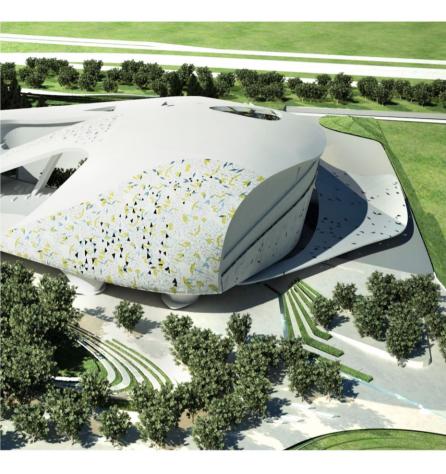
**3rd Quarterly Report** March 31, 2016 Standard Chartered Modaraba





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# **Modaraba Information**

Modaraba Company Standard Chartered Services of Pakistan (Pvt) Limited

Directors of Modaraba Company Mr. Khurram Shahzad Khan Chairman

Mr. Raheel Qamar Ahmad Managing Director/ Chief Executive

Syed Zaheer Mehdi Director

Mr. Najam Siddiqi Director

Mr. Shezad Arif Director

Company Secretary

Mr. Muhammad Siddique

### Audit Committee

Mr. Shezad Arif Chairman

Mr. Khurram Shahzad Khan Member

Mr. Najam Siddiqi Member

# Human Resource and Remuneration

# (HR&R) Committee

Syed Zaheer Mehdi Chairman

Mr. Raheel Qamar Ahmad Member

Mr. Shezad Arif Member

### **Shariah Advisor**

Mufti Faisal Ahmed

### Auditors

KPMG Taseer Hadi & Co. Chartered Accountants **Bankers/ Financial Institutions** 

Standard Chartered Bank (Pakistan) Limited (Saadiq) Bank Islami Pakistan Limited Meezan Bank Limited United Bank Limited (UBL Ameen) Habib Bank Limited (Islamic Banking)

### Legal Advisors

Fazle Ghani Adocates Izhar Law Associates Sirajul Haque & Co. Orr Dignam & Co Mohsin Tayabali & Co Liaquat Marchant Associates

### **Registered and Head Office**

Standard Chartered Bank Main Building, I. I. Chundrigar Road P. O. Box 5556, Karachi-74000 Phone: 32450000 Email : ask.scm@sc.com

### **Branch Offices**

Standard Chartered Bank Building Tufail Road, P. O. Box 6131 Lahore Cantt. Phone: (042) 36066277-80

Standard Chartered Bank Building 6-A, 2nd Floor, Union Arcade

F-7 Markaz, Islamabad Phone: (051) 8432329-30

### **Registrars & Share Registration Office**

Famco Associates (Private) Limited 8-F, Next to Hotel Faran, Nursery, Block 6, P.E.C.H.S., Shahra-e-Faisal, Karachi. Tel : (92-21) 34380101-5 Fax : (92-21) 34380106 Email: info.shares@famco.com.pk

### **Directors' Review**

### For the nine months period ended 31 March 2016

The Board of Directors of Standard Chartered Services of Pakistan (Private) Limited, the management company of Standard Chartered Modaraba is pleased to present the unaudited accounts for the nine months period ended 31 March 2016.

### 1. Economic Outlook

Domestic economic activity has picked up pace, driven by strong demand for consumption and investment. Looser monetary policy, Rupee stability, lower energy prices, as well as continued growth in workers' remittances inflows, have supported household discretionary incomes. Therefore, despite a weaker global economic outlook and ongoing fiscal consolidation, Pakistan's GDP growth is expected to accelerate to 4.4% in FY16 compared to 4.2% in FY15.

After declining in H1-FY16, inflation appears to have bottomed: annual CPI inflation rose to 3.9% for March 2015. Core inflation, measured by non-food non-energy (NFNE) index, has also edged up gradually over the past few months; for March, it increased 4.7% y/y. As such, the central bank has held its policy interest rate constant at 6% since September 2015.

FX Reserves recently crossed an all-time high, supported by capital and financial account inflows. The IMF programme remains on track with the tenth quarterly review recently completed. The programme is expected to conclude successfully by September 2016. The country's total FX reserves stood at USD 20.9bn by end-March 2016. Overseas workers' remittances are expected to grow around 6% during FY16 despite slower growth in GCC economies. The current account deficit is expected to be 1.3% of GDP for FY16 as a significant increase in non-oil imports (particularly for machinery) partially offsets the lower oil-import bill.

31 March

30 June

### 2. Financial Highlights

Financial results are summarized as under:

|   | JI Walch             | JU JUIIE             |
|---|----------------------|----------------------|
|   | 2016                 | 2015                 |
|   | (PKR '000')          | (PKR '000')          |
| Balance Sheet                                   |                      |                      |
| Certificate capital                             | 453,835              | 453,835              |
| Total equity                                    | 1,123,534            | 1,152,825            |
| Investment in Ijarah finance and Ijarah Assets  | 3,380,335            | 3,539,000            |
| Investments in Diminishing Musharika and Sukuks | 1,417,695            | 1,166,664            |
| Redeemable capital                              | 2,893,680            | 2,683,945            |
|   |                      |                      |
|   | Nine Months<br>ended | Nine Months<br>ended |
|   | 31 March             | 31 March             |
|   | 2016                 | 2015                 |
|   | (PKR '000')          | (PKR '000')          |
| Profit and Loss                                 |                      |                      |
| Revenue (net of Ijarah assets depreciation)     | 369,462              | 518,847              |
| Financial charges                               | 167,743              | 264,273              |
| Reversal of provisions / (provision) - net      | 10,295               | (20,862)             |
| Operating expenses                              | 73,262               | 71,606               |
| Profit before modaraba management               | 400 770              | 100 105              |
| company's remuneration                          | 138,752              | 162,105              |
| Net profit                                      | 120,475              | 140,594              |
|   |                      |                      |

### 3. Review of Operations

During the period under review the Modaraba's Gross revenue declined by 28.79% due to a steep 30% decrease in discount rate occurring since last year. Net profit also decreased by 14.31% from Rs. 140.59 million to Rs. 120.48 million as compared to the corresponding period last year but due to efficient management of financial charges which decreased by 36.53%, the steep top line reduction was stopped from full translation.

