتری لانے اور انڈسٹری میں اپنے آپ کو ایک اہم مثال کے طور پر قائم کرنے کے راستے پر ہے۔ میری، بورڈ اور انتظامیہ کی جانب سے آپ کو کامیابی، خوشحالی اور صحت کا ایک اور سال مبارک ہو۔

شہاب انور خواجہ

چیئر مین

مورخہ: 22 فروری 2023ء



# Directors' Report

# Directors' Report

We are pleased to present the Annual Report of JS Global Capital Limited ("the Company") along with the Audited Financial Statements and Auditors' Report for the year ended December 31, 2022.

## The Economy

Pakistan is undergoing one of its worse macroeconomic challenges. Higher global commodity prices in early to mid CY22 and aftermath of floods in mid-CY22 brought consistent pressure to the country's inflation during the year. Pressures on energy prices and repercussions of food crisis took average CPI for CY22 to 19.7%, where a sharp increase was reported in the last quarter of the year.

Moreover, increasing taxes and levies on energy prices also intensified the impact on inflation. The rising inflationary environment warranted policy measures to consolidate economic activity, resulting in the State Bank of Pakistan (SBP) continuing monetary tightening stance during the same period. The Policy Rate was further raised by 625bp during the year, taking it to 16% at year end.

Higher inflation and interest rates, however, brought a trade off on growth, where higher cost of doing business led to contraction in demand. Lower output was reflected in the negative growth in LSM. For 1HFY23, LSM reported a growth of -4% YoY.

The same was also augmented by administrative controls on imports – another step taken by the government / regulators towards economic consolidation. The controls though contracted Current Account Deficit (CAD) to US\$3.7 billion in 1HFY23 (-60% YoY), they were not enough to address significant pressures on the external front. Widening Balance of Payment deficits over debt obligations declined SBP's foreign exchange reserves by US\$4.2 billion to US\$5.6 billion during the period. During the same period, PKR depreciated against the US\$ by 22%.

The other trade off of economic slowdown was witnessed declining tax collection growth. While tax collection for 1HFY23 accumulated to PKR 8,732 billion, marking a growth of 17% YoY, it remained behind the fiscal target. On the expenditures front, while the growth in development expenditure

remained restricted, higher current expenditures led to expanding fiscal deficit. In terms of % of GDP, however, Pakistan's fiscal deficit for 1HFY23 was reported at 2.0% of GDP, similar to levels reported during the same period last year. Moreover, the primary balance during the quarter turned positive as it was reported at 1.1% of GDP, as compared to 0.1% of GDP in 1HFY22.

## Performance of various markets

### Equity Capital Markets

In light of the tough macroeconomic environment resulted in KSE100 Index declining by 9% in CY22 to close at 40,420. Negative performance, marking the worst year for equity returns in five years, was also contributed by investor concerns over political noise, which also dominated throughout the year. With PKR devaluating by 22% during the year, US\$-returns posted a negative return of 29% during CY22, the worst in fourteen years.

Participation in equity markets also declined owing to similar reasons, despite rising corporate profitability. Average daily trades declined by 52% in terms of volumes and by 59% in terms of value, compared to CY21. Among investor segments, Mutual Funds ranked highest in net selling (US\$181 million), followed by Insurance companies (US\$130 million). On the other hand, Banks (US\$137 million) and Individuals (US\$133 million) remained net buyers. Foreigners remained net sellers, albeit net selling reduced to US\$46 million as compared to US\$359 million in CY21.

Sectors pertaining to construction segment were among key underperformers as the Engineering (-43% YoY), Cement (-32% YoY) and Glass & Ceramics (-19% YoY) sectors reported larger negative performance as construction demand declined owing to rising costs. Other heavy-weights such as Commercial Banks (-26% YoY) were also among underperformers with concerns on higher taxes and credit costs on the sector. The Energy chain was broadly among outperformers, however, reported negative returns during CY22. Oil & Gas Exploration sector reported -7% return while Oil & Gas Marketing Companies reported -9% return during the year.

## Money Market

This higher inflation and interest rates throughout the year kept the Money Market upbeat with higher participation in variable instruments throughout the year. On the other hand, anticipation of higher inflation and further increase in Policy Rate resulted in lower participation in fixed PIBs. While yields of all tenors witnessed increases in CY22, the yield curve inverted after the first quarter over higher near-term inflationary concerns. The yield curve at the end of the year remained inverted. The cut-off yields of Treasury Bills closed at 16.9998% for 3M, 16.8255% for 6M and 16.8401% for 12M tenors.

## Foreign Exchange Markets

The PKR/US\$ remained volatile in various times of the year. While 1HCY22 witnessed gradual devaluation of 13%, higher volatility was reported in 3QCY22 as PKR moved in both directions multiple times in a short span. Moreover, relative clarity on the macro front kept the last quarter of the year relatively range-bound, closing the year 226.50 and marking CY22 devaluation of 28%.

## Commodities Market

Trend in Gold continued with similar market-driven dynamics in CY22. Sharp PKR devaluation and the commodity as a safe haven increased demand. On the other hand, the sharp rise in Crude prices in the first half of the year as a result of geopolitical developments were wiped out in the second half. Slipping from its high of US\$120 to US\$70.3 per barrel at year end. Similarly, PMEX market, followed the same trend as international market moves in all commodities.

## Overview of Financial Performance

The Summarized results are set out below:

	Year Ended December 31, 2022	Year Ended December 31, 2021
Profit before tax	120,380,925	535,335,345
Profit after tax	76,121,264	410,525,620
Earnings per share	2.77	14.27

Monetary impacts of significant P&L items on the Company's bottom-line are highlighted as under:

The Company earned operating revenue amounting to PKR 481 million relative to PKR 1,061 million in the corresponding period prior year, thus clocking a decrease of over 50%. The decrease in overall revenues is directly attributable to significantly lower volumes at the bourse. Equity brokerage is the major component of operating revenue, which remained under stress throughout the year due to lackluster activity at the PSX.

The slowdown in capital markets also reflected in Investment Banking revenues where closure of deals had to be delayed in light of market conditions. The pipeline of deals, however, remains strong and should be a positive contributor to the company's profitability as and when market situation improves.

The rising interest rates, however, contributed to treasury income of the company during the year and further tightening seen in early part of 2023 will continue to reflect in treasury income. In terms of key performance indicators, the company countered adverse market conditions and deteriorating macroeconomic environment to report an increase in market share in the equity business. Similarly, commodities, foreign exchange and fixed income brokerage divisions have shown considerable growth over last year. Despite inflationary pressures, the Company's management was able to reduce costs by 4% compared to the previous year, resulting in total administrative and operating expenses of PKR 707 million.



During this period, JS Global Capital Limited received several accolades in recognition of its outstanding performance, including being awarded the runner-up slot in the categories of Best Transaction of the Year 2021, Best Equity Analyst FY22, and Best Equity Sales Person FY22 by the CFA Society Pakistan.

In addition, JS Global Capital Limited has received international recognition from a prominent global publication where it won 14 awards in total including the categories of Best Domestic Broker, Best Brokerages for research and Best Brokerages for Sales, while a number of individuals in Sales and Research were also declared amongst the best in their respective categories, which reflects the company's strong commitment to excellence. Additionally, the Company received a Certificate of Merit at the Best Corporate Report 2021 Awards.

Looking ahead, the Company is focused on maintaining its growth momentum in the long run. The management is acutely monitoring its resources to reap the maximum benefits for its shareholders. This involves optimizing revenue generation from treasury management, core brokerage and fee-based operations whilst at the same time rationalizing our cost base.

### Dividend and Appropriation

Keeping in the view of economic conditions and upcoming debt repayments the board decided to retain cash reserves to meet working capital needs. Therefore, the board has decided not to propose any dividend for the year ended December 31, 2022.

### Corporate Governance and Financial Reporting Framework

The Directors confirm compliance for the following matters:

- The financial statements, prepared by the management of the Company, present its state

of affairs fairly, the result of its operations, cash flows and changes in equity.

- Proper books of account of the Company have been maintained.
- Appropriate accounting policies have been consistently applied in preparation of financial statements and accounting estimates are based on reasonable and prudent judgment.
- International Financial Reporting Standards (IFRS), as applicable in Pakistan have been followed in preparation of financial statements and any departures therefrom has been adequately disclosed and explained.
- The system of internal control is sound in design and has been effectively implemented and monitored.
- There are no significant doubts upon the Company's ability to continue as a going concern.
- The Company has not defaulted in payment of any debt, liability during the year.
- Reasons for significant deviation from the last year's operating results have been explained in the relevant section of the Directors' Report.
- There has been no material departure from the best practices of Corporate Governance, as detailed in the listing regulations.
- Key operating and financial data of last six years has been given in annual report.
- Information about outstanding taxes, duties, levies and charges, if any, is given in notes to the accounts.
- The Company operates an approved Contributory Provident Fund for its eligible employees. Value of investments as per un-audited financial statements for the year ended June 30, 2022 amounts to approximately PKR 111 million (June 30, 2021: PKR 123 million).
- Material changes and commitments (if any) affecting the financial position of the Company that have occurred between the balance sheet date and the date of the Directors' Report is appropriately disclosed in accounts.

### The Board

On December 23, 2022, election of directors was held as the Board completed its term. The Board comprises of two independent directors, five non-executive directors and the CEO who is a deemed director. The Board is comprised of all male members except one female member. The Board includes a mix of Directors with the right expertise and necessary experience required to fulfill their essential oversight roles. The Board values diversity of business skills and experience as the Directors with diverse skill set, capabilities and experience gained from different geographic and cultural background are critical in today's competitive business environment.

The positions of the Chairman and CEO are separate in line with the Code and best governance practices.

The Board of Directors of the Company approved the formal policy and transparent procedures for fixing remuneration of its directors. All non-executive directors, excluding directors currently employed in any entity of JS Group receive a fixed fee for attending each meeting of the Board and its committees along with travelling, conveyance and accommodation charges at actual. The purpose is to provide fixed remuneration to reflect the scale and complexity of both the business and the role, and to be competitive with the external market. No benefits like retirement, pension, gratuity, provident fund or insurance shall be available for any non-executive directors. Non-Executive directors cannot receive any rewards under any incentive or performance-based remuneration plans, and personal loans or guarantees shall not be granted to them by the Company.

The aggregate remuneration, including certain benefits to the CEO, Directors and Executives of the Company are disclosed in financial statements.

The annual formal process of evaluation of performance of the Board as a whole along with its committees and directors for FY2022 is being performed by an engaging external independent firm – Grant Thornton Anjum Rahman, Chartered Accountants.

The Board has four subcommittees comprising the Audit Committee, Risk Management Committee, Digital Committee and Human Resource & Remuneration Committee, which assist the Board in the performance of its functions during the period under consideration.

### Board Meetings and Attendance

During FY22, the Board of directors held 5 meetings. The attendance record of the directors is as follows:

S. No	Name of Director	Eligibility	Meetings Attended
1	Mr. Shahab Anwar Khawaja	5	5
2	Mr. Iftikhar Ahmed Rao	5	5
3	Mr. Kamran Nasir*	4	4
4	Mr. Imtiaz Gadar **	1	1
5	Mr. Hasan Saheed Akbar	5	5
6	Mr. Muhammad Yousuf Amanullah	5	5
7	Ms. Shireen Raza	5	5
8	Mr. Salaal Hasan	5	4
9	Mr. Fahad Viqar Siddiqui***	3	3

\* Resigned as Chief Executive effective September 30, 2022

\*\* Appointed as Chief Executive effective October 1, 2022

\*\*\* Appointed as Director on May 16, 2022

### The Board Audit Committee

During FY22, the Board Audit Committee held 4 meetings. The attendance record of the directors is as follows:

S. No	Name of Director	Eligibility	Meetings Attended
1	Mr. Iftikhar Ahmed Rao	4	4
2	Mr. Hasan Saeed Akbar	4	4
3	Ms. Shireen Raza	4	4
4	Mr. Salaal Hasan	4	3

### The Board Human Resource & Remuneration Committee

During FY22, the Board Human Resource & Remuneration Committee held 3 meetings. The attendance record of the directors is as follows:

S. No	Name of Director	Eligibility	Meetings Attended
1	Mr. Iftikhar Ahmed Rao	3	3
2	Mr. Muhammad Yousuf Amanullah	3	3
3	Mr. Kamran Nasir*	2	2
4	Mr. Imtiaz Gadar**	1	1
5	Mr. Hasan Saeed Akbar	3	3
6	Mr. Fahad Viqar Siddiqui***	2	2

\* Resigned as Chief Executive effective September 30, 2022

\*\* Appointed as Chief Executive effective October 1, 2022

\*\*\* Appointed as Director on May 16, 2022

### The Board Risk Management Committee

During FY22, the Board Risk Management Committee held 4 meetings. The attendance record of the directors is as follows:

S. No	Name of Director	Eligibility	Meetings Attended
1	Mr. Shahab Anwar Khawaja	4	4
2	Mr. Muhammad Yousuf Amanullah	4	4
3	Mr. Kamran Nasir*	3	3
4	Mr. Imtiaz Gadar**	1	1
5	Mr. Fahad Viqar Siddiqui***	2	2

\* Resigned as Chief Executive effective September 30, 2022

\*\* Appointed as Chief Executive effective October 01, 2022

\*\*\* Appointed as Director on May 16, 2022

### The Board Digital Committee

During FY22, the Board Digital Committee held 5 meetings. The attendance record of the directors is as follows:

S. No	Name of Director	Eligibility	Meetings Attended
1	Mr. Salaal Hasan	5	5
2	Mr. Muhammad Yousuf Amanullah	5	5
3	Mr. Kamran Nasir*	4	4
4	Mr. Imtiaz Gadar**	1	1
5	Mr. Hasan Saeed Akbar	5	2

\* Resigned as Chief Executive effective September 30, 2022

\*\* Appointed as Chief Executive effective October 01, 2022

### Adequacy of Internal Financial Control

The Board of Directors has established a system of sound internal financial controls, for achieving effectiveness and efficiency in its operations, reliable financial reporting and compliance with applicable laws and regulations. The outsourced Internal Audit function of the Company to the parent company regularly monitors implementation of financial controls, whereas the Audit Committee reviews the effectiveness of the internal control framework and financial statements on a quarterly basis.

### Corporate Social Responsibility

Statement of Corporate & Social Responsibility is disclosed in relevant section of Annual Report.

### Management Discussion of Financial Responsibility and Significant Risks and Uncertainty

The Company's management is responsible for preparing the financial statements and related notes contained in the Annual Report. The Board Audit Committee ('BAC') monitors and supervises the functions of the outsourced Internal Audit Department and assists the Board in overseeing internal control and monitoring and managing risks, (including but not limited to credit risk, liquidity risk, market risk, operational risk, legal/regulatory risk and reputational risk among others) that results from operating in the capital market industry. Internal Audit adopts a risk-based approach for planning and conducting business process audits, which are very much consistent with the established Framework. The Committee also reviews the performance of the Company's external auditors and recommends their appointment and the terms of their appointment.

BAC operates in accordance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 issued by the Securities Exchange Commission of Pakistan (SECP). Terms of reference as approved by the Board sets out the scope of the Committee. The Committee comprises of three non-executive directors and the Chairman who is an independent director. The Chairman of the BAC satisfies the requirement of having at least one financial literate member, being a member of a recognized body of professional accountants. The Internal Audit function is outsourced to the parent company, who reports directly to the Chairman of the BAC, and the Chief Financial Officer is invited to attend the meetings. During the year, the Committee held four meetings. The external auditors were also in attendance to discuss specific issues. The financial statements of the company were reviewed by the BAC before approval by the Board.

### Auditors

The Auditors M/s KPMG Taseer Hadi & Co. Chartered Accountants is eligible for reappointment for FY 2023. BAC has recommended the re-appointment of M/s KPMG Taseer Hadi & Co. Chartered Accountants as auditors of the Company along with its remuneration to board who recommends the same for members' approval at the forthcoming Annual General Meeting.

### Pattern of Shareholding

Major shareholder of JS Global Capital Limited is JS Bank Limited who holds 92.90% shares. Other shareholders include local institutions and the general public.

A statement of the general pattern of shareholding along with pattern of shareholding of certain classes of shareholders whose disclosure is required under the regulatory framework and the statement of purchase and sale of shares, if any, by Directors, Executives and their spouses including minor children during the year ended December 31, 2022 is presented later in annual report.

### Credit Rating and Broker Management Rating

The Pakistan Credit Rating Agency (PACRA) has maintained the Company's long term and short-term ratings at AA (Double A) and A+ (A-One Plus) respectively, for FY22. These ratings reflect the Company's sound financial position resulting from a robust capital structure and denotes a very low expectation of credit risk and very strong capacity for timely payments of financial commitments. This capacity is not significantly vulnerable to foreseeable events.

During FY22, PACRA conducted the Broker Management (BM) Rating and assigned BMR1 with a 'Stable' outlook. The rating derives comfort from the Company's policy prohibiting proprietary trading stocks, thus limiting the market risk and liquidity risk. The rating also reflects Strong regulatory compliance, control environment, and financial management; governance and risk management frameworks are highly effective; HR, IT, and customer services are highly proactive.

### Future Outlook

Pakistan's GDP is projected to further slow down due to ongoing measures taken by government and regulators to consolidate economic activity and anchor high inflation. On the political front, any further slippages may derail adjustments needed to balance the economy. Challenges on macros and increase in political noise may negatively impact investor sentiments, hence keeping traded volumes limited.

The future performance of the stock market is closely tied to the macroeconomic and political stability of a country. If there are positive indicators in these areas, market activity is likely to be positively impacted. Additionally, attractive valuations can draw in investors from both local and international markets, which will positively impact the brokerage and advisory business.

The Board is cognizant of the challenges faced by the Country in general and Capital Markets in specific and is continuously evolving its strategic thinking with a view to further drive its market share and find new avenues for growth.

### Acknowledgement

We express our sincere appreciation to our employees for their dedication and hard work and to our clients, business partners and shareholders for their support and confidence. The Board also takes this opportunity to express its gratitude to all the employees of JS Global Capital Limited for their untiring efforts.

We would like to acknowledge the Securities and Exchange Commission of Pakistan, Central Depository Company of Pakistan Limited, National Clearing Company of Pakistan Limited and the management of Pakistan Stock Exchange Limited for their efforts to strengthen capital markets and their measures to protect investor rights.

For and on behalf of the  
Board of Directors

\_\_\_\_\_  
Chief Executive Officer

\_\_\_\_\_  
Director

Date: February 22, 2023

شیر ہولڈنگ کا پیٹرن:

بے ایس گلوبل کپٹل لیٹڈ کا بڑا شیئر ہولڈر بے ایس بینک لیٹڈ ہے جو 92.90 فیصد حصص کا حامل ہے۔ دیگر حصص یافتگان مقامی ادارے اور عام پبلک ہیں۔

شیر ہولڈنگ کے حامی نمونہ کے ساتھ حصص یافتگان کی خاص درجہ بندیوں کی شیر ہولڈنگ کا بیان جن کا انکشاف ریگولیٹری فریم ورک کے تحت ضروری ہے، کم عمر بچوں سمیت ڈائریکٹرز، ایگزیکٹو ز اور ان کی شریک حیات کی طرف سے حصص کی خرید و فروخت، اگر کی گئی ہوں، کی اسٹینٹ 31 دسمبر 2022 کو اختتام ہونے والے سال کی سالانہ رپورٹ میں پیش کیا گیا ہے۔

کریڈٹ ریٹنگ ایئر بروکر مینجمنٹ ریٹنگ:

پاکستان کریڈٹ ریٹنگ ایجنسی (پاکرا) نے کمپنی کو طویل اور قلیل مدت کیلئے مالی سال 2022ء کیلئے باہر تریب AA (ڈبل اے) اور A1+ (اے ون پلس) ریٹنگ دی۔ یہ ریٹنگ صرف کمپنی کی مستحکم مالی صورت حال کو ظاہر کرتی ہیں جو مضبوط سرمائے اور بہترین نفع کے باعث ممکن ہوا بلکہ کریڈٹ رسک میں کمی اور مالی طور پر کئے گئے وعدوں کے سلسلے میں بروقت ادائیگی کو بھی ظاہر کرتی ہیں۔ یہ صلاحیت قابل ذکر واقعات کیلئے نمایاں طور پر کمزور نہیں ہے۔

سال 2022ء کے دوران، پاکرا نے بوکر مینجمنٹ (BM) کی درجہ بندی کا آغاز کیا اور مستحکم آؤٹ لک کے ساتھ BMR1 کا درجہ تفویض کیا۔ یہ درجہ بندی کمپنی پالیسی سے ماخوذ ہے جو پروپرائٹری ٹریڈنگ اسٹاکس سے روکتی ہے، جو کہ مارکیٹ رسک اور لیکویڈٹی رسک کو محدود رکھتی ہے۔ درجہ بندی مضبوط ریگولیٹری تعمیل، کنٹرول ماحول، اور مالیاتی انتظام کی بھی عکاسی کرتی ہے۔ گورننس اور رسک مینجمنٹ فریم ورک انتہائی موثر ہیں۔ IT، HR، اور کسٹمر سروسز انتہائی فعال ہیں۔

مستقبل کے امکانات:

حکومت اور ریگولیٹری کی جانب سے معاشی سرگرمیوں کو مستحکم کرنے اور بلند افراط زر کے باعث پاکستان کی GDP میں مزید کمی آنے کا امکان ہے۔ سیاسی محاذ پر مزید کوئی بھی نامساعد صورتحال معیشت کے توازن کے لیے درکار ایڈجسٹمنٹ کو بگاڑ سکتی ہے۔ میکرو پر چیلنجز اور سیاسی عدم استحکام میں اضافہ سرمایہ کاروں کے جذبات پر منفی اثر ڈال سکتا ہے، لہذا تجارتی حجم کو محدود رکھا جائے۔

ملک کے معاشی اور سیاسی استحکام سے اسٹاک مارکیٹ کے مستقبل کی کارکردگی کا گہرا تعلق ہے۔ اگر ان علاقوں میں مثبت اشارے ہیں تو، مارکیٹ کی سرگرمیوں پر مثبت اثر پڑنے کا امکان ہے۔ مزید برآں، پرنٹیشن قیمتیں مقامی اور بین الاقوامی دونوں مارکیٹس سے سرمایہ کاروں کو راغب کر سکتی ہیں، جس سے بروکرینج اور ایڈوائزی بزنس پر مثبت اثر پڑے گا۔

بورڈ ملک بالخصوص کپٹل مارکیٹس کو درپیش چیلنجز سے بخوبی واقف ہے اور اپنے مارکیٹ شیئر میں مزید اضافہ کرنے اور ترقی کی نئی راہیں تلاش کرنے کے لیے اپنی اسٹریٹجک سوچ کو مسلسل بہتر کر رہا ہے۔

تسلیمات:

ہم اپنے کلائنٹس، کاروباری شراکت داروں اور حصص یافتگان، اور ملازمین کی انتھک محنت اور کوششوں اور تعاون کا اعتراف کرتے ہیں اور بے ایس گلوبل کپٹل لیٹڈ کے تمام ملازمین کا شکریہ ادا کرتے ہیں۔

ہم سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان، سینٹرل ڈپازٹری کمپنی آف پاکستان لیٹڈ، بیٹل کلب سٹریٹ کمپنی آف پاکستان لیٹڈ اور پاکستان اسٹاک ایکسچینج لیٹڈ کی انتظامیہ کو بھی کپٹل مارکیٹ مستحکم کرنے اور سرمایہ کاروں کے حقوق کے تحفظ کیلئے اقدامات کرنے پر سراہتے ہیں۔

از طرف بورڈ آف ڈائریکٹرز

ڈائریکٹر

چیف ایگزیکٹو آفیسر

مورخہ: 22 فروری 2023ء

متواتر نگرانی کر رہا ہے، جبکہ آڈٹ کمیٹی انٹرنل کنٹرول فریم ورک کی کارکردگی اور مالیاتی گوشواروں پر سامانی بنیادوں پر نظر ثانی کرتی ہے۔

کارپوریٹ سماجی ذمہ داری:

کارپوریٹ سماجی ذمہ داری کا بیان سالانہ رپورٹ کے متعلقہ سیکشن میں ظاہر کیا گیا ہے۔

مالی ذمہ داری، اہم خطرات اور غیر یقینی صورتحال کے حوالے سے انتظامی گفتگو:

کمیٹی کی انتظامیہ سالانہ رپورٹ میں موجود مالیاتی گوشواروں اور متعلقہ نوٹس کی تیاری کی ذمہ دار ہے۔ بورڈ آڈٹ کمیٹی ("BAC") آڈٹ سورسڈ انٹرنل آڈٹ ڈپارٹمنٹ کے امور کی نگرانی کرتی ہے اس کے ساتھ ساتھ بورڈ کو انٹرنل کنٹرول، رسک مینجمنٹ (بشمول کریڈٹ رسک، لیکویڈیٹی رسک، مارکیٹ رسک، آپریشنل رسک، لیگل/ریگولیشنری رسک اور ریپریٹیشنل رسک) جو کمیٹی مارکیٹ سے منسلک ہے میں بورڈ کی مدد بھی کرتی ہے۔ انٹرنل آڈٹ برنس پروسیس آڈٹس کی انجام دہی اور منصوبہ بندی کیلئے Risk Based Approach استعمال کرتا ہے جو مقرر شدہ طریقہ نظام کے عین مطابق ہے۔ کمیٹی کمیٹی کے ایکسٹرنل آڈیٹرز کی کارکردگی کا بھی جائزہ لیتی ہے اور ان کی تقرری اور تقرری کی شرائط بھی تجویز کرتی ہے۔

BAC، سکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (SECP) کے جاری کردہ ملٹیکمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 کے مطابق کام کرتی ہے اور شرائط کی منظوری دے کر بیرونی دائرہ کار کا تعین کرتی ہے۔ کمیٹی تین نان ایگزیکٹو ڈائریکٹرز بشمول چیئرمین جو کہ ایک آزاد ڈائریکٹر پر مشتمل ہے۔ BAC کا چیئرمین پیٹریورنہ اکاؤنٹنٹس کی ایک تسلیم شدہ ہاڈی کامبر ہونے کے ناطے کم از کم ایک فنانشل لیٹرٹ ممبر کی ضروریات کو پورا کرتا ہے۔ انٹرنل آڈٹ فنکشن چیئرمن کمیٹی کو آڈٹ سوس کیا جاتا ہے جس کی رپورٹ براہ راست چیئرمین بورڈ آڈٹ کمیٹی کو بھیجی جاتی ہے، اور چیف فنانشل آفیسر کو میٹنگ میں شرکت کی دعوت بھی دی جاتی ہے۔ کمیٹی نے پورے سال کے دوران چار اجلاس منعقد کئے۔ ایکسٹرنل آڈیٹرز نے بھی ان مقررہ مسائل پر مشاورت کی۔ کمیٹی کی مالی تفصیلات کا بورڈ آف آڈٹ کمیٹی نے بورڈ کی منظوری سے قبل جائزہ لیا۔

آڈیٹرز:

آڈیٹرز میسرز KPMG شری ہادی اینڈ کمپنی چارٹرڈ اکاؤنٹینٹس نے مالی سال 2023ء کیلئے اہل ہونے کی بناء پر خود کو دوبارہ تقرری کیلئے پیش کیا۔ بورڈ آڈٹ کمیٹی نے میسرز KPMG شری ہادی اینڈ کمپنی چارٹرڈ اکاؤنٹینٹس کی بطور کمیٹی آڈیٹرز بشمول معاوضہ دوبارہ تقرری کی سفارش کی ہے جسے بورڈ آئندہ سالانہ اجلاس عام میں ممبران کی منظوری کیلئے ان کی سفارش کرے گا۔

نمبر شمار	ڈائریکٹرز کا نام	میٹنگ میں شرکت کی اہلیت	میٹنگ میں شرکت
1	جناب شہاب انور خواجہ	4	4
2	جناب محمد یوسف امان اللہ	4	4
3	جناب کامران ناصر*	3	3
4	جناب امتیاز گلڈر**	1	1
5	جناب فہد وقار صدیقی***	2	2

\* مورخہ 30 ستمبر 2022ء کو بطور چیف ایگزیکٹو آفیسر استعفیٰ دے دیا تھا۔

\*\* مورخہ 1 اکتوبر 2022ء کو بطور چیف ایگزیکٹو آفیسر تقرر کیا گیا۔

\*\*\* مورخہ 16 مئی 2022ء کو بطور ڈائریکٹر تقرر کیا گیا۔

بورڈ ڈیجیٹل کمیٹی:

مالیاتی سال 2022ء کے دوران بورڈ ڈیجیٹل کمیٹی کے 15 اجلاس منعقد ہوئے جس میں ڈائریکٹرز کی حاضری کارریکارڈ درج ذیل ہے:

نمبر شمار	ڈائریکٹرز کا نام	میٹنگ میں شرکت کی اہلیت	میٹنگ میں شرکت
1	جناب سلال حسن		
2	جناب محمد یوسف امان اللہ		
3	جناب کامران ناصر*		
4	جناب امتیاز گلڈر**		
5	جناب حسن سعید اکبر		

\* مورخہ 30 ستمبر 2022ء کو بطور چیف ایگزیکٹو آفیسر استعفیٰ دے دیا تھا۔

\*\* مورخہ 1 اکتوبر 2022ء کو بطور چیف ایگزیکٹو آفیسر تقرر کیا گیا۔

انٹرنیشنل فنانشل کنٹرول کی موزونیت:

بورڈ آف ڈائریکٹرز نے کمیٹی کے آپریشنز میں کارکردگی اور بہتری کے حصول کیلئے معتبر فنانشل رپورٹنگ اور قابل اطلاق قوانین و ضوابط کی تعمیل کے ساتھ معتمد انٹرنل فنانشل کنٹرول سسٹم قائم کیا ہے۔ کمیٹی کا خود بخود آڈٹ سورسڈ انٹرنل آڈٹ فنکشن فنانشل کنٹرول کے نفاذ کی

مالیاتی بیانات میں مجموعی معاوضے، بشمول کمپنی کے چیف ایگزیکٹو افسر، ڈائریکٹرز اور ایگزیکٹوز کو ملنے والے کچھ فوائد کا ہر کے کے جاتے ہیں۔

مالیاتی سال 2022ء کے لیے کمپنی کی کمپنوں اور ڈائریکٹرز کے ساتھ مجموعی طور پر بورڈ کی کارکردگی کے جائزے کا سالانہ ریکی عمل ایک پرکشش بیرونی آزاد فرم گرانٹ ٹھورٹن انجم رحمان، چارٹرڈ اکاؤنٹنٹس کے ذریعے انجام دیا جا رہا ہے۔

بورڈ کی چارٹرڈ کمپنیاں ہیں جن میں آڈٹ کمپنی، رسک مینجمنٹ کمپنی، ڈیجیٹل کمپنی اور ہیومن ریسورس اینڈ ریٹرنیشن کمپنی شامل ہیں جو زیر جائزہ مدت کے دوران بورڈ کو اس کے امور کی کارکردگی میں معاونت کرتی ہیں۔

بورڈ کے اجلاس اور حاضری:

مالیاتی سال 2022ء کے دوران بورڈ آف ڈائریکٹرز نے 15 اجلاس منعقد کئے جن میں ڈائریکٹرز کی حاضری درج ذیل ہے:

نمبر شمار	ڈائریکٹر کا نام	میٹنگ میں شرکت کی اہلیت	میٹنگ میں شرکت
1	جناب شہاب انور خواجہ	5	5
2	جناب افتخار احمد راؤ	5	5
3	جناب کامران ناصر*	4	4
4	جناب امتیاز گڈر**	1	1
5	جناب حسن سعید اکبر	5	5
6	جناب محمد یوسف امان اللہ	5	5
7	محترمہ شیرین رضا	5	5
8	جناب سلال حسن	5	4
9	جناب فہد وقار صدیقی***	3	3

\* مورخہ 30 ستمبر 2022ء کو بطور چیف ایگزیکٹو آفیسر استعفیٰ دے دیا تھا۔

\*\* مورخہ 1 اکتوبر 2022ء کو بطور چیف ایگزیکٹو تقرر کیا گیا۔

\*\*\* مورخہ 16 مئی 2022ء کو بطور ڈائریکٹر تقرر کیا گیا۔

بورڈ آڈٹ کمیٹی:

مالیاتی سال 2022ء کے دوران بورڈ آڈٹ کمیٹی کے 14 اجلاس منعقد ہوئے جس میں ڈائریکٹرز کی حاضری کا ریکارڈ درج ذیل ہے:

نمبر شمار	ڈائریکٹر کا نام	میٹنگ میں شرکت کی اہلیت	میٹنگ میں شرکت
1	جناب افتخار احمد راؤ	4	4
2	جناب حسن سعید اکبر	4	4
3	محترمہ شیرین رضا	4	4
4	جناب سلال حسن	4	3

بورڈ ہیومن ریسورس اینڈ ریٹرنیشن کمیٹی:

مالیاتی سال 2022ء کے دوران بورڈ آف ہیومن ریسورس اینڈ ریٹرنیشن کمیٹی کے 13 اجلاس منعقد ہوئے جس میں ڈائریکٹرز کی حاضری کا ریکارڈ درج ذیل ہے:

نمبر شمار	ڈائریکٹر کا نام	میٹنگ میں شرکت کی اہلیت	میٹنگ میں شرکت
1	جناب افتخار احمد راؤ	3	3
2	جناب محمد یوسف امان اللہ	3	3
3	جناب کامران ناصر*	2	2
4	جناب امتیاز گڈر**	1	1
5	جناب حسن سعید اکبر	3	3
6	جناب فہد وقار صدیقی***	2	2

\* مورخہ 30 ستمبر 2022ء کو بطور چیف ایگزیکٹو آفیسر استعفیٰ دے دیا تھا۔

\*\* مورخہ 1 اکتوبر 2022ء کو بطور چیف ایگزیکٹو تقرر کیا گیا۔

\*\*\* مورخہ 16 مئی 2022ء کو بطور ڈائریکٹر تقرر کیا گیا۔

بورڈ رسک مینجمنٹ کمیٹی:

مالیاتی سال 2022ء کے دوران بورڈ رسک مینجمنٹ کمیٹی کے 14 اجلاس منعقد ہوئے جس میں ڈائریکٹرز کی حاضری کا ریکارڈ درج ذیل ہے:

ذیل ہے:

مزید یہ کہ کمپنی کی توجہ اپنی طویل مدتی ترقی کی رفتار کو برقرار رکھنے پر مرکوز ہے۔ انتظامیہ اپنے حصص یافتگان کے لیے زیادہ سے زیادہ فوائد حاصل کرنے کے لیے اپنے وسائل کی سختی سے نگرانی کر رہی ہے۔ اس میں ٹریڈیٹی منجمنٹ، کور بڑھانے اور فیس چارجی آپریشنز سے ریونیو جزیشن کو بہتر بنانا شامل ہے جبکہ اسی وقت ہماری لاگت کی بنیاد کو مستحکم بنانا شامل ہے۔

ڈویڈنڈ اور منظوری:

معاشی حالات اور آئندہ قرضوں کی ادائیگیوں کے پیش نظر بورڈ نے ورکنگ کیپٹل کی ضروریات کو پورا کرنے کیلئے کیش ریوز کو برقرار رکھنے کا فیصلہ کیا ہے۔ لہذا بورڈ نے فیصلہ کیا ہے کہ 31 دسمبر 2022 کو ختم ہونے والے مالیاتی سال کیلئے کوئی ڈویڈنڈ تجویز نہ کرنے کا فیصلہ کیا ہے۔

کارپوریٹ گورننس اور فنانشل رپورٹنگ فریم ورک:

ڈائریکٹرز کو ڈی آف کارپوریٹ گورننس کی تعمیل کی درج ذیل تصدیق کرتے ہیں:

- ☆ کمپنی کی انتظامیہ کے تیار کردہ مالیاتی حسابات کاروباری عمل درآمد کے نتائج، کیش کی روانی، سرمائے میں تبدیلی اور کاروباری معاملات کو شفافیت سے ظاہر کرتی ہے۔
- ☆ کمپنی کے اکاؤنٹ کی کتابیں مناسب طریقے سے مرتب کی گئی ہیں۔
- ☆ مالیاتی گوشوارے اور اکاؤنٹس کے تخمینوں میں موزوں اکاؤنٹنگ پالیسیوں استعمال کی گئی ہیں اور اکاؤنٹنگ کے لئے تخمینے مستعمل حد تک تجزیے کی بنیاد پر ہیں۔
- ☆ مالیاتی گوشواروں کی تیاری میں پاکستان میں قابل اطلاق بین الاقوامی فنانشل رپورٹنگ اسٹینڈرڈ (IFRS) اختیار کیا گیا ہے اور کسی بھی قسم کے انحراف کو مناسب طریقے سے ظاہر اور بیان کیا گیا ہے۔
- ☆ اندرونی کنٹرول کے نظام کو موثر طریقے سے واضح کیا گیا اور اس پر بہتر طور پر عمل درآمد اور نگرانی کی گئی۔
- ☆ فعال بزنس کو جاری رکھنے کیلئے کمپنی کی صلاحیت سے متعلق کوئی شبہ نہیں ہے۔
- ☆ دوران سال کمپنی نے کسی قرض، ذمہ داری کی ادائیگی میں ڈیفالٹ نہیں کیا ہے۔
- ☆ گزشتہ سال کے آپریٹنگ نتائج سے نمایاں انحراف کی وجوہات ڈائریکٹرز کی رپورٹ کے متعلقہ حصے میں بیان کی گئی ہیں۔
- ☆ گزشتہ سال کے آپریٹنگ نتائج سے تبدیلی کی وجوہات ڈائریکٹرز کی رپورٹ کے متعلقہ سیکشن میں بیان کر دی گئی ہیں۔
- ☆ کارپوریٹ گورننس کے بہترین ضابطہ عمل سے کچھ بھی انحراف نہیں کیا گیا ہے جس کی تفصیلات لسٹنگ ریگولیشنز میں موجود ہیں۔
- ☆ گزشتہ چھ سالوں کی اہم آپریٹنگ اور فنانشل معلومات سالانہ رپورٹ میں بیان کر دی گئی ہیں۔

☆ واجب الادا ایکسیسز، ڈیوٹی، عائد کردہ محصول اور چارجز، اگر کوئی ہوں، سے متعلق معلومات اکاؤنٹس کے نوٹس میں دی گئی ہیں۔

☆ کمپنی اپنے اہل ملازمین کیلئے ایک منظور شدہ کنٹریجوٹری پروویڈنٹ فنڈ بھی چلاتی ہے۔ 30 جون 2022 کو ختم ہونے والے سال کیلئے آڈٹ شدہ مالیاتی حسابات کے مطابق سرمایہ کاری مالیت تقریباً 111 ملین روپے ہے (جبکہ 30 جون 2021 کو 123 ملین روپے تھی)۔

☆ بیلنس شیٹ کی تاریخ اور ڈائریکٹرز کی رپورٹ کی تاریخ کے درمیان واقع ہونے والی مادی تبدیلیاں اور وعدے (اگر کوئی ہیں) جو کمپنی کی مالی حالت کو متاثر کرتے ہیں انہیں اکاؤنٹس میں مناسب طور پر ظاہر کیا گیا ہے۔

یورڈ:

مورخہ 23 دسمبر 2022 کو بورڈ کی مدت پوری ہونے پر ڈائریکٹرز کا انتخاب ہوا۔

یورڈ دو آزاد ڈائریکٹرز، پانچ نان ایگزیکٹو ڈائریکٹرز اور ایک چیف ایگزیکٹو آفیسر پر مشتمل ہے جو کہ ایک ڈیمنڈ ڈائریکٹر ہیں۔ یورڈ تمام مرد ممبران، سوائے ایک خاتون ممبر پر مشتمل ہے۔ یورڈ مہارت اور تجربہ رکھنے والے ڈائریکٹرز کا مرکب ہے جو اہم امور کی انجام دہی کیلئے ضروری ہے۔ یورڈ بزنس میں مختلف مہارت اور تجربے کو خاص اہمیت دیتا ہے کیونکہ آج کے اس مسابقتی کاروباری ماحول میں ڈائریکٹرز کیلئے ضروری ہے کہ وہ متنوع مہارت، اہلیت اور تجربے کے حامل ہوں، جو مختلف جغرافیائی اور ثقافتی پس منظر سے حاصل کیا گیا ہو۔

چیرمین اور چیف ایگزیکٹو آفیسر کی پوزیشن کو ڈائریکٹرز پر بیلنس گورننس پر بیلنس کے مطابق علیحدہ ہیں۔

اپنے ڈائریکٹرز کے معاوضے کے تعین کے لیے کمپنی کے بورڈ آف ڈائریکٹرز نے باضابطہ پالیسی اور شفاف طریقہ کار کی منظوری دی۔ تمام نان ایگزیکٹو ڈائریکٹرز، سوائے ڈائریکٹرز کے جو فی الحال بے ایس گروپ کے کسی بھی ادارے میں ملازم ہیں، بورڈ اور اس کی کمیٹیوں کی ہر میٹنگ میں شرکت کے لیے ایک مقررہ فیس وصول کرتے ہیں اور ساتھ ہی ساتھ سفر، آمد و رفت اور ہائس کے چارجز بھی وصول کرتے ہیں۔ مقصد یہ ہے کہ کاروبار اور کردار دونوں کے پیمانے اور پیچیدگی کی عکاسی کرنے کے لیے مقررہ معاوضہ فراہم کیا جائے، اور بیرونی مارکیٹ کے ساتھ مسابقتی ہو۔ کسی بھی نان ایگزیکٹو ڈائریکٹر کے لیے ریٹائرمنٹ، پینشن، گریجویٹ، پراویڈنٹ فنڈ یا انشورنس جیسے کوئی فوائد دستیاب نہیں ہوں گے۔ نان ایگزیکٹو ڈائریکٹرز کسی بھی تفریب یا کارکردگی پر مبنی معاوضے کے منصوبوں کے تحت کوئی انعام حاصل نہیں کر سکتے، اور کمپنی کی طرف سے انہیں ذاتی قرض یا ضمانتیں نہیں دی جائیں گی۔

### مئی مارکیٹ کا جائزہ:

اس بلند افراط زر اور شرح سود نے سال بھر مئی مارکیٹ اپ بیٹ کو تھیرا آلات میں زیادہ شراکت کے ساتھ برقرار رکھا۔ دوسری جانب زیادہ افراط زر کی توقع اور پالیسی ریٹ میں مزید اضافے کے نتیجے میں مقررہ PIBs میں کم شراکت ہوئی۔ جب کہ سال 2022ء میں تمام ٹیئر کی yields میں اضافہ دیکھا گیا، پہلی سہ ماہی کے بعد زیادہ قریب مدتی افراط زر کے خدشات پر yield curve تبدیل ہو گیا۔ سال کے آخر میں yield curve تبدیل رہا۔ ٹریڈری بلز کی کٹ آف 3M yields کیلئے 16.9998 فیصد، 6M کیلئے 16.8255 فیصد اور 12M ٹیئر کیلئے 16.8401 فیصد پر بند ہوئی۔

### قارن آنکھچ مارکیٹ کا جائزہ:

سال کے مختلف اوقات میں پاکستانی روپیہ اور امریکی ڈالر اتار چڑھاؤ کا شکار رہا۔ جبکہ سال 2022ء کی پہلی ششماہی میں 13 فیصد کی بتدریج کمی ہوئی، سال 2022ء کی تیسری سہ ماہی میں زیادہ اتار چڑھاؤ رپورٹ کیا گیا کیونکہ پاکستانی روپیہ مختصر عرصے میں متعدد بار دونوں سمتوں میں منتقل ہوا۔ مزید برآں، بیگرڈ فرنٹ پر متعلقہ وضاحت نے سال کی آخری سہ ماہی کو نسبتاً ایک حد تک محدود رکھا، سال کی کلوزنگ 226.50 پر کی اور سال 2022ء کی 28 فیصد ڈی ویلیویشن پر مارکیٹ کی۔

### کوڈنی مارکیٹ کا جائزہ:

سال 2022ء میں اسی طرح کی مارکیٹ کے ساتھ گولڈ میں رجحان جاری رہا۔ پاکستانی روپیہ کی قدر میں تیزی سے کمی اور محفوظ پناہ گاہ کے طور پر کوڈنی کی طلب میں اضافہ ہوا۔ دوسری جانب، جغرافیائی سیاسی چش رفت کے نتیجے میں سال کی پہلی ششماہی میں خام تیل کی قیمتوں میں تیزی سے اضافہ ہوا اور دوسری ششماہی میں ختم ہو گیا جو کہ سال کے آخر میں 120 امریکی ڈالر کی بلند ترین سطح سے 70.3 امریکی ڈالر فی بیرل تک گر رہا ہے۔ اسی طرح PMEX مارکیٹ نے بھی اسی رجحان کی پیروی کی جس طرح بین الاقوامی مارکیٹ تمام اشیاء میں کرتی ہے۔

### مالیاتی کارکردگی کا جائزہ:

مالیاتی نتائج کا خلاصہ درج ذیل ہے:

	31 دسمبر 2022ء	31 دسمبر 2021ء
قبل از ٹیکس منافع	120,380,925	535,335,345
بعد از ٹیکس منافع	76,121,264	410,525,620
فی حصص آمدنی	2.77	14.27

کپنی کی بائبل لائن پر، ہم P&L آنکھچ کے مالیاتی اثرات کو ذیل میں بیان کیا گیا ہے:

کپنی نے 481 ملین روپے کی آپریٹنگ آمدنی حاصل کی جس کا موازنہ گذشتہ سال کی اسی مدت کے 1,061 ملین روپے سے کیا جاسکتا ہے جو کہ 50 فیصد سے زائد کمی ہے۔ مجموعی محصولات میں کمی کا براہ راست ذمہ دار مارکیٹ میں نمایاں طور پر حجم میں کمی ہے۔ ایکویٹی برادر کٹ آپریٹنگ ریونیو کا بڑا حصہ ہے، جو PSX میں سست روی کے باعث سال بھر دوبارہ کا شکار رہا۔

کپنٹل مارکیٹس میں سست روی انویسٹمنٹ بینکنگ ریونیو میں بھی نظر آتی ہے جہاں مارکیٹ کے حالات کی روشنی میں ڈیلز کی بندش میں تاخیر کرنا پڑی۔ تاہم ڈیلز پائپ لائن، مضبوط رہتی ہے اور جب مارکیٹ کی صورت حال بہتر ہوتی ہے تو کپنی کے منافع میں مثبت معاون رہے گی۔

تاہم، دوران سال بڑھتی ہوئی شرح سود نے کپنی کے خزانے کی آمدنی میں حصہ ڈالا اور سال 2023ء کے ابتدائی حصے میں مزید سختی ٹریڈری کی آمدنی میں ظاہر ہوتی رہے گی۔ کارکردگی کے کلیدی اشاریوں کے لحاظ سے، کپنی نے ایکویٹی کاروبار میں مارکیٹ شیئر میں اضافے کی اطلاع دینے کے لیے مارکیٹ کے حتمی حالات اور گھڑتے ہوئے میکرو اکنامک ماحول کا مقابلہ کیا۔ اسی طرح کوڈنی، زرمبادلہ اور گولڈ اگم برادر کٹ ڈویژن نے گذشتہ سال کے مقابلے میں خاطر خواہ ترقی دکھائی ہے۔ افراط زر کے دباؤ کے باوجود، کپنی کی انتظامیہ اخراجات میں گذشتہ سال کے مقابلے میں 4 فیصد کمی کرنے میں کامیاب رہی، جس کے نتیجے میں مجموعی انتظامی اور آپریٹنگ اخراجات 707 ملین روپے ہو گئے۔

دوران عرصہ، جے ایس گلوبل کپنٹل لمیٹڈ نے اپنی شاندار کارکردگی کے اعتراف میں کئی اعزازات حاصل کئے جن میں CFA سوسائٹی پاکستان کی جانب سے سال 2021 کی میٹ ٹرانزیکشن، مالیاتی سال 2022ء کا میٹ ایکویٹی اینالسٹ، اور مالیاتی سال 2022ء کا میٹ ایکویٹی سٹیز پرسن شامل ہیں۔

اس کے علاوہ، جے ایس گلوبل کپنٹل لمیٹڈ کو ایک ممتاز عالمی اشاعت سے بین الاقوامی سطح پر پذیرائی ملی جہاں اس نے مجموعی طور پر 14 ایوارڈز حاصل کیے جن میں بیسٹ ڈیویڈنڈ برادر، بیسٹ برادر سمجھ قرار، سیرچ اینڈ بیسٹ برادر سمجھ قرار سٹیز شامل ہیں، جبکہ سٹیز اینڈ سیرچ میں متعدد افراد کو بھی اپنی اپنی کیٹیگریز میں بہترین قرار دیا گیا، جو کپنی کی عمدگی کے لیے مضبوط عزم کی عکاسی کرتا ہے۔ مزید برآں، کپنی نے بہترین کارپوریٹ رپورٹ 2021 ایوارڈز میں میرٹ شوکیٹ حاصل کیا۔



## ڈائریکٹرز رپورٹ

ہم 31 دسمبر 2022ء کو اختتام پذیر ہونے والے سال کیلئے ہے ایس گلوبل کپٹیل لینڈ ("کمپنی") کی سالانہ رپورٹ بشمول آڈٹ شدہ مالیاتی حسابات اور آڈیٹرز رپورٹ پیش کرتے ہوئے مسرت محسوس کر رہے ہیں۔

## معاشی جائزہ:

پاکستان اپنے بدترین نیکرو اکنامک چیلنجز سے گزر رہا ہے۔ سال 2022ء کے اوائل سے 2022ء کے وسط میں عالمی اجناس کی زیادہ قیمتیں اور سال 2022ء کے وسط میں سیلاب کے نتیجے میں سال کے دوران ملک کی افراط زر مسلسل دباؤ میں رہی۔ توانائی کی قیمتوں پر دباؤ اور خوراک کے بحران کے اثرات نے سال 2022ء کی اوسط CPI کو 19.7 فیصد تک کر دیا جہاں سال کی آخری سرمایہ میں تیزی سے اضافہ رپورٹ کیا گیا۔

مزید برآں، توانائی کی قیمتوں پر بڑھتے ہوئے ٹیکس اور لیونز نے بھی مہنگائی پر اثرات مرتب کئے۔ معاشی سرگرمیوں کو مستحکم کرنے کے لیے بڑھتی ہوئی افراط زر کے ماحول نے پالیسی اقدامات کی ضمانت دی، جس کے نتیجے میں اسی مدت کے دوران اسٹیٹ بینک آف پاکستان (SBP) نے مالیاتی سختی کا موقف جاری رکھا۔ دوران سال پالیسی ریٹ میں مزید 625bp اضافہ کیا گیا، جو سال کے آخر میں اسے 16% تک لے گیا۔

تاہم، زیادہ افراط زر اور شرح سود ترقی کی راہ میں رکاوٹ بنی جہاں کاروبار کرنے کی زیادہ لاگت مانگ میں کمی کا باعث بنی۔ LSM میں کم پیداوار مئی مئی میں ظاہر ہوئی۔ سال 2023 کی پہلی ششماہی کیلئے LSM نے 4% سالانہ اضافہ رپورٹ کیا۔

درآمدات پر انتظامی کنٹرول کے ذریعے اس میں اضافہ کیا گیا جو حکومت / ریگولیٹرز کی طرف سے اقتصادی استحکام کی طرف اٹھایا گیا ایک اور قدم ہے۔ اگرچہ سال 2023ء کی پہلی ششماہی میں کنٹرولز نے کرنٹ اکاؤنٹ خسارہ (CAD) کو (سالانہ -60%) 3.7 بلین امریکی ڈالر تک پہنچا دیا، لیکن وہ بیرونی محاذ پر اہم دباؤ سے نمٹنے کے لیے کافی نہیں تھا۔ قرض کی ذمہ داریوں پر ادائیگی کے خسارے کے وسیع ہونے سے اس مدت کے دوران اسٹیٹ بینک کے زرمبادلہ کے ذخائر میں 4.2 بلین امریکی ڈالر کی کمی ہو کر 5.6 بلین امریکی ڈالر رہ گئی۔ اسی مدت کے دوران، پاکستانی روپیہ امریکی ڈالر کے مقابلے میں 22% تک گر گیا۔

معاشی ست روی کے دوسرے تجارتی دور میں ٹیکس وصولی کی شرح میں کمی دیکھی گئی، جبکہ سال 2023 کی پہلی ششماہی کے لیے ٹیکس کی وصولی 3,732 بلین روپے تک ہوئی، جو کہ 17% سالانہ شرح سے بڑھ کر مالیاتی ہدف سے پیچھے رہی۔ اخراجات کے سلسلے میں،

ترقیاتی اخراجات میں اضافہ محدود رہا، موجودہ زیادہ اخراجات مالیاتی خسارے میں اضافہ کا باعث بنے۔ GDP کے فیصد کے لحاظ سے، سال 2023 کی پہلی ششماہی کے لیے پاکستان کا مالیاتی خسارہ GDP کے 2.0% پر رپورٹ کیا گیا، جو گزشتہ سال کی اسی مدت کے دوران رپورٹ کئے گئے لیول کے برابر ہے۔ مزید برآں، سرمایہ کے دوران پرائمری بیلنس مثبت ہو گیا کیونکہ یہ 2022ء کی پہلی ششماہی میں GDP کے 0.1% کے مقابلے میں GDP کے 1.1% پر رپورٹ کیا گیا تھا۔

## مختلف مارکیٹوں کی کارکردگی:

### ایکٹیو کپٹیل مارکیٹ کا جائزہ:

سخت معاشی ماحول میں سال 2022ء میں KSE100 انڈیکس 9% گر کر 40,420 پر بند ہوا۔ مئی کارکردگی جو کہ پانچ سالوں میں ایکٹیو ریٹرن کیلئے بدترین سال کی نشاندہی کرتی ہے، سیاسی شور شرابہ پر سرمایہ کاروں کے خدشات کو بڑھا دیا، جس کا غلبہ سارا سال رہا۔ دوران سال پاکستانی روپیہ کی قدر میں 22% کی کمی کے ساتھ، سال 2022ء کے دوران امریکی ڈالر کے ریٹرنز میں 29% کی مئی واپسی ہوئی، جو چودہ سالوں میں بدترین ہے۔

کارپوریٹ منافع میں اضافے کے باوجود، اسی طرح کی وجوہات کی وجہ سے ایکٹیو مارکیٹوں میں شرکت میں بھی کمی واقع ہوئی۔ سال 2021ء کے مقابلے میں حجم کے لحاظ سے یومیہ کی اوسط تجارت میں 52% اور قدر کے لحاظ سے 59% کی کمی ہوئی۔ سرمایہ کاری کے شعبوں میں، میچل فنڈز خالص فروخت میں سب سے زیادہ (181 ملین امریکی ڈالر)، اس کے بعد انشورنس کمپنیاں (130 ملین امریکی ڈالر) ہیں۔ دوسری جانب بینک (137 ملین امریکی ڈالر) اور انفرادی (133 ملین امریکی ڈالر) خالص خریدار رہے۔ غیر ملکی خالص فروخت کنندہ رہے، حالانکہ سال 2021ء میں خالص فروخت 359 ملین امریکی ڈالر کے مقابلے میں کم ہو کر 46 ملین امریکی ڈالر رہ گئی۔

تعمیراتی شعبے سے متعلق شعبے ناقص کارکردگی دکھانے والوں میں شامل تھے کیونکہ انجینئرنگ (سالانہ 43% کمی)، سینٹ (سالانہ 32% کمی) اور گلاس اینڈ سیرامکس (سالانہ 19% کمی) کے شعبوں نے زیادہ مئی کارکردگی رپورٹ کی کیونکہ بڑھتی ہوئی لاگت کی وجہ سے تعمیراتی طلب میں کمی ہوئی۔ مزید یہ کہ کمرشل بینک (سالانہ 26% کمی) بھی کم کارکردگی کا مظاہرہ کرنے والوں میں شامل تھے جو اس شعبے پر زیادہ میکسیز اور کریڈٹ کے اخراجات پر تشریح رکھتے تھے۔ توانائی کا سلسلہ بڑے پیمانے پر آڈٹ پر قارمز کے درمیان تھا، تاہم، سال 2022ء کے دوران مئی ریٹرنز رپورٹ ہوا۔ آئل اینڈ گیس ایکلو ریٹیشن سیکٹور نے 7% کی کمی جبکہ آئل اینڈ گیس مارکیٹنگ کمپنیوں نے دوران سال 9% کی رپورٹ کی۔

## Profile of Board of Directors



**Mr. Shahab Anwar Khawaja**  
– Chairman and Independent Director

Mr. Shahab Khawaja has served in the public sector for almost 36 years as a career Civil Servant of Pakistan Administrative Service (previously District Management Group) and has held many key positions such as Federal Secretary of Privatization and Industries and Production, Additional Secretary Population Welfare, Joint Secretary Economic Affairs Division, CEO of Small and Medium Enterprises Development Authority (SMEDA) and held Director's position in various recognized companies. He has extensive experience in the field of social development, particularly in legal matters, community mobilization and community development. He is also a Certified Director, under Listed Companies' requirements, as prescribed by the SECP.

