



**HALLMARK
COMPANY LIMITED**



ANNUAL REPORT **2023**

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OUR VISION

Our vision is to be a state-of-the-art supplier of Information Technology (I.T.) I.T. enabled services and allied products in the local and International market and ambitions to be service-oriented and quality products Company, and explore other services for the customers, shareholders and employees.

To achieve this goal, we will be driven by an obsession even if we are better than make ourselves be the best not focusing on the destination but make a continuous onward journey.

Quality services means a sustained, dedicated and commitment to meet and exceed stakeholder expectations. As we will to go the "Mile & Miles" to delight our customers with services and products that exceed their expectations.

OUR MISSION

The Company's aims to become one of the leading I.T. related services and I.T products in the market for clients through commitment to providing products and services that best suits need of our customers. We will manage our affairs through modern technology, collective wisdom and institutionalized leadership and as result achieves zero defects in everything we do.

We aimed doing good business, with good clients with high integrity. We will not compromise on our principles and we would like to be known as a responsible corporate citizen, aware of our obligation to the Government, religion, and the society we serve at our best.

Company Information

Chairman (Non – Executive)

Syed Aamir Hussain

Independent Directors

Mr. Asad Mujtaba Naqvi
Mrs. Fabzia Ahsen

Non – Executive Directors

Mr. Jamal Nasir Khan
Syed Hashim Ali
Syed Imran Haider Jaffery

Chief Executive Officer & Director

Mr. Waseem Ahmad

Company Secretary

Mr. Muhammad Farhan Saeed

Chief Financial Officer

Mr. Subhan Ali Bhatti

Board Audit Committee

Mr. Asad Mujtaba Naqvi – Chairman
Syed Aamir Hussain – Member
Syed Hashim Ali – Member

Human Resource and Remuneration Committee

Mr. Asad Mujtaba Naqvi – Chairman
Mr. Waseem Ahmad – Member
Mrs. Fabzia Ahsen – Member

Legal Advisor

Bhagwan Das Advocate High Court

Registrar and Share Transfer Office

F.D. Registrar Services (PVT) Ltd 17th
Floor, Saima Trade Tower-A, I.I.
Chundrigar Road Karachi-74000.

External Auditors

S.M. Suhail & Co., Chartered Accountants

Registered Office

4th Floor, World Trade Center, 10-
Khayaban-e-Roomi, Clifton, Karachi
Pakistan

Phone: (+92-21) 38330000 | (+92-21)
38553750

Email: hallmark@corporate.super.net.pk

Website

www.hiclpk.com

Bank

Habib Metropolitan Bank Limited

Notice of Annual General Meeting

Notice is hereby given to the Members that the 44th Annual General Meeting of **Hallmark Company Limited** will be held on October 28, 2023 at 02:00 p.m. at **ZVMG Rangoonwala Community Centre** located at PB, Block 4 & 5, KDA Scheme No. 7, Dhoraji Colony, Karachi – 74800 to transact the following business:

ORDINARY BUSINESS:

MINUTES OF EXTRA ORDINARY GENERAL MEETING:

1. To read and confirm the minutes of the Extra Ordinary General Meeting held on September 27, 2023.

FINANCIAL STATEMENTS

2. To receive, consider and adopt the Audited Annual Financial Statements of the Company for the year ended June 30, 2023, together with the Reports of the Directors and Auditors thereon.

As required under Section 223 of the Companies Act 2017 and in terms of S.R.O No. 389(I)/2023 dated March 21, 2023, the Annual Report including Financial Statements of the Company has been transmitted to the Shareholders and uploaded on the website of the Company which can be viewed using the following link and QR enable code:

<https://hiclpk.com/annual-report/>



AUDITORS

3. To appoint statutory auditors of the Company for the year ending June 30, 2024 and fix their remuneration. The retiring Auditors, M/s S . M. Suhail & Co., Chartered Accountants, being eligible, have offered themselves for re-appointment at a fee to be mutually agreed and reimbursements of out-of-pocket expenses at actuals.

SPECIAL BUSINESS

TRANSMISSION OF ANNUAL REPORT INCLUDING NOTICE OF GENERAL MEETINGS

4. To approve, as and by way of an Ordinary Resolution, the transmission of the annual balance sheet, profit & loss account, auditors report, directors report (the "Audited Annual Financial Statements") and the notice of general meetings etc. to the Company's shareholders through email or QR enabled code and weblink as allowed by the Securities and Exchange Commission of Pakistan via S.R.O No. 389(I)/2023 dated March 21, 2023:

"RESOLVED THAT as notified by the Securities and Exchange Commission of Pakistan via S.R.O No.389(I)/2023 dated March 21, 2023 transmission of Audited Annual Financial Statements to the members through QR enabled code and weblink instead of transmitting the Audited Annual Financial Statements through CD/DVD/USB, be and is hereby ratified and approved for future."

ANY OTHER BUSINESS

5. To transact with the permission of the Chair any other business which may be transacted at an Annual General Meeting.

The Statement of Material Fact as required under section 134(3) of the Companies Act, 2017 is being provided along with the Notice of the Annual General Meeting being sent to the Shareholders.

By Order of the Board

Muhammad Farhan Saeed
Company Secretary

Karachi: October 06, 2023

Notes:

1. CLOSURE OF SHARE TRANSFER BOOKS

The Register of Members and the Share Transfer Books will be closed from October 22, 2023 to October 28, 2023 (both days inclusive). Transfers received in order at the office of the Company's Registrar namely **F.D. Registrar Services (Private) Limited**, located on, the 17th Floor, Trade Centre, I.I. Chundrigar Road, Karachi, by the close of business on October 21, 2023 will be considered in time to attend and vote at the meeting and for the entitlement of Dividend (if any).

2. ATTENDING AGM AND APPOINTMENT OF PROXY

A. A Member entitled to attend, speak and vote at the Annual General Meeting is entitled to appoint another member as his/her proxy to attend, speak and vote on his/her behalf.

B. An instrument appointing proxy and the power of attorney or other authority under which it is signed or a notarized certified copy of the power or authority must be deposited at the registered office of the Company at least 48 hours before the time of the meeting. Form of Proxy can be downloaded from Company's website: <https://hiclpk.com/announcements-and-forms/>

C. CDC Account Holders will further have to follow the under-mentioned guidelines as laid down in Circular 1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.

i) For Attending AGM

a) In case of individuals, the account holder or sub-account holder whose securities and their registration details are uploaded as per the Regulations, shall produce proof of his / her identity by showing their Computerized National Identity Card (CNIC) at the time of attending the meeting.

b) In case of a corporate entity, a Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.

ii) For Appointing Proxy

a) In case of individuals, the account holder or sub-account holder whose registration details are uploaded as per CDC regulations shall submit the Proxy Form as per the above requirement.

b) Attested copies of CNIC of the beneficial owners and the proxy shall be furnished with the Proxy Form. The proxy shall produce his original CNIC at the time of the meeting.

3. VIDEO CONFERENCE FACILITY

Video Conference Facility can be availed by members of the Company. In this regard, please submit to the registered office address of the Company, the following request 10 days before holding the Annual General Meeting.

"I/We, _____ of _____, being a member of Hallmark Company Limited, holder of _____ ordinary share(s) as per registered Folio / CDC Account No. _____ hereby opt for video conference facility at _____."

4. MANDATORY INFORMATION - (EMAIL, CNIC, IBAN AND ZAKAT DECLARATION)

A. In compliance with Section 119 of the Companies Act, 2017 and Regulation 19 Companies (General Provisions and Forms) Regulations, 2018 members are requested to immediately provide their mandatory information such as CNIC number, updated mailing address, email, contact mobile/telephone number and International Banking Account Number (IBAN) together with a copy of their CNIC to update our records and to avoid any non-compliance of the law. Otherwise, all dividends will be withheld in terms of Regulation 6 of the Companies (Distribution of Dividends) Regulations, 2017;

- For physical shares to M/s F.D. Registrar Services (Private) Limited
- For shares in CDS to CDC Investors A/c Services or respective participant

B. Members are requested to submit a declaration (CZ-50) as per Zakat & Ushr Ordinance 1980 for zakat exemption and advise a change in address if any.

5. E-DIVIDEND MANDATE

As per Section 242 of the Companies Act, 2017, in the case of a Public listed company, any dividend payable in cash shall only be remitted through electronic mode directly into the bank account designated by the entitled shareholders.

Therefore, through this notice, all shareholders are requested to update their bank account No. (IBAN) and details in the Central Depository System through respective participants. In case of physical shares, to provide bank account details to our Share Registrar, F.D. Registrar Services (Pvt.) Limited. Please ensure an early update of your particulars to avoid any inconvenience.

6. ELECTRONIC VOTING AND VOTING THROUGH POSTAL BALLOT ON SPECIAL BUSINESS

The members are hereby notified that pursuant to Section 143-145 of the Companies Act, 2017 and Companies (Postal Ballot) Regulations, 2018 amended through Notification dated December 05, 2022, issued by the Securities and Exchange Commission of Pakistan ("SECP"), wherein, SECP has directed all the listed companies to provide the right to vote through electronic voting facility and voting by post to the members on all businesses classified as special business.

Accordingly, members of Hallmark Company Limited (the "Company") will be allowed to exercise their right to vote through electronic voting facility or voting by post for the special business in its forthcoming 44th Annual General Meeting to be held on Saturday October 28, 2023 at 02:00 p.m., in accordance with the requirements and subject to the conditions contained in the aforesaid Regulations.

For the convenience of the Members, the ballot paper is annexed to this notice and the same is also available on the Company's website at <https://hiclpk.com/announcements-and-forms/> for download.

Procedure for E – Voting:

a) Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business on October 21, 2023.

- b) The web address, login details, will be communicated to members via email. The security codes will be communicated to members through SMS from web portal through the e-voting service provider.
- c) Identity of the Members intending to cast vote through e-Voting shall be authenticated through electronic signature or authentication for login.
- d) E-Voting lines will start from October 25, 2023 at 09:00 a.m. and shall close on October 27, 2023 at 5:00 p.m. Members can cast their votes any time in this period. Once the vote on a resolution is cast by a Member, he / she shall not be allowed to change it subsequently.

Procedure for Voting Through Postal Ballot:

- a) The members shall ensure that duly filled and signed ballot paper along with copy of Computerized National Identity Card (CNIC) should reach the Company Secretary through post on the Company's registered address 4th Floor, Tower B, World Trade Center, Khayaban-e-Roomi, Block-5, Clifton, Karachi South, Sindh 75600 or email at hallmark@corporate.super.net.pk one day before the 44th Annual General Meeting on October 27, 2023, during working hours. The signature on the ballot paper shall match with the signature on CNIC.

STATEMENT OF MATERIAL FACTS UNDER SECTION 134 (3) OF THE COMPANIES ACT, 2017

This statement is being furnished in terms of the requirement under Section 134 (3) of the Companies Act, 2017, setting out material facts concerning the Special Business to be transacted at the 44TH Annual General Meeting of Hallmark Company Limited ("Company") which will be held on Saturday, October 28, 2023 at 11 AM.

Material Facts pertaining to Item: Special Business Agenda Item 4 – Transmission of Annual Report Including Notice of General Meetings

The Securities and Exchange Commission of Pakistan has allowed listed Companies, through its S.R.O No.389(I)/2023 dated March 21, 2023 to circulate the Audited Annual Financial Statements to their Members through QR-enabled code and weblink instead of transmitting the Audited Annual Financial Statements through CD/DVD/USB. The Company shall circulate Audited Annual Financial Statements through email address in case it has been provided by the member to the Company, and upon demand, supply hard copies of the Audited Annual Financial Statements to the shareholders free of cost.

None of the Directors of the Company have any direct or indirect interest in this special business



POSTAL BALLOT PAPER

or voting through post for the Special Business at the 44th Annual General Meeting to be held on Saturday, October 28, 2023 at 02:00 p.m. at **ZVMG Rangoonwala Community** Centre located at PB, Block 4 & 5, KDA Scheme No. 7, Dhoraji Colony, Karachi – 74800
Phone: +92-21-38553750 **Email Address:** hallmark@corporate.super.net.pk **Website:** www.hiclpk.com

Folio / CDS Account Number	
Name of Shareholder / Proxy Holder	
Registered Address	
Number of shares Held	
CNIC/Passport No. (in case of foreigner) (copy to be attached)	
Additional information and enclosures (in case of representative of body corporate, corporation, and federal Government)	
Name of Authorized Signatory	
CNIC/Passport No. (in case of foreigner) of Authorized Signatory (copy to be attached)	

Resolution on Agenda Item No. 04: Transmission of Annual Report including Notice of General Meetings

To approve, as and by way of an Ordinary Resolution, the transmission of the annual balance sheet, profit & loss account, auditors report, directors report (the "Audited Annual Financial Statements") and the notice of general meetings etc. to the Company's shareholders through email or QR enabled code and weblink as allowed by the Securities and Exchange Commission of Pakistan via S.R.O No. 389(I)/2023 dated March 21, 2023:

"RESOLVED THAT as notified by the Securities and Exchange Commission of Pakistan via S.R.O No.389(I)/2023 dated March 21, 2023 transmission of Audited Annual Financial Statements to the members through QR enabled code and weblink instead of transmitting the Audited Annual Financial Statements through CD/DVD/USB, be and is hereby ratified and approved for future."