### **Directors' Review**

### For the nine months period ended 31 March 2016

The portfolio of Ijarah finance, Sukuk investment and Diminishing Musharika finances stood at Rs. 4,798 million compared to Rs. 4,706 million as at June 30, 2015 showing a marginal increase of 1.96% within the nine months period. Your Modaraba continued focusing on raisings funds from the general public through Certificates of Musharika (CoMs). Thus, the balance of CoMs has increased by 7.81% to Rs. 2,894 million, as at 31 March 2016 as compared to Rs. 2,684 million as at 30 June 2015. The asset portfolio has a good mix of multi-nationals, large and medium sized local corporates and selective SME relationships.

Your Modaraba maintains a well diversified asset portfolio comprising of plant & machinery, motor vehicles and equipment. Moreover, the sector wise exposure is closely monitored. During the period under review, the Modaraba booked fresh disbursements to the tune of Rs. 1,719 million as compared to Rs. 1,048 million during the corresponding period last year.

Your Modaraba, while remaining cautious and prudent, is focused to take benefit of good opportunities that add value to all stake holders. Our prudent and proactive risk management approach has always helped us to maintain a leading position in the Modaraba sector. We will continue to place emphasis on customer service with focus on quality clientele.

### 4. Credit Rating

The Pakistan Credit Rating Agency Limited (PACRA) has maintained the ratings of your Modaraba as AA+ (Double A plus) and A1+ (A one plus) for long-term and short-term respectively. These ratings indicate low expectation of credit risk and very strong capacity for timely payment of financial commitments.

On September 1, 2015, the Share and Certificate Purchase Agreement (SPA) was finalized and signed between Standard Chartered Bank (Pakistan) Limited (SCBPL) and Orix Leasing Pakistan Limited (OLP) for divestment of SCBPL shareholding in SCM to OLPL. As normal and routine practice, PACRA has placed the rating of SCM on Rating Watch until culmination of the transaction.

### 5. Acknowledgement

The Board appreciates the support of regulatory authorities, certificateholders, customers and business partners and looks forward to their support in future.

The Board also acknowledges the commendable efforts of the staff members of Standard Chartered Modaraba without which the Modaraba's success could not have been possible.

Khurram Khan Chairman Karachi: April 25, 2016

# **Condensed Interim Balance Sheet** As at March 31, 2016

|  | Note              | (Un-audited)<br>31 March<br>2016   | (Audited)<br>30 June<br>2015  |
|--|-------------------|--|---|
|  |                   | (Rup   | oees)   |
| ASSETS   |                   |  |   |
| Current assets<br>Cash and bank balances<br>Ijarah rentalis receivable<br>Advances, deposits, prepayments and other receivables<br>Current portion of Diminishing Musharika<br>Net investment in Ijarah finance<br>Taxation recoverable<br>Total current assets  | 5<br>6<br>7<br>8  | 484,951,776<br>89,338,702<br>54,181,094<br>-<br>242,329,532<br>370,000<br><u>3,461,114</u><br>874,632,218  | 267,884,031<br>92,594,883<br>93,675,982<br>291,075,993<br>370,000<br><u>5,918,628</u><br>751,519,517  |
| Non-current assets<br>Long-term portion of investment in Sukuk certificates<br>Long-term portion of Diminishing Musharika<br>Ijarah assets<br>Fixed assets in own use<br>Total non-current assets  | 7<br>8<br>9<br>10 | -<br>1,175,365,882<br>3,379,965,477<br><u>32,601,725</u><br>4,587,933,084  | -<br>875,587,862<br>3,538,629,592<br>14,510,870<br>4,428,728,324  |
| TOTAL ASSETS   |                   | 5,462,565,302  | 5,180,247,841   |
| LIABILITIES AND EQUITY   |                   |  |   |
| Current liabilities<br>Musharika finance<br>Current maturity of Musharika term finance arrangements<br>Current maturity of security deposits<br>Creditors, accrued and other liabilities<br>Advance Ijarah rentals received<br>Current portion of redeemable capital<br>Unclaimed profit distribution<br>Total current liabilities<br>Non-current liabilities<br>Long-term portion of Musharika term finance arrangement<br>Long-term portion of security deposits<br>Long-term portion of redeemable capital<br>Total non-current liabilities | 11<br>12<br>ts 12 | 68,276,945<br>265,318,745<br>194,110,409<br>191,340,046<br>59,222,788<br>1,909,565,000<br><u>54,969,888</u><br>2,742,803,821<br>175,000,000<br>437,112,217<br>984,115,000<br>1,596,227,217 | 22,521,193<br>387,091,664<br>170,402,000<br>208,722,973<br>36,987,366<br>840,805,000<br><u>33,843,488</u><br>1,700,373,684<br>68,545,829<br>415,363,799<br>1,843,140,000<br>2,327,049,628 |
| TOTAL LIABILITIES  |                   | 4,339,031,038  | 4,027,423,312   |
| CERTIFICATE HOLDERS' EQUITY  |                   |  |   |
| Certificate capital<br>Authorised certificate capital<br>50,000,000 (June 2015: 50,000,000) certificates of Rs 10  | each              | 500,000,000  | 500,000,000   |
| Issued, subscribed and paid-up certificate capital<br>28,500,000 (June 2015: 28,500,000) certificates of Rs 10 each fully paid in<br>16,883,530 (June 2015: 16,883,530) bonus certificates of Rs 10 e  |                   | 285,000,000<br>168,835,300<br>453,835,300  | 285,000,000<br>168,835,300<br>453,835,300   |
| Unappropriated profit<br>Other reserves  |                   | 138,188,397<br><u>531,510,567</u><br>1,123,534,264   | 173,502,431<br>525,486,798<br>1,152,824,529   |
| TOTAL LIABILITIES AND EQUITY   |                   | 5,462,565,302  | 5,180,247,841   |
| CONTINGENCIES AND COMMITMENTS  | 13                |  |   |