Prior to the above-mentioned positions, he served as Secretary to Department of Agriculture and Livestock and Dairy Development, Government of Punjab. Post retirement, he also held the positions of CEO, Competitiveness Support Fund (CSF), a joint Project of Ministry of Finance and USAID and as the Executive Director, Fertilizer Manufacturers of Pakistan Advisory Council (FMPAC). He has served on a number of Public Sector Organizations' Boards and has represented the Government of Pakistan in multiple International Bodies and Seminars such as UNDP, UNFPA, UNIDO, ECOSOC APO etc.

Mr. Shahab Khawaja holds an MSc. in Chemistry as well as Post Graduate Diplomas in Development Administration from Birmingham University, UK and in Public Policy from University of Connecticut Hartford, USA.



**Mr. Maximilian Felix Scheder**  
- Independent Director

Mr. Scheder has 39-years of professional corporate and banking experience, including serving as board member, senior public-company executive and senior international investment banker. As a Chief Financial Officer, Mr. Scheder was responsible for leading implementation of corporate governance processes and overseeing public corporate filing and regulatory requirements. As a Chief Executive Officer and Board Member, Mr. Scheder has hands-on experience operating and advising on how to build and scale sustainable businesses. As a senior international investment banking executive, Mr. Scheder developed deep corporate and business development, mergers and acquisitions, finance, and fundraising skills.

Mr. Scheder currently serves as the independent board member of 500 Global (California, USA) and Board Member and Chief Financial Officer of Drover AI (Montana, USA). Mr. Scheder's previous roles included Founder and Chief Executive Officer of various start-ups, Managing Director of Deutsche Bank AG (Frankfurt, Germany), Managing Director of ING Barings/BHF-Bank (Frankfurt, Germany) and Associate Director of Bear Stearns & Co. (New York, USA). Mr. Scheder began his career with Peat Marwick & Mitchell (New York, USA).

Mr. Scheder earned a Bachelor's of Arts in Economics from Stanford University. He also attended Stanford Executive Program at the Stanford Graduate School of Business and New York University's accounting program.



**Mr. Imtiaz Gadar**  
– Chief Executive Officer

Mr. Imtiaz Gadar has been associated with JS Global Capital Limited since December 2021 and has been leading the company as its Chief Executive Officer since October 2022. Mr. Gadar brings a rich experience of 20 years in local & international Brokerage / Investment Banking, Portfolio Management, Research and Investor Relations.

He has diversified experience based out of local / international broking and Equity Capital Markets at JP Morgan Pakistan and the local affiliate of Bank of America – Merrill Lynch, where he was recognized multiple times by Asia Money and CFA Society Pakistan as the Best Pakistan Analyst. As part of his ECM efforts, he has managed transactions worth over US\$1.8bn ranging from M&A, Buybacks, GDR Offerings, IPOs and SPOs, Rights Offerings and Tender Offers.

Prior to joining JS Global, he was associated with Bank Alfalah Limited for more than eight years as Head of Capital Markets, where he established and managed award-winning Public & Private Principal investment and Advisory businesses, being recognized for landmark Buy & Sell side M&A and Public Offerings on multiple occasions. Simultaneously, he assisted in leading the bank to being voted Best in Investor Relations by CFA Society Pakistan for eight years running in addition to being awarded the Best Equity Corporate Finance House (Banks).

Mr. Gadar is a Chartered Financial Analyst (CFA) and Masters in Business Administration (MBA) specializing in Finance from the Institute of Business Administration.



**Mr. Fahad Viqar Siddiqui**  
- Non-Executive Director

Mr. Fahad Viqar Siddiqui is a career banker & has recently relocated to Pakistan from Canada in 2020. During his career, Fahad has held Senior Management positions in various geographies like Asia, Middle East & North America while been associated with Financial Institutions such as, HSBC, Standard Chartered, Barclays Bank & Bank of Montreal. Fahad brings deep & well-rounded experience with him in which he has successfully covered all spectrums of Consumer & Retail Banking, Wealth Management, Business & Digital Transformation, Change, Program & Project Management, Transaction Banking & Customer Experience. He joined JS Bank Limited, Pakistan in 2021 as Head of Products. He leads Secured & Un-Secured lending, Green & Social loans, ADC & Customer Propositions, including Wealth management, Employee Banking and Retail deposit products. He is also a member of JS Bank's "Extended Leadership team". Fahad Siddiqui holds an MBA from University of Middlesex, UK and is also a Certified Change Management Professional (CCMP). His passion & focus in transforming businesses has led him towards becoming a Global PROSCI "CERTIFIED" Change practitioner.



**Mr. Amin Muhammad Virani**  
– Non-Executive Director

Mr. Amin Muhammad Virani is a seasoned professional with over 30 years of diversified work experience in Finance, Accountancy, Risk, Compliance, Strategic Planning, Audit & Internal Controls. He has served in various leadership roles with local and multinational financial institutes including United Bank Limited, Union National Bank (UAE), Bank Muscat, Mashreq Bank (UAE), Allied Bank Ltd and Price Waterhouse Coopers. He is a Chartered Accountant – Member of the Institute of Chartered Accountants of Pakistan. Amin has extensive banking industry exposure in delivering robust solutions at C-suite level, analyzing portfolio of opportunities, preparing financial information for external publications and communications to the capital markets. Amin is associated with JS Bank as Chief Financial Officer since September 2022.



**Syed Jafar Raza**  
– Non-Executive Director

Syed Jafar Raza is a finance professional, with over 2 decades of experience in the areas of Trade Finance, Corporate Relationship Management, Investment and Transaction Banking.

He holds a Master's degree in Commerce and Business Administration from University of Karachi and Institute of Business Administration, respectively.

He is currently heading Investment, International and Transaction Banking Group at JS Bank.

He held various senior management roles with Bank Al-Habib and Askari Bank Limited where he also served as nominee director of the latter for its brokerage subsidiary.



**Mr. Waqas Anis**  
– Non-Executive Director

Mr. Waqas Anis is a career banker and a digital enthusiast currently serving as the Chief Digital Officer at JS Bank Limited, where he previously served as the Head of Digital Transformation & International Business. Waqas has over 20 years of professional experience in various local and multinational organizations such as ABN AMRO Bank N.V., Faysal Bank, The Bank of Punjab, and Atlas Bank. He has also worked extensively in the tech implementation business with Inbox Consulting (Private) Limited.

Waqas has been leading Digital Banking at various Financial Institutions with a dynamic experience in payment systems, G2P / P2G payments, consulting, IT, ADC, CRM, and Financial Sector Digitization. He has led various large-scale automation programs in the banking industry including Organizational Integration, Financial Service Solutions, Digital Onboarding, Business Process Re-engineering, Alternative Distribution - E-Banking, Core Banking Migrations, and various CRM initiatives.

Waqas holds a Master's degree in Business Administration from Institute of Business Management Karachi, and graduated in Software Engineering from Bahria University, Islamabad.



**Ms. Zubina Asad Sadick**  
– Non-Executive Director

Ms. Zubina Asad Sadick is an accomplished, result-oriented senior leadership professional with 30 years' experience in business development, organizational transformation, change management, people leadership, training, planning and execution in support of business goals and objectives.

Zubina has worked with large and high performing organizations such as HBL, American Express, Smithkline Beecham and Hoechst Pharmaceuticals, in various senior management roles. She has a demonstrated track record of superior work ethic, solid leadership and the ability to build and guide teams. Being the only female Regional Chief, she was part of the team which worked closely with IFC in developing HBL's Women Market Program – the first in the country. She later moved to the Human Resource department as Head of Talent Management & Diversity, where she led the bank's diversity initiative, focusing on women empowerment. Her passion for talent development brought her to Pakistan Society for Training and Development, a not-for-profit organization, where she worked as the CEO. Currently Zubina is associated with JS Bank as Human Resources.

## Terms of Reference (ToR) Board Audit Committee

The terms of reference of Audit Committee determined by the board shall be as follows:

- i. determination of appropriate measures to safeguard the company's assets;
- ii. review of annual and interim financial statements of the company, prior to their approval by the Board, focusing on,
  - a. major judgmental areas;
  - b. significant adjustments resulting from the audit;
  - c. going concern assumption;
  - d. any changes in accounting policies and practices;
  - e. compliance with applicable accounting standards;
  - f. compliance with these Regulations and other statutory and regulatory requirements; and
  - g. all related party transactions;
- iii. review of preliminary announcements of results prior to external communication and publication;
- iv. facilitating the external audit and discussion with external auditors of major observations arising from interim and final audits and any matter that the auditors may wish to highlight (in the absence of management, where necessary);
- v. review of management letter issued by external auditors and management's response thereto;
- vi. ensuring coordination between the internal and external auditors of the company;
- vii. review of the scope and extent of internal audit, audit plan, reporting framework and procedures and ensuring that the internal audit function has adequate resources and is appropriately placed within the company;
- viii. consideration of major findings of internal investigations of activities characterized by fraud, corruption and abuse of power and management's response thereto;
- ix. ascertaining that the internal control systems including financial and operational controls, accounting systems for timely and appropriate recording of purchases and sales,
- x. receipts and payments, assets and liabilities and the reporting structure are adequate and effective;
- xi. review of the company's statement on internal control systems prior to endorsement by the Board and internal audit reports;
- xii. instituting special projects, value for money studies or other investigations on any matter specified by the Board, in consultation with the Chief Executive Officer and to consider remittance of any matter to the external auditors or to any other external body;
- xiii. determination of compliance with relevant statutory requirements;
- xiv. monitoring compliance with these Regulations and identification of significant violations thereof;
- xv. review of arrangement for staff and management to report to audit committee in confidence, concerns, if any, about actual or potential improprieties in financial and other matters and recommend instituting remedial and mitigating measures;
- xvi. recommend to the Board the appointment of external auditors, their removal, audit fees, the provision of any service permissible to be rendered to the company by the external auditors in addition to audit of its financial statements, measures for redressal and rectification of non-compliances with the Regulations. The Board shall give due consideration to the recommendations of the audit committee and where it acts otherwise it shall record the reasons thereof; and
- xvii. consideration of any other issue or matter as may be assigned by the Board.

## Risk Management Committee

The terms of reference of Risk Management Committee determined by the board shall be as follows:

- i. monitoring and review of all material controls related to trading limits, exposure margins, collateral management, financing products and compliances activities;
- ii. appropriate extent of disclosure of company's risk framework and internal control system in Directors' report;
- iii. evaluate and recommend to the Board the approval of major additions/ deletions in trading and financing portfolio and changes in investment portfolio in accordance with the Risk Management Guidelines specified in SIOF of the Company and other internal guidelines;
- iv. review the Company's adherence to the Policy Statement and, if needed, make recommendations to the Board of Directors for changes as a result of new developments;
- v. review Company's operations based on monthly operating reports (to include a summary of the Company's net capital position based on market value) prepared and submitted by the Chief Financial Officer or any other person nominated by the Board of Directors in comparison with the annual budget;
- vi. review and recommend changes in Company Policies, to the Board for approval;
- vii. review the status of legal matters of the Company;
- viii. ensure that the margin requirements are commensurate with the risks and avoid concentration;
- ix. review and approve the position/trading limits of clients; and
- x. review and approve the list of Margin Financing Eligible securities.

## Human Resource & Remuneration Committee (“HR&R Committee”)

The terms of reference of HR&R Committee determined by the board shall be as follows:

- i. recommendation to the Board for consideration and approval a policy framework for determining remuneration of directors (both executive and non-executive directors and members of senior management). The definition of senior management will be determined by the Board which shall normally include the first layer of management below the chief executive officer level;
- ii. undertaking, annually, a formal process of evaluation of performance of the Board as a whole and its committees either directly or by engaging external independent consultant and if so appointed, a statement to that effect shall be made in the directors’ report disclosing therein name and qualifications of such consultant and major terms of his / its appointment;

- iii. recommending human resource management policies to the Board;
- iv. recommending to the Board the selection, evaluation, development, compensation (including retirement benefits) of chief operating officer, chief financial officer, company secretary and head of internal audit;
- v. consideration and approval on recommendations of Chief Executive Officer on such matters for key management positions who report directly to Chief Executive Officer or Chief Operating Officer; and

where human resource and remuneration consultants are appointed, they shall disclose to the committee their credentials and as to whether they have any other connection with the company.

## Board Digital Committee

The terms of reference of Board Digital Committee determined by the board shall be as follows:

- i. review Digital strategies and relevant policies before submission to the Board and make recommendations for strategic decisions thereon;
- ii. review progress and implementation of the Strategic Plan and deliberate changes to it, as and when required;
- iii. ensure the alignment of Digital strategy with business strategy, optimization of resources, value delivery and performance measurement to achieve business objectives and effective technology risk management;

- iv. ensure that risk management strategies are designed and implemented which have the capability to respond to wide-scale disruptions, including cyber-attacks and attacks on multiple critical infrastructure sectors;
- v. review progress and implementation of various Digital projects;
- vi. make recommendations on major investment decisions and ensure that investments are aligned with the Digital Strategy approved by the Board; and
- vii. review and approve cloud-based outsourcing arrangements in line with the policy approved by the Board of Directors.

## Board Function, Decision-Making, and Management Delegation.

The Board of Directors of JS Global is in charge of setting the organization's strategic goals and upholding its vision, purpose, and core values. It plays a crucial part in decision-making and offers entrepreneurial leadership and direction to the Company's Management. When managing and overseeing the Company's affairs, the Board takes policy-related issues into consideration and maintains high standards of ethical corporate practice.

The Board, comprised of both domestic and foreign directors, contributes a variety of experiences, knowledge, skills, and expertise to make decisions that are pertinent to the Company's operations. The Board's collective understanding is transformed into decisions that direct Management in achieving its objectives, improving shareholder value, offering exceptional returns to stakeholders, and delivering sustainable performance and value-added services.

### Significant matters discussed and approved by the Board of Directors

Throughout the year, the Board of Directors at JS Global deliberated and approved several significant matters. These matters included the annual budget, strategic business plans, and plans for different segments. Additionally, the Board examined and approved the internal audit strategy, as well as the quarterly, semi-annual, and annual financial reports.

In addition, the Board regularly reviewed, amended and approved Company policies and authorized related party transactions as advised by the Audit Committee of the Board.

The Board's performance as a whole, as well as that

of its Committees and individual Directors, was also evaluated externally. It also supplied updates on pertinent laws, rules, and regulations and assessed the status and ramifications of all significant cases brought by and against the Corporation.

Overall, JS Global's Board of Directors was crucial in assuring the company's regulatory compliance, financial stability, and strategic direction.

### Management Delegation

Moreover, the Board is committed to fostering a corporate culture of equality, trust, and team spirit. It oversees the Company's business in light of emerging risks and opportunities and establishes and reviews its strategies, yearly targets, and financial objectives. Overall, the Board's primary function is to ensure that the Company operates efficiently and effectively, while creating long-term value for its stakeholders.

JS Global's Board of Directors provides strategic direction to the Senior Management, empowering them to deliver outstanding returns to shareholders, sustainable performance, and value-added services to stakeholders. This helps cultivate a corporate culture of trust, equality, and teamwork.

The Board periodically reviews the Company's financial and operational performance and sets budgetary targets for the Management to implement. The Management is responsible for effectively conducting the Company's operations in accordance with the strategies approved by the Board. Tactical and operational matters are delegated to the Management for execution.

Under the direction and oversight of the CEO, the Senior Management manages the Company's activities in alignment with the Board's approved strategies, business goals, risk appetite, incentive compensation, and other policies. By carrying out their duties in a manner consistent with the Board's directives, the Senior Management ensures the Company's continued success and growth.

## Disclosure of the Annual Performance Review of Board Members and their Committees, the CEO and the Chairman is Conducted by an External Consultant.

JS Global conducted an annual performance evaluation of its Board of Directors, Board Committees, and individual Board Members. To ensure the objectivity and impartiality of the evaluation, the company engaged the services of an external independent consultant, Grant Thornton Anjum Rahman, Chartered Accountants, a member firm of Grant Thornton International Limited.

The evaluation process involved the preparation of performance assessment surveys and the circulation of survey questionnaires to relevant Board members. The survey responses were then collected, collated, and analyzed by the external consultant to generate the final report.

The performance of each Board Committee was also assessed based on their specific mandates and responsibilities. Additionally, the individual performance of each Board Member was evaluated based on their contributions to Board discussions and decision-making.

Overall, the performance evaluation conducted by Grant Thornton provided valuable insights into the strengths and weaknesses of the Board, Committees, and individual Members. The results of the evaluation helped the company.

### Directors' Training and Orientation

JS Global places significant emphasis on the development and preparation of its Directors to effectively manage the company's business on behalf of shareholders. To achieve this goal, a majority of the Directors have completed the Directors' Training Program by obtaining certification from approved and accredited institutions.

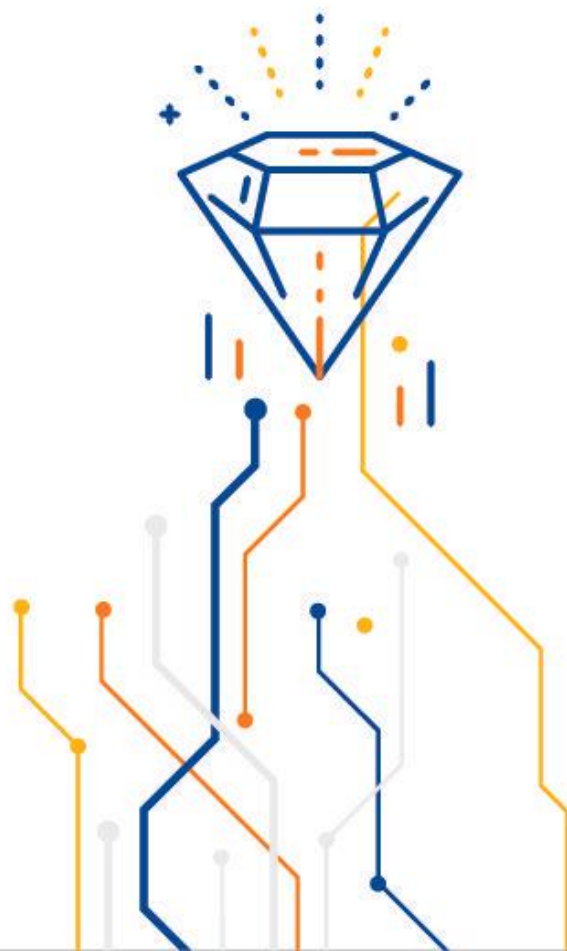
Furthermore, the company provides formal orientation to its Directors during Board of Directors and Committee meetings to ensure they remain updated on any amendments and fully understand their duties and responsibilities. This process helps to maintain the Directors' awareness of changes in the regulatory landscape and their impact on the company's operations.

By prioritizing the training and orientation of its Directors, JS Global is able to enhance the effectiveness of its Board and Committees in carrying out their responsibilities. This, in turn, helps to safeguard the interests of shareholders and promote the long-term success of the company.

## Best Corporate Governance Practices

The connection between a company's governance and its decision-making process is crucial for achieving superior performance. Therefore, a company must have well-defined policies and procedures, a board of directors, and senior management committed to upholding compliance culture to support fast and improved decision-making. At JS Global, the best corporate governance practices are ingrained in the corporate mission, which aims to create shareholder wealth through sensible investment choices, risk management, and ethical and legal compliance.

JS Global has a robust system in place to ensure compliance with all legal and regulatory requirements. The Company Secretary's Office oversees compliance within given deadlines. JS Global's best corporate governance practices include the composition of a strong and qualified board of directors. The board possesses the relevant expertise, qualifications, ethical integrity, and diverse backgrounds and skill sets. The board's performance is evaluated annually by an external consultant in compliance with regulatory requirements.



## Independent Directors

The Company takes pride in maintaining a high standard of corporate governance, and as such, has appointed two independent directors to its Board. These directors represent the non-controlling interests and are selected after a rigorous due diligence process from a database maintained by the Pakistan Institute of Corporate Governance (PICG).

In accordance with the Companies Act 2017, these independent directors have provided their consent to act as a director and have submitted a 'Declaration to the Company' attesting that they meet the criteria for independence as per the Act. The process of selecting independent directors from the PICG database ensures that the Company benefits from the wealth of knowledge and experience that these individuals bring to the Board.

We believe that our commitment to sound corporate governance practices will help us achieve long-term sustainability and growth, and we will continue to review and improve our governance policies and procedures to stay at the forefront of best practices in the industry.

## Diversity on the board

The presence of diversity in a company's board is crucial for achieving effective, efficient, and independent decision-making. JS Global's board is composed of a team of highly qualified professionals from diverse disciplines, with a balanced mix of competencies, knowledge, skill sets, and professional backgrounds. This enables the company to benefit from a diverse range of perspectives, knowledge, experience, and expertise, which are necessary for effectively managing the company's operations and affairs.

## External Oversight of Functions and Measures Taken to Enhance the Credibility of Internal Controls and Systems

The Company's management enlists the assistance of external subject matter experts or consultants to carry out periodic evaluations of performance and quality in order to ensure the effectiveness, relevance, and applicability of the implemented controls and systems. In the event that the control environment for the Business significant changes, such assessments can be carried out earlier than anticipated. This strategy aims to give the Firm useful advice and insights from outside sources, improving the overall efficacy of its control environment.

## Related Parties

The Company has provided detailed information on related party transactions in its financial statements annexed to this Annual Report which complies with all legal and financial reporting frameworks.

The Company maintains a comprehensive and updated list of all related parties. All transactions with related parties arising in the normal course of business are carried out on an unbiased, arm's length basis at normal commercial terms and conditions. The Company has not entered into any contract or arrangement with the related party other than in the ordinary course of business on an arm's length basis.

The Company has a policy where all transactions with related parties where majority of Directors are interested, are referred to the shareholders in a general meeting for approval. In compliance with the Code of Corporate Governance and applicable laws, a comprehensive list of all related party transactions are placed before the Audit Committee for review at the end of each quarter. After review by the Committee, the transactions are considered and approved by the Board keeping in view the recommendations made by the Committee.





## Details of all related party transactions

The Company has made detailed disclosures about related party transactions in its financial statements annexed with this annual report.

## Contract or arrangement with the related party other than in the ordinary course

During the year, no contract or arrangement was entered into with any of its related parties other than in the ordinary course of business on an arm's length basis.

## Disclosure of interest in significant contracts and arrangement by Directors

The Company's Directors do not hold any significant interest in the contracts and arrangements the Company has entered into. However, according to the policy, if any Director has a direct or indirect interest or concern in any contract or arrangement entered into or to be entered into by the Company, to disclose the nature of such interest or concern during Board meeting, in compliance with regulatory requirements. Further, such Director shall abstain from participating or voting in the Board meeting's proceedings on such agenda.

## Policy for Actual and Perceived Conflict of Interest

All Directors are obligated to avoid actual, potential and perceived conflicts of interest. Agenda points for the Board's proceedings are finalized after obtaining relevant information regarding vested interests and

quantification thereof, whereas all observations / suggestions of Board members during their proceedings are accordingly recorded.

The Company is managed on the basis of high standards of professionalism, ethics and integrity. The Company makes decisions on the choice of markets, customers and activities on an objective basis. The Company does not extend services to companies in which any of its directors have, direct or indirect, beneficial ownership of more than 20% ordinary voting shares unless:

- (1) this interest is previously disclosed;
- (2) the decision is made without the presence or participation of the individual(s) concerned.

The Company avoids all conflict of interest or appearance of impropriety by instituting a policy prohibiting the employment (whether as employee, independent contractor or otherwise) of any parent, child, grandparent, grandchild, brother or sister (or any entity controlled by any such person) of any officer, director or a person holding more than 5% shares of the Company, unless

- (1) the family relationship is fully disclosed, and
- (2) the decision to retain such services is notified to the Board of Directors.

The employees of the Company are allowed to trade in the regular / ready market only. Employee of the Company are required not involve in intraday transactions and shall retain their position for at least seven days from the date of transaction. Further, the employees shall actually settle the transaction on the settlement date. The employee are required to abstain from short selling. They are required not to transact in the future market or any other leveraged market. Further, financing of any kind is not allowed to the employees from JS Global. However, CEO is authorized to relax the said conditions if deemed necessary on a case-to-case basis. Where any non-compliance of the above is noted, the Company shall inquire in writing the reason for such violation. A copy of the inquiry letter along with response of the employee shall also be filed in the employee's personnel file maintained by HR.

## Board's Policy over Governance of Risk and Internal Controls.

In order to ensure that the key roles, responsibilities, and accountabilities required for implementing efficient governance, risk management, internal control, and compliance functions in each jurisdiction are properly defined and carried out in accordance with the Company's approved policy frameworks and applicable regulatory requirements, the Board regularly evaluates all risk governance structures and lines of defense. Please refer to Annual Report's "Risk Management Framework" section for more details.

## Board's Policy on Diversity

When it comes to work, learning, growth and achievement, JS Global is committed to encouraging an inclusive environment where everyone has an equal chance to succeed. The Company supports diversity and tries to retain a workforce that includes individuals with a range of ages, genders, abilities, and skills, as a forward-thinking company. The advancement of gender equality and diversity is a priority for our business and a crucial part of our human capital strategy. The Company also offers an inspiring work environment and rewarding career opportunities by attracting top talent and developing them into the future business leaders.

## Policy of Remuneration to Non-executive Directors

Policy of remuneration paid to non-executive Directors including independent directors is disclosed in relevant section of director's report.

## Policy of retention of fee / remuneration from Nomination on the Board of other companies

According to the Directors' Remuneration Policy, executive directors are not compensated for their attendance at Board, committee, or general meetings. This policy is also applicable to executives of the company, who likewise do not receive any fees for attending such meetings.

## Policy for Security Clearance of Foreign Directors

Foreign directors who serve on the Board are required to provide the relevant documents to the Securities and Exchange Commission of Pakistan (SECP) within the designated timeframe for security clearance by the Federal Ministry of Interior. The Company facilitates all necessary arrangements for the clearance process. The appointment of a foreign director is contingent on the provision of a security clearance certificate from the Ministry. If clearance cannot be obtained, the Company will take appropriate steps to replace the director.

## Board Meetings held Outside Pakistan.

In line with the Company Policy, all Board meetings were conducted within Pakistan.

## Succession Planning

The Company plans its manpower needs as far ahead as possible. Thus, the Company endeavors to maintain an optimal number of employees, possessing the necessary skills, experience, and qualifications, to efficiently carry out its operations.

It is the Company policy to ensure that, for each key position, there is a documented succession plan to cover the eventuality of the individual that holds that position no longer being employed by the Company.

In keeping with the Company manpower planning and internal vacancy policies, job succession planning is conducted and monitored by the relevant Departmental Heads in conjunction with Human Resources Department. Managers identify individuals who demonstrate quality performance and have potential for further growth based on their performance reviews and relevant job competencies as defined in the current and next level job descriptions. These individuals are especially monitored to assess any training and development needs or any other job-related assistance in order to prepare them for the next level job whenever it becomes available. Line Managers and Human Resources works together to identify and support these individuals and, wherever possible, the Company strives to follow this internal succession planning to promote from within existing employee ranks.

## Social and Environmental Responsibility

JS Global undertakes the responsibility of being recognized as a corporation that comprehends its social and environmental obligations. Through raising awareness among stakeholders, optimizing its operational procedures, and reinforcing these actions through various policies, the company consistently endeavors to cultivate this mindset. The primary objectives of the business are centered around providing a secure and healthy workplace, protecting the environment, and conserving energy through the use of appropriate technology and management techniques.

## Communication with stakeholders.

This section is covered under the Stakeholder Relationship & Engagement Position section of this annual report.

## Investors' relationship and grievances policy

JS Global places a high value on its relationships with shareholders and investors and is dedicated to maintaining their trust. To address and resolve grievances in a timely and effective manner and ensure shareholders' satisfaction, we have developed an Investor Grievance Procedure. This policy aims to safeguard the interests of all investors and shareholders and to ensure the prompt resolution of their complaints. We have established an internal mechanism to manage investor services and engaged an Independent Share Registrar for this purpose.

Under our Investor Grievance Policy, investors can file their complaints with the Share Registrar of the Company, who will take appropriate measures to resolve the matter or inform the Company if the complaint falls outside their purview. They can also use a designated email address, which is provided on our website's shareholder grievances section, as directed by the Securities and Exchange Commission of Pakistan (SECP).

JS Global is committed to resolving all investors' complaints within ten (10) working days of receipt. Once resolved, we communicate the resolution to the investor via email or letter, duly signed by the Company Secretary, and notify the Share Registrar, SECP, and/or Stock Exchange, as required. Our dedicated resources maintain a complete record of all complaints received through various channels, such as email, fax, post, Share Registrar, SECP, and/or Stock Exchanges, along with their corresponding replies.

## Employee Health, Safety & Protection

JS Global is dedicated to ensuring the well-being, security, and health of its workforce by reducing the likelihood of job-related harm or sickness, advancing its management procedures for health and safety goals. This directive defines the essential safety protocols that every office, and branch of the organization must adhere to, while also encouraging all personnel to foster a culture of safety for their colleagues.

## Whistle Blowing Policy

JS Global is committed to creating a climate where people can freely communicate their concerns or warn against the possibility of fraud, non-compliance with the Company's policies, code of conduct and regulatory framework, an effective reporting mechanism has been put in place.

This policy is designed to allow officers and all employees of the company to bring complaints to a designated platform. This policy governs procedures that must be followed when allegations of impropriety are made by a whistleblower and such allegations:

- (i) regardless of scope, accounting, internal accounting controls, or auditing matters, or
- (ii) regardless of the scope of liability, could cause serious damage to the Company's brand or reputation or,
- (iii) could result in a material liability to the Company. This policy establishes guidelines and procedures for handling whistleblower claims.

JS Global is committed to maintaining the highest standards of integrity and compliance with the law and its Code of Conduct. It is the responsibility of everyone in the company to assume this responsibility. By responding appropriately to allegations of non-compliance by employees, suppliers, customers, or contractors, the company can promote an environment where compliance is the norm, thereby safeguarding shareholder value.

## Policy for Safety of Records

According to the type of data (e.g. soft / hard format) and data requirements (call recordings of different markets, financial data, client communication and any other documentation retention requirement) required by different regulators (e.g. SECP, PSX, PMEX, etc.) Company will retain its data accordingly. The same shall be monitored through RM&C department checklist on periodic basis.

## Providing reasonable opportunity to the shareholder for participation in the AGM

JS Global encourages its shareholders to participate in the analyst briefing session and Annual General Meeting AGM, by circulating timely information through the Stock Exchange. Meeting requests of shareholders and their queries are addressed appropriately to their satisfaction.

## Business Continuity and Disaster Recovery Plan

JS Global Capital Limited recognizes the importance of having a well-defined Business Continuity and Disaster Recovery plan in place to ensure the protection of the Company's operations and assets in case of extraordinary circumstances. This plan is designed to ensure the continuation of business operations and to minimize the impact of any disruptive events.

### The key highlights and actions of JS Global Capital Limited's Business Continuity Plan is as follows:

- **IT Security and Data Backup:** The Management has implemented adequate IT Security measures, including real-time data backup and off-site storage of data backups at Company's Site. This ensures that data is protected and can be restored in case of any unforeseen or extraordinary event.
- **Ongoing Business Needs:** The development of the plan has been done keeping in view the on-going business needs and the environment it is operating in. This ensures that the plan remains relevant and effective in the face of changing circumstances.
- **Standard Operating Procedures:** The IT Team has been working on the Standard Operating Procedures to ensure the smooth functioning of critical business processes during a disruptive event.
- **Employee Training:** The Management ensures the training of all employees to tackle any unforeseen or extraordinary event. Employees are imparted multi-skill training, which helps in the continuity of business activities.
- **Fire Safety and Security:** To ensure the safety of employees and assets, fire alarm systems are installed in all office premises, and adequate systems are in place for extinguishing fire. The Company has also deployed adequate security staff at the Company's premises to ensure uninterrupted operations regardless of the political situation and other external factors.
- **Asset Backup and Data Recovery:** The Company ensures the backup of all the assets, whether physical or virtual. The physical assets are backed by insurance, whereas backup of

virtual assets and data is created on a routine basis. It is also regularly ensured that Data Recovery processes are operating effectively.

JS Global's Business Continuity and Disaster Recovery plan is a comprehensive plan designed to ensure the protection of overall Company's operations and assets in case of any disruptive event. The plan's key highlights and actions are regularly reviewed and updated to ensure its relevance and effectiveness.

### Disclosure of Beneficial (Including Indirect) Ownership

Mr. Jahangir Siddiqui is the ultimate benefit owner of JS Global Capital Limited, please review the segments within the annual report titled 'Ownership, Operating Structure and Relationship with Group Companies'.

### Compliance with the Best Practices of Code of Corporate Governance

Compliance with the Best Practices of Code of Corporate Governance the Board of Directors has complied with the requirements for Listed Companies (Code of Corporate Governance) Regulations, 2019, the listing regulations of the Pakistan Stock Exchange and the requirements for Financial Reporting framework of Securities & Exchange Commission of Pakistan (SECP). Statement of Compliance with the Code of Corporate Governance, Review Report by the Company's Auditors and Report of the Board's Audit Committee on adherence to the Code of Corporate Governance are also included in this Report.

## Shares Held by Sponsors Directors and Executives

Number of shares held by the sponsors, directors and executives of the Company, as on 31 December, 2022 are as follows:

Particulars	Number of Shares
Holding Company	25,525,169
Directors	8
Executives	0

## Compliance of Corporate Governance Code for Securities and Futures Broker\*

To the best of my knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or in violation of any securities and futures market laws.

Karachi: February 22, 2023.

Imtiaz Gadar  
Chief Executive Officer

\*This statement is given as per the requirement of regulations of Securities Brokers (Licensing & Operations) Regulations, 2016 and Futures Brokers (Licensing & Operations) Regulations, 2018.

## Appointment of Non-Executive Director - External Search Consultancy

The Company has a rigorous mechanism for selecting non-executive directors including independent directors. The profiles of directors are cross matched with the relevant skill set required as these are further scrutinized by regulators before assigning fit and proper criteria certificates. The Company has used the database maintained by Pakistan Institute of Corporate Governance (PICG) to select candidates for Non-Executive Independent Directors.

## Chairman's Significant Commitments

On December 23, 2022, election of directors was held as the Board completed its term. Mr. Shahab Anwar Khawaja's was re-appointed as an independent director. Subsequently on January 05, 2023, the newly elected Board has re-appointed him as Chairman of the Board. The Chairman responsibilities are disclosed separately in another section of this report.

## Government policies impact on the Company's performance

Please refer to the Directors' report for the impacts of government policies on Company's business.

## Governance Practices Exceeding Legal Requirements

The processes, procedures, corporate and other structures, policies, plans, and stakeholder interactions that control the business have been developed by the Board of Directors and Management. The Company have put in place updated procedures to make sure compliance with changing governance needs. The Company demonstrates its dedication to uphold the highest Corporate Governance standards by following the guidelines for best practices provided by Pakistan Stock Exchange Limited and Securities Exchange Commission as well as Pakistan's legal requirements for Corporate Governance. Further, the inclusion of additional information and disclosures in this Annual Report on Corporate Governance depicts the Company commitment to go beyond the minimal legal obligations.

## External auditors

- The statutory Auditors of the Company, KPMG Taseer Hadi & Co. Chartered Accountants, have completed their audit assignment of the "Company's Financial Statements" and the "Statement of Compliance with the Code of Corporate Governance" for the financial year ended December 31, 2022.
- The Auditors attended the Audit Committee meeting where their audit report was discussed and external auditor has discussed the major areas concerning their audit with the members of Audit Committee.
- The Auditors do not provide any services other than external audit of the Company. The audit firm has no financial or other relationship of any kind with the Company except that of External Auditors.
- The statutory Auditors of the Company, KPMG Taseer Hadi & Co. Chartered Accountants stand eligible for reappointment for financial year ending on December 31, 2023. Audit Committee has recommended the appointment of KPMG Taseer Hadi & Co. Chartered Accountants as auditors of the Company along with its remuneration to board who recommends the same for members' approval at the forthcoming Annual General Meeting.

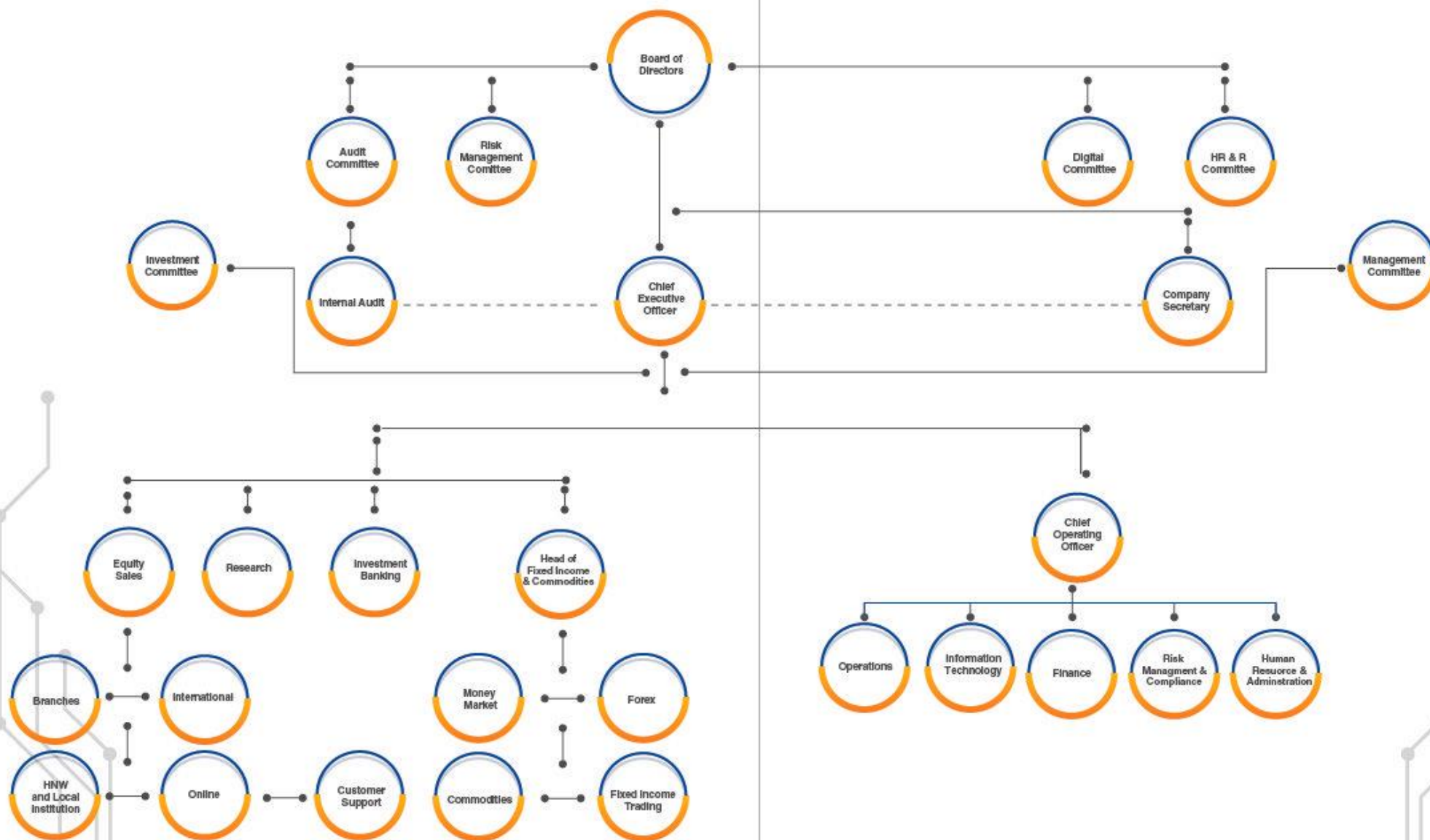
## Annual Report 2022

- The Company has issued a very comprehensive Annual Report which besides presentation of the financial statements and the Directors' Reports of the Company, also discloses other information much in excess of the regulatory requirements to offer an in depth understanding about the management style, the policies set in place by the Company, its performance during the year, and future prospects to various stakeholders of the Company.
- The information has been disclosed in the form of ratios, trends, graphs, analysis, explanatory notes and statements etc., and the Audit Committee believes that the Annual Report 2022 gives a detailed view of how the Company evolved, its state of affairs and future prospects.

## The audit committee

- The Audit Committee believes that it has carried out responsibilities to the full, in accordance with Terms of Reference approved by the Board which includes principally the items mentioned above and the actions taken by the Audit Committee in respect of each of these responsibilities. Evaluation of the Board's performance, which also included members of the Audit Committee was carried out separately and is detailed in the Annual Report 2022.

# Organization Structure



## Report of the Audit Committee

The members of the Audit Committee are pleased to present their report to the shareholders for the year ended December 31, 2022.

We would like to make the following submissions:

### Composition of the audit committee

The Audit Committee comprises of three non-executive directors including one Independent Director, who is also the Chairperson of the Committee. The members of the Audit Committee are qualified professionals and possess enriched experience of working at the Boards & Senior Management levels of entities operating in various sectors. Further, two members are qualified as financial literates as per Code of Corporate Governance. The Company Secretary is the Secretary of the Audit Committee. Chief Financial Officer of the Company attends the meeting by invitation, while the Committee meetings are attended by the external Auditors and internal auditors on requirement basis.

### The financial statements

The Committee has concluded its annual review of the conduct and operations of the Company during 2022, and reports that:

- The annual financial statements for the year ended December 31, 2022 have been prepared on a going concern basis under requirements of Companies Act 2017, incorporating the requirements of the Code of Corporate Governance, International Financial Reporting Standards and other applicable regulations.
- There were no issues in the application of Companies Act 2017, and these financial statements present a true and fair view of the Company's state of affairs, results of operations, profits, cash flows and changes in equity of the Company for the year under review.
- Appropriate accounting policies have been consistently applied except for the changes, if any, which have been appropriately disclosed in the financial statements.
- The Chairman of Audit Committee, Chief Executive Officer and the Chief Financial Officer have endorsed the financial statements of the Company, while the Directors' Report is signed by the Chairman of Audit Committee and the Chief Executive Officer. They acknowledge their

responsibility for true and fair presentation of the Company's financial condition and results, compliance with regulations, applicable accounting standards and establishment and maintenance of internal controls and systems of the Company.

- Accounting estimates are based on reasonable and prudent judgment. Proper and adequate accounting records have been maintained by the Company in accordance with the Companies Act, 2017. The financial statements comply with the requirements of the Fourth Schedule to the Companies Act, 2017 and the external reporting is consistent with management processes and adequate for shareholder needs.
- All Related Party transactions have been reviewed by the Committee prior to approval by the Board.
- The Company has issued a "Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations 2019" which has also been reviewed and certified by the External Auditors of the Company.
- Understanding and compliance with Company codes and policies has been affirmed by the members of the Board, the Management and employees of the Company. Equitable treatment of shareholders has also been ensured.

- Trading and holdings of Company's shares (if any) by Directors & executives or their spouses were notified in writing to the Company Secretary along with the price, number of shares, form of share certificates and nature of transaction which were notified by the Company Secretary to the Board within the stipulated time. All such holdings have been disclosed in the Pattern of Shareholding.
- Closed periods were duly determined and announced by the Company, precluding the Directors, the Chief Executive and executives of the Company from dealing in Company shares, prior to each Board meeting involving announcement of interim / final results, distribution to shareholders or any other business decision, which could materially affect the share market price of the Company, along with maintenance of confidentiality of all business information.

### Risk management and internal control

- The Company has developed a sound mechanism for identification of risks and assigning appropriate criticality level and devising appropriate mitigation measures which are regularly monitored and implemented by the management across all major functions of the Company.
- The Company has devised and implemented an effective internal control framework which also includes an outsourced independent internal audit function.
- The Internal Auditors is responsible for monitoring of compliance, inherent and other risks associated with the internal controls and other areas of operations of the Company.
- The Company's approach towards risk management has also been disclosed in the relevant portion of the Directors' Report.

### Internal audit

- The Company's system of internal controls is sound in design and has been continually evaluated for effectiveness and adequacy.
- The Audit Committee has ensured the achievement of operational, compliance, risk management, financial reporting and control objectives, safeguarding of the assets of the Company and the shareholders' wealth at all levels within the Company.
- The independent outsourced Internal Audit function has carried out its duties under the charter defined by the Committee. The Committee has reviewed Internal Audit findings as reported by internal auditors via its reports on quarterly basis in its meeting, taking appropriate action or bringing the matters to the Board's attention where required.
- Audit Committee has provided proper arrangement for staff of independent outsourced internal audit function and management to report to Audit Committee in confidence, concerns, if any, about actual or potential improprieties in financial and other matters. Adequate remedial and mitigating measures are applied, where necessary.
- The Head of Internal Audit (Internal audit coordinator) has direct access to the Chairperson of the Audit Committee and independent outsourced internal audit function has staff with sufficient internal audit acumen and that the function has all necessary access to Management and the right to seek information and explanations.
- Coordination between the External and Internal Auditors was facilitated to ensure efficiency and contribution to the Company's objectives, including a reliable financial reporting system and compliance with laws and regulations.



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Chartered Accountants  
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+92 (21) 35385847, Fax +92 (21) 35685095

#### INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of JS Global Capital 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 JS Global Capital Limited ("the Company") for the year ended 31 December 2022 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 Company. Our responsibility is to review whether the Statement of Compliance reflects the status of the Company'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 Company's personnel and review of various documents prepared by the Company 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 Company's corporate governance procedures and risks.

The Regulations require the Company 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 Company's compliance, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the year ended 31 December 2022.

Date: 7 March 2023

Karachi

UDIN: CR202210106rc9GXHJES

KPMG Taseer Hadi & Co.  
Chartered Accountants

KPMG Taseer Hadi & Co., a Partnership firm registered in Pakistan and a member firm of the KPMG global organization of independent member firms affiliated with KPMG International Limited, a private English company limited by guarantee.

