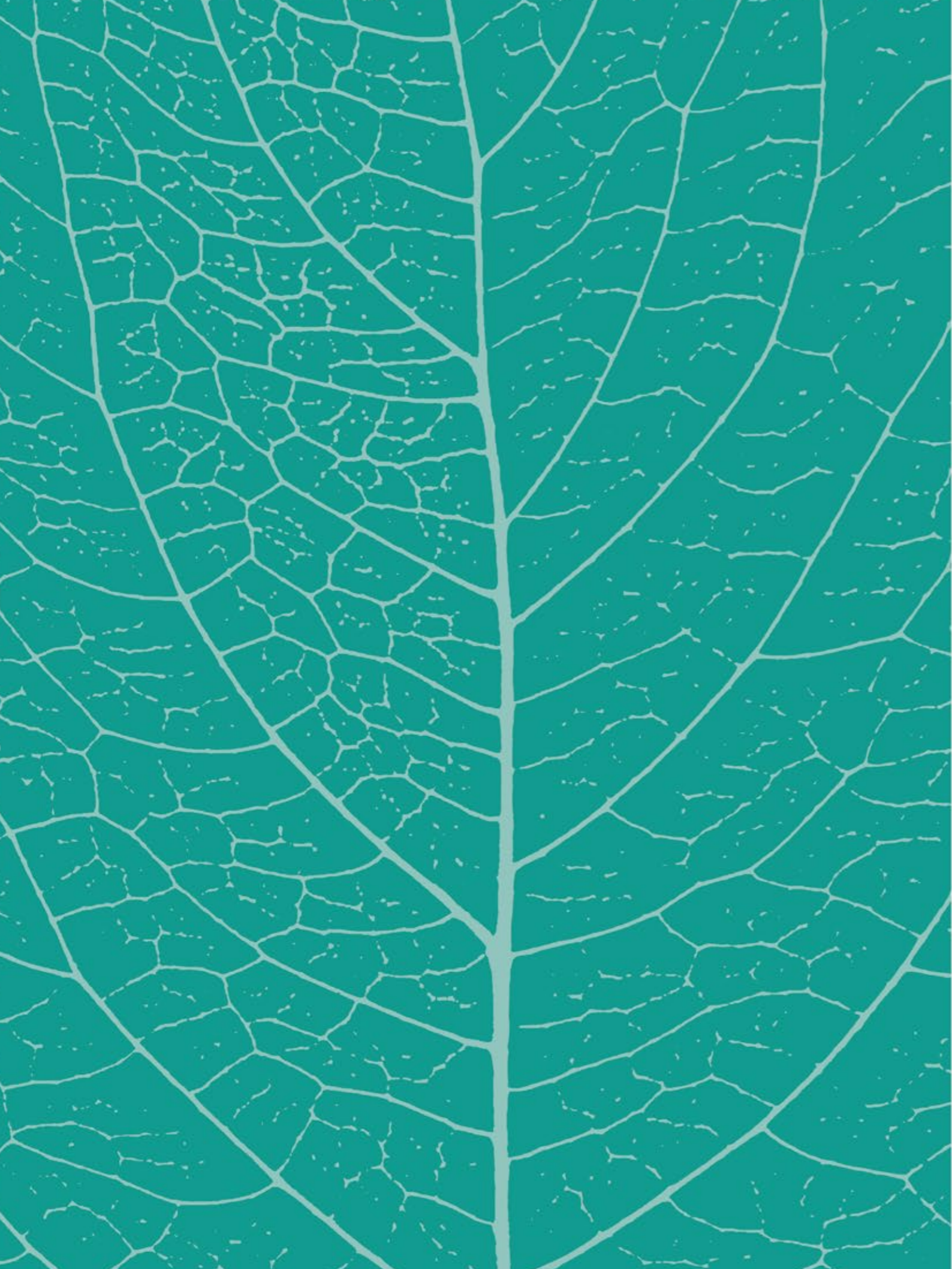


Annual Report 2023

For a
**Sustainable
Future**



Annual Report 2023

For a
**Sustainable
Future**

For a Sustainable Future

The year 2023 marked another significant chapter in our journey towards fostering economic growth, promoting social development, and championing sustainability within our operational sphere. We remained steadfast in our commitment to excellence, leveraging innovative strategies, and forging meaningful partnerships to drive positive change. Our team directed their efforts towards taking initiatives and achieving results that align with our overarching goals of empowerment, transformation, and inclusive prosperity.





Driving

Transformational Impact

This past year, we have prioritized export-oriented projects aimed at enhancing the country's revenue and projects focused on import substitution. Recognizing the imperative importance of such initiatives for a country like Pakistan, we have actively supported businesses in sectors with export potential and those capable of producing goods domestically to meet local demand, thereby strengthening the economy and reducing reliance on imports. Our corporate Banking as well as SME spearheaded several transformative initiatives aimed at driving socio-economic progress and fostering inclusive development. Notably, we actively supported initiatives that promote new technology, job creation, and skill development. By facilitating access to capital and business support services, we catalyzed the growth of local businesses.



Green Financing

Initiatives

In light of escalating climate change impacts and environmental degradation, green financing has emerged as a critical tool for addressing global challenges. Climate-related disasters, resource depletion, and regulatory pressures underscore the need for businesses to adopt sustainable practices and mitigate their environmental footprint. Green financing not only aligns financial interests with environmental objectives but also promotes resilience and long-term value creation. Recognizing the urgent need to address environmental challenges, we intensified our efforts to promote green financing solutions and sustainable business practices among our corporate clients. Through innovative financing mechanisms and advisory services, we encouraged investments in renewable energy, energy efficiency, and eco-friendly technologies, thereby contributing to environmental conservation and climate resilience.



Sustainability Integration

We embedded sustainability principles into our lending practices and risk assessment frameworks, ensuring that environmental, social, and governance (ESG) considerations are integrated into our decision-making processes. By promoting sustainable business models and responsible corporate behavior, we not only mitigated risks but also created long-term value for our clients and stakeholders.

Promoting Environmental Certifications:

Environmental certifications provide assurance of compliance with rigorous sustainability standards, enhancing credibility, transparency, and stakeholder trust. As custodians of financial resources, we recognize our responsibility to promote sustainable development and support initiatives that contribute to environmental stewardship and climate resilience. While Environmental Protection Agency (EPA) certifications have become an absolute necessity (where applicable), we actively promoted awareness regarding Leadership in Energy and Environmental Design (LEED) and other ESG certifications among our corporate clients. Projects with such certifications played a key role in credit approval discussions, reflecting our commitment to financing sustainable and environmentally responsible initiatives.



Tree Plantation Drive

In line with our commitment to environmental stewardship, we organized a plantation drive and planted numerous trees at our clients' facilities during the past year. This initiative not only contributes to carbon sequestration and biodiversity conservation but also underscores our dedication to sustainable development and ecosystem restoration. Our Corporate Banking Department has pledged to plant 100 trees in 2024 under their "Green-100" plantation drive.



Empowering the Agriculture Sector

Our vision extends to empowering the agriculture sector through tailored financial solutions and infrastructural support. By facilitating financing for agri-based and agro-based industries, along with renewable energy projects, we aim to foster sustainable growth and create cluster hubs for exportable quantities



Driving SME Empowerment

Guided by our strategy of 'Making SMEs Bankable', we have been pioneers in offering non-financial advisory services (NFAS) to SMEs since the establishment of our SME Group in 2012. Moreover, we have diligently utilized subsidized schemes, being among the first to access financing initiatives subsidized by the SBP. With a firm commitment to women empowerment, we actively provide financial support to women entrepreneurs across various sectors, leveraging these subsidized schemes to facilitate their growth.

Facilitating Financial Empowerment:

In our commitment to financial inclusion, we continued to prioritize outreach to underserved areas, focusing particularly on empowering women-owned businesses. Additionally, our efforts extend to facilitating access to finance for urban and rural entities alike, ensuring inclusivity across diverse demographics.

Furthermore, we have been at the forefront of addressing the financial needs of persons with disabilities, pioneering initiatives to provide tailored financial solutions.

Advancing Financial Frontiers

Our newly rebranded "Investment Banking and Advisory Services" department is not just expanding its name but is fundamentally enhancing the breadth and depth of our services. This transformation marks a strategic evolution from traditional financial advisories to a more dynamic and comprehensive suite of innovative solutions that address the complex challenges and opportunities faced by our clients. Our department stands out for its dedication to precision, custom solutions, and a forward-thinking approach that anticipates market trends and client needs. By integrating advanced technology with deep market insight, we ensure that our strategies are not only robust but also at the forefront of financial innovation.

Over the past year, this approach has allowed us to execute high-impact transactions that underscore our commitment to excellence and social responsibility. For instance, our pivotal role in launching Pakistan's first Gender Bond, in collaboration with Kashf Foundation and InfraZamin Pakistan, mobilized PKR 2.5 billion to empower women through micro-infrastructure projects. This endeavor not only reflects our dedication to impactful finance but also our capability to navigate and align with global sustainability goals.

Furthermore, our innovative structuring of Agha Steel Industries' third Sukuk issuance, utilizing the diminishing Musharakah concept, successfully raised PKR 3.4 billion. This transaction exemplified our expertise in crafting bespoke financial solutions that effectively respond to economic fluctuations and client-specific challenges, further establishing our leadership in Islamic finance.





Looking Ahead

As we look ahead, we remain dedicated to driving positive change, fostering sustainable growth, and creating shared value for all stakeholders. With a strong sense of purpose and collective determination, we are confident in our ability to continue making meaningful contributions towards building a more prosperous and sustainable future for generations to come.

We are thrilled to introduce a groundbreaking initiative—the Carbon Credit Advisory and Fund. This new venture underlines our strategic pivot towards sustainable finance, positioning Pak Brunei as a pioneer in carbon trading in Pakistan. As we facilitate the purchase and sale of carbon credits, we will empower companies to actively participate in the global movement towards a low-carbon economy, thereby fostering sustainable development and environmental stewardship.

Moreover, as a leading DFI promoting SME finance since 2012, we are dedicated to leveraging our experience and expertise to drive economic growth, foster financial inclusion, and empower entrepreneurs nationwide. With a refreshed branch roll-out plan and strategic partnerships, we are poised to make significant strides in advancing SME development and contributing to Pakistan's economic prosperity.

Our commitment to innovation extends to all facets of our operations as we continue to invest in our people, technology, and capabilities. With these advancements, we are set to redefine the standards of the financial industry, ensuring that we offer unmatched service and innovative solutions to our clients.

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Corporate Information

Board of Directors

Ms. Dk Noorul Hayati Pg Julaihi
Mr. Nasir Mahmood Khosa
Ms. Norakerteni Muhammad
Mr. S. M. Aamir Shamim

Chairperson
Director
Director
Director / Managing Director

Audit Committee

Mr. Nasir Mahmood Khosa
Ms. Dk Noorul Hayati Pg Julaihi
Ms. Norakerteni Muhammad

Chairman
Member
Member

Human Resource Committee

Ms. Dk Noorul Hayati Pg Julaihi
Mr. Nasir Mahmood Khosa
Ms. Norakerteni Muhammad

Chairperson
Member
Member

Credit and Risk Management Committee

Mr. Nasir Mahmood Khosa
Ms. Dk Noorul Hayati Pg Julaihi
Mr. S. M. Aamir Shamim

Chairman
Member
Member

Company Secretary

Ms. Misbah Asjad

Statutory Auditors

Yousuf Adil

Chartered Accountants

Tax Consultant

Yousuf Adil

Chartered Accountants

Legal Advisor

Liaquat Merchant & Associates

Advocate and Corporate
Legal Consultants

Registered Head Office

Horizon Vista, Commercial 10,
Scheme No. 5, Block-4, Clifton, Karachi.
Tel: (+92-21) 35361215-19, 35839917
Fax: (+92-21) 35361213

Website

www.pakbrunei.com.pk

Statement of Ethics and Business Practices

Integrity

I shall:

- Perform my work honestly with diligence and responsibility;
- Not knowingly be a party to any illegal activity or engage in any acts that are discreditable to the company;
- Not participate in any activity or relationship that may impair or be presumed to impair my unbiased assessment. This participation includes those activities or relationships that may be in conflict with the interests of the company;
- Not accept any gift or consideration that may impair or be presumed to impair my professional judgement;
- Exercise maximum caution to ensure that information provided to customers is accurate, truthful & free of errors.