The annexed notes from 1 to 22 form an integral part of this condensed interim financial information.

For Standard Chartered Services of Pakistan (Private) Limited (Management Company)

Khurram Shahzad Khan

Chairman

heel Qamar Ahmad Chief Executive Rah

>

Syed Zaheer Mehdi Director

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# Condensed Interim Profit and Loss Account and Other Comprehensive Income (Unaudited)

# For the nine months period ended 31 March 2016

|  | Note            | Nine months<br>period ended<br>31 March 2016               | Nine months<br>period ended<br>31 March 2015                    | Three months<br>period ended<br>31 March 2016         | Three months<br>period ended<br>31 March 2015          |
|--|-----------------|--|---|---|--|
|  |                 |  | Rupe  | es  |  |
| Ijarah rentals earned<br>Income on Diminishing Musharika arrangements<br>Income on deposits with banks   |                 | 1,277,108,770<br>98,038,428<br>11,543,751<br>1,386,690,949 | 1,450,629,109<br>115,547,907<br>24,426,885<br>1,590,603,901     | 423,579,409<br>33,791,280<br>4,299,036<br>461,669,725 | 451,503,064<br>36,605,987<br>13,054,714<br>501,163,765 |
| Financial charges<br>Depreciation on assets under Ijarah arrangements<br>Impairment on assets under Ijarah arrangements  |                 | (167,742,929)<br>(1,040,640,423)<br>-<br>178,307,597       | (264,273,461)<br>(1,127,990,014)<br>(24,243,302)<br>174,097,124 | (55,619,050)<br>(349,913,304)<br>-<br>56,137,371      | (88,105,890)<br>(356,476,251)<br>-<br>56,581,624       |
| Reversal of provision in respect of Ijarah finances -<br>Reversal of provision in respect of Diminishing Mushar  |                 | 7,936,610<br><u>2,358,391</u><br>188,602,598               | 3,043,980<br><u>337,114</u><br>177,478,218                      | 881,668<br><u>1,123,010</u><br>58,142,049             | 2,041,440<br><u>112,371</u><br>58,735,435              |
| Other income<br>Administrative and operating expenses  |                 | 23,411,040<br>(73,261,871)<br>138,751,767                  | 56,233,286<br>(71,606,407)<br>162,105,097                       | 4,674,903<br>(25,262,518)<br>37,554,434               | 25,393,202<br>(26,839,747)<br>57,288,890               |
| Management Company's remuneration<br>Provision for services sales tax on Management Company<br>remuneration<br>Provision for Workers' Welfare Fund<br><b>Profit for the period before taxation</b> | y's<br>14<br>15 | (13,875,177)<br>(1,942,525)<br>(2,458,681)<br>120,475,384  | (16,210,510)<br>(2,431,577)<br>(2,869,260)<br>140,593,750       | (3,755,444)<br>(525,762)<br>(665,464)<br>32,607,764   | (5,728,889)<br>(754,518)<br>(1,016,109)<br>49,789,374  |
| Taxation   | 16              |  | -   |   | -  |
| Profit for the period after taxation Other comprehensive income for the period   |                 | 120,475,384  | 140,593,750   | 32,607,764  | 49,789,374   |
| Total comprehensive income for the period  |                 | 120,475,384  | 140,593,750   | 32,607,764  | 49,789,374   |
| Earnings per certificate - basic and diluted   |                 | 2.65   | 3.10  | 0.72  | 1.10   |

The annexed notes from 1 to 22 form an integral part of this condensed interim financial information.

For Standard Chartered Services of Pakistan (Private) Limited (Management Company)

Khurram Shahzad Khan

Chairman

Rah heel Camar Ahmad Chief Executive

5 Syed Zaheer Mehdi Director

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# **Condensed Interim Cash Flow Statement (Unaudited)** For the nine months period ended 31 March 2016

