

# PARTNERS IN SUCCESS



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## Modaraba Information

Modaraba Management Company  
Eman Management (Private) Limited

Directors of Modaraba Company  
Mr. Muhammad Saeed  
Chairman

Mr. Giasuddin Khan  
Chief Executive

Mr. Joozer Jiwa Khan  
Non-Executive Independent Director

Mr. Nasim Ahmed  
Non-Executive Director

Mr. Ali Akbar Abdullah  
Non-Executive Director

Chief Operating Officer  
Mr. Tasneem Chowdhrey

Chief Financial Officer  
Mr. Abid Hussain Awan

Company Secretary  
Mr. M. Jamal Ahmedani

Head of Internal Audit  
Ms. Oraiba Shahzad

Audit Committee  
Mr. Joozer Jiwa Khan  
Chairman

Mr. Nasim Ahmed  
Member

Mr. Ali Akbar Abdullah  
Member

Human Resource and Remuneration  
(HR&R) Committee

Mr. Joozer Jiwa Khan  
Chairman

Mr. Nasim Ahmed  
Member

Mr. Giasuddin Khan  
Member

Mr. Ali Akbar Abdullah  
Member

Shariah Advisor  
Mufti Ibrahim Essa

Auditors  
BDO Ebrahim & Co  
Chartered Accountants

Bankers/ Financial Institutions  
BankIslami Pakistan Limited  
MCB Islamic Bank Limited  
HBL Islamic Bank  
Bank of Khyber  
Meezan Bank Limited  
National Bank of Pakistan

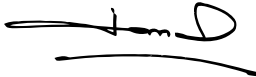
Legal Advisor  
Mr. M. Hashim Lodhi

Registered and Head Office  
Plot # 9, sector 24,  
Korangi Industrial Area, Karachi,  
Phone: 021-111-676-676

Registrars & Share Registration Office  
Central Depository Company of Pakistan  
Limited,  
CDC House, 99-B, Block-B, S.M.C.H.S.,  
Main Shahr-e-Faisal Karachi.

## Notice of Annual Review Meeting

Notice is hereby given that the 1st Annual Review Meeting of certificate-holders of Orient Rental Modaraba will be held on Saturday, 27 October 2018 at 07:00 p.m. at the Registered Office of EMAN Management (Private) Limited situated at Plot No. 9, Sector 24, Korangi Industrial Area, Karachi to review the performance of the Modaraba for the period ended 30 June 2018.



On behalf of the Board  
M. Jamal Ahmedani  
Company Secretary  
Eman Management (Private) Limited  
Manager of Orient Rental Modaraba  
26 September 2018  
Karachi

### Notes:

1. The certificate transfer books shall remain closed from Friday, 19 October 2018 to Saturday, 27 October 2018 (both days inclusive). Transfers received in order at the office of the Registrar of Orient Rental Modaraba i.e. M/s Central Depository Company of Pakistan Limited, before the close of business hours on Thursday, 18 October 2018 will be treated as in time for the purpose of entitlement to dividend to the transferees and to attend the Annual Review Meeting.
2. The Certificate holders are advised to notify change in their address, if any, to the Share Registrars, M/s Central Depository Company of Pakistan Limited at its Head Office CDC House, 99-B, Block 'B', SMCHS, Main Shahra-e-Faisal, Karachi – 74400, Telephone No: 021-111-111-500, Fax No: 021-34326040.
3. For attending the Meeting:
  - i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his identity by showing his original CNIC or original passport at the time of attending the Meeting.
  - ii) In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced at the time of the Meeting.
4. In terms of Securities and Exchange Commission of Pakistan's (SECP) S.R.O. 634 (I)/ 2014, the Annual Report for the period ended 30 June 2018 will also be placed on Modaraba's website simultaneously with the dispatch of the same to the certificate holders.



## 5. Deduction of withholding tax on the amount of Dividend

The Government of Pakistan through Finance Act, 2014 has made certain amendments in section 150 of the Income Tax Ordinance, 2001 whereby different rates are prescribed for deduction of withholding tax on the amount of dividend paid by the companies. Further, the Government of Pakistan through Finance Act, 2017 has revised the withholding tax rates as under:

- (a) Rate of tax deduction for the filer(s) of income tax returns: 15%
- (b) Rate of tax deduction for the non-filer(s) of income tax returns: 20%

To enable the company to make tax deduction on the amount of cash dividend @ 15% instead of 20%, all the certificate holders whose names are not entered into the Active Tax-payers List (ATL) provided on the website of FBR, despite the fact that they are filers, are advised to make sure that their names are entered into ATL before the start of closed period (referred above) otherwise tax on their cash dividend will be deducted @20% instead of 15%. For any query/problem/ information, the Certificate holders may contact the Share Registrar at its Head Office CDC House, 99-B, Block 'B', SMCHS, Main Shahra-e-Faisal, Karachi – 74400, Telephone No: 021-111-111-500, Fax No: 021-34326040.

The corporate certificate holders having CDC accounts are required to have their National Tax Number (NTN) updated with their respective participants. Certificate holders seeking exemption from deduction of income tax or are eligible for deduction at a reduced rate are requested to submit a valid tax certificate or necessary documentary evidence as the case may be. Certificate holders desiring non-deduction of zakat are also requested to submit a valid declaration for non-deduction of zakat.

## 6. Withholding tax on dividend in case of Joint Account Holders

All certificate holders who hold certificates jointly are requested to provide shareholding proportions of Principal certificate holder and Joint-holder(s) in respect of certificates held by them to our Share Registrar, in writing as follows:

Folio No. / CDC Account No.	Total Certificates	Principal Certificate holder		Joint Certificate holder	
		Name and CNIC No.	Certificate holding Proportion (No. of certificates)	Name and CNIC No.	Certificate holding Proportion (No. of certificates)

The required information must reach our Share Registrar before the close of business on Thursday, 18 October 2018; otherwise it will be assumed that the certificates are equally held by Principal certificate holder and Joint-holder(s).

## 7. Dividend Mandate

As per Section 242 of the Companies Act, 2017 (the "Act"), the payment of cash dividend by a listed company / entity through electronic mode has now become mandatory. Therefore, all the certificate holders of Orient Rental Modaraba are hereby advised to provide dividend mandate of their respective banks in the "Dividend Mandate Form" available on Modaraba's website. Certificate holders maintaining shareholding under Central Depository System (CDS) are advised to submit their bank mandate information directly to the relevant participant / CDC Investor Account Service. In the absence of bank account details or in case of incomplete details, the Modaraba is required to withhold the payment of cash dividend of those shareholders who have not provided the same. For more information, you may contact our share registrar at its Head Office CDC House, 99-B, Block 'B', SMCHS, Main Shahr-e-Faisal, Karachi – 74400, Telephone No: 021-111-111-500, Fax No: 021-34326040.

8. As per the directives issued by the Securities and Exchange Commission of Pakistan ("SECP") vide S.R.O.787(1)2014 dated 08 September 2014, companies are allowed the circulation of Audited Financial Statements along with Notice of Annual Review Meeting to their certificate holders through email. Certificate holders who wish to receive Modaraba's Annual Report via email in future are requested to fill the consent form (available at Orient Rental Modaraba website) and return it to our Share Registrar at its Head Office CDC House, 99-B, Block 'B', SMCHS, Main Shahr-e-Faisal, Karachi – 74400, Telephone No: 021-111-111-500, Fax No: 021-34326040.

## Key Financial Data

2017-18

Total Assets	Rs. in Million	1,462
Current Assets	Rs. in Million	293
Current Liabilities	Rs. in Million	229
Paid-up certificate capital	Rs. in Million	750
Reserves	Rs. in Million	72
Certificate holder's equity	Rs. in Million	822
Gross Profit	Rs. in Million	140
Net Profit	Rs. in Million	72
Profit after Tax Ratio	%	12
Debt / Equity Ratio	times	0.78
Current Ratio	times	1.28
Earnings per certificate - basic and diluted	Rs.	0.95
Appropriation to statutory reserve	%	20.00
Dividend distribution after appropriation to statutory reserve	%	90.00
Cash dividend per certificate	Rs.	0.69

## Vertical Analysis

### BALANCE SHEET

2017-18

#### ASSETS

##### NON-CURRENT ASSETS

Fixed assets

Preliminary expenses and floatation costs

Advances

77%

2%

1%

80%

##### CURRENT ASSETS

Spare parts and loose tools

Receivables

Advances and other receivable

Bank balances

1%

11%

5%

3%

20%

100%

#### LIABILITIES

##### NON-CURRENT LIABILITIES

Diminishing musharaka financing

28%

##### CURRENT LIABILITIES

Current maturity of diminishing musharaka financing

Payable to Modaraba Management Company

Creditors, accrued and other liabilities

3%

1%

12%

16%

#### FINANCED BY: CAPITAL AND RESERVES

Issued, subscribed and paid-up certificate capital

Unappropriated profit

Statutory reserve

51%

4%

1%

56%

100%

#### PROFIT AND LOSS ACCOUNT

Ijarah rentals

Operation and maintenance income

Income on deposits with bank

Gross Income

67%

31%

1%

100%

Operating expenses

Administrative expenses

Marketing expenses

Preliminary expenses and floatation costs

Finance cost

Provision against potential Ijarah losses and operation and maintenance income

Total Expenses

Modaraba Management Company's fee

Provision for Sales tax on Modaraba Management fees

Provision for Workers' Welfare Fund

Profit before and after tax

76%

2%

1%

2%

3%

3%

87%

1%

0%

0%

12%

## Chairman's Review Report

Dear Modaraba Certificate Holders,

On behalf of Board of Directors of EMAN Management (Pvt.) Limited, the Management Company ("Management Company") of Orient Rental Modaraba ("Modaraba"), I am pleased to welcome you to the 1st Annual Review Meeting of Modaraba and present the Audited Financial Statements of the Modaraba from the date of commencement of business dated November 17, 2017 to June 30, 2018.

This is the first report to the Certificate Holders of the Modaraba as required under the Companies Act, 2017 and the Listed Companies Code of Corporate Governance, 2017 which have been recently promulgated and have introduced new requirements for compliance with the stated objective to protect capital and safeguard the interest of the Certificate holders.

The Modaraba was floated during the year by the Management Company and it was oversubscribed by four times. This floatation is unique as it is the first time in the Modaraba sector of Pakistan that a green shoe option of PKR 250 million has been introduced and exercised. During the initial period of just seven months of its operations, the Modaraba has managed to induct a healthy customer base and earn revenues to the tune of Rs. 610.6 Million.

The Board of the Management Company comprises of five directors, who, I can proudly state have at all times acted in the best interest of Certificate Holders, bringing their extensive experience and qualifications in setting the direction and strategy of the Modaraba and in discharging their fiduciary duties.

The Board of Directors of the Modaraba received agendas and supporting written material in sufficient time prior to the Board and its committee meetings. The Board meets frequently enough to adequately discharge its responsibilities. The independent director and non-executive directors are equally involved in all important decisions.

I place my sincere appreciation to our Chief Executive Officer and all his team members for their hard work and dedication. I also wish to place my sincere appreciation to the Registrar Modaraba, Securities & Exchange Commission of Pakistan and Pakistan Stock Exchange, Consultants and Underwriters for their cooperation, support and guidance during the floatation of the Modaraba.

I also wish to place on record my sincere gratitude to the Certificate Holders who have shown their confidence in the Management Company and have participated in the initial public offering.



Muhammad Saeed  
Chairman

Dated: September 26, 2018

## Directors' Report

For the Period Ended June 30, 2018

The Board of Directors of EMAN Management (Pvt.) Limited ("EMAN"), the Management Company of Orient Rental Modaraba ("Modaraba") have pleasure in presenting First Directors' Report together with Audited Financial Statements of the Modaraba from the date of commencement of business dated November 17, 2017 to June 30, 2018. The financial highlights are as follows:

Financial Highlights	Rupees
Revenue	610,617,688
Expenses - net	(528,362,597)
Profit before Management Fee	82,255,091
Management Company's Remuneration and other provision	(10,754,030)
Profit before & after Taxation	71,501,061
Transfer to Statutory Reserve @ 20% of profit for the period	(14,300,212)
Un appropriated profit carry forward	57,200,849
Earnings per Certificate – Basic and Diluted	0.95
Breakup value per Certificate	10.95

### Review of Operations

The Modaraba was floated with paid up capital of PKR 500 million with a green-shoe option of PKR 250 million. The public offering was 15 million certificates representing 30% of the paid-up capital. The subscription was oversubscribed by four-fold to PKR 559.8 million. This floatation is unique as it is the first time in the Modaraba sector of Pakistan that a green shoe option has been offered and exercised.

The Modaraba was listed on Pakistan Stock Exchange (PSX) on November 17, 2017. The Modaraba acquired assets worth of PKR 1,178 million (inclusive of sales tax) consisting of diesel and gas generators and accessories. These assets were acquired from the subscription money and diminishing musharaka finance. Further, Modaraba has also obtained generators and accessories on Ijarah (lease) for a long-term period of three years. The total portfolio of assets under operations is PKR 2,085 million as of June 30, 2018.

During the initial period of just seven months of its operations, the Modaraba has managed to induct a healthy customer base and earn revenues to the tune of Rs. 610.6 Million while its net operating cost is restricted to 528.4 Million which includes amortization of preliminary cost of 12.0 Million. No provision in respect of current and deferred taxation has been made in these financial statements as the management is determined to distribute at least 90% of its profits for the period, as reduced by transfer to statutory reserves, to its certificate holders.

### Profit Distribution

The Board is pleased to announce a cash dividend of 6.9 % i.e. Rs. 0.69/- per certificate of Rs. 10/- each, subject to deduction of zakat and tax at source, where applicable.

### Principal Risks and Uncertainties

The Modaraba is exposed to certain inherent risks and uncertainties. However, we consider the following as key risks:

- **Changes in Taxation Policy**

The success of the Modaraba, amongst other factors, is dependent upon the privilege of tax exemption by the Government, which is available only on minimum distribution of 90% of the profit to its certificate holders in the form of cash dividend. If at any stage, this exemption is withdrawn by the Government, the earning per Certificate of the Modaraba may be affected.

- **Business Risk**

Due to significant reliance on generator rental business the Modaraba is facing a risk from availability of cheap sources of power generation equipment like solar powered plants etc. Similarly, any Government subsidy to Alternate Energy sector might negatively affect the Modaraba.

- **Credit Risk**

Modaraba is exposed to inherent default risks in the business of Ijarah. The Modaraba is carrying significant risks in terms of default in rental payments by lessee and other risks such as non-possession of leased asset, misuse or abuse by lessee, accidents, theft, and breakdown.

- **Economic Risk**

The performance of Modaraba can be affected by changes in the economic conditions. Factors such as market growth, interest rates and exchange rates could affect the earnings and assets of Modaraba.

The Modaraba works with internal and external stakeholders to mitigate / reduce to acceptable level the likely impacts of aforesaid risks.

### Future Outlook

The Board is keen to focus on its core activities and has plans to increase its existing assets base as there is a good opportunity for generator rental business due to a variety of factors including availability of LNG, cash flow pressures on industries, shortfall in power production, increasing maintenance cost etc.

With over 200 Million population, we see our country as big market for all sorts of investment and we are committed to continue to make new investments in all sorts of Rental products by offering Islamic Ijarah Rental products and work with our customers for their rental needs.

The Board in next phase will diversify the portfolio of Modaraba so as to create synergy and bring economies of scale to its business and ensures that it is well positioned to take benefit of significant business opportunities that have emerged due to CPEC.

## The Board of Directors

The Board comprises of five directors. The composition of the board members is as follows:

Independent Director	1
Non-Executive Directors	3
Executive Director	1

During the period from November 17, 2017 to June 30, 2018, a total of three meetings of the Board of Directors were held. The position of attendance during respective period was as follows:

Name of Director	Meeting	
	Held	Attended
Mr. Muhammad Saeed	3	3
Mr. Giasuddin Khan	3	3
Mr. Nasim Ahmed	3	3
Mr. Joozer Jiwa Khan	3	3
Mr. Ali Akbar Abdullah	3	3

## Board Audit Committee

The Board of Directors has established an Audit Committee, in compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2017, which oversees internal controls and compliance and has been working efficiently since its inception. The Audit Committee reviewed the quarterly, half-yearly, and annual financial statements before submission to the Board and their publication. The Audit Committee had detailed discussions with the external auditors on various issues, including their letter to the management. The Audit Committee also reviewed internal auditors' findings and held separate meetings with internal and external auditors as required under the Code of Corporate Governance.