Objectivity

I shall:

- Ensure that all operational activities and decision making processes focus on achievements of the company's objectives and are in line with the mission statement of the Company;
- Disclose all material facts known to me in which if not disclosed, may distort the reporting of business proposal under review.
- Disclose any potential conflicts of interest that may compromise the objectivity of decision making process.

Confidential and Proprietary Information

I shall:

- Protect against the disclosure of sensitive and confidential information about my customers and employees unless disclosure is authorized and within law;
- Safeguard against the unauthorized disclosure of sensitive and confidential information about fellow employees and the company as a whole.
- Not disclose to a customer or any other quarter that a suspicious transaction is being or has been reported to any authority, unless disclosure is required by law.

Improper Influence

I shall:

- Be strictly prohibited from giving, soliciting or accepting business courtesies or gifts intended to unduly influence business decisions;
- Make all business decisions on the merit of the transaction and in compliance with any legal and regulatory requirements.

Unfair Business Practices

I shall:

- Refrain from unfair and deceptive business practices e.g. unauthorized and counterproductive use of the company's resources, the misuse of proprietary information or the misrepresentation and concealment of material facts.

Insider Trading

I shall:

- Be prohibited from disclosing "Inside Information" to others or use for my own benefits;
- Abide by the "insider trading" laws that prohibit from buying and selling stock with advance knowledge of important company information not available to the general public. Such information may include proposed mergers or acquisitions, new equity or debt offering.

Recording and Reporting of the Company

I shall:

- Ensure that all business related information / transactions are recorded and reported accurately, honestly and in a timely manner. Ensure the accuracy of all Company records including financial statements, loan documents and reports submitted to regulatory bodies and government agencies;
- Ensure that no funds or accounts should be established for a purpose that is not fully reflected in the books and records of Pak Brunei whether pertaining to receipts or disbursements.

Compliance with Laws, Rules and Regulations

I shall:

- Comply with all applicable laws, rules and regulations.
- Stay informed about changes in applicable laws and regulations.

Protection and Proper use of Company Assets

I shall:

- Ensure that all the Company's assets are used for authorized and legitimate business purposes.
- Protect the Company's assets e.g. computer equipment and software Intellectual property etc.) and ensure that those assets are efficiently and properly used in respect of all Company related activities.

Professional Conduct and Workplace Decorum

I shall:

- Treat all colleagues, superiors, and subordinates with courtesy, respect, and fairness, fostering a collaborative and inclusive workplace.
- Avoid any form of discrimination, harassment, or bullying based on race, gender, age, religion, disability, or any other protected characteristic.
- Uphold a positive and cooperative attitude, promoting teamwork and effective communication within the Company.
- Dress in a manner consistent with the Company's professional standards and any applicable dress code policies.
- Refrain from engaging in any activities during work hours that are unrelated to job responsibilities, which may interfere with productivity.
- Maintain a harmonious work environment and uphold the reputation and values of the company.

Participation in Political Activities

I shall:

- No employee shall take part in, subscribe to, aid or assist in any way, any political movement in or outside Pakistan. Nor shall any employee canvas or otherwise interfere or use their influence in connection with or take part in any election to a legislative or local body, whether in Pakistan or elsewhere provided that an employee who is qualified to vote at such election may exercise his right to vote but if he does so, shall give no indication of the manner in which he proposes to vote or has voted.
- Employees are required to observe restrictions on the sharing of political content on their personal social media accounts,

reinforcing our commitment to maintaining a work environment that prioritizes professionalism, inclusivity, and a focus on shared organizational goals.

Authority to Sign Documents

I shall:

- Employees cannot sign any document on behalf of PBICL or in any way commit PBICL to any agreement unless they are properly authorized in writing by the Competent Authority to do so.

Propagation of Sectarian Creed

I shall:

- No employee shall propagate such sectarian creeds or take part in such sectarian partiality or favoritism as are likely to affect his integrity in the discharge of their duties or to embarrass the Competent Authority or create feelings of discontent or displeasure amongst other employees of the Company.
- Within the workplace, it is imperative that employees foster an environment of mutual respect for each other's diverse religious beliefs without any bias or discrimination whatsoever.

Nepotism, Favouritism & Vicimisation

- No employee shall indulge in provincialism, parochialism, favoritism, victimization and abuse of office.

Board of Directors'

PROFILE



**Dk Noorul Hayati
Pg Julaihi**

Chairperson

Ms. Noorul is a Portfolio Manager in the Absolute Return Strategy in Brunei Investment Agency, the Sovereign Wealth Fund of the Government of Brunei. Ms. Noorul has been with the Brunei Investment Agency for 18 years, her prior positions have included Assistant Portfolio Manager for Fixed Income Internal Fund Management and Analyst for Macro and Fixed Income Group. While with the Fixed Income Group, she was posted to the London Office for almost 4 years, where she managed the European Fixed Income Portfolio. Before moving on to her current role, she was co-leading the Private Equity team, previously managing the Buyout, Infrastructure and Private Debt portfolios. In her current role, she is now leading a team of 5 professionals focused on hedge fund investments across the globe. She previously served as Director in Audley Insurance Company, a Brunei-based captive insurance company wholly owned by BIA with a majority of its business for BIA and other Government entities-owned assets. She holds a degree with a major in Economics from Universiti Brunei Darussalam.



Nasir Mahmood Khosa

Mr. Nasir Mahmood Khosa is a retired Pakistani civil servant from Dera Ghazi Khan who belonged to the Pakistan Administrative Service and served in BPS-22 grade, the highest attainable rank for a serving officer. He was promoted to the rank of Federal Secretary in 2010.

Mr. Khosa has an outstanding civil service record, having held the most coveted bureaucratic assignments in the country. He served as the 22nd Principal Secretary to the Prime Minister of Pakistan, as well as the administrative head of two provinces as Chief Secretary Punjab and Chief Secretary Balochistan. Mr. Khosa also served as executive director at the World Bank from 2013-2017.

Mr. Khosa holds three Master Degrees: Master of Arts (M.A.) in English Literature from BZ University, Multan, Master of Public Administration (M.P.A.) from Pennsylvania State University, USA; and a Master of Science (M.Sc.) in Defense and Strategic Studies from Quaid-e-Azam University, Islamabad, Pakistan. He earned a Bachelor of Laws (LL.B.) and Bachelor of Arts from the University of the Punjab, Lahore, Pakistan.

In recognition of his contributions to public service, he has also been awarded with prestigious Pakistan Civil Award Hilal-i-Imtiaz on March 23, 2024.

Norakerteni Muhammad


Ms. Norakerteni is a Portfolio Manager in the Private Equity Strategy in Brunei Investment Agency, the Sovereign Wealth Fund of the Government of Brunei. Ms. Norakerteni has been with the Brunei Investment Agency for 14 years, started as analyst for Macro and Fixed Income Strategy for 3 years before moving to Counterparty Management, Middle Office. In Middle Office, she managed the performance reporting across the investment portfolio as well as data management. She got the opportunity to co-lead a project on onboarding Futures Trading across the Firm.

She also acted as the Portfolio Advisory Committee's secretary for about 5 years. Ms. Norakerteni has been with Private Equity team for 4 years, initially managing Buyout and Venture Growth portfolios as well as Directs portfolio. Just recently, she has also been appointed as Board member of Oman-Brunei Investment Company (OBIC) including the Audit Committee. She holds a degree with a major in Mathematics from Universiti Brunei Darussalam.



S. M. Aamir Shamim

Mr. S.M. Aamir Shamim, a seasoned banking and finance professional with over 31 years of experience, currently holds the position of Managing Director (MD) and Chief Executive Officer (CEO) at Pak Brunei Investment Company Limited. Before stepping into his current role at Pak Brunei, Mr. Aamir served in various high-ranking roles across international and local financial institutions, acquiring substantial experience in conventional, Islamic, and investment banking. These roles include his time as Senior Executive Vice President (SEVP) and Group Head of Treasury & Financial Institutions at BankIslami Pakistan Limited, SVP & Islamic Banking Specialist at the Islamic Bank of Thailand, and AGM & Head of Treasury & International Division at Tadamon International Islamic Bank Limited, among others.



The cultural framework of any organization defines a company's vision and the guidelines it has established to achieve that vision. Our organizational culture revolves around diversity, equal opportunity, team work and competition.

Our Cultural Framework

Pak Brunei Investment Company is an equal opportunity organization, and welcomes people from all backgrounds, irrespective of gender and ethnicity.

The cultural and gender mix of the workforce facilitates greater diversity. With a strong performance record, the Company is prepared to achieve higher goals and embrace bigger opportunities. This is only possible in an environment that nurtures healthy competition and promotes fair practices.

In order to detect and manage environmental hazards, as well as to lessen their carbon footprint and associated socially harmful acts, Pak Brunei aids in the promotion of environmentally friendly practices known as “green banking”. Pak Brunei strive to integrate environmental sustainability in to several of its operations, products and services. We are aware of our responsibility to protect against environmental threats and to contribute appropriately to the transition of the nation to a low-carbon and climate-resilient economy through the implementation of the SBP’s Green Banking Guidelines and the BOD’s approved Green Banking Policy.

Green Banking at Pak Brunei

Some of the measures carried out by Pak Brunei with regards to promotion of green banking & mitigating environmental risk are as follows:

To reduce the use of physical resources in daily operations, Pak Brunei is pursuing various options:

- Digitize paper documents by scanning and storing them electronically.
- Utilize email and other collaboration platforms for communication and sharing documents.
- In various cases, adopt electronic signatures for approving documents.
- Implement electronic forms in various cases for automated work flows.
- Use online collaboration tools/platforms for virtual meetings.

This helps to reduce paper consumption, cost saving, increase efficiency & productivity, space optimization, accessibility & mobility, will contribute to a more sustainable, efficient and connected work environment.

Green Banking Awareness

To promote awareness, green banking office provides education to employees and customers about environmental challenges and responsible resource use. This includes participation in workshops, seminars and webinars arranged by various institutions, as well as arranging educational material to increase understanding of green banking principles, products and benefits.

Green Financing

Pak Brunei is contributing in green financing through environmentally sound projects in the energy sector. We aim to ensure our active participation in:

- Financing renewable energy products
- Energy efficiency financing
- Environmental risk management
- Promotion of sustainable practices
- Carbon offset programs
- Finance SME for sustainable development
- Environmental education and outreach

We are actively involved in utilizing the State Bank of Pakistan’s (SBP) renewable energy refinance facility to Corporate & Commercial business segments.

Resource Efficiency and Own Impact Reduction

Pak Brunei is actively pursuing its objective of lowering carbon emissions by:

- Promoting the usage of renewable energy to conserve natural resources. Employees will be incentivized for installations of Solar Photo Voltaic solutions at their homes.
- Deploying light management systems at our premises, aimed towards reducing the energy usage during peak/off-peak hours.
- We are also moving towards sustainable procurement practices. This includes the adoption of a total life cycle cost approach instead of upfront acquisition cost. We opt for products that are environmental-friendly and utilize inverter-based technology.