|  | lote | Nine months                    | Nine months                  |
|--|------|--------------------------------|------------------------------|
| n n  | lote | period ended                   | period ended                 |
|  |      | 31 March 2016                  | 31 March 2015                |
|  |      | Ru                             | Dees                         |
| CASH FLOWS FROM OPERATING ACTIVITIES   |      |                                | Jees                         |
| Profit for the period before taxation  |      | 120,475,384                    | 140,593,750                  |
| Adjustments for non-cash and other items:  |      |                                |                              |
| Depreciation / amortisation on fixed assets in own use   |      | 6.279.840                      | 6.429.771                    |
| Depreciation on Ijarah assets  |      | 1,040,640,423                  | 1,127,990,014                |
| Gain on disposal of Ijarah assets  |      | (20,064,174)                   | (54,171,017)                 |
| Impairment against Assets under Ijarah arrangements<br>Reversal of provision in respect of Ijarah finances - net                       |      | -<br>(7,936,610)               | 24,243,302                   |
| Reversal of provision in respect of Diminishing Musharika  |      | (2,358,391)                    | (3,043,980)<br>(337,114)     |
| Income on deposits with bank   |      | (11,543,751)                   | (24,426,885)                 |
| Profit on:   |      |                                |                              |
| <ul> <li>Redeemable capital</li> </ul>   |      | 125,067,044                    | 198,560,105                  |
| - Musharika finance  |      | 39,230                         | 79,838                       |
| <ul> <li>Musharika term finance arrangements</li> <li>Provision for services sales tax on Management Company's remuneration</li> </ul> |      | 21,703,267<br>1.942.525        | 35,357,382<br>2,431,577      |
| Provision for Workers' Welfare Fund  |      | 2,458,681                      | 2,869,260                    |
|  |      | 1,156,228,084                  | 1,315,982,253                |
|  |      | 1,276,703,468                  | 1,456,576,003                |
| Working capital changes  |      |                                |                              |
| (Increase) / decrease in operating assets  |      |                                |                              |
| Advances, deposits, prepayments and other receivables  |      | 40,512,194                     | 127,501,963                  |
| ljarah rentals receivable  |      | 11,192,791                     | 40,028,357                   |
| Diminishing Musharika<br>Purchase of assets under Ijarah arrangements  |      | (248,673,168)                  | 125,681,710<br>(957,426,345) |
| Proceeds from disposal of assets under ljarah arrangements   | \$   | (1,147,733,996)<br>285,821,862 | 792,990,838                  |
| ······································   | -    | (1,058,880,317)                | 128,776,523                  |
| Increase / (decrease) in liabilities   |      |                                |                              |
| Creditors, accrued and other liabilities<br>Advance ljarah rentals received  |      | (13,606,909)<br>22,235,422     | (74,914,846)<br>5,130,860    |
| Security deposits  |      | 45,456,827                     | (218,665,360)                |
|  |      | 54,085,340                     | (288,449,346)                |
|  |      | 271,908,491                    | 1,296,903,180                |
| Profit paid on   |      | (100 150 100)                  | (404 455 000)                |
| <ul> <li>Redeemable capital</li> <li>Musharika finances</li> </ul>   |      | (129,458,162)<br>(36,804)      | (181,155,899)<br>(146,788)   |
| <ul> <li>Musharika term finance arrangements</li> </ul>  |      | (23,033,118)                   | (42,154,162)                 |
| u u u u u u u u u u u u u u u u u u u  |      | (152,528,084)                  | (223,456,849)                |
| Taxes paid   |      | (1,167)                        | -                            |
| Net cash generated from operating activities   |      | 119,379,240                    | 1,073,446,331                |
| CASH FLOWS FROM INVESTING ACTIVITIES   |      |                                |                              |
| Fixed capital expenditure  |      | (24,370,695)                   |                              |
| Income on deposits with bank   |      | 10,526,445                     | 21,722,377                   |
| Net cash (used in) / generated from investing activities   |      | (13,844,250)                   | 21,722,377                   |
|  |      |                                |                              |
| CASH FLOWS FROM FINANCING ACTIVITIES<br>Redeemable capital less repayments   |      | 000 705 000                    | 200 405 000                  |
| Musharika term finance less repayments   |      | 209,735,000<br>(15,318,748)    | 386,135,000<br>(516,325,062) |
| Profit paid to certificate holders   |      | (128,639,249)                  | (131,661,618)                |
| Net cash generated from / (used in) financing activities   |      | 65,777,003                     | (261,851,680)                |
| Increase in cash and cash equivalents  |      | 171,311,993                    | 833,317,028                  |
| Cash and cash equivalents at the beginning of period   |      | 245,362,838                    | (140,904,321)                |
| Cash and cash equivalents at end of the period   | 17   | 416,674,831                    | 692,412,707                  |
|  |      |                                |                              |
|  |      |                                |                              |

The annexed notes from 1 to 22 form an integral part of this condensed interim financial information.

For Standard Chartered Services of Pakistan (Private) Limited (Management Company)

Khurram Shahzad Khan

Chairman

heel Qamar Ahmad Chief Executive Rah

> Syed Zaheer Mehdi Director

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# **Condensed Interim Statement of Changes in Equity (Unaudited)** For the nine months period ended 31 March 2016

