

JS investments
Better Investments for a Better Future!

CELEBRATING
30 YEARS OF TRUST,
INNOVATION & EXCELLENCE



ANNUAL REPORT 2024

A large, glowing blue hourglass is the central focus, with golden sand falling from the top bulb. A single, large, luminous pearl is positioned at the narrow neck of the hourglass, appearing to be in the process of being transferred from the top bulb to the bottom. The background is a deep blue with a starry, nebula-like pattern, suggesting a vast, timeless space.

CELEBRATING
30 YEARS OF TRUST,
INNOVATION & EXCELLENCE

THEME OF THE REPORT

As JS Investments Limited celebrates its 30-year milestone, this year's Annual Report embraces the theme of "Legacy, Leadership, and the Future"—symbolized through the graceful transition of a pearl from one hand to another beneath the timeless imagery of an hourglass.

The pearl, representing 30 years of wisdom, trust, and excellence, is not only a tribute to the past but a gift entrusted to the next generation—signifying continuity, responsibility, and vision.

The hourglass reinforces the passage of time and the value built layer by layer through patience, perseverance, and principled leadership. This symbolic exchange of the pearl captures our belief that legacy is not just about what we've achieved, but how we pass it forward—with purpose and trust. As we mark three decades of resilience, innovation, and ethical stewardship, we reaffirm our unwavering commitment to creating lasting value for our clients, partners, and stakeholders. The theme reflects JSIL's forward-looking mindset: honoring the strength of our past while inspiring new possibilities for the future.

ABOUT THE REPORT

At JS Investments Limited (JSIL), we are committed to fostering a culture of transparency, integrity, and value-driven performance.

As one of the fastest growing asset management company of Pakistan, we have consistently demonstrated our commitment to safeguarding investor interests while maximizing value through strategic investment solutions. This annual report is a testament to our unwavering dedication to excellence, providing a comprehensive overview of our financial health, strategic direction, and operational achievements.

Our approach to reporting is rooted in clarity and relevance. This report is meticulously crafted to cater to a wide range of stakeholders, including investors, regulators, partners, and the broader financial community. We aim to offer an insightful and transparent view of our business performance, guided by best practices and industry standards.

Embracing Integrated Reporting

In line with our commitment to transparency, JSIL has adopted the International Integrated Reporting (IR) Framework to structure this report. This framework helps us provide a holistic narrative that articulates how our business activities generate value over the short, medium, and long term. By leveraging the IR Framework, we ensure that our stakeholders are well-informed about our strategic priorities and the initiatives undertaken to enhance our operational resilience.


Scope of the Report

This report encapsulates our performance from January 1, 2024, to December 31, 2024, covering key financial and non-financial aspects of JSIL's operations. It is designed to reflect our comprehensive approach to value creation, driven by robust governance and responsible investment practices. The contents of this report are structured to include the following critical areas:


-  **Corporate Overview and Business Model**
An in-depth look at JSIL's mission, vision, and strategic approach to asset management.
-  **External Environment**
A comprehensive analysis of the economic and market conditions that influence our strategies and decision-making processes.
-  **Risks and Opportunities**
Identification of key risks affecting our business, along with potential opportunities that we aim to capitalize on for sustainable growth.
-  **Strategic Initiatives**
Key developments, strategic goals, and milestones achieved during the reporting period.
-  **Financial Performance**
Detailed analysis of financial outcomes, including revenue growth, financial performance, and profitability metrics.




Governance and Compliance
An overview of our corporate governance framework, compliance standards, and risk management practices.



Stakeholder Engagement
Insights into how we interact with our clients, partners, and regulatory bodies to foster trust and collaboration.



Sustainability and Corporate Social Responsibility (CSR)
Our commitment to environmental stewardship, social responsibility, community engagement, and ethical governance.



Forward Outlook
A strategic preview of future initiatives aimed at sustaining growth and value creation.