Environmental & Social Risk Management (ESRM) Implementation

Climate change, loss of ecosystems, global warming and resource shortages are the threats being faced. In line with the SBP’s issued Environmental & Social Risk Management (ESRM) Implementation Manual for Financial Institutions to ensure compliance of minimum standard for environmental & social risk management in the financial sector under Green Banking Guidelines (GBGs). This manual provides tools and procedures to strengthen and accelerate the implementation of the risk management section of GBGs. PBICL is leveraging technology to address these concerns in a progressive way towards a sustainable future by:

- Incorporating social and climatic risks (in addition to environmental risks) in our vigilance ambit, which are becoming relevant and crucial for the nation.
- Building a comprehensive Environmental & Social Management System (ESMS) under systematic guidance by SBP on assessing and managing environmental and social risks.
- Integrating a robust, quantitative risk rating system, E&S Due Diligence (ESDD) Checklist for performing E&S due diligence.
- Ensuring reporting of GBGs implementation progress including ESRM activities to SBP, on quarterly basis.



Chairperson's Review

For the Year ended
December 31, 2023

On behalf of the Board of Directors, it is my privilege to present the Annual Report of Pak Brunei Investment Company Limited for the year ended December 31, 2023, on overall performance of the Company and effectiveness of the role played by the Board of Directors in achieving Company's objectives.

As we reflect on a year of unprecedented challenges, I am immensely proud of the resilience and dedication exhibited by our Company in navigating through the challenges. The Board also extended full support and advice to the management in tackling different strategic and operational challenges faced during the year.

The Company has achieved another year of outstanding performance, proving the effectiveness of our strategies and good governance. The Board's oversight led to the best use of resources, increased transparency and enhanced information sharing.

The year 2023 was marked by geopolitical conflicts and tensions persisting in various regions with negative consequences for economies of the world. Uncertainties stemming from geopolitical tensions, trade disputes and climate related concerns have continued to impact financial markets worldwide. In this volatile environment, our Company remained vigilant, ensuring focus on business and following prudent risk management policies and practices to safeguard our stakeholders' interests. Locally, the economic landscape was affected by continuing twin deficits, high-interest rates and political uncertainty, which posed challenges for businesses and consumers alike. Persistent inflationary pressures and fluctuating exchange rates added to the complexities faced by the financial sector. Despite these headwinds, our Company maintained its commitment to financial stability, providing reliable financial services and support to our valued customers.

The Board has made best possible effort in discharging its primary responsibility of setting the overall strategy of the Company and enhancing its long-term strategic value. The Board ensures that the business of the Company is conducted in an efficient and effective manner within an established framework of effective system of internal controls, robust risk management processes and compliance with regulatory requirements. In the course of discharging its responsibilities, the Board acts in good faith, with due diligence and care, and in the best interests of the Company and its Shareholders. During this year, the Board held six meetings during the year to review and approve annual business plan, periodic financial statements and other matters requiring Board's attention. The Board committees also held regular sessions to execute their duties assigned under respective terms of references for assisting the Board in the above matters. During the year, the Board performed an in-house performance evaluation of the Board as a whole, its Committees, the Chairman, the MD / CEO and Individual Directors. The overall evaluation of the Board is notably positive, particularly in respect to its composition, expertise, effective risk management, adequate system of internal controls and audit function.

We remain optimistic about the future prospects of Pak Brunei and are committed to upholding the highest standards of corporate governance and ethical conduct, ensuring sustainable growth and value creation for our stakeholders.

Dk Noorul Hayati Pg Julaihi

Chairperson of Board of Directors

Date: March 27, 2024

Directors' Report



On behalf of the Board of Directors, we are pleased to present the Audited Financial Statements of Pak Brunei Investment Company Limited (“the Company”) for the year ended December 31, 2023.

Brief Economic Outlook

The global economy experienced a continued slowdown in 2023, amid ongoing uncertainties from geopolitical conflicts, persistent supply chain disruptions from aftershocks of the pandemic and widespread inflationary pressures. Despite these challenges, the global growth outlook has become slightly more balanced, due to the monetary tightening measures undertaken by central banks worldwide. Early indicators suggest a quicker-than-anticipated recovery, with inflationary pressures beginning to ease.

Taking these macroeconomic factors into account, the International Monetary Fund (IMF) estimated global growth at 3.1% for 2023 and 2024. For 2024, the IMF adjusted its global growth projection up from the previous forecast of 2.9% in its October 2023 outlook, marking a 0.2% increase. The IMF also estimates headline inflation for 2023 at 6.8%, a decline from its peak in 2022.

Pakistan's economy faced significant challenges both from domestic and external macroeconomic factors, compounded by political unrest and high inflation. These issues contributed to a decline in domestic GDP. However, despite these difficulties, there have been some short-term signs of improvement. The IMF has revised its estimate for negative growth in domestic GDP for FY'23 to -0.2% which is slightly better than previous estimates of -0.5% published in both July and October updates. Persistent high commodity prices and ongoing pressure on the external account have visible impact on the exchange rate and inflation levels. Consequently, annual average inflation rate for FY'23 stood at 29.18%, a significant increase from the 24.5% recorded in FY'22.

In response to the relatively high inflation, the State Bank of Pakistan (SBP) continued to hike the policy rate, increasing it by a cumulative 825 basis points to reach 22.0% in FY23. SBP estimated the GDP of Pakistan at negative 0.2% in FY'23 and kept the projected growth for FY'24 within the range of 2-3%.

Current account balance turned to surplus in December 2023 to reach at US\$ 404 million as against deficit of US\$ 365 million in December 2022. Current account balance is expected to remain in manageable limit due to primary and secondary income balance.

The Pakistan Stock Exchange (PSX) demonstrated remarkable performance, with the benchmark KSE-100 index closing at 62,451 points as of December 29, 2023, compared to 40,420 points as of December 30, 2022. Similarly, market capitalization of PSX settled at Rs. 9,063 billion as of end of December 2023, compared to Rs. 6,501 billion by the end of corresponding last year.

Pakistan's economy is anticipated to be on path of recovery as the result of expected improvements in macroeconomic conditions and political stability. Increased economic activity, reduction in international oil prices, improved availability of agricultural produce and better business confidence will remain key factors in elevating GDP growth projections. SBP has projected domestic growth around 2-3% in FY'24 and inflation at 5-7% by the end of FY'25 whereas IMF has projected Pakistan's GDP to grow by 2.0% in FY'24 and 3.5% in FY'25.

Company's Performance Overview

During this challenging year, the Company has efficiently optimized its high-quality balance sheet with moderate growth whereas posted significant increase in net profits. In high interest scenario coupled with other economic uncertainties, the Company continued with a prudent approach in deploying funds. Net investments increased by 2.5 times and were recorded at Rs. 158,671 million as on December 31, 2023, compared to Rs. 44,808 million as on December 31, 2022.

Reflecting the quality of advances portfolio and effective risk management practices, the Company has one of the industry's lowest infection ratios. As of December 31, 2023, the Company's Net Infection Ratio was recorded at 0.78%. Additionally, the Company improved its Coverage Ratio to 86.35% by the end of 2023, compared to 56.78% at the end of the previous year.

Positive growth in average earning assets, improved spreads, and effective investment duration management resulted in healthy growth of 74% in net markup income of the Company which stood at Rs. 1,370 million for the year ended December 31, 2023.

Non markup income of the Company witnessed a growth of 93% during the year under review fee income, dividend income and capital gains all increased during the year but mainly attributable to the one-off capital gain on sale of Asset classified as held for sale disposal.

Profit after tax stood at Rs. 847 million for the year ended December 31, 2023 as against Rs. 503 million during previous year, denoting a remarkable growth of 69%. EPS of the Company was recorded at Rs. 1.41 for the year ended December 31, 2023 as against Rs. 0.84 for the year ended December 31, 2022. The Return on Assets (RoA) and Return on Equity (RoE) stood at 0.63% and 8.13%, respectively, on December 31, 2023. Furthermore, the Company's Capital Adequacy Ratio (CAR) was 26.58%, significantly exceeding the regulatory minimum of 11.5%, indicating the Company's strong capital base.

Recognizing the challenges for economy of Pakistan, the Company shall continue to take pragmatic measures to ensure effective risk management of the Company's assets through investments in technology and human resource development.

Entity Rating

VIS Credit Company Limited has reaffirmed the entity ratings of Pak Brunei Investment Company Limited at 'AA+/A-1+' (Double A Plus/A-One Plus). The long-term rating of 'AA+' signifies high credit quality, protection factors are strong. Risk is modest but may vary slightly from time to time because of economic conditions. The short-term rating of 'A-1+' signifies highest certainty of timely payment; short-term liquidity, including internal operating factors and/ or access to alternative sources of funds, is outstanding and safety is just below risk-free Government of Pakistan's short-term obligations Outlook on the assigned ratings is 'Stable'.

Corporate Governance

SBP vide BPRD Circular No. 5 dated November 22, 2021 has formulated a comprehensive Corporate Governance Regulatory Framework ("CGRF") for Banks/DFIs, to further strengthen the corporate governance regime and to align the same with international standards/principles. Pak Brunei continues to follow the best practices on corporate governance and the board of directors is committed to adopt and adhere to the best practices of good corporate governance.

SBP vide BPRD Circular No. 14 dated October 20, 2016 has advised that the requirement in terms of Prudential Regulation G-1 with regards to the applicability of Code of Corporate Governance (CCG) issued by the Securities and Exchange Commission of Pakistan shall not be applicable on DFIs. There has been no deviation from best practices highlighted in the Statement of Compliance with the best practices of Listed Companies (Code of Corporate Governance) Regulations, 2019.

Corporate and Financial Reporting Framework

The directors are pleased to declare that:

- The financial statements, prepared by management, present its state of affairs fairly, the results of its operations, cash flows and statement of changes in equity;
- Proper books of accounts have been maintained;
- Appropriate accounting policies are consistently applied in preparing financial statements and accounting estimates are based on reasonable and prudent judgment;
- International Financial Reporting Standards (IFRS), as applicable in Pakistan, have been followed in preparation of financial statements and any departures there from has been adequately disclosed and explained;
- The internal control system is sound in design and has been effectively implemented and monitored;

- There are no doubts about the Company's ability to continue as a going concern;
- There are no statutory payments on account of taxes, duties, levies and charges which are overdue outstanding as of 31 December 2023, except as disclosed in the annexed financial statements;
- Details of the aggregate remuneration of executives and non-executives Directors are included in note 38 of the financial statements;
- Following is the fair value of investments and bank balances as at 31 December 2023:
 - Provident Fund: PKR 67.076 million, based on unaudited financial statements.
 - Gratuity Fund: PKR 49.708 million, based on unaudited financial statements.
- Key operating and financial data for the last six years, in a summarized form, is given hereunder;

(Figures in PKR million unless stated otherwise)

	2017	2018	2019	2020	2021	2022	2023
Total Assets	29,869	48,793	57,773	40,253	51,450	79,938	188,070
Net Assets	10,456	9,961	10,549	10,733	10,232	10,003	10,839
Net Advances	18,768	20,330	18,771	19,134	20,300	24,208	19,610
Net Investments	7,679	26,117	31,817	17,483	26,247	44,805	158,671
Net Mark-up Income	553	719	734	768	866	789	1,370
Non-Mark-up Income	588	222	43	688	340	353	683
Profit before Tax	671	503	458	1033	704	744	1,210
Profit after Tax	470	276	366	718	481	503	847
Earnings per Share (PKR)	0.78	0.46	0.61	1.20	0.80	0.84	1.41
Dividend Pay-out (%)	5.00%	5.00%	5.00%	5.00%	5.00%	–	5.00%
Gross Infection Ratio (%)	5.00%	2.87%	3.10%	5.03%	4.89%	3.56%	5.44%
NPL Coverage Ratio (%)	30.33%	52.28%	66.22%	42.99%	53.69%	56.78%	86.35%

Composition of Board of Directors

As per the joint venture arrangement between the Government of Pakistan (GoP) and the Government of Brunei, the Company's board of directors comprises of four directors who are nominated by both Governments. At present, the composition of the Board is as follows:

Category	Names	Description
Independent Director	None	The Company has obtained relaxation from the State Bank of Pakistan in respect of the appointment of one independent director on the Board as required under BPRD Circular No. 04 of 2007.
Non-Executive Directors	Ms. Dk Noorul Hayati Pg Julaihi (Chairperson)	Nominated by the Government of Brunei
	Mr. Nasir Mahmood Khosa	Nominated by the Government of Pakistan
	Ms. Norakerteni Muhammad	Nominated by the Government of Brunei
Executive Director	Mr. S. M. Aamir Shamim	Nominated by the Government of Pakistan

Meetings of the Board

The Board of Directors of the Company held six meetings during the year ended December 31, 2023. The following directors attended the meetings:

Name	Meetings Attended
Ms. Dk Noorul Hayati Pg Julaihi	6
Mr. Nasir Mahmood Khosa	6
Ms Norakerteni Muhammad*	6
Mr. S. M. Aamir Shamim**	4

* On March 22, 2023 Ms. Norakerteni Muhammad became a director on the Board of Directors after receipt of fit and proper clearance from State Bank of Pakistan. She was nominated by the Brunei Investment Agency to replace of Mr. Sofian Mohammad Jani on the Board of Directors.