|   |   | Reserves                               |                      |                          |               |               |
|---|---|--|----------------------|--------------------------|---------------|---------------|
|   | Paid-up<br>certificate<br>capital         | Premium on<br>modaraba<br>certificates | Statutory<br>reserve | Unappropriated<br>profit | Sub-total     | -<br>Total    |
|   |   |  | (                    | Rupees)                  |               |               |
| Balance as at 1 July 2014   | 453,835,300                               | 55,384,700                             | 431,008,050          | 153,276,827              | 639,669,577   | 1,093,504,877 |
| Total comprehensive income for the pe   | Total comprehensive income for the period |  |                      |                          |               |               |
| - Profit for the nine months period ended 31 March 2015                       | -   | •                                      | -                    | 140,593,750              | 140,593,750   | 140,593,750   |
| - Other comprehensive income  | -   |  | -                    | - 140.593.750            | - 140.593.750 | - 140.593.750 |
| Transactions with owners  | -   | -                                      | -                    | 140,593,750              | 140,593,750   | 140,593,750   |
| Profit distribution for the year ended 30 June 2014 @ Rs. 3 per certificate   | -   | -                                      | -                    | (136,150,590)            | (136,150,590) | (136,150,590) |
| Transfer to statutory reserve   | -   | -                                      | 28,118,750           | (28,118,750)             | -             | -             |
| Balance as at 31 March 2015   | 453,835,300                               | 55,384,700                             | 459.126.800          | 129,601,237              | 644,112,737   | 1,097,948,037 |
| Balance as at 1 July 2015   | 453,835,300                               | 55,384,700                             | 470,102,098          | 173,502,431              | 698,989,229   | 1,152,824,529 |
| Total comprehensive income for the pe   | riod                                      |  |                      |                          |               |               |
| - Profit for the nine months period ended 31 March 2016                       | -   | <u> </u>                               | · - ]                | 120,475,384              | 120,475,384   | 120,475,384   |
| - Other comprehensive income  | -   | -                                      |                      |                          |               | _             |
| Transactions with owners  | -   | -                                      | -                    | 120,475,384              | 120,475,384   | 120,475,384   |
| Profit distribution for the year ended 30 June 2015 @ Rs. 3.3 per certificate | -   | -                                      | -                    | (149,765,649)            | (149,765,649) | (149,765,649) |
| Transfer to statutory reserve   | -   | -                                      | 6,023,769            | (6,023,769)              | -             | -             |
| Balance as at 31 March 2016   | 453,835,300                               | 55,384,700                             | 476,125,867          | 138,188,397              | 669,698,964   | 1,123,534,264 |

The annexed notes from 1 to 22 form an integral part of this condensed interim financial information.

For Standard Chartered Services of Pakistan (Private) Limited (Management Company)

Khurram Shahzad Khan

Chairman

Rah heel Camar Ahmad Chief Executive

5 Syed Zaheer Mehdi

Director

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#### 1. STATUS AND NATURE OF BUSINESS

Standard Chartered Modaraba (the Modaraba) was formed under the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980 and the Rules framed thereunder and is managed by Standard Chartered Services of Pakistan (Private) Limited. The Management Company is a wholly owned subsidiary of Standard Chartered Bank (Pakistan) Limited. The address of its registered office is Standard Chartered Bank Building, I. I. Chundrigar Road, Karachi, Pakistan.

The Modaraba is a perpetual modaraba and is primarily engaged in leasing of plant, machinery, motor vehicles (both commercial and private), computer equipments, etc. The Modaraba may also invest in commercial and industrial ventures suitable for the Modaraba. The Modaraba is listed on the Pakistan Stock Exchange.

The Pakistan Credit Rating Agency Limited (PACRA) has assigned long term rating of AA+ and short term rating of A1+ to the Modaraba.

On 1 September 2015, Standard Chartered Bank (Pakistan) Limited has entered into a share and certificate purchase agreement with Orix Leasing Pakistan Limited with regard to proposed divestment of its 100% stake in Standard Chartered Services of Pakistan (Private) Limited (Modaraba's Management Company) and 20% stake (10% directly and 10% through Standard Chartered Services of Pakistan (Private) Limited) in Standard Chartered Modaraba. This transaction and its implementation is subject to satisfaction of various conditions including regulatory approvals contained in the agreements.

#### 2. BASIS OF PREPARATION

#### 2.1 Statement of compliance

This condensed interim financial information has been prepared in accordance with approved accounting standards as applicable in Pakistan for interim financial reporting. Approved accounting standards comprise of such International Financial Reporting Standards (IFRSs) issued by the International Accounting Standards Board and Islamic Financial Accounting Standards (IFAS) issued by the Institute of Chartered Accountants of Pakistan as are notified under the Companies Ordinance, 1984, the requirements of the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980, Modaraba Companies and Modaraba Rules, 1981 and the directives issued by the Securities and Exchange Commission of Pakistan (SECP). Wherever the requirements of the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980, Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980, Modaraba (Floatation and Control) Ordinance, 1980, Modaraba Companies and Modaraba Rules, 1981 or the directives issued by the SECP prevail.

The disclosures made in this condensed interim financial information have, however, been limited based on the requirements of International Accounting Standard 34; 'Interim Financial Reporting'. This condensed interim financial information does not include all the information addisclosures required in a full set of financial statements and should be read in conjunction with the annual published financial statements of the Modaraba for the year ended 30 June 2015.

The comparative balance sheet presented in this condensed interim financial information as at 31 March 2016 has been extracted from the audited financial statements of the Modaraba for the year ended 30 June 2015, whereas the comparative profit and loss account and other comprehensive income, cash flow statement and statement of changes in equily have been extracted from the condensed interim financial information for the period ended 31 March 2015.

#### 2.2 Functional and presentation currency

This condensed interim financial information is presented in Pakistani Rupees which is also the Modaraba's functional currency and all financial information presented has been rounded off to the nearest rupee.

#### 2.3 Significant accounting estimates and judgements

The preparation of this condensed interim financial information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. However, actual results may differ from these estimates. In preparing this condensed interim financial information the significant judgements made by the management in applying the Modaraba's accounting policies and the key sources of estimates and uncertainty were the same as those that were applied to the financial statements for the year ended 30 June 2015.