Instructions For Poll

1. Please indicate your vote by ticking (√) the relevant box.

2. In case if both the boxes are marked as (√), you poll shall be treated as **"Rejected"**.

I/we hereby exercise my/our vote in respect of the above resolution through ballot by conveying my/our assent or dissent to the resolution by placing tick (√) mark in the appropriate box below;

Resolution	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
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Resolution For Agenda Item No. 4

- Dully filled ballot paper should be sent to the Company Secretary of Hallmark Company Limited at 4th Floor, Tower B, World Trade Center, Khayaban-e-Roomi, Block-5, Clifton, Karachi South, Sindh 75600 or e-mail at **hallmark@corporate.super.net.pk**.
- Copy of CNIC/ Passport (in case of foreigner) should be enclosed with the postal ballot form.
- Ballot paper should reach the Chairman within business hours by or before **Friday, October 27, 2023**. Any postal Ballot received after this date, will not be considered for voting.
- Signature on ballot paper should match with signature on CNIC/ Passport. (In case of foreigner).
- Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written poll paper will be rejected.
- In case of a representative of a body corporate, corporation or Federal Government, the Ballot Paper Form must be accompanied by a copy of the CNIC of an authorized person, an attested copy of Board Resolution, / Power of Attorney, / Authorization Letter etc., in accordance with Section(s) 138 or 139 of the Companies Act, 2017 as applicable. In the case of foreign body corporate etc., all documents must be attested by the Counsel General of Pakistan having jurisdiction over the member.
- Ballot Paper form has also been placed on the website of the Company at: **www.hiclpk.com**. Members may download the Ballot paper from the website or use an original/photocopy published in newspapers.

Date _____

Shareholder / Proxy holder Signature/Authorized Signatory

(In case of corporate entity, please affix company stamp)

Chairman's Review

It gives me immense pleasure to present this report to the members of **Hallmark Company Limited** (the Company) pertaining to the overall performance of the Board and the effectiveness of its role in attaining the overall objectives of the Company.

Significant aspects of the performance of the Company have been shared with our valued shareholders, during the course of the financial year 2022-23. The Management of the Company is encouraged by the future prospects due to diversification to IT-related sectors and expects to continue to demonstrate satisfactory performance through its efforts and strategic directions provided by the Board.

Business Acquisition

During the last year, the Company received a notice of public announcement of intention from Supernet Infrastructure Solutions Private Limited (Acquirer), an offer, to acquire more than 50% shares and control of the Company, beyond the thresholds prescribed under Section 111 of the Securities Act, 2015, read with Regulation 2017. On completion of the diligence process, the acquirer has completed the requirements under the Listed Companies (Substantial Acquisition of Voting Shares & Takeovers) Regulations, 2017, and more than 50% of shares have transferred to them, in the succeeding year with effect from August 15, 2023.

Consequently, as a result of aforesaid acquisition the management of the Company has stepped down and new management has taken over. The new officials including the Chief Executive and Directors, Chief Financial Officer, have been engaged in place of the old officials of the Company.

Overview of Economy

The impact of political instability, worst-ever economic turbulence, continuous currency depreciation, growing inflation, and price uncertainty in international markets is badly damaging Pakistan's economy does not bode well for the Company. In an environment where expectations are rising by the day, it is more important that we maintained an unwavering commitment to governance and quality throughout our Company. The management is exploring methods to meet and surpass our stakeholders' expectations while improving the quality of our efforts.

Industry Review and Outlook

Pakistan's digital growth is evolving at a rapid rate. IT is one of Pakistan's fastest-growing industries, accounting for around 1% of the country's GDP (about 3.5 billion USD). It has increased more than double in the last four years, and analysts predict that it will increase more than double again in the next two to four years, reaching \$7 billion. According to the State Bank of Pakistan, Pakistan's software exports are currently worth \$700 million (SBP). According to Pakistan Vision 2025 and Pakistan's Digital Policy 2018, the ICT industry is expected to be worth \$20 billion by 2025.

Business Performance

We're pleased to report PKR 1.8 million revenue from IT services, and our confident management anticipates their positive impact on sustainability and profitability. To fortify our expansion plans, we've significantly raised our authorized share capital to PKR 1.25 billion. This strategic move not only positions us to issue additional shares to our valued shareholders in the future but also enhances our liquidity, thereby supporting our business growth.

The financial year concluding on June 30, 2023, marked a period of substantial growth across various sectors. Notably, we've observed a burgeoning trend in digitalization, communications, connectivity, solar power generation, and e-commerce. As businesses increasingly shift towards digital and online systems, digital transactions have become the norm. Furthermore, the governments intensified focus on promoting the export of digital services, including software, BPO, and cybersecurity, is propelling our industry forward.

Diligence

The Company has a diverse and competent Board of Directors, which adheres to the Company's vision and mission with the ultimate goal of serving the interests of shareholders. The Board of Directors leads and guides the Company through strategic planning, focusing on minimizing risk and maximizing value. The Company has implemented a strong governance framework that supports effective and prudent management, which is instrumental in achieving long-term success. The Board of Directors has reviewed the Annual Report and financial statements, which are fair, balanced, and comprehensive.

Governance

The Board of Directors developed a Code of Conduct that specifies acceptable behavior and has been distributed throughout the Company, along with accompanying rules and procedures. Adequate controls and robust mechanisms are in place to guarantee an effective control environment and achieve compliance with the best corporate governance rules. The Board of Directors establishes high standards of honesty and integrity, which we believe are essential for the business's success.

Financial Management

The Company remains focused on excellent fund management to achieve the Company's objectives. Our financial management strives to enhance profits. Throughout the year, trade and other receivables were efficiently handled to achieve corporate objectives that generated value for shareholders. Throughout the year, management was heavily focused on cost-effectiveness and profit growth.

Internal Audit

The internal audit function is led by an independent internal audit department within the company. The internal audit function is responsible for assessing and enhancing the efficacy of the Company's risk management, control, and governance processes. A company-wide independent appraisal activity examines and evaluates financial and operational concerns. The internal audit's goal is to create operational efficiency, ensure profitability and the interests of the company, and establish and enforce internal control.

Acknowledgment

On behalf of the Board of Directors, I'd like to thank our stakeholders for their ongoing support and encouragement and to publicly express gratitude for the valuable services provided by the Company's workforce. I also recognize and appreciate our Chief Executive Officer and his team for their dedication and hard work.

A handwritten signature in black ink, consisting of several overlapping strokes, positioned above the printed name.

Syed Aamir Hussain
Chairman

Karachi
Date: October 05, 2023



چیمبر مین کا جائزہ

بورڈ کی مجموعی کارکردگی اور کمپنی کے مجموعی مقاصد کے حصول میں اس کے کردار کی تاثیر سے متعلق ہال مارک کمپنی لمیٹڈ (کمپنی) کے ممبران کے سامنے یہ رپورٹ پیش کرتے ہوئے مجھے بے حد خوشی ہو رہی ہے۔

مالی سال 2022-23 کے دوران کمپنی کی کارکردگی کے اہم پہلوؤں کو ہمارے قابل قدر شیئر ہولڈرز کے ساتھ شیئر کیا گیا ہے۔ آئی ٹی سے متعلقہ شعبوں میں تنوع کی وجہ سے کمپنی کی انتظامیہ مستقبل کے امکانات سے حوصلہ افزائی کرتی ہے اور بورڈ کی طرف سے فراہم کردہ اپنی کوششوں اور اسٹریٹجک ہدایات کے ذریعے تسلی بخش کارکردگی کا مظاہرہ کرنے کی توقع رکھتی ہے۔

کاروبار کا حصول

پچھلے سال کے دوران، کمپنی کو Supernet Infrastructure Solutions Private Limited (Acquirer) کی جانب سے عوامی اعلان کا نوٹس موصول ہوا، جو کہ کمپنی کے 50% سے زیادہ حصص اور کنٹرول حاصل کرنے کے لیے، سیکشن 111 کے تحت مقرر کردہ حد سے آگے سیکورٹیز ایکٹ، 2015، ریگولیشن 2017 کے ساتھ پڑھا گیا ہے۔ مستعدی کے عمل کی تکمیل پر، حصول کنندہ نے لیسٹڈ کمپنیز (ووٹنگ شیئرز اور ٹیک اور کا خاطر خواہ حصول) ریگولیشنز، 2017 کے تحت تقاضوں کو پورا کر لیا ہے، اور 50% سے زیادہ شیئرز کو منتقل کر دیا گیا ہے۔ انہیں اگلے سال میں 15 اگست 2023 سے لاگو کیا جائے گا۔

نتیجاً، مذکورہ حصول کے نتیجے میں کمپنی کی انتظامیہ مستعدی ہو گئی ہے اور نئی انتظامیہ نے اپنی ذمہ داریاں سنبھال لی ہیں۔ کمپنی کے پرانے عہدیداروں کی جگہ چیف ایگزیکٹو اور ڈائریکٹرز، چیف فنانشل آفیسر سمیت نئے عہدیداروں کو تعینات کیا گیا ہے۔

معیشت کا جائزہ

سیاسی عدم استحکام، بدترین معاشی بد حالی، کرنسی کی مسلسل گراوٹ، بڑھتی ہوئی مہنگائی، اور بین الاقوامی منڈیوں میں قیمتوں کی غیر یقینی صورتحال کے اثرات پاکستان کی معیشت کو بری طرح سے نقصان پہنچا رہے ہیں، کمپنی کے لیے اچھا نہیں ہے۔ ایک ایسے ماحول میں جہاں توقعات روز بروز بڑھتی جا رہی ہیں، یہ زیادہ اہم ہے کہ ہم اپنی پوری کمپنی میں گورننس اور معیار کے لیے ایک غیر متزلزل عزم کو برقرار رکھیں۔ انتظامیہ ہماری کوششوں کے معیار کو بہتر بناتے ہوئے ہمارے اسٹیک ہولڈرز کی توقعات پر پورا اترنے اور ان سے تجاوز کرنے کے طریقے تلاش کر رہی ہے۔

انڈسٹری کا جائزہ اور آؤٹ لک

پاکستان کی ڈیجیٹل ترقی تیزی سے ترقی کر رہی ہے۔ IT پاکستان کی سب سے تیزی سے ترقی کرنے والی صنعتوں میں سے ایک ہے، جو ملک کی GDP کا تقریباً 1% (تقریباً 3.5 بلین USD) ہے۔ پچھلے چار سالوں میں اس میں دو گنا سے زیادہ اضافہ ہوا ہے، اور تجزیہ کاروں نے پیش گوئی کی ہے کہ اگلے دو سے چار سالوں میں اس میں دو گنا سے زیادہ اضافہ ہو جائے گا، جو 7 بلین ڈالر تک پہنچ جائے گا۔ اسٹیٹ بینک آف پاکستان کے مطابق، پاکستان کی سافٹ ویئر کی برآمدات اس وقت 700 ملین ڈالر (SBP) کی ہیں۔ پاکستان ویشن 2025 اور پاکستان کی ڈیجیٹل پالیسی 2018 کے مطابق 2025 تک آئی سی ٹی انڈسٹری کی مالیت 20 بلین ڈالر ہونے کی توقع



ہے۔

کاروبار کی کارکردگی

ہمیں IT سروسز سے 1.8PKR ملین ریونیو کی اطلاع دیتے ہوئے خوشی ہو رہی ہے، اور ہماری پراعتماد انتظامیہ پائیداری اور منافع پر ان کے مثبت اثرات کی توقع کرتی ہے۔ اپنے توسیعی منصوبوں کو مضبوط بنانے کے لیے، ہم نے اپنے مجاز حصص کیپٹل کو PKR 1.25 بلین تک نمایاں طور پر بڑھا دیا ہے۔ یہ اسٹریٹجک اقدام نہ صرف ہمیں مستقبل میں اپنے قابل قدر شیئر ہولڈرز کو اضافی حصص جاری کرنے کی پوزیشن میں رکھتا ہے بلکہ ہماری لیکویڈیٹی کو بھی بڑھاتا ہے، اس طرح ہمارے کاروبار کی ترقی میں مدد ملتی ہے۔