During the period from November 17, 2017 to June 30, 2018, a total of two meetings of the Board Audit Committee were held. The position of attendance during respective tenure was as follows:

Name of Director	Meeting	
	Held	Attended
Mr. Joozer Jiwa Khan	2	2
Mr. Nasim Ahmed	2	2
Mr. Ali Akbar Abdullah	2	2

## Human Resource And Remuneration Committee

The Board of Directors in compliance with the Regulations formed Human Resource and Remuneration Committee (HRRC). The HRRC is primarily responsible for implementation of the process of evaluation and compensation of the key management personnel.

The meeting of HRRC is not convened during the period from November 17, 2017 to June 30, 2018 because the Modaraba has not completed first year of its operations.



## Compliance with Corporate Governance

The Board of Directors reviews all significant matters of the Modaraba. These include Modaraba's strategic direction, related party transactions and decisions on long term investments and borrowings. The Board is committed to maintain high standards of Corporate Governance.

## Corporate and Financial Reporting Framework

The Board of Directors is pleased to report that:

- The financial statements prepared by the management of the Modaraba, present fairly its state of affairs, the result of its operations, cash flows and changes in equity.
- Proper books of accounts of the Modaraba have been maintained.
- Appropriate accounting policies have been applied in preparation of financial statements and accounting estimates are based on reasonable and prudent judgment.
- International Accounting Standards, as applicable to Modarabas in Pakistan, have been followed in preparation of financial statements.
- The system of internal control, which is in place, is being continuously reviewed by internal audit. The process of review will continue and any weakness in controls will be removed.
- There are no significant doubts upon the Modaraba's ability to continue as a going concern.
- Summary of key operating and financial data for the first year period is included in this annual report.
- There are no statutory payments on account of taxes, duties, levies and charges which are outstanding as on June 30, 2018 except for those disclosed in the financial statements.
- Employee's Provident Fund of Modaraba is in registration process. The total funds size as at June 30, 2018 is Rs. 7,531,168.

## Place of Board Meeting

During the period, all board meetings have been arranged at Karachi in Management Company's office and none of the meeting conducted outside Pakistan in order to avoid any extra expenses of outside meeting.

## Pattern of Certificate Holders

A Statement showing pattern of Certificate Holding of the Modaraba and additional information as at June 30, 2018 is included in this report along with the proxy form.

#### Directors Training Program

The Board is committed to compliance with corporate governance regulations and plans fulfillment of the Directors' Training program within the prescribed timelines.

#### Related party transactions

In accordance with the requirements of the Regulations, the Modaraba presented all related party transactions before the Audit Committee and the Board for their review and approval, respectively.

#### Internal Financial Controls

The directors are aware of their responsibility with respect to internal financial controls. Through discussions with management and auditors (both internal and external), they confirm that adequate controls have been implemented by the Modaraba.

#### Subsequent Events

No material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year and the date of this report.

#### Remuneration Policy of Non-Executive Directors

The fee of the Non-Executive and Independent Directors for attending the Board and Committee meetings of the Company is determined by the Board from time to time.

#### Shari'ah Advisor's Report

The Modaraba continues to seek guidance from its Shari'ah Advisor, Mufti Ibrahim Essa as and when required. The internal audit department has also been trained to handle the day to day affairs of the Modaraba ensuring complete adherence to Shari'ah policies and principles. The Shari'ah Advisor's Report issued for the affairs of the Modaraba for the period ended June 30, 2018 is attached in the Annual Financial Statements.

#### Circulation of Annual Reports through CD/DVD/USB

As notified by the Securities and Exchange Commission of Pakistan (SECP) vide SRO 470(I)/2016 dated May 21, 2016 and in continuation with the SRO 787(I)/2014 dated September 08, 2014 and approved by the Board of Directors of the Management Company in their meeting held on September 26, 2018, the Modaraba shall, subject to the approval of Registrar Modaraba, Specialized Companies Division, SECP, circulate its annual balance sheet, profit and loss account, auditors report and directors report etc. ("Annual Audited Accounts") to its members through CD/DVD/USB at their registered addresses, save for those who opt for a hardcopy of the Annual Audited Accounts. The Standard request form for electronic transmission is available at the Modaraba's website: [www.orientmodaraba.com](http://www.orientmodaraba.com).

#### Auditors

On the recommendation of the Audit Committee, the Board has approved the re-appointment of M/s. BDO Ebrahim & Co., Chartered Accountants as auditors for the year ending June 30, 2019 at a remuneration to be mutually agreed, subject to the approval of Registrar of Modaraba Companies & Modarabas.

#### Acknowledgement

The Board wishes to place on record its sincere appreciation to the Registrar Modaraba, Securities & Exchange Commission of Pakistan and Pakistan Stock Exchange, Consultants and Underwriters for their cooperation, support and guidance during the floatation of the Modaraba.

The Board also places on record its sincere gratitude to the certificate holders who have shown their confidence in the Orient Group and have participated in the initial public offering.

The Board also acknowledges and appreciates the contribution and efforts of each and every employee of the Modaraba, who by meeting customer expectation and by providing quality service ensured continued business for the Modaraba.

*Q. Asad ul Khan*

Chief Executive Officer

September 26, 2018



Director

**MUFTI MUHAMMAD IBRAHIM ESSA**  
Graduate from Jamia Darul Uloom Karachi, Pakistan  
Shariah Advisor – Islamic Finance and Takaful Matters

المفتي محمد ابراهيم عيسى  
خريج الجامعة دار العلوم كراتشي، باكستان  
المشير الشرعي للامور المالية الإسلامية



نحمده و نصلي على رسوله الكريم

## **Shariah Advisor's Report**

I have reviewed the affairs of **Orient Rental Modaraba** for the Year ended **June 30, 2018**.

### **REVIEW OF OPERATIONS:**

Based on my review, the following were the major activities / developments that took place during this period:

#### **BANK ACCOUNTS:**

For investment and operational purposes, Modaraba is operating the Bank accounts maintained with Islamic Banks.

#### **DIMINISHING MUSHARAKAH:**

Modaraba generated liquidity with the execution of Diminishing Musharakah transaction with a reputable Islamic Bank. After execution of the transaction, the documents of the transaction were shared with the Shariah Advisor. It is recommended that Modaraba should take approval of its Shariah Advisor before execution of every financing transaction.

#### **IJARAH:**

Modaraba obtained number of generators on Ijarah Rental contract from a reputable Leasing Company. I confirm that the said Ijarah contract was executed under the supervision of Shariah Advisor and it is Shariah Compliant.

#### **OPERATING LEASE CONTRACTS:**

Modaraba executed number of operating lease contracts with its different reputable clients. I confirm that all Documentation, Contracts and Transaction Flows were in line with Shariah and only the approved version of operating lease documents were executed by the parties.

#### **TAKAFUL:**

During the period, Modaraba took most welcomed step in respect of adopting Takaful arrangement for security of the assets and insured its assets from Takaful Companies or Window Takaful of conventional Insurance Companies on which I am thankful to the Management.

### **CONCLUSION:**

Generally, the Management of Orient Rental Modaraba has effectively shown its sincerity to comply with Shariah Rulings in its true spirit; therefore, I am of the view that the business operations of Orient Rental Modaraba are Shariah Compliant up to the best of my knowledge.

**Mufti Muhammad Ibrahim Essa**  
Shariah Advisor  
Dated: August 13, 2018



Email: [mibrahimesa@yahoo.com](mailto:mibrahimesa@yahoo.com)  
Cell: +92 322 2671867

## Statement of Compliance with Listed Companies (Code of Corporate Governance) Regulations, 2017

For the Period Ended June 30, 2018

This statement is being presented to comply with Listed Companies (Code of Corporate Governance) Regulations, 2017. Regardless of the fact that EMAN Management (Private) Limited, the Management Company of Orient Rental Modaraba (Modaraba), is a private limited company, the Board of Directors of the Management Company are pleased to confirm that the Code is being complied with in all material respects (pertaining to the operations of the Modaraba). The Management Company has complied with the requirements of the Regulations in the following manner:

1. The total number of directors is 5 (Five) which consists of male directors. The Board was constituted prior to the notification of Listed Companies (Code of Corporate Governance) Regulations, 2017, the Modaraba will appoint a female director at the time of next election of Directors to comply with this requirement of the Regulations.
2. The composition of Board is as follows:
  - a) Independent Director: Mr. Joozer Jiwa Khan
  - b) Other Non-executive Director: Mr. Muhammad Saeed  
Mr. Nasim Ahmed  
Mr. Ali Akbar Abdullah
  - c) Executive Director: Mr. Giasuddin Khan

The Board was constituted prior to the notification of Listed Companies (Code of Corporate Governance) Regulations, 2017, the Board of Directors will be reconstituted at the time of next election of Directors to comply with the requirement of Independent directors on the Board.

3. The directors have confirmed that none of them is serving as a director on more than five listed companies, including this Modaraba.
4. The Board is in process of maintaining a Code of Conduct and ensuring that appropriate steps will be taken to disseminate it throughout the Modaraba along with supporting policies and procedures.
5. The Board is developing a vision/mission statement, overall corporate strategy and developing significant policies of the Modaraba.
6. All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by Board as empowered by the relevant provisions of the Act and these Regulations.
7. All meetings of the Board were presided over by the Chairman of the Board and in his absence by the 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 Board.

8. The Board has a formal policy and transparent procedures for remuneration of directors in accordance with the Act and these Regulations.
9. The Board is committed to compliance with corporate governance regulations and plans fulfillment of the Directors' Training program within the prescribed timelines.
10. The Board has approved appointment of CFO, 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. CFO and CEO duly endorsed the financial statements before approval of the Board.
12. The Board has formed committees comprising of members given below:
  - a) Audit Committee:
    1. Mr. Joozer Jiwa Khan (Chairman);
    2. Mr. Nasim Ahmed (Non-executive Director)
    3. Mr. Ali Akbar Abdullah (Non-executive Director)
  - b) HR and Remuneration Committee:
    1. Mr. Nasim Ahmed (Chairman)\*;
    2. Mr. Joozer Jiwa Khan (Independent Director)
    3. Mr. Ali Akbar Abdullah (Non-executive Director)
    4. Mr. Giasuddin Khan (Chief Executive)

\*Subsequent to the period end, the Board of Directors in their meeting held on September 26, 2018 has appointed Mr. Joozer Jiwa Khan (Independent Director) as Chairman of HR and Remuneration Committee.

13. The terms of reference of the Audit Committee have been prepared. The terms of reference of Human Resource & Remuneration Committee is in process.
14. The frequencies of the meetings of the committees are as follows;

Committee	Frequency of meeting
Audit Committee	2 Quarterly meetings
HR and Remuneration Committee	Yearly

15. The Board has appointed Head of Internal Audit and outsourced the internal audit function to M/s. Baker Tilly Mehmood Idrees Qamar & Co who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the Modaraba.
16. The statutory auditors of the Modaraba have confirmed that they have been given a satisfactory rating under the quality control review program of the ICAP and registered with Audit Oversight Board of Pakistan, that they or any of the partners of the firm, their spouses and minor children do not hold shares of the Modaraba and that the firm and all its partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the ICAP.

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 other requirements of the Regulations, except following which are in process, have been complied with;
- Regulation 10(2) of the Regulations which requires the Board of Directors of the Modaraba Management Company to carry out annual review of business risks.
  - Regulation 10(4) of the Regulations which requires the Board of Directors of the Modaraba Management Company to maintain complete record of particulars of significant policies along with their dates of approval and updates.

*Q. asuddin Khan*

Chief Executive Officer

September 26, 2018



Director



**INDEPENDENT AUDITOR'S REVIEW REPORT TO THE CERTIFICATE HOLDERS OF ORIENT RENTAL MODARABA ON THE STATEMENT OF COMPLIANCE CONTAINED IN LISTED COMPANIES (CODE OF CORPORATE GOVERNANCE) REGULATIONS, 2017**

We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2017 (the Regulations) prepared by the Board of Directors of Eman Management (Private) Limited (the Modaraba Management Company) for and on behalf of Orient Rental Modaraba (the Modaraba) for the period ended June 30, 2018 in accordance with the requirements of regulation 40 of the Regulations.

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

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

The Regulations require the Modaraba Management 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. We have not carried out procedures to assess and determine the Company's process for identification of related parties and that whether the related party transactions were undertaken at arm's length price or not.

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 Modaraba Management Company's compliance, in all material respects, with the requirements contained in the Regulations as applicable to the Modaraba for the period ended June 30, 2018.

Further, we highlight below instances of non-compliance with the requirements of the Regulations as reflected in the paragraph references where these are stated in the Statement of Compliance:



S. no	Reference	Description
I	4	The Modaraba is in process of maintaining a Code of Conduct and ensuring that appropriate steps will be taken to disseminate it throughout the Modaraba along with supporting policies and procedures.
II	5	The board is in the process of developing a vision/mission statement, overall corporate strategy and significant policies of the Modaraba.
III	9	The Board plans to fulfill the requirement of the Directors' Training program within the prescribed timelines.
IV	12	The Chairman of the HR and Remuneration committee is a non-executive director and is not an independent director.
V	13	Preparation of terms of reference of Human Resource & Remuneration Committee is in process.
VI	18	The Board of Directors of the Modaraba Management Company has not carried out annual review of business risks.  The Board of Directors of the Modaraba Management Company is in process to maintain complete record of particulars of significant policies along with their dates of approval and updates.

KARACHI

DATED: SEPTEMBER 26, 2018

*BDOKhalid & Co.*  
CHARTERED ACCOUNTANTS  
Engagement Partner: Raheel Shahnawaz

#### AUDITORS' REPORT TO THE CERTIFICATE HOLDERS

We have audited the annexed balance sheet of **ORIENT RENTAL MODARABA** ("the Modaraba") as at June 30, 2018 and the related profit and loss account, the statement of comprehensive income, the cash flow statement and the statement of changes in equity together with the notes forming part thereof (hereinafter referred to as the financial statements), for the period from November 17, 2017 to June 30, 2018 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 purpose of our audit.

These financial statements are the Modaraba Management Company's [Eman Management Company (Private) Limited] responsibility who is also responsible to establish and maintain a system of internal control, and prepare and present the above said statements in conformity with the approved accounting standards as applicable in Pakistan and the requirements of the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980 (XXXI of 1980), and the Modaraba Companies and Modaraba Rules, 1981. Our responsibility is to express an opinion on these statements based on our audit.

We conducted our audit in accordance with the auditing standards as applicable in Pakistan. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of any material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting policies and significant estimates made by the Modaraba Management Company, as well as, evaluating the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion and, after due verification, we report that:

- a) in our opinion proper books of account have been kept by the Modaraba in respect of the Modaraba as required by the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980 (XXXI of 1980), and the Modaraba Companies and Modaraba Rules, 1981;
- b) in our opinion:
  - i) the balance sheet and profit and loss account together with the notes thereon have been drawn up in conformity with the Modaraba Companies and Modaraba (Floatation And Control) Ordinance, 1980 (XXXI of 1980) and the Modaraba Companies and Modaraba Rules, 1981, and are in agreement with the books of account and are further in agreement with accounting policies consistently applied;

- ii) the expenditure incurred during the period was for the purpose of the Modaraba's business; and
- iii) the business conducted, investments made and the expenditure incurred during the period were in accordance with the objects, terms and conditions of the Modaraba;
- c) in our opinion and to the best of our information and according to the explanations given to us, the balance sheet, profit and loss account, statement of comprehensive income, cash flow statement and statement of changes in equity together with the notes forming part thereof conform with approved accounting standards as applicable in Pakistan and give the information required by the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980 (XXXI of 1980), and the Modaraba Companies and Modaraba Rules, 1981, in the manner so required and respectively give a true and fair view of the state of the Modaraba's affairs as at June 30, 2018 and of the profit, its comprehensive income, its cash flows and changes in equity for the period then ended; and
- d) in our opinion, no Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980).