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

Name of Company: JS Global Capital Limited

Year end : December 31, 2022

The company has complied with the requirements of the Regulations in the following manner:

1. The total number of directors are Eight (8) including CEO who is deemed director as per the following:

Gender	Number of Directors
Male	Seven (7)
Female	One (1)

2. The composition of the Board is as follows:

Category	Name of Directors
Independent	<ul style="list-style-type: none"> <li>Mr. Shahab Anwar Khawaja</li> <li>Mr. Maximilian Felix Scheder</li> </ul>
Non-Executive	<ul style="list-style-type: none"> <li>Mr. Fahad Viqar Siddiqui</li> <li>Mr. Amin Muhammad Virani</li> <li>Mr. Anis Waqas</li> <li>Syed Jafar Raza</li> </ul>
Executive	<ul style="list-style-type: none"> <li>Mr. Imtiaz Gadar</li> </ul>
Female	<ul style="list-style-type: none"> <li>Ms. Zubina Asad Sadick* (Non-Executive)*</li> </ul>

\* resigned subsequent to year end.

- The directors have confirmed that none of them is serving as a director on any other listed company, except JS Global Capital Limited.
- The company has prepared a code of conduct and has ensured that appropriate steps have been taken to disseminate it throughout the company along with its supporting policies and procedures;
- The Board has developed a vision/mission statement, overall corporate strategy and significant policies of the company. The Board has ensured that complete record of particulars of the significant policies along with their date of approval or updating is maintained by the company;
- 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 Act and these Regulations;

- All meetings of the Board were presided over by the Chairman. The Board has complied with the requirements of Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of the Board;
- The Board has a formal policy and transparent procedures for remuneration of directors in accordance with the Act and these Regulations;
- The Board has arranged Directors' Training Program and is duly complied with the requirements of Regulation 19 which required Certification of at least 75% of the Directors on the Board of the Company.

During the year, the Board of Directors has completed their tenure on December 23, 2022. Election of Directors were held and the directors elected are expected to acquire prescribed Certifications within twelve (12) months as stipulated under the Regulations.

- There is no new appointment of Chief Financial Officer and Head of Internal Audit during the year. Further, the Board has approved the appointment of Company Secretary including his remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations;
- Chief Financial Officer and Chief Executive Officer duly endorsed the financial statements before approval of the Board;
- The Board has formed committees comprising of members given below:

**a) Audit Committee**

- Mr. Maximilian Felix Scheder
- Mr. Amin Muhammad Virani
- Syed Jafar Raza

**b) Human Resource and Remuneration ("HR&R") Committee**

- Mr. Shahab Anwar Khawaja
  - Mr. Fahad Viqar Siddiqui
  - Mr. Imtiaz Gadar
  - Ms. Zubina Asad Sadick\*
- \* resigned subsequent to year end.

**c) Risk Management Committee**

- Mr. Shahab Anwar Khawaja
- Mr. Amin Muhammad Virani
- Syed Jafar Raza
- Mr. Imtiaz Gadar

**d) Digital Committee**

- Mr. Maximilian Felix Scheder
- Mr. Fahad Viqar Siddiqui
- Mr. Waqas Anis
- Mr. Imtiaz Gadar

**e) Nomination Committee**

There is no Nomination Committee constituted by the Board as the Board does not consider necessary to form this Committee considering circumstances of the Company as per Regulation 29 of the Code, according to which constitution of Nomination Committee does not seem to be mandatory.

\*\*The above committees were formed subsequent to year end in the Board meeting held on January 05, 2023 as the election of directors were held on December 23, 2022.



## Role of Chairman and CEO

### Role of Chairman

The Chairman of the Board serves as a prominent leader of the Board of Directors and is entrusted with various roles and responsibilities aimed at monitoring the company's decision-making processes and safeguarding its commercial interests. In addition to overseeing the Board's activities, the Chairman's duties include:

- Providing leadership and direction to the Board of Directors, managing its activities, and aligning its goals and decisions with those of the company's management.
- Ensuring that the Board stays focused on achieving its objectives and remains on the right track.
- Presiding over the Board's meetings and general meetings, ensuring that they are conducted effectively and that key agendas are discussed, leading to valuable conclusions and decisions.
- The Chairman is also responsible for overseeing the Board's key decision-making activities.
- Exercising the powers and authorities vested in and conferred to the Chairman under the Terms of Reference of Board Committees, as approved by the Board of Directors.

### Role of Chief Executive Officer:

The Chief Executive Officer (CEO) of the Company is entrusted with the power to direct, manage, administer and control the affairs of the Company, subject to the control and directions of the Board. The CEO is responsible for implementing the Board's strategies, policies and decisions, and their terms

and conditions of appointment are determined by the Board of Directors. The CEO is also a director and entitled to all the rights and privileges and subject to all the liabilities of that office. The CEO possesses leadership qualities such as correct anticipation of business trends, opportunities and priorities affecting the institution's prosperity and operations.

- The CEO's responsibilities include executing and implementing the company's strategies, policies, and business plans approved by the Board.
- The CEO is responsible for achieving the performance targets set by the Board and ensuring that these targets are communicated across the organization as the standards to be achieved by the management.
- Maintaining effective communication with the Chairman and the Board is another key responsibility of the CEO, and they must bring all important matters to their attention.
- The CEO is responsible for ensuring that all strategic and operational risks are effectively managed to an acceptable level and that an adequate system of internal controls is in place for all major operational and financial areas.
- Encouraging and inculcating a culture of the highest moral, ethical, and professional values in all business dealings of the company is also a key responsibility of the CEO.

- The terms of reference of the aforesaid committees have been formed, documented and advised to the committee for compliance;
- The frequency of meetings of the committee were as per following:
  - Audit Committee – Quarterly
  - HR&R Committee – At least yearly and as and when required
  - Risk Management Committee – Quarterly
- The Board has outsourced the internal audit function to the Holding Company who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the company;
- The statutory auditors of the company 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 Audit Oversight Board of Pakistan, that they and all their partners are in compliance 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 close relatives (spouse, parent, dependent and non-dependent children) of the chief executive officer, chief financial officer, head of internal audit, company secretary or director of the company;
- 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;
- We confirm that all requirements of regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations have been complied with.

The explanation as required under these regulations are as follows;

Regulation 6: Currently two (2) independent directors have requisite competencies, skills, knowledge and experience to discharge and execute their duties competently as per laws and regulations under which hereby fulfil the necessary requirements; not warrant the appointment of a third independent director.

- There was no non-compliance with any other requirements.

Shahab Anwar Khawaja\*\*\*  
Chairman

Imtiaz Gadar  
Chief Executive Officer

Dated: February 22, 2023  
Karachi

\*\*\*Mr. Shahab Anwar Khawaja was re-appointed as the Chairman of the Board on January 05, 2023.

P<sub>3</sub> L<sub>1</sub> A<sub>1</sub> N<sub>1</sub>

## Strategy & Key Performance Indicators

# SWOT Analysis

## S Strengths

Our brand and reputation are strong, which help us acquire and retain customers.

Our high-quality services guarantee customer satisfaction and loyalty.

We have a strong balance sheet with adequate working capital within a strong financial sector group.

We have a large branch network across the country and are present in major cities.

Our consistent vision for growth keeps us focused on achieving our objectives.

Our customer base is rapidly expanding.

## O Opportunities

Creating and maintaining a competitive advantage in the digital financial services sector can provide significant opportunities for growth.

Introducing new and innovative products to meet changing customer needs can result in increased revenue.

Focusing on providing high-quality services can help us retain current clients while also attracting new ones.

## T Threats

Regulatory changes may have an impact on our operations and raise our compliance costs.

New taxes, duties, and levies may reduce our profitability.

Unfavorable changes in the political environment may cause instability and disrupt our operations.

## W Weaknesses

Low trading volumes on the stock exchange have an impact on our revenue.

Business fundamentals are overly sensitive to macro and political developments.



# Strategic Objective

JS Global is committed to achieving its longstanding objective of sustained growth and excellence in the Corporate Equity Brokerage Sector of Pakistan. To realize this goal, the company has adopted a multi-faceted strategy that emphasizes digital transformation and aligns with its core values. Our aim is to maintain our position as the leading brokerage firm, and expand our reach in the marketplace. Through focused efforts, we seek to enhance the overall value proposition we offer to our customers and stakeholders and to drive success in every area of our business.

### Short Term:

- JS Global's main priority in the upcoming period is to provide its clients with an exceptional experience which includes provision of innovative and digital solutions that broaden our product and service offerings and add immense value for the customers.

We take our clients' interests seriously and are committed to maintaining a secure operational environment via continuous improvement of our risk management practices.

### Medium Term:

- Our objective is to consolidate our status as the leading brokerage firm in Pakistan by focusing on the needs of our clients and delivering excellent customer service.






Additionally, we aim to enhance our internal procedures and systems to increase productivity and reduce expenses.

### Long-Term:

- To achieve sustainable growth and maximize shareholder value, we believe that the company needs to play a role in expanding the addressable market for its products and services.

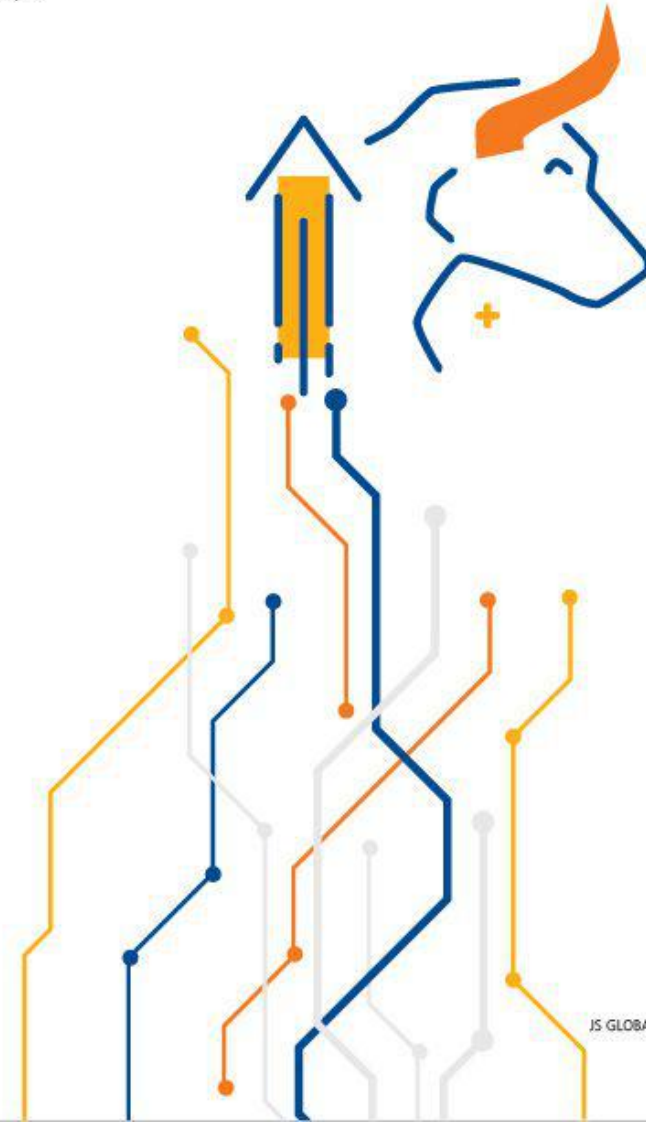
Furthermore, we believe that leveraging innovation and technology will be crucial in solidifying our status as a leading player in Pakistan's brokerage business and also stay updated with global market trends.

The Company's business model is in accordance with the guidance as set out under section 4C of the International Integrated Reporting Framework.

	Key Input	Process	Output & Outcome
 <b>Investors</b>	Investors have placed their trust in us by investing in our value-addition strategy.	We allocate capital efficiently and invest in areas which offer best prospects for growth and long-term returns.	Assets: Rs. 5,357.041 million, PAT: Rs. 76.121 million, EPS: Rs. 2.77, ROA: 1.27% and ROE: 3.41 %
 <b>Employees</b>	We have a team of competent professionals with required skill sets to run the company effectively.	We ensure enhanced productivity with a focus on talent management, retention, training and integrating versatile resources.	Total number of Employees: 173; across major cities of Pakistan
 <b>Customers</b>	We have a focused strategy to maintain a healthy pace of customer acquisition especially New to Market (NTMs)	We not only deliver the best services to enhance our brand, but also understand the needs of our customers.	All Institutional and international customers with digital trading platform, with Eight (8) Branches in all major cities in Pakistan.
 <b>Regulators &amp; Government</b>	Ongoing monitoring and guidance ensure transparency and consistency in operational practices and reporting.	A separate compliance section to ensure that all regulatory requirements are adhered to in a timely and accurate manner.	Compliant Financial & Other Regulatory Reporting. Contribution to GDP  Tax paid: Rs. 68.652 Million
 <b>Community</b>	Ensuring a strong ownership of community and environment in line with group ethos.	Working to improve collaboration with our communities for delivering our social responsibilities and conducting business without causing disruptions in the society	Donations: Rs 1.5 Million

## The Value Chain

JS Global is one of the largest brokerage and investment banking firms in Pakistan, with a dominant position in domestic capital markets. JS Global's role is to act as an intermediary between buyers and sellers to facilitate a financial market transaction. Brokerage firms are typically compensated through commissions or fees that are billed after the transaction has been completed successfully. The Company's primary business activities include equity brokerage, money market brokerage, forex brokerage, commodity brokerage, investment banking, and equity research. JS Global adds value to its business model through its people, system, and relationships.



## Competitive Landscape and Market Positioning

### Competitive Landscape:

JS Global operates in a highly competitive industry, with over 200 brokerage firms licensed by the Securities and Exchange Commission of Pakistan.

Out of these, only 20 have Entity Ratings and 19 have Broker Management Ratings, with just 9 listed on the Pakistan Stock Exchange.

JS Global stands out as one of Pakistan's oldest and premier brokerage & financial services firms, with a strong market reputation and presence.

### Market Positioning:

JS Global is a leading provider of a diverse range of financial services, including Investment Banking; brokerage for Equity Trading, Money Market, Foreign Exchange Trading, Commodities Trading, and Equity Research.

The company is backed by reputable domestic shareholder, namely JS Bank Limited, and is listed on the Pakistan Stock Exchange.

The company has a large network of branches throughout the country and has completed the largest private sector IPO in Pakistan, raising PKR 6.43 billion from institutional, individual, and foreign investors.

JS Global was the first designated Market Maker and Authorized Participant of ETF for all funds on PSX. It has been at the forefront of developing new products and services for Pakistan's capital markets.

JS Global Capital Limited was recognized for its outstanding performance during the period and received numerous awards, including runner-up status in categories such as Best Transaction of the Year 2021, Best Equity Analyst FY22, and Best Equity Sales Person FY22 by the CFA Society Pakistan.

This year, JS Global Capital Limited has also been internationally recognized by a leading global publication, receiving 14 awards across various categories including several individuals in Sales and Research were recognized as top performers in their respective categories, highlighting the company's strong dedication to achieving excellence. In addition, the Company received a Certificate of Merit at the Best Corporate Report 2021 Awards.

Please refer to the 'Journey So Far' section of this Annual Report for further information on the significant achievements.

## The political environment where the organization operates and other countries that may affect the ability of the organization to implement its strategy.

The political and regulatory environment in country can have a significant impact on the stock brokerage industry, as government policies and regulations can directly affect brokerage firms' ability to operate effectively. For example, changes in tax policies or new regulations on foreign investments can have an impact on the industry's overall profitability.

Furthermore, country's political stability is critical to the stock brokerage industry. Political unrest or instability can lead to uncertainty and potential disruptions in the industry, whereas a stable

government and a peaceful environment can provide a favorable climate for business growth.

Moreover, the relationships and policies of other countries can have an impact on Pakistan's stock brokerage industry's ability to implement its strategy. For instance, changes in the trade policies of major trading partners such as China, the US, or the EU can affect the performance of the Pakistani economy and indirectly impact the stock market.

## Significant changes from prior years

There is no significant deviation from our core strategic directions and objectives. Strategic direction and objectives are outlined in different sections of this annual report.

## Future outlook and Forward Looking Statement.

Despite severe macro-level challenges, JS Global remains strongly positioned to achieve sustainable growth and generate long-term value for its shareholders. In order to further extend our reach and consistently provide exceptional services to our clients, we will pursue expansion of our digital presence and strive to expand our market share. The Directors' Report of JS Global effectively articulates the future outlook of the company's external environment as well as the company's forward-looking statement.

Forward looking statement including expectations about known trends and uncertainties that may affect the Company's resources, revenues and operations in the short, medium and long term are tabulated as follows:

### Volatility in Financial Markets: (Short Term)

Pakistani stocks continued to be volatile and gloomy as the macroeconomic and political crisis deepened, with the benchmark KSE-100 Index decreasing by 9.4% in 2022 while volumes also receded by 50%. Since the majority of JS Global's revenues are based on equity volumes, any further volatility in markets leading to further decline in stock market activity could affect the company's bottom line.

JS Global uses equity-hedged transactions in the Ready-Future Market to mitigate the impact of price volatility. The Company's Investment Committee adheres to a formal Statement of Investment and Operational Policies (SIOPs) approved by the Board. Prior to making any investment decisions, the Investment Committee conducts regular appraisals and research.

### Effect of Interest Rate Change (Short Term and Long Term)

The State Bank of Pakistan (SBP) maintained a prudent stance and raised the key policy rate by 625bps in CY22 to 16.0% due to ongoing global and domestic supply shocks, depreciation of the Pakistani rupee and declining reserves. Any further changes in SBP's policy rate is likely to impact the Company's bottom line.

The financial impact of any change in interest rate on the bottom line of JS Global is described in Note 34 to the annexed financial statements.

In order to finance its operations, JS Global predominantly uses equity capital and its usage of debt is restricted to a manageable level. Interest rate changes are closely watched. Long-term bank loans issued by the Company are tied to KIBOR and are repriced on the date of each reset.

### Progress in 2022

The Company's performance was negatively affected by the challenging environment, which led to a 9.4% decline in the benchmark KSE-100 index in CY2022. Investor confidence nosedived with a 52% and 59% contraction in average daily trading volumes and average daily trading value respectively directly impacting the Company's operations and performance. However, despite the unfavorable scenario, equity, commodities and fixed income brokerage divisions of the Company were able to increase their respective market shares. In addition, the Company's management was able to reduce costs by 4% compared to the previous year, despite inflationary pressures.

Notwithstanding the challenges faced, the Company has been honored with several prestigious awards for its exceptional performance, including Best Transaction of the Year 2021 (Runner-Up), Best Equity Analyst of the Year FY22, and Best Equity Sales Person of the Year FY22, awarded by the CFA Society Pakistan. The Company was also presented with a Certificate of Merit at the Best Corporate Report 2021 Awards. Moreover, the Company received international recognition from 'Asia Money,' securing 14 awards in different categories. These accolades serve as a testament to the Company's unwavering commitment to excellence.

### Sources of Information and Assumptions used for Projections / Forecasts

The future projections and forecasts are based on certain assumptions after critically analyzing the current macroeconomic conditions, historical trends, and prospective developments as well as other relevant factors that might have an impact on the Brokerage Industry.

The external information, such as industry trends, macro, and microeconomic factors and, market dynamics reliable sources i.e., Bloomberg, Business newspapers and Research reports.

The management internally carries out a corporate planning activity to forecast future revenues and trends for the Company while considering the market dynamics, seasonal variations, and international economic trends. The Board critically scrutinizes the budgets and forecasts. The future projections are based on management's best judgments and estimates.

### Uncertainties that could Affect the Company's Resources, Revenues and Operations

All projections are inevitably subject to risks and uncertainties, some of which are unavoidable. The following variables could affect the company's assets, earnings, and activities:

- Effect of climate conditions on economic activity and corporate operations;
- Disciplined fiscal policy and business taxation policies;
- Economic judgements on the discount rate and monetary policy;
- The country's political climate and law and order condition;
- Government policies and procedures;
- Disruptive technology development and cyber-attacks risk.

In order to maintain operating performance and safeguard shareholders' interest, the Company proactively examines these uncertainties and risks and makes sure that preventive and corrective measures are taken.

## The legitimate needs, interests of key stakeholders and industry trends.

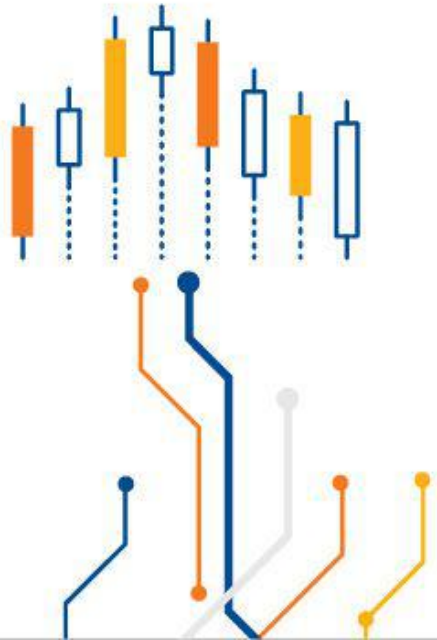
The stock brokerage industry contributes significantly to the economy by making it easier for investors to buy and sell shares. The industry's key players, including investors, brokers, and regulators, place a premium on maintaining trading transparency and fairness, protecting investor interests, and improving market efficiency. To achieve these objectives, industry trends are shifting towards stricter risk management and compliance frameworks, the use of technology to improve operational efficiency and customer service, and increased collaboration with regulators to ensure regulatory compliance. As the industry evolves, there is a growing emphasis on making financial markets more accessible to a broader range of investors by opening up the financial markets to spur economic growth.

## Strategies in place

At JS Global, we take a structured and thorough approach to assess our competitive position within the industry and operating environment. Our approach includes detailed evaluations of peer groups, macro-economic factors and thematic reviews to establish a strong foundation for our future roadmap.

Recognizing that the number of registered Unique Identification Numbers (UINs) with the National Clearing Company of Pakistan is relatively low compared to the country's total population, the Board of Directors at JS Global views this as a significant opportunity to expand our reach. To achieve this objective of expanding registered UINs, we acknowledge that leveraging technology will be critical.

As such, we have identified cutting-edge technologies, such as Fintech, and Cloud Computing as key enablers that will enhance our offering and help us in strengthening our position in the industry. By embracing these technologies, we believe we can increase the number of registered UINs and improve our overall competitiveness in the market.



## Resource Allocation

The Company recognizes the importance of all of its Capital resources in achieving its goals, including financial, human, intellectual, and natural capital. As a result, the Company ensures the availability, quality, and affordability of these capitals for effective operation. Furthermore, the Company carefully plans its resources to ensure that they can generate flows to meet future demands while adhering to regulatory minimums and maintaining an optimal risk appetite.

Effective planning ensures that the Company's capitals are integrated with its financial performance and outcomes. The Company's strategies, resource allocation plans, and risk management arrangements are intended to maximize value creation for stakeholders while increasing future capital generation.

### Financial Capital:

The Company has a sound financial management strategy entails the efficient allocation of resources and working capital through the preparing of budgets/forecasts for cash inflows and outflows, with periodic planning spanning daily, monthly, quarterly, and yearly timeframes. Additionally, engaging in timely negotiations with financial institutions to secure external financing and capitalize on opportunities contributes to sustaining a healthy working capital cycle. Moreover, liquidity needs are met by utilizing sales revenue, return on investment, and external financing, provided that it is deemed economically viable.

### Human Capital:

Human capital refers to the knowledge, skills, and experience that an organization's employees possess. The success of an organization largely depends on the quality of its human resources. Effective human capital management involves attracting and retaining talent, providing ongoing training and development, and creating a positive work culture. It is essential to ensure all employees receive equal opportunities and guidance to enhance their skills and capabilities. The company also focuses on diversity and inclusion to promote a diverse workforce and creates an inclusive environment.

### Manufactured Capital:

The physical assets that JS Global own, such as buildings, equipment, and infrastructure, are referred to as manufactured capital. Our goal is to use these resources to create an appealing environment that will attract customers. We follow strict guidelines outlined in our offices design to ensure safety,

security, energy efficiency, and maximizing natural capital benefits. Furthermore, to increase customer engagement, we strategically place our locations in all major cities in Pakistan.

### Natural Capital:

The company is currently digitizing manual processes in key areas to minimize the environmental impact. Positive contribution through promoting a paperless environment will reduce environmental burden.

### Intellectual Capital:

The Company recognizes the importance of technological progress in ensuring long-term growth and sustainability in the Corporate sector. The Company has seen remarkable advances in technology integration, such as digital trading channels. In order to become Pakistan's most innovative brokerage house, the company has leveraged cutting-edge technology to provide customers with end-to-end solutions.

Software upgrades, process reengineering, technological solutions tailored to customer needs, secure channels, and digitization all play a role in the company's progress and sustainability. The company intends to continuously adopt and implement cutting-edge digital solutions, as well as to build internal capacity to achieve technological advancement.

### Social and Relationship Capital:

JS Global embraces its responsibility of contributing to the overall society through direct and indirect initiatives. The Company's efforts towards digitization will result in a significant decline in paper usage. CSR activities are dealt with at the Group level, underlining the importance with which social responsibility is regarded within the group. Please refer CSR activities section of this annual report for further details.

## Key resources and capabilities of the Company which provide sustainable competitive advantage.

JS Global's competitive advantage in the market stems from a number of factors that sets us apart from our competitors. Some examples are provided below:

### Superior Trading Experience:

Our team of experienced traders possess the necessary skills and knowledge to effectively execute trades in a seamless manner. Their efforts are aided by a trading platform that is simple to navigate and offers a wide range of trading tools to assist them in making informed decisions.

### Advanced Technology Infrastructure:

JS Global has invested heavily in technology to ensure that the trading platform is fast, reliable, and secure. We employ latest technology that provides real-time market data and analysis, allowing traders to make timely decisions.

### Comprehensive Research Capabilities:

JS Global has a fully dedicated research team that provides comprehensive research reports and analysis to its clients. This research focuses on a variety of topics, such as market trends, company analysis, and economic data.

### Strong Institutional Foundation:

JS Global has a strong institutional foundation, having formed alliances with other financial institutions such as banks, asset management firms, and family businesses. These collaborations allow us to offer a broader range of financial products and services to our clients.

By combining these factors, JS Global has gained a competitive advantage in the market, allowing them to attract and retain clients who value a superior trading experience, advanced technology infrastructure, extensive research capabilities, and a strong network of partnerships.

## Value created by the business

By leveraging its resources and competencies, JS Global strives to create value for its stakeholders. They create value for each of their stakeholders in the following ways:

### Shareholders:

JS Global aims to provide solid and long-term investor returns by pursuing a sound investment strategy that is aligned with the interests of its shareholders. We plan to do so through careful risk management, a disciplined approach to capital allocation, and a commitment to financial transparency.

### Employees:

JS Global prioritizes personal and professional development of its employees and promotes an inclusive workplace culture that values diversity, equity, and inclusion. We offer training and development opportunities, competitive compensation packages and a variety of benefits to ensure that our employees feel valued and part of the JS Global family.

### Customers:

JS Global places a high priority on offering top-notch customer experiences at both the front and back office levels. To satisfy the demands of our clients, we offer a range of goods and services, and the customer service team is committed to making each engagement with the business positive and beneficial.

### Community:

JS Global is committed to enhancing the general public's health and wellbeing. They achieve this by contributing to local projects and spending money on activities that advance social, physical, and academic well-being. Examples of these include charitable endeavors, volunteer work, and community outreach initiatives.

### Regulators:

JS Global keeps lines of communication open with the regulators in an effort to enhance the overall business environment. We work closely with regulators to foster accountability and openness and make every effort to comply with all applicable laws and regulations.

### Suppliers:

Since JS Global is not a manufacturing concern, it does not have any key suppliers. However, JS Global builds and maintains strong relationships with its vendors who provide equipment and materials for administrative purposes. We achieve this through encouraging close working relationships, establishing open lines of communication, and making sure that our vendors are handled fairly and ethically. As a result, companies are able to guarantee a steady flow of high-quality products and services, which is advantageous to our clients and stakeholders.



## Technological change

The impact of technology's continuous evolution and the necessity for flexibility and adaptability are fully recognized by JS Global. Startups and FinTechs are upending the digital environment, creating constructive chaos and opening up possibilities for innovation. By reducing costs and leveraging cutting-edge technology, JS Global promotes operational efficiency while using digital trading platforms to increase its clientele. With an ecosystem designed for capital market transactions, the Company hopes to surpass client expectations and change the trading environment. To maintain its competitive advantage and make sure that its personnel is prepared for the digital age, JS Global makes investments in data analytics and infrastructure enhancements.

## Social Concerns

JS Group's strategy and resource allocation are influenced by societal concerns. Among the most important societal issues are population and demographic shifts, human rights, health, and poverty, as well as societal ideals and educational institutions.

As a responsible corporate citizen, JS Global (and the JS Group) makes concerted efforts to fulfill its obligation to society. Giving back is a crucial part of our group ethos and the means by which we can effect positive change. As a brokerage firm, we place a priority on assisting the fields of leadership development, sports, arts, and culture, as well as health, education, and social welfare. Communities across Pakistan have been severely damaged and are still suffering as a result of the human, health, and economic crises brought on by the floods in 2022. The JS Group stayed at the fore, playing its part in assisting the underprivileged and disadvantaged sectors of society by aiding them in recovering flood damages through CSR projects.

## Strategy Development Process

JS Global develops well-thought-out initiatives in an effort to optimize long-term shareholder value. The fundamental objective of JS Global is to increase long-term shareholder value through well-intentioned initiatives. The health of the economy, the level of competition, the legal system, consumer trends, and geopolitical conditions are just a few of the factors that influence our strategy. We create plans to carry out our goals, and we use key performance indicators to monitor progress. The strategic vision of the Board serves as the foundation for our approach of generating strategies, and management strives to achieve objectives that are consistent with that vision.



### Implement

Implement, revisit and update the plan depending on specific circumstances.

### Vision

Gain competitive advantage to become a market leader.

### Strategy Rollout

Strategy to Execute Short Term - Medium Term - Long Term plan related to the initiative

### Strategic Thinking

SWOT analysis, peer review, world overview, economic outlook, and company model analysis.

### Discover

Defining the value proposition of any initiative.

## Key Performance Indicators and future relevance

As a Company, we maintain a rigorous evaluation of our strategic objectives to ensure their alignment with the dynamic economic, political, social, global, demographic, technical, and regulatory contexts that impact our performance, operations, and resources. To achieve these goals in accordance with our strategy, the Board actively supports the Management. We place significant emphasis on ensuring that our short, medium, and long-term KPIs remain relevant, and we regularly realign our short and medium term goals while keeping KPI progress in mind.

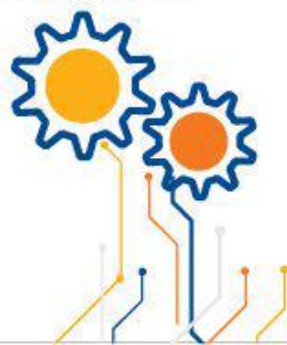
### Corporate Strategy:

The corporate strategy of JS Global aims to create value for shareholders by strategically expanding business opportunities that align with company's core competencies. This strategy involves identifying growth opportunities in both domestic and international target markets, as well as exploring potential mergers & acquisitions.

To achieve this objective, JS Global will continue to focus on providing exceptional services to its customers, maintaining a strong brand image, and enhancing its presence in the capital markets. The company will also invest in its human capital, technology, and infrastructure to support its growth strategy.

Moreover, the company will aim to achieve sustainable growth by adopting best practices in corporate governance, risk management, and compliance. This will enable JS Global to maintain the trust and confidence of its stakeholders, which is essential to building a successful and enduring business.

- Increasing Market Share:**  
 The goal is to increase market share by implementing a comprehensive digital strategy that complements brick and mortar infrastructure and offers customers innovative trading solutions and enhances operational efficiency.
- Brand Value and Customer Confidence:**  
 JS Global has established a strong brand image by providing high-quality services to customers and developing long-term relationships with them.
- Innovation:**  
 JS Global is focusing on business process and digital transformation to enhance investment, technological capabilities, and create an environment that allows technology to fully realize its potential.
- Shareholders' Equity:**  
 The aim is to increase return on investment by implementing sound risk management practices, monitoring risks effectively, and aligning all strategies to meet shareholder expectations.



Key Performance Indicator (KPI)	Strategic Initiatives	Plans/Strategies for Achieving Goals	Future Relevance
Increasing market share	Become the top franchise by regaining and expanding market share through outperform our clients' expectations providing quality services and digitization.	JS Global should seize the opportunity to advance innovation and technology. Delivering excellent services that significantly outperform our clients' expectations must be our main focus to maintain our position as the industry leader. JS Global is aiming for excellence and exploring new avenues for service enhancement, we may continue to raise the bar for others to follow. Accepting the challenge of developing technology, we will use it to improve our services to maintain our position as the industry leader in future.	✓
Brand value and customer confidence	Premier brokerage and financial services firm.	In order to make sure that our brand strategy is in accordance with our business goals and target audience, JS Global believes that performing frequent brand reviews will help identify areas for improvement and effectively represent our unique value offer.	✓
Innovation	Innovation through technology	JS Global is ramping up business process and digital transformation activities to ensure the greatest investment choices, advance technological capabilities, and build an environment that will allow technology to fully realize its promise and power.	✓
Improve Return on Equity and Return on investment	Maximize long-term shareholder value and sustainable returns.	Return on equity and investment can be achieved by putting in place efficient target monitoring, managing risks well, and synchronizing all KPIs in order to meet shareholder expectations.	✓

This Way ?

That Way ?

# Risks and Opportunities

## Board of director's statement on comprehensive analysis of the main risks the company faces

The Board of Directors and its subcommittees, using a variety of internal and external analytical data, with the assistance of management, have carried out a thorough review of a number of significant risks, including Credit Risk, Market Risk, Interest Rate Risk, Operational Risk and Liquidity Risk. To manage any risk that could adversely influence the company's objectives, performance, and financial viability, the Company has designed and put in place the necessary policies, procedures, systems, controls, and frameworks.

### Risk Management

Board's efforts for determining the company's level of risk tolerance by establishing risk management policies.

The Management recognizes the risks to which the Company is exposed to, which are reviewed by the Board of Directors and the Board of Directors ensure that the required culture, practices and systems are in place to address such risks.

The Board sets the company's risk tolerance and manages risk by approving a Risk Management Policy. It reviews business risks regularly to ensure that management has effective risk identification, management, and internal controls to safeguard the Company's assets, resources, reputation, and shareholder interests. The Board also reviews reports from external parties to stay informed about important operational and financial matters.

### The Board shall mainly be responsible for the following risk management activities:

- Oversight of an integrated Company-wide risk management framework;
- Establishing a Company-wide strategy incorporating the risk management strategy;
- Defining the overall risk appetite of the Company and maintaining adequate capital for carrying out business activities under various business lines and products;
- Defining the risk management policies;
- Ensuring implementation of the risk management framework, and maintaining adequate and capable infrastructure to support the framework;
- Reviewing exception reports prepared by the Risk Management Division highlighting deviations of activities and operations from established standards; and
- Regularly reviewing significant risk issues to determine their impact on the Company's strategy and aligning the strategy to address the existing or potential risks.

### Strategy to Mitigate the Risk

Risk is referred to as a possibility that the outcome of an action or event could bring adverse impacts resulting in direct losses of earnings/capital, or imposition of constraints on the Company's ability to meet its business objectives. Risks may therefore potentially hinder the Company's ability to continue its ongoing business as planned, or to take benefit of opportunities to enhance stakeholder value.

The Company has implemented sound risk management policies and controls which are depicted in our entity rating of AA and A1+ for the long and short term, Broker Management Rating of BMR I and Broker Fiduciary Rating BFR I.

These risks and their sub-categories are defined as follows for which the Company's management shall ensure effective management through an integrated Company-wide risk management and Internal Control mechanism.

### Risk Management Framework:

JS Global Capital Limited has a robust risk management framework that is designed to assess and mitigate risks to minimize their potential impact and support JS Global's long-term business strategy. The Company continuously conduct risk assessments to gain a comprehensive understanding of its key risks, and then allocates ownership to drive specific actions to mitigate them. We recognize that uncertainties and risks can influence the achievement of our corporate goals and objectives, so we manage these risks while also identifying and pursuing opportunities.

Our material issues and principal risks are integrated into our business planning processes and are closely monitored by our Board of Directors. We prioritize and rank risks based on their impact on JS Global and the probability of their occurrence. We then develop and implement appropriate mitigating strategies and action plans to address identified risks.

Our continuous focus on risk management has enabled us to maintain all our risk management routines and ensure business continuity. We remain committed to identifying, assessing and mitigating risks as we continue to pursue our strategic objectives.

## Sources of Risks and Opportunities (Internal and External)

The company encounters numerous risks during its day to day operational activities as a result of the ever-changing business environment. Both internal and external factors play a role in these risks. The following key risks are properly monitored, evaluated and addressed:



### Framework:

Sr. #	Risk type	Strategy to mitigate the risk	Likelihood	Materiality
1	Credit Risk	Credit risk of the Company arises principally from the trade debts, short term investments, loans & advances, deposits and other receivables. The carrying amount of financial assets represents the maximum credit exposure. To reduce the exposure to credit risk, the Company has developed its own risk management policies and guidelines whereby clients are provided trading limits and financing according to their worth and predefined risk based criteria and availability of pre-trade and maintenance margins.  The Company's policy is to enter into financial contracts in accordance with the internal risk management policies and investment & operational guidelines approved by the Board of Directors. In addition, credit risk is also minimized due to the fact that the Company invests only in high quality financial assets, majority of which have been rated by reputable rating agencies.	High	Medium
2	Market Risk	To manage and control market risk, a well-defined risk management structure approved by the Board is implemented. Risk Management Department is actively involved in identifying, measuring and setting risk control limit to optimize the risk and return of the Company. The Company's Investment Committee (IC) is primarily responsible for the oversight of the market risk, supported by Risk Management Department of the Company.	High	Medium

Sr. #	Risk type	Strategy to mitigate the risk	Likelihood	Materiality
3	Interest Rate Risk	<p>Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.</p> <p>The Company manages fair value risk by investing primarily in variable rate term finance certificates, preferably with no cap and floor which insulates the Company from fair value interest rate risk, as coupon rates correspond with current market interest rate. The Company also invests in bank accounts and Government securities such as Market Treasury Bills and Pakistan Investment Bonds.</p>	Medium	Medium
4	Operational Risk	<p>Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the processes, technology and infrastructure supporting the Company's operations either internally within the Company or externally at the Company's service providers, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of investment management behavior. Operational risks arise from all of the Company's activities.</p> <p>The Company's objective is to manage operational risk so as to balance limiting of financial losses and damage to its reputation while achieving its objective of generating returns for investors.</p> <p>The Company has the strategy for identification, assessment, mitigation, monitoring reporting and measurement of Operational Risk. The management ensures that adequate strategies are implemented to achieve the operational objective of the Company.</p>	Medium	Medium
5	Liquidity Risk	<p>Liquidity risk is the risk that the Company will encounter difficulty in meeting its financial obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk arises because of the possibility that the Company could be required to pay its liabilities earlier than expected or difficulty in raising funds to meet commitments associated with financial liabilities as they fall due. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding to an adequate amount of committed credit facilities and the ability to close out market positions due to the dynamic nature of the business. The Company's treasury aims at maintaining flexibility in funding by keeping committed credit lines available.</p> <p>The Company has in place Board Approved policy for Liquidity Risk Management. The policy comprehensively defines risk methodology, control structure role and responsibility for managing the risk.</p>	Medium	High

## Strategies to overcome the liquidity requirements, including financing arrangements.

JS Global prioritizes maintaining adequate liquidity on its balance sheet in order to effectively manage its working capital. However, in cases where external funds are necessary for investments or additional working capital, the company conducts a comprehensive analysis of its cash flows. The investment decision-making process involves a thorough examination and assessment of all relevant factors, taking into consideration the recommendations of the Investment Committee. This approach ensures that investment decisions are made based on a well-informed understanding of the circumstances at hand.

## Key Risks and Opportunities Effecting Availability, Quality and Affordability of Capitals in the Short, Medium and Long Term.

### The Board's initiatives to establish risk management policies in order to assess the company's level of risk tolerance.

The Board develops/defines the broad level risk management policies in an effort to ascertain the company's level of risk tolerance. The Board of Directors review and confirm the existence of the culture, procedures and systems necessary to address risks to which the Business is exposed. The management continuously monitors and manages risk which the Company faces.

Risk management and setting the company's tolerance level for risk are under the purview of the board of directors of the Company. The Board has approved a risk management policy in this regard and also conducts a comprehensive examination of business risks on a regular basis to make sure that management upholds a good system of risk identification, management, prevention and implements related systemic and internal controls to protect Company's assets, resources, reputation, and shareholders' interests. The Board also evaluates reports from auditors, consultants and service providers in order to stay updated on important operational and financial issues pertaining to the Company. The Board is principally in charge of the following risk management tasks:

- monitoring a comprehensive risk management strategy for the entire company;
- creating a corporate strategy that includes a risk

management approach;

- defining the company's overall risk tolerance and retaining sufficient money for the operation of its numerous business lines and products;
- defining the policies for risk management;
- ensuring the framework implementation and maintaining a functional and suitable infrastructure to support it;
- examining exception reports from the Risk Management Division that show departures from established standards in activities and operations;
- assessing important risk concerns on a regular basis to see how they affect company's strategy and adjusting the strategy to deal with any current or future risks.

The Company has implemented sound risk management policies and controls which are depicted in our entity rating of AA and A1+ for the long and short term respectively along with Fiduciary Rating and Broker Management Rating of BFR-I and BMR-I respectively.

These risks and their sub-categories are defined as follows for which the Company's management shall ensure effective management through an integrated Company-wide risk management and Internal Control mechanism.



## Disclosures on IT Governance & Cybersecurity

## IT Governance

At JS Global, our vision is to be recognized as a technology-driven company and the leader in innovation, delivering superior customer experience. Our technology teams are geared to provide personalized customer experiences through innovative product offerings, leveraging big data analytics, and digital platforms. Our capacity and resource planning ensure that our people are equipped with the best skill sets and tools, delivering exceptional value and experience through high quality digital platforms powered by highly efficient transaction processing systems and fault tolerant self-healing infrastructures.

The Company, through a continued commitment to IT governance and emphasis on providing efficient and secure IT systems, has been meeting its customers' expectations in the most innovative and convenient manner.

To ensure efficient service delivery, an independent Service Quality Assurance (SQA) setup is also in place to focus on business requirements, customer satisfaction, high performance and strong security in line with industry best practices. Service standards for all ITG services offered to business units are commissioned through Operating Level Agreements (OLAs), whereas the IT Helpdesk, equipped with specialized technical support teams, ensures prompt resolution of incidents and service issues.

IT Governance is an essential element of Enterprise Governance, encompassing the managerial, organizational, and procedural frameworks that ensure the Company's IT aligns with and advances its strategy and objectives. Board members, senior management, and supporting employees all play a central role in IT governance.

A well-designed IT governance program can facilitate the creation of efficiencies, enhance compliance with widely accepted best practices, improve overall IT performance, and provide better control and security. By implementing a structured IT governance framework, the Company can establish a disciplined approach to decision-making and ensure that IT initiatives are aligned with broader business goals and objectives. This, in turn, can enable the Company to achieve a more secure and

effective IT environment while also delivering improved value to stakeholders.

### Board's evaluation and enforcement of legal and regulatory implications of cyber risk

The company's governance structure, led by its Board, ensures that the information systems, strategies, functional processes, and practices underlying the organization can effectively evaluate, enforce, and meet the relevant legal, regulatory, and business needs., the Information Technology team regularly evaluates the regulatory framework in light of cyber risks. Get up to date on the best practices on a regular basis to effectively monitor cyber risks.

In collaboration with the compliance department, the Information Technology department also monitors any changes to laws and regulations, including the Prevention of Electronic Crimes Act 2016 and the Copyright Ordinance of 1962. throughout the year, no cybersecurity breaches were reported.

### Board's Oversight on Cybersecurity and engagement with management

The Board takes its responsibility for the evaluation and enforcement of legal and regulatory implications of cyber risks very seriously. Management of JS Global is committed to maintaining a strong cyber security posture, responding promptly to breaches, and promoting cyber security awareness throughout the organization.

Management regularly updates the Board of Directors on the status and functionality of the company's IT infrastructure. To address any IT-related issues, the organization routinely reviews and updates its risk register, which lists risk profiles, mitigation tactics, and corrective action plans. In addition to the regulatory IT security audit, an independent team of IT professionals conducts IT security audit. The resulting reports are presented to the Board for review, and based on their recommendations, the management implements additional controls and upgrades as necessary to enhance the security posture of the company's IT infrastructure.

### Role of the Digital Committee in IT governance, IT risk administration and oversight. (IT Steering Committee)

The Digital Committee of the Board oversees and evaluates the implementation of legal and regulatory requirements. Its responsibilities include monitoring the development and implementation of risk management plans to promote resilience, engaging with management through its oversight function, and providing guidance on the best course of action in response to cyber threats.

### Information security early warning system

The National Institute of Standards and Technology (NIST) framework, which consists of the five basic functions of identify, protect, detect, respond, and recover, is what we adhere to at JS Global. Constant threat detection, protection, and identification of potential attack surfaces are all parts of our continuing procedures.

### Business Continuity and Disaster Recovery

JS Global Capital Limited's Board of Directors is committed to ensuring that the Company has a comprehensive Business Continuity and Disaster Recovery plan in place to ensure business continuity and operations in the face of unexpected circumstances. The plan is designed to protect the Company's operations and assets, including regular archival and system-backups at remote sites.

The key highlights and actions of JS Global Capital Limited's Business Continuity Plan is as follows:

- Adequate systems of IT security, real-time data backup, and off-site storage of data backup at Company's site have been put in place by the Management. This ensures that the Company's IT infrastructure and data are protected in case of any extraordinary circumstances, such as cyber-attacks, power outages, or natural disasters.

- The development of the plan is based on ongoing business needs and the environment in which the Company operates. The plan takes into consideration the specific risks and challenges faced by the Company and outlines measures to mitigate those risks and ensure business continuity.
- JS Global have the Standard Operating Procedures to ensure that all IT processes and systems are operating effectively, and that the Company can quickly recover its IT systems in case of any disruption.
- The Management ensures that all employees are trained on how to respond in case of unforeseen or extraordinary events. This training helps employees understand their roles and responsibilities in ensuring business continuity and responding to emergencies.
- Employees are given multi-skill training to ensure the continuity of business activities. This means that employees are trained to perform multiple roles and responsibilities, which ensures that essential business activities can continue even if some employees are unavailable.
- Fire alarm systems are installed in all offices, and adequate systems are in place to extinguish fires, ensuring the safety of employees and assets. This ensures that the Company can quickly respond to any fire-related emergencies and prevent damage to assets.
- Adequate security staff is deployed at Company's premises to ensure uninterrupted operations, regardless of the political situation or other external factors. This means that the Company has measures in place to mitigate any security-related risks and ensure business continuity.
- The Company ensures the backup of all assets, whether physical or virtual. Physical assets are backed by insurance, while virtual assets and data are backed up routinely. This ensures that the Company can recover its assets and data in case of any disruption, whether physical or virtual.

- Regular monitoring is conducted to ensure that Data Recovery processes are operating effectively. This means that the Company regularly tests its data recovery processes and systems to ensure that they are functioning correctly and can be relied upon in case of any data loss or corruption.

#### Education and Training efforts of the Company to mitigate Cybersecurity Risks

Employees who are adequately informed on security procedures can reduce the likelihood of data breaches. The Information Security Division offers ongoing training and holds organized awareness workshops to promote a culture of cyber security awareness. This Workshop's purpose is to enlighten participants—both staff members and users—of their responsibility in preventing data security breaches. Staff members may understand excellent cyber hygiene practices, assess security risks connected with their conduct, and recognize potential cyberattacks via multiple mediums with the help of effective security awareness training. The goal of these initiatives is to provide staff employees with the abilities and information they need to recognize potential security concerns and take the proper precautions.

#### Disclosure on Enterprise Resource Planning (ERP) System

JS Global is a technologically advanced and robust company that was a first mover in the industry and implemented a state-of-the-art system a decade ago. This was done with the aim of ensuring compatibility with its existing offerings and anticipating future possibilities. The company offers a range of complete range products to its customers across various segments.

#### Integration of core business processes

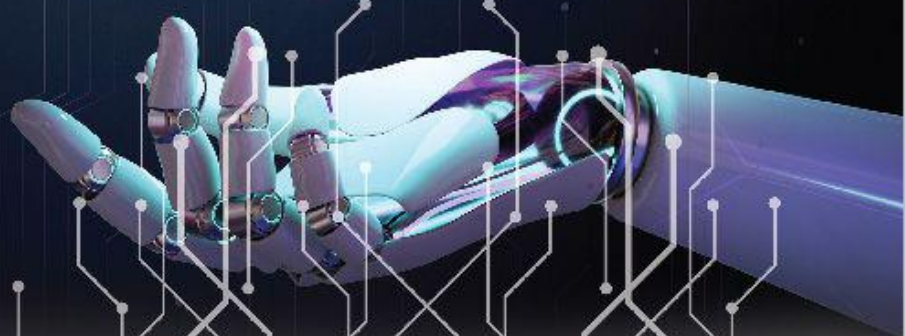
The back-office and trading systems are feature-rich products that offers straight-through-order processing, custody, and settlement services, along with comprehensive online exposure and margin control capabilities. The system has been developed with a flexible architecture, enabling the addition of support for regulatory change and addition of new products with minimal changes required. A flexible interface has also been provided for depository, clearing and settlement, finance, human resources, vendor management, and fixed asset inventory management.

#### User training

The Management regularly conducts staff trainings for key users, particularly new hires, on how to properly use systems and related risk controls/access prevention measures in order to ensure an amazing customer experience. Employees have access to a help desk for quick user complaint handling.

#### System Security, Access Rights and Segregation of Duties

The Company has well-defined structures for System Security, Access Rights, and Segregation of Duties. However, authorization for transactions and reports is granted based on the least privilege principle, keeping in mind the user's role and business needs. Users can request authorization through site IT offices or designated power users. System administrators vet these requests, ensuring proper authentication before granting access. This process ensures that only authorized personnel with a valid business need can access sensitive information, minimizing the risk of unauthorized access and data breaches.