** On May 17, 2023 Mr. S. M. Aamir Shamim was appointed as Managing Director by the Government of Pakistan in place of Ms. Ayesha Aziz with immediate effect. The fit and proper clearance in this regard was received from State Bank of Pakistan on May 31, 2023. Four Board meetings were held after his appointment, which were duly attended by him.

Change in Directors

On March 22, 2023 Ms. Norakerteni Muhammad became a director on the Board of Directors after receipt of fit and proper clearance from State Bank of Pakistan. She was nominated by the Brunei Investment Agency to replace of Mr. Sofian Mohammad Jani on the Board of Directors.

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Board Committees

The Board has the following committees for providing support in strategic direction and enhanced oversight. The board committees function as per their respective Terms of Reference (TORs) approved by the Board. A brief description of the functions of each sub-committee, is as follows:

Board Audit Committee (BAC):

The Board Audit Committee reviews the adequacy and effectiveness of the Company's internal control environment, including financial and operational controls, accounting systems, and reporting structure. The Committee provides oversight of the Company's Internal Audit function; approves and monitors the progress of the annual audit plan; and ensures that the Internal Audit Function has adequate resources and is appropriately placed within the organization structure to maintain its independence. The BAC also reviews the financial statements and associated matters before recommending them to the Board for approval; as part of this process, the Committee also interacts with the External Auditors of the Company and recommends the appointment of the auditors to the Board. The BAC is also responsible for monitoring the implementation of new accounting standards.

Board Risk Management Committee (BRMC):

The Committee is responsible for oversight and advice to the Board on risk-related matters, including governance, with respect to the Company's risk appetite and profile. The BRMC also ensures the structure and completeness of the Company's internal risk framework in relation to the risk profile, and the development and maintenance of an independent, supportive and proactive risk management culture. The Committee also takes a forward-looking approach to ensure that evolving risks are identified and mitigated.

Board Human Resource and Remuneration Committee (BHRR):

The Committee recommends key Human Resources and Remuneration policies including major terms of employment and benefits, Performance Management and Compensation Plans for all key executives and other staff members. It also reviews and recommends policies for staff training, career development and succession planning in line with relevant regulatory requirements and best practices.

Meetings of the Board Committees

Name	Audit Committee		HR&R Committee		CRM Committee	
	Meeting held	Attendance	Meeting held	Attendance	Meeting held	Attendance
Ms. Dk Noorul Hayati Pg Julaihi	4	4	2	2	2	2
Mr. Nasir Mahmood Khosa	4	4	2	2	2	2
Mr. Sofian Mohammad Jani	N/A	N/A	2	1	N/A	N/A
Ms Norakerteni Muhammad*	4	4	2	1	N/A	N/A
Ms. Ayesha Aziz	N/A	N/A	N/A	N/A	2	1
Mr. S. M. Aamir Shamim**	N/A	N/A	N/A	N/A	2	1

* On March 22, 2023 Ms. Norakerteni Muhammad became a director on the Board of Directors after receipt of fit and proper clearance from State Bank of Pakistan. She was nominated by the Brunei Investment Agency to replace of Mr. Sofian Mohammad Jani on the Board of Directors.

** On May 17, 2023 Mr. S. M. Aamir Shamim was appointed as Managing Director by the Government of Pakistan in place of Ms. Ayesha Aziz with immediate effect. The fit and proper clearance in this regard was received from State Bank of Pakistan on May 31, 2023.

Directors' Remuneration

The Company has a policy for Directors' Remuneration. The policy is in line with the Prudential Regulations G-1 and / or BPRD Circular No. 03 of 2019 issued by the SBP.

Board Performance Evaluation

The Board has approved a formal process for the performance evaluation to be carried out on an annual basis. In this regard, an in-house approach has been adopted and quantitative techniques are implemented wherein scored questionnaires are used for Board evaluation. A scoring scale has been established in accordance with SBP guidelines. Furthermore, performance evaluations of the Board, its committees and individual directors are also conducted, facilitated by an external independent evaluator, at least every three years.

The scope covers evaluation of the full Board, individual Directors, Board Committees, the Chairman and the Managing Director. Final results of the annual evaluation are compiled and presented to the Board of Directors which it reviews to identify issues, weaknesses and challenges along with discussing an action plan as to how these can be adequately addressed. Recommendations from the evaluation exercise form the basis of the action plan which is agreed by the Board for implementation. Any areas of improvement identified during the evaluation are noted for appropriate action.

Internal Control over Financial Reporting (ICFR)

The Board of Directors hereby endorses the management's evaluation related to ICFR and overall Internal Controls.

Risk Management Framework

During the course of the year, the Company continued to further strengthen its risk management framework which has been developed over the years and continues to be refined and improved.

Credit risk is managed through the policies approved by the Board. These encompass a well-defined credit approval mechanism, use of internal risk ratings, prescribed documentation requirements, post-disbursement administration, monitoring of credit facilities as well as continuing assessment of credit worthiness of borrowers through periodic reviews. Credit Risk Management also established a mechanism for back testing of the credit scoring model which will be refined going forward. Decisions regarding the credit portfolio are taken by the Credit Committee. Credit Risk Management Committee of the Board provides overall guidance in managing the Company's credit risk. Significant risk issues are regularly reviewed to determine their impact on the Company's strategy as well as its subsidiaries given that Credit Risk Management is a shared function.

Market risk and Operational risks are managed through respective policies approved by the Board. In addition, the liquidity risk policy provides guidance in managing the liquidity position of the Company, which is monitored on a daily basis. Credit Risk Management Committee of the Board provides overall guidance in managing the Company's market and liquidity risks, capital adequacy, and integrated risk management all of which are covered under the Enterprise Risk Management function. Assessment of enterprise-wide integrated risk profile of the Company is carried out using the Basel Framework, Internal Capital Adequacy Assessment Process, and Stress Testing.

Corporate Social Responsibility

Pak Brunei remains committed towards proactive contributions to society. Throughout the year, it has undertaken a series of Corporate Social Responsibility (CSR) initiatives. Emphasizing an agile and professional work environment, the Company aims to augment gender diversity and uphold principles of equal opportunity. Another key focus is fostering environmental sustainability through green practices and tree plantations. These activities demonstrate the Company's dedication to promoting socially responsible citizenship.

Appointment of Auditors

The Auditors, M/s Yousuf Adil, Chartered Accountants, as the statutory auditor of the Company, have completed their assignment for the year ended December 31, 2023 and being eligible have offered themselves for reappointment. Therefore, the Board on the recommendation of the Audit Committee recommends the appointment of M/s Yousuf Adil, Chartered Accountants as statutory auditors of the Company for the year ending December 31, 2024.

Pattern of Shareholding

Shareholder	Shareholding (%)
Ministry of Finance – Govt. of Pakistan	49.99933%
Brunei Investment Agency	50.00000%
Secretary, Economic Affairs Division - Govt. of Pakistan	0.00067%

Dividend and Appropriation

Keeping in view the financial results of the Company, the Board of Directors of the Company has declared a final cash dividend @ 5% i.e., Re. 0.50 per share for the shareholders of the Company, in its meeting held on March 27, 2024. This is to be approved by shareholders in upcoming Annual General Meeting of the Company.

Subsequent Event

There have not been any material events that occurred subsequent to the date of the Statement of Financial Position that require adjustments to the attached financial statements.

Earning per share

Basic and Diluted (loss) / earnings per share have been disclosed in note 33 of the financial statements.

Future Outlook

The global economy is displaying indications of recovery as risks concerning future outlook are gradually diminishing. As a result, the IMF has revised its estimate of global growth at 3.1% in January 2024, marking an increase of 0.2% from the earlier estimate made in October 2023. Furthermore, the IMF has projected a decrease in global inflation to 5.8% in 2024 and 4.4% for 2025. On the domestic front, improvements in political and macroeconomic conditions are anticipated. The IMF has projected GDP to

grow by 2.0% in FY'24 and 3.5% in FY'25. Similarly, SBP has forecasted domestic growth to be around 2-3% in FY'24 with inflation expected to range between 5-7% by the end of FY'25.

We look forward to a future of sustained growth for the Company and an ever-increasing role in developing the resources and the people of our nation.

Acknowledgement and Appreciation

We appreciate our shareholders' trust and support – Government of Pakistan and Brunei Investment Agency – for their continued guidance and support. We appreciate the role State Bank of Pakistan and Securities & Exchange Commission of Pakistan continue to play in regulating the financial markets of Pakistan while providing us with an accommodating operating environment supportive of our unique business strategy.

We also acknowledge and appreciate the cooperation and valuable support of our employees, stakeholders, financial institutions and members of the Board of Directors. We at Pak Brunei Investment Company Limited, are proud of our commitment to excellence in quality of our services and providing value added solutions to our customers at all times.

For and on behalf of the Board of Directors

S. M. Aamir Shamim
Managing Director

Karachi
Date: March 27, 2024

Dk Noorul Hayati Pg Julaihi
Chairperson

ڈائریکٹرز کا معاوضہ

کمپنی کے پاس ڈائریکٹرز کے معاوضے کے لیے ایک پالیسی ہے۔ یہ پالیسی SBP کے جاری کردہ پریڈیٹنل ریگولیشنز G-1 اور/یا BPRD سرکلر نمبر 03 آف 2019 کے مطابق ہے۔

بورڈ کی کارکردگی کا اندازہ:

بورڈ نے سالانہ بنیادوں پر کارکردگی کی جانچ کے لیے ایک رسمی عمل کی منظوری دے دی ہے۔ اس سلسلے میں، اندرون خانہ طریقہ اپنایا گیا ہے اور مقدری اسلوب کو نافذ کیا گیا ہے جس میں بورڈ کی تشخیص کے لیے اسکور کیے گئے سوالنامے استعمال کیے جاتے ہیں۔ بورڈ کی کارکردگی کی درجہ بندی کرنے کے لیے SBP کے رہنما خطوط کے مطابق ایک اچھی طرح سے اسکورنگ اسکیل قائم کیا گیا ہے۔ مزید برآں، مجموعی طور پر بورڈ، اس کی کمیٹیوں اور انفرادی ڈائریکٹرز کی کارکردگی کا جائزہ بھی کم از کم ہر تین سال بعد ایک ہیرونی آزاد تشخیص کار کے ذریعے کیا جائے گا۔