KARACHI

DATED: 26 SEP 2018

  
BDO  
CHARTERED ACCOUNTANTS  
Engagement Partner: Raheel Shahnawaz



FOCUSED ON SOLUTIONS

## BALANCE SHEET AS AT JUNE 30, 2018

	Note	June 30, 2018 (Rupees)
<b>ASSETS</b>		
<b>NON-CURRENT ASSETS</b>		
Fixed assets	5	1,124,555,645
Preliminary expenses and floatation costs	6	23,911,368
Advances	7	20,360,949
		<u>1,168,827,962</u>
<b>CURRENT ASSETS</b>		
Spare parts and loose tools	8	16,308,050
Receivables	9	156,833,518
Advances and other receivable	10	74,143,664
Bank balances	11	46,122,049
		<u>293,407,281</u>
<b>TOTAL ASSETS</b>		<u><u>1,462,235,243</u></u>
<b>EQUITY AND LIABILITIES</b>		
<b>CAPITAL AND RESERVES</b>		
Authorized capital		
75,000,000 certificates of Rs. 10 each		750,000,000
Issued, subscribed and paid-up certificate capital	12	750,000,000
Unappropriated profit		57,200,849
Statutory reserve	13	14,300,212
		<u>821,501,061</u>
<b>NON-CURRENT LIABILITIES</b>		
Diminishing musharaka financing	14	411,250,000
<b>CURRENT LIABILITIES</b>		
Current maturity of diminishing musharaka financing	14	48,750,000
Payable to Modaraba Management Company	15	10,593,601
Creditors, accrued and other liabilities	16	170,140,581
		<u>229,484,182</u>
<b>TOTAL EQUITY AND LIABILITIES</b>		<u><u>1,462,235,243</u></u>
<b>CONTINGENCIES AND COMMITMENTS</b>	17	

The annexed notes from 1 to 36 form an integral part of these financial statements.

For Eman Management (Private) Limited  
(Modaraba Management Company)

  
Chief Executive Officer

  
Director

  
Director

  
Chief Financial Officer

PROFIT AND LOSS ACCOUNT  
FOR THE PERIOD FROM NOVEMBER 17, 2017 TO JUNE 30, 2018

For the period from  
November 17, 2017  
to June 30, 2018

	Note	(Rupees)
Ijarah rentals - net	18	417,700,165
Operation and maintenance income - net	19	<u>192,917,523</u>
		610,617,688
Operating expenses	20	<u>(470,253,424)</u>
Gross profit		140,364,264
Income on deposits with banks		<u>9,013,769</u>
		149,378,033
Administrative expenses	21	(13,928,805)
Marketing expenses		(3,103,137)
Preliminary expenses and floatation costs	6	(11,955,684)
Finance cost	22	(16,727,162)
Provision against potential Ijarah losses and operation and maintenance income	9.1 & 9.2	<u>(21,408,154)</u>
		<u>(67,122,942)</u>
		82,255,091
Modaraba Management Company's fee	23	8,225,509
Provision for sales tax on Modaraba Management fees	23	1,069,316
Provision for Sindh Workers' Welfare Fund		<u>1,459,205</u>
Profit before taxation		71,501,061
Taxation	24	<u>-</u>
Profit for the period		<u><u>71,501,061</u></u>
Earnings per certificate - basic and diluted	25	<u><u>0.95</u></u>

The annexed notes from 1 to 36 form an integral part of these financial statements.

For Eman Management (Private) Limited  
(Modaraba Management Company)

  
Chief Executive Officer

  
Director

  
Director

  
Chief Financial Officer

STATEMENT OF COMPREHENSIVE INCOME  
FOR THE PERIOD FROM NOVEMBER 17, 2017 TO JUNE 30, 2018

For the period from  
November 17, 2017  
to June 30, 2018

(Rupees)

Profit for the period	71,501,061
Other comprehensive income	-
Total comprehensive income for the period	<u>71,501,061</u>

The annexed notes from 1 to 36 form an integral part of these financial statements.

For Eman Management (Private) Limited  
(Modaraba Management Company)

  
Chief Executive Officer

  
Director

  
Director

  
Chief Financial Officer



# CASH FLOW STATEMENT FOR THE PERIOD FROM NOVEMBER 17, 2017 TO JUNE 30, 2018

For the period from  
November 17, 2017  
to June 30, 2018

	Note	(Rupees)
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before taxation		71,501,061
Adjustments for non-cash and other items:		
Depreciation		80,321,855
Preliminary expenses and floatation costs		11,955,684
Provision against potential Ijarah losses and operation and maintenance income	9.1 & 9.2	21,408,154
Finance costs		16,727,162
Profit on bank deposits		(9,013,769)
		<u>121,399,086</u>
Operating profit before working capital changes		<u>192,900,147</u>
Increase in current assets		
Spare parts and loose tools		(16,308,050)
Receivables		(178,241,672)
Advances and other receivable		(73,913,208)
		<u>(268,462,930)</u>
Increase in current liabilities		
Payable to Modaraba Management Company		10,593,601
Creditors, accrued and other liabilities		153,413,419
		<u>164,007,020</u>
Net cash generated from operating activities		<u>88,444,237</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Additions to fixed assets		(1,204,877,500)
Preliminary expenses and floatation costs		(35,867,052)
Advances		(20,360,949)
Profit on bank deposits		8,783,313
Net cash used in investing activities		<u>(1,252,322,188)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Diminishing musharaka financing	14	460,000,000
Issuance of certificate capital		750,000,000
Net cash generated from financing activities		<u>1,210,000,000</u>
Net increase in cash and cash equivalents		<u>46,122,049</u>
Cash and cash equivalents at the beginning of the period		-
Cash and cash equivalents at the end of the period		<u><u>46,122,049</u></u>

The annexed notes from 1 to 36 form an integral part of these financial statements.

For Eman Management (Private) Limited  
(Modaraba Management Company)

  
Chief Executive Officer

  
Director

  
Director

  
Chief Financial Officer

STATEMENT OF CHANGES IN EQUITY  
FOR THE PERIOD FROM NOVEMBER 17, 2017 TO JUNE 30, 2018

	Paid-up certificate capital	Statutory reserve*	Unappropriated profit	Total
	----- (Rupees) -----			
Balance as at November 17, 2017	-	-	-	-
Certificate capital issued during the period	750,000,000	-	-	750,000,000
Profit for the period	-	-	71,501,061	71,501,061
Other comprehensive income	-	-	-	-
Total comprehensive income for the period	-	-	71,501,061	71,501,061
Transfer to statutory reserve	-	14,300,212	(14,300,212)	-
Balance as at June 30, 2018	750,000,000	14,300,212	57,200,849	821,501,061

\* Statutory reserve represents profit set aside to comply with Prudential Regulations for Modarabas issued by Securities and Exchange Commission of Pakistan

The annexed notes from 1 to 36 form an integral part of these financial statements.

For Eman Management (Private) Limited  
(Modaraba Management Company)

  
Chief Executive Officer

  
Director

  
Director

  
Chief Financial Officer



NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD FROM NOVEMBER 17, 2017 TO JUNE 30, 2018

1 NATURE AND STATUS OF BUSINESS

Orient Rental Modaraba (the Modaraba) is a multipurpose and perpetual modaraba formed under the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980 and the Rules framed thereunder and is managed by Eman Management (Private) Limited (the Modaraba Management Company). The Modaraba Management Company is incorporated in Pakistan under the Companies Ordinance, 1984 (now the Companies Act, 2017) and is registered with the Registrar of Modaraba Companies and Modaraba under the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980. The Modaraba was formally listed on November 17, 2017 on Pakistan Stock Exchange Limited. After receiving the certificate of minimum subscription the Modaraba commenced its operations with effect from November 24, 2017. The Registered Office is situated at Plot # 9, Sector 24, Korangi Industrial Area, Karachi.

The Modaraba is primarily engaged in the business of ijarah, operation and maintenance services.

2 BASIS OF PREPARATION

2.1 Statement of compliance

2.1.1 These financial statements have been prepared in accordance with the requirements of the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980, the Modaraba Companies and Modaraba Rules, 1981 and directives issued by the Securities and Exchange Commission of Pakistan (SECP) ['the Modaraba Regulations'] together with approved accounting standards as applicable in Pakistan to Modarabas. Approved accounting standards comprise of such International Financial Reporting Standards (IFRS) and Islamic Financial Accounting Standards (IFAS) as notified under the provisions of the Companies Act, 2017 and made applicable to Modarabas under 'the Modaraba Regulations'. Wherever the requirements of 'the Modaraba Regulations' differ from the requirements of these standards, the requirements of 'the Modaraba Regulations' take precedence.

The SECP has issued directive (vide SRO 431 (I) / 2007 dated May 22, 2007) that Islamic Financial Accounting Standard 2 (IFAS-2) shall be followed in preparation of the financial statements by Companies and Modarabas while accounting for Lease Financing transactions as defined by the said standard. The Modaraba has adopted the said standard.

## 2.2 Basis of measurement

These financial statements have been prepared on the historical cost basis except for the measurement at fair value of certain financial instruments in accordance with the requirements of IAS 39 "Financial Instruments: Recognition and Measurement", wherever applicable. These financial statements have been prepared following accrual basis of accounting except for cash flow statement.

## 2.3 Functional and presentation currency

These financial statements have been presented in Pakistan Rupees, which is the functional and presentation currency of the Modaraba.

## 2.4 Significant accounting estimates and judgments

The preparation of financial statements in conformity with approved accounting standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Modaraba's accounting policies. Estimates and judgments are continually evaluated and are based on historic experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future period effected. In the process of applying the Modaraba's accounting policies, management has made the following estimates and judgments which are significant to the financial statements.

### Useful lives, pattern of flow of economic benefits and impairment

Estimates with respect to residual values and depreciable lives and pattern of flow of economic benefits are based on the analysis by the management of the Modaraba. Further, the Modaraba reviews the value of the assets for possible impairment on an annual basis and any change in the estimates in the future might affect the carrying amount of respective item of fixed assets, with a corresponding effect on the depreciation charge and impairment.

### Provision against non-performing ijarah rental receivables and operation and maintenance income receivables (income suspension)

The Modaraba reviews its doubtful debts at each reporting date to assess whether provision / (income suspension) should be recorded in the profit and loss account in addition to the mandatory provision / (income suspension) required in accordance with the Prudential Regulations issued by the SECP. In particular, judgment by management is required in the estimates of the amount and timing of future cash flows when determining the level of provision required. Such estimates are based on assumptions about a number of factors and actual results may differ, resulting in future changes to the provisions.

## Spare parts and loose tools

The Modaraba reviews the net realisable value of spare parts and loose tools to assess any diminution in the respective carrying values. Any change in the estimates in future years might affect the carrying amounts of spare parts with a corresponding effect on the profit and loss account of those future years.

### 3 NEW STANDARDS, INTERPRETATIONS AND AMENDMENTS TO PUBLISHED APPROVED ACCOUNTING STANDARDS

#### 3.1 Amendments that are effective in current period and are relevant to the Modaraba

The Modaraba has adopted the amendments to the following approved accounting standards as applicable in Pakistan which became effective during the period from the dates mentioned below against the respective standard:

		Effective date (annual periods beginning on or after)
IAS 7	Statement of Cash Flows - Amendments resulting from the disclosure initiative	January 01, 2017
IAS 12	Income Taxes - Amendments regarding the recognition of deferred tax assets for unrealised losses	January 01, 2017

Other than the amendments to standards mentioned above, there are certain annual improvements made to IFRS that became effective during the period:

#### Annual Improvements to IFRSs (2014 – 2016) Cycle:

IFRS 12	Disclosure of Interests in Other Entities	January 01, 2017
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#### 3.2 Amendments not yet effective

The following amendments with respect to the approved accounting standards as applicable in Pakistan would be effective from the dates mentioned below against the respective standard:

IFRS 2	Share-based Payment - Amendments to clarify the classification and measurement of share-based payment transactions	January 01, 2018
IFRS 4	Insurance Contracts - Amendments regarding the interaction of IFRS 4 and IFRS 9	January 01, 2018

		Effective date (annual periods beginning on or after)
IFRS 7	Financial Instruments : Disclosures-Additional hedge accounting disclosures (and consequential amendments) resulting from the introduction of the hedge accounting chapter in IFRS 9	Applies when IFRS 9 is applied
IFRS 9	Financial Instruments - Reissue to incorporate a hedge accounting chapter and permit the early application of the requirements for presenting in other comprehensive income the 'own credit' gains or losses on financial liabilities designated under the fair value option without early applying the other requirements of IFRS 9	January 01, 2018
IFRS 9	Financial Instruments - Finalised version, incorporating requirements for classification and measurement, impairment, general hedge accounting and	January 01, 2018
IFRS 9	Financial Instruments - Amendments regarding prepayment features with negative compensation and modifications of financial liabilities	January 01, 2019
IFRS 10	Consolidated Financial Statements - Amendments regarding the sale or contribution of assets between an investor and its associate or joint venture	Deferred indefinitely
IAS 28	Investments in Associates and Joint Ventures - Amendments regarding the sale or contribution of assets between an investor and its associate or joint venture	Deferred indefinitely
IAS 28	Investments in Associates and Joint Ventures - Amendments regarding long-term interests in associates and joint ventures	January 01, 2019
IAS 39	Amendments to permit an entity to elect to continue to apply the hedge accounting requirements in IAS 39 for a fair value hedge of the interest rate exposure of a portion of a portfolio of financial assets or financial liabilities when IFRS 9 is applied, and to extend the fair value option to certain contracts that meet the 'own use' scope exception	Applies when IFRS 9 is applied

Effective date  
(annual periods  
beginning on or  
after)

IAS 40 Investment Property - Amendments to clarify transfers or property to, or from, investment property

January 01, 2018

The Annual Improvements to IFRSs that are effective for annual periods beginning on or after January 01, 2018 are as follows:

Annual Improvements to IFRSs (2014 – 2016) Cycle:

IAS 28 Investments in Associates and Joint Ventures

January 01, 2018

Annual Improvements to IFRSs (2015 – 2017) Cycle:

IFRS 3 Business Combinations

January 01, 2019

IFRS 11 Joint Arrangements

January 01, 2019

IAS 12 Income Taxes

January 01, 2018

### 3.3 Standards or interpretations not yet effective

The following new standards have been issued by the International Accounting Standards Board (IASB), which have been adopted locally by the Securities and Exchange Commission of Pakistan effective from the dates mentioned below against the respective standard:

IFRS 9 Financial Instruments

July 01, 2018

IFRS 15 Revenue from Contracts with Customers

July 01, 2018

IFRS 16 Leases

January 01, 2019

The following new standards and interpretations have been issued by the International Accounting Standards Board (IASB), which have not been adopted locally by the Securities and Exchange Commission of Pakistan:

IFRS 1 First Time Adoption of International Financial Reporting Standards

IFRS 14 Regulatory Deferral Accounts

IFRS 17 Insurance Contracts

The effects of IFRS 15 - Revenues from Contracts with Customers and IFRS 9 - Financial Instruments are still being assessed, as these new standards may have a significant effect on the Modaraba future financial statements.

The Modaraba expects that the adoption of the other amendments and interpretations of the standards will not have any material impact and therefore will not affect the Modaraba's financial statements in the period of initial application.

### 3.4 Applicability of International Accounting Standard (IAS) 17 'Leases' and Islamic Financial Accounting Standard (IFAS) 2 'Ijarah'

SECP vide its circular no.10 of 2004 dated February 13, 2004, had deferred, till further orders, the applicability of International Accounting Standard (IAS) 17 "Leases" on Modarabas with effect from July 01, 2003 and advised the management companies of Modarabas that they may continue to prepare the financial statements of the Modarabas without applying the requirements of IAS 17 to the Modarabas.