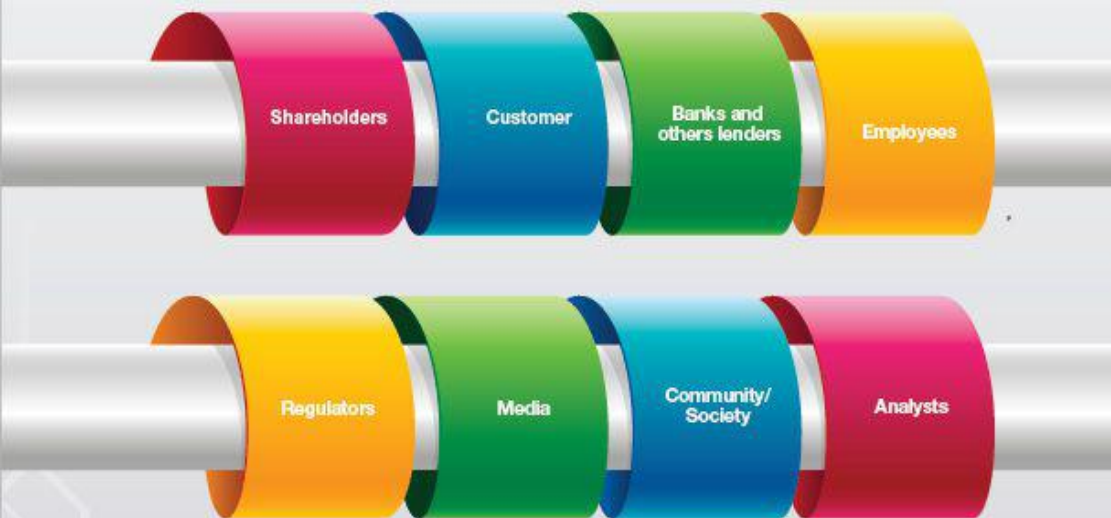




## Stakeholders Relationship and Engagement

## Stakeholders' engagement analysis, policy and procedures

Stakeholder identification is important not only to determining who the company's stakeholders are but also to determining the best way or ways to manage their expectations. The management of the Company takes pleasure in identifying and assessing the needs of all the stakeholders of the Company. Our stakeholders are all the people and corporations impacted by our business processes. Our stakeholders include:



JS Global Capital Limited ("JS Global" or "the Company") works collaboratively with stakeholders through open and sustained relationships. It also protects fair dealing with banks, better risk management, compliance with laws and regulations, better corporate recognition, and a greater commitment and participation of valuable and knowledgeable human resources and a focus on creating an excellent image for the general public at large. The Company endeavors to provide full and fair disclosure of all relevant information to its stakeholders and to provide a broad range of information on strategy and financial information through its Annual Report and website for all stakeholders.

## Stakeholders' Engagement

### A) Shareholders

#### Engagement

JS Global is committed at all times to disclose and distribute all the information to the public in full and in a timely and accurate manner, in accordance with the listing rules stipulated by the Pakistan Stock Exchange ("PSX"), as well as the Securities and Exchange Commission of Pakistan ("SECP").

All disclosures and announcements are submitted to the PSX and also available on the Company's website.

The Company communicates all essential and relevant information to shareholders and other potential investors in balanced, effective, accurate and straightforward language.

The confidence put in the Company by the investors is honored and acknowledged by providing them with fair operating results of the Company. General meetings provide the shareholders a platform to voice their concerns and raise their queries which are addressed appropriately. The Company also engages shareholders through issuance of annual/quarterly financial reports and notices/updates.

Activity	Frequency
Annual General Meetings	Annually
Extraordinary General Meetings	As required
Quarterly, Half-Yearly and Annual Reports	Annually / Quarterly
Analyst briefing	Annually

### B) Customers

#### Engagement

The Company's goal is to retain customers and build brand reputation so that it becomes synonymous with a "customer-focused culture". The Company treats Customer Relationship at top priority, through fair treatment of customers and high customer satisfaction and loyalty by dedicated customer support team.

JS Global has a comprehensive customer protection policy that encompasses broad guidelines to manage the customers throughout their journey, ranging from product development, sales practices, marketing activities, communication protocols and handling of customers.

In addition, besides a comprehensive sales team a fully dedicated customer support team to meet the daily needs of customers and improve the customer journey, customer support team also ensures diligent complaint closures, while maintaining high fair treatment of customers standards.

Activity	Frequency
Online, phone, social media and postal communication.	Regular and on need basis
Customer satisfaction surveys and feedback	On need basis

C) Employees

**Engagement**

The company has an excellent mix of professional employees who are well engaged and devoted to their respective jobs. Our Human Resources department always encourages employees to adopt such policies that promotes culture of reward based on merit and promote teamwork.

At JS Global, we believe to manage them by leading rather than by driving. We employ the best individuals and strive to retain, motivate, empower and reward them for their contributions and are committed to providing the perfect work environment for our employees to achieve the highest level of performance possible.

Building the best teams in the industry

Activity	Frequency
Multiple in-house and external trainings are conducted for continuing professional developments of our employees. The Company provides a nurturing and employee friendly work environment.	Continuous
Regular employee surveys to understand and act on needs and wellbeing	
Offering personalized experiences and opportunities for personal and professional growth	

D) Banks and other lenders;

**Engagement**

At JS Global, we value our relationship with banks and financial institutions, the Company has issued short-term commercial paper and secured long-term facilities from banks and other institutes at attractive rates. We also engaged with bank on regular basis to handle daily operations i.e. settlement with National Clearing Company Limited and local and international clients' funds management.

Activity	Frequency
We strive to comply with the agreed timelines and secure our lenders' interest.	Continuous

E) Regulators;

**Engagement**

To ensure sound business operations, regulatory compliance and a transparent legal environment, engagement at the regulators' level is carried out frequently throughout the year. The Company constantly liaises with the Government and other regulatory authorities in terms of matters/ issues relating to develop new business products in the Country. The Company abides by the laws and regulations of the country and makes certain that all the requirements of relevant regulators are met in a timely manner.

Activity	Frequency
Various statutory forms and returns are periodically submitted as per requirements of the law in addition to the information required by regulators.	As and when required

F) Media;

**Engagement**

The media play an important role in today's tech age, be it traditional or social media platforms, the need for rapid communication and widespread distribution of media has become the current need. The Company continues to be aware of media developments to maintain its digital footprint, public reach and promote a positive brand image.

Activity	Frequency
Hardcore Marketing, customers' awareness/ education and various interviews of senior management at mainstream media.	Continuous basis

**Community/Society**

**Engagement**

The Company engages with the general public through CSR initiatives. This helps us identify the need for intervention in sectors such as education, health, welfare, environmental sustainability, leadership development, promotion of sports, arts and culture.

Activity	Frequency
CSR activities.	As and when required

G) Analysts

**Engagement**

To attract potential investors, the Company regularly engages with analysts on details of projects already disclosed to the regulators, with due regard for regulatory restrictions imposed on inside information and/or trading to avoid any impact on its reputation or share price. The Company organize Analyst Briefings to apprise the attendees on operational and financial performance.

Activity	Frequency
Corporate Briefing	As and when required

## Encouraging minority shareholders to attend general Meetings

The Company disseminates the notice for its general and extraordinary meetings in English and Urdu newspapers having vast circulation, besides sending the notices to shareholders' postal addresses to encourage maximum attendance at the meetings. The Company timely updates its website with respect to all notices of general meetings.

## Investors' relations section on the corporate website

The corporate website is maintained and regularly updated under applicable regulatory requirements to disseminate comprehensive and up-to-date Company information regarding financial highlights, investor information, share pattern, and other requisite information besides the link to SECP's investor education portal, the 'Jamapunji' and 'Service Desk Management System'. The 'Investors' Relations' section is also maintained on the website [www.jsqcl.com](http://www.jsqcl.com) to promote investor relations and facilitate access to the Company for grievance / other query registration.

## Issues raised in last AGM

Twentieth Annual General Meeting of the Company was held on April 28, 2022 via zoom video conference call at 17th Floor, The Center, Abdullah Haroon Road, Saddar, Karachi which concluded with the passing of ordinary and special resolutions. Contained in Notice of AGM.

## Customers' grievance policy

In order to create awareness amongst investors about changes in laws/regulations that affect the shareholders, company periodically sends notices apprising them about introduction of new laws/change in existing laws. Further, in order to facilitate investors to communicate their grievances to the SECP, the website of the Company has the link to the query form to lodge any complaint and grievances. According to the nature of the query, Company Secretary and/or Head of Risk and Compliance respond to it within 72 hours. It is further reviewed and monitored by CEO throughout the year.

The company shall take reasonable measures to amicably redress customers' grievances promptly but not later than thirty days of receipt thereof in accordance with the clause No. 27(2) of Securities Brokers(Licensing & Operations) Regulations, 2016 (the Regulations) by providing amicable solution of the issue to the customer in writing and/or through recorded telephone line.

In case, resolution of the complaint is not mutually agreed within thirty days of receipt of complaint, the same shall be closed at company's end to comply with the Regulations, which requires brokerage house to resolve the complaint within 30 days.

In case the complaint is directly lodged with SECP / PSX, the complaint shall be reopened and requirement of closing/resolving complaint within 30 days shall not be applicable. The status of pending/unresolved complaints shall be reviewed by COO on monthly basis to identify any unusual delay in resolving the complaints by the management and identify any unusual or frequent complaints which indicate control deficiency.

Furthermore, quarterly reports regarding number of complaints received, redressed and unresolved shall be submitted to the PSX by the company as required under Securities Brokers (Licensing & Operations) Regulations, 2016 and Internal Control Framework and Compliance Function guidelines of PSX.

There shall be system-based controls over recording, processing, tracking, escalation and resolution of complaint. Proper database shall also be available to save and fetch complaints records and related resolution.



# Corporate Social Responsibility Report

# Corporate Social Responsibility Report

JS Global Capital Limited being a responsible organization strives to encourage Corporate Social Responsibility (CSR) that nourishes economic growth, social progress and environmental protection in Pakistan.

JS Global carries out major benevolent activities in partnership with Future Trust by donating certain amount each year to support its cause. The Company has the policy of making donations and contributions towards its CSR initiatives and contributes 2% of its profit after tax. JS Global strives to promote Corporate Social Responsibility (CSR) initiatives that aim to achieve Sustainable Development Goals (SDGs) of Pakistan.

Future Trust (FT) is one of the main philanthropic arms of JS Group.

Following is the brief write-up on Future Trust

## Future Trust

Future Trust (the Trust) is a non-profit benevolent philanthropic organization, a charitable trust constituted for the promotion, advancement and encouragement of education, medical and healthcare, vocations, rehabilitation, protection and improvement of the environment, self-help, microfinance, relief against poverty and general improvement of the socio-economic conditions and living standards of the people of Pakistan. The Trust is registered under Sindh Trust Act, 2020. It is also certified by Pakistan Centre for Philanthropy and has also been granted recognition as Non-Profit Organization by Federal Board of Revenue, in terms of section 2(96) of the Income Tax Ordinance, 2001.

### Key areas where the Trust extends its support are:

1. Education
2. Medical
3. Vocational and career guidance
4. Community Services and improvement of Infrastructure etc
5. General

### Education:

To achieve its objectives, Future Trust has collaborated with various organizations. Future Trust joined hands with Noor-e-Ali Trust for its project JS Academy for the Deaf. JS Academy for the deaf has been pursuing the vision of quality education and provision of a fundamental right of education to all unschooled deaf persons. The academy has been engaged in the development of special learning resources, sign language and computer/visual resources to break up the learning barriers for the deaf persons. Similarly, Milestone Charitable Trust running school for children with cognitive and behavioural disorder.

Future Trust is also working on Autism Spectrum Disorder awareness sessions, partnered with Autism Spectrum Disorder Welfare Trust (ASDWT). ASDWT organizes awareness seminars in different cities and towns of Pakistan free of cost for participants. Counseling and guidance services for parents are free of charge

### Medical

Provision of medical facilities to the most vulnerable

class of the country is one of the main objectives of Future Trust. Jahangir Siddiqui Hospital, Sehwan managed by Indus Hospital is a flagship philanthropic project of Future Trust. Keeping in view the hardships faced by the people of Sehwan and its adjoining areas for availing quality health facilities and to resolve it on a sustainable basis, a state of the art hospital was established in 2018. The Jahangir Siddiqui Hospital provides medical treatment, diagnosis and consultations, dispensing medication, nutritional planning and care, child health facility and counseling on free of charge basis to patients.

Future Trust provides donation for medical and health care facilities to less privileged people for their medical treatment. Applications from various people are received by the Trust. After Scrutiny of the financial condition of the applicants and their medical records and approval of Board of Trustees, they are provided financial support for their medical treatment.

### Vocational and Career Counseling

To enhance and explore the skills of the jobless and unsupported youth of Pakistan, Future Trust joined hands with Karigar Training Institute (KTI). This institute was established in 2009 with a mission to develop skilled workers who can harness their talents to earn a livelihood. The training programs are tailored in response to growing demand in both local and international markets for such skilled workers.

### Community Services and Improvement of Infrastructure

Future Trust receives various requests from many individuals regarding financial support. After the scrutiny of requests/applications and on the basis of financial conditions of the applicants and subject to the approval of the Board of Trustees, financial assistance is provided to various families.

### General

The Trust supported leadership program with Acumen Fund Pakistan that aimed at individuals who are steering social change initiatives from different regions, sectors and socio-economic backgrounds and are dedicated to addressing Pakistan's most critical social problems.

## JS Bank Limited

As the part of the JS Group, the parent company of JS Global, JS Bank Limited (the Bank) has been involved in major initiatives and projects of the last fiscal year that includes:

Responsibility to the community in which it operates is a foundational cornerstone for JS Bank and a testament to our commitment. JS Bank creates value by contributing to sustainable development and responsible business within our spheres of operation by dedicating significant resources to contribute to the well-being of society. We do this through various ways, including providing climate financing and sustainable solutions, building and inculcating awareness of responsible corporate practices, and extending financial grants to our partner organizations working to support the underprivileged.

JS Bank & the Environment Climate change is our most important issue, and the risks are significantly higher for developing countries. Due to its geological location in a region where climate change's effects are accelerating, Pakistan is highly vulnerable. In addition to increased heat, drought, and extreme weather in parts of the country, the melting of glaciers in the Himalayas has impacted some of the important rivers of Pakistan. This climate disaster has had enormous economic, social, and environmental consequences. Between 1999 and 2018, Pakistan ranked 5th among the countries affected most by extreme weather caused by climate change. JS Bank has been at the forefront of taking initiatives over the years to mitigate the impact of climate change. We take pride in knowing that our initiatives have been acknowledged in Pakistan's Nationally Determined Contributions (NDCs). We remain one of the first private sector entities to lead public/public sustainable initiatives. We strive to integrate environmental consciousness as part of organizational culture and reorientation of banking products/services and operations to reduce their environmental impact.

Fully Compliant with State Bank of Pakistan - Green Banking Guidelines: In 2017, the State Bank of Pakistan issued Green Banking Guidelines (GBGs) to safeguard against environmental risks emerging from banks' and DFIs' businesses and operations. These Guidelines were issued to reduce potential losses of banks and DFIs through proper management of the environmental vulnerability of their financing portfolios. As of 2019, the Bank is fully compliant with the GBGs, having undertaken the following initiatives:

The introduction of an Environmental and Social Risk Management (ESRM) Framework in 2019 creates awareness of the environmental and social (E&S) risks involved in extension of credit and the procedures and

authorities established to manage these risks. The process recognizes that environmental and social issues are mainstream issues and E&S risk assessment should be performed in addition to the conventional credit risk assessment. Our ESRM aims to fulfill our responsibility towards environmental protection and provide financing solution for resource efficient and climate resilient economic transformation.

Measures to identify, assess, and mitigate environmental risks for clients. While the primary responsibility of ensuring compliance with environmental laws and regulations rests with the borrowers, we go above pre-established standards to create a holistic eco-system of environmental risk management for all concerned. Introduction of carbon reduction measures in self-operations. This ongoing exercise includes measurement of energy (on and off-grid power) and paper consumption of all of JS Bank operating locations (Head Office, regional offices and the branch network). Any gap is followed by a rectification exercise through the promulgation of energy-efficient appliances (inverter and LED based), increased usage of solar power (for technical equipment) and process automation to cut down on documentation.

By adopting sustainable practices and combining the efforts of our Product, IT, and Digital teams, JS Bank managed to reduce our carbon footprint by 11.7% saving 329 trees in the process.

Portfolio ERR Analysis: In CY2022, JS Bank facilitated financing for over 3,100 customers spreading across all our national footprint. From these new customers, less than 1% scored a high Environmental Risk Rating (ERR) reflecting that the majority of our customers have low to medium environmental impact. For the very small high-scoring customers, we regularly monitor and ensure that they remain compliant with relevant Environmental Protective Agency provisions and best practices and take initiatives for our customers to help them adopt a more environmentally friendly approach of doing business.

Accreditation to the Green Climate Fund (GCF): In 2019, JS Bank became Pakistan's first financial institution accredited by the Green Climate Fund (GCF), the world's largest dedicated fund helping developing countries respond to climate change. It was set up by the United Nations Framework Convention on Climate Change (UNFCCC) in 2010. GCF aims to provide facilities to public and private sector corporations in emerging economies to limit or reduce their greenhouse gas (GHG) emissions through investments in low-emission and climate resilient programs. As of 31 December 2021, there were 209 approved projects in 128 countries with total financing of USD 42.76 billion.

This accreditation was based on JS Bank meeting GCF's stringent criteria, including fiduciary standards, environmental and social safeguards, and specialized capacities in driving climate action. As an accredited entity, JS Bank can apply for funding of up to USD 250 million per project. JS Bank can also mobilize additional funds from private sector investors to support action on climate change. In addition to opening new paths of local and international funding, the Bank can partner in contributions to climate adaptation and mitigation financing in Pakistan.

## Green Office Certification

JS Bank Limited became first commercial Bank in Pakistan to be certified by the World-Wide Fund for Nature (WWF Pakistan) for their Green Office Initiative. The aim of this initiative is to reduce greenhouse gas emissions and to decrease the ecological footprint at the workplace through various initiatives such as reducing electricity consumption and paper waste. As a part of the certification process, WWF undertook a comprehensive audit using stringent guidelines to check all the processes and procedures adopted by JS Bank for energy conservation & waste management at its head office. The Bank successfully met all the requirements set by WWF and was then declared as being Green Office certified on 17 March 2022. The diploma certificate is valid for two years.



JS Bank initiatives for SDG's during the period 2021-22: SDG Goal 3 - Good Health and Well-being In October 2022, JS Bank celebrated Pinktober, where it focused on celebrating women's femininity, encouraging them to #FightLikeAWoman. To enforce this, JS Bank hosted a Breast Cancer session in collaboration with Shaikat Khanum Memorial Hospital to give a detailed overview of the signs to look out for and available treatment measures. The session was open to male and female employees from around the country, associated with a symbolic giveaway, the scented candles describing the hope of being together in this fight.

SDG Goal 5 – Gender Equality: JS Bank is working to improve Gender Equality JS Bank is working to increase the representation of women across all functions and at various levels within the Bank as per SBP's policy to have women's ratio of 20% in the financial sector workforce by 2024. In the year 2021, Bank collaborated with International Finance Corporation and World Bank to create a family-friendly workplace. The Bank has started working on Gender and PWD sensitization of all its employees and achieved 30% coverage in 2022. The

Bank intends to completely sensitize all its employees by 2024 and create Women service champions at all its customer touch points. Also, we now have a Women Financial Services Team that works towards enhancing our Products and Services targeted towards women customers and increasing their financial inclusion. In 2022, JS Bank introduced "HER" account, which celebrates and acknowledges a woman's multiple strengths. HER account is designed especially for women who can now enjoy extensive banking benefits, preferential pricing, and free micro-critical illness coverage. To date, more than 2,000 HER accounts have been opened. SDG Goal 7 – Affordable & Clean Energy JS Bank has solarized 113 branches, representing over 33% of its total nationwide branch network. We JS Bank values its responsibility to the community and contributes significantly to sustainable development and responsible business practices.

The bank takes the issue of climate change seriously, particularly due to Pakistan's vulnerability to its effects.

JS Bank is fully compliant with the State Bank of Pakistan's Green Banking Guidelines (GBGs), which were introduced to manage environmental vulnerability and reduce potential losses for banks and DFIs.

The bank has introduced an Environmental and Social Risk Management (ESRM) Framework and takes measures to identify, assess and mitigate environmental risks for clients.

JS Bank has reduced its carbon footprint by 11.7% by adopting sustainable practices and introducing energy-efficient appliances and process automation.

Portfolio ERR Analysis shows that the majority of the bank's customers have low to medium environmental impact. JS Bank is Pakistan's first financial institution accredited by the Green Climate Fund (GCF) and can apply for funding of up to USD 250 million per project.

The bank is also certified by the World-Wide Fund for Nature (WWF Pakistan) for its Green Office Initiative.



## Striving for Excellence in Corporate Reporting



## Striving for Excellence in Corporate Reporting

The Directors at JS Global are dedicated to generating value via excellent corporate governance, accountability, and transparency for all stakeholders. The Board is cognizant of the need to adapt to a business climate that is always evolving and the requirement to provide information beyond straightforward financial statements.

### Compliance Statement

The directors confirm that the Company's financial statements have been produced in line with Pakistani accounting and reporting standards, which include:

- i. International Financial Reporting Standards (IFRS Standards) issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017; and
- ii. Provisions of and directives issued under the Companies Act, 2017.

### Statement of adoption and adherence with the International Integrated Reporting Framework

JS Global Capital Limited recognizes the significance of establishing and sustaining trust with both internal and external stakeholders. The company is committed to upholding high standards of corporate governance and human resource practices to promote informed decision-making among shareholders and stakeholders, which is crucial for ongoing success.

To enhance transparency, JS Global Capital Limited provides a variety of information beyond basic financial statements, including management commentary, governance disclosures, performance analysis, forward outlook, and footnotes to financial statements. This is done to reflect corporate reporting and meet the diverse information needs of stakeholders in a constantly changing corporate landscape.

The company is focused on creating value for both the organization and stakeholders. The Integrated Report serves as a tool to help stakeholders understand how JS Global Capital Limited generates value through its business model. The company is committed to continuously improving its Integrated Reporting to add more value for its shareholders, considering the needs of businesses and stakeholders.

The successful adoption of Integrated Reporting requires the involvement and support of the Board of Directors and leadership team. The Management of the Company provides guidance by advising, assessing, and monitoring business strategies, ensuring their execution and modification, and evaluating their effectiveness and contribution to these activities. The Board and Management closely monitor reporting practices to ensure that relevant information is shared with stakeholders effectively. The Board also reaffirms its commitment to enhancing the information shared with stakeholders, making it easier for them to comprehend while also considering their feedback.

## International Integrated Reporting Framework

JS Global has made it a priority to address the fundamental concepts, content elements, and guiding principles of the International Integrated Reporting Framework in its Annual Report 2022. By providing both financial and non-financial information, the report aims to improve stakeholders' understanding of JS Global's position and support their decision-making.

### The report covers the following fundamental concepts of integrated reporting:

- Value creation, preservation, or erosion for the Company and others, including financial returns for shareholders and external stakeholders such as society at large.
- The Capitals, including financial, social and relationship, human, and intellectual, upon which the Company relies to create value.
- The process through which value is created, preserved, or eroded, which involves the use of different types of capitals to create value for stakeholders.

### Moreover, the report addresses the following guiding principles of integrated reporting:

- Strategic focus and future orientation
- Connectivity of information
- Stakeholders relationship
- Materiality
- Conciseness
- Reliability and completeness
- Consistency and comparability

### The report also includes detailed chapters covering the following content elements of integrated reporting:

- Organizational overview
- Governance
- Strategy and resource allocation
- Business Model
- External environment
- Risk and opportunity
- Outlook
- Performance
- Basis of preparation and presentation

As also discussed in the about the report, JS Global's Annual Report 2022 strives to adhere to the principles of integrated reporting by providing a comprehensive overview of the Company's position, strategy, and performance while keeping stakeholders informed and promoting sustainable value creation.



## Financial Performance and Position

# Analysis of Financial Statements

## Ratio Analysis

For the last Six Years

		Rupees in million					
UOM		2022	2021	2020	2019	2018	2017
<b>Profitability Ratios</b>							
Profit before tax ratio	%	12.3%	40.8%	33.2%	14.9%	13.0%	22.3%
Gross Yield on Earning Assets	%	24.56%	12.74%	18.44%	29.67%	19.54%	23.10%
Cost/Income ratio	%	72.24%	56.20%	64.18%	79.22%	85.75%	71.17%
Return on Equity	%	3.42%	17.68%	8.84%	1.95%	0.98%	3.32%
Return on Capital employed	%	5.16%	26.25%	17.02%	2.87%	1.23%	3.69%
Return on Shareholders' Funds	%	3.42%	17.68%	8.84%	1.95%	0.98%	3.32%
<b>Liquidity Ratios:</b>							
Current ratio	Times	1.53	1.41	1.42	2.01	1.93	3.00
Quick / Acid test ratio	Times	1.53	1.41	1.42	2.01	1.93	3.00
Cash to Current Liabilities	Times	0.70	0.70	0.64	1.06	1.16	1.98
Cost of Funds	%	10.90%	2.23%	1.04%	3.31%	0.45%	3.24%
Cash flow coverage ratio	%	36.96%	-27.62%	747.11%	-	-	-
Net interest income as a percentage of working funds / Operating cost - Efficiency ratio	%	72.24%	56.20%	64.18%	79.22%	85.75%	71.17%
Cash Reserve Ratio / Liquid Asset ratio	%	68.91%	74.34%	67.48%	71.37%	81.71%	82.15%
<b>Investment /Market Ratios:</b>							
Earnings per share (EPS) and diluted EPS	Rs.	2.77	14.94	6.77	1.55	0.67	2.25
Price Earnings ratio	Times	36.28	5.70	12.26	47.93	48.18	18.66
Price to Book ratio	Times	1.22	1.07	1.04	1.01	0.47	0.61
Dividend Payout ratio / Dividend Cover Ratio	%	-	100.40%	-	-	-	-
Cash Dividend per share / Stock Dividend per share	Rs.	-	15	-	-	-	-
Market Value per Share (Year End)	Rs.	100.50	85.15	83.00	74.11	32.50	42.00
Market Value per Share (Highest)	Rs.	131.10	131.10	83.00	123.99	48.00	86.17
Market Value per Share (Lowest)	Rs.	65.01	63.50	50.00	24.26	25.01	37.00
Breakup value per share	Rs.	82.27	79.93	80.06	73.09	68.63	68.45
<b>Capital Structure:</b>							
Net assets per share	Rs.	82.27	79.93	80.06	73.09	68.63	68.45
Debt to Equity ratio	Times	0.32	0.31	0.04	-	-	-
<b>Non-Financial Ratios</b>							
Staff Turnover Ratio	%	14.69%	14.25%	11.27%	15.86%	18.69%	13.06%
Employee Productivity Rate:	Rs. in million	2.78	5.86	3.61	2.00	2.32	2.41

## Profitability Ratios



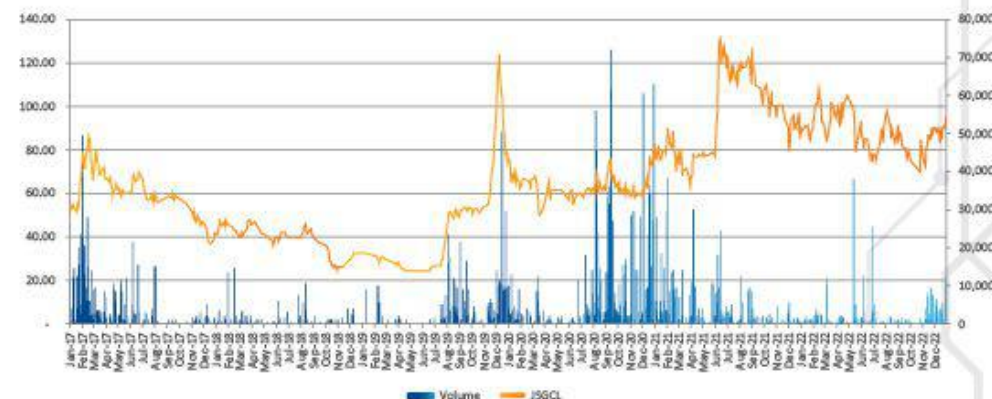
Despite the decrease in profitability ratios, the fact that the company was able to increase its market share in a challenging macroeconomic environment is a positive sign. The company is successfully competing with its peers and taking advantage of market opportunities to expand its customer base.

JS Global is maintaining a long-term perspective and remaining focused on growth and future opportunities. While external market factors can have an impact on financial performance overall performance.

## Share Price Sensitivity Analysis

The fluctuations in share prices on the stock market can be attributed to a range of factors, including the performance of the company, general market sentiment, economic events, and interest rates. As a responsible and law-compliant entity, JS Global Capital Limited follows all listing regulations and ensures that price-sensitive information is communicated to the stock exchange in a timely manner.

During the year, the Company's share price reached a peak of Rs. 131.10 and a low of Rs. 65.01, with a closing price of Rs. 100.50 at the end of the year. This demonstrates the volatility of the stock market and highlights the importance of keeping investors informed of any changes that may impact the share price.



There are various factors, which might affect the share price of our Company. A few of them are listed below as follows:

**Changes Law/Regulations and Government Policies**

The share price of the company can be affected either positively or negatively by government and regulatory policies, including those specific to the cement sector.

**Exchange Rate Risk**

Currency exchange rate volatility can impact the interest of foreign investors in Pakistan equities which would negatively impact the segment revenues for the company, ultimately affecting the share price.

**Interest rate risk**

Interest rate risk is the potential decline in the value of a financial instrument due to changes in market interest rates, primarily from short and long-term borrowings and short-term deposits with banks.

**Price risk**

Price risk is the risk of loss due to a decline in the value of a financial instrument caused by changes in market prices (not arising from interest or currency risk). This risk can be mitigated through diversification.

**Diversification**

Diversification, including the company's geographical and business diversification, exposes it to the benefits and risks of the markets it operates in, ultimately affecting earnings, EPS, and share price positively or negatively.

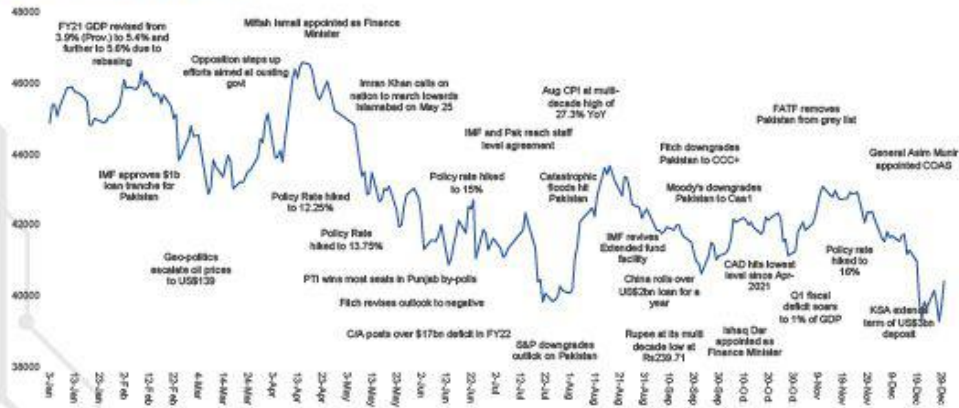
**Trust and confidence**

The perception of the company by investors can affect its market share price, which is susceptible to news and events associated with the company.

**Act of God**

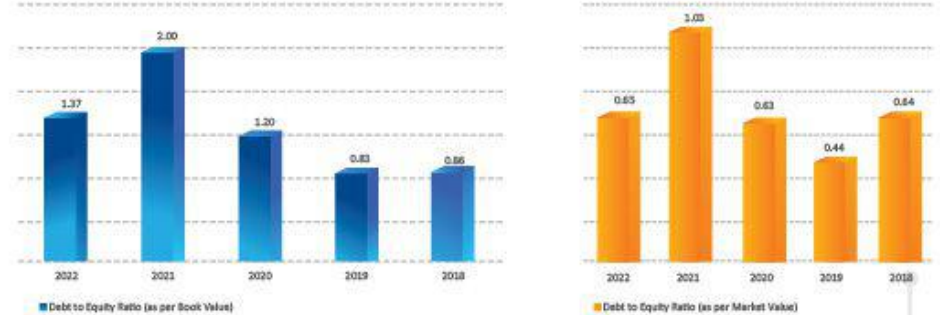
Natural catastrophes, floods and pandemics are examples of acts of God that are beyond the Company's control and could negatively effect business operations and, eventually, the share price of the company.

**Major Events - KSE 100 Index**



**Capital Structure Ratios**

**Key Performance Indicators**



**CAPITAL STRUCTURE**

JS Global has effectively maintained a substantial market share by leveraging its well-known brand, solid operating platform, strong sponsor profile, and robust capital structure. This has enabled the company to manage its liquidity effectively and improve its efficiency ratios, thereby consolidating its position as a top brokerage house in the financial services sector. Despite experiencing a significant decrease in trading volumes over the year, the organization's core revenue has remained under pressure due to the low volumes. The organization's investment portfolio is in compliance with its investment policy and is primarily composed of equity spread transactions and bank placements, which provide a reliable source of income. In addition, the company's diverse revenue stream is supplemented by consultancy income, Ready Buy and Future Sell trades (RBFS), margin financing, and investment returns.

**Ownership Structure:**

JS Bank Limited is the major shareholder of the company, holding – 92.90% stake, JS Bank is the subsidiary of Jahangir Siddiqui & Co. Limited. The remaining stake lies with the general public and other market participants as at December 31, 2022.

**Business Acumen:**

JS Bank is a medium-sized commercial bank, operating with 281 branches in Pakistan and one branch in Bahrain. JS Bank is one of the fastest growing Bank in Pakistan, with both domestic and international presence. The Bank is a leader in the digital financial services, SME & consumer loans space. JS Bank has been recognized on multiple international and national forums including the prestigious AsiaMoney, Asian Banking and Finance, DIGI and Pakistan Banking Awards. The Bank is part of JS Group, one of Pakistan's most diversified and progressive financial services groups.

JSCL is the holding company of JSBL, owning 75.02% of the ordinary shares. JSCL is also the holding company for JS Group's business interest in banking, insurance, investment services, media, textile and port terminal operations.

**Financial:**

With a strong capital structure, JS Bank's equity stood at –PKR 21,547 million at end Dec'22. JS Bank has a long-term rating of AA- and short-term rating of A1+.

# Vertical Analysis

For the last Six Years

2022  
ANNUAL REPORT

## Statement of Financial Position

	2022		2021	
	Rs. in Mn	%	Rs. in Mn	%
<b>Non-current assets</b>				
Property and equipment	797.56	14.89%	857.69	13.01%
Investment property	119.34	2.23%	123.32	1.87%
Intangible assets	5.00	0.09%	5.00	0.08%
Long term investment	38.42	0.72%	62.34	0.95%
Long term loans, advances and deposits	33.43	0.62%	31.11	0.47%
Deferred taxation - net	111.60	2.08%	112.54	1.71%
<b>Total Non-current assets</b>	<b>1,105.35</b>	<b>20.63%</b>	<b>1,192.00</b>	<b>18.09%</b>
<b>Current assets</b>				
Short term investments	575.90	10.75%	1,392.51	21.13%
Trade debts	644.44	12.03%	1,537.97	23.34%
Receivable against margin finance	425.97	7.95%	453.31	6.88%
Loans and advances - considered good	56.78	1.06%	30.30	0.46%
Deposits and short-term prepayments	1,068.04	19.94%	619.82	9.40%
Interest and mark-up accrued	32.51	0.61%	13.95	0.21%
Other receivables	0.04	0.00%	7.49	0.11%
Advance tax	83.09	1.55%	56.31	0.85%
Cash and bank balances	1,364.93	25.48%	1,286.87	19.53%
<b>Total Current assets</b>	<b>4,251.69</b>	<b>79.37%</b>	<b>5,398.53</b>	<b>81.91%</b>
<b>Total Assets</b>	<b>5,357.04</b>	<b>100.00%</b>	<b>6,590.53</b>	<b>100.00%</b>
<b>Capital and reserves</b>				
Issued, subscribed and paid up capital	274.77	5.13%	274.77	4.17%
Share premium	1,810.10	33.79%	1,810.10	27.47%
Re-measurement FV	(2.57)	-0.05%	9.39	0.14%
Accumulated profit / (loss)	178.23	3.33%	102.11	1.55%
<b>Total capital and reserves</b>	<b>2,260.54</b>	<b>42.20%</b>	<b>2,196.38</b>	<b>33.33%</b>
<b>Non current liabilities</b>				
Deferred liability	-	0.00%	-	0.00%
Long-term financing	315.44	5.89%	552.14	8.38%
Liability against assets subject to finance lease	3.17	0.06%	7.60	0.12%
<b>Total non current liabilities</b>	<b>318.61</b>	<b>5.95%</b>	<b>559.74</b>	<b>8.49%</b>
<b>Current liabilities</b>				
Creditors, accrued expenses and other liabilities	2,347.89	43.83%	2,724.57	41.34%
Unclaimed dividend	3.36	0.06%	3.36	0.05%
Current portion of deferred liability	-	0.00%	1.90	0.03%
Commercial Paper	-	0.00%	953.67	14.47%
Short term borrowing - secured	91.99	1.72%	-	0.00%
Accrued profit	10.93	0.20%	6.33	0.10%
Current maturity of long-term financing	315.44	5.89%	135.31	2.05%
Current maturity of liability against assets subject to finance lease	8.27	0.15%	9.27	0.14%
Taxation - net	-	0.00%	-	0.00%
<b>Total current liabilities</b>	<b>2,777.89</b>	<b>51.85%</b>	<b>3,834.42</b>	<b>58.18%</b>
<b>Total liabilities and equity</b>	<b>5,357.04</b>	<b>100.00%</b>	<b>6,590.53</b>	<b>100.00%</b>

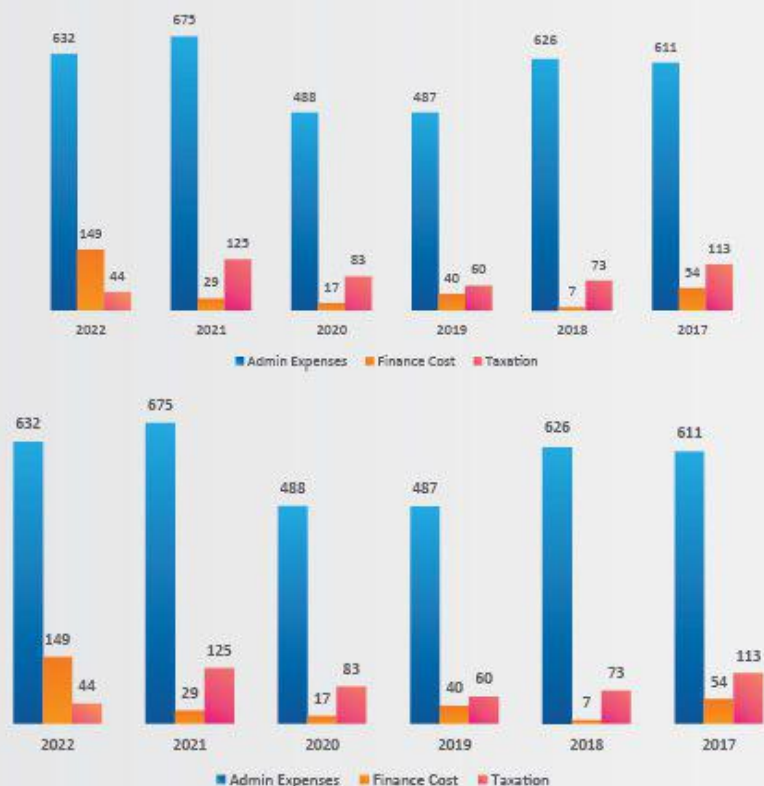
	2020		2019		2018		2017	
	Rs. in Mn	%	Rs. in Mn	%	Rs. in Mn	%	Rs. in Mn	%
<b>Non-current assets</b>								
Property and equipment	895.58	16.61%	518.46	12.67%	216.76	4.48%	72.42	1.92%
Investment property	126.50	2.35%	-	0.00%	-	0.00%	-	0.00%
Intangible assets	5.00	0.09%	14.51	0.35%	17.79	0.37%	8.60	0.23%
Long term investment	112.18	2.08%	130.10	3.18%	142.00	2.93%	49.35	1.31%
Long term loans, advances and deposits	32.49	0.60%	32.48	0.79%	26.50	0.55%	26.86	0.71%
Deferred taxation - net	114.77	2.13%	121.37	2.97%	122.10	2.52%	125.46	3.33%
<b>Total Non-current assets</b>	<b>1,286.51</b>	<b>23.87%</b>	<b>816.91</b>	<b>19.96%</b>	<b>525.14</b>	<b>10.85%</b>	<b>282.69</b>	<b>7.51%</b>
<b>Current assets</b>								
Short term investments	237.12	4.40%	518.53	12.67%	1,019.07	21.05%	617.09	16.40%
Trade debts	1,097.30	20.36%	515.71	12.60%	1,085.99	22.44%	561.60	14.93%
Receivable against margin finance	419.52	7.78%	315.47	7.71%	297.73	6.15%	328.17	8.72%
Loans and advances - considered good	21.43	0.40%	17.97	0.44%	13.52	0.28%	16.13	0.43%
Deposits and short-term prepayments	569.43	10.56%	552.88	13.51%	136.24	2.81%	184.25	4.90%
Interest and mark-up accrued	6.37	0.12%	14.95	0.37%	12.68	0.26%	15.15	0.40%
Other receivables	14.59	0.27%	4.31	0.11%	56.94	1.18%	21.72	0.58%
Advance tax	116.92	2.17%	132.06	3.23%	121.13	2.50%	57.13	1.52%
Cash and bank balances	1,621.54	30.06%	1,203.06	29.40%	1,571.60	32.47%	1,678.53	44.61%
<b>Total Current assets</b>	<b>4,104.22</b>	<b>76.13%</b>	<b>3,274.94</b>	<b>80.04%</b>	<b>4,314.91</b>	<b>89.15%</b>	<b>3,479.77</b>	<b>92.49%</b>
<b>Total Assets</b>	<b>5,390.73</b>	<b>100.00%</b>	<b>4,091.85</b>	<b>100.00%</b>	<b>4,840.05</b>	<b>100.00%</b>	<b>3,762.45</b>	<b>100.00%</b>
<b>Capital and reserves</b>								
Issued, subscribed and paid up capital	305.57	5.67%	305.57	7.47%	380.07	7.85%	380.07	10.10%
Share premium	1,810.10	33.58%	1,810.10	44.24%	1,810.10	37.40%	1,810.10	48.11%
Re-measurement FV	11.44	0.21%	5.51	0.13%	8.16	0.17%	26.81	0.71%
Accumulated profit / (loss)	319.32	5.92%	112.37	2.75%	410.07	8.47%	384.43	10.22%
<b>Total capital and reserves</b>	<b>2,446.44</b>	<b>45.38%</b>	<b>2,233.55</b>	<b>54.59%</b>	<b>2,608.40</b>	<b>53.89%</b>	<b>2,601.42</b>	<b>69.14%</b>
<b>Non current liabilities</b>								
Deferred liability	1.84	0.03%	-	0.00%	-	0.00%	-	0.00%
Long-term financing	37.27	0.69%	-	0.00%	-	0.00%	-	0.00%
Liability against assets subject to finance lease	16.64	0.31%	227.45	5.56%	-	0.00%	-	0.00%
<b>Total non current liabilities</b>	<b>55.75</b>	<b>1.03%</b>	<b>227.45</b>	<b>5.56%</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>0.00%</b>
<b>Current liabilities</b>								
Creditors, accrued expenses and other liabilities	2,802.41	51.99%	1,602.62	39.17%	2,228.28	46.04%	1,157.61	30.77%
Unclaimed dividend	3.36	0.06%	3.36	0.08%	3.36	0.07%	3.43	0.09%
Current portion of deferred liability	4.67	0.09%	-	0.00%	-	0.00%	-	0.00%
Commercial Paper	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Short term borrowing - secured	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Accrued profit	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Current maturity of long-term financing	69.59	1.29%	-	0.00%	-	0.00%	-	0.00%
Current maturity of liability against assets subject to finance lease	8.51	0.16%	24.87	0.61%	-	0.00%	-	0.00%
Taxation - net	-	0.00%	-	0.00%	-	0.00%	-	0.00%
<b>Total current liabilities</b>	<b>2,888.54</b>	<b>53.58%</b>	<b>1,630.85</b>	<b>39.86%</b>	<b>2,231.65</b>	<b>46.11%</b>	<b>1,161.04</b>	<b>30.86%</b>
<b>Total liabilities and equity</b>	<b>5,390.73</b>	<b>100.00%</b>	<b>4,091.85</b>	<b>100.00%</b>	<b>4,840.05</b>	<b>100.00%</b>	<b>3,762.45</b>	<b>100.00%</b>

Statement of Profit & Loss

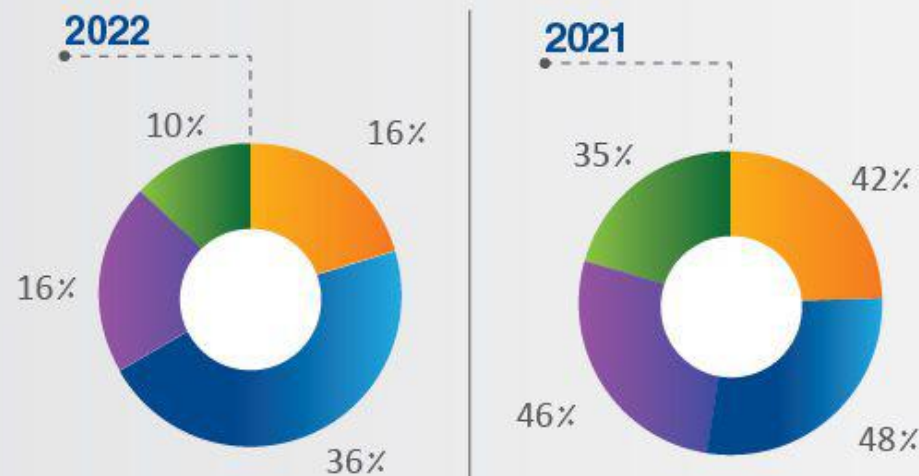
	2022		2021	
	Rs. in Mn	%	Rs. in Mn	%
Revenue	754.05	100.00%	1,186.70	100.00%
Admin Expenses	(632.24)	83.85%	(675.32)	57.88%
EBITDA	121.81	16.15%	491.38	42.12%
Depreciation	(77.02)	10.21%	(73.29)	6.28%
Other Income	224.39	29.76%	145.88	12.50%
EBIT	269.18	35.70%	563.87	48.34%
Finance Cost	(148.80)	19.73%	(26.63)	2.45%
Profit Before Tax	120.38	15.96%	535.34	45.88%
Taxation	(44.26)	5.87%	(124.81)	10.70%
Profit After Tax	76.12	10.09%	410.53	35.19%

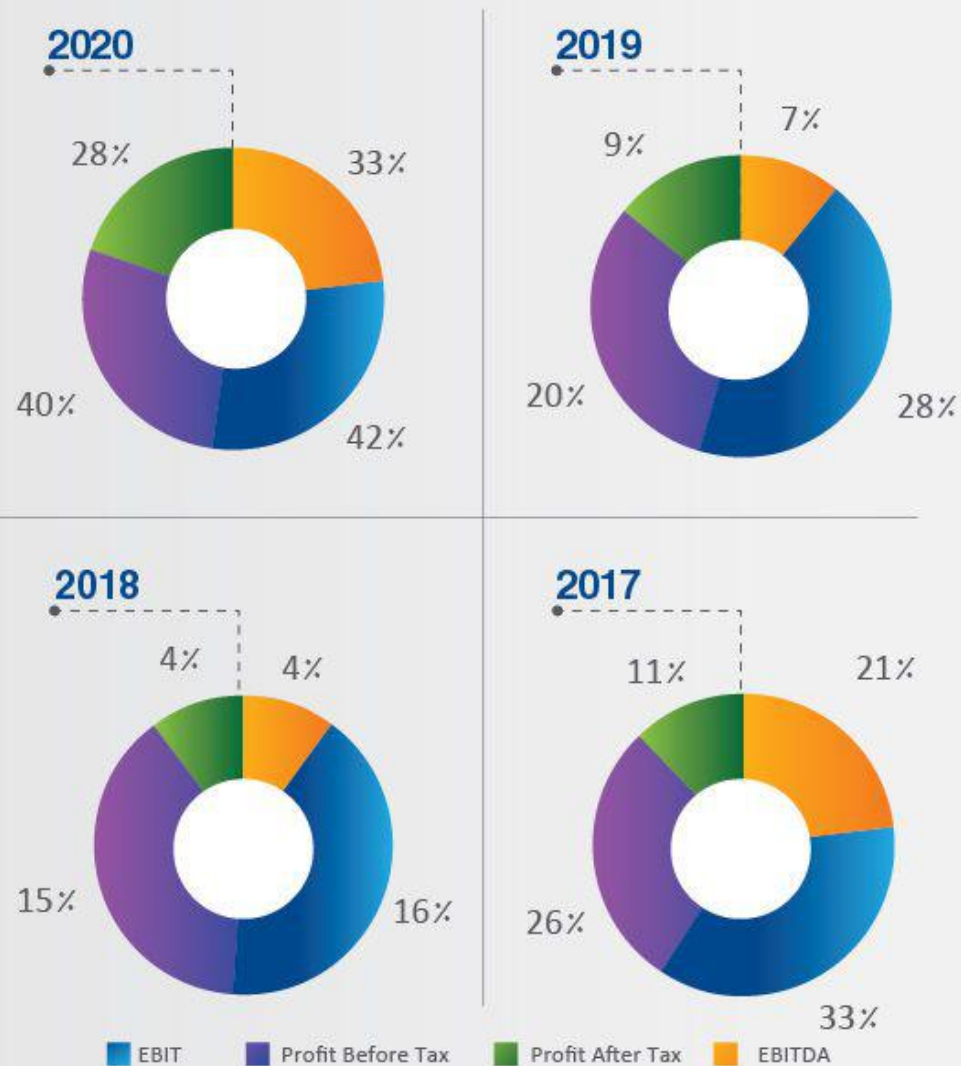
	2020		2019		2018		2017	
	Rs. in Mn	%	Rs. in Mn	%	Rs. in Mn	%	Rs. in Mn	%
Revenue	727.41	100.00%	528.63	100.00%	651.70	100.00%	770.85	100.00%
Admin Expenses	(487.85)	67.07%	(487.31)	92.53%	(625.98)	96.05%	(610.92)	79.24%
EBITDA	239.55	32.93%	39.32	7.47%	25.74	3.95%	160.04	20.76%
Depreciation	(77.78)	10.69%	(84.14)	15.93%	(25.68)	3.97%	(27.48)	3.58%
Other Income	144.75	19.90%	191.91	36.44%	106.06	16.27%	120.27	15.80%
EBIT	306.52	42.14%	147.09	27.93%	105.65	16.28%	252.85	32.80%
Finance Cost	(16.91)	2.32%	(39.80)	7.56%	(7.11)	1.09%	(54.41)	7.06%
Profit Before Tax	289.61	39.81%	107.29	20.37%	98.54	15.17%	198.44	25.74%
Taxation	(82.66)	11.36%	(60.04)	11.40%	(73.20)	11.23%	(112.91)	14.65%
Profit After Tax	206.95	28.45%	47.25	8.97%	25.34	3.93%	85.53	11.09%

Vertical Analysis-Expenses (2017 ~ 2022)



Vertical Analysis-Statement of Profit & Loss (2017 ~ 2022)

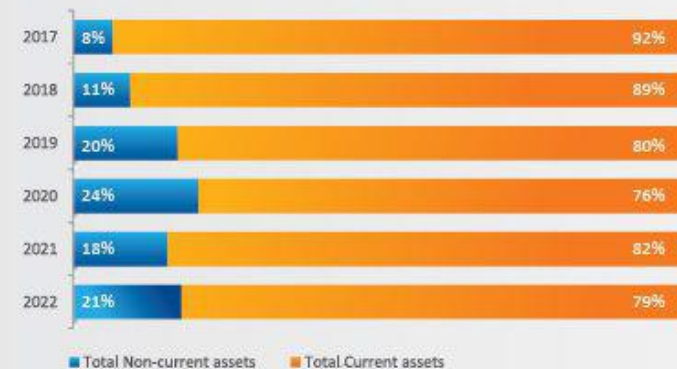




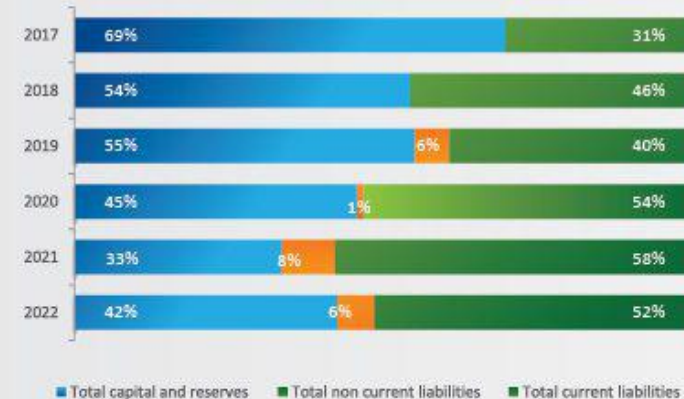
The Company's topline depicts diversified revenue stream brokerage income, supplemented by consultancy income, equity spread transactions "RBFS trade", margin financing, and the return on investment. The topline decreased by -35.37% compared to the same period last year. This decrease is a direct result of the significant low traded volumes on the bourse over the period. On the other hand, administrative expenses represent 83.85% of the revenue. The company registered a profit after-tax of Rs. 78.12 million versus Rs 410.53 million a year ago, depicting a decrease of 81.46%.