بورڈ کی تشخیص کا دائرہ پورے بورڈ، انفرادی ڈائریکٹرز، بورڈ کمیٹیوں، چیئرمین اور چیئنگ ڈائریکٹرز کی تشخیص کا احاطہ کرتا ہے۔ سالانہ تشخیص کے حتمی نتائج مرتب کیے جاتے ہیں اور بورڈ آف ڈائریکٹرز کو پیش کیے جاتے ہیں جس کے مطابق یہ کسی بھی مسائل، کمزوریوں اور چیلنجوں کا جائزہ لیتا ہے اور اس کی نشاندہی کرتا ہے اور ایک ایکشن پلان پر بحث کرتا ہے کہ ان سے مناسب طریقے سے کیسے نمٹا جاسکتا ہے۔ تشخیصی مشق کی سفارشات ایکشن پلان کی بنیاد ہیں جس پر عمل درآمد کے لیے بورڈ نے اتفاق کیا ہے۔ تشخیص کے دوران بہتری کے کسی بھی شعبے کی نشاندہی مناسب کارروائی کے لیے کی جاتی ہے۔

مالیاتی رپورٹنگ پر اندرونی کنٹرول (ICFR)

بورڈ آف ڈائریکٹرز اس کے ذریعے ICFR اور مجموعی اندرونی کنٹرول سے متعلق انتظامیہ کی تشخیص کی توثیق کرتا ہے۔

انتظامیہ کے خطرے کا فریم ورک:

سال کے دوران، کمپنی نے اپنے انتظامیہ کے خطرے کے فریم ورک کو مزید مضبوط کرنا جاری رکھا جو گزشتہ سالوں میں تیار کیا گیا ہے اور اسے مزید بہتر بنایا جا رہا ہے۔

کریڈٹ رسک کا انتظام بورڈ کی منظور شدہ پالیسیوں کے ذریعے کیا جاتا ہے۔ ان میں کریڈٹ کی منظوری کا ایک اچھی طرح سے طے شدہ طریقہ کار، اندرونی خطرے کی درجہ بندیوں کا استعمال، دستاویزات کی توجیز کردہ ضروریات، تقسیم کے بعد کی انتظامیہ، کریڈٹ کی سہولیات کی نگرانی کے ساتھ ساتھ وفاقاً جائزوں کے ذریعے قرض لینے والوں کی کریڈٹ کی اہلیت کا مسلسل جائزہ شامل ہے۔ کریڈٹ رسک مینجمنٹ نے کریڈٹ اسکورنگ ماڈل کی بیک ٹیسٹنگ کے لیے ایک طریقہ کار بھی قائم کیا جسے آگے بڑھ کر بہتر کیا جائے گا۔ کریڈٹ پورٹ فولیو سے متعلق فیصلے کریڈٹ کمیٹی لیتی ہے۔ بورڈ کی کریڈٹ رسک مینجمنٹ کمیٹی کمپنی کے کریڈٹ رسک کے انتظام میں مجموعی رہنمائی فراہم کرتی ہے۔ کمپنی کی حکمت عملی کے ساتھ ساتھ اس کے ذیلی اداروں پر ان کے اثرات کا تعین کرنے کے لیے خطرے کے اہم مسائل کا باقاعدگی سے جائزہ لیا جاتا ہے کیونکہ کریڈٹ رسک مینجمنٹ ایک مشترکہ کام ہے۔

مارکیٹ رسک اور آپریشنل خطرات کا انتظام بورڈ کی طرف سے منظور شدہ متعلقہ پالیسیوں کے ذریعے کیا جاتا ہے۔ اس کے علاوہ، لیکویڈیٹی رسک پالیسی کمپنی کی لیکویڈیٹی پوزیشن کے انتظام میں رہنمائی فراہم کرتی ہے، جس کی روزانہ کی بنیاد پر نگرانی کی جاتی ہے۔ بورڈ کی کریڈٹ رسک مینجمنٹ کمیٹی کمپنی کی مارکیٹ اور لیکویڈیٹی کے خطرات، سرمائے کی مناسبت، اور مربوط رسک مینجمنٹ (جسے انٹرنل رسک مینجمنٹ بھی کہا جاتا ہے) کے انتظام میں مجموعی رہنمائی فراہم کرتی ہے۔ کمپنی کے انٹرنل رسک مینجمنٹ کو فروغ دینے کے لیے کمپنی کی لگن کو ظاہر کرتی ہیں۔

کارپوریٹ سماجی ذمہ داری:

پاک بروٹائی معاشرے میں فعال کردار ادا کرنے کے لئے پرعزم ہے۔ پورے سال کے دوران، اس نے کارپوریٹ سماجی ذمہ داری (CSR) اقدامات کا ایک سلسلہ شروع کیا ہے۔ چست اور پیشہ وارانہ کام کے ماحول پر زور دیتے ہوئے، کمپنی کا مقصد صنفی تنوع کو بڑھانا اور مساوی مواقع کے اصولوں کو برقرار رکھنا ہے۔ ایک اور اہم توجہ بہتر طریقوں اور درخت لگانے کے ذریعے ماحولیاتی پائیداری کو فروغ دینا ہے۔ یہ سرگرمیاں سماجی طور پر ذمہ دار شہریت کو فروغ دینے کے لئے کمپنی کی لگن کو ظاہر کرتی ہیں۔

آڈیٹرز کی تقرری:

آڈیٹرز، میسرز یوسف عادل، چارٹرڈ اکاؤنٹنٹس کے قانونی آڈیٹرز کے طور پر 31 دسمبر 2023 کو ختم ہونے والے سال کے لئے اپنی اسائنمنٹ مکمل کر چکے ہیں۔ لہذا بورڈ آڈٹ کمیٹی کی سفارش پر میسرز یوسف عادل، چارٹرڈ اکاؤنٹنٹس 31 دسمبر 2023 کو ختم ہونے والے سال کے لئے کمپنی کے قانونی آڈیٹرز کے طور پر تقرری کی سفارش کرتا ہے۔

حصص رکھنے کا نمونہ:

حصص کا مالک	ملکیت حصص (فیصد)
وزارت خزانہ۔ حکومت پاکستان	49.99933 فیصد
برونائی سرمایہ کاری ایجنسی	50.00000 فیصد
سیکرٹری، ڈویژن برائے اقتصادی امور۔ حکومت پاکستان	0.00067 فیصد

منافع اور اختصاص:

کمپنی کے مالیاتی نتائج کو مد نظر رکھتے ہوئے، کمپنی کے بورڈ آف ڈائریکٹرز نے 27 مارچ 2024 کو ہونے والی اپنی میٹنگ میں کمپنی کے حصص یافتگان کے لئے 5% فی حصص یعنی 0.50 روپے فی شیئر کا حتمی نقد منافع کا اعلان کیا ہے۔ اس کی منظوری کمپنی کی آئندہ سالانہ جنرل میٹنگ میں حصص یافتگان کو دی جائے گی۔

اس کے بعد کا واقعہ:

مالیاتی پوزیشن کے بیان کی تاریخ کے بعد کوئی ایسا مادی واقعہ نہیں ہوا ہے جس کے لیے منسلک مالی بیانات میں ایڈجسٹمنٹ کی ضرورت ہو۔

فی حصص آمدنی:

بنیادی اور گھٹا ہوا (نقصان) / فی حصص کی آمدنی مالی بیانات کے نوٹ 33 میں ظاہر کی گئی ہے۔

ترقی کی طرف گامزن:

عالمی معیشت، بحالی کے اشارے دکھا رہی ہے کیونکہ مستقبل کے نقطہ نظر سے متعلق خطرات بتدریج کم ہو رہے ہیں۔ اس کے نتیجے میں، آئی ایم ایف نے جنوری 2024 میں عالمی نمو کے اپنے تخمینے میں 3.1 فیصد کی نظر ثانی کی ہے، جو اکتوبر 2023 میں پہلے کے تخمینے سے 0.2 فیصد زیادہ ہے۔ مزید برآں، آئی ایم ایف نے 2024 میں عالمی افراتر میں 5.8 فیصد اور 2025 کے لیے 4.4 فیصد تک کی پیش گوئی کی ہے۔ ملکی محاذ پر، سیاسی اور معاشی حالات میں بہتری متوقع ہے۔ آئی ایم ایف نے مالی سال 24 میں جی ڈی پی میں 2.0 فیصد اور مالی سال 25 میں 3.5 فیصد اضافے کی پیش گوئی کی ہے۔ اسی طرح، SBP نے مالی سال 24 میں گھریلو نمو تقریباً 2-3 فیصد رہنے کی پیش گوئی کی ہے اور مالی سال 25 کے آخر تک افراتر 5-7 فیصد کے درمیان رہنے کی توقع ہے۔

اعتراف اور تعریف:

ہم اپنے حصص یافتگان، حکومت پاکستان اور برونائی انویسٹمنٹ ایجنسی کے ان کی مسلسل رہنمائی اور تعاون کے شکر گزار ہیں۔ ہم اسٹیٹ بینک آف پاکستان اور سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کے کردار کو سراہتے ہیں جو پاکستان کی مالیاتی منڈیوں کو ریگولیٹ کرنے میں اہم کردار ادا کر رہے ہیں اور ہمیں اپنی منفرد کاروباری حکمت عملی کے لیے موزوں آپریٹنگ ماحول فراہم کرتے ہیں۔

ہم اپنے ملازمین، حصہ دار، مالیاتی اداروں اور بورڈ آف ڈائریکٹرز کے ممبران کے تعاون اور قابل قدر تعاون کو بھی تسلیم کرتے ہیں اور ان کی تعریف کرتے ہیں۔ ہمیں پاک برونائی انویسٹمنٹ کمیٹی لمیٹڈ میں، اپنی خدمات کے معیار میں بہترین کارکردگی اور ہر وقت اپنے حصہ داروں کو اہم حالات فراہم کرنے کے عزم پر فخر ہے۔

بورڈ آف ڈائریکٹرز کے لیے اور ان کی جانب سے

ڈی کے نور الہیاتی پی جی جولا می

چیئر پرسن

ایس ایم عامر شمیم

چیئنگ ڈائریکٹر

کراچی

تاریخ: ۲۰۲۳ مارچ ۲۳

	2023	2022	2021	2020	2019	2018	2017
مجموعی اثاثے	188,070	79,938	51,450	40,253	57,773	48,793	29,869
خالص اثاثے	10,839	10,003	10,232	10,733	10,549	9,961	10,456
نہیں ملے اثاثے	19,610	24,208	20,300	19,134	18,771	20,330	18,768
خالص سرمایہ کاری	158,671	44,805	26,247	17,483	31,817	26,117	7,679
نہیں مارک اپ آمدنی	1,370	789	866	768	734	719	553
غیر مارک اپ آمدنی	683	353	340	688	43	222	588
منافع قبل از محصول	1,210	744	704	1033	458	503	671
لگن کے بعد منافع	847	503	481	718	366	276	470
ٹی شیئر آمدنی (PKR)	1.41	0.84	0.80	1.20	0.61	0.46	0.78
ڈیویڈنڈ پے آؤٹ (%)	5.00%	—	5.00%	5.00%	5.00%	5.00%	5.00%
مجموعی انکمشن کا تناسب (%)	5.44%	3.56%	4.89%	5.03%	3.10%	2.87%	5.00%
NPL کو ریج کا تناسب (%)	86.35%	56.78%	53.69%	42.99%	66.22%	52.28%	30.33%

بورڈ آف ڈائریکٹرز کی تشکیل:

حکومت پاکستان (GOP) اور حکومت برونائی کے درمیان مشترکہ منصوبہ بندی کے مطابق، کمپنی کا بورڈ آف ڈائریکٹرز چار ڈائریکٹرز پر مشتمل ہے جو دونوں حکومتوں کی جانب سے نامزد کیے گئے ہیں اس وقت بورڈ کی تشکیل حسب ذیل ہے:-