However, the requirements of IAS 17 were considered for the purpose of leasing transactions (net investment in finance lease, assets given on finance lease, liabilities against assets subject to finance lease, and assets obtained on finance lease entered into by the Modaraba upto June 30, 2008). From July 01, 2008, all new lease transactions (both for assets given and assets obtained) are being accounted for in accordance with the requirements of IFAS 2 as explained hereunder.

Islamic Financial Accounting Standard 2 'Ijarah' issued by the Institute of Chartered Accountants of Pakistan was adopted by the Securities and Exchange Commission of Pakistan ('the SECP') vide SRO 431(1)/ 2007 dated May 22, 2007. During the year ended June 30, 2009, SECP vide its letter no. SC/M/RW/SC/2009 dated March 09, 2009, directed that the management companies of Modarabas may apply the accounting treatment of IFAS 2, only to the leasing (Ijarah) transactions entered on or after July 01, 2008. Under the above IFAS 2, the 'Ijarah' transactions are accounted for in the following manner:

- Muj'ir (lessors) presents the assets subject to Ijarah in their balance sheet according to the nature of the asset, distinguished from the assets in own use.
- Costs, including depreciation on the assets given on Ijarah, incurred in earning the Ijarah income are recognised as expenses.
- Ijarah income is recognised in income on an accrual basis as and when the rental becomes due, unless another systematic basis is more representative of the time pattern in which the benefit of the use derived from the leased asset is diminished.

Consequently, in preparation of these financial statements the Modaraba has treated leasing transactions in accordance with the requirements of IFAS 2.

#### 4 SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies applied in the preparation of these financial statements are set out below.

##### 4.1 Revenue recognition

Revenue is recognised to the extent that the economic benefits will flow to the Modaraba and revenue can be reliably measured. Revenue is recognised at fair value of consideration received or receivable. Revenue from different sources is recognised on the following basis:

###### 4.1.1 Ijarah rentals

Ijarah rentals are recognised as income on an accrual basis, as and when rentals become due.

###### 4.1.2 Operation and maintenance services

Revenue from operation and maintenance services is recognised when the related services have been rendered.

###### 4.1.3 Income on deposit accounts with banks

Returns on bank deposits are recognized on accrual basis.

##### 4.2 Fixed assets

Owned - in use

These are stated at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures that are directly attributable to the acquisition of the items.

The cost of replacing part of an item of fixed asset is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Modaraba and its cost can be measured reliably. Normal repairs and maintenance are charged to profit and loss account as and when incurred; major renewals and improvements are capitalized and the assets so replaced, if any, are retired.

Depreciation

Depreciation on fixed assets, other than generators, is charged to profit and loss account applying straight line method over 1.5 to 10 years.

Generators are depreciated on actual hours used or minimum standard hours calculated on the basis of life allotted to them, whichever is higher.

Depreciation is charged on additions from the month the asset is available for use and on disposals upto the month preceding the month of disposal.

#### Ijarah Assets

These are stated at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Modaraba and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the profit and loss account as and when incurred. The residual values, useful lives and depreciation method are reviewed and adjusted, if appropriate, at each reporting date.

#### Gains or losses on disposal

An item of fixed asset is derecognised upon disposal. Gains or losses on disposal of an item of fixed asset are recognised in the profit and loss account.

### 4.3 Intangible assets

Intangible assets are stated at cost less accumulated amortisation and impairment losses, if any.

Costs associated with maintaining these assets are charged to profit and loss account as and when incurred, however, costs that are directly attributable to the identifiable asset have probable economic benefits, are recognised as intangible asset.

All intangible assets are estimated to have definite useful lives and are amortised using the straight line method over a period of 5 years. Amortisation on addition is charged from the month on which asset is available for use up to the month preceding the disposal of asset.

The assets' residual values and useful lives are reviewed on annual basis. The effect of any adjustment to residual values and useful lives is recognised prospectively as a change in accounting estimate.

### 4.4 Financial instruments

All financial assets and liabilities are initially measured at fair value, and subsequently measured at fair value or amortized cost as the case may be. The Modaraba derecognizes the financial assets and financial liabilities when it ceases to be a party to such contractual provisions of the instruments.



#### 4.5 Financial assets

Financial assets in the scope of IAS 39, are classified as either financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments and available-for-sale financial assets, as appropriate. When financial assets are recognized initially, they are measured at fair value, plus, in the case of investments not at fair value through profit or loss, directly attributable transaction cost. The Modaraba determines the classification of its financial assets after initial recognition and, where allowed and appropriate, re-evaluates this designation at each financial year-end.

##### 4.5.1 Financial assets at fair value through profit or loss

Financial assets classified as held for trading are included in the category 'Financial assets at fair value through profit or loss'. Financial assets are classified as held for trading if they are acquired for the purpose of selling in the near term. Derivatives, if any, are also classified as held for trading unless they are designated as effective hedging instruments. After initial recognition, financial assets are remeasured at fair value determined with reference to the period-end quoted rates. Gains or losses on remeasurement are recognized in profit and loss account.

##### 4.5.2 Held-to-maturity

Non-derivative financial assets with fixed or determinable payments and fixed maturity are classified as held-to-maturity when the Modaraba has the positive intention and ability to hold to maturity. Investments intended to be held for an undefined period are not included in this classification. Other long-term investments, that are intended to be held-to-maturity, are subsequently measured at amortized cost.

This cost is computed as the amount initially recognized minus principal repayments, plus or minus the cumulative amortization, using the effective interest rate method, of a difference between the initially recognized amount and the maturity amount. This calculation includes all fees and charges paid or received between parties to the contract that are an integral part of the effective interest rate, transaction cost and all other premiums and discounts. For investments carried at amortized cost, gains and losses are recognized in profit and loss account when the investments are derecognized or impaired, as well as, through the amortization process.

##### 4.5.3 Loans and receivables

Loans and receivables are non derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortized cost using the effective interest rate method. Gains and losses are recognized in profit and loss account when the loans and receivables are derecognized or impaired, as well as, through the amortization process.

#### 4.5.4 Available-for-sale

Available-for-sale financial assets are those non derivative financial assets that are designated as available-for-sale or are not classified in any of the three preceding categories. After initial recognition available-for-sale financial assets are measured at fair value with gains and losses being recognized in equity through other comprehensive income until the investment is derecognized or until the investment is determined to be impaired at which time the cumulative gain or loss previously reported in equity is included in the profit and loss account.

The fair value of investments that are actively traded in organized financial markets is determined by reference to quoted market bid price at the close of business on the balance sheet date. For investments where there is no active market, value is determined using valuation techniques.

#### 4.6 Trade date accounting

All 'regular way' purchases and sales of quoted equity securities are recognized on the trade date i.e. the date that the Modaraba commits to purchase / sell the asset. 'Regular way' purchases or sales of quoted investments require delivery within three working days after the transaction date as per stock exchange regulations.

#### 4.7 Financial liabilities

Financial liabilities are classified according to the substance of the contractual arrangements entered into. Significant financial liabilities are diminishing musharaka financing under profit arrangements, creditors, accrued and other liabilities.

#### 4.8 Recognition and derecognition of financial instruments

Financial assets and liabilities are recognized initially at fair value or in case of financial assets that are not carried at fair value through profit or loss, at fair value plus transaction cost. All financial assets and liabilities are recognized at the time when the entity becomes party to the contractual provisions of the instrument and are recognized in case of assets, when the contractual rights under the instrument are recognized, expired or surrendered and in case of a liability, when the obligation is discharged, cancelled or expired.

Any gain / (loss) on the recognition and derecognition of the financial assets and liabilities is included in the profit / (loss) for the period in which it arises. Assets and liabilities that are not of contractual nature and that are created as a result of statutory requirements imposed by the Government are not financial instruments of the Modaraba.

#### 4.9 Offsetting financial assets and financial liabilities

A financial asset and a financial liability is offset and the net amount reported in the balance sheet, if the Modaraba has a legal enforceable right to set off the transaction and also intends either to settle on a net basis or to realise the asset and settle the liability simultaneously. Corresponding income on the assets and charge on the liability is also off- set.

#### 4.10 Cash and cash equivalents

Cash and bank balances are carried at nominal value, except the foreign currency account balances which are translated into rupees at the rates of exchange approximating those prevailing at the balance sheet date.

Cash and cash equivalents are carried at cost. For the purpose of the cash flow statement, cash and cash equivalents consist of cash in hand, balances at banks in current and deposit accounts. Short term running finances, if any, that are repayable on demand and form an integral part of the Modaraba's cash management are included as a component of cash and cash equivalents for the purpose of the cash flow statement.

#### 4.11 Impairment

##### 4.11.1 Financial assets

Impairment is recognized by the Modaraba on the basis of provision requirements given under Prudential Regulations for Modaraba and subjective evaluation carried out on an ongoing basis.

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

##### 4.11.2 Available-for-sale investments

For available-for-sale investments, the Modaraba assesses at each balance sheet date whether there is an objective evidence that an investment or a group of investments is impaired. In the case of equity investments classified as available-for-sale, objective evidence would include a significant or prolonged decline in the fair value of the investment below its cost. Where there is evidence of impairment, the cumulative loss, measured as the difference between the acquisition cost and the current fair value less any impairment loss on that investment previously recognized in the income statement, is removed from equity and recognized in the profit and loss account. Impairment losses on equity investments are not reversed through the income statement; increases in their fair value after impairment are recognized in equity through other comprehensive income.

In the case of debt instruments classified as available-for-sale, impairment is assessed based on the same criteria as financial assets carried at amortized cost. If, in a subsequent year, the fair value of a debt instrument increases and the increase can be objectively related to an event occurring after the impairment loss was recognized in the income statement, the impairment loss is reversed through the profit and loss account.

All impairment losses are recognized in profit or loss. Any cumulative loss in respect of available-for-sale financial assets recognized previously in equity is transferred to profit or loss. An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognized. For financial assets measured at amortized cost and available-for-sale financial assets that are debt securities, the reversal is recognized in profit or loss. For available-for-sale financial assets that are equity securities, the reversal is recognized in equity through other comprehensive income.

#### 4.11.3 Non-financial assets

The Modaraba assesses at each balance sheet date whether there is any indication that assets may be impaired. If such indication exists, the carrying amounts of such assets are reviewed to assess whether they are recorded in excess of their recoverable amount. Where carrying values exceed the respective recoverable amount, assets are written down to their recoverable amounts and the resulting impairment loss is recognized in profit and loss account. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. Where impairment loss for asset subsequently reverses, the carrying amount of the asset is increased to the revised recoverable amount but limited to the extent of initial cost of the asset. Reversal of impairment loss is recognized as income in profit and loss account.

#### 4.12 Taxation

##### 4.12.1 Current tax

The charge for current taxation is based on taxable income at the current rates of taxation after taking into account tax credit and tax rebates realisable, if any. Under clause 100 of Part I of the Second Schedule to the Income Tax Ordinance, 2001, the non-trading income of modarabas is exempt from income tax, provided not less than 90% of its profits, after appropriation to statutory reserves as required under Modaraba Regulations, are distributed to the certificate holders.

##### 4.12.2 Deferred tax

The Modaraba accounts for deferred taxation on all material temporary differences using the liability method arising between the amounts attributed to assets and liabilities for financial reporting purposes and for taxation purposes. However, deferred tax liability has not been provided in these financial statements as the management believes that the future income of Modaraba will not be taxable in the foreseeable future due to the fact that the Modaraba intends to continue availing the tax exemption through profit distribution to the extent of 90 percent of distributable profit.

#### 4.13 Provisions

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

#### 4.14 Foreign currencies translation

Foreign currency transactions during the period, if any, are translated into Pakistani Rupees at the exchange rates prevailing on the date of transaction. Monetary assets and liabilities in foreign currencies, if any, at the balance sheet date are translated into Pakistani Rupees at the rates of exchange prevailing on the balance sheet date. Exchange gains and losses on translation are included in profit and loss account.

#### 4.15 Profit distribution and other appropriations of profit

Profit distributions to the certificate holders and other appropriations of profit are recognized in the period in which these are approved. Transfer to statutory reserve and any of the mandatory appropriations as may be required by law are recognized in the period to which these relate.

#### 4.16 Earnings per certificate

The Modaraba presents earnings per certificate (EPC) data for its certificates. Basic EPC is calculated by dividing the profit or loss attributable to certificate holders of the Modaraba by weighted average number of certificates outstanding during the period. Diluted EPC is determined by adjusting the profit or loss attributable to certificate holders and the weighted average number of certificates outstanding for the effects of all dilutive potential certificates.

#### 4.17 Related party transactions

All transactions with the related parties are priced on arm's length basis.

#### 4.18 Preliminary expenses and floatation cost

Preliminary expenses and floatation costs represent expenses incurred in respect of issue of modaraba certificates to the public inclusive of cost of organization and floatation of the Modaraba, cost of printing, publication and distribution of prospectus, underwriting expenses, commission to the bankers to the issue and brokerage etc. This cost shall be amortized over the period of 3 years as per Third Schedule of Modaraba Companies and Modaraba Rules, 1981.

#### 4.19 Spare parts and loose tools

Spare parts and loose tools are valued at lower of cost determined on weighted average basis and net realisable value. Cost comprises invoice value and other cost incurred in bringing the spare parts and loose tools to their present location and condition.

#### 4.20 Ijarah rentals and operation and maintenance income receivable

These are stated at amount receivable which is fair value of consideration receivable for services rendered, net of suspension and / provision. The suspension and / provision is recognised in accordance with the Prudential Regulations for Modarabas issued by the SECP.

#### 4.21 Advances, deposits, prepayments and other receivables

These are stated at cost less provisions for impairment. An estimate is made for doubtful receivables (as provision) when collection of the amount is no longer probable. Full provision is made against the receivables considered doubtful. Receivables considered irrecoverable are written off.

#### 4.22 Staff retirement benefits

Defined contribution plan

The Modaraba is in the process of establishing a recognised contributory Provident Fund ("the Fund") for all its permanent employees. Equal monthly contributions to the Fund is being made both by the Modaraba and by the employees, at the rate of 10% of basic pay.

#### 4.23 Creditors, accrued and other liabilities

These are recognized and carried at cost which is the fair value of the consideration to be paid in future for goods and services received.

#### 4.24 Segment reporting

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 Modaraba Management Company has been identified as the decision maker, who is responsible for allocating resources and assessing performance of the operating segments.

The Chief Executive Officer is responsible for Modaraba's entire product portfolio and consider business to have a single operating segment. The Modaraba's assets allocation decisions are based on a single integrated investment strategy and the Modaraba's performance is evaluated on a 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 entities incorporated in Pakistan.