#### 3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted for the preparation of the condensed interim financial information are the same as those applied in the preparation of the annual financial statements of the Modaraba for the year ended 30 June 2015. Following standards became effective during the period:

#### 3.1 New, Amended And Revised Standards And Interpretations of IFRSs

IFRS 10 'Consolidated Financial Statements', IFRS 11 'Joint Arrangements', IFRS 12 'Disclosure of Interests in Other Entities' and IFRS 13 'Fair Value Measurements'. These standards became applicable from 1 January 2015, as per the adoption status of IFRS in Pakistan.

The application of IFRS 10, IFRS 11 and IFRS 12 did not have any impact on the financial statements of the Modaraba.

IFRS 13 Fair Value Measurement, consolidates the guidance on how to measure fair value, which was spread across various IFRS, into one comprehensive standard. It introduces the use of an exit price, as well as extensive disclosure requirements, particularly the inclusion of non-financial instruments into the fair value hierarchy. The application of IFRS 13 did not have an impact on the financial statements of the Modaraba, hence no additional disclosures are included in this interim financial information.

#### FINANCIAL RISK MANAGEMENT 4.

The financial risk management objectives and policies adopted by the Modaraba are consistent with those disclosed in the annual financial statements as at and for the year ended 30 June 2015.

#### CASH AND BANK BALANCES 5.

| CASH AND BANK BALANCES | Note | (Un-audited)<br>31 March<br>2016 | (Audited)<br>30 June<br>2015 |
|------------------------|------|----------------------------------|------------------------------|
| Balances with banks    | 5.1  | 104,281                          | 20,003,470                   |
| - in current accounts  |      | 484,818,077                      | 247,866,152                  |
| - in deposit accounts  |      | <u>29,418</u>                    | <u>14,409</u>                |
| Cash in hand           |      | 484,951,776                      | 267,884,031                  |

These include balances maintained with Standard Chartered Bank (Pakistan) Limited (a related party) amounting to Rs 40.372 million (June 2015: 35.577 million) and carry profit at rate ranging between 2.91% - 5.25% per annum (June 2015: 4.21% to 5.65%). The balances with banks in deposit accounts have been kept in order to comply with the requirement of guidelines issued by the Securities and Exchange Commission of Pakistan (SECP) with respect to the maintenance of prescribed liquidity against the Certificates of Musharika issued by the Modaraba. 5.1

(Un-audited)

(Audited)

#### 6. IJARAH RENTALS RECEIVABLE

|     |  | Note   | 31 March 2016                  | 30 June<br>2015                |
|-----|--|--------|--------------------------------|--------------------------------|
|     |  |        | (Ku)                           | Jees)                          |
|     | ljarah rentals receivable - considered good                  |        | 83,222,236                     | 88,351,245                     |
|     | ljarah rentals receivable - considered bad or doubtful       |        | 42,127,009                     | 58,195,219                     |
|     | Less: allowance for potential ljarah losses                  | 6.1    | (24,730,223)                   | (37,267,892)                   |
|     | Less: profit held in suspense                                | 6.2    | (11,280,320)<br>6,116,466      | (16,683,689)<br>4,243,638      |
|     |  |        | 0,110,400                      | 4,243,030                      |
|     |  |        | 89,338,702                     | 92,594,883                     |
| 6.1 | Allowance for potential Ijarah losses                        |        |                                |                                |
|     | Opening balance  |        | 37,267,892                     | 35,321,727                     |
|     | Charge / (reversal) for the period / year                    |        | (7,936,610)                    | 1,946,165                      |
|     | Amount written off during the period / year                  |        | (4,601,059)                    | -                              |
|     | Closing balance  |        | 24,730,223                     | 37,267,892                     |
| 6.2 | Profit held in suspense                                      |        |                                |                                |
|     | Opening balance  |        | 16,683,689                     | 20,189,295                     |
|     | Income suspended during the period / year - net              |        | (5,246,157)                    | (3,505,606)                    |
|     | Income write off during the period / year<br>Closing balance |        | (157,212)<br>11,280,320        | - 16,683,689                   |
|     | 0  |        | 11,200,320                     | 10,003,009                     |
| 7.  | INVESTMENT IN SUKUK CERTIFICATES                             |        |                                |                                |
|     | Held-to-maturity investments                                 |        |                                |                                |
|     | Investment in Sukuk certificates                             |        | 57,701,835                     | 57,701,835                     |
|     | Less: Provision in respect of Sukuk certificates             |        | (57,701,835)                   | (57,701,835)                   |
|     |  |        | -                              | -                              |
|     | Less: Current portion of investment in Sukuk Certification   | les    |                                |                                |
| 8.  | DIMINISHING MUSHABIKA  |        |                                |                                |
| 0.  | DIMINISHING MUSHARIKA  |        |                                |                                |
|     | - Staff  |        |                                |                                |
|     | Housing finance  |        | 37,297,242<br>2,131,626        | 33,237,567                     |
|     | Others   | 8.1    | 39,428,868                     | <u>1,614,549</u><br>34,852,116 |
|     | - Other Customers  |        |                                |                                |
|     | Housing finance<br>Others                                    |        | 725,911,464<br>673,079,720     | 623,803,308<br>531,091,460     |
|     | Less: Provision in respect of Diminishing Musl               | narika | (20,724,638)                   | (23,083,029)                   |
|     |  |        | 1,378,266,546                  | 1,131,811,739                  |
|     |  |        | 1,417,695,414                  | 1,166,663,855                  |
|     | Less: current portion of Diminishing Musharika               |        | (242,329,532)<br>1,175,365,882 | (291,075,993)<br>875,587,862   |
|     |  |        | 1,173,303,002                  | 010,001,002                    |