کمپنی	نام	تفصیل
آزاد ڈائریکٹر	کوئی نہیں	کمپنی نے 2007 کے BPRD سیکشن 4 کے تحت بورڈ پر ایک آزاد ڈائریکٹر کی تقرری کے سلسلے میں اسٹیٹ بینک آف پاکستان سے نئی حاصل کی ہے۔
نان ایگزیکٹو ڈائریکٹر	محترمہ ڈی کے نورالہی بی بی جی جولائی (جنیئر پرن)	برونائی کی حکومت کی طرف سے نامزد کیا گیا
	جناب ناصر محمود کوسو	پاکستان کی حکومت کی طرف سے نامزد کیا گیا
ایگزیکٹو ڈائریکٹر	محترمہ نور کرتینی محمد	برونائی کی حکومت کی طرف سے نامزد کیا گیا
	جناب ایس۔ ایم۔ عامر شمیم	پاکستان کی حکومت کی طرف سے نامزد کیا گیا

بورڈز کا اجلاس:

کمپنی کے بورڈ آف ڈائریکٹرز نے 31 دسمبر 2023 کو ختم ہونے والے سال کے دوران چھ اجلاس کیے۔ مندرجہ ذیل ڈائریکٹرز نے اجلاس میں شرکت کی:-

نام	اجلاس میں شرکت
محترمہ ڈی کے نورالہی بی بی جی جولائی	6
جناب ناصر محمود کوسو	6
محترمہ نور کرتینی محمد	6
جناب ایس۔ ایم۔ عامر شمیم	4

• 22 مارچ، 2023 کو محترمہ نور کرتینی محمد اسٹیٹ بینک آف پاکستان سے مناسب کلیئرنس ملنے کے بعد بورڈ آف ڈائریکٹرز میں ڈائریکٹر بن گئیں۔ انہیں برونائی انویسٹمنٹ ایجنسی نے بورڈ آف ڈائریکٹرز میں مسٹر صوفیان محمد جانی کی جگہ نامزد کیا تھا۔

• 17 مئی، 2023 کو جناب ایس ایم عامر شمیم کو حکومت پاکستان نے فوری طور پر محترمہ عائشہ عزیز کی جگہ ٹینگ ڈائریکٹر مقرر کیا تھا۔ اس سلسلے میں 31 مئی، 2023 کو اسٹیٹ بینک آف پاکستان سے مناسب کلیئرنس موصول ہوئی تھی۔ ان کی تقرری کے بعد بورڈ کے چار اجلاس منعقد ہوئے، جن میں انہوں نے شرکت کی۔

ڈائریکٹرز میں تبدیلی:

22 مارچ، 2023 کو محترمہ نور کرتینی محمد اسٹیٹ بینک آف پاکستان سے مناسب اور مناسب کلیئرنس ملنے کے بعد بورڈ آف ڈائریکٹرز میں ڈائریکٹر بن گئیں۔ انہیں برونائی انویسٹمنٹ ایجنسی نے بورڈ آف ڈائریکٹرز میں مسٹر صوفیان محمد جانی کی جگہ نامزد کیا تھا۔

17 مئی، 2023 کو جناب ایس ایم عامر شمیم کو حکومت پاکستان نے فوری طور پر محترمہ عائشہ عزیز کی جگہ ٹینگ ڈائریکٹر مقرر کیا تھا۔ اس سلسلے میں 31 مئی، 2023 کو اسٹیٹ بینک آف پاکستان سے مناسب اور مناسب کلیئرنس موصول ہوئی تھی۔ ان کی تقرری کے بعد بورڈ کے چار اجلاس منعقد ہوئے، جن میں انہوں نے شرکت کی۔

بورڈ کمیٹیاں:

بورڈ کے پاس اسٹریٹیجک سمت اور بہتر نگرانی میں مدد فراہم کرنے کے لیے درج ذیل کمیٹیاں ہیں۔ بورڈ کمیٹیاں بورڈ کی طرف سے منظور شدہ اپنے متعلقہ فرمز آف ریفرنس (TORS) کے مطابق کام کرتی ہیں۔ ہر ذیلی کمیٹی کے کاموں کی مختصر تفصیل حسب ذیل ہے:

بورڈ آؤٹ کمیٹی (BAC):

بورڈ آؤٹ کمیٹی مالیاتی اور آپریشنل کنٹرولز، اکاؤنٹنگ سسٹمز، اور رپورٹنگ کے ڈھانچے سمیت کمپنی کے اندرونی کنٹرول کے ماحول کی مناسبت اور تاثیر کا جائزہ لیتی ہے۔ کمیٹی کمپنی کے اندرونی آؤٹ فٹنشن کی نگرانی فراہم کرتی ہے۔ سالانہ آؤٹ پلان کی پیشرفت کی منظوری اور نگرانی کرتا ہے؛ اور اس بات کو یقینی بناتا ہے کہ اندرونی آؤٹ فٹنشن کے پاس مناسب وسائل ہیں اور اسے تنظیم کے ڈھانچے کے اندر اپنی آزادی کو برقرار رکھنے کے لیے مناسب طریقے سے رکھا گیا ہے۔ BAC بورڈ کو منظوری کے لیے سفارش کرنے سے پہلے مالیاتی گوشواروں اور متعلقہ معاملات کا بھی جائزہ لیتا ہے۔ اس عمل کے حصے کے طور پر، کمیٹی کمپنی کے بیرونی آڈیٹرز کے ساتھ بھی بات چیت کرتی ہے اور بورڈ کو آڈیٹرز کی تقرری کی سفارش کرتی ہے۔ BAC اکاؤنٹنگ کے نئے معیارات کے نفاذ کی نگرانی کے لیے بھی ذمہ دار ہے۔

بورڈ رسک مینجمنٹ کمیٹی (BRMC):

کمپنی خطرے سے متعلقہ معاملات پر بورڈ کو نگرانی اور مشورہ دینے کے لیے ذمہ دار ہے جس میں کمپنی کی خطرے کی بھوک اور پروفائل کے حوالے سے گورننس شامل ہے۔ BRMC رسک پروفائل کے سلسلے میں کمپنی کے اندرونی رسک فریم ورک کی ساخت اور مکمل ہونے کو بھی یقینی بناتا ہے، اور ایک آزاد، معاون اور فعال رسک مینجمنٹ کلچر کی ترقی اور دیکھ بھال کو بھی یقینی بناتا ہے۔ کمیٹی اس بات کو یقینی بنانے کے لیے آگے کی طرف متوجہ ہونے کا طریقہ بھی اختیار کرتی ہے کہ ابھرتے ہوئے خطرات کی نشاندہی اور ان میں تخفیف کی جائے۔

بورڈ انسانی وسائل اور معاوضہ کمیٹی (BHRRC):

کمپنی اہم انسانی وسائل اور معاوضے کی پالیسیوں کی سفارش کرتی ہے جس میں ملازمت اور فوئڈ کی اہم شرائط، تمام اہم ایگزیکٹوز اور عملے کے دیگر ارکان کے لیے کارکردگی کا انتظام اور معاوضے کے منصوبے شامل ہیں۔ یہ متعلقہ ریگولیٹری تقاضوں اور بہترین طریقوں کے مطابق عملے کی تربیت، کیریئر کی ترقی اور جانشینی کی منصوبہ بندی کے لیے پالیسیوں کا بھی جائزہ اور سفارش کرتا ہے۔

بورڈ کمیٹیوں کے اجلاس:

نام	آؤٹ کمیٹی		ہیومن ریسورس اور معاوضہ کمیٹی		کریڈٹ اینڈ رسک مینجمنٹ کمیٹی	
	منعقدہ اجلاس	حاضری	منعقدہ اجلاس	حاضری	منعقدہ اجلاس	حاضری
مس ڈی کے نورالہی بی بی جی جولائی	4	4	2	2	2	2
جناب ناصر محمود کوسو	4	4	2	2	2	2
جناب سفیان محمد جانی	N/A	N/A	2	1	N/A	N/A
مس نور کرتینی محمد	4	4	2	1	N/A	N/A
مس عائشہ عزیز	N/A	N/A	N/A	N/A	2	1
جناب ایس۔ ایم۔ عامر شمیم	N/A	N/A	N/A	N/A	2	1

• 22 مارچ، 2023 کو محترمہ نور کرتینی محمد اسٹیٹ بینک آف پاکستان سے مناسب کلیئرنس ملنے کے بعد بورڈ آف ڈائریکٹرز میں ڈائریکٹر بن گئیں۔ انہیں برونائی انویسٹمنٹ ایجنسی نے بورڈ آف ڈائریکٹرز میں مسٹر صوفیان محمد جانی کی جگہ نامزد کیا تھا۔

• 17 مئی، 2023 کو جناب ایس ایم عامر شمیم کو حکومت پاکستان نے فوری طور پر محترمہ عائشہ عزیز کی جگہ ٹینگ ڈائریکٹر مقرر کیا تھا۔ اس سلسلے میں 31 مئی، 2023 کو اسٹیٹ بینک آف پاکستان سے مناسب کلیئرنس موصول ہوئی تھی۔

ڈائریکٹرز رپورٹ

بورڈ آف ڈائریکٹرز کی جانب سے ہمیں 31 دسمبر 2023 کو ختم ہونے والے سال کے لیے پاک برونائی انویسٹمنٹ کمپنی لمیٹڈ ('دی کمپنی') کے آڈٹ شدہ مالیاتی گوشواروں کو پیش کرتے ہوئے خوشی ہو رہی ہے۔

مختصر اقتصادی نقطہ نظر:

عالمی معیشت نے 2023 میں جغرافیائی سیاسی تنازعات سے جاری غیر یقینی صورتحال اور وبائی امراض کے چھٹکوں اور ہنگامی کے وسیع دباؤ کے بعد پلائی چین میں مسلسل رکاوٹوں کے درمیان مسلسل ست روی کا سامنا کیا۔ ان چیلنجوں کے باوجود، عالمی نمو کا نقطہ نظر قدرے متوازن ہو گیا ہے، جس کی وجہ دنیا بھر میں مرکزی بینکوں کی جانب سے کیے گئے مالیاتی سخت اقدامات ہیں۔ ابتدائی اشارے توقع سے زیادہ تیزی سے بحالی کا مشورہ دیتے ہیں، افراط زر کا دباؤ کم ہونے لگا ہے۔

ان میکرو اکنامک عوامل کو مد نظر رکھتے ہوئے، بین الاقوامی مالیاتی فنڈ (IMF) نے 2023 اور 2024 کے لیے عالمی نمو %3.1 رہنے کا تخمینہ لگایا ہے۔ 2024 کے لیے IMF نے اپنے اکتوبر 2023 کے آؤٹ لک میں %2.9 کی سابقہ پیش گوئی سے عالمی نمو کے تخمینے کو ایڈجسٹ کیا، جس میں %0.2 اضافہ ہوا۔ آئی ایم ایف نے 2023 کے لیے ہیڈ لائن افراط زر کا تخمینہ %6.8 پر لگایا ہے، جو 2022 میں اپنے عروج سے کم ہے۔

پاکستان کی معیشت کو ملکی اور بیرونی میکرو اکنامک عوامل، سیاسی بے یقینی اور بلند افراط زر کی وجہ سے اہم چیلنجوں کا سامنا کرنا پڑا۔ ان مسائل نے ملکی جی ڈی پی میں کمی کا باعث بنا۔ تاہم، ان مشکلات کے باوجود، بہتری کے کچھ قلیل مدتی آثار نظر آئے ہیں۔ IMF نے FY'23 کے لیے گھریلو جی ڈی پی میں منفی نمو کے اپنے تخمینے میں %0.2- پر نظر ثانی کی ہے جو جولائی اور اکتوبر دونوں اپ ڈیٹس میں شائع کیے گئے %0.5- کے پچھلے تخمینوں سے قدرے بہتر ہے۔ اجناس کی مسلسل بلند قیمتیں اور بیرونی کھاتے پر جاری دباؤ کا اثر شرح مبادلہ اور افراط زر کی سطح پر ہوتا ہے۔ نتیجتاً، مالی سال 23 کے لیے سالانہ اوسط مہنگائی کی شرح %29.18 رہی، جو کہ مالی سال 22 میں ریکارڈ کی گئی %24.5 سے نمایاں اضافہ ہے۔