	Note	June 30, 2018 (Rupees)
5	FIXED ASSETS	
	Ijarah assets	5.1 1,108,696,105
	Fixed assets in own use	15,859,540
		5.2 <u>1,124,555,645</u>
5.1	It includes generators and related equipments acquired by the Modaraba amounting to Rs. 984.47 million from Orient Energy Systems (Private) Limited, an associated company. (Note 31)	



## 5.2 The following is the statement of fixed assets:

	Generators	Accessories	Sub-total	Electronic Appliances	Motor Vehicle	Sub-total	Total
	-----Ijarah-----			-----Own use-----			
	----- (Rupees) -----						
Net carrying value basis							
Period ended June 30, 2018							
Opening net book value	-	-	-	-	-	-	-
Additions	1,132,755,434	55,688,909	1,188,444,343	2,565,715	13,867,442	16,433,157	1,204,877,500
Depreciation	(76,254,012)	(3,494,226)	(79,748,238)	(244,000)	(329,617)	(573,617)	(80,321,855)
Closing net book value	1,056,501,422	52,194,683	1,108,696,105	2,321,715	13,537,825	15,859,540	1,124,555,645
Period ended June 30, 2018							
Cost	1,132,755,434	55,688,909	1,188,444,343	2,565,715	13,867,442	16,433,157	1,204,877,500
Accumulated depreciation	(76,254,012)	(3,494,226)	(79,748,238)	(244,000)	(329,617)	(573,617)	(80,321,855)
Net book value	1,056,501,422	52,194,683	1,108,696,105	2,321,715	13,537,825	15,859,540	1,124,555,645
Life (years)	Note 4.2	Note 4.2		33.33%	33.33%		

Breakup of depreciation is as follows:

	Note	(Rupees)
Operating expenses	20	80,269,440
Administrative expenses	21	52,415
		<u>80,321,855</u>

	Note	June 30, 2018 (Rupees)
<b>6 PRELIMINARY EXPENSES AND FLOATATION COSTS</b>		
Preliminary expenses and floatation costs		35,867,052
Amortization during the period		(11,955,684)
		<u>23,911,368</u>
Preliminary expenses and floatation costs are being amortised over the period of 3 years as per Third Schedule of Modaraba Companies and Modaraba Rules, 1981.		
<b>7 ADVANCES</b>		
Advance to supplier	7.1	<u>20,360,949</u>
7.1 This represent advance to Orient Energy Systems (Private) Limited, an associated company for the purchase of generators.		
<b>8 SPARE PARTS AND LOOSE TOOLS</b>		
Spare parts and loose tools		16,308,050
Provision for slow moving spare parts and loose tools		-
	8.1	<u>16,308,050</u>
8.1 Spare parts and loose tools consists of items related to generators.		
<b>9 RECEIVABLES</b>		
Ijarah rentals receivables	9.1	110,734,488
Operation and maintenance income receivables	9.2	46,099,030
		<u>156,833,518</u>
9.1 Ijarah rentals receivables		
Considered good		110,734,488
Considered doubtful		9,959,104
Less: Provision against potential Ijarah losses	9.1.1	(9,959,104)
		<u>110,734,488</u>
9.1.1 Provision against potential Ijarah losses has been subjectively evaluated and provided for in accordance with Regulation 5(2) of Part III of Prudential Regulations for Modarabas issued by Securities and Exchange Commission of Pakistan vide circular no. 4 of 2004.		

		June 30, 2018 (Rupees)
9.2	Operation and maintenance income receivables	
	Considered good	46,099,030
	Considered doubtful	11,449,050
	Less: Provision against operation and maintenance income 9.2.1	(11,449,050)
		-
		<u>46,099,030</u>
9.2.1	Provision against operation and maintenance income has been subjectively evaluated and provided for in accordance with Regulation 5(2) of Part III of Prudential Regulations for Modarabas issued by Securities and Exchange Commission of Pakistan vide circular no. 4 of 2004.	
10	ADVANCES AND OTHER RECEIVABLE	
	Sales tax adjustable 10.1	36,358,329
	Advance income tax	32,660,834
	Loans and advances to staff	1,125,617
	Earnest money	819,459
	Advances and prepayments	2,508,969
	Security deposit	440,000
	Profit receivable from bank	230,456
		<u>74,143,664</u>
10.1	This amount includes sales tax input adjustable on account of purchase of fixed assets.	
11	BANK BALANCES	
	Balances with banks	1,059,737
	Current accounts 11.1	45,062,312
	Deposit accounts	<u>46,122,049</u>
11.1	These balances carry profit at rates ranging from 3.5% to 5% per annum.	
12	ISSUED, SUBSCRIBED AND PAID-UP CERTIFICATE CAPITAL	
	Modaraba certificates of Rs. 10 each	
	Number of certificates	
	June 30, 2018	
	<u>75,000,000</u> Certificates issued as fully paid in cash	<u>750,000,000</u>

- 12.1 Eman Management (Private) Limited (the Management Company) held 7,500,000 (10%) certificates of Rs. 10 each as at June 30, 2018.

### 13 STATUTORY RESERVE

Statutory reserve represents profits set aside to comply with the Prudential Regulations for Modarabas issued by Securities and Exchange Commission of Pakistan. These regulations require a Modaraba to transfer not less than 20% and not more than 50% of its after tax profit till such time that reserves equal 100% of the paid-up capital. Thereafter, a sum not less than 5% of after tax profit is to be transferred. During the current period, the Modaraba has transferred an amount of Rs. 14.30 million which represents 20% of the profit after tax.

June 30,  
2018  
(Rupees)

### 14 DIMINISHING MUSHARAKA FINANCING

(Secured)

Diminishing musharaka financing	460,000,000
Due within one year	(48,750,000)
	<u>411,250,000</u>

The diminishing musharaka financing is for a period of 4 years and is secured against hypothecation of generators and accessories. This finance carries profit at the rate of 1 year KIBOR + 1.5% per annum payable on quarterly basis commencing from the date of disbursement. Principal repayments are on quarterly basis commencing after one year from the date of disbursement.

### 15 PAYABLE TO MODARABA MANAGEMENT COMPANY

Remuneration payable to Management Company	23	8,225,509
Sindh sales tax payable on remuneration of Management Company	23	1,069,316
Reimbursement of expenses	15.1	1,298,776
		<u>10,593,601</u>

- 15.1 This represents preliminary expenses and floatation costs payable to Modaraba Management Company.

	Note	June 30, 2018 (Rupees)
<b>16 CREDITORS, ACCRUED AND OTHER LIABILITIES</b>		
Creditors	16.1	82,584,987
Ijarah rental payable		23,223,750
Services and maintenance charges payable	16.2	15,076,585
Advances / deposits from customer		10,373,344
Withholding income and sales tax payable		9,765,680
Accrued liabilities	16.3	22,726,448
Accrued profit on diminishing musharaka financing		4,930,582
Provision for Sindh Workers' Welfare Fund		1,459,205
		<u>170,140,581</u>
 16.1	This amount includes Rs. 47.835 million in respect of purchase of spare parts and loose tools and Rs. 3.978 million in respect of purchase of generators, payable to Orient Energy Systems (Private) Limited, an associated company.	
 16.2	This amount represents service and maintenance charges payable to Orient Energy Systems (Private) Limited, an associated company.	
 16.3	This amount includes Rs. 2.119 million payable to Orient Energy Systems (Private) Limited, an associated company in respect of IT, administration and other reimbursements.	
 <b>17 CONTINGENCIES AND COMMITMENTS</b>		
 17.1	Contingencies	
	There were no contingencies as at June 30, 2018.	
 17.2	Commitments	
 17.2.1	Contractual rentals receivable on Ijarah contracts	
	Future minimum ijarah receivables on the basis of ijarah agreements executed up to June 30, 2018 are as follows:	

	Ijarah rentals receivables	Operation and maintenance income receivables
Receivables - not later than one year	289,074,623	101,471,838
Receivables - later than one year and not later than five years	90,842,977	-
	<u>379,917,600</u>	<u>101,471,838</u>

#### 17.2.2 Contractual rentals payable on Ijarah contracts

The Modaraba has obtained 71 generators on Ijarah from ORIX Leasing Pakistan Limited (OLP) for a period of three years with quarterly rental installment of Rs. 46.45 million. M/s Orient Energy Systems (Private) Limited has provided bank (performance) guarantee to ORIX Leasing Pakistan Limited amounting to Rs. 55.74 million on behalf of the Modaraba. Future minimum ijarah payables on the basis of ijarah agreements executed up to June 30, 2018 are as follows:

	Ijarah rentals payables
Payables - not later than one year	185,790,000
Payables - later than one year and not later than five years	278,685,000
	<u>464,475,000</u>

For the period from  
November 17, 2017  
to June 30, 2018

	Note	(Rupees)
18 IJARAH RENTALS - NET		
Ijarah rentals	18.1	430,367,281
Less: Sales tax		(12,667,116)
		<u>417,700,165</u>
18.1 This includes sub-ijarah income amounting to Rs. 134.906 million.		
19 OPERATION AND MAINTENANCE INCOME - NET		
Operation and maintenance income		214,993,872
Less: Sales tax		(22,076,349)
		<u>192,917,523</u>

For the period from  
November 17, 2017  
to June 30, 2018  
(Rupees)

	Note	
<b>20 OPERATING EXPENSES</b>		
Salaries and allowances		186,927,876
Repair, maintenance and related cost	20.1	145,092,822
Depreciation	5.2	80,269,440
Ujrah payments	20.2	35,575,693
Insurance		19,477,901
Travelling and conveyance		2,909,692
		<u>470,253,424</u>
<b>20.1</b>	This amount includes consumable parts and loose tools purchased, service and maintenance charges and other miscellaneous charges amounting to Rs. 53.887 million, Rs. 15.077 million and Rs. 2.00 million respectively acquired from Orient Energy Systems (Private) Limited, an associated company.	
<b>20.2</b>	This represents quarterly installments paid to ORIX Leasing Pakistan Limited against 71 generators obtained on Ijarah.	
<b>21 ADMINISTRATIVE EXPENSES</b>		
Salaries and allowances		6,490,283
Education and training		91,095
Utilities, postage and communication		1,362,235
Printing and stationary		1,039,969
Depreciation	5.2	52,415
Fee and subscription		1,061,679
Legal and professional charges		2,790,342
Auditors' remuneration	21.1	422,500
Other expenses		618,287
		<u>13,928,805</u>
<b>21.1 Auditors' Remuneration</b>		
Annual fee		250,000
Half yearly review fee		125,000
Certification fee		10,000
Out of pocket expenses		37,500
		<u>422,500</u>



	Note	For the period from November 17, 2017 to June 30, 2018 (Rupees)
22	FINANCE COST	
	Financial charges on Diminishing Musharaka	16,555,582
	Bank charges	171,580
		<u>16,727,162</u>
23	MODARABA MANAGEMENT COMPANY'S FEE	
	In accordance with the Modaraba Companies and Modaraba Rules, 1981, the Modaraba has accrued management fee at the rate of 10% of profits during the period which is payable to the Modaraba Management Company amounting to Rs. 8.226 million. Furthermore, during the current period, an amount of Rs. 1.069 million at the rate of 13% was charged on account of sales tax on management fee levied under Sindh Sales Tax on Services Act, 2011.	
24	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 avail this exemption by distributing 90% of its profits to its certificate holders after making appropriation to statutory reserves for the period ending June 30, 2018. Accordingly, no provision in respect of current and deferred taxation has been made in these financial statements.	
25	EARNINGS PER CERTIFICATE - BASIC AND DILUTED	
	The earnings per certificate as required under IAS 33 "Earnings per share" is given below:	
	Profit for the period	71,501,061
	Weighted average number of certificates outstanding	75,000,000
	Earnings per certificate - Basic and diluted (Rupees)	<u>0.95</u>

25.1 There were no convertible dilutive potential ordinary certificates outstanding as on June 30, 2018 which have dilutive effect on earnings per certificate.

## 26 REMUNERATION OF OFFICERS AND OTHER EMPLOYEES

	Executives	Other employees	Total
	-----Rupees-----		
Basic salary	14,199,687	88,258,261	102,457,948
Bonus	1,365,341	8,156,162	9,521,503
House rent allowance	6,389,876	39,716,096	46,105,972
Utility allowance	1,419,977	8,825,938	10,245,915
Vehicle finance allowance	2,156,000	1,415,000	3,571,000
Conveyance allowance	-	472,061	472,061
Provident fund	1,190,368	2,575,216	3,765,584
Contribution to Employees' old age benefit	36,400	3,244,150	3,280,550
Medical benefits	895,929	3,306,359	4,202,288
Others	128,400	9,666,938	9,795,338
	<b>27,781,978</b>	<b>165,636,181</b>	<b>193,418,159</b>
Number of persons	<b>12</b>	<b>1179</b>	<b>1191</b>

For the period from  
November 17, 2017  
to June 30, 2018  
(Rupees)

## 27 UTILIZATION OF PROCEEDS OF INITIAL PUBLIC OFFERING

The break-up of utilization of proceeds of initial public offering is being presented under the requirements of Regulation 16 of Chapter VIII of Public Offering Regulations, 2017. The Modaraba has utilized the proceeds from initial public offering as follows:

Proceeds realized	<u>750,000,000</u>
Purchase of plant and equipment (inclusive of sales tax)	649,079,000
Held for working capital, purchase of additional assets and reimbursement of preliminary expenses	<u>100,921,000</u>
	<u>750,000,000</u>

## 28 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Modaraba's objective in managing risk is the creation and protection of certificate holders' value. Risk is inherent in the Modaraba's activities, but it is managed through monitoring and controlling activities which are primarily setup to be performed, based on limits established by the Modaraba Management Company, Modaraba's constitutive documents and the regulations and directives of the SECP. The Modaraba's activities expose it to a variety of financial risks: market risk (including profit rate risk, equity price risk and fair value risk), credit risk and liquidity risk. The Board of Directors of the Modaraba Management Company has overall responsibility for the establishment and oversight of the Modaraba's risk management framework.

The Modaraba's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Modaraba's financial performance.

The Modaraba primarily invests in assets used for ijarah business. Such investments are subject to varying degrees of risk, which emanate from various factors that include but are not limited to market risk, credit risk and liquidity risk.

### 28.1 Market risk

Market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to changes in market variables such as profit rates, foreign exchange rates and equity prices.

### 28.2 Profit rate risk

Profit rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market profit rates.

### 28.3 Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Modaraba does not have any financial instruments in foreign currencies and hence is not exposed to such risk.

### 28.4 Liquidity risk

Liquidity risk is defined as the risk that the Modaraba will encounter difficulty in meeting obligations associated with financial liabilities. Liquidity risk arises because of the possibility that the Modaraba could be required to pay its liabilities earlier than expected.

The Modaraba's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressful conditions, without incurring unacceptable losses or risking damage to the Modaraba's reputation. The table below summarizes the maturity profile of the Modaraba's financial liabilities based on contractual undiscounted payments.

June 30, 2018	Profit rate	Six months or less	Six to Twelve months	One to five years	Over five years	Total contractual cash flows
-----Rupees-----						
Diminishing musharaka financing	1 year KIBOR + 1.5%	-	48,750,000	411,250,000	-	460,000,000
Payable to Modaraba Management company		10,593,601	-	-	-	10,593,601
Creditors, accrued and other liabilities	-	170,140,581	-	-	-	170,140,581
<b>Total</b>		<b>180,734,182</b>	<b>48,750,000</b>	<b>411,250,000</b>	<b>-</b>	<b>640,734,182</b>

## 28.5 Credit risk

Credit risk is the risk that the counterparty to a financial instrument will cause a financial loss for the Modaraba by failing to discharge its obligation. The Modaraba's policy is to enter into financial contracts with reputable counter parties in accordance with the internal guidelines, offering document and regulatory requirements. The table below analyses the Modaraba's maximum exposure to credit risk. The maximum exposure is shown gross, before the effect of mitigation through the use of collateral agreements at reporting date:

	June 30, 2018 (Rupees)
Receivables	156,833,518
Advances and other receivable	2,615,532
Bank balances	46,122,049
	<b>205,571,099</b>

## 28.6 Financial instruments by category

<b>Financial assets</b>	
Loans and receivables at amortised cost	
Receivables	156,833,518
Advances and other receivable	2,615,532
Bank balances	46,122,049
	<b>205,571,099</b>
<b>Financial liabilities</b>	
Financial liabilities at amortised cost	
Diminishing musharaka financing	460,000,000
Payable to Modaraba Management Company	10,593,601
Creditors, accrued and other liabilities	170,140,581
	<b>640,734,182</b>

## 29 FAIR VALUE OF FINANCIAL INSTRUMENTS

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable willing parties in an arm's length transaction. Consequently differences can arise between carrying values and the fair value estimates.

Underlying the definition of fair value is the presumption that the Modaraba is a going concern without any intention or requirement to curtail materially the scale of its operations or to undertake a transaction on adverse terms.

Financial assets which are tradable in an open market are revalued at the market prices prevailing on the balance sheet date. The estimated fair value of all other financial assets and liabilities is considered not significantly different from book value as the items are short term in nature.

The carrying values of all financial assets and liabilities reflected in the financial statements are approximate to their fair values. Fair value is determined on the basis of the objective evidence at each required date. The following table compares the carrying amounts and fair values of the Modaraba's financial assets and financial liabilities as at June 30, 2018.