30 جون 2023 کو ختم ہونے والے مالی سال نے مختلف شعبوں میں خاطر خواہ ترقی کی مدت کو نشان زد کیا۔ خاص طور پر، ہم نے ڈیجیٹلائزیشن، مواصلات، رابطے، سٹمسی توانائی کی پیداوار، اور ای کامرس میں بڑھتے ہوئے رجحان کا مشاہدہ کیا ہے۔ جیسے جیسے کاروبار تیزی سے ڈیجیٹل اور آن لائن سسٹمز کی طرف بڑھ رہے ہیں، ڈیجیٹل لین دین معمول بن گیا ہے۔ مزید برآں، حکومتوں نے ڈیجیٹل سروسز، بشمول سافٹ ویئر، بی پی او، اور سائبر سیکیورٹی کی برآمدات کو فروغ دینے پر توجہ مرکوز کی ہے، جو ہماری صنعت کو آگے بڑھا رہی ہے۔

مستعدی

کمپنی کے پاس ایک متنوع اور قابل بورڈ آف ڈائریکٹرز ہے، جو حصص یافتگان کے مفادات کی تکمیل کے حتمی مقصد کے ساتھ کمپنی کے وژن اور مشن کی پاسداری کرتا ہے۔ بورڈ آف ڈائریکٹرز سٹریٹجک منصوبہ بندی کے ذریعے کمپنی کی رہنمائی اور رہنمائی کرتا ہے، خطرے کو کم کرنے اور زیادہ سے زیادہ قیمت پر توجہ مرکوز کرتا ہے۔ کمپنی نے ایک مضبوط گورننس فریم ورک نافذ کیا ہے جو موثر اور ہوشیار انتظام کی حمایت کرتا ہے، جو طویل مدتی کامیابی حاصل کرنے میں اہم کردار ادا کرتا ہے۔ بورڈ آف ڈائریکٹرز نے سالانہ رپورٹ اور مالیاتی گوشواروں کا جائزہ لیا ہے، جو منصفانہ، متوازن اور جامع ہیں۔

گورننس

بورڈ آف ڈائریکٹرز نے ایک ضابطہ اخلاق تیار کیا ہے جو قابل قبول رویے کی وضاحت کرتا ہے اور اس کے ساتھ ساتھ قواعد و ضوابط کے ساتھ پوری کمپنی میں تقسیم کیا گیا ہے۔ مؤثر کنٹرول ماحول کی ضمانت اور کارپوریٹ گورننس کے بہترین قوانین کی تعمیل حاصل کرنے کے لیے مناسب کنٹرول اور مضبوط میکانزم موجود ہیں۔ بورڈ آف ڈائریکٹرز ایمانداری اور دیانتداری کے اعلیٰ معیارات قائم کرتا ہے، جو ہمارے خیال میں کاروبار کی کامیابی کے لیے ضروری ہیں۔

مالی انتظام

کمپنی کے مقاصد کو حاصل کرنے کے لیے کمپنی بہترین فنڈ مینجمنٹ پر مرکوز ہے۔ ہمارا مالیاتی انتظام منافع کو بڑھانے کی کوشش کرتا ہے۔ پورے سال کے دوران، کارپوریٹ مقاصد کو حاصل کرنے کے لیے تجارت اور دیگر قابل وصول چیزوں کو مؤثر طریقے سے سنبھالا گیا جس سے شیئر ہولڈرز کے لیے قدر پیدا ہوئی۔ پورے سال کے دوران، انتظامیہ نے لاگت کی تاثیر اور منافع میں اضافے پر بہت زیادہ توجہ



HALLMARK
COMPANY LIMITED

مرکز رکھی۔

اندرونی آڈٹ

اندرونی آڈٹ فنکشن کی قیادت کمپنی کے اندر ایک آزاد اندرونی آڈٹ ڈیپارٹمنٹ کرتا ہے۔ اندرونی آڈٹ فنکشن کمپنی کے رسک مینجمنٹ، کنٹرول اور گورننس کے عمل کی افادیت کا اندازہ لگانے اور بڑھانے کے لیے ذمہ دار ہے۔ ایک کمپنی کی وسیع آزاد تشخیصی سرگرمی مالی اور آپریشنل خدشات کی جانچ اور جائزہ لیتی ہے۔ اندرونی آڈٹ کا مقصد آپریشنل کارکردگی پیدا کرنا، منافع اور کمپنی کے مفادات کو یقینی بنانا اور اندرونی کنٹرول قائم کرنا اور نافذ کرنا ہے۔

اعتراف

بورڈ آف ڈائریکٹرز کی جانب سے، میں اپنے اسٹیک ہولڈرز کا ان کی مسلسل حمایت اور حوصلہ افزائی کے لیے شکریہ ادا کرنا چاہتا ہوں اور عوامی طور پر کمپنی کی افرادی قوت کی جانب سے فراہم کردہ قیمتی خدمات کے لیے اظہار تشکر کرنا چاہتا ہوں۔ میں اپنے چیف ایگزیکٹو آفیسر اور ان کی ٹیم کو ان کی لگن اور محنت کے لیے بھی پہچانتا ہوں اور ان کی تعریف کرتا ہوں۔

سید عامر حسین

چیئرمین

کراچی

تاریخ: 05 اکتوبر 2023

Directors Report

The Board of Directors of Hallmark Company Limited are pleased to present the Financial Statements and review of your Company's performance for the year ended 30 June 2023.

Intimation of Change of Management and Substantial Shareholders

The acquisition of shares constituting 62.84% of the issued paid up share capital by Supernet Infrastructure Solutions Private Limited (a wholly owned subsidiary of Supernet Limited) was successfully concluded, resulting in the change of management and Board Members as of 15 August 2023.

Company's Performance

We are pleased to inform you that the management is able to generate a small revenue of PKR 1.8 million from rendering of IT enabled services. The Board and the new management are quite confident that the IT services will bring a new wave in the sustainability and profitability of the Company.

The new management will continue and improve the business ventures and is striving hard to achieve the same. Subsequent to the year end, the Company has successfully increased its authorized share capital from PKR. 10 million to PKR. 1.25 billion so as to allow for any further issue of shares to the shareholders of the Company in the future by way of one or more rights issue offerings for raising the capital to achieve business expansion.

There has been considerable growth in the area of communications, connectivity, digitalization, solar power generation and e-commerce in the Financial Year ended 30 June 2023. There is more dependency on digital transactions as businesses are evolving towards digital and online systems.

Government has increased its focus on exports of digital services including software, BPO and cybersecurity. Cybersecurity Regulations are being enacted in different sectors of market. e.g. NEPRA has issued Regulations for Power Sector Cybersecurity.

A summary of Financial Performance is as follows:

Financial Performance

	For year Ended 30 June 2023 In PKR. (Pak Rupees)	For year Ended 30 June 2022 In PKR. (Pak Rupees)
Revenue	1,806,250	5,930,000
Gross profit	1,268,955	4,324,030
Operating	(2,856,008)	(3,367,804)
(Loss) After Taxation	(2,839,871)	(3,491,934)
(Loss) Per Share	(5.68)	(6.98)

The gross profit of the Company declined on a consolidated basis from PKR. 4.3 Million to 1.3 Million in the current financial year which is attributable to decrease in the revenue. The Company has reported a loss after taxation of PKR. (2.8) million as against a loss of PKR. (3.5) million during the corresponding financial period. The earning per share stood at PKR. (5.68) compared to a profit per share of PKR. (6.98) in preceding twelve months.

Despite of commencement of new business and inconsistent profits, the Directors, Chief Executive Officer of the Company are still not receiving any remuneration from the Company with their consent allowing the Company to save significant costs.

Future Outlook - Challenges and Way Forward

Looking ahead, our future outlook is filled with promise and determination. The Company has successfully changed its name from “Hallmark Company Limited” to “Supernet Technologies Limited” to reflect its association with the Supernet Group (a leading Company in the Technology and Communication Sector). Our budget for the succeeding year is focused on increasing the working capital of the Company through the injection of further equity thereby achieving increased growth.

Globally, the dependency on the digital technologies has increased and the need for reliable and uninterrupted power sources has never been more critical. Thus, the Company is gearing-up to provide alternative power solutions.

We believe that by focusing on alternate energy solutions , we not only contribute to a greener future but also ensure the continuous operation of essential cyber security and digital systems, reinforcing our position as a forward-thinking leader in the Technology sector.

Listed Companies (Code of Corporate Governance) Regulations, 2019

The Code of Corporate Governance has envisaged a number of significant changes to establish business and ethical norms both locally and internationally, the company is in the process to take concrete steps for compliance with the Code.

Risk Management

The Company believes that risk management is an essential part of any organization to foresee, comprehend analyze and take appropriate measures to mitigate any potential risk. The Company has established a policy to foresee any such happening, with sound practice in place.

Impact of Business on Environment

The Company is in the business of providing technology services, and does not have any toxic or hazardous waste at its disposal. However, environmentally, we as a Company, lay emphasis on reduced consumption of resources, with maximum output to all employees.

Corporate and Social Responsibility

During the year under review the Company did not undertake any social responsibility activity.

Transfer Pricing

The Company has fully complied with the best practices on transfer pricing as contained in the Listing Regulations of the Pakistan Stock Exchange.

Directors Declaration on Corporate and Financial Reporting Framework

The Directors confirm compliance with the corporate and financial reporting framework of the Code of Corporate Governance for the following:

- i. The financial statements prepared by the management of Hallmark Company Limited presents fairly its state of affairs, the result of its operations, cash flows and changes in equity.
- ii. Proper books of accounts of Hallmark Company Limited have been maintained.
- iii. Appropriate accounting policies have been consistently applied in preparation of the financial statements and accounting estimates are based on reasonable and prudent judgment.
- iv. International Accounting Standards, as applicable in Pakistan, have been followed in preparation of financial statements.
- v. The system of internal control is sound in design and has been effectively implemented and monitored.
- vi. There is no doubt at all upon Hallmark Company's ability to continue as a going concern.
- vii. There has been no material departure from the best practices of the Code of Corporate Governance as detailed in the Listing Regulations.

Other Information

- i. Key operating and financial data for the last six years in summarized form is given.
- ii. There are no statutory payments on account of taxes, duties, levies and charges, which are outstanding and have not been disclosed in the Financial Statements.

Board of Directors Meetings

During the year under review, four (4) Board of Directors meeting was held and attended in person / online by each director as follows:

Name of Directors	No. of meetings attended
Ms. Wanda Dolores Fajardo (Resigned on Aug 15, 2023)	3
Mr. Jawad Rauf (Resigned on Aug 15, 2023)	4
Mr. Muhammad Ashfaq (Resigned on Aug 15, 2023)	3
Mr. Irtaza Zafar Sheikh (Resigned on Aug 15, 2023)	4
Mr. Owais Ali Khan (Resigned on Aug 15, 2023)	3
Mr. Kamran Ahmed (Resigned on Aug 15, 2023)	3
Ms. Medina Zafar Sheikh (Resigned on Aug 15, 2023)	3

Leave of absence was granted to the members not attending the Board Meeting.

Board of Audit Committee Meetings

During the year, four (04) Boards Audit Committee meetings were held and attended in person / online by the Members as follows:

Name of Directors	Designation	No. of meetings attended
Mr. Muhammad Ashfaq (Resigned on Aug 15, 2023)	Chairman	3
Mr. Jawad Rauf (Resigned on Aug 15, 2023)	Member	4
Ms. Wanda Dolores Fajardo (Resigned on Aug 15, 2023)	Member	3

Leave of absence was granted to the members not attending the Board Audit Committee Meeting.

HR and Remuneration Committee Meeting

During the year, one (1) Boards HR and Remuneration Committee meeting was held and attended in person / online as follows:

Name of Directors	Designation	No. of meetings attended
Ms. Wanda Dolores Fajardo (Resigned)	Chairman	1
Mr. Jawad Rauf (Resigned)	Member	1
Ms. Medina Zafar Sheikh (Resigned)	Member	1

Auditors

The present auditors, S. M. Suhail Chartered Accountants, retire and being eligible, offer themselves for re-appointment.

Dividends

As the Company was not able to earn any profit during the year, and it needs funds for future growth, thus the situation does not presently permit, to consider payment of dividends. Therefore, no dividend is being recommended by the Board for the year under review.

Pattern of Shareholding

The pattern of shareholding as on 30 June 2022 is annexed to this report.