نسبتاً زیادہ افراط زر کے جواب میں، اسٹیٹ بینک آف پاکستان (SBP) نے پالیسی ریٹ میں اضافہ جاری رکھا، جس سے مالی سال 23 میں مجموعی طور پر 825 بیس پوائنٹس کا اضافہ ہو کر %22.0 تک پہنچ گیا۔ اسٹیٹ بینک نے مالی سال 23 میں پاکستان کی جی ڈی پی کا تخمینہ %0.2- لگایا اور مالی سال 24 کے لیے متوقع نمو کو %3-2 کی حد میں رکھا۔

کرنٹ اکاؤنٹ بیلنس دسمبر 2023 میں سرپلس میں تبدیل ہو کر 404 ملین امریکی ڈالر تک پہنچ گیا جبکہ دسمبر 2022 میں 365 ملین امریکی ڈالر کے خسارے کے مقابلے میں کرنٹ اکاؤنٹ بیلنس پر انٹری اور سیکنڈری انکم بیلنس کی وجہ سے قابل انتظام حد میں رہنے کی توقع ہے۔

پاکستان اسٹاک ایکسچینج (PSX) نے شاندار کارکردگی کا مظاہرہ کیا، بیچ مارک KSE-100 انڈیکس 30 دسمبر 2022 تک 40,420 پوائنٹس کے مقابلے میں 29 دسمبر 2023 تک 62,451 پوائنٹس پر بند ہوا۔ اسی طرح، PSX کی مارکیٹ کیپٹلائزیشن دسمبر 2023 کے اختتام تک 9,063 ملین روپے پر طے پائی، جو کہ گزشتہ سال کے اسی اختتام تک 6,501 ملین روپے تھی۔

میکرو اکنامک حالات اور سیاسی استحکام میں متوقع بہتری کے نتیجے میں پاکستان کی معیشت بحالی کی راہ پر گامزن ہونے کی توقع ہے۔ معاشی سرگرمیوں میں اضافہ، تیل کی بین الاقوامی قیمتوں میں کمی، زرعی پیداوار کی بہتر دستیابی اور بہتر کاروباری اعتماد جی ڈی پی کی نمو کے تخمینے کو بڑھانے کے اہم عوامل رہیں گے۔ اسٹیٹ بینک نے مالی سال 24 میں ملکی نمو تقریباً %3-2 اور مالی سال 25 کے آخر تک مہنگائی %7-5 رہنے کی پیش گوئی کی ہے جبکہ آئی ایم ایف نے مالی سال 24 میں پاکستان کی جی ڈی پی میں %2.0 اور مالی سال 25 میں %3.5 اضافے کی پیش گوئی کی ہے۔

کمپنی کی کارکردگی کا جائزہ:

اس مشکل سال کے دوران، کمپنی نے موثر طریقے سے اپنی اعلیٰ معیار کی بیلنس شیٹ کو معتدل ترقی کے ساتھ بہتر بنایا ہے جبکہ خالص منافع میں نمایاں اضافہ کیا ہے۔ دیگر اقتصادی غیر یقینی صورتحال کے ساتھ ساتھ اعلیٰ دلچسپی کے حالات میں، کمپنی نے فنڈز کی تعیناتی میں محتاط انداز اپنایا۔ خالص سرمایہ کاری میں %2.5 گنا اضافہ ہوا اور 31 دسمبر 2022 کو 44,808 ملین روپے کے مقابلے میں 31 دسمبر 2023 تک 158,671 ملین روپے ریکارڈ کیا گیا۔

ایڈوانس پورٹ فولیو کے معیار اور رسک مینجمنٹ کے موثر طریقوں کی عکاسی کرتے ہوئے، کمپنی کے پاس انڈسٹری کے سب سے کم انفیکشن ریشوز میں سے ایک ہے۔ 31 دسمبر 2023 تک، کمپنی کا نیٹ انفیکشن ریشو %0.78 ریکارڈ کیا گیا۔ مزید برآں، کمپنی نے 2023 کے آخر تک اپنا کوریج ریشو بہتر کر کے %86.35 کر دیا، جو پچھلے سال کے آخر میں %56.78 تھا۔

اوسط آمدنی والے اثاثوں میں مثبت نمو، بہتر اسپریڈز، اور سرمایہ کاری کے دورانیے کے موثر انتظام کے نتیجے میں کمپنی کی خالص مارک اپ آمدنی میں %74 کی صحت مند نمو ہوئی جو 31 دسمبر 2023 کو کم ہونے والے سال کے لیے 1,370 ملین روپے تھی۔

کاروبار اور مالیاتی کارکردگی کا جائزہ:

کمپنی کی غیر مارک اپ آمدنی میں سال کے دوران جائزہ فیس کی آمدنی، ڈیویڈنڈ کی آمدنی اور کیپٹل گین سبھی میں سال کے دوران %93 کا اضافہ دیکھا گیا لیکن SBP نے BPRD سرکلر نمبر 14 مورخہ 20 اکتوبر 2016 کے ذریعے مشورہ دیا ہے کہ شرائط میں ضرورت سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی طرف سے جاری کردہ کوڈ آف کارپوریٹ گورننس (CCG) کے اطلاق کے حوالے سے پریڈیکٹبل ریگولیشن G-1 کا اطلاق DFIs پر نہیں ہوگا۔

لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019 کے بہترین طریقوں کے ساتھ تھقیل کے بیان میں نمایاں کردہ بہترین طریقوں سے کوئی انحراف نہیں کیا گیا ہے۔

کارپوریٹ اور مالیاتی رپورٹنگ فریم ورک:

ڈائریکٹرز یہ اعلان کرتے ہوئے خوش ہیں کہ:

- انتظامیہ کی طرف سے تیار کردہ مالیاتی بیانات، اس کی حالت، اس کے کاموں کے نتائج، نقد بہاؤ اور ایکویٹی میں ہونے والی تبدیلیوں کے بیانات کو منصفانہ طور پر پیش کرتے ہیں۔
- کھاتوں کا مناسب حساب کتاب برقرار رکھا گیا ہے۔
- مالیاتی بیانات کی تیاری میں مناسب اکاؤنٹنگ پالیسیوں کا اطلاق مستقل طور پر کیا جاتا ہے اور اکاؤنٹنگ تخمینے معقول اور دانشمندانہ فیصلے پر مبنی ہوتے ہیں۔
- بین الاقوامی مالیاتی رپورٹنگ کے معیارات (IFRS)، جیسا کہ پاکستان میں لاگو ہوتا ہے، مالیاتی بیانات کی تیاری میں بیرونی کی گئی ہے اور وہاں سے کسی بھی روانگی کے بارے میں مناسب طور پر انکشاف اور وضاحت کی گئی ہے۔
- اندرونی کنٹرول سسٹم ڈیزائن میں درست ہے اور اسے موثر طریقے سے لاگو کیا گیا ہے اور اس کی نگرانی کی گئی ہے۔
- ایک جاری تشویش کے طور پر جاری رکھنے کی کمپنی کی صلاحیت کے بارے میں کوئی شک نہیں ہے۔
- ٹیکسز، ڈیوٹی، لیویز اور چارجز کی مد میں کوئی قانونی ادائیگی نہیں ہے جو ۳۱ دسمبر ۲۰۲۳ تک واجب الادا ہیں، سوائے اس کے کہ منسلک مالی بیانات میں ظاہر کیا گیا ہو۔
- ایگزیکٹوز اور نان ایگزیکٹوز ڈائریکٹرز کے مجموعی معاوضے کی تفصیلات مالیاتی بیانات کے نوٹ ۳۸ میں شامل ہیں۔
- 31 دسمبر 2023 تک سرمایہ کاری اور بینک بیلنس کی مناسب قیمت درج ذیل ہے:
 - پروویڈنٹ فنڈ: PKR 67.076 ملین غیر آڈٹ شدہ مالیاتی بیانات پر مبنی۔
 - گریجویٹ فنڈ: PKR 49.708 ملین غیر آڈٹ شدہ مالیاتی بیانات پر مبنی۔
- پچھلے چھ سالوں کا کلیدی آپریٹنگ اور مالیاتی ڈیٹا خلاصہ شکل میں یہاں دیا گیا ہے۔

15 Years Performance at a Glance

PKR in Million

	2023	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013	2012	2011	2010	2009
Balance Sheet															
Investments	158,671	44,805	26,247	17,483	31,817	26,117	7,679	16,658	16,850	24,247	27,431	7,121	25,741	9,868	8,416
Advances	19,610	24,208	20,300	19,134	18,771	20,330	18,768	13,996	10,237	7,386	6,800	5,776	4,647	2,468	1,732
Borrowings	174,594	68,320	40,285	27,763	45,152	36,890	13,976	20,493	14,544	18,090	26,392	2,417	23,360	5,943	5,297
Deposits and other accounts	–	55	50	830	620	725	4,751	2,913	4,218	5,164	567	2,825	979	844	395
Total Assets	188,070	79,938	51,450	40,253	57,773	48,793	29,869	34,391	29,115	32,901	35,508	14,046	32,544	14,369	12,131
Net Assets	10,839	10,003	10,232	10,733	10,549	9,960	10,456	10,429	9,684	9,139	8,246	8,581	7,928	7,343	6,306
Paid up Capital	6,000	6,000	6,000	6,000	6,000	6,000	6,000	6,000	6,000	6,000	6,000	6,000	6,000	6,000	5,000
Profit & Loss															
Mark up income	22,150	6,899	3,335	3,681	5,042	2,507	1,462	1,591	1,832	2,503	1,407	2,912	2,395	1,698	971
Mark up expense	20,780	6,110	2,469	2,913	4,307	1,788	908	1,084	1,279	2,036	969	2,045	1,469	778	207
Non mark up income	683	353	340	688	43	222	588	1,237	1,230	907	706	406	284	212	254
Non mark up expense	606	434	432	388	332	341	293	314	304	272	219	201	203	165	133
Gross income	22,833	7,252	3,675	4,369	5,085	2,729	2,050	2,828	3,062	3,410	2,113	3,318	2,679	1,910	1,225
Profit before provision and tax	1,447	708	774	1,067	445	599	849	1,430	1,479	1,102	925	1,072	1,007	963	885
Provisions	238	(35)	71	34	(13)	96	178	97	179	(4)	8	(4)	87	81	218
Profit before tax	1,210	744	704	1,033	458	503	671	1,333	1,300	1,106	917	1,076	920	882	667
Profit after tax	847	503	481	718	366	276	470	962	937	905	706	784	604	581	447
Taxation	362	241	222	315	–	–	–	–	–	–	–	–	–	–	–
Dividend paid	–	–	300	300	300	300	300	300	200	200	200	1,000	200	–	–
Investors information															
Profit before tax ratio	5.30%	10.25%	19.15%	23.64%	9.01%	18.43%	32.73%	47.14%	42.46%	32.43%	43.40%	32.43%	34.34%	46.18%	54.45%
Gross spread ratio	6.19%	11.44%	25.97%	20.86%	14.56%	28.68%	37.82%	31.87%	30.19%	18.70%	31.13%	29.77%	38.62%	54.18%	78.68%
Return on assets	0.63%	0.77%	1.05%	1.46%	0.69%	0.70%	1.46%	3.03%	3.02%	2.65%	2.85%	3.37%	2.57%	4.38%	5.06%
Return on equity	8.13%	4.97%	4.59%	6.75%	3.57%	2.70%	4.50%	9.57%	9.96%	10.41%	8.39%	9.50%	7.91%	8.51%	7.72%
Earning asset to total asset ratio	94.92%	94.67%	94.48%	93.28%	95.64%	95.29%	96.90%	96.21%	94.67%	96.38%	97.06%	94.06%	97.03%	95.27%	97.67%
EPS (Earning per share) PKR	1.41	0.84	0.80	1.20	0.61	0.46	0.78	1.60	1.56	1.51	1.18	1.31	1.01	0.98	0.89
Gross Infection Ratio	5.44%	3.56%	4.89%	5.03%	3.10%	2.87%	5.00%	3.17%	3.00%	0.03%	0.04%	0.05%	0.06%	0.27%	16.04%
Net Infection Ratio	0.78%	1.57%	2.32%	2.93%	1.07%	1.39%	3.54%	1.54%	1.52%	0.00%	0.00%	0.00%	-0.38%	-0.03%	14.83%
Capital Adequacy Ratio (CAR)	29.42%	29.42%	29.42%	26.64%	27.27%	24.50%	30.62%	25.59%	26.44%	33.80%	35.82%	59.76%	58.47%	84.61%	81.00%
Dividend payout	0.00%	0.00%	5.00%	5.00%	5.00%	5.00%	5.00%	5.00%	3.33%	3.33%	3.33%	16.67%	3.33%	–	–

Independent Auditor’s Review Report to the members of Pak-Brunei Investment Company Limited

Review Report on the Statement of Compliance contained in Listed Companies (Code of Corporate Governance) Regulations, 2019

We have reviewed the enclosed Statement of Compliance with the best practices of The Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors of Pak Brunei Investment Company Limited (the Company) for the year ended December 31, 2023 in accordance with the requirements of the Regulations to the extent as adopted by the Company.