### FINANCIAL POSITION'S VERTICAL ANALYSIS

#### VERTICAL ANALYSIS - ASSETS



#### VERTICAL ANALYSIS - ASSETS LIABILITIES



# Horizontal Analysis

For the last Six Years

Statement of Financial Position	2022		2021	
	2022 vs 2021		2021 vs 2020	
	Rs. in Mn	%age	Rs. in Mn	%age
<b>Non-current assets</b>				
Property and equipment	797.56	-7.01%	857.69	-4.23%
Investment property	119.34	-3.23%	123.32	-2.52%
Intangible assets	5.00	0.00%	5.00	0.00%
Long term investment	38.42	-38.37%	62.34	-44.43%
Long term loans, advances and deposits	33.43	7.48%	31.11	-4.26%
Deferred taxation - net	111.60	-0.84%	112.54	-1.94%
<b>Total Non-current assets</b>	<b>1,105.35</b>	<b>-7.27%</b>	<b>1,192.00</b>	<b>-7.35%</b>
<b>Current assets</b>				
Short term investments	575.90	-58.64%	1,392.51	487.26%
Trade debts	644.44	-58.10%	1,537.97	40.16%
Receivable against margin finance	425.97	-6.03%	453.31	8.05%
Loans and advances - considered good	56.78	87.43%	30.30	-41.39%
Deposits and short-term prepayments	1,068.04	72.32%	619.82	8.85%
Interest and mark-up accrued	32.51	132.96%	13.95	118.93%
Other receivables	0.04	-99.45%	7.49	-48.62%
Advance tax	83.09	47.55%	56.31	-51.84%
Cash and bank balances	1,364.93	6.07%	1,286.87	-20.64%
<b>Total Current assets</b>	<b>4,251.69</b>	<b>-21.24%</b>	<b>5,398.53</b>	<b>31.54%</b>
<b>Total Assets</b>	<b>5,357.04</b>	<b>-18.72%</b>	<b>6,590.53</b>	<b>22.26%</b>
<b>Capital and reserves</b>				
Issued, subscribed and paid up capital	274.77	0.00%	274.77	-10.08%
Share premium	1,810.10	0.00%	1,810.10	0.00%
Re-measurement FV	(2.57)	-127.39%	9.39	-17.94%
Accumulated profit / (loss)	178.23	74.55%	102.11	-68.02%
<b>Total capital and reserves</b>	<b>2,260.54</b>	<b>2.92%</b>	<b>2,196.38</b>	<b>-10.22%</b>
<b>Non current liabilities</b>				
Deferred liability	-	0.00%	-	-100.00%
Long-term financing	315.44	-42.87%	552.14	1381.45%
Liability against assets subject to finance lease	3.17	-58.30%	7.60	-54.33%
<b>Total non current liabilities</b>	<b>318.61</b>	<b>-43.08%</b>	<b>559.74</b>	<b>903.94%</b>
<b>Current liabilities</b>				
Creditors, accrued expenses and other liabilities	2,347.89	-13.83%	2,724.57	-2.78%
Current portion of deferred liability	-	-100.00%	1.90	-59.36%
Short term borrowing - secured	91.99	0.00%	-	0.00%
Commercial Paper	-	100.00%	953.67	100.00%
Accrued profit	10.93	72.75%	6.33	0.00%
Current maturity of long-term financing	315.44	133.12%	135.31	94.46%
Unclaimed dividend	3.36	0.00%	3.36	0.00%
Current maturity of liability against assets subject to finance lease	8.27	-10.82%	9.27	8.98%
<b>Total current liabilities</b>	<b>2,777.89</b>	<b>-27.55%</b>	<b>3,834.42</b>	<b>32.75%</b>
<b>Total liabilities and equity</b>	<b>5,357.04</b>	<b>-18.72%</b>	<b>6,590.53</b>	<b>22.26%</b>

Statement of Financial Position	2020		2019		2018		2017	
	2020 vs 2019		2019 vs 2018		2018 vs 2017		2017 vs 2016	
	Rs. in Mn	%age	Rs. in Mn	%age	Rs. in Mn	%age	Rs. in Mn	%age
<b>Non-current assets</b>								
Property and equipment	895.58	72.74%	518.46	139.19%	216.76	199.31%	72.42	10.30%
Investment property	126.50	0.00%	-	0.00%	-	0.00%	-	0.00%
Intangible assets	5.00	-65.55%	14.51	-18.42%	17.79	106.85%	8.60	-19.93%
Long term investment	112.18	-13.78%	130.10	-8.38%	142.00	187.76%	49.35	-18.56%
Long term loans, advances and deposits	32.49	0.03%	32.48	22.58%	26.50	-1.36%	26.86	17.70%
Deferred taxation - net	114.77	-5.44%	121.37	-0.60%	122.10	-2.68%	125.46	21.23%
<b>Total Non-current assets</b>	<b>1,286.51</b>	<b>57.48%</b>	<b>816.91</b>	<b>55.56%</b>	<b>525.14</b>	<b>85.77%</b>	<b>282.69</b>	<b>7.36%</b>
<b>Current assets</b>								
Short term investments	237.12	-54.27%	518.53	-49.12%	1,019.07	65.14%	617.09	-24.72%
Trade debts	1,097.30	112.77%	515.71	-52.51%	1,085.99	93.37%	561.60	-39.15%
Receivable against margin finance	419.52	32.98%	315.47	5.96%	297.73	-9.28%	328.17	-61.64%
Loans and advances - considered good	21.43	19.25%	17.97	32.91%	13.52	-16.19%	16.13	28.42%
Deposits and short-term prepayments	569.43	2.99%	552.88	305.81%	136.24	-26.06%	184.25	-60.11%
Interest and mark-up accrued	6.37	-57.38%	14.95	17.88%	12.68	-16.27%	15.15	-12.35%
Other receivables	14.59	238.54%	4.31	-92.43%	56.94	162.21%	21.72	117.18%
Advance tax	116.92	-11.47%	132.06	9.02%	121.13	112.01%	57.13	20.92%
Cash and bank balances	1,621.54	34.79%	1,203.06	-23.45%	1,571.60	-6.37%	1,678.53	60.20%
<b>Total Current assets</b>	<b>4,104.22</b>	<b>25.32%</b>	<b>3,274.94</b>	<b>-24.10%</b>	<b>4,314.91</b>	<b>24.00%</b>	<b>3,479.77</b>	<b>-17.05%</b>
<b>Total Assets</b>	<b>5,390.73</b>	<b>31.74%</b>	<b>4,091.85</b>	<b>-15.46%</b>	<b>4,840.05</b>	<b>28.64%</b>	<b>3,762.45</b>	<b>-15.61%</b>
<b>Capital and reserves</b>								
Issued, subscribed and paid up capital	305.57	0.00%	305.57	-19.60%	380.07	0.00%	380.07	0.00%
Share premium	1,810.10	0.00%	1,810.10	0.00%	1,810.10	0.00%	1,810.10	0.00%
Re-measurement FV	11.44	107.65%	5.51	-32.47%	8.16	-69.57%	26.81	-59.64%
Accumulated profit / (loss)	319.32	184.18%	112.37	-72.60%	410.07	6.67%	384.43	28.61%
<b>Total capital and reserves</b>	<b>2,446.44</b>	<b>9.53%</b>	<b>2,233.55</b>	<b>-14.37%</b>	<b>2,608.40</b>	<b>0.27%</b>	<b>2,601.42</b>	<b>1.80%</b>
<b>Non current liabilities</b>								
Deferred liability	1.84	0.00%	-	0.00%	-	0.00%	-	0.00%
Long-term financing	37.27	0.00%	-	0.00%	-	0.00%	-	0.00%
Liability against assets subject to finance lease	16.64	-92.68%	227.45	0.00%	-	0.00%	-	0.00%
<b>Total non current liabilities</b>	<b>55.75</b>	<b>-75.49%</b>	<b>227.45</b>	<b>0.00%</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>0.00%</b>
<b>Current liabilities</b>								
Creditors, accrued expenses and other liabilities	2,802.41	74.86%	1,602.62	-28.08%	2,228.28	92.49%	1,157.61	-39.16%
Current portion of deferred liability	4.67	0.00%	-	0.00%	-	0.00%	-	0.00%
Short term borrowing - secured	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Commercial Paper	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Accrued profit	-	0.00%	-	0.00%	-	0.00%	-	0.00%
Current maturity of long-term financing	69.59	0.00%	-	0.00%	-	0.00%	-	0.00%
Unclaimed dividend	3.36	0.00%	3.36	0.00%	3.36	-2.03%	3.43	0.00%
Current maturity of liability against assets subject to finance lease	8.51	-65.78%	24.87	0.00%	-	0.00%	-	0.00%
<b>Total current liabilities</b>	<b>2,888.54</b>	<b>77.12%</b>	<b>1,630.85</b>	<b>-26.92%</b>	<b>2,231.65</b>	<b>92.21%</b>	<b>1,161.04</b>	<b>-38.98%</b>
<b>Total liabilities and equity</b>	<b>5,390.73</b>	<b>31.74%</b>	<b>4,091.85</b>	<b>-15.46%</b>	<b>4,840.05</b>	<b>28.64%</b>	<b>3,762.45</b>	<b>-15.61%</b>



FOR THE LAST SIX YEARS

Statement of Profit & Loss	2022		2021	
	2022 vs 2021		2021 vs 2020	
	Rs. in Mn	%age	Rs. in Mn	%age
Revenue	754.05	-35.37%	1,166.70	60.39%
Admin Expenses	(632.24)	-6.38%	(675.32)	38.43%
<b>EBITDA</b>	<b>121.81</b>	<b>-75.21%</b>	<b>491.38</b>	<b>105.12%</b>
Depreciation	(77.02)	5.09%	(73.29)	-5.78%
Other Income	224.39	53.82%	145.88	0.78%
<b>EBIT</b>	<b>269.18</b>	<b>-52.27%</b>	<b>563.97</b>	<b>83.99%</b>
Finance Cost	(148.80)	419.68%	(28.63)	69.32%
<b>Profit Before Tax</b>	<b>120.38</b>	<b>-77.51%</b>	<b>535.34</b>	<b>84.84%</b>
Taxation	(44.26)	-64.54%	(124.81)	50.99%
<b>Profit After Tax</b>	<b>76.12</b>	<b>-81.46%</b>	<b>410.53</b>	<b>98.37%</b>

Profit and Loss Horizontal Analysis

Amid the challenging market conditions and deteriorating macroeconomic climate, the Company was able to achieve a net income of Rs. 76.121 million, which represents a decrease of 81.46% compared to the net income of Rs. 410.526 million in the same period of the previous year.

Furthermore, the Company's operating revenue also decreased by 54.86% during the same period. In respect to the Company's administrative and operating expenses, it incurred Rs. 706.803 million for the period, indicating a decrease of 4.19%.

The Earnings per Share (EPS) for the period was Rs. 2.77, which is a decrease of 80.59% compared to the corresponding period in the previous year. EPS impact different than PAT was due to difference in weighted average number of shares (buyback executed last year).

The decrease in profitability can be attributed to the low trading volumes at the bourse during the period under review, vis-à-vis same period in the previous year.

2020		2019		2018		2017	
2020 vs 2019		2019 vs 2018		2018 vs 2017		2017 vs 2016	
Rs. in Mn	%age	Rs. in Mn	%age	Rs. in Mn	%age	Rs. in Mn	%age
727.41	38%	526.63	-19%	651.70	-15%	770.95	15%
(487.85)	0.11%	(487.31)	-22%	(625.96)	2%	(610.92)	27%
<b>239.55</b>	<b>509%</b>	<b>39.32</b>	<b>53%</b>	<b>25.74</b>	<b>-84%</b>	<b>160.04</b>	<b>-15%</b>
(77.78)	-8%	(84.14)	225%	(25.86)	-6%	(27.46)	6%
144.75	-25%	191.91	81%	106.06	-12%	120.27	53%
<b>306.52</b>	<b>108%</b>	<b>147.09</b>	<b>39%</b>	<b>105.95</b>	<b>-58%</b>	<b>252.85</b>	<b>6%</b>
(16.91)	-58%	(39.80)	459%	(7.11)	-87%	(54.41)	8668%
<b>289.61</b>	<b>170%</b>	<b>107.29</b>	<b>9%</b>	<b>98.84</b>	<b>-50%</b>	<b>198.44</b>	<b>-17%</b>
(82.66)	38%	(60.04)	-18%	(73.20)	-35%	(112.91)	66%
<b>206.95</b>	<b>338%</b>	<b>47.25</b>	<b>84%</b>	<b>25.64</b>	<b>-70%</b>	<b>85.53</b>	<b>-50%</b>

ANNUAL PROFITABILITY GROWTH



### Non Current Assets

There has been a decrease of Rs. 86.65 million (7.27%) in non-current assets as compared to the previous year. This decline is mainly a result of depreciation charges on fixed assets and the maturity of long-term investments.

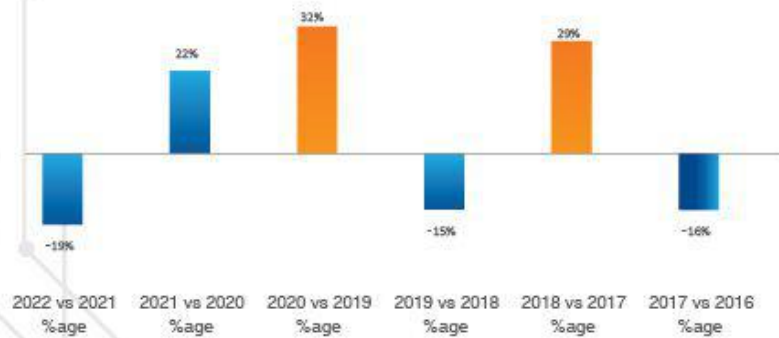
### Current Assets

Current Assets of the Company is made up of various components such as short-term investments, trade debts, receivables from margin finance, deposits, and cash and bank balances. When considering all of these components together, there has been a decrease of Rs. 1,146.84 million (21.42%) in current assets as compared to the previous year. This decrease can be attributed to the maturity of commercial paper and repayment of long-term loans.

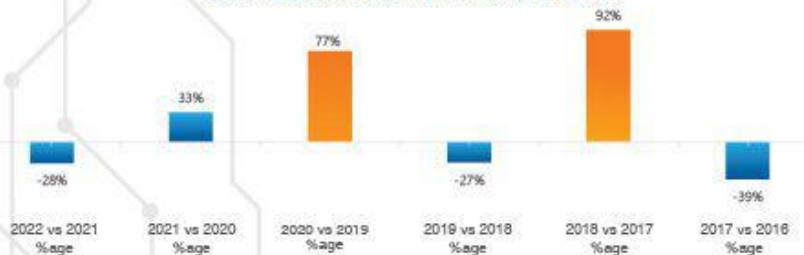
### Shareholders' Equity

The shareholders' equity has seen an increase of Rs. 64.16 million, which represents a growth of 2.92%. This increase can be primarily attributed to the rise in attributable unappropriated profits, which have gone up by Rs. 76.12 million. This increase reflects the profit earned after tax during the year. However, there is a deficit on remeasurement of securities, which amounts to Rs. 11.96 million.

#### HORIZONTAL ANALYSIS-TOTAL ASSETS



#### HORIZONTAL ANALYSIS NON CURRENT LIABILITIES



### Non-current liabilities

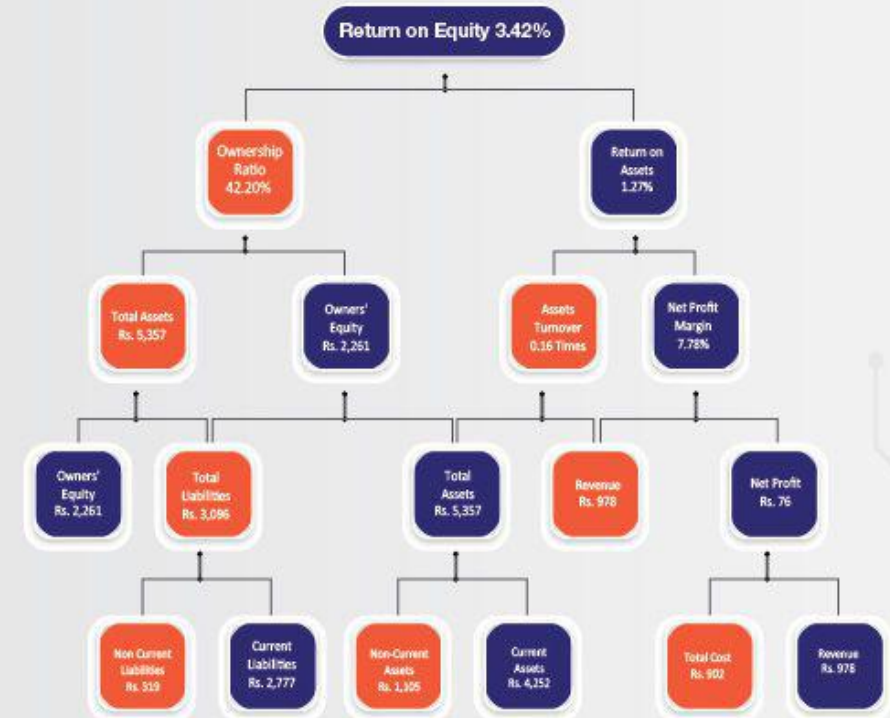
Non-current liabilities for the year have been decreased by 43.08% with an amount of Rs. 241.13 million due to classification of Rs. 315.44 million as current maturity.

### Current liabilities

Whereas the Company's current liabilities have decreased by Rs. 1,056.53 million, i.e. 18.72% as compared to the previous year, mainly due to repayment of Commercial paper.

## Dupont Analysis

Rupees in million



During the period, the company's operating revenue decreased by 54.68%, while administrative and operating expenses decreased by 4.19%, totaling Rs. 708.803 million. Despite the challenging market conditions and deteriorating macroeconomic climate, the company was able to achieve a net income of Rs. 78.121 million, which is a significant decrease of 81.48% compared to the previous year's. This reduction in net profit margin resulted in a decline in the return on assets, which decreased from 6.85% in the previous year to 1.27% in the current year. Moreover, the company's total assets decreased by 18.72% due to debt repayment, while equity increased by 2.92% compared to the previous year reflecting the net income. Current liabilities decreased by 29.53% compared to the previous year, mainly due to the maturity of short-term commercial paper and the short-term maturity of the Diminishing Musharakah term finance facility. Consequently, the low trading volume on the exchange adversely affected the return on equity, which amounted to 3.42% for the current year compared to 17.68% last year.

			2022	2021	2020	2019
Net Operating Margin	Profit After Tax / Total Income	%	7.78%	31.28%	23.73%	6.58%
Asset Turnover	Total Income / Average Assets	%	1.27%	6.85%	4.36%	1.06%
Equity Multiplier	Average Assets / Average Equity	Times	2.64	2.73	1.94	2.00
Return on Equity	Profit After Tax / Average Equity	%	3.42%	17.68%	8.84%	1.95%

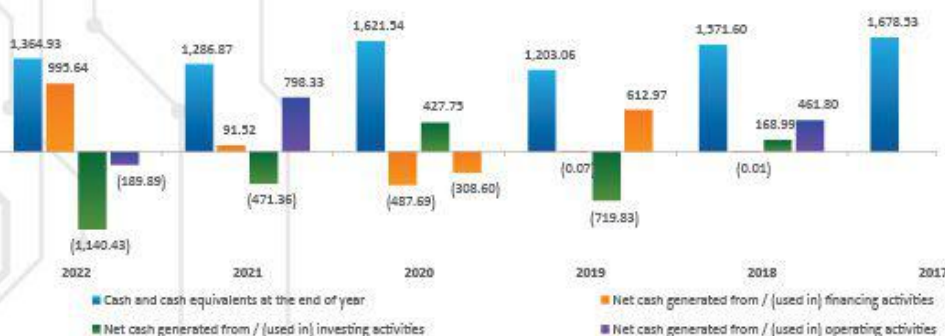
Following are the main DuPont analysis highlights:

# Cash Flows Analysis

For the last Six Years

## Summary of Cash Flow Statement

	2022	2021	2020	2019	2018	2017
Rs. In Million						
<b>Cash Generated from Operating Activities</b>	489.24	(118.13)	864.93	(237.60)	753.12	641.16
<b>PAYMENT FOR:</b>						
Finance charges	(153.41)	(9.36)	(5.71)	(4.90)	(7.11)	(54.41)
Taxes	(68.65)	(62.40)	(60.89)	(66.09)	(133.04)	(124.95)
<b>Net cash generated from / (used in) operating activities</b>	267.18	(189.89)	798.33	(308.60)	612.97	461.80
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>						
Capital Expenditure on Property and Equipment (PPE)	(13.24)	(32.24)	(662.57)	(90.66)	(172.15)	(33.52)
Investment in Property	-	-	(127.30)	-	-	-
Proceeds from Disposal of Fixed Assets	60.81	0.02	3.87	11.58	15.33	0.25
Addition intangible	-	-	-	-	(9.51)	(0.08)
Long term loans, advances and deposits	(2.33)	1.38	(0.01)	(3.48)	0.36	(4.04)
Long Term Investment	5.62	47.73	20.25	9.22	(124.51)	45.89
Short Term Investment	828.73	(1,157.31)	294.39	501.09	(429.35)	160.49
<b>Net cash used in Investing activities</b>	969.59	(1,140.43)	(471.36)	427.75	(719.83)	168.99
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>						
Dividend paid / adjustment	(137.39)	(274.77)	-	-	-	-
Lease rentals paid	(11.44)	(11.83)	(17.26)	(77.94)	(0.07)	(0.01)
Deferred Liabilities	(1.90)	4.61	1.93	-	-	-
Proceeds from running finance	(56.56)	(50.29)	-	-	-	-
Proceeds from running finance	91.99	-	-	-	-	-
Commercial Paper	(943.41)	943.41	-	-	-	-
Long-term financing	-	630.89	106.86	-	-	-
Payment of buy back of shares	-	(246.38)	-	(409.75)	-	-
<b>Net cash generated from / (used in) financing activities</b>	(1,058.71)	995.64	91.52	(487.69)	(0.07)	(0.01)
<b>Net increase / (decrease) in cash and cash equivalents</b>	78.06	(334.68)	418.49	(368.54)	(108.93)	630.78
Cash and cash equivalents at the start of year	1,286.87	1,621.54	1,203.06	1,571.60	1,678.53	1,047.75
Cash and cash equivalents at the end of year	1,364.93	1,286.87	1,621.54	1,203.06	1,571.60	1,678.53



Analyzing a company's cash flow activities is crucial to evaluate its financial health as it shows how the company generates and uses its cash. By analyzing each cash flow activity and understanding its impact on the company's cash and cash equivalents, we can gain insights into the company's financial position.

## OPERATING ACTIVITIES

From analysis of cashflow statement's operating activities, it is evident that the company generated a net cash inflow of Rs. 267.18 million in 2022 from working capital changes, which was primarily attributed to a decrease in trade receivables

## INVESTING ACTIVITIES

In terms of investing activities, the analysis of the cash flow statement shows that the company had a net cash inflow of Rs. 869.59 million in 2022. This was due to the disposal of short-term investments as a result of the commercial paper's maturity.

## FINANCING ACTIVITIES

Regarding financing activities, the cash flow statement analysis indicates that the company had a net cash outflow of Rs. 1,058.71 million in 2022. This implies that the company was able to repay its commercial paper and reduce its borrowing during the year.

## DIRECT METHOD CASH FLOWS

	2022	2021	2020	2019	2018	2017
Rs. In Million						
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>						
Cash Received From Customers (including sales tax)	1,363.91	780.30	1,346.87	869.95	1,377.06	1,993.14
Cash Paid to Employees as Remuneration	(349.36)	(420.70)	(288.18)	(270.94)	(289.00)	(320.81)
Cash Paid to the Vendors	(525.31)	(477.72)	(193.77)	(836.62)	(334.95)	(1,031.16)
Income Tax Paid	(68.65)	(62.40)	(60.89)	(66.09)	(133.04)	(124.95)
Finance Cost Paid	(153.41)	(9.36)	(5.71)	(4.90)	(7.11)	(54.41)
<b>Net Cash Flows From Operating Activities</b>	267.18	(189.89)	798.33	(308.60)	612.97	461.80
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>						
Purchase of property and equipment	(13.24)	(32.24)	(662.57)	(90.66)	(172.15)	(33.52)
Purchase of investment property	-	-	(127.30)	-	-	-
Proceeds from disposal of operating assets	50.81	0.02	3.87	11.58	15.33	0.25
Long term loans, advances and deposits	(2.33)	1.38	(0.01)	(3.48)	0.36	(4.04)
Addition to intangible assets	-	-	-	-	(9.51)	(0.08)
Long term investments - net	5.62	47.73	20.25	9.22	(124.51)	45.89
Short term investments - net	828.73	(1,157.31)	294.39	501.09	(429.35)	160.49
<b>Net cash from / (used in) investing activities</b>	869.59	(1,140.43)	(471.36)	427.75	(719.83)	168.99
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>						
Dividend paid / adjustment	(137.39)	(274.77)	-	-	-	-
Lease rentals paid	(11.44)	(11.83)	(17.26)	(77.94)	(0.07)	(0.01)
Deferred Liabilities	(1.90)	4.61	1.93	-	-	-
Repayment of long term financing	(56.56)	(50.29)	-	-	-	-
Proceeds from running finance	91.99	-	-	-	-	-
Commercial Paper	(943.41)	943.41	-	-	-	-
Long-term financing	-	630.89	106.86	-	-	-
Payment of buy back of shares	-	(246.38)	-	(409.75)	-	-
<b>Net cash from / (used in) financing activities</b>	(1,058.71)	995.64	91.52	(487.69)	(0.07)	(0.01)
<b>Net (decrease) / increase in cash and cash equivalents</b>	78.06	(334.68)	418.49	(368.54)	(108.93)	630.78
Cash and cash equivalents at the beginning of the year	1,286.87	1,621.54	1,203.06	1,571.60	1,678.53	1,047.75
Cash and cash equivalents at the end of the year	1,364.93	1,286.87	1,621.54	1,203.06	1,571.60	1,678.53

# Quarterly Analysis

FOR THE CURRENT YEAR

## Statement of Financial Position

	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr
	Rs. in Million			
<b>EQUITY AND LIABILITIES</b>				
Share capital and reserves				
Authorised capital:				
150,000,000 (2021: 150,000,000) ordinary shares of Rs.10 each	1,500.00	1,500.00	1,500.00	1,500.00
Issued, subscribed and paid-up share capital	274.77	274.77	274.77	274.77
Share premium	1,810.10	1,810.10	1,810.10	1,810.10
Surplus on re-measurement of equity securities at fair value through OCI	4.44	2.52	1.71	(2.57)
Unappropriated profit	122.87	112.66	127.72	178.23
	2,212.19	2,200.06	2,214.32	2,260.54
<b>LIABILITIES</b>				
Non-current liabilities				
Deferred liability	-	-	-	-
Long-term financing	552.14	473.16	394.30	315.44
Lease liability	4.37	5.09	2.36	3.17
	556.51	478.25	396.66	318.61
<b>Current liabilities</b>				
Creditors, accrued expenses and other liabilities	1,944.63	1,612.62	3,350.86	2,347.89
Short term borrowing - secured	-	-	-	91.99
Current portion of deferred liability	1.17	0.63	-	-
Commercial paper	981.65	-	-	-
Accrued Profit	8.76	12.47	13.50	10.93
Unclaimed dividend	3.36	3.36	3.36	3.36
Current maturity of long term financing	121.14	185.94	250.50	315.44
Current maturity of lease liability	10.98	11.02	7.53	8.27
	3,071.69	1,826.05	3,625.76	2,777.89
	5,640.38	4,504.36	6,236.75	5,357.04
<b>ASSETS</b>				
Non-current assets				
Property and equipment	846.84	830.61	809.05	797.56
Investment property	122.93	121.73	120.94	119.34
Intangible assets	5.00	5.00	5.00	5.00
Long term investments	54.78	51.94	51.14	38.42
Long term loans, advances and deposits	38.04	35.42	42.13	33.43
Deferred tax on - net	111.09	114.70	114.70	111.60
	1,178.28	1,159.41	1,142.95	1,105.35
<b>Current assets</b>				
Short term investments	1,008.63	602.18	594.25	575.90
Trade debts	423.58	346.14	1,795.65	644.44
Receivable against margin finance	438.46	663.79	367.26	423.97
Loans and advances	27.99	37.56	31.79	56.78
Short-term deposits and prepayments	65.88	198.46	568.36	1,068.04
Interest and mark-up accrued	20.19	30.36	29.64	32.51
Other receivables	12.07	23.93	5.27	0.04
Advance tax	62.89	48.83	55.00	83.09
Cash and bank balances	2,602.42	1,391.74	1,426.34	1,364.93
	4,662.11	3,344.90	5,093.80	4,251.69
	5,640.38	4,504.36	6,236.75	5,357.04

## Profit & Loss

	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr
	Rs. in Million			
Operating revenue	98.24	198.67	313.86	480.99
Capital gain on sale of investments - net	23.79	46.12	62.21	71.35
Unrealised gain / (loss) on remeasurement of investments at fair value - p&l - net	37.04	(13.29)	(12.99)	11.56
Unrealised gain / (loss) on remeasurement of derivatives at fair value - p&l - net	(41.17)	14.89	2.95	(9.12)
Dividend income	15.09	28.98	56.12	88.76
Margin finance income	21.72	47.20	79.08	110.52
	154.70	322.57	501.83	764.06
Administrative and operating expenses	(169.28)	(342.84)	(512.66)	(706.80)
	(14.57)	(20.27)	(10.79)	47.26
Other operating income - net	89.42	152.48	196.84	224.39
	74.85	132.19	186.11	271.64
Provision for Sindh Workers' Welfare Fund	(0.54)	(0.87)	(1.36)	(2.46)
Finance cost	(47.94)	(89.40)	(118.44)	(148.60)
Profit before taxation	28.38	41.92	66.26	120.38
Taxation - current	(4.68)	(10.86)	(20.23)	(34.82)
- prior year	-	(21.87)	(21.87)	(7.96)
- deferred	(0.98)	1.36	1.44	(1.45)
	(5.61)	(31.37)	(40.66)	(44.26)
Profit after taxation	20.76	10.56	25.62	76.12
Earnings per share - basic and diluted	0.78	0.38	0.83	2.77

## Statement of Value Added

	2022		2021	
	PKR in Mn	%	PKR in Mn	%
<b>Value Added</b>				
Revenue	754.05	121%	1,166.70	116%
Other Income	224.39	36%	145.88	15%
	<b>978.44</b>	<b>157%</b>	<b>1,312.58</b>	<b>131%</b>
Operating and other expenses excluding salaries, depreciation, amortisation and workers welfare fund	(355.94)	-57%	(306.73)	-31%
	<b>622.50</b>	<b>100%</b>	<b>1,005.85</b>	<b>100%</b>
<b>Value Allocated to Employees</b>				
Salaries, allowances & other benefits	349.36	56%	420.70	41%
<b>To Government</b>				
Workers Welfare Fund	2.46	1%	10.93	1%
Income tax	44.26	7%	124.81	13%
	<b>46.72</b>	<b>8%</b>	<b>135.73</b>	<b>14%</b>
<b>To Financial Institution</b>				
Markup on Loans, Commercial Paper, Bank Guarantee	148.80	23%	28.63	3%
<b>To Society's welfare</b>				
Donations	1.50	1%	10.26	1%
<b>To Expansion</b>				
Retained in business	76.12	12%	410.53	41%
	<b>622.50</b>	<b>100%</b>	<b>1,005.85</b>	<b>100%</b>





## Financial Statements



KPMG Taseer Hadi & Co.  
Chartered Accountants  
Sheikh Sultan Trust Building No. 2, Beaumont Road  
Karachi 75530 Pakistan  
+92 (21) 35385847, Fax +92 (21) 35685095

**INDEPENDENT AUDITOR'S REPORT**

To the members of JS Global Capital Limited

**Report on the Audit of the Financial Statements**

**Opinion**

We have audited the annexed financial statements of JS Global Capital Limited ("the Company"), which comprise the statement of financial position as at 31 December 2022, and the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity, the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies 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, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows 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 Companies Act, 2017 (XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at 31 December 2022 and of the profit, other comprehensive loss, 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 Company 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.



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Following are the key audit matter:

S. No.	Key audit matters	How the matter was addressed in our audit
1.	<p><b>Revenue recognition</b></p> <p>Refer notes 3.5 and 25 to the financial statements relating to revenue recognition.</p> <p>The Company generates revenue from brokerage services, advisory and related services. Brokerage represent 98% while advisory services represents 2% of the operating revenue.</p> <p>We identified revenue recognition as key audit matter as it is one of the key performance indicators of the Company and because of the potential risk that revenue transactions may not been recognized in the appropriate period.</p>	<p>Our procedures among others, included:</p> <ul style="list-style-type: none"> <li>We obtained an understanding and assessed design and tested the operating effectiveness of key internal controls over the recording of revenue;</li> <li>We assessed the appropriateness of the Company's accounting policies for revenue recognition and compliance of those policies with applicable accounting standards;</li> <li>We identified the automated controls and the corresponding key IT systems that support the processes;</li> <li>We assessed the IT control environment, reviewed the IT governance framework and tested the General IT controls of the key IT application that support the revenue recognition and reporting to evaluate whether the system dependent controls and information could be relied on throughout the period. Our testing of General IT controls covered access management, change management and IT operations.</li> <li>We have tested the identified automated application controls, which are critical to the revenue recognition process. Our testing procedures included the testing of system logics, automated calculations and validations, testing of system generated information, system configuration.</li> <li>We checked invoices and related documents, on a sample basis for selected revenue transactions recorded</li> </ul>



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S. No.	Key audit matters	How the matter was addressed in our audit
		<p>during the current year to assess whether the related revenue was recognized in accordance with the requirement of applicable accounting standard; and</p> <ul style="list-style-type: none"> <li>We compared, on a sample basis, specific revenue transactions recorded before and after the reporting date with underlying documentation to assess whether revenue has been recognized in the correct accounting period.</li> </ul>

**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. We were provided with the Director's Report prior to date of this auditor's report and the remaining parts of the Annual Report are expected to be made available to us after that date.

Our opinion on the financial statements does not cover the other information and we do not and will 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 identified above 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 on the other information that we obtained prior to the date of this auditor's report, 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 Board of Directors for the Financial Statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the accounting and reporting standards as applicable in Pakistan and the requirements of 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.



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In preparing the financial statements, management is responsible for assessing the Company'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 Company or to cease operations, or has no realistic alternative but to do so.

Board of directors are responsible for overseeing the Company'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 Company'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 Company'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





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obtained up to the date of our auditor's report. However, future events or conditions may cause the Company 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 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

Based on our audit, we further report that in our opinions:

- a) proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);
- b) the statement of financial position, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes thereon have been drawn up in conformity with 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 for the purpose of the Company's business;
- d) no zakat was deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980), and



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- e) the Company was in compliance with the requirements of section 78 of the Securities Act, 2015 and section 62 of the Futures Act, 2016, and the relevant requirements of the Securities Brokers (Licensing and Operations) Regulations, 2015 as at the date on which the financial statements were prepared.

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

Date: 7 March 2023

Karachi

UDIN: AR202210106BIFAu9vxM

KPMG Taseer Hadi & Co.  
Chartered Accountants

Statement of Financial Position  
As at December 31, 2022

	Note	2022 ----- (Rupees) -----	2021
<b>EQUITY AND LIABILITIES</b>			
<b>Share capital and reserves</b>			
Authorised capital:			
150,000,000 (2021: 150,000,000) ordinary shares of Rs.10 each		1,500,000,000	1,500,000,000
Issued, subscribed and paid-up share capital	4	274,772,970	274,772,970
Share premium		1,810,104,900	1,810,104,900
(Deficit) / Surplus on re-measurement of equity securities at fair value through other comprehensive income		(2,571,815)	9,388,710
Unappropriated profit		178,230,182	102,108,918
		2,260,536,237	2,196,375,498
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Long-term financing - secured	5	315,442,500	552,135,000
Lease liability	6	3,170,104	7,602,136
		318,612,604	559,737,136
<b>Current liabilities</b>			
Current maturity of long-term financing	5	315,442,500	135,314,633
Current portion of deferred liability	7	-	1,897,534
Current maturity of lease liability	6	8,271,047	9,274,266
Creditors, accrued expenses and other liabilities	8	2,347,889,402	2,724,571,721
Short term borrowing - secured	9	91,994,547	-
Commercial Paper	10	-	953,670,325
Accrued profit		10,933,269	6,328,952
Unclaimed dividend		3,361,843	3,361,843
		2,777,892,608	3,834,419,274
<b>Total equity and liabilities</b>		<b>5,357,041,449</b>	<b>6,590,531,908</b>
<b>Contingencies and commitments</b>	11		

The annexed notes 1 to 42 form an integral part of these financial statements.

Director

Chief Executive Officer

Chief Financial Officer

Statement of Financial Position  
As at December 31, 2022

	Note	2022 ----- (Rupees) -----	2021
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property and equipment	12	797,556,231	857,694,424
Investment property	13	119,340,261	123,321,956
Intangible assets	14	5,000,000	5,000,000
Long term investments	15	38,420,312	56,504,289
Long term loans, advances and deposits	16	33,431,090	31,105,006
Deferred taxation - net	17	111,602,125	112,542,761
		1,105,350,019	1,186,168,436
<b>Current assets</b>			
Short term investments	18	575,900,796	1,398,342,341
Trade debts	19	644,435,971	1,537,968,534
Receivable against margin finance		425,971,947	453,311,520
Loans and advances	20	56,783,317	30,295,071
Short-term deposits and prepayments	21	1,068,037,507	619,816,280
Interest and mark-up accrued	22	32,506,463	13,953,661
Other receivables	23	41,526	7,494,026
Advance tax		83,088,775	56,313,277
Cash and bank balances	24	1,364,925,128	1,286,868,762
		4,251,691,430	5,404,363,472
<b>Total assets</b>		<b>5,357,041,449</b>	<b>6,590,531,908</b>

The annexed notes 1 to 42 form an integral part of these financial statements.

Director

Chief Executive Officer

Chief Financial Officer

Statement of Profit or Loss  
For The Year Ended December 31, 2022

	Note	2022 ----- (Rupees) -----	2021
Operating revenue	25	480,985,479	1,060,765,115
Capital gain on sale of investments - net	26	71,345,813	43,668,435
Unrealised gain / (loss) on re-measurement of investments at fair value through profit or loss - net	18.1 & 18.2	11,564,556	1,504,731
Unrealised (loss) on re-measurement of derivatives at fair value through profit or loss - net		(9,122,226)	(3,428,653)
Dividend income		88,757,340	6,353,229
Margin finance income		110,518,499	57,838,521
		754,049,461	1,166,701,378
Administrative and operating expenses	27	(706,803,043)	(737,686,049)
		47,246,418	429,015,329
Other operating income - net	28	224,392,176	145,878,448
		271,638,594	574,893,777
Provision for Sindh Workers' Welfare Fund		(2,456,754)	(10,925,211)
Finance cost	29	(148,800,915)	(28,633,221)
Profit before taxation		120,380,925	535,335,345
Taxation - current		(34,823,218)	(151,949,195)
- prior year		(7,989,023)	28,040,695
- deferred		(1,447,420)	(901,225)
	30	(44,259,661)	(124,809,725)
Profit after taxation		76,121,264	410,525,620
Earnings per share - basic and diluted	31	2.77	14.27

The annexed notes 1 to 42 form an integral part of these financial statements.

Statement of Comprehensive Income  
For The Year Ended December 31, 2022

	2022 ----- (Rupees) -----	2021
<b>Profit for the year</b>	<b>76,121,264</b>	410,525,620
<b>Other comprehensive income</b>		
<b>Items that will not be reclassified to statement of profit or loss subsequently</b>		
(Deficit) on re-measurement of investments at fair value through OCI during the year - equity securities	(12,490,744)	(2,357,160)
Less: Related tax	510,300	96,300
	(11,980,444)	(2,260,860)
<b>Items that may be reclassified to statement of profit or loss subsequently</b>		
Surplus on re-measurement of investments at fair value through OCI during the year - debt securities	23,434	244,484
Less: Related tax	(3,515)	(36,673)
	19,919	207,811
<b>Total comprehensive income for the year</b>	<b>64,160,739</b>	408,472,571

The annexed notes 1 to 42 form an integral part of these financial statements.

Director

Chief Executive Officer

Chief Financial Officer

Director

Chief Executive Officer

Chief Financial Officer

Statement of Changes in Equity  
For The Year Ended December 31, 2022

	Reserves					Total
	Issued, subscribed and paid-up share capital	Share premium	(Deficit) / Surplus on re-measurement of equity securities at fair value through other comprehensive income	Unappropriated profit	Sub-total	
	(Rupees)					
Balance as at January 01, 2021	305,570,000	1,810,104,900	11,441,759	319,321,963	2,140,868,622	2,446,438,622
<b>Total comprehensive income for the year</b>						
Profit for the year	-	-	-	410,525,620	410,525,620	410,525,620
Other comprehensive income / (loss) - net of tax	-	-	(2,053,049)	-	(2,053,049)	(2,053,049)
Total comprehensive income for the year	-	-	(2,053,049)	410,525,620	408,472,571	408,472,571
<b>Transactions with owners</b>						
Buy back of 3,079,703 shares having face value of Rs.10 each at a price of Rs.80 each	(30,797,030)	-	-	-	-	(30,797,030)
Amount paid in excess of face value of 3,079,703 shares	-	-	-	(215,579,210)	(215,579,210)	(215,579,210)
Interim dividend for the financial year 2021 @ Rs. 10/- per share	-	-	-	(274,772,970)	(274,772,970)	(274,772,970)
Interim dividend for the financial year 2021 @ Rs. 5/- per share	-	-	-	(137,386,485)	(137,386,485)	(137,386,485)
Balance as at December 31, 2021	274,772,970	1,810,104,900	9,388,710	102,108,918	1,921,602,528	2,196,375,498
Balance as at January 01, 2022	274,772,970	1,810,104,900	9,388,710	102,108,918	1,921,602,528	2,196,375,498
<b>Total comprehensive income for the year</b>						
Profit for the year	-	-	-	76,121,264	76,121,264	76,121,264
Other comprehensive income - net of tax	-	-	(11,960,525)	-	(11,960,525)	(11,960,525)
Total comprehensive income for the year	-	-	(11,960,525)	76,121,264	64,160,739	64,160,739
Balance as at December 31, 2022	274,772,970	1,810,104,900	(2,571,815)	178,230,182	1,985,763,267	2,260,536,237

The annexed notes 1 to 42 form an integral part of these financial statements.

Director

Chief Executive Officer

Chief Financial Officer

Statement of Cash Flows  
For The Year Ended December 31, 2022

Note	2022	2021
	(Rupees)	
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before taxation	120,380,925	535,335,345
<b>Adjustments for:</b>		
Depreciation of operating assets expense	12.1 65,296,621	61,954,488
Depreciation of right-of-use assets	12.2 8,541,843	8,152,165
Depreciation of investment property	13 3,182,591	3,182,591
Gain on sale of operating assets	12.1.1 (47,150,485)	(2,263)
Amortisation of intangible assets	14.2 -	15
Unrealised gain on remeasurement of investments at fair value through profit or loss - net	(11,564,556)	(1,504,731)
Unrealised (loss) on re-measurement of derivatives at fair value through profit or loss - net	9,122,226	3,428,653
Provision for Sindh Workers' Welfare Fund	2,456,754	10,925,211
Finance cost	29 148,800,915	28,633,221
	178,685,909	114,769,350
<b>Cash generated from operating activities before working capital changes</b>	<b>299,066,834</b>	<b>650,104,695</b>
<b>(Increase) / decrease in current assets</b>		
Trade debts	893,532,564	(440,671,888)
Receivable against margin finance	27,339,574	(33,789,928)
Loans and advances	(26,488,246)	(8,867,791)
Short-term deposits and prepayments	(448,221,227)	(50,384,029)
Interest and mark-up accrued	(18,552,802)	(7,580,043)
Other receivables	7,452,500	7,091,559
	435,062,363	(534,202,120)
<b>Decrease in current liabilities</b>		
Creditors, accrued expenses and other liabilities	(244,892,233)	(234,029,002)
<b>Cash generated from / (used in) operations</b>	<b>489,236,964</b>	<b>(118,126,427)</b>
Finance cost paid	(153,405,231)	(9,357,178)
Taxes paid	(68,652,489)	(62,402,443)
<b>Net cash generated from / (used in) operating activities</b>	<b>267,179,243</b>	<b>(189,886,048)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property and equipment	12.1 (13,244,885)	(32,236,507)
Proceeds from disposal of operating assets	12.1.1 50,808,000	15,000
Long term loans, advances and deposits	(2,326,084)	1,383,815
Long term investments - net	5,616,667	47,725,000
Short term investments - net	828,731,718	(1,157,312,827)
<b>Net cash generated from / (used in) investing activities</b>	<b>869,585,416</b>	<b>(1,140,425,519)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Lease rentals paid	(11,444,798)	(11,829,533)
Deferred liabilities	(1,897,534)	4,611,496
(Repayment) / Proceeds from commercial paper	(943,409,391)	943,409,391
Proceed from Running Finance	91,994,547	-
Proceeds from long term loan	-	630,885,000
Repayment of long term financing	(56,564,633)	(50,290,901)
Dividend paid	(137,386,485)	(274,772,970)
Payment of buy back of shares	-	(246,376,240)
<b>Net cash generated (used in) / generated from financing activities</b>	<b>(1,058,708,294)</b>	<b>995,636,243</b>
<b>Increase / (decrease) in cash and cash equivalents during the year</b>	<b>78,056,366</b>	<b>(334,675,324)</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>1,286,868,762</b>	<b>1,621,544,086</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>1,364,925,128</b>	<b>1,286,868,762</b>

The annexed notes 1 to 42 form an integral part of these financial statements.

Director

Chief Executive Officer

Chief Financial Officer

Notes to the Financial Statements  
For The Year Ended December 31, 2022

1. STATUS AND NATURE OF BUSINESS

JS Global Capital Limited (the Company) was incorporated as a private limited company on June 28, 2000 under repealed Companies Ordinance, 1984 (now Companies Act, 2017). However, the Company commenced its operations in May 2003 and name of the Company was changed from JSCL Direct (Private) Limited to Jahangir Siddiqui Capital Markets (Private) Limited. Subsequently, the Company was converted into a public unquoted company and the holding company Jahangir Siddiqui & Co. Limited. (JSCL) offered its 25% shareholding to the general public for subscription in December 2004 and the Company obtained listing on Karachi Stock Exchange Limited and Islamabad Stock Exchange Limited on February 07, 2005. During 2006-07, the Company issued 10,009,700 shares to Global Investment House K.S.C.C Kuwait, ('Global'). The shares were issued to Global without offering right shares on the basis of a special resolution passed on July 11, 2006. The Securities and Exchange Commission of Pakistan vide its letter no. EMD/CI/49/2006-458 dated July 19, 2006 gave its in-principle approval to the scheme.

During the year 2012, JS Bank Limited (the Parent Company), a subsidiary of JSCL, acquired 25,525,169 shares of the Company from JSCL and other shareholders against issuance of 185,321,537 shares in lieu thereof. As a result, the principal ownership of the Company was transferred to the Parent Company. Presently, the Company is subsidiary of JS Bank Limited, which is a subsidiary of JSCL, the ultimate parent of the Company.

During the year 2019, the Company announced public announcement of buy back for purchase of its own shares up to maximum of 7,450,000 shares through tender offer for the purpose of cancellation. The payment for accepted shares was made on October 01, 2019. The unaccepted shares were subsequently returned to unsuccessful shareholders and accepted shares were subsequently cancelled on October 02, 2019.

During prior year, the Company announced public announcement of buy back for purchase of its own shares up to maximum of 3,991,525 shares through tender offer out of which 3,079,703 shares were purchased for the purpose of cancellation. The payment for accepted shares was made on June 04, 2021. The accepted shares were subsequently cancelled on June, 10 2021.

The Company is a Trading Right Entitlement Certificate (TREC) holder of Pakistan Stock Exchange Limited (PSX) and member of Pakistan Mercantile Exchange Limited (PMEX). The principal activities of the Company are share brokerage, money market brokerage, forex brokerage, commodity brokerage, advisory, underwriting, book running and consultancy services. Other activities include investment in a mix of listed and unlisted equity and debt securities and reverse repurchase transactions. The registered office of the Company is located at 17th Floor, The Centre, Plot No. 28, SB-5, Abdullah Haroon Road, Saddar, Karachi, Pakistan. The Company has eight branches in seven cities of Pakistan which are as follows:

Branch Name	Address
Stock Exchange Branch	Room No. 634, 6th Floor, Stock Exchange Building, Stock Exchange Road, Karachi
Gulshan-e-Iqbal Branch	Suite No. 607-A, 6th Floor, Al Ameen Towers, Plot No E-2, Block 10, Gulshan-e-Iqbal, Main NIPA, Karachi
Hyderabad Branch	Shop No. 20, Ground Floor, Auto Bhan Towers, Auto Bhan Road, Unit No. 3, Latifabad, Hyderabad
Islamabad Branch	Room No. 413, 4th Floor, ISE Towers, 55-B, Jinnah Avenue, Islamabad
Faisalabad Branch	Office no G-04, Ground Floor, Mezan Executive Tower Plot No 4, Liaquat Road, Faisalabad
Lahore Branch	Plot No. 434-G/1, MA Johar Town, Lahore

Multan Branch	Office No. 608-A, Sixth Floor, The United Mall, Plot No. 74, Abdali Road, Multan
Peshawar Branch	First Floor, State life Building No. 34, The Mall Road, Peshawar Cantt, Peshawar

2. BASIS OF PREPARATION

2.1 Statement of compliance

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

- International Financial Reporting Standards (IFRS Standards) issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017 (the Act); and
- Provisions of and directives issued under the Act.