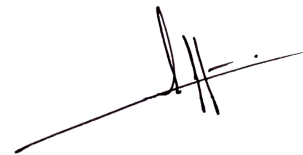
Acknowledgement

We feel that we are at an exciting juncture of our growth and are confident that concerted efforts by all stakeholders will yield positive results in months to come. We would, at this point-in-time, like to thank our shareholders for their support, our customers for their trust, and our management team and employees at all levels for their steadfast loyalty, professionalism and service.

On behalf of the Board



Waseem Ahmad
Chief Executive Officer / Director



Syed Aamir Hussain
Chairman / Director

Karachi

Date: October 05, 2023

ہال مارک کمپنی لمیٹڈ کے بورڈ آف ڈائریکٹرز کو 30 جون 2023 کو ختم ہونے والے سال کے لیے مالیاتی گوشواروں اور آپ کی کمپنی کی کارکردگی کا جائزہ پیش کرنے پر خوشی ہے۔

میںجمنٹ اور کافی شیئر ہولڈرز کی تبدیلی کی اطلاع

سپرنیٹ انفراسٹرکچر سولوشنز پرائیویٹ لمیٹڈ (سپرنیٹ لمیٹڈ کی مکمل ملکیتی ذیلی کمپنی) کے ذریعہ جاری کردہ ادا شدہ شیئر کیپٹل کا 62.84% حصہ پر مشتمل شیئر کا حصول کامیابی کے ساتھ مکمل کیا گیا، جس کے نتیجے میں 15 اگست 2023 تک انتظامیہ اور بورڈ ممبران کی تبدیلی ہوئی۔

کمپنی کی کارکردگی

ہمیں آپ کو یہ بتاتے ہوئے خوشی ہو رہی ہے کہ انتظامیہ آئی ٹی سے چلنے والی خدمات کی فراہمی سے 1.8PKR ملین کی معمولی آمدنی حاصل کرنے کے قابل ہے۔ بورڈ اور نئی انتظامیہ کو پورا یقین ہے کہ آئی ٹی خدمات کمپنی کی پائیداری اور منافع میں ایک نئی لہر لائے گی۔

نئی انتظامیہ جاری رکھے گی اور کاروباری منصوبوں کو بہتر بنائے گی اور اسے حاصل کرنے کے لیے بھرپور کوشش کر رہی ہے۔ سال کے اختتام کے بعد، کمپنی نے PKR سے اپنے مجاز حصص کیپٹل میں کامیابی کے ساتھ اضافہ کیا ہے۔ 10 ملین سے 1.25 PKR بلین روپے مستقبل میں کمپنی کے شیئر ہولڈرز کو ایک یا زیادہ رائٹس ایٹو کی پیشکش کے ذریعے شیئر کے مزید اجراء کی اجازت دی جاسکے تاکہ کاروبار میں توسیع حاصل کرنے کے لیے سرمایہ اکٹھا کیا جاسکے۔

30 جون 2023 کو ختم ہونے والے مالی سال میں کمیونیکیشن، کنیکٹیویٹی، ڈیجیٹلائزیشن، سولر پاور جنریشن اور ای کامرس کے شعبے میں کافی ترقی ہوئی ہے۔ ڈیجیٹل لین دین پر زیادہ انحصار ہے کیونکہ کاروبار ڈیجیٹل اور آن لائن سسٹمز کی طرف بڑھ رہے ہیں۔ حکومت نے ڈیجیٹل خدمات بشمول سافٹ ویئر، بی پی او اور سائبر سیکیورٹی کی برآمدات پر اپنی توجہ بڑھادی ہے۔ مارکیٹ کے مختلف شعبوں میں سائبر سیکیورٹی کے ضوابط نافذ کیے جا رہے ہیں۔ جیسے نپرانے پاور سیکٹورس سائبر سیکیورٹی کے لیے ریگولیشنز جاری کر دیے ہیں۔

مالیاتی کارکردگی کا خلاصہ حسب ذیل ہے:

مالیاتی کارکردگی

30 جون 2022 کو ختم ہونے والے سال کے لیے (پاکستانی روپے)	30 جون 2023 کو ختم ہونے والے سال کے لیے (پاکستانی روپے)	
5,930,000	1,806,250	آمدنی
4,324,030	1,268,955	مجموعی منافع



(3,367,804)	(2,856,008)	آپریٹنگ
(3,491,934)	(2,839,871)	(نقصان) ٹیکس کے بعد
(6.98)	(5.68)	(نقصان) فی شیئر

کمپنی کا مجموعی منافع موجودہ مالی سال میں مجموعی طور پر 4.3PKR ملین سے کم ہو کر 1.3 ملین ہو گیا جس کی وجہ آمدنی میں کمی ہے۔ کمپنی نے اسی مالیاتی مدت کے دوران 3.5PKR (3.5) ملین کے نقصان کے مقابلے میں 2.8PKR (2.8) ملین کے ٹیکس کے بعد نقصان کی اطلاع دی ہے۔ پچھلے بارہ مہینوں میں فی شیئر منافع 6.98PKR کے مقابلے میں فی شیئر کمائی 5.68PKR رہی۔

نئے کاروبار کے آغاز اور متضاد منافع کے باوجود، کمپنی کے ڈائریکٹرز، چیف ایگزیکٹو آفیسر اب بھی کمپنی سے کوئی معاوضہ وصول نہیں کر رہے ہیں جس کی وجہ سے کمپنی کو اہم اخراجات بچانے کی اجازت ہے۔

مستقبل کا آؤٹ لک۔ چیلنجز اور آگے کا راستہ

آگے دیکھتے ہوئے، ہمارا مستقبل کا نقطہ نظر وعدے اور عزم سے بھرا ہوا ہے۔ کمپنی نے سپرنیٹ گروپ (ٹیکنالوجی اور کمیونیکیشن سیکٹر میں ایک معروف کمپنی) کے ساتھ اپنی وابستگی کی عکاسی کرنے کے لیے کامیابی کے ساتھ اپنا نام "ہال مارک کمپنی لمیٹڈ" سے تبدیل کر کے "سپرنیٹ ٹیکنالوجیز لمیٹڈ" کر دیا ہے۔ آنے والے سال کے لیے ہمارا بجٹ مزید ایکویٹی کے انجکشن کے ذریعے کمپنی کے ورکنگ کپٹل کو بڑھانے پر مرکوز ہے جس سے بڑھتی ہوئی نمو حاصل ہوتی ہے۔

عالمی سطح پر، ڈیجیٹل ٹیکنالوجیز پر انحصار میں اضافہ ہوا ہے اور قابل اعتماد اور بلا تعطل بجلی کے ذرائع کی ضرورت اس سے زیادہ اہم نہیں رہی۔ اس طرح، کمپنی بجلی کے متبادل حل فراہم کرنے کی تیاری کر رہی ہے۔

ہم سمجھتے ہیں کہ متبادل توانائی کے حل پر توجہ مرکوز کر کے، ہم نہ صرف ایک سرسبز مستقبل میں اپنا حصہ ڈالتے ہیں بلکہ ضروری سائبر سیکیورٹی اور ڈیجیٹل سسٹمز کے مسلسل آپریشن کو بھی یقینی بناتے ہیں، جس سے ٹیکنالوجی کے شعبے میں آگے کی سوچ رکھنے والے رہنما کے طور پر ہماری پوزیشن کو تقویت ملتی ہے۔

لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019

کوڈ آف کارپوریٹ گورننس نے مقامی اور بین الاقوامی سطح پر کاروبار اور اخلاقی اصولوں کو قائم کرنے کے لیے متعدد اہم تبدیلیوں کا تصور کیا ہے، کمپنی ضابطہ کی تعمیل کے لیے ٹھوس اقدامات کرنے کے عمل میں ہے۔

رسک مینجمنٹ

کمپنی کا خیال ہے کہ خطرے کا انتظام کسی بھی تنظیم کا ایک لازمی حصہ ہے جس کا اندازہ لگانا، تجزیہ کرنا اور کسی بھی ممکنہ خطرے کو کم کرنے کے لیے مناسب اقدامات کرنا ہے۔ کمپنی نے اس طرح کے کسی بھی واقعے کی پیشین گوئی کرنے کے لیے ایک پالیسی قائم کی ہے، جس میں صحیح مشق موجود ہے۔



ماحولیات پر کاروبار کا اثر

کمپنی ٹیکنالوجی کی خدمات فراہم کرنے کے کاروبار میں ہے، اور اس کے پاس کوئی زہریلا یا خطرناک فضلہ نہیں ہے۔ تاہم، ماحولیاتی طور پر، ہم ایک کمپنی کے طور پر، تمام ملازمین کو زیادہ سے زیادہ پیداوار کے ساتھ وسائل کی کم کھپت پر زور دیتے ہیں۔

کارپوریٹ اور سماجی ذمہ داری

زیر نظر سال کے دوران کمپنی نے سماجی ذمہ داری کی کوئی سرگرمی نہیں کی۔

منتقلی کی قیمت

کمپنی نے پاکستان اسٹاک ایکسچینج کے فہرست سازی کے ضوابط کے مطابق منتقلی کی قیمت کے بہترین طریقوں کی مکمل تعمیل کی ہے۔

کارپوریٹ اور مالیاتی رپورٹنگ فریم ورک پر ڈائریکٹرز کا اعلان

ڈائریکٹرز مندرجہ ذیل کے لیے کوڈ آف کارپوریٹ گورننس کے کارپوریٹ اور مالیاتی رپورٹنگ فریم ورک کی تعمیل کی تصدیق کرتے ہیں:

- (i) ہال مارک کمپنی لمیٹڈ کی انتظامیہ کی طرف سے تیار کردہ مالیاتی گوشواروں میں اس کی حالت، اس کے کاموں کے نتائج، نقد بہاؤ اور ایکویٹی میں تبدیلیاں کافی حد تک پیش کی جاتی ہیں۔
- (ii) ہال مارک کمپنی لمیٹڈ کے کھاتوں کی صحیح کتابیں رکھی گئی ہیں۔
- (iii) مالیاتی گوشواروں کی تیاری میں مناسب اکاؤنٹنگ پالیسیوں کا مسلسل اطلاق کیا گیا ہے اور اکاؤنٹنگ کے تخمینے معقول اور دانشمندانہ فیصلے پر مبنی ہیں۔
- (iv) مالیاتی گوشواروں کی تیاری میں بین الاقوامی اکاؤنٹنگ معیارات، جیسا کہ پاکستان میں لاگو ہوتا ہے، کی پیروی کی گئی ہے۔
- (v) اندرونی کنٹرول کا نظام ڈیزائن میں درست ہے اور اسے مؤثر طریقے سے لاگو کیا گیا ہے اور اس کی نگرانی کی گئی ہے۔
- (vi) اس میں کوئی شک نہیں ہے کہ ہال مارک کمپنی کی ایک جاری تشویش کے طور پر جاری رکھنے کی صلاحیت ہے۔
- (vii) کوڈ آف کارپوریٹ گورننس کے بہترین طریقوں سے کوئی مادی اخراج نہیں ہوا ہے جیسا کہ فہرست سازی کے ضوابط میں تفصیل سے بتایا گیا ہے۔

دیگر معلومات

- (i) گزشتہ چھ سالوں کا کلیدی آپریٹنگ اور مالیاتی ڈیٹا خلاصہ شکل میں دیا گیا ہے۔
- (ii) ٹیکسز، ڈیویڈنڈ، لیویز اور چارجز کی مد میں کوئی قانونی ادائیگیاں نہیں ہیں، جو بقایا ہیں اور مالیاتی گوشواروں میں ظاہر نہیں کیے گئے ہیں۔

بورڈ آف ڈائریکٹرز کے اجلاس

زیر نظر سال کے دوران، چار (4) بورڈ آف ڈائریکٹرز کے اجلاس منعقد ہوئے اور ہر ڈائریکٹر نے ذاتی طور پر/آن لائن شرکت

کی:-

میٹنگز کی تعداد	ڈائریکٹرز کے نام
3	محترمہ وانڈا ڈولورس فجر ڈو (15 اگست 2023 کو مستعفی ہوئی)
4	جناب جوادر وف (15 اگست 2023 کو مستعفی ہوئے)
3	جناب محمد اشفاق (15 اگست 2023 کو مستعفی ہو گئے)
4	جناب ارتضیٰ ظفر شیخ (15 اگست 2023 کو مستعفی ہوئے)
3	جناب اویس علی خان (15 اگست 2023 کو مستعفی ہو گئے)
3	جناب کامران احمد (15 اگست 2023 کو مستعفی ہو گئے)
3	محترمہ مدینہ ظفر شیخ (15 اگست 2023 کو مستعفی ہو گئیں)