This includes diminishing musharika facility availed by key management personnel with respect to housing finance and personal finance amounted to Rs 18.836 million (June 2015:Rs 26.010 million) and Rs 1.222 million (June 2015:Rs 0.531 million) respectively. 8.1.

| 9. | IJARAH ASSETS                                 | Note | (Un-audited)<br>31 March<br>2016<br>(Rup | (Audited)<br>30 June<br>2015<br>wees) |
|----|---|------|--|---------------------------------------|
|    | ljarah contracts - accounted for under IFAS 2 |      | 3,379,965,477                            | 3,538,629,592                         |

The following additions to and disposals of Ijarah assets have been made during the period: 9.1

|                                     | (Un-audited)<br>31 March<br>2016<br>(Rupe | (Un-audited)<br>31 March<br>2015<br>ees) |
|-------------------------------------|---|--|
| Additions at cost during the period | 551,060,140                               | 523,119,293                              |
| - Plant, machinery and equipments   | 596,673,856                               | 434,307,052                              |
| - Motor vehicles                    | 1,147,733,996                             | 957,426,345                              |
| Disposals at cost during the period | 509,729,160                               | 1,156,983,945                            |
| - Plant, machinery and equipments   | 758,613,715                               | 839,809,605                              |
| - Motor vehicles                    | <u>1,268,342,875</u>                      | 1,996,793,550                            |

ljarah facility extended to key management personnel as per HR policies having net book value 9.2 amounting to Rs. 4.367 million (June 2015: Rs. 1.732 million).

#### FIXED ASSETS IN OWN USE 10.

|                   |      | (Unaudited)<br>31 March<br>2016 | (Audited)<br>June 30,<br>2015 |
|-------------------|------|---------------------------------|-------------------------------|
|                   |      | Rupee                           | S                             |
| Tangible assets   |      | -                               | 93,908                        |
| Intangible assets |      | 8,231,030                       | 14,416,962                    |
| WIP               | 10.1 | 24,370,695                      | -                             |
|                   |      | 32.601.725                      | 14.510.870                    |

10.1 This include payments made to contractors for construction of new offices.

#### MUSHARIKA FINANCE 11.

Musharika with:

- an associated undertaking - secured

22 521 193 11.1 68,276,945

11.1 The total facility for musharika finance available from Standard Chartered Bank (Pakistan) Limited amounts to Rs 500 million (June 2015: Rs 500 million) and carries profit of Re 0.2052 (June 2015: Re 0.2453) per rupee one thousand per day. The facility is secured against a specific charge over moveable leased out assets of the Modaraba along with the associated receivables and is due to mature on December 31, 2016.

#### MUSHARIKA TERM FINANCE 12

| Musharika with other banks                      | 440,318,745   | 455,637,493   |
|---|---------------|---------------|
| Less: Current portion of musharika term finance | (265,318,745) | (387,091,664) |
|   | 175,000,000   | 68,545,829    |

#### CONTINGENCIES AND COMMITMENTS 13

#### 13.1 Contingencies

An agreement was executed between Haleeb Foods Limited and the consortium of financial institutions. As per the terms of the agreement, Meezan Bank Limited had to provide working capital facilities to the tune of Rs. 425 million to Haleeb Foods Limited which were subsequently enhanced to Rs. 700 million. Inland usance letter of credit facility of Rs. 96.12 million to Haleeb Foods Limited was initially extended by consortium of financial institutions on standalone basis. However, upon enhancement of facilities to Rs. 700 million, the enhanced amount incorporated the said facility as a sublimit of the revised agreement. The Modaraba's share out of the working capital line was Rs. 39,34 million which was to be provided in the form of letter of credit and Ijarah finance. The letters of credit (LCs) were established by Meezan Bank Limited on behalf of the consortium and the outstanding balance of the Modaraba's share against LCs was Rs. 15.684 million as at 31 March 2016.

### 13.2 Commitments

The Modaraba has issued letter of comfort to Bank Alfalah Limited equal to an amount of Rs. 39.43 million on behalf of Tariq Glass Industries Limited.

#### PROVISION FOR SERVICES SALES TAX ON MANAGEMENT COMPANY'S REMUNERATION 14

Pursuant to Order number SRB-COM-I/AC-V/Mgt/SCSOP/5878/2012 of the Sindh Revenue Board (SRB) dated April 22, 2013, the Modaraba has recorded a provision in respect of Sindh sales tax on Management Company's remuneration at applicable rates with effect from November 1, 2011. The Management Company has filed an appeal before the Appellate Tribunal SRB against this order. The Appellate Tribunal SRB through its order dated 19 February 2016 allowed the appeal and set aside the order-in-original and order-in-appeal.

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#### 15 PROVISION FOR WORKERS' WELFARE FUND

The Finance Act, 2008 introduced an amendment to the Workers' Welfare Fund Ordinance, 1971 (WWF Ordinance) due to which the Modaraba became liable to pay contribution to Workers' Welfare Fund (WWF) at the higher of the profit before taxation as per the financial statements or the return of income.

Provision for WWF has been netted off against taxation recoverable.

#### 16. TAXATION

As per the Second Schedule to the Income Tax Ordinance, 2001, the income of a non-trading modaraba is exempt from income tax provided that it distributes at least 90% of its profits to its certificate holders for the year after making appropriation for statutory reserves. The Modaraba intends to continue to avail this exemption by distributing 90% of its profits to its certificate holders after making appropriation to statutory reserves for the year ending 30 June 2016. Accordingly, no provision in respect of current and deferred taxation has been made in this condensed interim financial information.