Where provisions of and directives issued under the Act differ from the IFRS Standards, the provisions of and directives issued under the Act, have been followed.

2.2 Basis of measurement

These financial statements have been prepared under the historical cost convention, except for certain investments and derivative financial instruments which are stated at fair value. Further, lease liability and related Right-of-use Assets which are initially measured at present value of lease payments that were unpaid at lease commencement date.

2.3 Functional and presentation currency

These financial statements are presented in Pakistani Rupee, which is also the functional and presentation currency of the Company and rounded off to the nearest rupee.

2.4 Use of 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 the reported amounts of assets, liabilities, income and expenses.

The estimates and as other comprehensive income at assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which are apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions 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 the revision and future periods if the revision affects both current and future periods.

The estimates and judgments that have a significant effect on the financial statements are in respect of the following:

Residual values and useful lives of property and equipment (notes 3.2 and 12);  
Recognition of current and deferred taxation (notes 3.6 and 17);  
Provision for impairment on financial assets (3.4.3); and

The estimates and judgments that have other than significant effect on the financial statements are following:

- Valuation of investments (notes 3.4, 15 and 18);
- Residual values and useful life of investment property (notes 3.15 and 13);
- Useful lives of intangible assets (notes 3.3 and 14);
- Right of use assets and lease liability (3.14).

## 2.5 New accounting standards / amendments and IFRS interpretations that are not yet effective

The following International Financial Reporting Standards (IFRS Standards) as notified under the Companies Act, 2017 and the amendments and interpretations thereto will be effective for accounting periods beginning on or after 1 January 2023

- Classification of liabilities as current or non-current (Amendments to IAS 1 in January 2020) apply retrospectively for the annual periods beginning on or after 1 January 2024 (as deferred vide amendments to IAS 1 in October 2022) with earlier application permitted. These amendments in the standards have been added to further clarify when a liability is classified as current. Convertible debt may need to be reclassified as 'current'. The standard also amends the aspect of classification of liability as non-current by requiring the assessment of the entity's right at the end of the reporting period to defer the settlement of liability for at least twelve months after the reporting period. An entity's expectation and discretion at the reporting date to refinance or to reschedule payments on a long-term basis are no longer relevant for the classification of a liability as current or non-current. An entity shall apply those amendments retrospectively in accordance with IAS 8.
- Non-current Liabilities with Covenants (amendment to IAS 1 in October 2022) aims to improve the information an entity provides when its right to defer settlement of a liability for at least twelve months is subject to compliance with conditions. The amendment is also intended to address concerns about classifying such a liability as current or non-current. Only covenants with which a company must comply on or before the reporting date affect the classification of a liability as current or non-current. Covenants with which the company must comply after the reporting date (i.e. future covenants) do not affect a liability's classification at that date. However, when non-current liabilities are subject to future covenants, companies will now need to disclose information to help users understand the risk that those liabilities could become repayable within 12 months after the reporting date. The amendments apply retrospectively for annual reporting periods beginning on or after 1 January 2024, with earlier application permitted. These amendments also specify the transition requirements for companies that may have early-adopted the previously issued but not yet effective 2020 amendments to IAS 1 (as referred above).

Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2) – the Board has issued amendments on the application of materiality to disclosure of accounting policies and to help companies provide useful accounting policy disclosures. The key amendments to IAS 1 include:

- requiring companies to disclose their material accounting policies rather than their significant accounting policies;

- clarifying that accounting policies related to immaterial transactions, other events or conditions are themselves immaterial and as such need not be disclosed; and

- clarifying that not all accounting policies that relate to material transactions, other events or conditions are themselves material to a company's financial statements.

The Board also amended IFRS Practice Statement 2 to include guidance and two additional examples on the application of materiality to accounting policy disclosures. The amendments are effective for annual reporting periods beginning on or after 1 January 2023 with earlier application permitted.

- Definition of Accounting Estimates (Amendments to IAS 8) introduce a new definition for accounting estimates clarifying that they are monetary amounts in the financial statements that are subject to measurement uncertainty. The amendments also clarify the relationship between accounting policies and accounting estimates by specifying that an entity develops an accounting estimate to achieve the objective set out by an accounting policy. The amendments are effective for periods beginning on or after 1 January 2023, with earlier application permitted, and will apply prospectively to changes in accounting estimates and changes in accounting policies occurring on or after the beginning of the first annual reporting period in which the company applies the amendments.
- Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12) narrow the scope of the initial recognition exemption (IRE) so that it does not apply to transactions that give rise to equal and offsetting temporary differences. As a result, companies will need to recognize a deferred tax asset and a deferred tax liability for temporary differences arising on initial recognition of a lease and a decommissioning provision. For leases and decommissioning liabilities, the associated deferred tax asset and liabilities will need to be recognized from the beginning of the earliest comparative period presented, with any cumulative effect recognized as an adjustment to retained earnings or other components of equity at that date. The amendments are effective for annual reporting periods beginning on or after 1 January 2023 with earlier application permitted.
- Lease Liability in a Sale and Leaseback (amendment to IFRS 16 in September 2022) adds subsequent measurement requirements for sale and leaseback transactions that satisfy the requirements to be accounted for as a sale. The amendment confirms that on initial recognition, the seller-lessee includes variable lease payments when it measures a lease liability arising from a sale-and-leaseback transaction. After initial recognition, the seller-lessee applies the general requirements for subsequent accounting of the lease liability such that it recognizes no gain or loss relating to the right of use it retains. A seller-lessee may adopt different approaches that satisfy the new requirements on subsequent measurement. The amendments are effective for annual reporting periods beginning on or after 1 January 2024 with earlier application permitted. Under IAS 8, a seller-lessee will need to apply the amendments retrospectively to sale-and-leaseback transactions entered into or after the date of initial application of IFRS 16 and will need to identify and re-examine sale-and-leaseback transactions entered into since implementation of IFRS 16 in 2019, and potentially restate those that included variable lease payments. If an entity (a seller-lessee) applies the amendments arising from Lease Liability in a Sale and Leaseback for an earlier period, the entity shall disclose that fact.
- Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28) amend accounting treatment on loss of control of business or assets. The amendments also introduce new accounting for less frequent transaction that involves neither cost nor full step-up of certain retained interests in assets that are not businesses. The effective date for these changes has been deferred indefinitely until the completion of a broader review.

### 3. SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies used in the preparation of these financial statements are set out below. These accounting policies have been applied consistently to all periods presented in these financial statements.

#### 3.1 Employee benefits

##### Defined contribution plan

The Company operates a defined contribution plan, i.e. recognised provident fund scheme for all its eligible employees in accordance with the trust deed and rules made thereunder. Equal monthly contributions at the rate of 7.33% of basic salary are made to the fund by the Company and the employees.

#### 3.2 Property and equipment

Items of property and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures that are directly attributable to the acquisition of the asset.

Depreciation is calculated on straight line basis over the estimated useful lives of the assets. Depreciation on additions is charged from the month in which they are available for use and on deletions up to the month of deletion.

Category of Operating Assets	Useful life
Office equipment - computer related items	03 years
Office equipment - others	04 years
Office furniture	10 years
Leasehold improvements	10 years
Building	40 years
Motor vehicles	05 years

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 as associated with the item will flow to the Company and its cost can be reliably measured. Cost incurred to replace an item of property and equipment is capitalized and the asset so replaced is retired from use and its carrying amount is derecognised. Normal repairs and maintenance are charged to the statement of profit or loss during the period in which they are incurred.

The residual values and useful lives of assets are reviewed and adjusted, if appropriate at each reporting date. Capital work-in-progress is stated at cost less impairment loss, if any.

Gains and losses on disposal of assets, if any, are taken to statement of profit or loss.

#### 3.3 Intangible assets

Intangible assets having finite useful lives are stated at cost less accumulated amortisation and accumulated impairment losses, if any. Such intangible assets are amortised using the straight-line method taking into account residual value, if any, at the rates specified in note 14 to these financial statements. Amortisation is charged from the date the asset is available for use while in the case of assets disposed off, it is charged till the date of disposal. The useful lives and amortisation method are reviewed and adjusted, if appropriate, at each reporting date.

Intangible assets having an indefinite useful life are stated at cost less accumulated impairment losses, if any. An intangible asset is regarded as having an indefinite useful life, when, based on an analysis of all the relevant factors, there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows for the Company. An intangible asset with an indefinite useful life is not amortised. However, the carrying amount is reviewed at each reporting date or whenever there is an indication that the asset may be impaired, to assess whether it is in excess of its recoverable amount, and where the carrying value exceeds the estimated recoverable amount, it is written down to its estimated recoverable amount.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in statement of profit or loss when the asset is derecognised.

#### 3.4 Financial instruments

##### Initial recognition and measurement

Financial assets and liabilities, with the exception of bank balances, loans and advances to employees / counter parties and due to counterparties, are initially recognised on the trade date, i.e., the date that the Company becomes a party to the contractual provisions of the instrument. This includes regular way trades: purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place.

Bank balances and loans and advances to employees / counter parties are recognised when funds are transferred to the banks / employees / counterparties. The Company recognises due to counterparties when funds reach the Company.

All financial instruments are measured initially at their fair value plus transaction costs, except in the case of financial assets and financial liabilities recorded as 'at fair value through profit or loss' whereby transaction costs are not capitalised.

##### 3.4.1 Financial assets

The financial assets are subsequently measured at fair value through profit or loss, amortised cost or fair value through other comprehensive income on the basis of both:

- The entity's business model for managing the financial assets; and
- The contractual cash flow characteristics of the financial asset.

##### Financial assets measured at fair value through other comprehensive income

###### a) Debt instruments at fair value through other comprehensive income

Debt Instrument at fair value through other comprehensive income are subsequently measured at fair value with gains and losses arising due to changes in fair value recognised in other comprehensive income. Interest income and foreign exchange gains and losses are recognised in profit or loss. On de-recognition, cumulative gains or losses previously recognised in other comprehensive income are reclassified from other comprehensive income to profit or loss. Debt instruments are subject to impairment under Expected Credit Loss model. The ECLs for debt instruments measured at fair value through other comprehensive income do not reduce the carrying amount of these financial

assets in the statement of financial position, which remains at fair value. Instead, an amount equal to the allowance that would arise if the assets were measured at amortised cost is recognised in other comprehensive income as an accumulated impairment amount, with a corresponding charge to statement of profit or loss. The accumulated loss recognised in other comprehensive income is recycled to the statement of profit or loss upon de-recognition of the assets.

#### b) Equity instruments at fair value through other comprehensive income

Upon initial recognition, the Company elects to classify irrevocably its equity investments as equity instruments at fair value through other comprehensive income when they meet the definition of Equity under IAS 32 Financial Instruments: Presentation and are not held for trading. The Company's policy is to designate equity investments as fair value through other comprehensive income when those investments are held for purposes other than to generate investment returns. Such classification is determined on an instrument by instrument basis.

Gains and losses on these equity instruments are never recycled to profit. Dividends are recognised in profit or loss as other operating income when the right of payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the instrument, in which case, such gains are recorded in other comprehensive income. Equity instruments at fair value through other comprehensive income are not subject to an impairment assessment.

#### Financial assets measured at amortised cost

A debt instrument is measured at amortised cost if it is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest rate (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

#### Financial assets measured at fair value through profit or loss

A financial asset is measured at fair value through profit or loss if:

- (a) Its contractual terms do not give rise to cash flows on specified dates that are solely payments of principal and interest (SPPI) on the principal amount outstanding;
- (b) It is not held within a business model whose objective is either to collect contractual cash flows, or to both collect contractual cash flows and sell; and  
or
- (c) At initial recognition, it is irrevocably designated as measured at FVPL when doing so eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

#### 3.4.2 Financial liabilities

##### Financial liabilities measured at amortised cost

This category includes all financial liabilities, other than those measured at fair value through profit or loss, if any.

##### De-recognition

A financial asset (or, where applicable, a part of a financial asset or a part of a group of similar financial assets) is derecognised where the rights to receive cash flows from the asset have expired, or the Company has transferred its rights to receive cash flows from the asset, or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a pass-through arrangement and the Company has:

- (a) Transferred substantially all of the risks and rewards of the asset; or
- (b) Neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its right to receive cash flows from an asset (or has entered into a pass-through arrangement), and has neither transferred nor retained substantially all of the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Company's continuing involvement in the asset. In that case, the Company also recognises an as other comprehensive income liability. The transferred asset and the as other comprehensive income liability are measured on a basis that reflects the rights and obligations that the Company has retained. The Company derecognises a financial liability when the obligation under the liability is discharged, cancelled or expired.

#### 3.4.3 Impairment of financial assets

Financial assets at fair value through profit or loss are not subject to impairment under IFRS 9.

The ECL allowance on financial assets (other than trade debts, receivable against margin finance, loans and advances and other receivables) is based on the credit losses expected to arise over the life of the asset (the lifetime expected credit loss or LTECL), unless there has been no significant increase in credit risk since origination, in which case, the allowance is based on the 12 months' expected credit loss (12mECL). The 12mECL is the portion of LTECLs that represent the ECLs that result from default events on a financial instrument that are possible within the 12 months after the reporting date. In order to determine appropriate staging for financial assets (other than trade debts, receivable against margin financing, loans and advances and other receivables) under IFRS 9, the Company applies the Low Credit Risk (LCR) expedient. The Company considers only those balances as LCR that have investment grade rating from an External Rating Agency (BBB- or equivalent or higher) at the reporting date. The LCR balances are considered as stage 1. The Company considers a financial instrument defaulted and therefore, Stage 3 (credit-impaired) for ECL calculations in all cases when there is an objective evidence of impairment of financial assets and Company believes that the counter party will not be able to make its contractual payments. All other balances are considered as stage 2 as at reporting date. For measurement of ECL, PD, EAD and LGD are multiplied together and adjusted for the likelihood of survival (i.e. the exposure has not prepaid or defaulted in earlier year) on annual basis. This effectively calculates an ECL for each future year, which is then discounted back to the reporting date and summed. The discount rate used



in ECL computation is the original effective interest rate or an approximation thereof. Forward looking economic information is also included in determining the 12 month and lifetime ECL and economic variables (the "base economic scenario") are obtained from external sources. For ECL estimation, the PDs as other comprehensive income with each rating grade are determined based on realized default rates as published by the rating agency.

The Company holds trade debts, receivable against margin finance and other receivables which have maturities of less than 12 months at amortised cost and, as such, has chosen to apply an approach similar to the simplified approach for expected credit losses (ECL) under IFRS 9 to all its trade debts, receivable against margin finance, loans and advances and other receivables. Therefore, the Company does not track changes in credit risk, but instead, recognises a loss allowance based on lifetime ECLs at each reporting date. The Company's approach to ECLs reflects a probability-weighted outcome, the time value of money and reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions. The Company uses the provision matrix as a practical expedient to measuring ECLs on trade receivables, based on days past due for groupings of receivables with similar loss patterns. Receivables are grouped based on their nature. The provision matrix is based on historical observed loss rates over the expected life of the receivables and is adjusted for forward-looking estimates.

#### 3.4.4 Offsetting of financial assets and financial liabilities

A financial asset and a financial liability is offset and the net amount is reported in the statement of financial position if the Company has a legally enforceable right to set-off the recognised amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

#### 3.5 Revenue recognition

Brokerage, consultancy, advisory fee, underwriting, book running fee, commission on foreign exchange dealings and debt securities etc. are recognised as and when such services are provided.

Income from reverse repurchase transactions, debt securities and bank deposits is recognised at effective yield on time proportionate basis.

Interest income on financial assets (including margin financing) is recognised on time proportionate basis taking into account effective / agreed rate of the instrument.

Dividend income is recorded when the right to receive the dividend is established.

Gains / losses arising on sale of investments are included in the statement of profit or loss in the period in which they arise.

Unrealised capital gains / losses arising from mark to market of investments classified as 'financial assets at fair value through profit or loss' are included in statement of profit or loss in the period in which they arise.

Unrealised gains / losses arising from mark to market of investments classified as 'fair value through other comprehensive income' are taken directly to statement of comprehensive income in the period in which they arise.

Gains / losses arising on revaluation of derivatives to fair value are taken to statement of profit or loss under other income / other expense in the period in which they arise.

#### 3.6 Taxation

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

##### Current

Provision for current taxation is based on taxability of certain income streams of the Company under minimum / final tax regime at the applicable tax rates and remaining income streams chargeable at current rate of taxation under the normal tax regime after taking into account tax credits and tax rebates available, if any.

##### Deferred

Deferred tax is recognised using the balance sheet liability method on all temporary differences between the carrying amount of assets and liabilities used for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the rates that are expected to be applied to the temporary differences when they arise, based on the laws that have been enacted or substantively enacted by the reporting date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised. Deferred tax is charged or credited to the statement of profit or loss.

#### 3.7 Cash and cash equivalents

Cash and cash equivalents for cash flow purposes include cash in hand, current and deposit accounts held with banks.

#### 3.8 Impairment of non-financial assets

The carrying amount of the Company's non-financial assets other than deferred tax asset and intangible assets with indefinite useful life is reviewed at each reporting date to determine whether there is any objective evidence that an asset or group of assets may be impaired. If any such evidence exists, the asset or group of assets' recoverable amount is estimated. Recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount. Impairment losses are recognised in statement of profit or loss immediately. An 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.

#### 3.9 Foreign currency translation

Monetary assets and liabilities in foreign currencies are translated into Pakistani Rupees at the rates of exchange prevailing at the balance sheet date. Transactions in foreign currencies are converted into rupees at the rates of exchange prevailing at the transaction date. Exchange gains or losses are taken to statement of profit or loss.

### 3.10 Borrowing costs

Borrowing costs incurred on long term finances directly attributable for the construction / acquisition of qualifying assets are capitalized up to the date the respective assets are available for intended use. All other mark-up, interest and other related charges are taken to the statement of profit or loss directly.

### 3.11 Provisions

A provision is recognised in the statement of financial position when the Company has a legal or constructive obligation as a result of past events, and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount of obligation can be made. However, provisions are reviewed at each reporting date and adjusted to reflect current best estimate.

### 3.12 Earnings per share

Earnings per share is calculated by dividing the profit after tax for the period by the weighted average number of ordinary shares outstanding during the period.

### 3.13 Dividend distributions and appropriations

Dividend distributions and appropriations are recorded in the period in which the distributions and appropriations are approved.

### 3.14 Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Company is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment.

#### Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

In calculating the present value of lease payments, the Company uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

### Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of property and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

### Significant judgement in determining the lease term of contracts with renewal options

The Company determines the lease term as the non-cancellable 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 Company has the option, under some of its leases to lease the assets for additional terms of one to five years. The Company applies judgement in evaluating whether it is reasonably certain to exercise the option to renew. That is, it considers all relevant factors that create an economic incentive for it to exercise the renewal. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise (or not to exercise) the option to renew (e.g., a change in business strategy).

The Company included the renewal period as part of the lease term for leases of Company's branches due to the significance of these assets to its operations. These leases have a short non-cancellable period (i.e. three to five years) and there will be a significant negative effect on operations if a replacement is not readily available.

### 3.15 Investment property

Investment property is stated at cost less accumulated depreciation and impairment, if any. Depreciation on investment property is charged on straight line method at 2.5% per annum. Depreciation on additions is charged from the month of addition and incase of deletion up to the month of disposal. Maintenance and normal repairs are charged to statement of profit or loss as and when incurred while major repairs and renewals are capitalised. Any gains or losses on disposal of an investment property are recognised in the profit and loss account in the year of disposal. The carrying values of investment properties are reviewed at each financial year end for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. If any such indication exists, and where the carrying values exceed the estimated recoverable amount, the investment properties are written down to their recoverable amount.

### 3.16 Government Grants

Government grants are transfers of resources to an entity by a government entity in return for compliance with certain past or future conditions related to the entity's operating activities - e.g. a government subsidy.

The definition of "government" refers to governments, government agencies and similar bodies, whether local, national or international.

The Company recognizes government grants when there is reasonable assurance that grants will be received and the Company will be able to comply with conditions associated with grants.

Government grants are recognized at fair value, as deferred income, when there is reasonable assurance that the grants will be received and the Company will be able to comply with the conditions associated with the grants.

Grants that compensate the Company for expenses incurred, are recognized on a systematic basis in the income for the year in which the related expenses are recognized. Grants that compensate for the cost of an asset are recognized in income on a systematic basis over the expected useful life of the related asset.

A loan is initially recognized and subsequently measured in accordance with IFRS 9. IFRS 9 requires loans at below-market rates to be initially measured at their fair value - i.e. the present value of the expected future cash flows discounted at a market-related interest rate. The benefit that is the government grant is measured as the difference between the fair value of the loan on initial recognition and the amount received, which is accounted for according to the nature of the grant.

### 3.17 Operating segments

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components. An operating segment's operating results are reviewed regularly by the Board of Directors and Chief Executive Officer to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

The operating segments of the Company are as follows:

#### Brokerage

The brokerage activities include services provided in respect of share brokerage, money market brokerage, forex brokerage, commodity brokerage and share subscription commission.

#### Investment and treasury

It consists of capital market, money market investment and treasury functions. The activities include profit / mark-up on bank deposit, term deposit receipts, capital gains on equity and debt securities, mark-up income on margin financing and term finance certificates and profit on sukuks and dividend income.

#### Other operations

It consists of advisory and consultancy function.

### 4. ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL

2022		2021	
(Number of shares)		(Rupees)	
20,009,700	20,009,700	200,097,000	200,097,000
Ordinary shares of Rs.10 each fully paid in cash			
29,990,300	29,990,300	299,903,000	299,903,000
Ordinary shares of Rs.10 each issued as bonus shares			
(11,993,000)	(11,993,000)	(119,930,000)	(119,930,000)
First buy back of 11,993,000 shares having face value of Rs.10 each			
(7,450,000)	(7,450,000)	(74,500,000)	(74,500,000)
Second buy back of 7,450,000 shares having face value of Rs.10 each			
(3,079,703)	(3,079,703)	(30,797,030)	(30,797,030)
Third buy back of 3,079,703 shares having face value of Rs.10 each			
27,477,297	27,477,297	274,772,970	274,772,970

4.1 The Parent company held 25,525,169 (2021: 25,525,169) ordinary shares of Rs.10 each at year end.

4.2 Voting rights, board selection, right of first refusal and block voting are in proportion to the respective shareholding.

		2022	2021
Note		(Rupees)	
<b>5. LONG-TERM FINANCING - secured</b>			
<b>Conventional</b>			
Salaries and Wages		-	56,564,633
Short-term maturity		-	(56,564,633)
<b>Islamic</b>			
Long-term Loan	5.1 & 5.2	630,885,000	630,885,000
Short-term maturity		(315,442,500)	(78,750,000)
Long-term maturity		315,442,500	552,135,000
Current maturity of long term loan		315,442,500	135,314,633

### 5.1 Long term finance utilised mark-up arrangements

	Number of installements and commencement date	Date of maturity	Rate of mark-up per annum	2022 ----- (Rupees) -----	2021 -----
Islamic					
<b>i) BankIslami Pakistan Limited - Related party</b>					
Diminishing Musharakah	12 quarterly instalments 31 January 2023	21 Nov. 24	3 months Kibor+1.5%	330,885,000	330,885,000
<b>ii) Dubai Islamic Bank Pakistan Limited</b>					
Diminishing Musharakah	12 quarterly instalments 31 January 2023	21 Nov. 24	3 months Kibor+1.5%	300,000,000	300,000,000
<b>i) Conventional JS Bank Limited</b>					
Payroll Finance Facility	8 quarterly instalments 02 November 2022	02 Nov 22	3%	-	56,564,633
				<b>630,885,000</b>	<b>687,449,633</b>

5.2 This represents Diminishing Musharakah term finance facility, aggregating to Rs. 630.885 million (2021: 630.885 million). This facility is secured against charge over the property (16th and 17th floor of building).

### 6. LEASE LIABILITY

	2022 ----- (Rupees) -----	2021 -----
<b>As at January 01</b>	<b>16,876,402</b>	25,154,794
Interest expense	1,896,646	2,686,157
Addition	4,112,901	
Payment of rentals	(11,444,798)	(10,964,549)
<b>As at December 31</b>	<b>11,441,151</b>	16,876,402
Less: Current maturity	(8,271,047)	(9,274,266)
	<b>3,170,104</b>	7,602,136

### 7. DEFERRED LIABILITY

Note	2022 ----- (Rupees) -----	2021 -----
<b>Government Grant</b>		
Opening balance	1,897,534	6,509,030
Released to the statement of profit or loss	(1,897,534)	(4,611,496)
Closing balance	-	1,897,534
Current portion of Government Grant	-	1,897,534
Long - term portion of Government Grant	-	-
	-	1,897,534

### 8. CREDITORS, ACCRUED EXPENSES AND OTHER LIABILITIES

Trade creditors	8.1	1,974,183,576	2,170,742,315
Accrued expenses		63,921,413	58,916,629
Staff Provident Fund	8.2	2,693,030	2,758,038
Provision for staff bonus	8.3	27,125,376	88,763,376
Provision for Sindh Workers' Welfare Fund		48,470,194	46,013,440
Others		231,495,813	357,377,923
		<b>2,347,889,402</b>	<b>2,724,571,721</b>

8.1 This includes payable to Pakistan Stock Exchange Limited (PSX) and National Clearing Company of Pakistan Limited (NCCPL) amounting to Rs.0.261 million (2021: Rs.0.214 million) and Rs.88.736 million (2021: Rs.890.66 million) respectively in respect of trading in securities settled subsequent to the year end.

8.2 Investments out of Provident fund have been made in compliance with the Provisions of section 218 of the Act and the rules formulated for this purpose.

	2022 ----- (Rupees) -----	2021 -----
<b>8.3 Movement in provision for staff bonus is as follows:</b>		
Balance at the beginning of the year	88,763,376	36,117,950
Paid during the year	(71,638,000)	(18,665,534)
Charged during the year	10,000,000	71,310,960
Balance at the end of the year	<b>27,125,376</b>	<b>88,763,376</b>

	Note	2022 (Rupees)	2021
<b>9. SHORT TERM BORROWING - SECURED</b>			
Short term borrowing - secured	9.1	91,994,547	-

**9.1** Running finance facility of Rs. 500 million has been obtained by the Company from Allied Bank Limited having expiry on 31 December 2022 and is secured against pledge of eligible securities with requisite margin. The mark-up on the facility is payable quarterly at 3 month KIBOR + 1.5%.

## 10. COMMERCIAL PAPER

In the prior year, the Company issued short term, unsecured, unlisted and rated Commercial Paper in the form of promissory notes with a face value of Rs.1,000 million (inclusive of greenshoe option of Rs.500 million) with a tenor of six months and carrying profit rate of six months KIBOR + 1.75%. Commercial paper was redeemed at face value and was matured on May 30, 2022.

## 11. CONTINGENCIES AND COMMITMENTS

### 11.1 Contingencies

There are no outstanding contingencies as at December 31, 2022 other than those disclosed in note 30.1 of these financial statements.

	Note	2022 (Rupees)	2021
<b>11.2 Commitments</b>			
Future sale transactions of equity securities entered into by the Company in respect of which the settlement is outstanding - net		567,163,001	1,395,782,715
Bank Guarantee from a commercial bank in favor of National Clearing Company of Pakistan Limited expiring on May 25, 2023		400,000,000	400,000,000

## 12. PROPERTY AND EQUIPMENT

	Note	2022	2021
Operating assets	12.1	789,091,984	844,801,235
Right-of-use assets	12.2	8,464,247	12,893,189
		797,556,231	857,694,424

	As at January 01, 2022	Additions / (disposals) (Rupees)	As at December 31, 2022	Rate (%)	As at January 01, 2022	Charge for the year / (disposals) (Rupees)	As at December 31, 2022	value as at December 31, 2022
Building on leasehold land	639,421,535	-	639,421,535	2.5	19,981,054	15,985,538	35,966,592	603,454,943
Office equipment	161,110,718	13,244,885 (37,599)	174,318,004	25 & 33	129,773,524	19,988,380 (13,311)	149,748,593	24,569,411
Office furniture	52,288,342	-	52,288,342	10	23,930,480	4,426,734	28,357,214	23,931,128
Leasehold improvements	215,651,691	-	215,651,691	10	57,280,475	21,565,164	78,845,639	136,806,052
Motor vehicles	48,911,603	(39,355,340)	9,556,263	20	41,617,121	3,330,805 (55,722,113)	9,225,813	350,450
	1,117,383,889	13,244,885 (39,392,939)	1,091,235,835		272,582,654	65,296,621 (35,735,424)	302,143,851	789,091,984

	Cost		Rate (%)	Accumulated Depreciation		Written down value as at December 31, 2021
	As at January 01, 2021	Additions / (disposals) (Rupees)		As at January 01, 2021	Charge for the year / (disposals) (Rupees)	
Building on leasehold land	639,421,535	-	2.5	3,995,516	15,985,538	619,440,481
Office equipment	131,828,142	29,323,330 (40,754)	25 & 33	116,703,735	13,097,806 (28,017)	31,337,194
Office furniture	49,375,165	2,913,177	10	19,691,885	4,238,595	28,357,862
Leasehold improvements	215,651,691	-	10	35,715,311	21,565,164	158,371,216
Motor vehicles	48,911,603	-	20	34,549,736	7,067,385	7,294,482
	1,085,188,136	32,236,507 (40,754)		210,656,183	61,954,488 (28,017)	844,801,235

### 12.1.1 Disposal of Operating assets

	Cost	Accumulated depreciation	Written down value	Proceeds / settlement	Gain on disposal
<b>December 31, 2022</b>	39,355,340	35,697,825	3,657,515	50,808,000	47,150,485
<b>December 31, 2021</b>	40,754	(28,017)	12,737	15,000	2,263

**12.1.2** Operating assets include items having an aggregate cost of Rs.113.350 million (2021: Rs. 128.307) million which have been fully depreciated and still in use of the Company.

Detail of operating fixed assets exceeding the book value of Rupees 500,000 disposed off during the year is as follows:

Particulars	Quantity	Cost	Accumulated Depreciation	Net Book Value	Consideration	Gain	Mode of Disposal	Particulars of Purchaser
<b>Vehicles</b>								
Honda Civic CVT Oriet AT LEA-472	1	2,964,884	2,124,844	840,040	3,450,000	2,609,960	Negotiation	Muhammad Sher Afgan Khan
Toyota Corolla Altis AT BNF-664	1	2,430,779	1,863,598	567,181	3,200,000	2,632,819	Negotiation	Muhammad Faisal Khan
Toyota Corolla Altis CVT AT BNL-421	1	2,683,335	1,967,768	715,567	3,500,000	2,784,433	Negotiation	Muhammad Osama
Toyota Corolla Altis AT LE-8845	1	2,484,960	1,905,136	579,824	3,300,000	2,720,176	Negotiation	Zanghona Bari
Aggregate of other items of operating fixed assets with individual book values not exceeding Rupees 500,000		28,791,382	27,836,479	954,903	37,358,000	36,403,097		
		39,355,340	35,697,825	3,657,515	50,808,000	47,150,485		

All other items of operating fixed assets disposed off during the year had net book value of less than Rupees 500,000. Vehicles having net book value of Rupees 0.945 million respectively have been sold to various buyers at Rupees 37.358 million as per Company policy

12.1.3 The details of Company's immovable operating assets is as under:

	Covered area (square feet)	
14th, 16th and 17th Floor, The Centre, Plot No. 28, SB-5, Abdullah Haroon Road, Saddar, Karachi, Pakistan	29,025	
	2022	2021
	----- (Rupees) -----	

## 12.2 Right-of-use assets

As at January 01	12,893,189	21,045,354
Additions	4,112,901	-
Depreciation	(8,541,843)	(8,152,165)
	8,464,247	12,893,189

## 13. INVESTMENT PROPERTY

	2022	2021
	----- (Rupees) -----	
Cost	127,303,650	127,303,650
Accumulated Depreciation	(7,963,389)	(3,981,694)
Closing balance	119,340,261	123,321,956

13.1 Investment property comprises of 5,805 square feet of 16th Floor, The Centre, Plot No. 28, SB-5, Abdullah Haroon Road, Saddar, Karachi, Pakistan, the fair value of which has been determined on the basis of valuation carried out by an independent professional valuer as of December 31, 2022 which amounts to Rs. 226.395 (2021: 145.125) million.

13.2 The Company has vis-à-vis rented out a portion of the property to JS Investments Limited, a related party, under a rental arrangement. (ref note 28.1)

## 14. INTANGIBLE ASSETS

	Note	2022	2021
		----- (Rupees) -----	
Trading Right Entitlement Certificate (TREC) - Pakistan Stock Exchange Limited (PSX)	14.1	2,500,000	2,500,000
Membership card - Pakistan Mercantile Exchange Limited		2,500,000	2,500,000
		5,000,000	5,000,000
Softwares	14.2	-	-
		5,000,000	5,000,000

14.1 This represents TREC received from PSX in accordance with the requirements of the Stock Exchanges (Corporatisation, Demutualization and Integration) Act, 2012. The Company has also received shares of PSX after completion of the demutualization process.

## 14.2 Softwares

2022							
Cost		Accumulated Amortisation			Written down value as at		
As at January 01, 2022	As at December 31, 2022	Rate (%)	As at January 01, 2022	Charge for the year	As at December 31, 2022	December 31, 2022	
----- (Rupees) -----			----- (Rupees) -----				
12,929,278	-	12,929,278	33.33	12,929,278	-	12,929,278	-

2021							
Cost		Accumulated Amortisation			Written down value as at		
As at January 01, 2021	As at December 31, 2021	Rate (%)	As at January 01, 2021	Charge for the year	As at December 31, 2021	December 31, 2021	
----- (Rupees) -----			----- (Rupees) -----				
12,929,278	-	12,929,278	33.33	12,929,263	15	12,929,278	-

## 15. LONG TERM INVESTMENTS

	Note	2022	2021
		----- (Rupees) -----	
<b>Classified as 'at fair value through Other Comprehensive Income'</b>			
Shares of PSX - at cost (2021: 2,202,953 shares)	15.1	23,060,884	23,060,884
Term finance certificates and Sukuks - at cost		24,796,667	31,080,000
		47,857,551	54,140,884
(Deficit) / Surplus on revaluation - net	15.2	(4,270,572)	8,196,738
Less: Current maturity of long term investments - secured		(5,166,667)	(5,833,333)
		38,420,312	56,504,289

### 15.1 Number of Certificates

Number of Certificates		Name of term finance certificates and sukuku	Note	Carrying value	
2022	2021			2022	2021
<b>Listed</b>					
3,000	3,000	Jahangir Siddiqui & Co. Limited XI - related party.	15.1.1	5,000,000	10,000,000
20	20	Cinergyco PK Ltd (Formerly: BYCO Petroleum Pakistan Ltd.) Sukuk		166,667	1,000,000
3,926	4,016	Bank Islami Pakistan Limited - Ehad Sukuk	15.1.3	19,630,000	20,080,000
				24,796,667	31,080,000
Less: Current maturity of long term investments - secured				(5,166,667)	(5,833,333)
				19,630,000	25,246,667

**15.1.1** Significant terms and conditions of term finance certificates outstanding at the year end are as follows:

Name of security	Face Value Per Certificates (Rupees)	Unredeemed face value Per Certificates (Rupees)	Mark-up rate (per annum)	Maturity	Rating
<b>Listed debt securities - secured (note 15.1.2)</b>					
Jahangir Siddiqui & Co. - Limited term finance certificate XI - related party	5,000	1,667	6 months KIBOR +1.40%	March 6, 2023	AA+
Cinergyco PK Ltd. (Formerly: BYCO Petroleum Pakistan Ltd) Sukuk	100,000	8,333	3 months KIBOR +1.05%	January 18, 2023	AAA
<b>Listed Debt Security - Unsecured</b>					
Bank Islami - Pakistan Limited Ehad Sukuk	5,000	5,000	3 months KIBOR +2.75%	Perpetual	A-

**15.1.2** These term finance certificates and sukuk held by the Company are secured against either marketable securities of the issuer or a charge on the shares of the issuer's core investments inclusive of 50% margin or a ranking charge over present and future fixed assets of the issuer with a 25% margin. The maximum aggregate amount of term finance certificates and sukuk loans due from related party at the end of any month during the year was Rs. 5 million (2021: Rs.10) million.

**15.1.3** This is measured at its initial purchase price as the market value is not available.

**15.2** Movement of surplus on revaluation of investments classified as at fair value through Other Comprehensive Income is as follows:

	2022 ----- (Rupees) -----	2021
Balance at the beginning of the year	8,196,738	10,309,414
Surplus / (deficit) on re-measurement of investments during the year	(12,467,310)	(2,112,676)
Balance at the end of the year	(4,270,572)	8,196,738

16. LONG TERM LOANS, ADVANCES AND DEPOSITS - considered good	Note	2022 ----- (Rupees) -----	2021
Long term loans - secured			
- Executives	16.1	13,570,369	10,904,806
- Employees	16.2	5,675,226	8,951,540
		19,245,595	19,856,346
Current maturity			
	20	(7,701,773)	(8,638,608)
		11,543,822	11,217,738
Advance for purchase of office			
Security deposits	16.3	2,500,000	2,500,000
		19,387,268	17,387,268
		33,431,090	31,105,006

**16.1 Reconciliation of carrying amount of loans to executives are as follows:**

	2022 ----- (Rupees) -----	2021
Balance at the beginning of the year	10,904,806	10,489,176
Disbursements	7,819,471	5,527,594
Repayments	(5,153,908)	(5,111,964)
Balance at the end of the year	13,570,369	10,904,806

**16.2** Loan to executives and employees are given for purchase of house, home appliances and other personal goods at variable interest rates per annum in accordance with the Company's policy and terms of employment. The loans are repayable over a period of two to ten years and are secured against their final settlement.

**16.3** This includes Rs.3.85 (2021: Rs.3.85) million deposited with PSX, Rs.1.55 (2021: Rs.1.55) million with NCCPL, Rs.0.30 (2021: Rs.0.30) million with Central Depository Company of Pakistan Limited (CDC), Rs.10.43 (2021: Rs.10.43) million with Pakistan Mercantile Exchange Limited (PMEX).

	2022			
	Opening	(Charge) / reversal to statement of profit or loss (Rupees)	Reversal to statement of comprehensive income	Closing
<b>17. DEFERRED TAXATION - NET</b>				
<b>Taxable temporary differences</b>				
Difference in accounting and tax base of				
Operating assets and investment property	(11,065,821)	(1,050,577)	-	(12,116,398)
Government grant	(550,285)	550,285	-	-
<b>Deductible temporary differences</b>				
Lease liability - net	1,155,131	(293,769)	-	861,362
Revaluation of investments	349,792	(653,360)	506,785	203,217
Allowance for expected credit losses	122,653,944	-	-	122,653,944
	112,542,761	(1,447,421)	506,785	111,602,125
<b>2021</b>				
	Opening	(Charge) / reversal to statement of profit or loss (Rupees)	Reversal to statement of comprehensive income	Closing
<b>DEFERRED TAXATION - NET</b>				
<b>Taxable temporary differences</b>				
Difference in accounting and tax base of				
Operating assets and investment property	(8,475,926)	(2,589,895)	-	(11,065,821)
Government grant	(1,887,619)	1,337,334	-	(550,285)
<b>Deductible temporary differences</b>				
Liability against assets subject to finance lease - net	1,191,737	(36,606)	-	1,155,131
Revaluation of investments	1,283,506	387,937	(1,321,651)	349,792
Allowance for expected credit loss	122,653,944	-	-	122,653,944
	114,765,642	(901,230)	(1,321,651)	112,542,761

	Note	2022		2021	
		(Rupees)			
<b>18. SHORT TERM INVESTMENTS</b>					
<b>At fair value through profit or loss</b>					
Quoted equity securities - RBFS	18.1	564,313,980		1,386,669,860	
Exchange Traded Fund	18.2	6,420,150		5,839,148	
		570,734,130		1,392,509,008	
<b>At fair value through other comprehensive income</b>					
Privately placed term finance certificates - unsecured	18.3	-		-	
Current maturity of long term investments - secured	15	5,166,667		5,833,333	
		575,900,796		1,398,342,341	

18.1 Quoted equity securities (note 18.1.1)

Fully paid ordinary shares of Rs. 10 each (unless stated otherwise)

	Number of shares		2022		2021	
	2022	2021	Average cost	Fair value		
(Rupees)						
Name of company						
Air Link Communication Limited*	895,000	-	24,689,647	26,474,100		-
Habib Bank Limited	500	44,500	30,495	31,865		5,189,590
The Bank of Punjab	145,576	-	684,941	664,935		-
National Bank of Pakistan	-	214,000	-	-		7,387,280
Faysal Bank Limited	351,134	-	8,548,361	9,069,791		-
Nishat Chunian Limited*	5,000	380,500	120,348	104,200		17,331,775
National Refinery Limited**	121,000	17,000	21,405,985	21,302,050		4,838,030
Fauji Fertilizer Company Limited	363,000	-	36,034,568	35,831,730		-
Oil & Gas Development Company Limited**	212,500	1,896,500	16,040,531	16,927,750		163,478,300
Pakistan State Oil Company Limited	683,500	557,000	92,510,925	98,598,058		101,312,730
The Searle Company Limited**	40,000	-	2,429,914	2,354,800		-
AGP Limited	-	5,000	-	-		484,950
The Hub Power Company Limited	335,000	284,000	20,721,463	21,131,800		20,260,560
Century Paper and Board Mills Limited	81	-	-	4,008		-
Flying Cement Company Limited	16,000	-	94,370	93,760		-
Attock Refinery Limited**	425,500	121,000	56,848,294	61,084,780		17,427,630
K-Electric Limited**	2,454,500	1,100,000	5,865,358	6,627,150		3,784,000
Gandhara Industries Limited	29,000	-	2,946,984	3,151,430		-
D.G. Khan Cement Company Limited**	29,500	7,000	1,449,381	1,523,380		580,580
Lucky Cement Limited	7,500	-	3,270,790	3,349,350		-
Mughal Iron & Steel Industries Limited	-	992,500	-	-		103,329,175
NetSol Technologies Limited*	44,000	139,500	3,831,803	3,776,960		13,093,470
Pakistan Petroleum Limited	189,981	299,000	11,648,141	12,810,320		23,632,960
Engro Fertilizers Limited	-	9,000	-	-		684,810
Al Shaheer Corporation Limited	343,000	5,000	3,412,215	3,498,600		67,400
Nishat Chunian Power Limited	69,500	-	931,750	988,985		-
Engro Polymer & Chemicals Limited	-	355,500	-	-		19,271,655
Gul Ahmed Textile Mills Limited	-	180,000	-	-		8,470,800
Fauji Cement Company Limited**	3,890,000	44,500	46,598,139	46,757,800		817,465
Fauji Foods Limited*	66,000	280,000	311,351	310,860		2,573,200
International Steels Limited	-	761,000	-	-		50,317,320
Lotte Chemical Pakistan Limited	38,000	-	986,285	984,200		-
Maple Leaf Cement Factory Limited	-	105,500	-	-		3,792,725
Nishat Mills Limited**	10,306	48,500	560,605	549,900		3,859,630
Pak Elektron Limited*	550,000	65,500	7,033,059	7,122,500		1,475,060
Pioneer Cement Limited	21,000	4,000	1,132,127	1,080,030		355,000



18.1 Quoted equity securities (note 18.1.1)

Fully paid ordinary shares of Rs. 10 each (unless stated otherwise)

Number of shares/fund		Name of company	2022		2021	
2022	2021		Average cost	Fair value	Average cost	Fair value
----- (Rupees) -----						
42,000	-	Alfalsh Consumer Index Exchange Traded Fund	305,043	282,240	-	-
978	-	Azgard Nine Limited	7,663	7,091	-	-
196	-	Amreli Steels Limited	3,802	3,518	-	-
-	453	Attock Refinery Limited	-	-	-	65,246
843	-	Avanceon Limited	60,422	55,663	-	-
170	-	Bank Alfalah Limited	10,273	5,124	-	-
201	358	Bank AL Habib Limited	23,345	11,111	-	24,706
360	-	BankIslami Pakistan Limited	5,040	4,810	-	-
311	-	Cherat Cement Company Limited	34,251	31,691	-	-
213	-	Citi Pharma Ltd.	5,560	5,144	-	-
-	-	Dawood Hercules Corporation Limited	-	-	-	-
583	1,294	D.G. Khan Cement Company Limited	32,538	30,106	-	107,324
2,762	595	Engro Fertilizers Limited	268,929	212,370	-	45,274
1,597	1,755	Engro Corporation Limited	524,365	418,430	-	478,098
1,299	-	Engro Polymer & Chemicals Limited	64,460	54,974	-	-
383	-	Faysal Bank Limited	11,060	9,893	-	-
610	348	Fauji Fertilizer Company Limited	117,457	60,213	-	34,890
1,066	-	Fauji Foods Limited	5,427	5,021	-	-
411	-	Gul Ahmed Textile Mills Limited	10,945	10,127	-	-
4,416	-	Ghani Global Holdings Limited	53,927	49,680	-	-
-	-	Hascol Petroleum Limited	-	-	-	-
629	864	Habib Bank Limited	78,176	40,086	-	100,760
75	-	Honda Atlas Cars (Pakistan) Limited	13,477	12,470	-	-
4,544	5,370	The Hub Power Company Limited	363,374	286,636	-	383,096
194	-	International Industries Limited	15,864	14,678	-	-
407	-	International Steels Limited	19,949	18,457	-	-
30,000	-	JS Momentum Factor Exchange Traded Fund	262,500	240,000	-	-
620	574	Lucky Cement Limited	346,837	276,880	-	389,907
299	224	MCB Bank Limited	66,689	34,732	-	34,350
1,859	197	Meezan Bank Limited	222,452	185,045	-	26,420
1,327	2,136	Maple Leaf Cement Factory Limited	32,370	29,950	-	76,789
226	-	Mughal Iron & Steel Industries Limited	11,800	10,918	-	-
251,000	233,000	Meezan Pakistan ETF	2,144,254	1,975,370	-	2,050,400
24,500	27,000	NBP Pakistan Growth Exchange Traded Fund	487,788	243,285	-	276,480
288	-	Nishat Chunian Limited	6,487	6,002	-	-
284	-	Nishat Chunian Power Limited	4,368	4,041	-	-
776	-	NetSol Technologies Limited	80,598	66,612	-	-
21,000	16,000	NIT Pakistan Gateway ETF	449,605	213,990	-	177,280
424	-	Nishat Mills Limited	25,200	23,316	-	-
-	177	National Refinery Limited	-	-	-	50,372
3,135	3,251	Oil & Gas Development Company Limited	300,767	249,734	-	280,236
103	114	Pakistan Oilfields Limited	83,356	40,464	-	40,768
705	3,359	Pakistan Petroleum Limited	184,059	48,039	-	265,496
58	-	Pak Suzuki Motor Company Limited	10,705	9,905	-	-
1,189	1,142	Pakistan State Oil Company Limited	207,144	171,204	-	207,718
472	1,038	The Searle Company Limited	30,032	27,787	-	149,181
1,464	-	Sui Northern Gas Pipelines Limited	297,015	54,973	-	-
896	21	Systems Limited	500,853	433,601	-	15,957
1,219	-	TPL Properties Limited	6,455	20,723	-	-
732	612	TRG Pakistan Limited	117,109	79,363	-	72,155

Number of shares		Name of company	2022		2021	
2022	2021		Average cost	Fair value	Average cost	Fair value
----- (Rupees) -----						
-	20,500	Aisha Steel Mills Limited	-	-	-	308,730
70,000	-	Pakistan Oilfields Limited	28,377,495	27,499,500	-	-
209,000	1,028,000	Sui Northern Gas Pipelines Limited**	7,799,133	7,847,950	-	34,386,600
4,162,500	4,000,000	Pakistan Telecommunication Company Limited	25,093,948	25,391,250	-	34,800,000
2,316,000	99,000	Pakistan Refinery Limited*	30,395,379	30,038,520	-	1,427,580
160,500	989,500	Avanceon Limited**	10,947,044	10,597,815	-	90,163,240
2,500	-	Shell Pakistan Limited	266,496	268,600	-	-
-	11,000	Pakistan International Bulk Terminal	-	-	-	80,960
89,628	500,000	Bank Alfalah Limited	2,837,095	2,701,388	-	17,300,000
6,295,000	1,916,500	Energyco PK Limited**	23,676,824	23,228,550	-	13,051,365
-	8,000	Ghani Global Glass Limited	-	-	-	112,800
72,500	553,500	Ghani Global Holdings Limited	787,841	787,500	-	13,350,420
-	35,500	Ghandhara Nissan Limited	-	-	-	2,773,970
660,000	1,517,500	Hum Network Limited**	3,922,372	3,854,400	-	9,803,050
1,500	5,000	International Industries Limited*	106,515	113,490	-	694,050
-	50,000	Meezan Bank Limited	-	-	-	6,705,500
-	1,210,000	Silkbank Limited	-	-	-	1,754,500
145,500	101,500	Telecard Limited**	1,012,558	983,580	-	1,608,775
3,000	14,500	Tariq Glass Industries Limited*	242,120	195,360	-	1,573,540
-	19,500	TPL Corp Limited	-	-	-	323,310
109,500	696,000	TPL Properties Limited*	1,977,927	1,861,500	-	22,724,400
-	108,000	Treet Corporation Limited	-	-	-	4,502,520
-	3,561,000	TRG Pakistan Limited	-	-	-	419,841,900
185,500	1,467,000	Waves Corporation Limited*	1,423,302	1,600,865	-	22,870,530
2,913,500	4,257,500	Unity Foods Limited**	41,662,169	41,138,620	-	112,696,025
			550,666,048	564,313,980	-	1,386,669,860
Unrealised gain on remeasurement of investments at fair value through profit or loss - net			13,647,932	-	-	-
			564,313,980	564,313,980	-	1,386,669,860

18.1.1 \*These shares have been Pledged with NCCPL against ready and future exposure.

\*\*Certain shares have been Pledged with NCCPL against ready and future exposure.

Number of shares/fund		Name of company	2022		2021
2022	2021		Average cost	Fair value	
(Rupees)					
572	585	United Bank Limited	112,136	57,629	79,899
22,500	26,500	UBLPakistan Enterprise ETF	410,809	225,450	338,405
4,363	2,546	Unity Foods Limited	66,787	61,606	67,393
-	517	Unity Foods Ltd(R)	-	-	548
			8,503,526	6,420,150	5,839,148
Unrealised loss on revaluation of investments at fair value through profit or loss - net			(2,083,376)	-	-
			6,420,150	6,420,150	5,839,148

### 18.3 Privately Placed Term Finance Certificates (PPTFCs) - Unsecured

Number of certificates	Mark-up rate (%)	Name of company	Note	Maturity date	Cost (Rupees)
12	11	Azgard Nine Limited (Privately Placed Term Finance Certificates)	18.3.1	October 19, 2020	326,456,184
					Provision for impairment (326,456,184)
					-

18.3.1 Considering the financial position of the issuer, the Company has fully provided outstanding amount of the PPTFCs and records mark-up on receipt basis.