	June 30, 2018	
	Carrying amount	Fair value
	-----Rupees-----	
Financial assets		
Loans and receivables at amortised cost		
Receivables	156,833,518	156,833,518
Advances and other receivable	2,615,532	2,615,532
Bank balances	46,122,049	46,122,049
Financial liabilities		
Financial liabilities at amortised cost		
Diminishing musharaka financing	460,000,000	460,000,000
Payable to Modaraba Management company	10,593,601	10,593,601
Creditors, accrued and other liabilities	126,090,904	126,090,904

### 29.1 Fair value hierarchy

The level in the fair value hierarchy within which the financial asset or financial liability is categorised is determined on the basis of the lowest level input that is significant to the fair value measurement.

Financial assets and financial liabilities are classified in their entirety into only one of the three levels.

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

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

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

There were no financial instruments held by the Modaraba which are measured at fair value as of June 30, 2018.

### 30 CAPITAL RISK MANAGEMENT

The Modaraba's prime objective when managing capital is to safeguard its ability to continue as a going concern in order to provide adequate returns for certificate-holders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Modaraba may adjust the amount of profit distributed to certificate holders, issue new certificates or sell assets to reduce debt and transfer amount to statutory reserve.

The Modaraba's policy is to maintain a sound capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business.

### 31 RELATED PARTY TRANSACTIONS

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions and include a subsidiary company, modaraba management company, associated companies with or without common directors, retirement benefit funds, directors, and key management personnel.

The Modaraba has related party relationship with its Modaraba Management Company, Associated Undertakings, Employee Benefit Plans, and its Key Management Personnel.

A number of transactions are entered into with related parties in the normal course of business. These include purchase of assets and sharing of common expenses, if any.

The detail of transactions with related parties and balances with them is given below:

			For the period from November 17, 2017 to June 30, 2018 '(Rupees)
Relationship with the Modaraba	Nature of transactions	Note	
Associated Company Orient Energy Systems (Private) Limited	Purchase of generators	5.1	936,290,343
	Purchase of accessories	5.1	36,709,000
	Purchase of motor vehicles	5.1	10,043,342
	Purchase of electronic appliances	5.1	1,431,044
	Purchase of spare parts and loose tools	20.1	53,886,629
	Service and maintenance charges	20.1	15,076,585
	Miscellaneous charges	20.1	2,000,000
Modaraba Management Company Eman Management (Private) Limited	Preliminary expenses, floatation costs and reimbursement of expenses		23,152,756
			June 30, 2018 (Rupees)
31.1	Period end balances		
Associated Company Orient Energy Systems (Private) Limited	Payable against purchase of spare parts and loose tools	16.1	47,835,046
	Payable against service and maintenance charges	16.2	15,076,585
	Payable against purchase of generator	16.1	3,978,000
	Payable against miscellaneous charges	16.3	2,119,567
	Advance against purchase of generators	7.1	20,360,949
Modaraba Management Company Eman Management (Private) Limited	Management fees payable	23	8,225,509
	Preliminary expenses, floatation costs and reimbursement of expenses	15.1	1,298,776

## 32 NON-ADJUSTING EVENT AFTER THE BALANCE SHEET DATE

The Board of Directors of the Modaraba Management Company in their meeting held on September 26, 2018 have approved profit distribution at the rate of 6.9% i.e. Re. 0.69 per certificate for the period ended June 30, 2018. These financial statements do not reflect this distribution.



33 DATE OF AUTHORIZATION FOR ISSUE

These financial statements were authorized for issue on September 26, 2018 by the Board of Directors of the Eman Management (Private) Limited.

34 CORRESPONDING FIGURES

As this is first year of operation of the Modaraba after incorporation, therefore, no corresponding figures are disclosed.

35 NUMBER OF EMPLOYEES

The number of employees as at period end was 1148.

36 GENERAL

Amounts have been presented and rounded off to the nearest Pak rupees unless otherwise stated.

For Eman Management (Private) Limited  
(Modaraba Management Company)

  
Chief Executive Officer

  
Director

  
Director

  
Chief Financial Officer

## PATTERN OF CERTIFICATE HOLDING As at June 30, 2018

Categories of certificate holders	Certificateholders	Certificate Held	Percentage
Directors and their spouse(s) and minor children			
MUHAMMAD SAEED	1	6,250,000	8.33
NASIM AHMED	1	6,250,000	8.33
Associated Companies, undertakings and related parties			
EMAN MANAGEMENT (PVT.) LIMITED	1	7,500,000	10.00
ASJN HOLDINGS (PVT.) LIMITED	1	5,000,000	6.67
Executives	2	1,344,471	1.79
Public Sector Companies and Corporations	0	-	-
Banks, development finance institutions, non-banking finance companies, insurance companies, takaful, modarabas and pension funds	1	6,638,953	8.85
Mutual Funds	0	-	-
General Public			
a. Local	803	40,347,997	53.80
b. Foreign	0	-	-
Foreign Companies	0	-	-
Others	2	1,668,579	2.22
<b>Totals</b>	<b>812</b>	<b>75,000,000</b>	<b>100.00</b>
Certificate holders holding 5% or more		Certificate Held	Percentage
EMAN MANAGEMENT (PVT.) LIMITED		7,500,000	10.00
MEEZAN BANK LIMITED		6,638,953	8.85
MUHAMMAD SAEED		6,250,000	8.33
CHAUDHRY JAWAID IQBAL		6,250,000	8.33
NASIM AHMED		6,250,000	8.33
AZHAR IQBAL		6,250,000	8.33
ASJN HOLDINGS (PVT.) LIMITED		5,000,000	6.67

## PATTERN OF CERTIFICATE HOLDING

As of June 30, 2018

Number of Certificate holders	Certificate Holdings			Total Certificate Held
20	1	to	100	320
148	101	to	500	65,873
95	501	to	1000	94,775
319	1001	to	5000	811,984
95	5001	to	10000	643,836
44	10001	to	15000	529,092
10	15001	to	20000	169,778
17	20001	to	25000	349,296
4	25001	to	30000	108,901
6	30001	to	35000	196,835
6	35001	to	40000	221,187
4	40001	to	45000	161,464
6	45001	to	50000	281,362
2	50001	to	55000	106,758
1	60001	to	65000	63,387
5	65001	to	70000	333,615
1	125001	to	130000	127,446
1	130001	to	135000	133,446
1	195001	to	200000	196,833
1	265001	to	270000	266,893
1	300001	to	305000	303,500
1	400001	to	405000	400,339
5	1000001	to	1005000	5,004,235
1	1100001	to	1105000	1,100,932
3	1200001	to	1205000	3,603,051
1	1330001	to	1335000	1,334,463
1	1400001	to	1405000	1,401,186
1	1410001	to	1415000	1,414,325
1	1490001	to	1495000	1,494,186
1	1600001	to	1605000	1,601,356
1	1665001	to	1670000	1,668,079
2	3335001	to	3340000	6,672,314
1	4995001	to	5000000	5,000,000
4	6245001	to	6250000	25,000,000
1	6635001	to	6640000	6,638,953
1	7495001	to	7500000	7,500,000
812				75,000,000

## سالانہ رپورٹ کی ترسیل بذریعہ سی ڈی/ڈی وی ڈی/یو ایس بی

سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (ایس ای سی پی) کے ایس آر او نمبر 470(I)/2016 مجریہ 21 مئی 2016 اور ایس آر او 787(I)/2014 مجریہ 8 ستمبر 2014 کے سلسلے میں اور منجمنٹ کمپنی کے بورڈ آف ڈائریکٹرز کے اجلاس منعقدہ 26 ستمبر 2018 میں منظوری کے بعد رجسٹرڈ مضاربہ، اسپیشلائزڈ کمپنیز ڈویژن، ایس ای سی پی کی منظوری سے مشروط، مضاربہ اپنی سالانہ بیلنس شیٹ مع نفع نقصان کے حسابات، آڈیٹرز کی رپورٹ اور ڈائریکٹرز کی رپورٹ وغیرہ (سالانہ آڈٹ شدہ حسابات) اپنے ممبرز کو سی ڈی/ڈی وی ڈی/یو ایس بی کے ذریعہ ان کے رجسٹرڈ پتوں پر ارسال کرے گا سوائے ان کے جو سالانہ آڈٹ شدہ حسابات کی ہارڈ کاپی حاصل کرنے کے خواہشمند ہوں۔ الیکٹرونک ترسیل کیلئے معیاری درخواست فارم مضاربہ کی ویب سائٹ [www.orientmodaraba.com](http://www.orientmodaraba.com) پر دستیاب ہے۔

## آڈیٹرز

آڈٹ کمیٹی کی سفارشات پر بورڈ نے میسرز بی ڈی او ابراہیم اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس کو باہمی متفقہ مشاہرے پر 30 جون 2019 کیلئے دوبارہ تقرری کی منظوری دیدی ہے جو رجسٹر آف مضاربہ کمپنیز اور مضاربہ جات کی منظوری سے مشروط ہے۔

## اعتراف

بورڈ رجسٹرڈ مضاربہ سیکورٹی اینڈ ایکسچینج کمیشن آف پاکستان، پاکستان اسٹاک ایکسچینج، کنسلٹنٹس اور ذمہ نویسوں کا شکر گزار ہے جنہوں نے مضاربہ کے اجراء کے دوران اور بعد میں رہنمائی فرمائی۔

بورڈ اپنے سرٹیفکیٹ ہولڈرز کا بھی ممنون ہے جنہوں نے اورینٹ گروپ پر اپنے اعتماد کا اظہار کیا اور ابتدائی عوامی پیشکش میں بھرپور شرکت کی۔

بورڈ اپنے ہر ملازم کی محنت اور کاوشوں کا بھی معترف اور شکر گزار ہے جنہوں نے صارفین کی توقع کے مطابق معیاری خدمات فراہم کی اور مضاربہ کے کاروبار کی ترقی کو یقینی بنایا۔

ڈائریکٹر

چیف ایگزیکٹو آفیسر  
26 ستمبر 2018

## ڈائریکٹرز کی ٹریننگ کا پروگرام

بورڈ کارپوریٹ گورننس کے ضابطوں پر عمل درآمد کیلئے پر عزم ہے اور مقررہ مدت کے اندر ڈائریکٹرز کی ٹریننگ کے پروگرام کا منصوبہ بنا رہی ہے۔

## متعلقہ پارٹی سے لین دین

ضابطوں کی شرائط کے مطابق مضاربہ نے تمام متعلقہ پارٹیز کے لین دین کو آڈٹ کمیٹی اور بورڈ کے سامنے بالترتیب ان کے جائزے اور منظوری کیلئے پیش کر دیا ہے۔

## اندرونی مالیاتی کنٹرول

ڈائریکٹرز اندرونی مالیاتی کنٹرول سے متعلق اپنی ذمہ داری سے بخوبی آگاہ ہیں۔ انہوں نے منیجمنٹ اور آڈیٹرز (اندرونی اور بیرونی) کے ساتھ گفت و شنید کے بعد تصدیق کی ہے کہ مضاربہ نے کنٹرول کو درست طریقے سے نافذ کیا ہے۔

## دیگر بعد کے معاملات

مالی سال اور اس رپورٹ کی تاریخ کی مدت کے دوران میں کوئی ایسی بڑی تبدیلی نہیں ہوئی نہ وعدے کئے گئے جس سے کمپنی کی مالیاتی حیثیت پر کوئی اثر پڑتا ہو۔

## نان ایگزیکٹو ڈائریکٹرز کے مشاہرے کی پالیسی

نان ایگزیکٹو ڈائریکٹرز اور خود مختار ڈائریکٹر کمپنی کے بورڈ اور کمیٹی کے اجلاسوں میں شرکت کی فیس کا تعین بورڈ وقتاً فوقتاً کرتا رہتا ہے۔

## شرعیہ ایڈوائزری رپورٹ

مضاربہ ضرورت کے مطابق اپنے شرعیہ ایڈوائزری مفتی ابراہیم عیسیٰ سے رہنمائی حاصل کرتا ہے۔ نیز اندرونی آڈٹ ڈپارٹمنٹ کو بھی مضاربہ کے روزمرہ کے مسائل کے حل کیلئے شرعیہ پالیسیز اور اصولوں کی پابندی کو یقینی بنانے کی تربیت دی گئی ہے۔ مضاربہ کی 30 جون 2018 کو ختم ہونے والی مدت کی شرعیہ ایڈوائزری رپورٹ اس رپورٹ کے ساتھ منسلک ہے۔

## کارپوریٹ اینڈ فنانشل رپورٹنگ فریم ورک

بورڈ آف ڈائریکٹر بمسرت مطلع کرتا ہے کہ

- مضاربہ کی انتظامیہ کے تیار کردہ مالیاتی گوشواروں میں اس کے معاملات کی شفافیت، اس کے آپریشنز کے نتائج، رقم کے بہاؤ اور ایکویٹی میں تبدیلی کو اچھے طریقے سے پیش کیا گیا ہے۔
- مضاربہ کے حسابات کے کھاتوں کو درست طور پر مرتب کیا گیا ہے۔
- مالیاتی اسٹیٹمنٹ اور حسابات کے تخمینہ کی تیاری میں ہر جگہ حسابات کی پالیسی کو درست طور پر استعمال کیا گیا ہے اور حسابات کے تخمینوں میں معقولیت اور دانائی برہنی فیصلے کئے گئے ہیں۔
- مالیاتی اسٹیٹمنٹ کی تیاری میں پاکستان میں مضاربہ پر لاگو اور موثر بین الاقوامی مالیاتی رپورٹنگ کے معیارات کو مد نظر رکھا گیا ہے۔
- داخلی کنٹرول کا نظام بالکل درست ہے اور اندرونی آڈٹ اس کا مستقل جائزہ لیتا رہتا ہے۔ جائزے کا طریقہ کار جاری رہے گا اور کنٹرولز میں کسی کمزوری کے ظاہر ہونے پر اسے دور کر دیا جائے گا۔
- ادارے کے موجودہ حیثیت میں کام جاری رکھنے کے لئے مضاربہ کی صلاحیت میں کوئی نمایاں شبہ نہیں ہے۔
- پہلے سال کی مدت کی بنیاد آپریٹنگ اور مالیاتی معلومات اختصار کے ساتھ اس سالانہ رپورٹ میں درج ہیں۔
- 30 جون 2018ء کو ٹیکسز، ڈیوٹیز، محصولات اور چارجز کی مد میں کوئی قانونی واجب الادا رقم نہیں ہے، سوائے ان کے جن کو مالیاتی حسابات میں ظاہر کیا گیا ہے۔
- مضاربہ کے ایمپلائز کے پراویڈنٹ فنڈ کا معاملہ رجسٹریشن کے مرحلے میں ہے۔ 30 جون 2018ء کو فنڈ کی رقم 7,531,168 روپے ہے۔

## بورڈ کے اجلاس کا مقام

مذکورہ مدت کے دوران میں بورڈ کے تمام اجلاس کراچی میں منیجمنٹ کمپنی کے دفتر میں منعقد ہوئے اور کوئی بھی اجلاس پاکستان سے باہر منعقد نہیں کیا گیا تا کہ بیرون ملک اجلاس کے اضافی اخراجات کی بچت ہو سکے۔

## سرٹیفکیٹ ہولڈرز کا طرز

30 جون 2018 کو مضاربہ کے سرٹیفکیٹ ہولڈنگ کے طرز اور اضافی معلومات کا اسٹیٹمنٹ مع پراکسی فارم اس رپورٹ کے ساتھ منسلک ہے۔

17 نومبر 2017 سے 30 جون 2018 تک کی مدت کے دوران میں بورڈ آڈٹ کمیٹی کے کل دو اجلاس ہوئے۔ اس متعلقہ مدت میں حاضری کی صورتحال درج ذیل کے مطابق رہی:

اجلاس		ڈائریکٹر کا نام
حاضری	منعقد	
2	2	جناب جوز جیو خان
2	2	جناب نسیم احمد
2	2	جناب علی اکبر عبداللہ