بورڈ اجلاس میں شرکت نہ کرنے والے اراکین کو غیر حاضری کی چھٹی دے دی گئی۔

بورڈ آف آڈٹ کمیٹی کے اجلاس

سال کے دوران، چار (04) بورڈ آڈٹ کمیٹی کے اجلاس منعقد کیے گئے اور ممبران نے ذاتی طور پر / آن لائن شرکت کی:-

میٹنگز کی تعداد	عہدہ	ڈائریکٹرز کا نام
3	چیئر مین	جناب محمد اشفاق (15 اگست 2023 کو مستعفی ہو گئے)
4	ممبر	جناب جوادر وف (15 اگست 2023 کو مستعفی ہو گئے)
3	ممبر	محترمہ وانڈا ڈولورس فجر ڈو (15 اگست 2023 کو مستعفی ہو گئیں)

بورڈ آڈٹ کمیٹی کے اجلاس میں شرکت نہ کرنے والے اراکین کو غیر حاضری کی چھٹی دے دی گئی۔

HR اور معاوضہ کمیٹی کا اجلاس

سال کے دوران، ایک (1) بورڈ HR اور معاوضہ کمیٹی کا اجلاس منعقد ہوا اور اس میں ذاتی / آن لائن شرکت کی گئی:-

میٹنگز کی تعداد	عہدہ	ڈائریکٹرز کا نام
1	چیئر مین	محترمہ وانڈا ڈولورس فجر ڈو (مستعفی شدہ)
1	ممبر	جناب جوادر وف (مستعفی)
1	ممبر	محترمہ مدینہ ظفر شیخ (مستعفی شدہ)

آڈیٹرز

موجودہ آڈیٹرز، ایس ایم سہیل چارٹرڈ اکاؤنٹنٹس، ریٹائر ہونے اور اہل ہونے کے بعد، خود کو دوبارہ تقرری کے لیے پیش کرتے ہیں۔



HALLMARK
COMPANY LIMITED

منافع

چونکہ کمپنی سال کے دوران کوئی منافع کمانے کے قابل نہیں تھی، اور اسے مستقبل میں نمو کے لیے فنڈز کی ضرورت ہے، اس لیے فی الحال صورت حال اس بات کی اجازت نہیں دیتی کہ منافع کی ادائیگی پر غور کیا جائے۔ اس لیے بورڈ کی جانب سے زیر نظر سال کے لیے کسی منافع کی سفارش نہیں کی جا رہی ہے۔

شیئر ہولڈنگ کا نمونہ

30 جون 2022 تک شیئر ہولڈنگ کا پیٹرن اس رپورٹ کے ساتھ منسلک ہے۔

اعتراف

ہم محسوس کرتے ہیں کہ ہم اپنی ترقی کے ایک دلچسپ موڑ پر ہیں اور پر اعتماد ہیں کہ تمام اسٹیک ہولڈرز کی مشترکہ کوششوں کے آنے والے مہینوں میں مثبت نتائج برآمد ہوں گے۔ اس موقع پر ہم اپنے شیئر ہولڈرز کی حمایت کے لیے، اپنے صارفین کے اعتماد کے لیے، اور ہماری انتظامی ٹیم اور ملازمین کا ہر سطح پر ان کی ثابت قدمی، پیشہ ورانہ مہارت اور خدمات کے لیے شکریہ ادا کرنا چاہیں گے۔

سید عامر حسین

چیئر مین / ڈائریکٹر

بورڈ کی جانب سے

وسیم احمد

چیف ایگزیکٹو آفیسر / ڈائریکٹر

کراچی

تاریخ: 05 اکتوبر 2023

HALLMARK COMPANY LIMITED

KEY FINANCIAL DATA FOR LAST SIX YEARS						
	June, 2023	June, 2022	June, 2021	June, 2020	June, 2019	June, 2018
Total sales revenue	1,806,250	5,930,000	8,689,329	15,874,970	18,121,036	14,844,275
Cost of sales	(537,295)	(1,605,970)	(3,282,941)	(11,397,532)	(12,105,431)	(10,551,973)
Gross profit	1,268,955	4,324,030	5,406,388	4,477,438	6,015,605	4,292,302
Other income / (loss)	813,793	(77,389)	-	-	215,500	1,780,000
Administration & Selling expenses	(4,836,702)	(7,380,275)	(4,435,999)	(3,285,755)	(2,934,607)	(2,541,520)
Other expenses	(102,055)	(234,170)	(633,216)	(803,002)	(1,301,175)	(1,270,260)
Profit before taxation	(2,856,008)	(3,367,804)	337,173	388,681	1,995,323	2,260,521
Taxation - net	16,137	(124,130)	(97,780)	(5,848)	(680,873)	(131,975)
Profit after taxation	(2,839,871)	(3,491,934)	239,394	382,833	1,314,450	2,128,546
(Loss) / earning per share	(5.68)	(6.98)	0.48	0.77	2.63	4.26
Shareholders equity excluding loan	620,229	3,460,100	6,952,035	6,712,641	6,329,810	5,015,360
Non current assets	1,611,875	1,886,241	4,062,797	4,009,685	4,192,597	5,329,194
Cash and bank balances	93,867	175,931	952,751	221,477	587,269	280,954
Trade debts	-	4,485,000	4,204,925	1,578,052	1,296,906	1,003,564
Total debt - Financing	-	-	-	-	300,000	1,800,000
Creditor and other payable	1,008,150	3,017,137	758,974	549,938	1,219,179	1,358,387
Tax payable	77,363	59,300	130,340	238,125	359,177	15,980
Loan from a related Party	-	-	1,403,125	-	-	-
Total Assets at book value	1,705,742	6,547,172	9,244,473	7,500,704	8,274,018	8,223,491

HALLMARK COMPANY LIMITED

VERTICAL ANALYSIS						
	June, 2023	June, 2022	June, 2021	June, 2020	June, 2019	June, 2018
Balance Sheet%					
Furniture and fixture	31%	10%	11%	11%	11%	10%
Other non current assets	64%	19%	33%	42%	40%	55%
Current assets	6%	71%	56%	47%	49%	35%
Total assets	100%	100%	100%	100%	100%	100%
Non current liabilities	0%	0%	61%	0%	4%	2%
Current liabilities	100%	100%	39%	100%	96%	98%
Total Liabilities	100%	100%	100%	100%	100%	100%
Profit and Loss						
Sale of goods	100%	100%	100%	100%	100%	100%
Cost of sales	-30%	-27%	-38%	-72%	-67%	-71%
Gross profit	70%	73%	62%	28%	33%	29%
Administrative and selling expense	-268%	-124%	-51%	-24%	-16%	-17%
Operating profit	-198%	-52%	11%	4%	17%	12%
Other income	45%	-1%	0%	0%	1%	12%
Other expenses	-6%	-4%	-7%	-2%	-7%	-9%
Profit before taxation	-158%	-57%	4%	2%	11%	15%
Taxation	1%	-2%	-1%	0%	-4%	-1%
Profit after taxation	-157%	-59%	3%	2%	7%	14%

HALLMARK COMPANY LIMITED

HORIZONTAL ANALYSIS						
	June, 2023	June, 2022	June, 2021	June, 2020	June, 2019	June, 2018
Change from preceeding year..... %					
Balance Sheet						
Furniture and fixture	-18%	-39%	24%	-7%	16%	-10%
Other non current assets	-13%	-59%	-5%	-4%	-28%	173%
Current assets	-98%	-10%	48%	-14%	41%	5%
Total assets	-74%	-29%	23%	-9%	1%	56%
Non current liabilities	-100%	-99%	100%	-100%	95%	-39%
Current liabilities	-65%	246%	13%	-50%	15%	63%
Total Liabilities	-65%	35%	191%	-52%	17%	56%
Total Net assets	-82%	-50%	4%	1%	-3%	55%
Issued subscribed and paid up capital	0%	0%	0%	0%	0%	0%
Accumulated losses	184%	-179%	14%	29%	8558%	-101%
Director's equity contribution	0%	0%	0%	-100%	-83%	20%
Profit and Loss						
Sale of goods	-70%	-32%	-45%	-12%	22%	256%
Cost of sales	-67%	-51%	-71%	-6%	15%	312%
Gross profit	-71%	-20%	21%	-26%	40%	167%
Administrative and selling expense	-34%	66%	17%	29%	15%	464%
Operating profit	17%	-415%	40%	-78%	76%	51%
Other income	0%	0%	0%	-100%	-88%	53%
Other expenses	-56%	-63%	109%	-77%	2%	221%
Profit before taxation	-15%	-1099%	-13%	-81%	-12%	17%
Taxation	-113%	27%	1572%	-99%	416%	31%
Profit after taxation	-19%	-1559%	-37%	-71%	-38%	16%

STATEMENT OF COMPLIANCE WITH LISTED COMPANIES (CODE OF CORPORATE GOVERNANCE) REGULATIONS, 2019

HALLMARK COMPANY LIMITED FOR THE YEAR ENDED JUNE 30, 2023

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

1. The total numbers of directors are Seven (7) as per the following combination:

- a) Male: 05
- b) Female: 02

2. The composition of the Board is as follows:

Category	Names
Independent Directors	Mr. Jawad Rauf
	Mr. Muhammad Ashfaq
Non – Executive Directors	Ms. Wanda Dolores Fajardo
	Ms. Medina Zafar Sheikh
	Mr. Kamran Ahmed
	Mr. Owais Ali Khan
Executive Director	Mr. Irtaza Zafar Sheikh
Female Directors	Ms. Wanda Dolores Fajardo
	Ms. Medina Zafar Sheikh

Note: The Company has undergone through change of management wherein, all the Directors and Chief Executive Officer resigned and new Chief Executive and Board of Directors were appointed w.e.f **15 August 2023**.

- 3. The Directors have confirmed that none of them is serving as a Director on more than seven listed companies, including this company.
- 4. 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.
- 5. The board has developed vision and mission statements, overall corporate strategy, and significant policies of the Company. A complete record of particulars of significant policies along with the dates on which they were approved or amended has been maintained.

6. All the powers of the board have been duly exercised and decisions on relevant matters have been taken by the Board/ shareholders as empowered by the relevant provisions of the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2019.
7. The meetings of the Board were presided over by the Chairman and, in his absence, by a Director, elected by the Board for this purpose. The Board has complied with the requirements of the Companies Act, 2017, and Listed Companies (Code of Corporate Governance) Regulations, 2019 with respect to frequency, recording, and circulating minutes of the meeting of the Board.
8. The Board of Directors has a formal policy and transparent procedures for the remuneration of Directors in accordance with the Companies Act, 2017, and the Listed Companies (Code of Corporate Governance) Regulations, 2019.
9. During the period under review the Company was facing severe financial challenges and was not able to arrange Director's Training Program for any of its Directors. However, the Company has undergone through change of management and the new management will ensure compliance of the same.
10. The board has approved the appointment of the Company Secretary including their remuneration and terms and conditions of employment and complied with relevant requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 wherein Mr. Muhammad Farhan Saeed was appointed against the vacancy.
11. Chief Financial Officer and Chief Executive Officer duly endorsed the financial statements before approval of the Board;
12. The Board has formed committees comprising of members given below:

Board Audit Committee		
Name of Members	Category	Designation
Mr. Muhammad Ashfaq, FCA	Independent Director	Chairman / Member
Ms Wanda Dolores Fajardo	Non-Executive Director	Member

Human Resource & Remuneration Committee		
Name of Members	Category	Designation
Ms. Wanda Dolores Fajardo	Non-Executive Director	Chairman / Member
Ms. Medina Zafar Sheikh	Non-Executive Director	Member

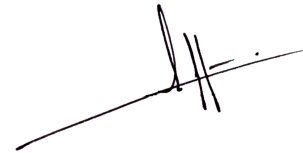
13. The terms of reference of the aforesaid committees have been formed, documented, and advised to the committee for compliance.
14. The frequency of quarterly meetings of the committee was as per following:

Audit Committee	Quarterly
Human Resource & Remuneration Committee	Annually

15. The board has set up an effective internal audit function, which is considered suitably qualified and experienced for the purpose and is conversant with the policies and procedures of the company.
16. During the year, no casual vacancy occurred on the Board;
17. The statutory auditors of the company have confirmed that they have been given a satisfactory rating under the quality control review program of the ICAP and registered with the Audit Oversight Board of Pakistan, that they and their partners are in compliance with the International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan, and that they and the partners of the firm involved in the audit are not a close relative (spouses, parent dependent and non-dependent children) of the Chief Executive Officer, Chief Financial Officer, Head of Internal Audit, Company Secretary and Director of the Company.
18. 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.
19. We confirm that all requirements of regulations 3, 6, 7, 8, 27, 32, 33, and 36 of the Regulations have been complied with.