19. TRADE DEBTS	Note	2022		2021
		(Rupees)		
<b>Considered good</b>				
Purchase of shares on behalf of clients				
Advisory services		519,056,837		1,470,759,798
Forex and fixed income commission		1,774,940		1,203,405
Commodity		10,364,759		6,516,850
		113,239,435		59,488,481
		644,435,971		1,537,968,534
<b>Considered doubtful</b>				
		409,285,717		409,285,717
		1,053,721,688		1,947,254,251
Allowance for expected credit losses		(409,285,717)		(409,285,717)
	19.1	644,435,971		1,537,968,534

19.1 Included herein is a sum of Rs. 4.716 (2021: Rs. 3.641) million receivable from related parties.

20. LOANS AND ADVANCES - considered good	Note	2022	2021
		(Rupees)	
Current maturity of long term loans - secured	16	7,701,773	8,638,608
Advances to staff		10,868,256	5,888,191
Advances to suppliers		38,213,288	15,768,272
		56,783,317	30,295,071

### 21. SHORT-TERM DEPOSITS AND PREPAYMENTS

		2022	2021
Deposits	21.1	1,051,019,691	609,502,850
Prepayments		17,017,816	10,313,430
		1,068,037,507	619,816,280

21.1 This includes Rs. 1,045.413 (2021: Rs. 608.476) million given to NCCPL against ready and future exposure.

22. INTEREST AND MARK-UP ACCRUED	Note	2022	2021
		(Rupees)	
Accrued mark-up on margin finance			
Accrued mark-up on term finance / sukuk certificates		31,393,693	12,629,367
Interest receivable on bank deposits		711,928	985,782
		400,842	338,512
		32,506,463	13,953,661

### 23. OTHER RECEIVABLES

		2022	2021
Sales tax paid on account of forex and advisory		16,012,274	16,009,999
Others		7,730,437	15,185,212
	23.1	23,742,711	31,195,211
Provision made against sales tax paid and others	23.2	(23,701,185)	(23,701,185)
		41,526	7,494,026

23.1 Included herein is a sum of Rs.0.346 (2021: Rs.1.616) million receivable from related parties.

23.2 The movement in provision during the year is as follows:

	2022	2021
Balance at beginning of the year	23,701,185	23,701,185
Provision recognised during the year	-	-
Reversal due to recoveries during the year	-	-
Balance at the end of the year	23,701,185	23,701,185

24. CASH AND BANK BALANCES	Note	2022	2021
		----- (Rupees) -----	
Bank balances in:			
- Current accounts		9,069,472	17,444,983
- Deposit accounts	24.1	1,355,631,656	1,269,199,779
		1,364,701,128	1,286,644,762
Cash in hand:		224,000	224,000
	24.2	1,364,925,128	1,286,868,762

- 24.1** These carry interest at the rates ranging from 2.75% to 14.5% (2021: 2.75% to 9.25%) per annum.
- 24.2** These include balances with the Parent Company amounting to Rs.1,334.985 (2021: Rs.1,247.176) million.
- 24.3** Detail of customer assets held in designated bank accounts and Central Depository Company of Pakistan Limited (CDC) are as follows:

	2022	2021
	----- (Rupees) -----	
Customers' assets held in the designated bank accounts	1,580,698,446	1,242,787,363
Customers' assets held in the CDC	34,240,753,023	35,346,434,952
Customers' securities pledged with financial institutions	12,947,575,235	13,720,458,795

25. OPERATING REVENUE	2022	2021
	----- (Rupees) -----	
Brokerage income	532,700,717	997,072,768
Advisory and consultancy fee	10,812,874	201,591,812
Revenue including sales tax on services	543,513,591	1,198,664,580
Less: Sales tax on services	(62,528,112)	(137,899,465)
Net revenue excluding sales tax on services	480,985,479	1,060,765,115

26. CAPITAL GAIN ON SALE OF INVESTMENTS - NET	2022	2021
	----- (Rupees) -----	
Gain on sale of quoted equity securities - net	43,707,312	18,838,562
(Loss) / gain on sale of Exchange Traded Fund - net	(450,835)	955,326
Gain on sale / redemption of term finance certificates and sukus - net	25,254,282	21,681,962
Gain on sale of government securities - net	2,835,054	2,192,585
	71,345,813	43,668,435

27. ADMINISTRATIVE AND OPERATING EXPENSES	Note	2022	2021
		----- (Rupees) -----	
Salaries and benefits	27.1	331,750,750	405,727,100
Contribution to provident fund	27.2	17,612,780	14,977,344
Fee for directors / committee meetings	32	2,343,753	1,150,000
Printing and stationery		4,294,679	2,365,047
Telephone, fax, telegram and postage		8,025,007	9,828,228
Amortisation of intangible assets	14.2	-	15
Rent, rates and taxes		1,431,363	864,984
Vehicle running expenses		34,136,989	20,900,209
Utilities		20,954,422	16,143,394
Legal and professional charges		9,885,096	13,611,883
Insurance		17,672,060	23,690,886
Newspaper and periodicals		302,901	293,283
Entertainment		1,088,823	1,060,920
Advertisement and business promotion		13,903,597	11,893,758
Office supplies		2,985,818	2,363,033
Depreciation expense	12.1, 12.2 & 13	77,021,055	73,289,244
Auditors' remuneration	27.3	2,314,902	1,908,540
Fees and subscription		30,119,773	20,857,256
Conveyance and traveling		41,645,737	19,500,335
Repairs and maintenance		18,209,357	18,038,573
Computer expenses		24,103,139	16,861,360
PSX, NCCPL, SECP and CDC charges		27,001,042	34,822,099
Royalty	27.4	20,000,000	17,083,335
Contract and consultancy charges		-	200,000
Donation	27.5	-	10,255,223
		706,803,043	737,686,049

<b>27.1</b> Number of employees at the end of the year	173	181
Average number of employees during the year	176	174

- 27.2** Investments in collective investment schemes, listed equity and listed debt securities out of provident fund have been made in accordance with the provisions of section 218 of the Companies Act, 2017 and the conditions specified thereunder.

27.3 Auditors' remuneration	2022	2021
	----- (Rupees) -----	
Statutory audit fee	1,000,000	599,500
Half year review	400,000	319,000
Review of code of corporate governance	150,000	85,000
Other certifications	450,000	689,000
Out of pocket expenses and sales tax on services	314,902	216,040
	2,314,902	1,908,540

**27.4** This represents the royalty payable to Mr. Jahangir Siddiqui (associated person) on account of use of "JS" as a part of Company's name under an agreement dated February 07, 2007 which has been amended through addendum dated April 23, 2021 whereby the Company agreed to pay Rs.20 million per annum (previously Rs. 15 million per annum) effective from August 01, 2021.

**27.5** This represents donation extended to Future Trust, a related party, during prior year. Mr. Muhammad Yousuf Amanullah is a common director.

28. OTHER OPERATING INCOME - NET	Note	2022	2021
		(Rupees)	
<b>Income from financial assets:</b>			
Mark-up on debt and government securities		3,527,848	3,863,000
Return on cash margin on future contracts		8,742,587	13,312,938
Exchange gain on foreign currency transactions		-	2,500,743
Interest earned on deposit accounts		117,484,275	92,235,200
		<b>129,754,710</b>	<b>111,911,881</b>
<b>Income from non-financial assets:</b>			
Gain on sale of operating assets	12.1.1	47,150,485	2,263
Other income	28.1	47,486,981	33,964,304
		<b>94,637,466</b>	<b>33,966,567</b>
		<b>224,392,176</b>	<b>145,878,448</b>

**28.1** This includes rental income from JS investments Limited, a related party, amounting to Rs. 11.827 (2021: Rs. 12.239) million. It further includes the markup received from Azgard Nine Limited amounting to Rs. 11.512 million.

29. FINANCE COST	Note	2022	2021
		(Rupees)	
Mark-up on long-term loans		94,403,312	6,328,952
Mark-up on commercial paper		46,329,675	10,260,934
Commission charges on bank guarantee	29.1	4,780,670	4,492,580
Bank and other charges		512,361	253,102
Interest expense on SBP Re-Finance Scheme for Salaries and Wages		878,251	4,611,496
Interest expense on assets subject to finance lease		1,896,646	2,686,157
		<b>148,800,915</b>	<b>28,633,221</b>

**29.1** During the year, the Company obtained bank guarantee from a different financial institutions, to meet exposure requirements, amounting to Rs.400 (2021: Rs.400) million. It was priced at 1.25% per annum and will be expiring on May 25, 2023.

### 30. TAXATION

#### 30.1 Tax contingencies

**30.1.1** Except for tax year 2009, 2014, 2015, 2016, 2017 and 2018 income tax assessments have been filed and are deemed to have been assessed under the Income Tax Ordinance, 2001 (the Ordinance) unless selected by taxation authorities for audit purposes.

**30.1.2** For tax year 2009, an ITRA no. 07/2013 was filed by the Commissioner Inland Revenue against an order passed by the Learned Appellate Tribunal Inland Revenue (ATIR) in ITA no. 923/KB/2011 dated August 28, 2012 which was related to the apportionment of expenses, allowability of expenses and claiming of tax deducted at source aggregating to Rs. 61.16 million. However, the same is pending for decision before the Sindh High Court (SHC).

**30.1.3** For tax year 2015, an order dated November 23, 2016 was passed under section 4B of the Ordinance by the Deputy Commissioner Inland Revenue (DCIR). Through said order, an income of Rs.810.584 million was computed under section 4B of the Ordinance and resultant demand of super tax of Rs. 24.318 million was raised. An appeal was filed against the above order before CIR-A on December 01, 2016 identifying various errors / details not considered. The CIR-A, has confirmed DCIR's order vide his order dated May 30, 2017. In pursuance of the order of CIR-A, the Company has filed appeal before ATIR along with application for stay against recovery of demand. The appeal before ATIR has been heard and order is reserved whilst ATIR vide order dated July 18, 2017 has granted stay for 60 days and subsequently the said stay was further extended vide various orders by ATIR. Subsequently, recovery of aforesaid tax demand was previously stayed by the Honorable Sindh High Court (SHC) through C.P No 4915 of 2018 vide order dated June 28, 2018 with direction to the Department not to enforce recovery of tax demand till the decision of ATIR. However, based on its order dated July 21, 2020, the SHC has dismissed the aforementioned C.P and has declared the super tax for TY 2015 to be constitutionally vires. The Company has however filed an Income Tax Reference Application (ITRA) No. 52 of 2020 before SHC which is pending adjudication.

**30.1.4** For tax year 2016 and 2017, notices dated December 27, 2016 and January 3, 2018 were issued under section 4B of the Ordinance by the DCIR. In the said notices the DCIR has contended that the Company is liable to pay Super Tax amounting to Rs. 24.483 million and Rs. 19.490 million on 'income' of Rs. 816.122 million and Rs. 649.676 million for Tax Years 2016 and 2017 respectively. The Company has challenged both notices through writ petition before SHC on constitutional grounds wherein the SHC has, vide its orders dated January 16, 2017 and January 11, 2018 for Tax Years 2016 and 2017 respectively, has stated that no coercive action shall be taken against the Company. The DCIR passed the orders under section 4B vide order dated April 23, 2018 and May 4, 2018 for tax years 2016 and 2017 respectively to levy Super tax of above mentioned amounts under the view that SHC has not restrained the department from passing the orders. In pursuance of the said orders, Company filed appeals which were rejected by CIR-A vide its order dated October 12, 2018 for both years. As a result, the Company has filed appeals before Appellant Tribunal Inland Revenue (ATIR) against the orders of CIR-A. Meanwhile, the Company paid 50% of tax demand of both tax years to maintain the above suits in light of judgment of Hon'able Supreme Court of Pakistan (Civil Appeals No. 1171/2017 and other connected appeals) wherein, the pending suits are declared to be entertained on the condition that a minimum of 50% of tax demand is deposited with tax authorities during the pendency of appeal. During the year the appeal has been heard before ATIR and is reserved for order. The Company has however filed an Income Tax Reference Application (ITRA) No. 53 and 54 of 2020 before SHC which is pending adjudication.

**30.1.5** For tax year 2018, a notice under section 4B of the Ordinance by the DCIR dated December 7, 2018 was issued, contending that the Company is liable to pay Super Tax amounting to Rs. 45.211 million on 'income' of Rs. 1,507.039 million. The Company had challenged the notice on constitutional grounds before SHC through C.P. No. 8670 of 2018. The SHC, vide its order dated December 14, 2018, had stated that no coercive action shall be taken against the Company. However the SHC based on its order issued in September 2020 has dismissed the aforementioned C.P. The Company is hence awaiting the conclusion of ATIR on the above matter before it files a reference application for TY 2018. To date, no order has been passed by the Department, consequently, no outstanding tax demand exists to date.

**30.1.6** For tax year 2016, an amended assessment order has been passed under section 122(5A) of the Ordinance by the Additional Commissioner Inland Revenue (ACIR). Through the said order, the ACIR raised demand amounting to Rs. 241.217 million. Upon appeal filed, CIR-A confirmed the ACIR's order vide its order dated December 12, 2017. In pursuance of the order of CIR-A, the Company had filed an appeal before ATIR. During last year ATIR vide its order dated March 29, 2019 had annulled CIR-A's action on confirming disallowances made in the order passed by ACIR dated November 02, 2017, with directions to CIR-A to pass speaking and reasoned order after providing due opportunity of being heard. As a result, the likely assessment position after appeal effect of ATIR's order under section 124 of the Ordinance is that only tax demand on account of undistributed reserves is outstanding, which has also been stayed by SHC vide interim order in CP No. 0-2343 of 2019 dated April 09, 2019. Furthermore during last year, a rectification application was filed for erroneously considered share premium reserves while computing excess reserves under section 5A of the Ordinance by the ACIR, in its order dated November 2, 2017. As a result of which tax demand under section 5A would be reduced to Rs. 7.523 million. The Honourable Sindh High Court vide an interim order dated May 21, 2021 granted relief against the said notice.

**30.1.7** For tax year 2017, an amended assessment order has been passed under section 122(5A) of the Ordinance by the Tax Officer. Through the said order, the Tax Officer raised a demand amounting to Rs. 17.649 million. The Company has filed an appeal before CIR-A which has been heard, however, no order has been passed till date. The total tax demand was partially stayed by the order of SHC vide CP No. 5431 of 2017 dated August 16, 2017, while the remaining liability was adjusted from the available refunds as declared in the return for tax year 2017.

Furthermore, the case of the Company has been selected for income tax audit under section 214C of the Ordinance and a notice dated April 12, 2019 under section 177 of the Ordinance has been issued requiring submission of details and documents. Partial details have been submitted and extension is requested for submission of remaining details.

**30.1.8** For tax year 2017, a show-cause notice under section 161/205 of the Ordinance has been issued by tax authority. Through the said order, the Company was alleged for non-deduction of tax under section 150 of the Ordinance on payment made to shareholders in respect of buy back of shares. The said notice has been challenged before Sindh High Court (SHC) through legal counsel of the Company and SHC has prohibited tax department from passing any order without its permission. On the directions of court, detailed reply to show-cause notice has also been submitted vide our letter dated January 26, 2018. Tax authorities have issued a subsequent notice dated March 6, 2018, requesting to provide certain factual details which have also been submitted vide our letter dated March 16, 2018 and the matter is now pending adjudication before the SHC.

**30.1.9** During 2013, the Company received a show cause notice from the Sindh Revenue Board (SRB) under section 47 of the Sindh Sales Tax on Services Act, 2011. Subsequently, an order was passed reducing the demand to Rs. 9.86 million along with default surcharge. The Company filed an appeal before the CIR-A and after being decided against the Company, it subsequently filed an appeal before Appellate Tribunal SRB. During the year 2014, the Company paid an amount of Rs. 7.15 million in respect of the abovementioned liability before June 25, 2014 under the notification SRB 3-4/8/2014 to avail the exemption from application of penalty and 75% of default surcharge. Appellate Tribunal SRB vide order dated November 29, 2017 decided the issue of Sindh Sales Tax (SST) in favor of the Company. However, the issue of SST on advisory and consultancy services and commission earned on purchase/sale of mutual funds have been remanded back whilst the issue relating to SST on commission on foreign exchange dealing, services rendered outside Sindh and levy of default surcharge and penalty have been decided against the Company. The Company has filed a reference application before SHC in respect of the issues decided against the Company and remanded back.

During 2014, the Company also received another show cause notice from SRB under section 47 of the Sindh Sales Tax on Services Act, 2011. Subsequently, an order was passed raising a tax demand amounting to Rs. 10.77 million. The Company has filed an appeal against the order with CIR-A which is pending. Further, in respect of the same, rectification application has also been filed with the department. The Company and other stock brokers have also filed petition with the SHC and has been granted interim stay against recovery of demand. However, the Company has paid an amount of Rs. 9.24 million before June 25, 2014 under the notification SRB 3-4/8/2014 to avail the exemption of penalty and 75% of default surcharge.

Furthermore, for fiscal year 2014 and 2015, SRB alleged short payment of SST vide Notice dated February 02, 2017. The Company has submitted all the required details in response to the notice and no order in this respect has been passed.

**30.1.10** SRB has also issued an order in another proceeding for tax periods January 2014 to December 2016, which were confronted, vide notice dated August 15, 2017, levying sales tax on certain services and disallowance of input tax of Rs. 35,877,012. In pursuance of the said order the Company filed an appeal before Commissioner (Appeals), SRB which has been partly heard. However the recovery of the aforesaid tax demand has been stayed by the Hon'able SHC in Suit no 767 of 2018 vide order dated April 13, 2018.

**30.1.11** Tax department issued a show cause notice dated June 08, 2015 confronting (alleged) non payment of Federal Excise Duty (FED) on Company's services under Federal Excise Act, 2005 and subsequently issued an order raising a demand amounting to Rs.78.003 million for tax year 2010 to tax year 2013. The Company filed a rectification appeal, in addition, to filing an appeal to the SHC, through Stockbroker Association (of which the Company is also the member) against aforementioned order on the grounds that after 18th amendment to the Constitution, the services that were previously subjected to FED under the federal laws are now subject to the provincial sales tax and the Company has accordingly discharged its tax obligation. The SHC initially, stayed Federal Board of Revenue from demanding sales tax on services from stockbrokers and subsequently, disposed off the order in Company's favor. However, CIR-A on the matter of appeal filed by the Company issued an order in favor of the department vide its order dated January 31, 2017. In pursuance of the order of CIR-A the Company had filed an appeal before Appellate Tribunal SRB along with application for stay of demand which was granted initially for 30 days and was subsequently extended vide various orders. Appellate Tribunal SRB has decided the matter vide order dated December 20, 2017, received by the Company on April 09, 2018, whereby ATIR decided that FED is applicable only on the commission earned from trading of shares and no other type of commission comes under the ambit of FED. With this opinion, ATIR has remanded back the issue related to pre amendment era. For post amendment era, ATIR has relied upon the decision of SHC (stated above) and declared the charge of FED after July 01, 2011 null and void.

	2022	2021
	----- (Rupees) -----	
<b>30.2 Reconciliation of tax charge for the year</b>		
Profit before taxation	120,380,925	535,335,345
Tax at the applicable tax rate of 29% (2021: 29%)	34,910,468	155,247,250
Tax effect of income taxed at different tax rates	1,360,170	(5,395,693)
Tax effect of prior year tax charge	7,989,023	(28,040,695)
Tax effect of minimum tax and alternate corporate tax (ACT)	-	5,970,109
Tax effect of tax credit	-	(2,971,246)
	<b>44,259,661</b>	<b>124,809,725</b>

**30.3** The Company filed a constitutional petition (CP) against the retrospective levy of the Super Tax under section 4C of the Income Tax Ordinance, 2001 for tax year 2022 before the Sindh High Court (SHC). The SHC through the order dated December 22, 2022 has ruled that section 4C does not apply to Tax Year 2022. The judgement however is suspended for a period of 60 days. The SHC judgement has been challenged by Federal Board of Revenue before the Hon'able Supreme Court of Pakistan and the matter is pending. For Tax Year 2023, super tax liability is not admitted as the income is below the minimum threshold prescribed for the levy.

	2022	2021
<b>31. EARNINGS PER SHARE - BASIC AND DILUTED</b>	----- (Rupees) -----	
Profit after taxation	76,121,264	410,525,620
	----- (Number) -----	
Weighted average number of shares	27,477,297	28,759,803
	----- (Rupees) -----	
Earnings per share - basic and diluted	2.77	14.27

**32. REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES**

The aggregate amount charged in the financial statements for remuneration, including certain benefits to the Chief Executive Officer, Directors and Executives of the Company is as follows:

	Chief Executive		Directors		Executives	
	2022	2021	2022	2021	2022	2021
	----- (Rupees) -----					
Managerial remuneration	24,579,545	47,277,402	-	-	152,604,529	166,379,592
Medical allowance	409,091	-	-	-	15,260,453	12,123,939
House rent allowance	1,472,727	1,822,692	-	-	-	-
Utilities allowance	163,636	202,524	-	-	-	-
Car allowance	2,261,210	-	-	-	25,451,123	-
Staff retirement benefits	1,500,000	1,485,161	-	-	11,040,650	8,627,076
Medical	984,877	57,369	-	-	-	-
Fees for attending meetings	-	-	2,343,753	1,150,000	-	-
	31,371,086	50,845,148	2,343,753	1,150,000	204,356,755	187,130,607
Number of persons	2	1	8	7	53	36

**33. RELATED PARTY TRANSACTIONS**

**33.1** Following are the name of associated companies, related parties and associated undertakings with whom the Company had entered into transactions or had agreements in place during the year:

Name of Related parties	Relationship	Aggregate shareholding by related parties in the Company
JS Bank Limited	Parent company	92.90%
BankIslami Pakistan Limited	Group Company	0.00%
Jahangir Siddiqui & Co. Limited	Ultimate parent company	0.00%
Future Trust	Group Company	0.00%
The Eastern Express Company (Private) Limited	Group Company	0.02%
EFU General Insurance Limited	Major shareholding of ultimate parent company	0.00%
EFU Life Assurance Limited	Major shareholding of ultimate parent company	0.00%
JS Bank Limited - Staff Gratuity Fund	Post Employment Benefit plan of parent company	0.00%
Jahangir Siddiqui & Sons Limited	Major shareholding of controlling person	0.00%
JS Global Capital Limited - Staff Provident Fund	Post Employment Benefit plan of company	0.00%
Energy Infrastructure Holding (Private) Limited	Group Company	0.00%
Jahangir Siddiqui Securities Services Limited	Major shareholding of controlling person	0.00%
JS Lands Private Limited	Major shareholding of controlling person	0.00%
Mr. Jahangir Siddiqui	Controlling person	0.00016%
Mr. Imtiaz Gadar	Key Management Personnel of company	0.000004%
Mr. Muhammad Yousuf Amanullah	Key Management Personnel of company	0.00%
Mr. Fahad Muslim	Key Management Personnel of company	0.00%
Mr. Tanzeel ur Rehman	Key Management Personnel of company	0.00%
Mr. Syed Faran Haider Rizvi	Key Management Personnel of company	0.00%

**33.2** Related parties comprise of parent company, major shareholders, associated companies with or without common directors, other companies with common directors, retirement benefit fund, directors, key management personnel and their close family members. Contribution to defined contribution plan (provident fund) are made as per the terms of employment. Remuneration of key management personnel are in accordance with their terms of engagements. Transactions with other related parties are entered into at rates negotiated with them (agreed terms).

Details of transactions and balances at year end with related parties, other than those which have been disclosed elsewhere in these financial statements, are as follows:

	2022		2021	
	Key management personnel of entity and associated entities	Associated entities other than parent company	Key management personnel of entity and associated entities	Associated entities other than parent company
	----- (Rupees) -----			
<b>Trade debts</b>				
Opening balance	14,206	3,627,068	79,952	27,348,212
Invoiced during the year	632,425	4,523,682	7,279	439,157,098
Received during the year	(573,709)	(7,062,335)	(73,025)	(462,878,242)
Closing balance	72,922	1,088,415	14,206	3,627,068
<b>Trade payable</b>				
Opening balance	130,336,990	254,963,606	6,314,449	783,092
Invoiced during the year	89,889,167	1,038,941,337	1,452,595,975	1,468,430,320
Paid during the year	(207,941,131)	(1,118,009,973)	(1,328,573,434)	(1,214,249,806)
Closing balance	12,285,027	175,894,970	130,336,990	254,963,606
<b>Loans and advances</b>				
Opening balance	12,926,331	-	9,613,515	-
Disbursements during the year	7,819,471	-	10,239,346	-
Repayments during the year	(7,175,433)	-	(6,926,530)	-
Closing balance	13,570,369	-	12,926,331	-
	2022		2021	
	----- (Rupees) -----			
Balances with Parent Company				
Trade debts		3,555,021		-
Trade Payable		-		6,319
Bank balances with parent company		1,334,985,189		1,247,175,943
Other payable		6,960		6,960
Long-term financing		-		56,564,633
Interest Payable		-		428,611
Dividend Payable		-		127,632,045
<b>Balances with ultimate Parent Company</b>				
Trade Payable		138,089,575		224,150,764
Other receivables		284,852		284,852

	2022	2021
	----- (Rupees) -----	
Mark-up receivable on term finance certificates	276,930	284,121
Principal outstanding on term finance certificates	5,000,000	10,000,000
<b>Balances with associated entities of group companies</b>		
Other receivables	61,628	61,628
Mark-up payable on commercial paper	-	1,559,662
Mark-up paid on commercial paper	8,601,772	-
Mark-up payable on long-term financing	6,119,922	3,973,884
Principal outstanding on term finance certificates	19,626,000	20,080,000
Long term financing received	330,885,000	330,885,000
Donation payable	1,224,710	2,255,223
<b>Transactions with associated entities of group companies</b>		
<b>Nature of transactions</b>		
Brokerage income	9,783,849	71,018,283
Donation Paid	1,010,512	12,500,000
Commercial Paper Principle Outstanding Paid	143,398,228	143,398,228
Rent Received	11,827,222	11,264,022
<b>Transactions with the Parent Company</b>		
<b>Nature of transactions</b>		
Brokerage income	5,303,065	3,416,407
Mark-up on running finance	-	2,355,069
Bank charges	454,394	147,696
Mark-up on deposit accounts	99,224,083	81,419,953
Dividend Paid	127,632,045	255,264,089

	2022	2021
	----- (Rupees) -----	
<b>Transactions with ultimate Parent Company</b>		
<b>Nature of transactions</b>		
Brokerage income	5,504,693	12,355,572
Reimbursement of expenses by the ultimate parent company	127,033,542	19,737,100
Reimbursement of expenses to the ultimate parent company	21,904,202	22,482,224
Rent paid during the year to the ultimate parent company	3,777,600	1,964,100
Market maker fee received	565,000	506,800
Mark-up received on term finance certificates	916,306	1,083,935
Principal received on term finance certificates	5,000,000	2,500,000
<b>Transactions with key management personnel of the Company and its Parent Company</b>		
<b>Nature of transactions</b>		
Brokerage income	1,462,879	16,684,618
Directors' remuneration	1,125,000	1,306,516
Remuneration paid to Chief Executive Officer	51,572,454	32,042,499
Remuneration paid to key management personnel	258,189,187	152,455,467
<b>Transactions with other related parties</b>		
<b>Nature of transactions</b>		
Royalty expense	20,000,000	17,083,335
Insurance expense	17,672,060	23,690,886
Purchase of term finance Certificate	201,804,320	-
Purchase of Pakistan investment bonds	-	7,970,521
Sale of term finance certificates	153,560,440	-
Purchase of sukuk certificates	-	163,644

	2022	2021
	----- (Rupees) -----	
Sale of sukuk certificates	3,450,559,637	2,217,553,967
Mark-up on sukuk certificates	2,270,774	1,514,132
Capital gain on sale of sukuk certificates	17,547,600	11,442,875
Contributions to staff provident fund	17,612,780	14,977,344

	2022			
	Brokerage	Investment and treasury	Other operations	Total
	----- (Rupees) -----			
<b>34. OPERATING SEGMENTS</b>				
Segment revenues	471,416,564	394,076,105	112,948,968	978,441,637
Administrative and operating expenses (other than depreciation and amortization)	(310,611,620)	(28,595,713)	(290,574,655)	(629,781,988)
Depreciation	(27,305,052)	(2,921,183)	(46,794,820)	(77,021,055)
Finance cost	(148,800,915)	-	-	(148,800,915)
	(15,301,023)	362,559,209	(224,420,507)	122,837,679
Gain on sale of operating assets				47,150,485
Gain on modification of lease agreement				-
Provision for Sindh Workers' Welfare Fund				(2,456,754)
Taxation				(44,259,661)
Profit after tax				76,121,264
Segment assets	3,206,320,071	577,851,163	1,572,870,215	5,357,041,449
Segment liabilities	2,305,619,689	658,139,350	132,746,173	3,096,505,212
Capital expenditure	12,540,089	156,000	548,796	13,244,885
<b>Non cash items other than depreciation and amortisation</b>				
Gain on revaluation of investments	-	11,564,556	-	11,564,556
Loss on revaluation of future equity transactions	-	(9,122,226)	-	(9,122,226)



There were no major customer of the Company which derived 10 percent or more of the Company's revenue. All non-current assets of the Company as at December 31, 2022 and December 31, 2021 are located and operating in Pakistan.

	2021			Total
	Brokerage	Investment and treasury	Other operations	
	(Rupees)			
Segment revenues	882,365,281	207,302,059	209,929,124	1,299,596,464
Gain on revaluation of investments	-	12,981,099	-	12,981,099
Administrative and operating expenses (other than depreciation and amortization)	(381,340,201)	(62,497,034)	(220,559,569)	(664,396,804)
Depreciation	(26,042,166)	(15,394,638)	(31,852,441)	(73,289,245)
Amortisation of intangible assets	-	-	-	-
Finance cost	(28,633,221)	-	-	(28,633,221)
	446,349,693	142,391,486	(42,482,886)	546,258,293
Gain on sale of property and equipment				2,263
Gain on modification of lease agreement				-
Provision for Sindh Workers' Welfare Fund				(10,925,211)
Taxation				(124,809,725)
Profit after tax				410,525,620
Segment assets	4,321,805,612	1,475,395,756	793,330,540	6,590,531,908
Segment liabilities	3,565,457,758	-	828,698,652	4,394,156,410
Capital expenditure	6,907,078	8,767,582	16,561,847	32,236,507
<b>Non cash items other than depreciation and amortisation</b>				
Gain on revaluation of investments	-	1,504,731	-	1,504,731
Gain on revaluation of future equity	-	(3,428,653)	-	(3,428,653)

### 35. FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

#### 35.1 Financial instruments by category

##### 35.1.1 Financial assets

	2022			Total
	At fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	
	(Rupees)			
Long term loans and deposits	-	-	33,431,090	33,431,090
Long term investments	-	38,420,312	-	38,420,312
Short term investments	570,734,130	5,166,666	-	575,900,796
Trade debts	-	-	644,435,971	644,435,971
Receivable against margin finance	-	-	425,971,947	425,971,947
Loans	-	-	18,570,029	18,570,029
Short-term deposits	-	-	1,051,019,691	1,051,019,691
Interest and mark-up accrued	-	-	32,506,463	32,506,463
Other receivables	-	-	41,526	41,526
Cash and bank balances	-	-	1,364,925,128	1,364,925,128
	570,734,130	43,586,978	3,570,901,845	4,185,222,953
	2021			
	At fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total
	(Rupees)			
Long term loans and deposits	-	-	31,105,006	31,105,006
Long term investments	-	56,504,289	-	56,504,289
Short term investments	1,392,509,008	5,833,333	-	1,398,342,341
Trade debts	-	-	1,537,968,534	1,537,968,534
Receivable against margin finance	-	-	453,311,520	453,311,520
Loans	-	-	14,526,799	14,526,799
Short-term deposits	-	-	609,502,850	609,502,850
Interest and mark-up accrued	-	-	13,953,661	13,953,661
Other receivables	-	-	7,494,026	7,494,026
Cash and bank balances	-	-	1,286,868,762	1,286,868,762
	1,392,509,008	62,337,622	3,954,731,158	5,409,577,788

35.1.2 Financial liabilities	2022		
	Amortised cost	At fair value through profit or loss (Rupees)	Total
Creditors, accrued expenses and other liabilities	2,347,889,402	-	2,347,889,402
Commerical Paper	-	-	-
Long-term financing - secured	630,885,000	-	630,885,000
Accured mark-up	10,933,268	-	10,933,268
Lease liability	11,441,151	-	11,441,151
Current portion of deferred liability	-	-	-
Unclaimed dividend	3,361,843	-	3,361,843
	3,004,510,664	-	3,004,510,664

	2021		
	Amortised cost	At fair value through profit or loss (Rupees)	Total
Creditors, accrued expenses and other liabilities	2,724,571,721	-	2,724,571,721
Commerical Paper	953,670,325	-	953,670,325
Long-term financing - secured	687,449,633	-	687,449,633
Accured mark-up	6,328,952	-	6,328,952
Lease liability	16,876,402	-	16,876,402
Current portion of deferred liability	1,897,534	-	1,897,534
Unclaimed dividend	3,361,843	-	3,361,843
	4,394,156,410	-	4,394,156,410

### 35.2 Financial risk management

The Company primarily invests in a portfolio of money market investments and investments in marketable securities and short term debt securities. Such investments are subject to varying degrees of risk.

The Board of Directors of the Company has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk
- Operational risk

### 35.2.1 Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss, without taking into account the fair value of any collateral. Credit risk arises from the inability of the issuers of the instruments, the relevant financial institutions or counter parties in case of placements or other arrangements to fulfill their obligations.

#### Exposure to credit risk

Credit risk of the Company arises principally from the financial assets listed below. The carrying amount of financial assets represents the maximum credit exposure. To reduce the exposure to credit risk, the Company has developed its own risk management policies and guidelines whereby clients are provided trading limits according to their worth and proper margins are collected and maintained from the clients. The management continuously monitors the credit exposure towards the clients and makes provision against those balances considered doubtful of recovery.

The Company's policy is to enter into financial contracts in accordance with the internal risk management policies and investment and operational guidelines approved by the Board of Directors. In addition, credit risk is also minimised due to the fact that the Company invests only in high quality financial assets, majority of which have been rated by a reputable rating agency. All transactions are settled / paid for upon delivery. Except for provision made against the trade debts and other receivables amounting to Rs. 409.286 million and Rs. 23.701 million respectively (refer note 19 and 23 to the financial statements) and impairment against investment in Privately Placed Term Finance Certificates amounting to Rs.326.456 million (refer note 18.3 to the financial statements), the Company does not expect to incur material credit losses on its financial assets. The maximum exposure to credit risk at the reporting date is as follows:

	2022	2021
	(Rupees)	
Financial Assets		
Long term loans and deposits	33,431,090	31,105,006
Short term investments	11,586,816	5,839,148
Long term investments	24,796,667	31,080,000
Trade debts	644,435,971	1,537,968,534
Receivable against margin finance	425,971,947	453,311,520
Loans and advances	18,570,029	14,526,799
Short-term deposits	1,051,019,691	609,502,850
Interest and mark-up accrued	32,506,463	13,953,661
Other receivables	41,526	7,494,026
Bank balances	1,364,701,128	1,286,644,762
	3,607,061,328	3,991,426,306

35.2.1.1 The maximum exposure to credit risk for trade debts and margin finance at the reporting date by geographic region is as follows:

Local clients	1,068,632,978	1,989,923,723
Foreign clients	1,774,940	1,356,331
	1,070,407,918	1,991,280,054

The ageing of trade debts as at year end reporting date is as follows:

	2022			2021		
	Gross	Impairment	Net	Gross	Impairment	Net
	----- (Rupees) -----					
Past due 1-30 days	598,650,589	-	598,650,589	1,461,033,993	-	1,461,033,993
Past due 31 days -180 days	24,861,348	-	24,861,348	29,210,575	-	29,210,575
Past due 181 days -1 year	20,924,034	-	20,924,034	47,723,965	-	47,723,965
More than one year	409,285,717	409,285,717	-	409,285,717	409,285,717	-
Total	1,053,721,688	409,285,717	644,435,971	1,947,254,250	409,285,717	1,537,968,533

Except for the impairment disclosed above, no impairment has been recognised in respect of these debts as the custody of equity securities against the same is considered to be adequate.

The ageing of trade debts, other receivables and loans and advances from related parties as at year reporting date is as follows:

	Total	Past due 1-30 days	Past due 31 days -180 days	Past due 181 days - 1 year	More than one year
<b>2022</b>					
Trade debts	4,716,359	3,558,223	579,246		578,890
Other receivables	346,480	284,852	-	-	61,628
Loans and advances	13,570,369	1,070,241	4,800,389	4,389,793	3,309,946
<b>2021</b>					
Trade debts	123,956,795	121,638,481	417,764	13,550	1,887,000
Other receivables	346,480	-	-	-	346,480
Loans and advances	18,182,117	1,433,951	6,431,751	5,881,619	4,434,796

No provision has been recognized in respect of these trade debts, other receivables and loans and advances in these financial statements.

### 35.2.1.2 Bank balances

The analysis below summarizes the credit quality of the Company's bank balances:

	2022	2021
	----- (Rupees) -----	
AA+	4,709,834	10,840,179
AA	28,414	10,757
AAA	22,370,550	27,040,115
A+	2,599,166	1,552,817
AA-	1,334,993,164	1,247,200,894
	1,364,701,128	1,286,644,762

The above rating are assigned by PACRA and VIS.

### 35.2.1.3 Investment in debt securities

Exposure of the Company through investment in Term Finance Certificates and sukuku according to credit ratings is as follows:

	2022	2021
	----- (Rupees) -----	
Term finance certificates and sukuku		
Credit rating		
AA+	5,000,000	20.16%
AA	-	0.00%
AAA	166,667	0.67%
A-	19,630,000	79.16%
	24,796,667	100.00%
	2022	2021
	----- (Rupees) -----	
Term finance certificates and sukuku		
Credit rating		
AA+	10,000,000	32.18%
AA	-	0.00%
AAA	1,000,000	3.22%
A-	20,080,000	64.61%
	31,080,000	100.00%

### 35.2.1.4 Concentration of credit risk

Concentration of credit risk exists when changes in economic or industry factors similarly affect groups of counterparties whose aggregate credit exposure is significant in relation to the Company's total credit exposure. The Company's portfolio of financial instruments is broadly diversified and transactions are entered into with diverse credit-worthy counterparties thereby mitigating any significant concentrations of credit risk.

Details of the industrial sector analysis of the trade debts and margin finance are as follows:

	2022 (Rupees)		2021 (Rupees)	
Services (including insurance)	233,287,004	21.79%	348,564,378	17.50%
Manufacturing	8,692	0.00%	16,323	0.00%
Banking and financial institutions	318,118,641	29.72%	482,277,359	24.22%
Individuals	508,989,826	47.55%	1,160,421,994	58.28%
	<b>1,060,404,163</b>	<b>99.07%</b>	<b>1,991,280,054</b>	<b>100.00%</b>

### 35.2.2 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting its financial obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk arises because of the possibility that the Company could be required to pay its liabilities earlier than expected or difficulty in raising funds to meet commitments associated with financial liabilities as they fall due. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding to an adequate amount of committed credit facilities and the ability to close out market positions due to the dynamic nature of the business. The Company's treasury aims at maintaining flexibility in funding by keeping committed credit lines available. The following are the contractual maturities of financial liabilities:

	2022					
	Carrying amount	Contractual cash flows	Six months or less	Six to twelve months	One to five years	More than five years
	----- (Rupees) -----					
<b>Financial liabilities</b>						
Creditors, accrued expenses and other liabilities	2,347,889,402	2,347,889,402	2,347,889,402	-	-	-
Lease Liability	11,441,151	11,441,151	4,080,499	4,400,680	2,959,973	-
Unclaimed dividend	3,361,843	3,361,843	3,361,843	-	-	-
	<b>2,362,692,396</b>	<b>2,362,692,396</b>	<b>2,355,331,744</b>	<b>4,400,680</b>	<b>2,959,973</b>	<b>-</b>
	----- (Rupees) -----					
	2021					
	Carrying amount	Contractual cash flows*	Six months or less	Six to twelve months	One to five years	More than five years
	----- (Rupees) -----					
<b>Financial liabilities</b>						
Creditors, accrued expenses and other liabilities	2,724,571,721	2,724,571,721	2,724,571,721	-	-	-
Lease Liability	16,876,402	16,685,401	4,370,177	4,713,088	7,602,136	-
Unclaimed dividend	3,361,843	3,361,843	3,361,843	-	-	-
	<b>2,744,809,966</b>	<b>2,744,618,965</b>	<b>2,732,303,741</b>	<b>4,713,088</b>	<b>7,602,136</b>	<b>-</b>

\* The amounts disclosed in the table are the contractual undiscounted cash flows.

On the reporting date, the Company has cash and bank balances of Rs.1,364.925 (2021: Rs.1,286,645) million as mentioned in note 24 and unutilised credit lines of Rs.400 (2021: Rs.400) million against the investments of the Company.

### 35.2.3 Market risk

Market risk is the risk that the value of the financial instrument may fluctuate as a result of changes in market interest rates or the market price due to a change in credit rating of the issuer or the instrument, management manages market risk by monitoring exposure on marketable securities by following the internal risk management and investment policies and guidelines.

Market risk comprises of three types of risk: currency risk, interest rate risk and other price risk.

#### Currency risk

Foreign currency risk arises mainly where receivables and payables exist due to transactions in foreign currencies. Currently, the Company's is not faced with any foreign currency risk.

#### Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Company manages fair value risk by investing primarily in variable rate term finance certificates, preferably with no cap and floor which insulates the Company from fair value interest rate risk, as coupon rates correspond with current market interest rate. The Company also invests in fixed rate bank accounts and Government securities such as Market Treasury Bills and Pakistan Investment Bonds.

As at December 31, 2022 and 2021, investments in term finance certificates and sukuk exposed to interest rate risk are detailed in notes 15.1 and 18.3 to the financial statements.

At the reporting date, the interest rate profile of Company's interest-bearing financial instruments is as follows:

	Carrying amount	
	2022	2021
	----- (Rupees) -----	
Fixed rate investments (note 18.3 and 24)	<b>1,355,631,656</b>	1,269,199,779
Variable rate investments (note 15)	<b>43,586,979</b>	62,337,622

#### Cash flow sensitivity analysis for variable rate instruments

The Company holds KIBOR based interest bearing investments in term finance certificates and sukuk exposing the Company to cash flow interest rate risk.

For cash flow sensitivity analysis of variable rate instruments, a hypothetical change of 100 basis points in interest rates during the year would have decreased / increased profit for the year by the amounts shown below. It is assumed that the changes occur immediately and uniformly to each category of instrument containing interest rate risk. Actual results might differ from those reflected in the details specified below. The analysis assumes that all other variables remain constant.

	Impact on profit before tax	
	100 bp increase	100 bp decrease
	----- (Rupees) -----	
<b>As at December 31, 2022</b>		
Cash flow sensitivity - variable rate instruments	435,870	(435,870)
<b>As at December 31, 2021</b>		
Cash flow sensitivity - variable rate instruments	623,376	(623,376)

#### Fair value sensitivity analysis for fixed rate instruments

As at December 31, 2022, the Company held no fixed rate financial instruments.

#### Other price risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk) whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instrument traded in the market.

The Company is exposed to other price risk on investments in listed equity securities. The Company manages the risk through portfolio diversification, as per recommendation of Investment Committee of the Company. The Committee regularly monitors the performance of investees and assess their financial performance on an on-going basis.

However, the Company is not exposed to other price risk in equity securities as Ready Buy Future Sale (RBFS) securities are not exposed to any price risk.

	December 31, 2022		December 31, 2021	
	Rupees	%	Rupees	%
Pharmaceuticals	2,354,800	0.42%	484,950	0.03%
Food & Personal Care Products	44,948,080	7.97%	119,839,145	8.64%
Engineering	113,490	0.02%	154,649,275	11.15%
Refinery	112,425,350	19.92%	36,744,605	2.65%
Technology & Communication	71,078,105	12.60%	569,633,745	41.08%
Commercial Banks	12,432,653	2.20%	38,336,870	2.76%
Cement	52,804,320	9.36%	5,545,770	0.40%
Fertilizer	35,831,730	6.35%	684,810	0.05%
Chemical	1,771,700	0.31%	32,622,075	2.35%
Textile Composite	654,100	0.12%	29,662,205	2.14%
Glass & Ceramics	3,346,790	0.59%	1,686,340	0.12%

	December 31, 2022		December 31, 2021	
	Rupees	%	Rupees	%
Auto Mobile Assembler	-	0.00%	2,773,970	0.20%
Power Generation & Distribution	51,976,485	9.21%	24,044,560	1.73%
Oil & Gas Exploration Companies	57,237,570	10.14%	187,111,260	13.49%
Cable & Electrical Goods	8,723,365	1.55%	24,345,590	1.76%
Transport	-	0.00%	80,960	0.01%
Oil & Gas Marketing Companies	106,749,934	18.92%	135,699,330	9.79%
Miscellaneous	1,865,508	0.33%	22,724,400	1.64%
	564,313,980	100.00%	1,386,669,860	100.00%

#### 35.2.4 Operational risk

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the processes, technology and infrastructure supporting the Company's operations either internally within the Company or externally at the Company's service providers, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of investment management behavior. Operational risks arise from all of the Company's activities.

The Company's objective is to manage operational risk so as to balance limiting of financial losses and damage to its reputation with achieving its investment objective of generating returns for investors.

The primary responsibility for the development and implementation of controls over operational risk rests with the board of directors. This responsibility encompasses the controls in the following areas:

- requirements for appropriate segregation of duties between various functions, roles and responsibility;
- requirements for the reconciliation and monitoring of transactions;
- compliance with regulatory and other legal requirements;
- documentation of controls and procedures;
- requirements for the periodic assessment of operational risks faced, and the adequacy of controls and procedures to address the risks identified;
- ethical and business standards; and
- risk mitigation, including insurance where this is effective.

### 35.3 Fair value of financial instruments

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable willing parties in an arms length transaction.

The carrying values of all financial assets and liabilities reflected in these financial statements approximate to their fair value. The Company 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 asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3:** Fair value measurements using inputs for the asset or liability that are not based on observable market data (i.e. unobservable inputs).

Fair value of the financial assets that are traded in active markets are based on quoted market prices or dealer price quotations.

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

Financial assets at fair value through profit or loss	Note	2022			Total
		Level 1	Level 2	Level 3	
		(Rupees)			
Quoted equity securities		564,313,980	-	-	564,313,980
Exchange Traded Fund		6,420,150	-	-	6,420,150
		570,734,130	-	-	570,734,130
<b>Fair value through other comprehensive income</b>					
Quoted securities	35.3.1	43,586,979	-	-	43,586,979
	35.3.2	43,586,979	-	-	43,586,979

Financial assets at fair value through profit or loss	2021			Total
	Level 1	Level 2	Level 3	
	(Rupees)			
Quoted equity securities	1,386,669,860	-	-	1,386,669,860
Exchange Traded Fund	5,839,148	-	-	5,839,148
	1,392,509,008	-	-	1,392,509,008
<b>Fair value through other comprehensive income</b>				
Quoted equity securities	62,337,622	-	-	62,337,622
	62,337,622	-	-	62,337,622

**35.3.1** Investment in term finance certificates and sukus issued for the purpose of raising funds are valued on the basis of the rates announced by the Mutual Funds Association of Pakistan (MUFAP) in accordance with the methodology prescribed by the Securities and Exchange Commission of Pakistan (SECP).

**35.3.2** The carrying values of remaining financial assets and liabilities reflected in these financial statements approximate to their fair values.

### 35.4 Capital risk management

The primary objective of the Company's capital risk management is to maintain healthy capital ratios, strong credit rating and optimal capital structure in order to ensure ample availability of finance for its existing operations, for maximizing shareholder's value, for tapping potential investment opportunities and to reduce cost of capital.

The Company manages its capital structure and makes adjustment to it, in light of changes in economic conditions. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders or issue new shares.

The Company finances its operations through equity, borrowing and management of its working capital with a view to maintain an appropriate mix between various sources of finance to minimise risk.

36. CAPITAL ADEQUACY LEVEL	Note	2022	2021
		(Rupees)	
Total assets	36.1	5,357,041,449	6,590,531,908
Less: Total liabilities		(3,096,505,212)	(4,394,156,410)
Less: Revaluation Reserves (created upon revaluation of fixed assets)		-	-
Capital Adequacy Level		2,260,536,237	2,196,375,498

**36.1** While determining the value of the total assets of the Company, Notional value of the TREC certificate held by the Company as at year ended December 31, 2022 as determined by the Pakistan Stock Exchange has been considered.

### 37. NET CAPITAL BALANCE

Net capital requirements of the Company are set and regulated by Pakistan Stock Exchange Limited. These requirements are put in place to ensure sufficient solvency margins and are based on excess of current assets over current liabilities. The Net Capital Balance has been prepared in conformity with the requirements of the Third Schedule read with rule 2(d) of the Securities and Exchange (SEC) Rules, 1971 and the Securities Brokers (Licensing And Operations) Regulations, 2016 (Regulations) and the guidelines issued by Securities and Exchange Commission of Pakistan (SECP) from time to time.

Description	Valuation Basis	December 31, 2022
<b>Current Assets</b>		
Cash in hand or in bank	As per book value	2,415,744,819
Trade Receivables	Book Value	945,028,784
	Less : Overdue for more than 14 days	(396,701,545)
	Book value less those overdue for more than 14 days	548,327,240
Investment in listed securities in the name of the broker	Market Value	575,900,796
	Less : 15% discount	(86,385,119)
		489,515,677
Investment in listed TFCs of not less than BBB grade assigned by credit rating company in Pakistan	Market Value	-
	Less : 10% discount	-
		-
		283,854,197
Securities purchased for client	Securities purchased for client and held by the member where the payment has not been received within 14 days	
		A
		3,737,441,933
<b>Current Liabilities</b>		
Trade Payables	Book Value	1,584,371,972
	Less : Overdue for more than 30 days	(508,533,394)
	Book value less those overdue for more than 30 days	1,075,838,578
Other Liabilities	As classified under generally accepted accounting principles	1,602,518,508
		B
		2,678,357,086
		C = A-B
		1,059,084,847

	December 31, 2022 (Rupees)
<b>37.1. Cash in hand or in bank</b>	
Cash in hand	224,000
Exposure margins with National Clearing Company of Pakistan Limited	1,050,819,691
Bank balances pertaining to:	
- Brokerage house	517,981,518
- Clients	846,719,610
	2,415,744,819

### 37.2. Trade receivables

This also includes receivables against margin finance transactions amounting to Rs. 457.365 million.

### 37.3. Securities purchased for clients

Value of trade receivable outstanding for more than 14 days are included in the computation of net capital balance to the extent of outstanding amount or value of securities (after applying VAR) whichever is less.

### 38. LIQUID CAPITAL BALANCE

The below statement has been prepared in accordance with regulation 6(3) and schedule III of the Securities Broker (licencing and operation) Regulation, 2016.