### ہیومن ریسورس اینڈ ریمونریشن کمیٹی

بورڈ آف ڈائریکٹرز نے ضابطوں کے مطابق ہیومن ریسورس اینڈ ریمونریشن کمیٹی (HRRC) تشکیل دی ہے۔ HRRC کی بنیادی ذمہ داری اہم انتظامیہ کے عملے کے جانچ اور تلافی کے طریقہ کار پر عمل درآمد کرنا ہے۔ 17 نومبر 2017 سے 30 جون 2018 تک کی مدت کے دوران میں HRRC کا کوئی اجلاس منعقد نہیں ہوا کیونکہ مضاربہ نے اپنے کاروباری عمل کا پہلا سال مکمل نہیں کیا۔

### کارپوریٹ گورننس پر عمل درآمد

بورڈ آف ڈائریکٹرز مضاربہ کے تمام نمایاں امور کا جائزہ لیتا ہے۔ ان میں مضاربہ کی حکمت عملی کا رخ، متعلقہ پارٹی سے لین دین اور طویل مدت کی سرمایہ کاری اور قرضہ کے حصول کے فیصلے شامل ہیں۔ بورڈ کارپوریٹ گورننس کے اعلیٰ ترین معیارات کو برقرار رکھنے کیلئے پرعزم ہے۔



بورڈ دوسرے مرحلے میں مضاربہ کے پورٹ فولیو میں تنوع پیدا کرے گا تاکہ اتحاد عمل پیدا کر کے اپنے کاروبار کو وسیع دے اور سی پیک کے ذریعہ پیدا ہونے والے نمایاں کاروباری مواقع کا فائدہ اٹھانے کیلئے اپنی پوزیشن کو بہتر سے بہتر بنا سکے۔

### بورڈ آف ڈائریکٹرز

بورڈ پانچ ڈائریکٹرز پر مشتمل ہے۔ بورڈ کے ممبرز کی تشکیل درج ذیل ہے:

- 1 خود مختار ڈائریکٹر
- 3 نان ایگزیکٹو ڈائریکٹرز
- 1 ایگزیکٹو ڈائریکٹر

17 نومبر 2017 سے 30 جون 2018 تک کے عرصہ میں بورڈ آف ڈائریکٹرز کے کل تین اجلاس ہوئے۔ اس متعلقہ عرصہ میں اجلاس میں حاضری کی صورتحال درج ذیل کے مطابق رہی:

اجلاس		ڈائریکٹرز کے نام
حاضری	منعقد	
3	3	جناب محمد سعید
3	3	جناب غیاث الدین خان
3	3	جناب نسیم احمد
3	3	جناب جوز جیوا خان
3	3	جناب علی اکبر عبداللہ

### بورڈ آڈٹ کمیٹی

بورڈ نے لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2017 کی پیروی میں آڈٹ کمیٹی قائم کی ہے جو اندرونی کنٹرول اور ضابطوں کی پابندی کی نگرانی کرتی ہے اور اپنے قیام سے اب تک نہایت مستعدی کے ساتھ یہ فرائض انجام دے رہی ہے۔ آڈٹ کمیٹی سہ ماہی، ششماہی اور سالانہ مالیاتی اسٹیٹمنٹس بورڈ کے سامنے پیش کئے جانے اور شائع ہونے سے قبل ان کا باقاعدہ جائزہ لیتی ہے۔ آڈٹ کمیٹی نے بیرونی آڈیٹر کے ساتھ مختلف مسائل پر تفصیلی گفت و شنید کی جس میں ان کے انتظامیہ کو لکھے گئے خط پر بھی گفتگو ہوئی۔ آڈٹ کمیٹی نے اندرونی آڈیٹرز کی جانب سے کی گئی نشاندہی کا بھی جائزہ لیا اور کوڈ آف کارپوریٹ گورننس کے مطابق اندرونی اور بیرونی آڈیٹرز کے ساتھ الگ الگ ملاقاتیں کیں۔

## • کاروباری رسک

اپنے جنریٹر رینٹل بزنس پر نمایاں انحصار کے سبب مضاربہ کو توانائی کے زیادہ سستے ذرائع جیسے سولر پاور پلانٹس کی دستیابی کا رسک موجود ہے۔ اسی طرح حکومت کی جانب سے کسی متبادل توانائی کے شعبہ کو سبسڈی دینے سے مضاربہ پر منفی اثر پڑ سکتا ہے۔

## • کریڈٹ رسک

مضاربہ کو اندرونی طور پر اجارہ کے کاروبار میں نادہنگی کے رسک کا سامنا ہوتا ہے۔ مضاربہ کو صارفین کا کرایہ کی ادائیگی میں نادہندہ ہونا بہت بڑا رسک ہے۔ اس کے علاوہ دیگر رسک میں لیز پر دیئے گئے اثاثہ کا قبضہ نہ ملنا، صارف کی جانب سے اثاثہ کا غلط استعمال یا اس کو نقصان پہنچانا، حادثات، چوری اور بریک ڈاؤن ہونے کے رسک شامل ہیں۔

## • معاشی رسک

معاشی صورتحال میں تبدیلیوں کا اثر مضاربہ کی کارکردگی پر بھی پڑتا ہے۔ ان میں مارکیٹ کے بڑھنے، شرح سود اور زر مبادلہ میں اضافے سے مضاربہ کی آمدنی اور اثاثے متاثر ہو سکتے ہیں۔ مضاربہ ان مذکورہ رسک کے ممکنہ اثرات کو ختم کرنے / قابل قبول حد تک کم کرنے کیلئے اپنے اندرونی اور بیرونی اسٹیک ہولڈرز کے ساتھ مل کر کام کرتا ہے۔

## مستقبل کے امکانات

بورڈ اپنی بنیادی سرگرمیوں پر بھرپور توجہ دینے میں مصروف ہے اور اپنے موجودہ بنیادی اثاثہ جات میں اضافہ کیلئے منصوبہ بندی کر رہا ہے۔ کیونکہ دیگر کئی عوامل کے باعث جنریٹر رینٹل کے کاروبار میں ترقی کے روشن امکانات موجود ہیں جن میں ایل این جی کی دستیابی، صنعتوں پر نقد رقم کے بہاؤ کا دباؤ، بجلی کی پیداوار میں کمی، دیکھ بھال کے اخراجات میں اضافہ وغیرہ شامل ہیں۔ 200 ملین سے زیادہ آبادی والا ہمارا ملک ہماری نظر میں ہر طرح کی سرمایہ کاری کیلئے ایک بڑی مارکیٹ کی حیثیت رکھتا ہے اور ہم اسلاک اجارہ رینٹل پروڈکٹس اور اپنے صارفین کی رینٹل کی ضروریات کے مطابق ہر طرح کی رینٹل پروڈکٹس میں نئی سرمایہ کاری جاری رکھیں گے۔

مضاربہ 17 نومبر 2017 کو پاکستان اسٹاک ایکسچینج (PSX) کی لسٹ میں شامل ہوا۔ مضاربہ نے 1,178 ملین پاکستانی روپے (بشمول سیلز ٹیکس) کے اثاثہ جات کی خریداری کی جو ڈیزل اور گیس جزیٹرز اور ایسیسریز پر مشتمل ہیں۔ یہ اثاثہ جات سبسکریپشن کی رقم اور ڈمنشنگ مشارکہ فنانس سے خریدے گئے ہیں۔

اس کے علاوہ مضاربہ نے 3 سال کی طویل المدت کے اجارہ (لیز) پر جزیٹرز اور ایسیسریز حاصل کیں۔ اس طرح زیر عمل کاروبار میں اثاثہ جات کے پورٹ فولیو کی رقم 2,085 ملین روپے ہو گئی۔

اپنے کاروباری عمل کے آغاز سے محض ابتدائی سات ماہ میں مضاربہ کے صارفین کی تعداد میں خاطر خواہ اضافہ ہوا اور 610.6 ملین روپے کی آمدنی حاصل ہوئی جبکہ کاروباری عمل کی لاگت کو 528.4 ملین روپے تک محدود رکھا گیا جس میں 12 ملین روپے کے ابتدائی اخراجات بھی شامل ہیں۔ ان مالیاتی حسابات میں ٹیکس کی مد میں کوئی رقم شامل نہیں ہے کیونکہ انتظامیہ نے اس مدت کے منافع سے کم از کم 90% حصہ بعد از قانونی ریزرو میں منتقلی اپنے سرٹیفکیٹ ہولڈرز میں تقسیم کرنے کا عزم کیا ہے۔

## منافع کی تقسیم

بورڈ یہ اعلان کرتے ہوئے مسرت محسوس کرتا ہے کہ نقد ڈیویڈنڈ بحساب 6.9% یعنی ہر 10 روپے والے شیئر کیلئے 0.69 روپے دیا جا رہا ہے جو کہ زکوٰۃ اور ٹیکس کی کٹوتی سے مشروط ہے۔

## بڑے رسک اور غیر یقینی صورتحال

مضاربہ کو اندرونی طور پر بعض رسک اور غیر یقینی صورتحال کا سامنا ہوتا ہے۔ تاہم ان میں سے ہمارے نزدیک بنیادی رسک درج ذیل ہیں:

## • ٹیکریٹیشن پالیسی میں تبدیلیاں

مضاربہ کی کامیابی دوسرے عناصر کے علاوہ حکومت کی جانب سے ٹیکس کی چھوٹ کے فائدے پر منحصر ہے جو منافع کا کم از کم 90% حصہ اپنے سرٹیفکیٹ ہولڈرز کو نقد ڈیویڈنڈ کی صورت میں تقسیم کرنے پر دی جاتی ہے۔ اگر کسی بھی مرحلے پر حکومت یہ چھوٹ واپس لے لے تو اس کا اثر مضاربہ کی فی سرٹیفکیٹ آمدنی پر پڑ سکتا ہے۔

## ڈائریکٹرز کی رپورٹ

برائے مدت ختمہ 30 جون 2018

اورینٹ رینٹل مضاربہ ("مضاربہ") کی منجمنٹ کمپنی ایمان منجمنٹ (پرائیویٹ) لمیٹڈ ("ایمان") کا بورڈ آف ڈائریکٹرز بمسرت مضاربہ کے 17 نومبر 2017 میں کاروبار کے آغاز سے 30 جون 2018 تک کی مدت کیلئے پہلی ڈائریکٹر کی رپورٹ مع آڈٹ شدہ مالیاتی حسابات پیش کرتا ہے۔ اس کی مالیاتی جھلکیاں درج ذیل ہیں:

روپے	آمدنی
610,617,688	
(528,362,597)	اخراجات
82,255,091	منافع قبل از منجمنٹ فیس
(10,754,030)	منجمنٹ کمپنی کے معاوضے اور دیگر اخراجات
71,501,061	قبل اور بعد از ٹیکس منافع
	قانونی ریزرو میں بحساب مدت کے
(14,300,212)	منافع سے 20% کے حساب سے منتقلی
57,200,849	غیر تقسیم شدہ منافع آگے لایا گیا
0.95	فی سرٹیفکیٹ آمدنی - بنیادی اور تحلیل شدہ
10.95	فی سرٹیفکیٹ بریک اپ ویلیو

### کاروباری عمل کا جائزہ

مضاربہ کا اجراء 500 ملین پاکستانی روپے کے ادا شدہ سرمایہ سے کیا گیا جس میں 250 ملین پاکستانی روپے کا گرین شو آپشن رکھا گیا تھا۔ اس میں عوام کو 15 ملین سرٹیفکیٹ کی پیشکش کی گئی جو ادا شدہ سرمایہ کا 30% ہے۔ اس کی سبسکرپشن 559.8 ملین پاکستانی روپے ہوئی جو مقررہ سبسکرپشن سے چار گنا زیادہ ہے۔ یہ اجراء اس لحاظ سے منفرد ہے کہ پاکستان کے مضاربہ کے شعبہ میں پہلی بار گرین شو کا آپشن پیش کیا گیا اور استعمال کیا گیا۔

## چیئر مین کی جائزہ رپورٹ

عزیز مزار بہ سٹریٹیکٹ ہولڈرز

اورینٹ رینٹل مزار بہ ("مزار بہ") کی منجمنٹ کمپنی ایمان منجمنٹ (پرائیویٹ) لمیٹڈ ("منجمنٹ کمپنی") کے بورڈ آف ڈائریکٹرز کی جانب سے میں بمسرت مزار بہ کے پہلے سالانہ جائزہ اجلاس میں آپ کو خوش آمدید کہتا ہوں اور مزار بہ کے 17 نومبر 2017 میں کاروبار کے آغاز سے 30 جون 2018 تک کی مدت کیلئے آڈٹ شدہ مالیاتی حسابات پیش کرتا ہوں۔ کمپنیز ایکٹ 2017 اور لسٹڈ کمپنیز کوڈ آف کارپوریٹ گورننس 2017 کی رو سے مزار بہ کے سٹریٹیکٹ ہولڈرز کے سامنے یہ پہلی رپورٹ ہے جو حال ہی میں جاری کئے گئے ہیں اور جن میں سٹریٹیکٹ ہولڈرز کے مفادات کے تحفظ اور سرمایہ کی حفاظت کے مقصد کے تحت عمل درآمد کیلئے نئی شرائط متعارف کروائی گئی ہیں۔

منجمنٹ کمپنی نے سال کے دوران میں مزار بہ کا اجراء کیا اور اس کیلئے چار گنا زیادہ سبسکریپشن حاصل ہوئی۔ یہ اجراء اس لحاظ سے منفرد تھا کہ پاکستان میں مزار بہ میں 250 ملین پاکستانی روپے کے گرین شو کے انتخاب کی سہولت پہلی مرتبہ پیش کی گئی اور عمل درآمد کی گئی۔ اپنے کاروباری عمل کے آغاز کے ابتدائی سات ماہ کی مدت میں مزار بہ نے اپنے صارفین کی تعداد میں خاطر خواہ اضافہ کر لیا اور 610.6 ملین پاکستانی روپے کی آمدنی حاصل کر لی۔

کمپنی کا بورڈ آف ڈائریکٹرز پانچ ڈائریکٹرز پر مشتمل ہے اور میں فخر سے کہتا ہوں کہ انہوں نے ہمیشہ سٹریٹیکٹ ہولڈرز کے بہترین مفاد میں خدمات انجام دی ہیں اور انہوں نے مزار بہ کی سمت اور حکمت عملی کا تعین کرنے اور اپنے فرائض کی بہترین ادائیگی کیلئے اپنے وسیع تجربہ اور بھرپور صلاحیتوں سے کام لیا ہے۔

مزار بہ کے بورڈ آف ڈائریکٹرز کو بورڈ اور کمیٹی کے اجلاسوں سے قبل ایجنڈا اور معاون تحریری میٹریل موصول ہوا۔ بورڈ اپنی ذمہ داریاں نبھانے کیلئے باقاعدہ اجلاس منعقد کرتا ہے اور اپنے فرائض انجام دیتا ہے۔ خود مختار ڈائریکٹر اور نان ایگزیکٹو ڈائریکٹرز اہم فیصلوں میں برابر کے شریک ہوتے ہیں

میں اپنے چیف ایگزیکٹو افسر اور ان کی ٹیم کے تمام ممبران کا سخت محنت اور لگن سے کام کرنے پر خلوص دل سے ممنون ہوں۔ میں مزار بہ کے اجراء کے دوران میں رجسٹرڈ مزار بہ، سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان اور پاکستان اسٹاک ایکسچینج، کنسلٹنٹس اور ذمہ نویسوں کے تعاون اور رہنمائی کے لئے تہہ دل سے شکر گزار ہوں۔

میں اپنے معزز سٹریٹیکٹ ہولڈرز کا بھی بے حد ممنون ہوں جنہوں نے منجمنٹ کمپنی پر اعتماد کیا اور ابتدائی عوامی پیش کش میں بڑھ چڑھ کر حصہ لیا۔