#### 17. CASH AND CASH EQUIVALENTS

Cash and cash equivalents included in the cash flow statement comprise of the following balance sheet amounts: (Un-audited) (Un-audited)

|   | Note    | 31 March<br>2016                           | 31 March<br>2015                          |
|---|---------|--|---|
| Cash and bank balances<br>Musharika finance | 5<br>11 | 484,951,776<br>(68,276,945)<br>416,674,831 | 696,835,915<br>(4,423,208)<br>692,412,707 |

### 18. RELATED PARTIES TRANSACTIONS

The related parties of the Modaraba include the management company, staff retirement funds, directors and key management personnel and Standard Chartered Bank (Pakistan) Limited. Transactions with related parties other than remuneration and benefits to key management personnel (which are employed by the management company) under the terms of their employment are as follows: Nine months Nine months

|   | period ended<br>31 March 2016 | period ended<br>31 March 2015 |
|---|-------------------------------|-------------------------------|
|   | (Un-audited)                  | (Un-audited)                  |
| Standard Chartered Bank (Pakistan) Limited  | (Rupees)                      |                               |
| - Holding Company of the Management Company<br>Profit on Musharika finance        | 39.230                        | 79.838                        |
| Profit on Musharika term finance  | -                             | 4,632,427                     |
| Profit on deposit account   | 1,133,667                     | 3,908,303                     |
| Bank charges and commission   | 20,643,594                    | 29,564,435                    |
| Charge for reimbursement of miscellaneous expenses                                | 4,205,763                     | 6,438,735                     |
| Profit distribution   | 14,976,565                    | 13,615,059                    |
| Staff retirement benefits funds   |                               |                               |
| Contribution to the staff provident fund  | 1,855,849                     | 1,739,963                     |
| Contribution to the staff gratuity fund   | 1,526,752                     | 1,434,064                     |
| Reimbursement from staff gratuity fund  | -                             | 1,122,953                     |
| Standard Chartered Services of Pakistan (Private) Limited<br>- Management Company |                               |                               |
| Management company's remuneration   | 13.875.177                    | 16.210.510                    |
| Profit distribution   | 14,976,565                    | 13,615,059                    |
| Key Management Personnel  |                               |                               |
| Salaries and benefits   | 22,318,877                    | 23,729,412                    |
| Contribution to the staff provident fund  | 802,670                       | 824,184                       |
| Contribution to the staff gratuity fund   | 668,616                       | 686,547                       |
| Income earned on DM finances  | 1,824,835                     | 2,938,370                     |
| Ijarah rental earned on Ijarah finances   | 1,026,890                     | 1,648,437                     |
| Profit on Redeemable Capital  | 125,289                       | 336,425                       |
| Number of persons   | 6                             | 7                             |

The Modaraba enters into transactions with related parties for borrowings under Musharika finances and other general banking services. These transactions are based on a transfer pricing policy under which all transactions are carried out on agreed terms. The balances with related parties other than balances that have been disclosed in the respective notes are as follows:

|   | (Unaudited)<br>31 March<br>2016 | June 30,<br>2015         |
|---|---------------------------------|--------------------------|
|   | Rupees                          |                          |
| Standard Chartered Bank (Pakistan) Limited - Holding Company<br>Advances, deposits, prepayments and other receivables<br>Creditors, accrued and other liabilities | 30,790,393<br>1,802,763         | 51,733,460<br>18,360,977 |
| Standard Chartered Services of Pakistan (Private) Limited<br>- Management Company<br>Management company's remuneration payable<br>Other receivable                | 13,875,177<br>-                 | 22,537,787<br>189,447    |
| Key Management Personnel<br>Redeemable Capital  | 1,000,000                       | 4,200,000                |

(Audited)

(I I manualitad)

#### 19 SEGMENT INFORMATION

As per IFRS 8: "Operating Segments", operating segments are reported in a manner consistent with the internal reporting used by the chief operating decision-maker. The Chief Executive Officer of the Management Company has been identified as the chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments

The Chief Executive Officer is responsible for the Modaraba's entire product portfolio and considers the business to have a single operating segment. The Modaraba's asset allocation decisions are based on a single integrated investment strategy and the Modaraba's performance is evaluated on an overall basis.

The internal reporting provided to the Chief Executive Officer for the Modaraba's assets, liabilities and performance is prepared on a consistent basis with the measurement and recognition principles of approved accounting standards as applicable in Pakistan.

The Modaraba is domiciled in Pakistan. All of the Modaraba's income is from investments in entities incorporated in Pakistan.

The Modaraba has a diversified product portfolio whereby resources have been allocated.

The Modaraba also has a diversified certificate holder population. As at 31 March 2016, there were only two (June 2015: two) certificate holders who each held more than 10% of the Modaraba's certificate capital. Their holdings were 10% and 10% (June 2015: 10% and 10%) respectively.

#### CORRESPONDING FIGURES 20

Corresponding figures have been rearranged or reclassified wherever necessary for the purpose of comparison and better presentation. There were no major reclassifications in this condensed interim financial information during the current period.

#### DATE OF AUTHORISATION 21.

This condensed interim financial information was authorised for issue on April 25, 2016 by the Board of Directors of the Management Company.

#### 22. GENERAL

Figures have been rounded off to the nearest rupee

For Standard Chartered Services of Pakistan (Private) Limited (Management Company)

Khurram Shahzad Khan

Chairman

el Qamar Ahmad Rał Chief €xecutive

fish Syed Zaheer Mehdi Director

modaraba.standardchartered.com

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