S. No.	Head of Account	Value in Pak Rupees	Hair Cut / Adjustments	Net Adjusted Value
<b>1. Assets</b>				
1.1	Property & Equipment	916,896,492	100.00%	-
1.2	Intangible Assets	5,000,000	100.00%	-
1.3	Investment in Govt. Securities (150,000*99)	-	-	-
	<b>Investment in Debt. Securities</b>			
	<b>If listed than:</b>			
	i. 5% of the balance sheet value in the case of tenure upto 1 year.	5,166,667	5.00%	4,908,334
	ii. 7.5% of the balance sheet value, in the case of tenure from 1-3 years.	-	7.50%	-
	iii. 10% of the balance sheet value, in the case of tenure of more than 3 years.	19,630,000	10.00%	17,667,000
	<b>If unlisted than:</b>			
	i. 10% of the balance sheet value in the case of tenure upto 1 year.	-	10.00%	-
	ii. 12.5% of the balance sheet value, in the case of tenure from 1-3 years.	-	12.50%	-
	iii. 15% of the balance sheet value, in the case of tenure of more than 3 years.	-	15.00%	-
	<b>Investment in Equity Securities</b>			
1.5	i. If listed 15% or VaR of each securities on the cutoff date as computed by the Securities Exchange for respective securities whichever is higher.(Provided that if any of these securities are pledged with the securities exchange for base minimum capital requirement, 100% haircut on the value of eligible securities to the extent of minimum required value of Base minimum capital	545,082,806	20.94%	450,689,367
	ii. If unlisted, 100% of carrying value.	-	100.00%	-

S. No.	Head of Account	Value in Pak Rupees	Hair Cut / Adjustments	Net Adjusted Value
1.6	Investment in subsidiaries	-	100.00%	-
	<b>Investment in associated companies/undertaking</b>			
1.7	i. If listed 20% or VaR of each securities as computed by the Securites Exchange for respective securities whichever is higher.	-	-	-
	ii. If unlisted, 100% of net value.	-	100.00%	-
1.8	Statutory or regulatory deposits/basic deposits with the exchanges, clearing house or central depository or any other entity.	200,000	100.00%	-
i.	100% of net value, however any excess amount of cash deposited with securities exchange to comply with requirements of base minimum capital may be taken in the calculation of LC			
1.9	Margin deposits with exchange and clearing house.	1,050,819,691	-	1,050,819,691
1.10	Deposit with authorized intermediary against borrowed securities under SLB.	-	-	-
1.11	Other deposits and prepayments	17,017,816	100.00%	-
1.12	Accrued interest, profit or mark-up on amounts placed with financial institutions or debt securities etc.(Nil)	1,112,768	-	1,112,768
	100% in respect of markup accrued on loans to directors, subsidiaries and other related parties	-	100.00%	-
1.13	Dividends receivables.	-	-	-
1.14	Amounts receivable against Repo financing. Amount paid as purchaser under the REPO agreement. <b>(Securities purchased under repo arrangement shall not be included in the investments.)</b>	-	-	-
1.15	Advances and receivables other than trade receivables	7,701,773	-	7,701,773
	i. No haircut may be applied on the short term loan to employees provided these loans are secured and due for repayments within 12 months.			
	ii. No haircut may be applied to the advance tax to the extent it is netted with provision of taxation .			
	iii. In all other cases 100% of net value	49,123,070	100.00%	-
1.16	<b>Receivables from clearing house or securities exchange(s)</b>			
	100% value of claims other than those on account of entitlements against trading of securities in all markets including MtM gains.	-	-	-
	<b>Receivables from customers</b>			
	i. In case receivables are against margin financing, the aggregate if (i) value of securities held in the blocked account after applying VAR based Haircut, (ii) cash deposited as collateral by the financee (iii) market value of any securities deposited as collateral after applying VaR based haircut. <b>i. Lower of net balance sheet value or value determined through adjustments.</b>	457,353,821	-10.69%	408,480,356
	ii. In case receivables are against margin trading, 5% of the net balance sheet value. <b>ii. Net amount after deducting haircut</b>	-	5.00%	-
	iii. In case receivables are against securities borrowings under SLB, the amount paid to NCCPL as collateral upon entering into contract, <b>iii. Net amount after deducting haircut</b>	-	-	-
1.17	iv. In case of other trade receivables not more than 5 days overdue, 0% of the net balance sheet value. <b>iv. Balance sheet value</b>	484,956,023	-	484,956,023
	v. In case of other trade receivables are overdue, or 5 days or more, the aggregate of (i) the market value of securities purchased for customers and held in sub-accounts after applying VAR based haircuts, (ii) cash deposited as collateral by the respective customer and (iii) the market value of securities held as collateral after applying VaR based haircuts. <b>v. Lower of net balance sheet value or value determined through adjustments</b>	21,453,131	19,614,751	1,883,064
	vi. In the case of amount of receivables from related parties, values determined after applying applicable haircuts on underlying securities readily available in respective CDS account of the related party in the following manner:(a) Up to 30 days, values determined after applying var based haircuts. (b) Above 30 days but upto 90 days, values determined after applying 50% or var based haircuts whichever is higher. (c) above 90 days 100% haircut shall be applicable. vi. Lower of net balance sheet value or value determined through adjustments	-	100.00%	-

S. No.	Head of Account	Value in Pak Rupees	Hair Cut / Adjustments	Net Adjusted Value
	Cash and Bank balances			
1.18	i. Bank Balance-proprietary accounts	517,981,518		517,981,518
	ii. Bank balance-customer accounts	846,719,610		846,719,610
	iii. Cash in hand	224,000		224,000
1.19	Subscription money against investment in IPO/ offer for sale (asset)			
	(i)No haircut may be applied in respect of amount paid as subscription money provided that shares have not been allotted or are not included in the investments of securities broker.	-		-
	(ii) In case of Investment in IPO where shares have been allotted but not yet credited in CDS Account, 25% haircuts will be applicable on the value of such securities.	-		-
	(iii) In case of subscription in right shares where the shares have not yet been credited in CDS account, 15% or VAR based haircut whichever is higher, will be applied on Right Shares.	-		-
	<b>Total Assets</b>	<b>4,946,439,185</b>		<b>3,793,143,504</b>
	<b>2. Liabilities</b>			
	<b>Trade Payables</b>			
2.1	i. Payable to exchanges and clearing house	88,735,558	-	88,735,558
	ii. Payable against leveraged market products	-	-	-
	iii. Payable to customers	1,598,436,697	-	1,598,436,697
	<b>Current Liabilities</b>			
2.2	i. Statutory and regulatory dues	3,311,959	-	3,311,959
	ii. Accruals and other payables	63,921,414	-	63,921,414
	iii. Short-term borrowings	91,994,547	-	91,994,547
	iv. Current portion of subordinated loans	-	-	-
	v. Current portion of long term liabilities	315,442,500	-	315,442,500
	vi. Deferred Liabilities	-	-	-
	vii. Provision for bad debts	-	-	-
	viii. Provision for taxation	-	-	-
	ix. Other liabilities as per accounting principles and included in the financial statements	522,237,441	-	522,237,441
	<b>Non-Current Liabilities</b>			
2.3	i. Long-Term financing	315,442,500	-	-
	ii. Other liabilities as per accounting principles and included in the financial statements	3,170,104	-	-
	iii. Staff retirement benefits			
	Note: (a) 100% haircut may be allowed against long term portion of financing obtained from a financial institution including amount due against finance leases. (b) Nil in all other cases	-	-	-
	<b>Subordinated Loans</b>			
2.4	i. 100% of Subordinated loans which fulfill the conditions specified by SECP are allowed to be deducted: The Schedule III provides that 100% haircut will be allowed against subordinated Loans which fulfill the conditions specified by SECP. In this regard, following conditions are specified: a. Loan agreement must be executed on stamp paper and must clearly reflect the amount to be repaid after 12 months of reporting period b. No haircut will be allowed against short term portion which is repayable within next 12 months. c. In case of early repayment of loan, adjustment shall be made to the Liquid Capital and revised Liquid Capital statement must be submitted to exchange.	-	-	-
2.5	<b>Total Liabilities</b>	<b>3,002,692,720</b>		<b>2,684,080,116</b>



S. No.	Head of Account	Value in Pak Rupees	Hair Cut / Adjustments	Net Adjusted Value
<b>3. Ranking Liabilities Relating to :</b>				
<b>Concentration in Margin Financing</b>				
3.1	The amount calculated client-to-client basis by which any amount receivable from any of the financees exceed 10% of the aggregate of amounts receivable from total financees.	-	193,487,646	193,487,646
<b>Concentration in securities lending and borrowing</b>				
3.2	The amount by which the aggregate of: (i) Amount deposited by the borrower with NCCPL (ii) Cash margins paid and (iii) The market value of securities pledged as margins exceed the 110% of the market value of shares borrowed	-	-	-
<b>Net underwriting Commitments</b>				
3.3	(a) in the case of right issue : if the market value of securities is less than or equal to the subscription price; the aggregate of: (i) the 50% of Haircut multiplied by the underwriting commitments and (ii) the value by which the underwriting commitments exceeds the market price of the securities. In the case of rights issue where the market price of securities is greater than the subscription price, 5% of the Haircut multiplied by the net underwriting (b) in any other case : 12.5% of the net underwriting commitments	-	-	-
3.4	Negative equity of subsidiary The amount by which the total assets of the subsidiary (excluding any amount due from the subsidiary) exceed the total liabilities of the subsidiary	-	-	-
3.5	Foreign exchange agreements and foreign currency positions 5% of the net position in foreign currency. Net position in foreign currency means the difference of total assets denominated in foreign currency less total liabilities denominated in foreign currency	-	-	-
3.6	Amount Payable under REPO	-	-	-
<b>Repo adjustment</b>				
3.7	<b>In the case of financier/purchaser</b> the total amount receivable under Repo less the 110% of the market value of underlying securities. <b>In the case of financee/seller</b> the market value of underlying securities after applying haircut less the total amount received, less value of any securities deposited as collateral by the purchaser after applying haircut less any cash deposited by the purchaser.	-	-	-
<b>Concentrated proprietary positions</b>				
3.8	If the market value of any security is between 25% and 51% of the total proprietary positions then 5% of the value of such security .If the market of a security exceeds 51% of the proprietary position,then 10% of the value of such security	-	-	-
<b>Opening Positions in futures and options</b>				
3.9	i. In case of customer positions, the total margin requirements in respect of open positions less the amount of cash deposited by the customer and the value of securities held as collateral/ pledged with securities exchange after applying VaR haircuts ii. In case of proprietary positions, the total margin requirements in respect of open positions to the extent not already met	-	-	-

S. No.	Head of Account	Value in Pak Rupees	Hair Cut / Adjustments	Net Adjusted Value
<b>Short sell positions</b>				
3.10	i. In case of customer positions, the market value of shares sold short in ready market on behalf of customers after increasing the same with the VaR based haircuts less the cash deposited by the customer as collateral and the value of securities held as collateral after applying VAR based Haircuts ii. In case of proprietary positions, the market value of shares sold short in ready market and not yet settled increased by the amount of VAR based haircut less the value of securities pledged as collateral after applying haircuts.	-	-	-
3.11	<b>Total Ranking Liabilities</b>	-	193,487,646	193,487,646
		<u>1,943,746,466</u>	<u>Liquid Capital</u>	<u>915,575,742</u>

### 39. DISCLOSURE UNDER REGULATION 5(4) OF RESEARCH ANALYST REGULATIONS, 2015

At present, the Company employs six members in its research department (including head of research, two senior analysts, a technical analyst, a librarian and a data administrator). All members report to Head of Research who in turn reports to CEO.

Compensation structure of research analysts is flat and is subject to qualification, experience and skillset of the person. However, the compensation of anyone employed in the research department does not in any way depend on the contents / outcome of research report.

During the year ended December 31, 2022, the personnel employed in the Research Department have drawn an aggregate salary and benefits amounting to Rs.18.884 million, which comprises basic salary, medical allowance, provident fund and other benefits as per company policy.

### 40. NON-ADJUSTING EVENT AFTER THE STATEMENT OF FINANCIAL POSITION DATE

The Board of Directors have proposed cash dividend of NIL (December 31, 2021: Nil) amounting to Rs. NIL (December 31, 2021: Rs.Nil) in their meeting held on 22- Feb-2023. This appropriation will be approved in the forthcoming Annual General Meeting.

### 41. GENERAL

**41.1** Corresponding figures have been reclassified for the purpose of better presentation and comparison, wherever necessary. However, there are no material reclassifications to report.

### 42. DATE OF AUTHORISATION

These financial statements were authorised for issue in the Board of Directors' meeting held on 22nd February 2023.

Director

Chief Executive Officer

Chief Financial Officer

450

305

210

175

0

## Shareholder's Information

## Pattern of Shareholding Report

As of December 31, 2022

Categories of Shareholders	Shareholders	Shares Held
<b>Directors and their spouse(s) and minor children</b>		
IMTIAZ GADAR	1	1
MR. SHAHAB ANWAR KHAWAJA	1	1
MR. FAHAD VIQUAR SIDDIQUI	1	1
MR. MAXIMILIAN FELIX SCHEDER	1	1
MRS. ZUBINA ASAD SADICK	1	1
MR. WAQAS ANIS	1	1
MR. AMIN MUHAMMAD VIRANI	1	1
SYED JAFAR RAZA RIZVI	1	1
<b>Associated Companies, undertakings and related parties</b>	3	25,525,264
<b>NIT &amp; ICP</b>	-	-
<b>Banks Development Financial Institutions, Non Banking Financial Financial Institutions.</b>	-	-
<b>Insurance Companies</b>	-	-
<b>Modarabas and Mutual Funds</b>	-	-
<b>General Public</b>		
a. Local	820	1,915,606
b. Foreign	1	20
<b>Foreign Companies</b>		
<b>Others</b>	24	36,399
<b>Totals</b>	<b>856</b>	<b>27,477,297</b>

Share holders holding 10% or more	Shares Held
JS BANK LIMITED.	25,525,169

## Pattern of Shareholding

as at December 31, 2022

# Of Shareholders	Shareholdings' Slab	Total Shares Held
471	1 to 100	4,794
168	101 to 500	54,109
66	501 to 1000	58,125
123	1001 to 5000	262,064
11	5001 to 10000	90,885
6	10001 to 15000	73,508
2	15001 to 20000	36,000
1	20001 to 25000	21,000
1	25001 to 30000	29,993
1	45001 to 50000	48,500
1	55001 to 60000	59,150
2	60001 to 65000	123,500
1	90001 to 95000	90,500
1	995001 to 1000000	1,000,000
1	25525001 to 25530000	25,525,169
<b>856</b>		<b>27,477,297</b>

S.No.	Categories of Shareholders	No. of Shareholders	Total Shares Held	Percentage
1	Individuals - local	828	1,915,614	6.97%
2	Individuals - foreign	1	20	0.00%
3	Banks, DFIs & NBFCs	1	25,525,169	92.90%
4	Joint Stock Companies	4	12,086	0.04%
5	Others	22	24,408	0.09%
6	Insurance Companies	0	-	0.00%
7	NIT & ICP	0	-	0.00%
8	Modarabas and Mutual Funds	0	-	0.00%
9	Foreign Institutions	0	-	0.00%
		<b>856</b>	<b>27,477,297</b>	<b>100%</b>

# Notice of Annual General Meeting

Notice is hereby given that the twenty-secondth (22nd) Annual General Meeting ("AGM") of the members of JS Global Capital Limited ("the Company" or "JSGCL") will be held on Friday, April 28th, 2023 at 09:30 a.m. PST at 15th Floor, The Center Building, Plot No. 28, SB-5, Abdullah Haroon Road, Saddar, Karachi – 74400, Pakistan to transact the following businesses:

## ORDINARY BUSINESS:

- To receive, consider and adopt the audited financial statements of the Company for the year ended December 31, 2022, together with the Director's Report and Auditors' Report thereon and Chairman's Review Report; and
- To appoint auditors of the Company and fix their remuneration for the year ending December 31, 2023 based on the recommendation of Audit Committee.

The Board of Directors based on the recommendation of Audit Committee has proposed the appointment of M/s. KPMG Taseer Hadi & Co. Chartered Accountants, as auditors of the Company, who being eligible have offered themselves for re-appointment as auditors of the Company.

## ANY OTHER BUSINESS:

- To consider any other business, if any, with the permission of the Chair.

By the Order of the Board

Karachi  
April 6, 2023

Muhammad Farukh  
Company Secretary

## Notes:

- The Company has placed the Notice of General Meeting along with form of proxy on its website.
- The Share Transfer Books of the Company shall remain closed from April 21st, 2023, to April 28th, 2023, (both days inclusive) for determining shareholders for attending and voting at the AGM.
- Physical transfers and deposit requests under Central Depository System received at the close of business on April 20th, 2023 by the Company's Registrar i.e., CDC Share Registrar Services Limited, CDC House, 99 – B, Block 'B', S.M.C.H.S., Main Shahra-e-Faisal Karachi will be treated in time for the purpose of attending and voting at the meeting.
- A member of the Company entitled to attend and vote may appoint another member as his/her proxy to attend and vote instead of him/her. A proxy must be a member of the Company.
- Proxies must be received at the Registered Office of the Company not less than 48 hours before the time of the meeting.
- Beneficial owners of the shares registered in the name of Central Depository Company of Pakistan Limited (CDC) and/or their proxies will have to follow the following guidelines as laid down by the Securities and Exchange Commission of Pakistan:

## A. For Attending the Meeting:

- In light of the clarification issued by the Securities and Exchange Commission of Pakistan for ensuring participation of members in AGM through electronic means as a regular feature, the Company has also provided the facility for attending the meeting via video-link to its shareholders.
- The members who intend to attend and participate in the AGM of the Company through video link arrangement are requested to complete identification and verification formalities i.e., to provide following required information at the email: jsgcl.cs@js.com on or before April 20, 2023.

Name of Shareholder:	CNIC No.:	Folio No.:	Cell Phone No.:	Email Address:

The video link of meeting will be sent to the members on their email addresses.

Further, the members can also provide their comments / suggestions for discussion on the agenda items of the AGM through following means:

WhatsApp	SMS	Email
+92 301 5658616	+92 301 5658616	jsgcl.cs@js.com

- The members who intend to attend and participate physically in the AGM of the Company will be allowed to participate keeping in view the COVID-19 related SOP's issued by the Provincial and / or the Federal Government.

The Company will follow the best practices and comply with the instructions of the Government and SECP to ensure protective measures are in place for well-being of its members.

- In case of Individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by showing his/her original CNIC or original Passport along with Participant ID number and the account number at the time of attending the Meeting.
- In case of corporate entity, the Board of Directors' resolution/power of attorney with duly verified copy of valid CNIC and specimen signature of the representative shall be sent to the Company before the meeting.

## B. For Appointing Proxies

- In case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per requirements given in this notice.

- b. The proxy form shall be witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form.
  - c. Attested copies of the CNIC or the passport of beneficial owners and the proxy shall be furnished with the proxy form.
  - d. The proxy shall produce his original CNIC or original passport at the time of the meeting.
  - e. In case of corporate entity, the Board's resolution / power of attorney with specimen signature shall be furnished (unless it has been provided earlier) along with proxy form to the Company.
7. Shareholders are requested to notify immediately of any change in their address to the Company's share registrar.
8. According to Section 119 of the Companies Act, 2017 and Regulation 19 of the Companies (General Provisions and Forms) Regulation, 2018, all physical shareholders are advised to provide their mandatory information such as CNIC number, address, email address, contact mobile/telephone number, International Bank Account Number (IBAN), etc. to our Share Registrar at their below address immediately to avoid any non-compliance of law or any inconvenience in future:

CDC Share Registrar Services Limited  
CDC House, 99 – B, Block 'B', S.M.C.H.S., Main Shahra-e-Faisal, Karachi-74400. Tel. Toll Free: 0800-23275, mail: info@cdcsrsl.com Website: www.cdcsrsl.com

9. Section 242 of the Act requires that the listed companies shall pay cash dividend only through electronic mode directly into the bank account designated by the shareholders. SECP vide its notification S.R.O.1145 (I)/2017 has also issued the Companies (Distribution of Dividends) Regulations, 2017 whereby every shareholder shall be responsible to provide valid information pertaining to its designated bank account to disburse any dividend payable in cash only through electronic mode directly into the bank account designated by the entitled shareholders.

The members are requested to provide duly filled in and signed e-dividend form available at the following link:

<https://www.jsycl.com/pdf/E-Dividend-Mandate-JS-Global-Capital-Limited.docx>

In case of shares held as book-entry securities, the said information would be required to be provided to Central Depository System ("CDS"), through CDS Participants.

10. Members seeking exemption from deduction of income tax or are eligible for deduction at a reduced rate are requested to submit a valid tax exemption certificate or necessary documentary evidence, as the case may be.
11. Different tax rates are prescribed under Section 150 of the Income Tax Ordinance, 2001 for deduction of withholding tax on the amount of dividend paid by the Companies. These tax rates are as under;

For filer of income tax returns:	15%
For non-filers of income tax returns:	30%

To enable the Company to make tax deductions of the amount of cash dividend @ 15% instead of 30%, all shareholders whose names are not entered into Active Tax-payers List ("ATL") provided on the website of FBR, despite the fact that they are filers, are advised to make sure that their names are entered into the ATL before the date for payment of the cash dividend otherwise tax on their cash dividend will be deducted @ 30% instead of 15%.

12. The Shareholders who have joint shareholdings held by filers and non-filers shall be dealt with separately and in such particular situation, each account holder is to be treated as either a Filer or a Non-Filer and tax will be deducted according to his shareholding. If the share is not ascertainable, then each shareholder will be assumed to hold equal proportion of shares and deduction will be made accordingly. Therefore, in order to avoid deduction of tax at a higher rate, the joint account holders are requested to provide the below details of their shareholding to the Share Registrar of the Company.

Folio /CDC Account No	Total Shares	Principal Shareholder		Joint Shareholder	
		Name & CNIC	Shareholding proportion	Name & CNIC	Shareholding proportion

13. Shareholders who by any reason could not receive their dividends are advised to contact our Share Registrar to inquire about their unclaimed dividends, if any. In compliance with section 244 of the Companies Act, 2017, after having completed the stipulated procedure, all such dividends outstanding for a period of three (3) years or more from the due date shall be deposited to the credit of Federal Government.

14. Pursuant to Section 223(7) of the Companies Act, 2017 the Company is allowed to send financial statements and reports to its members electronically. In this regard, members are hereby requested to convey their respective information on the Form which is available at the Company website i.e., at the following link to ensure compliance with the above referred provision:

<https://www.jsycl.com/pdf/consentform2017.doc>

Please ensure that your email account has sufficient rights and space available to receive such email which may be greater than 1 MB in size. Further, it is the responsibility of the member(s) to timely update the Share Registrar of any change in his (her/its/their) registered email address at the address of Company's Share Registrar mentioned at the end of the notice.

15. The Company has placed the Audited Financial Statements for the year ended December 31, 2022 along with Auditors and Directors Reports thereon and Chairman's Review Report on its website: [www.jsycl.com](http://www.jsycl.com)

# FORM OF PROXY

The Company Secretary  
**JS Global Capital Limited**  
17th & 18th Floor, The Center, Plot No. 28  
SB-5, Abdullah Haroon Road, Karachi.

I/We \_\_\_\_\_ of \_\_\_\_\_  
being member(s) of JS Global Capital Limited holding \_\_\_\_\_ ordinary shares as per Registered  
Folio No. / CDC A/c. No. (for members who have shares in CDS) \_\_\_\_\_ hereby appoint  
Mr. / Mrs. / Miss \_\_\_\_\_ of (full address) \_\_\_\_\_  
\_\_\_\_\_ of failing him/her Mr. / Mrs. / Miss \_\_\_\_\_ of  
(full address) \_\_\_\_\_  
as my / our proxy in my / our absence to attend, act and vote for me / us and on my / our behalf at the Annual General Meeting  
of the Company to be held on April 28, 2023 and / or any Adjournment thereof.  
As witness my / our hand / seal this \_\_\_\_\_ day of 2023.

Signed by \_\_\_\_\_

in the presence of \_\_\_\_\_

**Witness:**

1. Name \_\_\_\_\_

Signature \_\_\_\_\_

Address \_\_\_\_\_  
\_\_\_\_\_

CNIC or Passport No : \_\_\_\_\_

**Witness:**

2. Name \_\_\_\_\_

Signature \_\_\_\_\_

Address \_\_\_\_\_  
\_\_\_\_\_

CNIC or Passport No : \_\_\_\_\_

**Signature on  
Rs.5/-  
Revenue Stamp**

The Signature should  
agree with the  
specimen registered  
with Company.

## FORM OF PROXY

Important:

1. A member of the Company entitled to attend and vote may appoint another member as his/her proxy to attend and vote instead of him /her.
2. This proxy form, duly completed and signed, must be received at the Office of the Company situated at 17th & 18th Floor, The Center, Plot No. 28, S.B-5, Abdullah Haroon Road, Karachi, not less than 48 hours before the time of holding meeting.
3. No Person shall act as proxy unless he / she himself / herself is a member of the Company, except that a corporation may appoint a person who is not a member.
4. If a member appoints more than one proxy and / or more than one instruments of proxy are deposited by a member with the Company, all such instruments of proxy shall be rendered invalid.
5. Beneficial Owner of the physical shares and the shares registered in the name of CDC Share Registrar Services Limited (CDCSRSL) and / or their proxies are required to produce their original Computerized National Identity Card (CNIC) or Passport for identification purposes at the time of attending meeting.

The Form of proxy must be submitted with the Company within the stipulated time, duly witnessed by two persons whose names, address and CNIC numbers must be mentioned on the form, along with attested copies of CNIC or the Passport of the beneficial owner and the proxy.

In case of a corporate entity, the Board of Directors' Resolution / Power of Attorney along with the specimen signature shall be submitted (unless it has been provided earlier along with the proxy form to the Company).

AFFIX  
CORRECT  
POSTAGE

The Company Secretary  
JS Global Capital Limited  
17th & 18th Floor, The Center,  
Plot No. 28, S.B-5,  
Abdullah Haroon Road,  
Karachi-

## فارم برائے پراکسی

کھلی بکری  
JS گلوبل کیپٹل لمیٹڈ  
سڑکی اور طارق منزل، دی پلازہ  
پلاٹ نمبر 28، ایس۔ بی۔ 5۔  
محمد اللہ ہارون روڈ، کراچی۔

میں / ہم ..... برائے ..... بحیثیت JS گلوبل کیپٹل لمیٹڈ کے ممبر / ممبران  
رجسٹرڈ فوئیو نمبر CDCI نمبر (ممبران CDCI میں شیئرز رکھتے ہیں) ..... عام حصص رکھتے ہیں، بذریعہ بڈ اسٹرا سزاس  
..... کا (کامل پتہ) ..... یا ان کی عدم موجودگی کی صورت  
میں اس اسٹرا سزاس ..... کا (کامل پتہ) ..... کو بری اتھاری فرسورڈگی میں 28 اپریل 2023 کو مستعد ہونے اور ایملٹی ہونے  
والے کھلی کے سالانہ اجلاس عام میں بری اتھاری جانب سے حاضری، فعالیت اور بری اتھاری جانب سے دست دینے کے لئے بری اتھاری پراکسی مقرر کرتا ہوں / کرتے ہیں۔

بلورگاہ میں / ہم نے ..... 2023 کو برے اہارے ہاتھ سے دستخط کے امبر لگائی۔

..... کی موجودگی میں ..... نے دستخط کئے۔

گواہ:

1- نام: .....  
دستخط: .....  
پتہ: .....  
کیپٹول از و قومی شناختی کارڈ یا پاسپورٹ نمبر: .....

دستخط ہونے  
5 روپے  
رایٹو اسٹیمپ

دستخط کھلی کے حصص میں ہونے کے  
دستخط کے مطابق ہونے چاہئیں۔

2- نام: .....  
دستخط: .....  
پتہ: .....  
کیپٹول از و قومی شناختی کارڈ یا پاسپورٹ نمبر: .....

## BCR Criteria Index

Annexure II - Specific Disclosures (refer section 12 of the criteria)	
Specific Disclosures of the Financial Statements	
1	Fair value of Property, Plant and Equipment.
2	Reconciliation of weighted average number of shares for calculating EPS and diluted EPS.
3	Particulars of significant/ material assets and immovable property including location and area of land.
4	Key quantitative information (Number of persons employed as on the date of financial statements and average number of employees during the year, separately disclosing factory employees).
5	Disclosure of product wise data mentioning, product revenue, profit etc.
6	Capacity of an industrial unit, actual production and the reasons for shortfall.
7	Disclosure of discounts on revenue.
8	Sector wise analysis of deposits and advances.
9	Complete set of financial statements (Balance sheet, Income statement & Cash flow) for Islamic banking operations.
10	Status for adoption of Islamic Financial Accounting Standards (IFAS) issued by the ICAP.
11	Summary of significant transactions and events that have affected the company's financial position and performance during the year.
12	Forced sale value in case of revaluation of Property, Plant and Equipment or investment property.
13	Distribution of shareholders (Number of shares as well as category, e.g. Promoter, Directors / Executives or close family member of Directors/Executives etc.).
14	Particulars of major foreign shareholders, other than natural person, holding more than 5% of paid up capital in the company in Pattern of Shareholding.
15	Particulars where company has given loans or advances or has made investments in foreign companies or undertakings.
16	Accounts Receivable in respect of Export Sales - Name of company or undertaking in case of related party and in case of default brief description of any legal action taken against the defaulting parties.
17	Treasury shares in respect of issued share capital of a company.
18	In describing legal proceedings, under any court, agency or government authority, whether local or foreign, include name of the court, agency or authority in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis of the proceeding and the relief sought.
19	Management assessment of sufficiency of tax provision made in the company's financial statements shall be stated along with comparisons of tax provision as per accounts vis a vis tax assessment for last three years.
20	Income tax reconciliation as required by IFRS and applicable tax regime for the year.
21	In respect of loans and advances, other than those to the suppliers of goods or services, the name of the borrower and terms of repayment if the loan or advance exceeds rupees one million, together with the collateral security, if any.
22	Disclosure about Human Resource Accounting (Includes the disclosure of process of identifying and measuring the cost incurred by the company to recruit, select, hire, train, develop, allocate, conserve, reward and utilize human assets).
23	In financial statements issued after initial or secondary public offering(s) of securities or issuance of debt instrument(s) implementation of plans as disclosed in the prospectus/offering document with regards to utilization of proceeds raised full bill implementation of such plans.
24	Where any property or asset acquired with the funds of the company and is not held in the name of the company or is not in the possession and control of the company, this fact along with reasons for the property or asset not being in the name of or possession or control of the company shall be stated; and the description and value of the property or asset, the person in whose name and possession or control it is held shall be disclosed.
25	Standards, amendments and interpretations adopted during the current year along with their impact on the company's financial statements.
26	Standards, amendments and interpretations, not yet effective and not adopted along with their impact on the company's financial statements.

## فارم برائے پراسسی

- اہم:
- 1- کئیل کا ممبرانہ بلکہ شرکت اور ووٹ دینے کے لئے ممبر کو بطور پراسسی منتخب کرنے کا حق رکھتا ہے۔
  - 2- کئیل اور دیکھنا شدہ پراسسی فارم کئیل کے کٹس بمقام سٹری اور اٹھارویں منزل، وی سینٹر، پلاٹ نمبر 28، ماہنس۔ لی۔ 5، مہمانڈ ہارون روڈ، کراچی پراجیکٹس کے انتقاد سے 48 گھنٹے قبل مندرجہ موصول ہو جانے چاہئیں۔
  - 3- کوئی فرد بطور پراسسی اجلاس میں شرکت نہیں کر سکتا، کئیل کے طریقہ کار خود کئیل کا کی ممبر ہونا، اس کے لئے کارپوریشن کے پاس کرو کو پراسسی نامزد کر سکتا، کئیل کو جبر ہونا۔
  - 4- اگر ممبر ایک سے زائد پراسسی نامزد کرتا ہے اور کئیل کے کسی ممبر کی جانب سے پراسسی کے ایک سے زائد اسٹروٹس متفق کرانے جاتے ہیں تو ایسے تمام اسٹروٹس غیر مستحکم تصور کئے جائیں گے۔
  - 5- فونیکل حصص کے منتقلی، مالکان اور سی ڈی سی شیئرز رجسٹر اور سی ڈی سی ایس آر ایس ایل) میں رجسٹرڈ حصص کے مالکان اور اداران کے پراسسی اجلاس میں شرکت کے وقت اپنا اصل کیپٹل وارڈ قومی شناختی کارڈ (CNIC) یا پاسپورٹ شناختی مقاصد کے لئے پیش کرنا ہوگا۔ باقاعدہ کئیل اور دیکھنا شدہ پراسسی فارم کئیل میں مقررہ وقت پر متفق کرادیا جائے، جس پر وہ گواہوں کے دستخط، نام، پتہ، کیپٹل وارڈ قومی شناختی کارڈ نمبر یا پاسپورٹ نمبر درج ہو۔ اس کے علاوہ منتقلی، مالک اور پراسسی کے کیپٹل وارڈ قومی شناختی کارڈ نمبر یا پاسپورٹ کی تصدیق شدہ نقل بھی منسلک ہونا ضروری ہے۔ کارپوریت ادارے کی صورت میں پورا آف ڈائریکٹرز کی قرارداد، پورا آف انکارنی بمقام نمونے کے دستخط متفق کرادلی جائے (اگر پہلے سے پراسسی فارم کے ممبر متفق نہیں کرادلی گئی)۔

درست گت چپا کئیل

کئیل بکری  
JS گلوبل کپٹل لمیٹڈ  
سٹری اور اٹھارویں منزل، وی سینٹر  
پلاٹ نمبر 28، ماہنس۔ لی۔ 5،  
مہمانڈ ہارون روڈ، کراچی۔



<b>3</b>	<b>Risks and Opportunities</b> <i>Specific risks and opportunities that affect the organization's ability to create value over the short, medium and long term, and how</i>	
3.01	Key risks and opportunities affecting availability, quality and affordability of CAPITALS in the short, medium and long term.	
3.02	Risk Management Framework including risk management methodology and principal risk and uncertainties facing the company.	
3.03	Sources of risks and opportunities (Internal and external).	
3.04	The initiatives taken by the company in promoting and enabling innovation.	
3.05	Assessment of the 'likelihood' that the risk or opportunity will come to fruition and the 'magnitude' of its effect if it does.	
3.06	Specific steps being taken to mitigate or manage key risks or to create value from key opportunities by identifying the associated strategic objectives, strategies, plans, policies, targets and KPIs.	
3.07	Board's efforts for determining the company's level of risk tolerance by establishing risk management policies.	
3.08	Statement from the board that they have carried out a robust assessment of the principal risks facing the company, including those that would threaten the business model, future performance and solvency or liquidity.	
3.09	Strategy to overcome liquidity problem and the company's plan to manage its repayment of debts and meet operational losses.	
3.10	Inadequacy in the capital structure and plans to address such inadequacy.	
<b>4</b>	<b>Sustainability and Corporate Social Responsibility</b>	
4.01	Highlights of the company's performance, policies, initiatives and plans in place relating to the various aspects of sustainability and corporate social responsibility as per best business practices including: a) environment related obligation applicable on the company; b) company progress towards environmental, social and & governance initiatives during the year; and c) company's responsibility towards the staff, health & safety.	
4.02	Status of adoption/compliance of the Corporate Social Responsibility (Voluntary) Guidelines, 2013 issued by the SECP or any other regulatory framework as applicable.	
4.03	Certifications acquired and international standards adopted for best sustainability and CSR practices.	
<b>5</b>	<b>Governance</b> <i>How does the organization's governance structure support its ability to create value in the short, medium and long term</i>	
5.01	Board composition: a) Leadership structure of those charged with governance. b) Name of independent directors indicating justification for their independence. c) Diversity in the board i.e. competencies, requisite knowledge & skills, and experience. d) Profile of each director including education, experience and involvement /engagement of in other entities as CEO, Director, CFO or Trustee etc. e) No. of companies in which the executive director of the reporting organization is serving as non-executive director.	
5.02	Chairman's Review Report on the overall performance of the board and effectiveness of the role played by the board in achieving the company's objectives.	
5.03	A statement of how the board operates, including a high-level statement of which types of decisions are to be taken by the board and which are to be delegated to management.	
5.04	Annual evaluation of performance, along with description of criteria used for the members of the board including CEO, Chairman and board's committees.	
5.05	Disclosure if the board's performance evaluation is carried out by an external consultant once in three years.	
5.06	Details of formal orientation courses for directors.	
5.07	Directors' Training Program (DTP) attended by directors, female executive and head of department from the institutes approved by the SECP and names of those who availed exemptions during the year.	
5.08	Description of external oversight of various functions like systems audit or internal audit by an external specialist and other measures taken to enhance credibility of internal controls and systems.	
5.09	a) Approved policy for related party transactions. b) Details of all related parties transactions, along with the basis of relationship describing common directorship and percentage of shareholding. c) Contract or arrangement with the related party other than in the ordinary course of business on an arm's length basis, if any along with the justification for entering into such contract or arrangement. d) Disclosure of director's interest in related party transactions. e) In case of conflict, disclosure that how such a conflict is managed and monitored by the board.	

5.10	Disclosure of Board's Policy on the following significant matters: a) Governance of risk and internal controls. b) Diversity (including gender), any measurable objectives that it has set for implementing the policy, and progress on achieving the objectives. c) Disclosure of director's interest in significant contracts and arrangements. d) Remuneration of non-executive directors including independent directors for attending board meetings and general meetings. e) Retention of board fee by the executive director earned by him against his services as non-executive director in other companies. f) Security clearance of foreign directors. g) Board meetings held outside Pakistan. h) Human resource management including preparation of succession plan. i) Social and environmental responsibility. j) Communication with stakeholders. k) Investors' relationship and grievances. l) Employee health, safety and protection. m) Whistle blowing policy including mechanism to receive and handle complains in a fair and transparent manner and providing protection to the complainant against victimization and reporting in Audit Committee's report. n) Safety of records of the company. o) Providing reasonable opportunity to the shareholder for participation in the AGM.	
5.11	Board review statement of the organization's business continuity plan or disaster recovery plan.	
5.12	Disclosure of beneficial (including indirect) ownership and flow chart of group shareholding and relationship as holding company, subsidiary company or associated undertaking.	
5.13	Compliance with the Best Practices of Code of Corporate Governance (No marks in case of any non-compliance).	
5.14	A brief description about role of the Chairman and the CEO.	
5.15	Shares held by Sponsors / Directors / Executives.	
5.16	Salient features of TOR and attendance in meetings of the board committees (Audit, Human Resource, Nomination and Risk management).	
5.17	Timely Communication: Date of authorization of financial statements by the board of directors: within 40 days —6 marks within 60 days —3 marks (Entities requiring approval from a Regulator before finalization of their financial statements would be provided a 20 days relaxation, on providing evidence to the Committee).	
5.18	Audit Committee report should describe the work of the committee in discharging its responsibilities. The report should include: a) Composition of the committee with at least one member qualified as "financially literate and all members are non-executive / independent directors including the Chairman of the Audit Committee. b) Role of the committee in discharging its responsibilities for the significant issues in relation to the financial statements, and how these issues were addressed with details where particular attention was paid in this regard. c) Committee's overall approach to risk management and internal control, and its processes, outcomes and disclosure. d) Role of Internal Audit to risk management and internal control, and approach to Internal Audit to have direct access to Audit Committee and evaluation of Internal Auditor's performance. e) Review of arrangement for staff and management to report to Audit Committee in confidence, concerns, if any, about actual or potential improprieties in financial and other matters and recommended instituting remedial and mitigating measures. f) An explanation as to how it has assessed the effectiveness of the external audit process and the approach taken to the appointment or reappointment of the external auditor, and information on the length of tenure of the current statutory auditor; and if the external auditor provides non-audit services, an explanation as to how auditor's objectivity and independence is safeguarded. g) If Audit Committee recommends external auditors other than the retiring external auditors, before the lapse of three consecutive years, reasons shall be reported. h) The Audit Committee's views whether the Annual Report was fair, balanced and understandable and also whether it provided the necessary information for shareholders to assess the company's position and performance, business model and strategy. i) Results of the self-evaluation of the Audit Committee carried out of its own performance. j) Disclosure of the number of whistle-blowing incidences reported to the Audit Committee during the year.	
5.19	Presence of the chairman of the Audit Committee at the AGM to answer questions on the Audit Committee's activities / matters that are within the scope of the Audit Committee's responsibilities.	

5.20	Board disclosure on Company's use of Enterprise Resource Planning (ERP) software including: a) how it is designed to manage and integrate the functions of core business processes/ modules like finance, HR, supply chain and inventory management in a single system; b) management support in the effective implementation and continuous updation; c) details about user training of ERP software; d) how the company manages risks or control risk factors on ERP projects; e) how the company assesses system security, access to sensitive data and segregation of duties.	
5.21	Where an external search consultancy has been used in the appointment of the Chairman or a non-executive director, it should be disclosed if it has any other connection with the company.	
5.22	Chairman's significant commitments and any changes thereto.	
5.23	Disclosure about the Government of Pakistan policies related to company's business/sector in Directors' Report and their impact on the company business and performance.	
5.24	How the organization's implemented governance practices have been exceeding legal requirements.	
<b>6</b>	<b>Analysis of the Financial Information</b>	
	<i>To what extent has the organisation achieved its strategic objectives for the period</i>	
6.01	Analysis of the financial and non-financial performance using both qualitative and quantitative indicators showing linkage between: (a) Past and current performance; (b) Performance against targets /budget; and (c) Objectives to assess stewardship of management. The analysis should cover significant deviations from previous year in operating results and the reasons for loss, if incurred and future prospects of profits.	
6.02	Analysis of financial ratios ( <b>Annexure I</b> ) (This includes marks of ratios for Shariah compliant companies and companies listed on Islamic indices)	
6.03	Vertical and horizontal analysis of Balance Sheet, Profit and Loss Account and summary of Cash Flow Statement for last 6 years.	
6.04	Graphical presentation of 6.02 and 6.03 above.	
6.05	Explanation of negative change in the performance against prior year including analysis of variation in results reported in interim reports with the final accounts, including comments on the results disclosed in 6.02 and 6.03 above.	
6.06	Any significant change in accounting policies, judgements, estimates and assumptions with rationale.	
6.07	Information about defaults in payment of any debts and reasons thereof period.	
6.08	Methods and assumptions used in compiling the indicators.	
6.09	Cash Flow Statement based on Direct Method (separate Cash Flow for specific funds e.g. Zakat).	
6.10	Segmental review and analysis of business performance including segment revenue, segment results, profit before tax, segment assets and liabilities.	
6.11	a) Share price sensitivity analysis using key variables (i.e. selling price, raw material cost, interest rate and currency) with the consequent impact on the company's earning. b) Composition of local versus imported material and sensitivity analysis in narrative form due to foreign currency fluctuations.	
6.12	Brief description and reasons: a) for not declaring dividend despite earning profits and future prospects of dividend. b) where any payment on account of taxes, duties, levies etc. is overdue or outstanding.	
6.13	CEO presentation video on the company's business performance of the year covering the company business strategy to improve and future outlook. (Please provide relevant webpage link of the video in the company's annual report).	

<b>7</b>	<b>Disclosures on IT Governance and Cybersecurity</b>	
	<i>How the Board evaluate the company's IT governance and cybersecurity risk and</i>	
7.01	The Board responsibility statement on the evaluation and enforcement of legal and regulatory implications of cyber risks and the responsibilities of the board in case of any breaches.	
7.02	Disclosure related to IT governance and cybersecurity programs, policies and procedures and industry specific requirements for cybersecurity and strategy in place.	
7.03	Disclosures about how cybersecurity fits into the board's risk oversight function and how the board is engaging with management on this issue.	
7.04	Disclosure that at least one board-level committee is charged with oversight of IT governance and cybersecurity matters and how the board administers its IT risk oversight function related to these risks.	
7.05	Disclosure about Company's controls and procedures about an "early warning system" that enables the company to identify, assess, address, make timely disclosures and timely communications to the board about cybersecurity risks and incidents.	
7.06	Disclosure of policy related to independent comprehensive security assessment of technology environment, including third party risks and when last such review was carried out.	
7.07	Disclosure about resilient contingency and disaster recovery plan in terms of dealing with a possible IT failure or cyber breach and details about company's cyber insurance.	
7.08	Disclosure of advancement in digital transformation on how the organization has leveraged 4.0 industrial revolution (RPA, Block Chain, AI, Cloud Computing etc.) to improve transparency, reporting and governance.	
7.09	Disclosure about education and training efforts of the Company to mitigate cybersecurity risks.	
	<b>Explanatory Note</b> <i>Companies are recommended to assess the risks related to the potential theft or compromise of their technology, data or intellectual property in connection with their operations, as well as how the recognition of these risks may impact their business, including their financial condition and results of operations, and any effects on their reputation, stock price and long-term value. Where these risks are material to investment and voting decisions, they should be disclosed, and we encourage companies to provide disclosure that allows investors to evaluate these risks through the eyes of management. Please note that disclosure about these risks should be specifically fit to a company's unique facts and circumstances. We trust that corporations should continue to consider this growing area of risk and evaluate its materiality on an ongoing basis.</i>  <i>Further, the Company should not make such detailed disclosures that could compromise its cybersecurity efforts – for example, by providing a "roadmap or product details" for those who seek to penetrate a company's security protections. However, companies should disclose IT governance and cybersecurity risks and incidents that are material to investors, including the associated financial, legal, or reputational consequences, if any.</i>	
<b>8</b>	<b>Future Outlook</b>	
	<i>Challenges and uncertainties that the organization is likely to encounter in pursuing its strategy, and what are the potential</i>	
8.01	Forward looking statement in narrative and quantitative form including projections or forecasts about known trends and uncertainties that could affect the company's resources, revenues and operations in the short, medium and long term.	
8.02	Explanation of the external environment including political, economic, social, technological, environmental and legal environment that is likely to be faced in the short, medium and long term and how it will affect the organization in terms of its business performance, strategic objectives and availability, quality and affordability of capitals.	
8.03	Explanation as to how the performance of the company meets the forward looking disclosures made in the previous year.	
8.04	Status of the projects in progress and were disclosed in the forward looking statement in the previous year.	
8.05	Sources of information and assumptions used for projections / forecasts in the forward looking statement and assistance taken by any external consultant.	
8.06	How the organization is currently equipped in responding to the critical challenges and uncertainties that are likely to arise.	

<b>9 Stakeholders Relationship and Engagement</b>	<i>State of key stakeholder relationships and how the organization has responded to key stakeholders' legitimate needs and interests</i>	
9.01	Stakeholders engagement policy of the company and how the company has identified its stakeholders.	
9.02	Stakeholders' engagement process and the frequency of such engagements during the year. Explanation on how these relationships are likely to affect the performance and value of the company, and how those relationships are managed. These engagements may be with: a) Institutional investors; b) Customers & suppliers; c) Banks and other lenders; d) Media; e) Regulators; f) Local committees and g) Analysts.	
9.03	Steps taken by the management to encourage the minority shareholders to attend the general meetings.	
9.04	Investors' Relations section on the corporate website.	
9.05	Issues raised in the last AGM, decisions taken and their implementation status.	
9.06	Statement of value added and its distribution with graphical presentation: a) Employees as remuneration; b) Government as taxes (separately direct and indirect); c) Shareholders as dividends; d) Providers of financial capital as financial charges; e) Society as donation; and f) Retained within the business.	
9.07	Steps board has taken to solicit and understand the views of stakeholders through corporate briefing sessions and disclosure of brief summary of Analyst briefing conducted during the year.	
9.08	Highlights about redressal of investors' complaints.	
<b>10 Business Model</b>	<i>Business model is a system of transforming inputs, through business activities, into outputs and outcomes that aims to fulfil the</i>	
10.01	10.01 Describe the business model including inputs, business activities, outputs and outcomes in accordance with the guidance as set out under section 4C of the International Integrated Reporting Framework (IR Framework).	
<b>11 Striving for Excellence in Corporate Reporting</b>		
11.01	Board's responsibility statement on full compliance of financial accounting and reporting standards as applicable in Pakistan (i.e. International Financial Reporting Standards (IFRSs) issued by the International Accounting Standards Board (IASB)).	
11.02	Adoption of IR Framework by fully applying the 'Fundamental Concepts', 'Content Elements' and 'Guiding Principles' in the IR Framework.	
11.03	BCR criteria cross referred with page numbers of the annual report. (details can be maintained by companies on the Investor Relation section of the company's website).	
11.04	Disclosures beyond BCR criteria (The participating organization to send the list of additional disclosures to BCR Committee).	
<b>12 Specific Disclosures of the Financial Statements</b>		
12.01	Specific disclosures of the financial statements required under the Companies Act, 2017 and IFRSs (Annexure II).	
12.02	Shariah compliant companies/ companies listed on the Islamic Index (Annexure III).	
<b>13 Assessment based on Qualitative Factors</b>		
13.01	Please refer (Annexure IV).	
<b>14 Industry Specific Disclosures (if applicable)</b>		
a)	Disclosures required for Banking Company (Annexure V).	
b)	Disclosures required for Insurance Company (Annexure VI).	
c)	Disclosures required for Exploration and Production (E&P) Company (Annexure VII).	

<b>Annexure II - Specific Disclosures (refer section 12 of the criteria)</b>		
<i>Specific Disclosures of the Financial Statements</i>		
1	Fair value of Property, Plant and Equipment.	
2	Reconciliation of weighted average number of shares for calculating EPS and diluted EPS.	
3	Particulars of significant/ material assets and immovable property including location and area of land.	
4	Key quantitative information (Number of persons employed as on the date of financial statements and average number of employees during the year, separately disclosing factory employees).	
5	Disclosure of product wise data mentioning, product revenue, profit etc.	
6	Capacity of an industrial unit, actual production and the reasons for shortfall.	
7	Disclosure of discounts on revenue.	
8	Sector wise analysis of deposits and advances.	
9	Complete set of financial statements (Balance sheet, Income statement & Cash flow) for Islamic banking operations.	
10	Status for adoption of Islamic Financial Accounting Standards (IFAS) issued by the ICAP.	
11	Summary of significant transactions and events that have affected the company's financial position and performance during the year.	
12	Forced sale value in case of revaluation of Property, Plant and Equipment or investment property.	
13	Distribution of shareholders (Number of shares as well as category, e.g. Promoter, Directors / Executives or close family member of Directors/Executives etc.).	
14	Particulars of major foreign shareholders, other than natural person, holding more than 5% of paid up capital in the company in Pattern of Shareholding.	
15	Particulars where company has given loans or advances or has made investments in foreign companies or undertakings.	
16	Accounts Receivable in respect of Export Sales - Name of company or undertaking in case of related party and in case of default brief description of any legal action taken against the defaulting parties.	
17	Treasury shares in respect of issued share capital of a company.	
18	In describing legal proceedings, under any court, agency or government authority, whether local or foreign, include name of the court, agency or authority in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis of the proceeding and the relief sought.	
19	Management assessment of sufficiency of tax provision made in the company's financial statements shall be stated along with comparisons of tax provision as per accounts vis a vis tax assessment for last three years.	
20	Income tax reconciliation as required by IFRS and applicable tax regime for the year.	
21	In respect of loans and advances, other than those to the suppliers of goods or services, the name of the borrower and terms of repayment if the loan or advance exceeds rupees one million, together with the collateral security, if any.	
22	Disclosure about Human Resource Accounting (includes the disclosure of process of identifying and measuring the cost incurred by the company to recruit, select, hire, train, develop, allocate, conserve, reward and utilize human assets).	
23	In financial statements issued after initial or secondary public offering(s) of securities or issuance of debt instrument(s) implementation of plans as disclosed in the prospectus/offering document with regards to utilization of proceeds raised till full implementation of such plans.	
24	Where any property or asset acquired with the funds of the company and is not held in the name of the company or is not in the possession and control of the company, this fact along with reasons for the property or asset not being in the name of or possession or control of the company shall be stated; and the description and value of the property or asset, the person in whose name and possession or control it is held shall be disclosed.	
25	Standards, amendments and interpretations adopted during the current year along with their impact on the company's financial statements.	
26	Standards, amendments and interpretations, not yet effective and not adopted along with their impact on the company's financial statements.	



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