Waseem Ahmad
Chief Executive Officer / Director



Syed Aamir Hussain
Chairman / Director

Karachi

Date: October 5, 2023.



**INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF *HALLMARK COMPANY LIMITED*
FOR THE YEAR ENDED JUNE 30, 2023**

**REVIEW REPORT ON THE STATEMENT OF COMPLIANCE CONTAINED IN THE 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 **Hallmark Company Limited** (the Company) for the year ended June 30, 2023, 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 with 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 that 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 June 30, 2023.

Further, we highlight below instances of non-compliance with the requirement of the Regulations as reflected in the note reference, where it is stated in the Statement of Compliance:

Note Reference

Description:

11

There was no appointment of the head of Internal Audit during the year.

S.M. Suhail & Co.

S.M. Suhail & Co.
Chartered Accountants
Karachi

Engagement Partner: Syed Imran Haider, FCA.

Ref: SMS-A-01812024

Date: October 5, 2023

UDIN: CR202310109IxSOvAGCU



**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF HALLMARK COMPANY LIMITED
ON THE AUDIT OF THE FINANCIAL STATEMENTS AS OF JUNE 30, 2023**

Opinion

We have audited the annexed financial statements of **Hallmark Company Limited** (the Company), which comprise the statement of financial position as at June 30, 2023, the statement of profit or loss and other 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 audit.

In our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, statement of profit or loss and other 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 June 30, 2023, and of the profit and other comprehensive income, its changes in equity and 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.

Emphasis of Matter Paragraph

We draw attention to the disclosures provided in Note 1.2 – Significant Events, which highlight significant developments in relation to the takeover process. During the year, the Company received notice of Super Infrastructure Solutions (Pvt) Ltd.'s intention to acquire over 51% of the Company's shares and control, exceeding thresholds under Section 111 of the Securities Act, 2015, and Regulation 2017. After conducting meticulous Due Diligence, this concluded in April 2023, resulting in the decision to proceed with the takeover.

Furthermore, we also wish to draw attention to the disclosures in Note 27 - Non-Adjusting Events after Reporting Date, which details significant post-year-end developments. Notably, in a meeting held on August 15, 2023, shareholders approved the 63% share transfer to Super Infrastructure Solutions (Pvt) Ltd, leading to a substantial leadership and governance transformation within the Company, resulting in the appointment of new executives in key roles, including CEO, Directors, CFO, and Company Secretary. Furthermore, during an Extraordinary General Meeting on September 27, 2023, the new management decided to rebrand the Company as "Supernet Technologies Limited" and significantly increased Authorized Share Capital to Rupees 1.25 billion, with ongoing legal processes for these changes.

These developments are of material importance and warrant consideration by the readers of this audit report when evaluating the Company's financial statements for the year ended June 30, 2023, and its future prospects.

We emphasize that our audit opinion remains unqualified with respect to these matters, and we have not modified our audit report in this regard. Our audit opinion is based on the financial statements as presented, which duly disclose these developments in the accompanying notes.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of the 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.

We have determined the matters described below to be the Key Audit Matters to be communicated in our report:

S. No.	Key Audit Matters	How the Matters were Addressed in our Audit
1	Revenue recognition of services	
	<p>Refer to note 15 in the financial statements</p> <p>Service revenue formed a significant part of the Company's total revenue during the year. As of June 30, 2023, the total revenue from services is amounting to Rs. 1.8 million.</p>	<p>We have reviewed and understood the requirements of the IFRS 15 related to service revenue. Our audit procedures included the following:</p> <ul style="list-style-type: none"> - Considered the management's process to record the revenue from service during a point in time or over the period in accordance with the requirements of the IFRS 15. - We have obtained details of the service revenue recorded during the year and obtained the related contract to assess the relative terms of the contract. - Verified the supporting documents and recording of the service revenue.

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 for the year ended June 30, 2021, but does not include the financial statements, our auditor's report thereon, and the review report issued on the statement of compliance with the Code of Corporate Governance.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and 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 the Companies Act, 2017 (XIX of 2017) and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the 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.

The Board of directors is responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objective is 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 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 opinion:

- 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, expenditures incurred and guarantees extended during the year were for the purpose of the Company's business; and
- d) no zakat was deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980).

The engagement partner on the audit resulting in this independent auditor's report is Syed Imran Haider, FCA.

S.M. Suhail & Co.

S.M. Suhail & Co.
Chartered Accountants
Karachi

Ref: SMS-A-01802024
Date: October 5, 2023

UDIN: AR2023101095FQjiY7cv

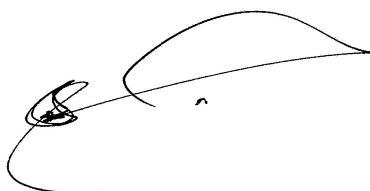
HALLMARK COMPANY LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT JUNE 30, 2023

	<i>Note</i>	2023 <i>Rupees</i>	2022 <i>Rupees</i>
ASSETS			
Non-Current Assets			
Property and equipment	6	523,310	641,241
Intangible assets	7	1,065,000	1,245,000
Deferred tax asset	11	23,565	-
		1,611,875	1,886,241
Current Assets			
Trade debts	8	-	4,485,000
Cash and bank balances	9	93,867	175,931
		93,867	4,660,931
TOTAL ASSETS		1,705,742	6,547,172
EQUITY AND LIABILITIES			
Share Capital And Reserves			
Authorized Share Capital 1,000,000 (2022: 1,000,000) Ordinary Shares of Rs. 10/- each		10,000,000	10,000,000
Issued, subscribed and paid-up capital	10	5,000,000	5,000,000
Accumulated (loss)		(4,379,771)	(1,539,900)
		620,229	3,460,100
Non Current Liabilities			
Deferred tax liability	11	-	10,635
Current Liabilities			
Accrued and other liabilities	12	985,000	2,993,987
Unclaimed dividend	13	23,150	23,150
Provision for taxation		77,363	59,300
		1,085,513	3,076,437
TOTAL EQUITY AND LIABILITIES		1,705,742	6,547,172
Contingencies and commitments	14	-	-

The annexed notes from 1 to 29 form an integral part of these financial statements.



Chief Executive



Director



Chief Financial Officer

HALLMARK COMPANY LIMITED
STATEMENT OF PROFIT OR LOSS AND
OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED JUNE 30, 2023


	<i>Note</i>	2023 <i>Rupees</i>	2022 <i>Rupees</i>
Revenue from contracts with customers	15	1,806,250	5,930,000
Cost of services	16	(537,295)	(1,605,970)
Gross profit		1,268,955	4,324,030
Administrative expenses	17	(4,028,039)	(4,914,583)
Selling expenses	18	(808,663)	(2,465,692)
Other Expenses		(102,055)	(202,340)
Finance cost		-	(31,830)
		(4,938,757)	(7,614,445)
Other income / (loss)	19	813,793	(77,389)
(Loss) before taxation		(2,856,008)	(3,367,804)
Taxation	20	16,137	(124,130)
(Loss) / after taxation		(2,839,871)	(3,491,934)
Other comprehensive income		-	-
Total Comprehensive (Loss) For The Year		(2,839,871)	(3,491,934)
(Loss) per share	21	(5.68)	(6.98)

The annexed notes from 1 to 29 form an integral part of these financial statements.

Sumo



Chief Executive



Director



Chief Financial Officer

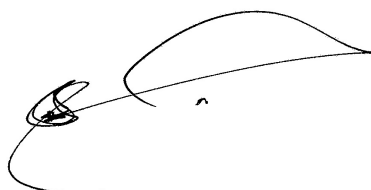
HALLMARK COMPANY LIMITED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED JUNE 30, 2023

	2023 <i>Rupees</i>	2022 <i>Rupees</i>
CASH FLOWS FROM OPERATING ACTIVITIES		
(Loss) before taxation	(2,856,008)	(3,367,804)
Adjustments for:		
Depreciation	117,931	162,851
Amortization	180,000	180,000
Finance cost	-	31,830
Loss on disposal of fixed assets	-	77,389
Bad debt expense	-	1,475,000
Operating (Loss) Before Working Capital Changes	(2,558,078)	(1,440,734)
Changes in working capital		
(Increase)/ decrease in current assets:		
Trade debts	4,485,000	(280,075)
Other receivable	-	24,000
Increase / (decrease) in current liabilities:		
Other payable	(2,008,987)	2,226,334
Total Changes In Working Capital	(82,064)	529,525
Taxes paid	-	(92,419)
Net Cash Inflow / (Outflow) From Operating Activities	(82,064)	437,106
CASH FLOWS FROM INVESTING ACTIVITIES		
Disposal proceeds	-	164,200
Security deposit for rent	-	25,000
Net Cash Inflow From Investing Activities	-	189,200
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of capital contribution	-	(1,403,125)
Net Cash Inflow / Outflow From Financing Activities	-	(1,403,125)
Net (decrease) in cash and cash equivalents	(82,064)	(776,819)
Cash and cash equivalents at the beginning of the year	175,931	952,750
Cash and cash equivalents at the end of the year	93,867	175,931

The annexed notes from 1 to 29 form an integral part of these financial statements.



Chief Executive



Director



Chief Financial Officer

HALLMARK COMPANY LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED JUNE 30, 2023

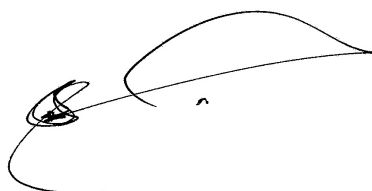
	Capital and Reserves	Revenue reserves	Total Equity
	Issued subscribed and paid up capital	Accumulated profit / (loss)	
	----- (Rupees) -----		
Balance as at June 30, 2021	5,000,000	1,952,035	6,952,035
Total comprehensive (loss) for the year	-	(3,491,934)	(3,491,934)
Balance as at June 30, 2022	5,000,000	(1,539,900)	3,460,100
Total comprehensive (loss) for the year	-	(2,839,871)	(2,839,871)
Balance as at June 30, 2023	5,000,000	(4,379,771)	620,229

The annexed notes from 1 to 29 form an integral part of these financial statements.

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Chief Executive



Director



Chief Financial Officer

HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

1 CORPORATE INFORMATION, OPERATIONS AND LEGAL STATUS

The Hallmark Company Limited (HCL) was incorporated as a Public Limited Company on 31 October, 1981 under the repealed Companies Act, 1913, now the Companies Act, 2017, and subsequently obtained registration under the repealed Insurance Act, 1938, as an insurer. In November 2016 get revoked the Insurance License, consequently, the principal activity was changed to trading of computer and allied I.T. equipment. Currently, the Company mainly engaged in I.T. Enabled export services.

1.1 Geographical Location And Address Of Business Units - Address	Purpose
4th Floor, Tower B, World Trade Centre, Khayaban-e-Roomi, Block 5, Clifton Karachi.	Registered office

1.2 Significant Events

During the year ended June 30, 2023, the Company received a notice of public announcement of intention from Supernet Infrastructure Solutions (Pvt) Ltd, through authorized Manager, to acquire more than 51% shares and control of the Company, beyond the thresholds prescribed under Section 111 of the Securities Act, 2015, read with Regulation 2017. The Due diligence process was meticulously executed and concluded in April 2023, which proceeded to the takeover proceedings (refer note 26 to these financial statements).

2 BASIS OF PREPARATION

2.1 Statement Of Compliance

These financial statements have been prepared in accordance with the approved accounting and reporting standards as applicable in Pakistan. Those standards comprise of International Financial Reporting Standards (IFRSs) issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017 (the Act) and provisions and directives issued under the Act. Where the provisions and directives issued under the Act differ with the requirement of IFRS standard, the provisions and directives issued under the Companies Act, 2017 have been followed.

2.2 Basis of Measurement

These financial statements have been prepared under historical cost convention and, on an accrual basis of accounting, except for cash flow information reported in statement of cash flows.

2.3 Functional and Presentation Currency

These financial statements are prepared and presented in Pakistani Rupees, which is also the functional currency of the Company.