محمد سعید  
چیئر مین

26 ستمبر 2018

## ۷۔ ڈیویڈنڈ مینڈیٹ

کمپنیز ایکٹ 2017 (ایکٹ) لسٹڈ کمپنی / ادارے کی جانب سے کیش ڈیویڈنڈ کی ادائیگی اب صرف الیکٹرونک ذریعہ سے لازمی ہے۔ اس لئے اورینٹ رینٹل مضاربہ کے تمام سرٹیفکیٹ ہولڈرز کو مشورہ دیا جاتا ہے کہ وہ کمپنی کی ویب سائٹ پر دستیاب ڈیویڈنڈ مینڈیٹ فارم پر کر کے اپنے متعلقہ بینک کو ڈیویڈنڈ مینڈیٹ فراہم کریں۔ ان سرٹیفکیٹ ہولڈرز سے جن کی شیئر ہولڈنگ سینٹرل ڈپازٹری سسٹم (CDS) کے تحت ہے، گزارش ہے کہ وہ اپنے بینک مینڈیٹ کی معلومات براہ راست متعلقہ شریک / سی ڈی سی انوسٹر اکاؤنٹ سروس کو فراہم کریں۔ بینک اکاؤنٹ کی تفصیلات کی عدم موجودگی یا نامکمل معلومات کی صورت میں مضاربہ ان شیئر ہولڈرز کے ڈیویڈنڈ روک لینے پر مجبور ہوگا جنہوں نے مطلوبہ معلومات فراہم نہ کی ہوں گی۔ مزید معلومات کیلئے ہمارے شیئر رجسٹرار کے ہیڈ آفس، سی ڈی سی ہاؤس، 99-B بلاک بی، ایس ایم سی ایچ ایس، مین شارع فیصل، کراچی 74400 سے رابطہ کریں۔  
فون 021-111-111-500 فیکس 021-34326040

۸۔ سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (ایس ای سی پی) کی جاری کردہ ہدایات بذریعہ ایس آر او 787(I)/2014 مورخہ 08 ستمبر 2014، کے ذریعے کمپنیز کو اجازت دی گئی ہے کہ وہ اپنے آڈٹ شدہ فنانشل اسٹیٹمنٹس مع سالانہ جائزہ میٹنگ کی اطلاع، اپنے سرٹیفکیٹ ہولڈرز کو بذریعہ ای میل ارسال کر سکتے ہیں۔ جو سرٹیفکیٹ ہولڈرز آئندہ مضاربہ کی سالانہ رپورٹ بذریعہ ای میل حاصل کرنا چاہیں، ان سے درخواست ہے کہ وہ رضامندی کا فارم (اورینٹ رینٹل مضاربہ کی ویب سائٹ پر دستیاب) پر کر کے ہمارے شیئر رجسٹرار کے ہیڈ آفس، سی ڈی سی ہاؤس، 99-B بلاک بی، ایس ایم سی ایچ ایس، مین شارع فیصل، کراچی 74400 سے رابطہ کریں۔ فون 111-111-500 فیکس 021-34326040

کارپوریٹ سرٹیفکیٹ ہولڈرز جن کے اکاؤنٹ سی ڈی سی میں ہیں، اپنے متعلقہ شرکاء کے ساتھ اپنا قومی ٹیکس نمبر (NTN) اپ ڈیٹ کر لیں۔

انکم ٹیکس سے استثنیٰ کے خواہشمند یا کم شرح پر کٹوتی کے اہل افراد سے درخواست ہے کہ وہ کیس کے مطابق کارآمد ٹیکس سرٹیفکیٹ یا ضروری دستاویزی ثبوت پیش کریں۔ زکوٰۃ کی کٹوتی سے چھوٹ کے خواہشمند سرٹیفکیٹ ہولڈرز سے درخواست ہے کہ وہ زکوٰۃ سے چھوٹ کا کارآمد ڈکلیئریشن جمع کرائیں۔

## ۶۔ جوائنٹ اکاؤنٹ ہولڈر کی صورت میں ڈیویڈنڈ پروڈ ہولڈنگ ٹیکس

مشترکہ سرٹیفکیٹ کے حامل تمام سرٹیفکیٹ ہولڈرز سے درخواست ہے کہ پرنسپل سرٹیفکیٹ ہولڈر اور جوائنٹ ہولڈر کے پاس موجود سرٹیفکیٹ کی تعداد کے تناسب سے شیئر رجسٹر اکو تحریری طور پر درج ذیل کے مطابق معلومات فراہم کریں:

جوائنٹ سرٹیفکیٹ ہولڈر	پرنسپل سرٹیفکیٹ ہولڈر	کل سرٹیفکیٹ	پورٹ فولیو نمبر / سی ڈی سی اکاؤنٹ نمبر
نام اور CNIC نمبر سرٹیفکیٹ ہولڈنگ کا تناسب (تعداد سرٹیفکیٹس)	نام اور CNIC نمبر سرٹیفکیٹ ہولڈنگ کا تناسب (تعداد سرٹیفکیٹس)		

مطلوبہ معلومات ہمارے شیئر رجسٹر اکو جمعرات 18 اکتوبر 2018 کو کاروباری اوقات کے اختتام تک لازمی موصول ہو جانی چاہئیں، ورنہ یہ تصور کر لیا جائے گا کہ پرنسپل سرٹیفکیٹ ہولڈر اور جوائنٹ ہولڈر دونوں کے پاس برابر کی تعداد میں سرٹیفکیٹ موجود ہیں۔

### ۳۔ اجلاس میں شرکت کیلئے

- (i) فرد واحد کی صورت میں اکاؤنٹ ہولڈر یا سب اکاؤنٹ ہولڈر اور/یا جس شخص کی سیکورٹیز گروپ اکاؤنٹ میں ہیں اور اس کے رجسٹریشن کی تفصیلات ضابطے کے مطابق اپ لوڈڈ ہیں، اجلاس میں شرکت کے وقت اپنی شناخت کی تصدیق کیلئے اصل CNIC یا اصل پاسپورٹ پیش کریں۔
- (ii) کارپوریٹ ادارہ کی صورت میں، بورڈ آف ڈائریکٹرز کی قرارداد/پاور آف اٹارنی مع نامزد فرد کے نمونہ کے دستخط، اجلاس کے وقت پیش کرنا ہوں گے۔

۴۔ سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (ایس ای سی پی) کے ایس آر او 2014/634 (I) کی شرط کے مطابق سالانہ رپورٹ برائے سال ختمہ 30 جون 2018 مضاربہ کی ویب سائٹ پر بھی جاری کر دی جائے گی اور ساتھ ہی سرٹیفکیٹ ہولڈرز کو بھی ارسال کر دی جائے گی۔

### ۵۔ ڈیویڈنڈ کی رقم پر ود ہولڈنگ ٹیکس کی کٹوتی

حکومت پاکستان نے فنانس ایکٹ 2014 کے ذریعہ انکم ٹیکس آرڈیننس 2001 کے سیکشن 150 میں بعض ترامیم کی ہیں جن کی رو سے کمپنی کی جانب سے ڈیویڈنڈ کی رقم کی ادائیگی پر ود ہولڈنگ ٹیکس کی کٹوتی کیلئے مختلف شرحیں مقرر کی گئی ہیں۔ حکومت پاکستان نے مزید فنانس ایکٹ 2017 کے ذریعہ ود ہولڈنگ ٹیکس کی کٹوتی کی شرح تبدیل کی ہے جو درج ذیل ہے:

- (a) انکم ٹیکس ریٹرنز کے فائلر (ز) کیلئے کٹوتی کی شرح: 15%
- (b) انکم ٹیکس ریٹرنز کے نان فائلر (ز) کیلئے کٹوتی کی شرح: 20%

لہذا کمپنی کو کیش ڈیویڈنڈ کی رقم پر 20% کی بجائے 15% کٹوتی کیلئے تمام سرٹیفکیٹ ہولڈرز کو جن کے نام FBR کی ویب سائٹ پر فعال ٹیکس گزاروں کی فہرست (ATL) میں شامل نہیں ہیں، حالانکہ وہ فائلر ہیں، مشورہ دیا جاتا ہے کہ مقررہ مدت کے اختتام (درج بالا) سے پہلے ATL میں اپنے نام کے اندراج کو یقینی بنالیں ورنہ ان کے کیش ڈیویڈنڈ سے ٹیکس کی کٹوتی 15% کی بجائے 20% کی شرح سے کی جائے گی۔ مزید استفسارات/مسئلے/معلومات کیلئے شیئر رجسٹرار کے ہیڈ آفس، سی ڈی سی ہاؤس، B-99، بلاک بی، ایس ایم سی ایچ ایس، مین شارع فیصل، کراچی - 74400 پر رابطہ کریں۔  
فون: 021-111-111-500، فیکس: 021-34326040۔



## اطلاع برائے سالانہ جائزہ اجلاس

بذریعہ ہذا مطلع کیا جاتا ہے اورینٹ رینٹل مضاربہ کے سرٹیفکیٹ ہولڈرز کا پہلا سالانہ جائزہ اجلاس ہفتہ 27 اکتوبر 2018 کو شام 7.00 بجے ایمان منیجمنٹ (پرائیویٹ) لمیٹڈ کے دفتر واقع پلاٹ نمبر 9، سیکٹر 24، کورنگی انڈسٹریل ایریا، کراچی میں مضاربہ کی کارکردگی برائے مدت ختمہ 30 جون 2018 کا جائزہ لینے کیلئے منعقد ہوگا۔

منجانب بورڈ

ایم۔ جمال احمدانی

کمپنی سیکرٹری،

ایمان منیجمنٹ (پرائیویٹ) لمیٹڈ

منیجر اورینٹ رینٹل مضاربہ

کراچی۔ 26 ستمبر 2018

## نوٹس:

۱۔ سرٹیفکیٹ ٹرانسفر بکس جمعہ 19 اکتوبر 2018 تا ہفتہ 27 اکتوبر 2018 (بشمول دونوں ایام) بند رہیں گی۔ تاہم اورینٹ رینٹل مضاربہ کے رجسٹرار میسرز سینٹرل ڈپازٹری کمپنی آف پاکستان لمیٹڈ کے دفتر میں جمعرات 18 اکتوبر 2018 کو کاروباری اوقات کے اختتام تک موصول ہونے والے ٹرانسفرز، ٹرانسفریز کو ڈیویڈنڈ کی اہلیت اور سالانہ جائزہ اجلاس میں شرکت کے لئے بروقت تصور ہونگے۔

۲۔ سرٹیفکیٹ ہولڈرز کو ہدایت کی جاتی ہے کہ وہ اپنے پتہ میں کسی تبدیلی، اگر ہو، کے بارے میں شیئر رجسٹرار میسرز سینٹرل ڈپازٹری کمپنی آف پاکستان لمیٹڈ کے ہیڈ آفس، سی ڈی سی ہاؤس، 99-B بلاک B، ایس ایم سی ایچ ایس، مین شارع فیصل، کراچی 74400، فون نمبر 021-111-111-500 فیکس نمبر 021-34326040 پر مطلع کریں۔

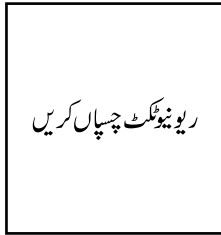
## تشکیل نیابت داری

میں / ہم \_\_\_\_\_  
 ساکن \_\_\_\_\_ بحیثیت اورینٹ رینٹل مضاربہ \_\_\_\_\_ کے  
 رکن و حامل \_\_\_\_\_ سرٹیفکیٹ برطابق سرٹیفکیٹ رجسٹرڈ فوئیو نمبر \_\_\_\_\_  
 اور / یا سی ڈی سی کے شراکتی آئی ڈی نمبر \_\_\_\_\_ اور ذیلی کھاتہ نمبر \_\_\_\_\_  
 محترم / محترمہ \_\_\_\_\_ ساکن \_\_\_\_\_  
 یا بصورت دیگر محترم / محترمہ \_\_\_\_\_ ساکن \_\_\_\_\_

کو اپنی جگہ مورخہ 27 اکتوبر، 2018 کو منعقد یا ملتوی ہونے والے پہلے سالانہ نظر ثانی اجلاس عام میں رائے دہندگی کے لئے اپنا نمائندہ مقرر کرتا / کرتی ہوں۔

گواہ:

1 دستخط \_\_\_\_\_  
 نام \_\_\_\_\_  
 پتہ \_\_\_\_\_



ریونیوٹکٹ چسپاں کریں

دستخط \_\_\_\_\_

سی این آئی سی یا پاسپورٹ نمبر \_\_\_\_\_

2 دستخط \_\_\_\_\_  
 نام \_\_\_\_\_  
 پتہ \_\_\_\_\_

(دستخط کمپنی میں پہلے سے موجود نمونہ کے مطابق ہونے چاہئے)

نوٹ: پروکسیز کے موثر ہونے کے لئے ضروری ہے کہ ان کی تفصیل اجلاس شروع ہونے سے 48 گھنٹے قبل مضاربہ کو موصول ہو جائے۔  
 سی ڈی سی شیئر سرٹیفکیٹ ہولڈرز اور ان کے پراکسیز سے گزارش ہے کہ وہ اپنے قومی شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ فوٹو کاپی مضاربہ کو پیش کرنے سے قبل اس پراکسی کے ساتھ منسلک کریں۔

# Proxy Form

**Orient Rental Modaraba**  
Managed by: EMAN Management (Private)  
Limited

I / We \_\_\_\_\_  
of \_\_\_\_\_  
being a member of Orient Rental Modaraba and holder of \_\_\_\_\_ Certificates as per Certificate  
Register Folio No. \_\_\_\_\_ and / or CDC Participant ID No. \_\_\_\_\_ and Sub Account No. \_\_\_\_\_  
hereby appoint \_\_\_\_\_  
of \_\_\_\_\_ or failing him / her of \_\_\_\_\_

As my proxy to represent me and on my behalf at the 1st Annual Review Meeting of the Modaraba to be held on  
27th day of October 2018 and at any adjournment there of.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2018

## WITNESSES:

1 Signature: \_\_\_\_\_

Name: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

CNIC / or: \_\_\_\_\_

Passport No.: \_\_\_\_\_

2 Signature: \_\_\_\_\_

Name: \_\_\_\_\_

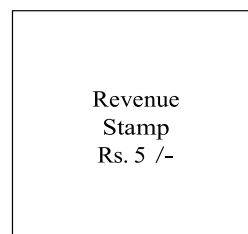
Address: \_\_\_\_\_

\_\_\_\_\_

CNIC / or: \_\_\_\_\_

Passport No.: \_\_\_\_\_

Signature



(Signature should agree with specimen  
signature registered with the Modaraba)

Note: Proxies in order to be effective must be received by the Modaraba not less than 48 hours before the meeting.  
A proxy must be a certificate holder of the Modaraba. CDC Certificate holders and their proxies are each requested  
to submit attested photocopy of their Computerized National Identity Card or Passport with this proxy form.

## DIVIDEND MANDATE FORM

Date:

I hereby wish to communicate my desire to receive my dividends directly in my bank account as detailed below:

1. Name of shareholder/certificate holder: \_\_\_\_\_
2. Folio number: \_\_\_\_\_
3. Postal Address: \_\_\_\_\_
4. Contact number: \_\_\_\_\_
5. Name of Bank: \_\_\_\_\_
6. Bank Branch & full mailing address: \_\_\_\_\_
7. Title of Bank Account: \_\_\_\_\_
8. Bank Account No. (complete with code): \_\_\_\_\_
9. IBAN Number (complete with code): \_\_\_\_\_
10. CNIC No. (attach copy) : \_\_\_\_\_
11. NTN (in case of corporate entity, attach copy): \_\_\_\_\_

It is stated that the above particulars given by me are correct to the best of my knowledge and I shall keep the Company informed in case of any changes in the said particulars in future.

### INDIVIDUAL CERTIFICATE HOLDER(S)

\_\_\_\_\_  
Signature CNIC No. \_\_\_\_\_  
(copy attached)

### CORPORATE ENTITY

\_\_\_\_\_  
Authorized Signatory(ies) (copy attached) NTN No. \_\_\_\_\_

(In case Certificates held in CDC then please inform concerned Participant / CDC Investor Account Services).

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