The responsibility for compliance with the Regulations (as adopted) is that of the Board of Directors of the Company. Our responsibility is to review, to the extent where such compliance can be objectively verified, whether the Statement of Compliance reflects the status of the Company’s compliance with the provisions of the Regulations (as adopted) and report if it does not and to highlight any non-compliance with the requirements of the Regulations (as adopted). 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 adopted).

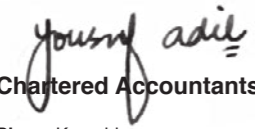
As a part of our audit of the financial statements we are required to obtain an understanding of the accounting and internal control systems sufficient to plan the audit and develop an effective audit approach. We are not required to consider whether the Board of Directors’ statement on internal control 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 (as adopted) 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 and also ensure compliance with the requirements of Section 208 of the Companies Act, 2017. We are only required and have ensured compliance of this requirement to the extent of the approval of the related party transactions by the Board of Directors upon recommendation of the Audit Committee.

Based on our review, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Company’s compliance, in all material respects, with the requirements contained in the Regulations as adopted by the Company for the year ended December 31, 2023. We draw attention to the following matters described in the enclosed Statement:

- The Regulations are not applicable on Development Financial Institutions (DFIs) vide BPRD Circular No. 14 dated October 20, 2016 issued by the State Bank of Pakistan. However, the Company has voluntarily adopted certain provisions of the Regulations as mentioned in the enclosed statement.

The engagement partner on the review resulting in this independent auditor’s review report is Hena Sadiq.


Chartered Accountants
Place: Karachi
Dated: April 18, 2024
UDIN: CR202310057rxEYpUilc

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

Pak Brunei Investment Company Limited
Year ended December 31, 2023

SBP vide BPRD Circular No. 14 dated October 20, 2016 has advised that the requirement in terms of Prudential Regulation G-1 with regards to the applicability of Code of Corporate Governance (CCG) issued by the Securities and Exchange Commission of Pakistan shall not be applicable on DFIs. However, it is expected that all DFIs will continue to follow the best practices on corporate governance. Accordingly, the Company has adopted certain provisions of the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the ‘Regulations’), as applicable.

Accordingly, the Statement of Compliance prescribed by SECP as given below has been adjusted to the extent the same has been adopted by the Company.

1. The total number of directors are four (4) as per the following-
Male: 02
Female: 02
2. As per the joint venture arrangement between Government of Pakistan (GoP) and Government of Brunei, the Company’s board of directors comprises of four directors who are nominated by both the Governments. At present, the composition of Board is as follows:

Category	Names	Description
Executive Director	Mr. S. M. Aamir Shamim	Nominated by the Government of Pakistan
Non-Executive Directors	Ms. Dk Noorul Hayati Pg Julaihi (Chairperson)	Nominated by the Government of Brunei
	Mr. Nasir Mahmood Khosa	Nominated by the Government of Pakistan
	Ms. Norakerteni Muhammad	Nominated by the Government of Brunei

The Company has obtained relaxation from the State Bank of Pakistan in respect of the appointment of one independent director on the Board.

Given that the directors are appointed by their respective governments, the company can fulfill the requirements necessary to constitute Board committees as stipulated in the Regulations to a certain extent only.

The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this company.

3. 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.
4. The Board has developed a vision/mission statement, overall corporate strategy and significant policies of the company. The Board has ensured that complete record of particulars of the significant policies along with their date of approval or updating is maintained by the company.
5. All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by the Board/shareholders as empowered by the relevant provisions of the Act and the Regulations.
6. 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 Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of the Board.

7. The Board have a formal policy and transparent procedures for remuneration of directors in accordance with the Act and these Regulations.
8. The Board meets the criteria of requirement of Directors' Training program.
9. Explanation for non-compliance with requirement of Regulation 32(7) is given below;

The delay in furnishing the management letter to the Board within the stipulated 45-day period was due to circumstances beyond our control. Specifically, the external auditors issued the management letter after the lapse of the specified timeframe.
10. The Board has approved appointment of Chief Financial Officer, Company Secretary and Head of Internal Audit, including their remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations;
11. Chief Financial Officer and Chief Executive Officer duly endorsed the financial statements before approval of the Board;
12. The Board has formed committees comprising of members given below.-

a) Audit Committee

Name of Director	Category
Mr. Nasir Mahmood Khosa	Chairman
Ms. Dk Noorul Hayati Pg Julaihi	Member
Ms. Norakerteni Muhammad	Member

b) Human Resource & Remuneration Committee

Name of Director	Category
Mr. Dk Noorul Hayati Pg Julaihi	Chairperson
Mr. Nasir Mahmood Khosa	Member
Ms. Norakerteni Muhammad	Member

c) Risk and Credit Management Committee

Name of Director	Category
Mr. Nasir Mahmood Khosa	Chairman
Mr. Dk Noorul Hayati Pg Julaihi	Member
Mr. S. M. Aamir Shamim	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 meetings (quarterly / half yearly / yearly) of the committee were as per following:

S. No.	Name of the Committee	Frequency of the meetings held during the year
a)	Audit Committee	Four times during the prior year for the approval of the quarterly, half-yearly and annual financial statements of the Company by the Board.
b)	Human Resource and Remuneration Committee	Twice during the year
c)	Risk and Credit Management Committee	Twice during the year

15. The Board has set up an effective internal audit function who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the company;

16. The statutory auditors of the company have confirmed that they have been given a satisfactory rating under the Quality Control Review program of the Institute of Chartered Accountants of Pakistan and registered with Audit Oversight Board of Pakistan, that they and all their partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the chief executive officer, chief financial officer, head of internal audit, company secretary or director of the company;
17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these Regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard;
18. We confirm that all requirements of regulations 3, 7, 8, 32, 33 and 36 of the Regulations have been complied with other than the exception noted in paragraph 9 above.

Dk Noorul Hayati Pg Julaihi

Karachi
Date: March 27, 2024

Statement of Internal Controls

The Board of Directors is ultimately responsible for the internal control system. It is the responsibility of the Company's management to establish and maintain an effective internal control system for an efficient working environment and to evaluate its efficacy by identifying control objectives, reviewing significant policies and procedures and monitoring its operating effectiveness.

The Company's internal control system has been designed to provide reasonable assurance regarding the effectiveness and efficiency of the Company's operations, reliability of financial information and compliance with applicable laws and regulations. All internal control systems have inherent limitations that they may not be able to prevent or detect material misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions or that the degree of compliance with the policies or procedures may deteriorate. However, control activities are ongoing processes that include identification, evaluation and management of significant risks faced by the Company.

The control activities are being closely monitored across the Company by Internal Audit Department, working independent of line management. In addition, Compliance Department is also in place to monitor control activities related to regulatory compliance. Internal Audit Department covers all activities in general and key risks areas in particular. The Audit Committee of the Board regularly reviews all significant and material findings of the internal and external auditors. Regular follow up reporting upon the audit finding is done by Compliance Department to the Audit Committee which ensures timely implementations to mitigate identified risks and to safeguard the interest of the Company.

An Annual Assessment on internal controls over financial reporting was conducted by the Internal Audit Department of the company, which was duly endorsed by Audit Committee of the Board. The observations identified and controls recommended in the report will be taken care of and necessary steps are being taken for their timely resolution.

The Company endeavours to follow the State Bank of Pakistan's guidelines on Internal Controls. The Company is continuously making efforts to ensure that an effective and efficient Internal Control System remains active and implemented. Based upon the results achieved from reviews and audits conducted during the year, management considers that the existing Internal Control System, including Internal Controls over Financial Reporting, is adequate and has been effectively implemented and monitored. The Board also endorses the above evaluation.

Ahmed Nooruddin Virani
Head – Internal Audit

Humaira Siddique
Chief Financial Officer

S. M. Aamir Shamim
Managing Director

Date: March 27, 2024

Independent Auditor's Report

To the members of Pak Brunei Investment Company Limited

Report on the Audit of the unconsolidated financial statements

Opinion

We have audited the annexed unconsolidated financial statements of **Pak Brunei Investment Company Limited ('the Company')**, which comprise the unconsolidated statement of financial position as at **December 31, 2023**, the unconsolidated statement of profit and loss account, the unconsolidated statement of comprehensive income, the unconsolidated statement of changes in equity and the unconsolidated cash flow statement for the year then ended, along with notes to the unconsolidated financial statements, including a summary of material accounting policy information and other explanatory information and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of the audit.

In our opinion and to the best of our information and according to the explanations given to us, the unconsolidated statement of financial position, the unconsolidated statement of profit and loss account, the unconsolidated statement of comprehensive income, the unconsolidated statement of changes in equity and the unconsolidated cash flow statement together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan, and, give the information required by the 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 December 31, 2023 and of the profit, the comprehensive loss, the changes in equity and its cash flow 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 Unconsolidated 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.

Information Other than the unconsolidated financial statements and Auditor's Report Thereon

Management is responsible for the other information. The other information comprises the information included in the Director's report for the year ended December 31, 2023, but does not include the unconsolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the unconsolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the unconsolidated 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 concluded that there is a material misstatement of this other information, we are required to report that fact. We have not been provided with the other information and therefore, do not report on it.

Responsibilities of Management and the Board of Directors for the unconsolidated financial statements

Management is responsible for the preparation and fair presentation of the unconsolidated financial statements in accordance with accounting and reporting standards as applicable in Pakistan, 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 unconsolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the unconsolidated 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 unconsolidated financial statements

Our objectives are to obtain reasonable assurance about whether the unconsolidated 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 unconsolidated 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 unconsolidated 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 unconsolidated 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 unconsolidated financial statements, including the disclosures, and whether the unconsolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

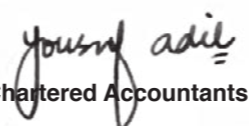
Based on our audit, we further report that in our opinion:

- a) proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);
- b) the unconsolidated statement of financial position, the unconsolidated statement of profit and loss account, the unconsolidated statement of comprehensive income, the unconsolidated statement of changes in equity and the unconsolidated cash flow statement 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;
- c) investments made, expenditure 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).

Other matter

The annual unconsolidated financial statements of the Company for the year ended December 31, 2022 was audited by another firm of Chartered Accountants who through their report dated April 13, 2023 expressed an unqualified opinion thereon.

The engagement partner on the audit resulting in this independent auditor's report is **Hena Sadiq**.



Chartered Accountants

Place: Karachi
Dated: March 29, 2024
UDIN: AR202310057ShIGw6Cfe