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HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

3 APPLICATION OF NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS TO PUBLISHED ACCOUNTING AND REPORTING STANDARDS

3.1 The following standards and amendments became effective during the year but, are not relevant to the Company's operations or, are not expected to have significant impact on the Company's financial statements other than certain additional disclosures:

Standard or Interpretation

IFRS 3 Reference to conceptual framework — (Amendments)

IAS 16 Property, plant and equipment: Proceeds before intended use — (Amendments)

IAS 37 Onerous contracts - costs of fulfilling a contract — (Amendments)

AIP IFRS 1 First-time Adoption of International Financial Reporting Standards — Subsidiary

AIP IFRS 9 Fees in the '10 per cent' test for derecognition of financial liabilities

and its associate or Joint Venture — (Amendments)

3.2 Standards, interpretations and amendments to published approved accounting standards that are not yet effective

a) The following standards, amendments and interpretations of approved accounting standards will be effective for the Company, for the accounting periods beginning on or after 01 July 2023:

	Effective date (Annual periods beginning on or
IAS 1 Classification of liabilities as current or non-current —	January 01, 2024
IAS 8 Definition of accounting estimates — (Amendments)	January 01, 2023
IAS 1 and IFRS Practice Statement 2 Disclosure of accounting policies — (Amendments)	January 01, 2023
IAS 12 Deferred Tax related to Assets and Liabilities arising from a Single Transaction — (Amendments)	January 01, 2023
IFRS 10 and IFRS 28 Sale or Contribution of Assets between an Investor and its associate or Joint Venture — (Amendments)	January 01, 2022

The management anticipates that adoption of above standards, amendments and interpretations in future periods, will have no material impact on the financial statements other than in presentation/disclosures. The management is in the process of assessing the impact of changes laid down by the IFRS 9 on its financial statements.

3.2 New accounting standards, amendments and IFRS interpretations that are not yet effective for the year ended June 30, 2023

The following standards, amendments and interpretations are not effective for the year ended June 30, 2023. These standards, amendments and interpretations are either not relevant to the Company's operations or are not expected to have a significant impact on the financial statements other than certain additional disclosures.

IFRS-1	First Time Adoption of International Financial Reporting Standards
IFRS-17	Insurance Contracts

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HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of these financial statements in conformity with approved accounting standards as applicable in Pakistan, requires management to make estimates, assumptions and use judgments that effect the reported amounts of assets, liabilities, income and expenses. These also require managements to exercise judgments in application of its accounting policies. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances. These estimates and assumptions are reviewed on, an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and applied prospectively.

Areas where assumptions and estimates are significant to the financial statements are:

- useful life of depreciable and intangible assets
- provision for doubtful debts
- provision for taxation
- provision for obsolete stock and
- Provision for expected credit losses

5 SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these financial statements are set out below. These accounting policies have been consistently applied to all the years presented, unless otherwise stated.

5.1 Property, Plant and Equipment

5.1.1 Owned

These are stated at cost less accumulated depreciation and accumulated impairment loss, if any. Depreciation is charged to the statement of profit or loss over the useful life of the assets applying the reducing balance method at the rates specified in the relevant note to these financial statements. Depreciation on additions is charged from the date when it is available for use up to the date of disposal or transfer to the group held for sale, whichever is earlier.

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

Where major components of an item of property, plant and equipment have different useful lives, they are accounted for as a separate group, under the property, plant and equipment.

Subsequent costs, if any, are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will follow to the Company and, the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the statement of profit or loss, during the financial year in which they are incurred.

Disposal of asset is recognized when significant risk and rewards incidental to ownership have been transferred to buyers. Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are taken to the statement of profit or loss.

5.2 Intangible Asset

Intangibles are initially recognized at cost only when there is technical feasibility exists and future inflow of economic benefits are probable. It is amortized at the rates mentioned in relevant note on the straight line basis.

These are measured at cost less amortization and impairment losses, if any.

Amortization is charged to the statement of profit or, loss from the date when it is made available for use till the date of disposal or transfer.

Sumo

HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

5.3 Inventory

Stock-in-trade is valued at the lower of weighted average cost and estimated net realizable value.

Cost comprises, all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. Net realizable value signifies the estimated selling price in the ordinary course of business less net estimated costs of completion and selling expenses.

Items in transit, if any, are valued at cost comprising of invoice value plus other charges incurred thereon up to the reporting date.

5.4 Trade Debts and Other Receivables

Trade debts and other receivables are recognized at original invoice amount less provision for expected credit losses using provision matrix method.

5.5 Cash and Cash Equivalents

For the purpose of statement of cash flows, cash and cash equivalents comprise cash in hand, bank deposits and highly liquid short term investments.

5.6 Trade Creditor and Other Payable

Liabilities for trade and other payables are carried at their fair value of the consideration to be paid in the future for goods and services received whether or not billed to the Company.

5.7 Impairment

5.7.1 Financial Assets

Financial assets are assessed at each reporting date to determine whether there is any objective evidence that financial assets or a group of financial assets are impaired. These are considered to be impaired, only if, there is an objective evidence of impairment as a result of one or more events that has any adverse impact over estimated future cash flows, that can be reliably estimated.

Individually significant financial assets are tested for impairment on an individual basis. The remaining financial assets are assessed collectively in groups that share similar credit risk characteristics. All impairment losses on financial assets that are being carried at amortized cost are recognized in statement of profit or loss.

For Trade receivables company is using provision matrix model for its calculation of the provisions, the provision rates are based on days past due for customer segments i.e. Trading and Service amount of ECL is recognized in profit and loss account on an annual basis.

The provision matrix is based in the company's historical observed default rates The Company's historical credit loss may not be representative of customer's actual default in the future.

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HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

5.7.2 Non Financial Assets

The carrying amount of the Company's non-financial assets other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If such an indication exists, or when annual impairment testing of an asset is required, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss, if any. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its estimated recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted at present value of money and the risk specific to the asset. The fair value less cost to sell is based on available data on binding sales transactions, conducted at arms length.

A previously recognized impairment loss is reversed if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss is recognized or on subsequent assessment it has been identified that the carrying value of the asset falls short of recoverable amount assessed. The reversal is limited so that the carrying amount of the assets does not exceeds its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit or loss.

5.8 Provisions

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount can be made.

5.9 Dividend

Dividend is recognized as a liability in the period in which it is declared. Appropriations of profit are reflected in the statement of changes in equity in the period in which such appropriations are

5.10 Taxation

Current

Provision for current taxation is based on taxable income for the year determined in accordance with the prevailing law for taxation on income. The change for current tax also includes prior year adjustments where considered necessary, arising due to assessments finalized during the year.

Deferred

Deferred tax, is a tax attributable to the temporary differences that is, difference between the carrying amount of assets or liability and its corresponding tax base.

Deferred tax is accounted for using the statement of financial position liability method in respect of all temporary timing differences arising from difference between the carrying amount of the assets and, liabilities in the financial statements and corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are recognized for all taxable temporary differences and, deferred tax assets are recognized for all deductible temporary differences to the extent where it is probable that, taxable profit will be available against which the deductible temporary differences, unused tax losses and tax credits can be utilized.

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HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

5.11 Revenue Recognition

Revenue comprises of the fair value of the consideration received or receivable for the rendering of services in the ordinary course of the Company's activities.

The Company recognizes revenue exclusively from services when the related performance obligation has been fulfilled, and the amount can be reliably measured, with a high likelihood of future economic benefits flowing to the Company upon rendering the services to the customer/client.

5.12 Financial assets and liabilities

5.12.1 Amortized cost

Assets that are held for collection of contractual cash flows where those cash flow represents solely payments of principal and interest are measured at amortized cost. Interest income from these financial assets, impairment losses, foreign exchange gains and losses, and gain or loss arising on derecognition are recognized directly in statement of profit or loss.

Impairment

The Company recognize an allowance for expected credit loss on all financial assets carried at amortized cost irrespective whether a loss event has occurred. For trade debts, the Company applies IFRS 9 simplified approach to measure the expected credit losses (loss allowance) which uses a life time expected loss allowance while general 3-stage approach for other financial assets (deposits, other receivables and cash and bank balances) i.e. to measure ECL through loss allowance at an amount equal to 12-month ECL if credit risk on a financial instrument or a group of financial instruments has not increased significantly since initial recognition, and if otherwise, ECL to measure at life time expected credit losses.

The Company measures, at each reporting date, the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. Where the credit risk on a financial instrument has not increased significantly since the initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses.

The Company recognizes the amount of expected credit losses (or reversal), that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized, in the statement of profit or loss.

5.12.2 Financial liabilities

Financial liabilities are recognized at the time when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities at amortized cost are initially measured at fair value less transaction costs. Financial liabilities at fair value through profit or loss are initially recognized at fair value and transaction costs are expensed in statement of profit or loss.

Financial liabilities, other than those at fair value through profit or loss, are subsequently measured at amortized cost using the effective yield method.

A financial liability is derecognized when the obligation under the liability is discharged, cancelled or expired. Where an existing financial liability is replaced by another from the same lender or substantially different terms, or the terms of an existing liability are substantially modified, such an exchange and modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in respective carrying amounts is recognized in statement of profit or loss.

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HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

5.12.3 Offsetting of financial assets and financial liabilities

A financial asset and 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 recognized amounts and the Company intends either to settle on a net basis or to realize the asset and discharge the liability simultaneously. Corresponding income on assets and charge on liability is also offset.

5.13 Earnings Per Share

Basic earning per share is calculated by dividing profit or loss attributable to shareholders of the Company, divided by weighted average number of ordinary shares outstanding during the year. Diluted earning per share is calculated by adjusting the profit or loss attributable to shareholders and the weighted average number of outstanding shares during the year for the effects of dilutive ordinary potential shares.

5/11/20

HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

6 PROPERTY AND EQUIPMENT

Description	Furniture and fixtures	Office equipment	Generator	Computer and allied equipment	Total
(-----Rupees-----)					
Depreciation rate	10%	10%	10%	30%	
FOR THE YEAR 30 JUNE 2023					
COST					
Balance at beginning of the year	2,807,243	-	-	499,640	3,306,883
Additions during the year	-	-	-	-	-
Disposal during the year	-	-	-	-	-
Balance as at the year end	2,807,243	-	-	499,640	3,306,883
DEPRECIATION					
Accumulated depreciation at beginning of the year	2,435,035	-	-	230,607	2,665,642
Charge for the year	37,221	-	-	80,710	117,931
Reversal of Accumulated depreciation	-	-	-	-	-
Balance as at the year end	2,472,256	-	-	311,317	2,783,573
CARRYING VALUE 30 JUNE 2023	334,987	-	-	188,323	523,310
CARRYING VALUE 30 JUNE 2022	372,208	-	-	269,033	641,241

Description	Furniture and fixtures	Office equipment	Generator	Computer and allied equipment	Total
(-----Rupees-----)					
Depreciation rate	10%	10%	10%	30%	
FOR THE YEAR 30 JUNE 2022					
COST					
Balance at beginning of the year	2,807,243	829,130	45,700	499,640	4,181,713
Additions during the year	-	-	-	-	-
Disposal during the year	-	(829,130)	(45,700)	-	(874,830)
Balance as at the year end	2,807,243	-	-	499,640	3,306,883
DEPRECIATION					
Accumulated depreciation at beginning of the year	2,393,678	605,633	21,413	115,307	3,136,031
Charge for the year	41,357	5,587	607	115,300	162,851
Reversal of Accumulated depreciation	-	(611,220)	(22,021)	-	(633,241)
Balance as at the year end	2,435,035	-	-	230,607	2,665,642
CARRYING VALUE 30 JUNE 2022	372,208	-	-	269,033	641,241
CARRYING VALUE 30 JUNE 2021	413,565	223,497	24,287	384,333	1,045,682

Sumo

HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

	2023 <i>Rupees</i>	2022 <i>Rupees</i>
7 INTANGIBLE ASSETS		
ERP Single user license		
COST		
Balance at beginning of the year	1,800,000	1,800,000
AMORTIZATION		
Accumulated amortization at beginning of the year	555,000	375,000
Charge for the year	180,000	180,000
Balance as at the year end	735,000	555,000
CARRYING VALUE 30 JUNE 2023	1,065,000	1,245,000
7.1 The amortization expense is being charged over 10 years at straight line basis.		
8 TRADE DEBTS		
Trade Debts	-	4,485,000
	-	4,485,000
9 CASH AND BANK BALANCES		
Cash in hand	69,951	152,015
Cash at bank - Current	23,916	23,916
	93,867	175,931
10 ISSUED, SUBSCRIBED AND PAID-UP CAPITAL		
500,000 (2022: 500,000) Ordinary Shares of Rs. 10/- each - fully paid in cash	5,000,000	5,000,000
11 DEFERRED TAX (ASSETS)/ LIABILITY		
Relating to deductible temporary difference		
On accelerated depreciation	34,229	68,429
On accelerated amortization	1,800	1,800
Minimum tax	(59,594)	(59,594)
	(23,565)	10,635
12 ACCRUED AND OTHER LIABILITIES		
Audit fee payable	460,000	631,800
Salaries payable	300,000	818,625
Legal and professional charges payable	225,000	408,280
Other payable	-	1,135,282
	985,000	2,993,987

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HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

	2023 <i>Rupees</i>	2022 <i>Rupees</i>
13 UNCLAIMED DIVIDEND		
For the year ended 31-12-1998	5,150	5,150
For the year ended 31-12-1995	18,000	18,000
	23,150	23,150
14 CONTINGENCIES AND COMMITMENTS		
There was no contingency or commitment at the year end (2022: Nil)		
15 REVENUE FROM CONTRACT WITH CUSTOMERS		
Rendering of services	1,806,250	5,930,000
	1,806,250	5,930,000
16 COST OF SERVICES		
I.T. developer charges	450,250	1,386,801
Travel and transportation	28,920	131,651
Entertainment expenses	40,815	43,313
Printing and stationery	17,310	44,206
	537,295	1,605,970
17 ADMINISTRATIVE EXPENSES		
Salaries	1,398,007	459,000
Printing and stationery	45,544	25,976
Advertisement	69,168	78,225
Rent and utilities	396,000	1,349,600
Repair and maintenance	97,620	-
Travelling and conveyance	114,241	255,328
Entertainment	72,720	95,437
Legal and professional charges	397,640	957,000
Security expenses	403,000	719,366
Depreciation	117,931	162,851
Auditor's remuneration	676,000	631,800
Amortization	180,000	180,000
Miscellaneous	60,168	-
	4,028,039	4,914,583
17.1 Auditor's remuneration		
Annual audit	460,000	415,800
Review of half yearly financial statements	216,000	216,000
	676,000	631,800

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HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

		2023	2022
		<i>Rupees</i>	<i>Rupees</i>
18 SELLING EXPENSE			
Salaries		542,523	359,625
Printing and stationery		27,296	15,854
Advertisement		62,962	96,775
Travelling and conveyance		88,016	367,423
Entertainment		87,866	151,015
Bad debt expense		-	1,475,000
		808,663	2,465,692
19 OTHER INCOME / (LOSS)			
Exchange gain - Realized	19.1	813,793	-
Loss on disposal of fixed assets		-	(77,389)
		813,793	(77,389)
19.1 Exchange gain - Realized			
The exchange gain arose due to drastic increase in US Dollar price.			
20 TAXATION			
Current		18,063	59,300
Prior		-	-
		18,063	59,300
Deferred (reversal) / charge		(34,200)	64,830
		(16,137)	124,130
20.1 Relationship between tax expense and accounting profit			
Accounting (loss) before tax		(2,856,008)	(3,367,804)
Tax on accounting profit @ 29%		-	-
Tax on Export Proceeds @ 1%		18,063	59,300
Effect of tax rate difference		(34,200)	64,830
		(16,137)	124,130
Average tax rate		0%	0%
21 (LOSS) PER SHARE			
(Loss) after taxation		(2,839,871)	(3,491,934)
Weighted average number of Ordinary Shares		500,000	500,000
Basic (loss) per share		(5.68)	(6.98)

Diluted earnings per share has not been presented as the Company does not have any convertible instruments in issue as at June 30, 2023 and June 30, 2022, which could have any effect on the earnings per share.

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HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

22 REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND OTHER EXECUTIVES

As the Company is in a phase of business development and striving hard to improve, the Directors and Chief Executive have decided that the remuneration shall neither be paid nor to be charged in the financial statements. Further, there is no employee of the Company who meets the criteria of the executives, as defined in the Companies Act, 2017, thus no remuneration is payable by the Company.

23 TRANSACTIONS WITH RELATED PARTIES

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions and includes the parent company, subsidiary companies, associated companies, directors, and key management personnel. There is a nil balance with the related party at the end of the year.

There was no transaction with key management personnel, associated undertakings and other related parties during the year except as disclosed above.

24 FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

Financial risk management objectives

The Company finances its operations mainly through its own working capital and from long term markup free finances from directors with a view to maintaining an appropriate mix between various sources of finance to minimize the risk.

Company's activities exposes it to a variety of financial risks:

- Market risk (including fair value interest rate risk, fuel price risk and currency risk)
- Credit risk
- Liquidity risk

The Board of directors has overall responsibility to establish and oversight the Company's risk management framework and plan and implement risk management policies. The Company's overall risk management plan focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance. Risk measured and managed by the company are explained in notes 23.1 to 23.3, of these notes.

24.1 Credit risk

Credit risk represents the risk of loss that would be recognized at the reporting date if counter parties failed to perform as contracted. The carrying amount of financial assets represents the maximum credit exposure with quality of financial assets and other detail are as follows:

			2023	2022
			<i>Rupees</i>	<i>Rupees</i>
Trade receivable			-	4,485,000
Habib Metropolitan Bank	PACRA	A1+	23,916	23,916
			23,916	4,508,916

Deposits with Habib Metropolitan Bank Limited is provided credit ranking of A1+ for short term deposits and AA+ for long term deposit by Pakistan Credit Rating Agency (PACRA).

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HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

24.2 Market risk

Market risk is the that fair value of cash flows from financial instruments of the Company will fluctuate because of changes in market prices. Market risk comprises of currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

24.2.1 Currency Risk

Currency risk represents the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Currency risk arises mainly from future economic transactions or receivables and payables that exist due to transaction in foreign exchange.

There is no foreign currency risk arises on the financial instruments of the Company.

Sensitivity Analysis

The Company does not hold any asset or liability in foreign currency at reporting date. Therefore, any change in exchange rate of PKR against foreign currency would not affect statement of profit or loss.

24.2.2 Interest rate risk

Interest rate risk represents the risk that, the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. At the date of the statement of financial position the interest rate profile of the Company's interest-bearing financial instrument is NIL.

Sensitivity Analysis

Fair value sensitivity analysis for fixed rate instruments

The Company does not account for any fixed rate financial assets and liabilities at fair value through statement of profit or loss. Therefore any change in interest rate at the reporting date does not affect statement of profit or loss.

Cash flow sensitivity analysis for variable rate instruments

The Company does not hold any variable rate financial assets or liabilities. Therefore a change in interest rates at the reporting date would not affect cash flows.

24.2.3 Other price risk

Other price risk is the risk that, the fair value of future cash flows of a financial instrument will fluctuate because of change in market price excluding the impact of changes due to interest rate or currency risk. The company does not hold any financial asset or financial liability which is traceable in open market therefore it is not exposed to any other price risk.

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HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

24.3 Liquidity risk

Liquidity risk is the risk for a Company, where it will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity risk is to ensure, as far as possible, that, it will always has sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Following are the carrying amount and maturities of the Company's financial liabilities.

	2023		
	-----Rupees-----		
Non Interest Bearing	Carrying amount	Up to one year	After one year
Unclaimed dividend	23,150	23,150	-
Accrued expenses	985,000	985,000	-
Total financial liabilities	1,008,150	1,008,150	-

	2022		
	-----Rupees-----		
Non Interest Bearing	Carrying amount	Up to one year	After one year
Unclaimed dividend	23,150	23,150	-
Accrued expenses	2,993,987	2,993,987	-
Total financial liabilities	3,017,137	3,017,137	-

Total financial liabilities	758,973		758,973

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HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

24.4 Fair value of financial assets and liabilities

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

In the principal market for the asset or liability; or

In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market is accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participants ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company's Board of director determines the policies and procedures for both recurring fair value measurement and for non-recurring measurement. External evaluator may be involved for valuation of significant assets and significant liabilities. For the purpose of fair value disclosures, the Company determines classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy, as explained above.

Presently no financial or non financial asset or liability is valued at fair value. All assets are valued at their amortized cost which is the most appropriate available valuation basis.

The carrying values of financial assets and financial liabilities reported in the statement of financial position, are at approximate their fair values.

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HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

25 CAPITAL RISK MANAGEMENT

The Company's objective when managing capital is to ensure the Company's ability not only to continue as a going concern but also to meet its requirements for expansion and enhancement of its business, maximize return of shareholders and optimize benefits for other stakeholders to maintain an optimal capital structure and to reduce the cost of capital. The gearing ratio as at the end of reporting date is as follows:

	2023 <i>Rupees</i>	2022 <i>Rupees</i>
Total borrowing	-	-
Total equity	620,229	3,460,100
Gearing ratio	<u>0.00%</u>	<u>0.00%</u>

The Company finances its operations mainly through equity and management of working capital with a view to maintain an appropriate mix between various sources of finance to minimize risk.

26 OPERATING SEGMENT

The segment derives its revenue from a single source, specifically, revenue generated from IT-related services. All non-current assets of the segment remain situated in Pakistan. Sales exclusively occur to a single international customer.

27 NON-ADJUSTING EVENTS AFTER REPORTING DATE

Subsequently, during a convened meeting held on August 15, 2023, the approval for the transfer of major shares to Supernet Infrastructure Solutions (Pvt) Ltd was granted and 63% of shares of the Company were transferred. Consequently, the management and governance structure of the Company transformed through the prescribed process. As a result of that, newly appointed Chief Executive Officer and Directors have taken charge of their respective offices in the Company.

Further, during an extra ordinary general meeting held on September 27, 2023, the new management of the Company made significant decisions, resolved and approved to change the name of the Company from "Hallmark Company Limited" to "Supernet Technologies Limited.", and also concluded to increase the Authorized Share Capital of the Company from existing sum of Rupees 10 million to a substantial amount of Rupees 1.25 billion. Necessary formalities are going to be completed in due course of time.

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HALLMARK COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023

28 NUMBER OF EMPLOYEES

Number of employees as at June 30, 2023 were 3 (2022: 6).
Average number of employees during the year were 5 (2022: 6)

29 GENERAL


29.1 Figures in the financial statement have been rounded off to the nearest of Rupee.

29.2 These financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 05 October 2023.

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Chief Executive



Director



Chief Financial Officer

HALLMARK COMPANY LIMITED

Pattern of Shareholding as on June 30, 2023

Number Of Shareholders	Shareholding			Total Shares Held
	From		To	
217	1	-	100	18350
95	101	-	500	30120
15	501	-	1000	12800
30	1001	-	5000	79110
2	5001	-	10000	12300
2	15001	-	20000	33100
1	55001	-	60000	59220
1	250001	-	255000	255000
363				500,000

Categories of Share Holders as on June 30, 2023








Categories Of Shareholders	Number Of Shareholders	Total Shares Held	Percentage %
Individuals	359	437,180	87.44
Joint Stock Companies	2	62,520	12.50
Investment Companies	2	300	0.06
	363	500,000	100.00



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**HALLMARK
COMPANY LIMITED**

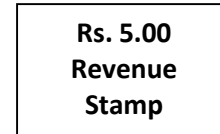
**Registered Office: 4th Floor, Tower B, World Trade Center, Khayaban-e-Roomi, Block – 5, Clifton, Karachi, Sindh 75600
Phone: +92-21-38553750 Website: www.hiclpk.com**

Form of Proxy

I/We _____ of _____
_____ being member(s) of **HALLMARK COMPANY LIMITED** and holder of
_____ Ordinary Shares as per Share Register Folio/ CDC Account No. _____
_____ holding CNIC/ Passport No. _____ hereby, appoint Mr./ Ms. _____
_____ Folio/ CDC Account No. _____ CNIC/ Passport No. _____
_____ who is also a member of the Company as my/ our proxy to attend and vote for me/us and on my/ our
behalf at the Annual / Extra Ordinary General Meeting of the Company to be held on _____
and at any adjournment thereof.

Signed this _____ day of _____, 2020.

Witnesses:



Signature: _____
Name: _____
Address: _____
CNIC/ Passport No. _____

Signature: _____
Name: _____
Address: _____
CNIC/ Passport No. _____

IMPORTANT

1. This form of proxy, duly completed and signed, must be deposited at the Company's Registered Office not later than 48 hours before meeting.
2. This form should be signed by the Members or by his/ her attorney duly authorized in writing. If the member is a Corporation, its common seal should be affixed to the instrument.
3. A member entitled to attend and vote at the meeting may appoint any other member as his/ her proxy to attend and vote on his/ her behalf except that a corporation may appoint a person who is not a member.

For CDC Account Holders/ Corporate Entities

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

1. The proxy form shall be witnessed by two persons whose names, address and CNIC/ Passport No. shall be mentioned on the form.
2. Attested copies of CNIC/ Passport of the beneficial owner and the proxy shall be furnished with the proxy form.
3. The proxy shall produce his/ her original CNIC/ Passport at the time of the meeting.
4. In case of corporate entity, the Board of Directors' resolution/ power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form of the Company.