Commitment to Stakeholders

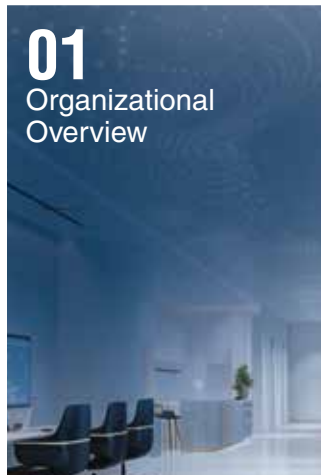
At JSIL, our stakeholders remain at the core of our operations. We are dedicated to maintaining open channels of communication and actively seeking stakeholder feedback to continuously enhance our reporting practices. This annual report is a reflection of our pledge to deliver transparent, accurate, and relevant information that aids stakeholders in making informed decisions.

Future Outlook and Cautionary Statement

While we strive to present accurate and reliable information, it is important to note that forward-looking statements in this report are subject to various risks and uncertainties. Changes in economic conditions, market dynamics, and regulatory developments may impact our future performance. Therefore, we encourage stakeholders to consider these factors while interpreting the projections and forecasts presented herein.

We extend our gratitude to our valued stakeholders for their continued support and trust in JSIL. Your confidence fuels our commitment to delivering consistent value, and we remain steadfast in our pursuit of sustainable growth and excellence.

Thank you for engaging with our annual report.



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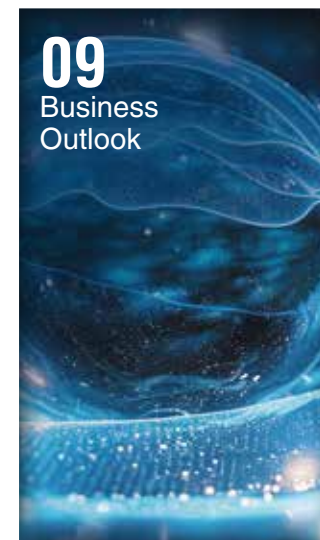
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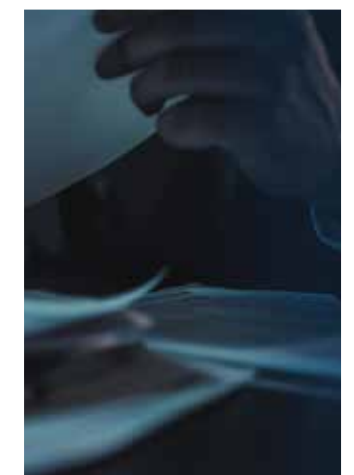
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The Company's financial statements are available at:
<https://jsil.com/all-downloads/company-financial-statements/>



CEO's video on the Company's business performance and strategy is available at:
<https://www.youtube.com/watch?v=8RWei6A-Wro>

ORGANIZATIONAL OVERVIEW

This section provides a comprehensive overview of the organizational structure and operating environment of JS Investments Limited, in line with the Integrated Reporting (<IR>) Framework and Best Corporate Report Criteria 2024 (ICAP & ICMAP). It covers the “Organizational Overview and External Environment,” offering clarity on the Company’s governance model, operational footprint, strategic positioning, and market presence. Disclosures are aligned with GRI 2: General Disclosures 2021 and address key areas such as corporate strategy, ethical conduct, economic performance, and broader market influences. The chapter also outlines JSIL’s leadership philosophy, core values, and long-term direction, supported by macro-level insights through PESTEL and SWOT analyses to provide context around challenges and opportunities shaping the Company’s journey.



COMPANY PROFILE

JS Investments Limited (JSIL), established in 1995, is Pakistan’s premier asset management company with a distinguished legacy of three decades.

As the oldest private-sector asset management company in the country, JSIL has consistently demonstrated its commitment to innovation, prudent management, and value creation for investors.

A Legacy of Partnership and Growth

JSIL was formed in collaboration with globally recognized institutions, including INVESCO PLC (formerly AMVESCAP PLC), one of Europe’s largest investment management firms, and the International Finance Corporation (IFC), the private sector arm of the World Bank Group. This pioneering collaboration laid the foundation for JSIL’s strategic vision and commitment to global best practices.

As a subsidiary of JS Bank, one of Pakistan’s fastest-growing banks with an extensive network of 293 branches nationwide, JSIL leverages its affiliation to enhance distribution and client accessibility. This synergy strengthens JSIL’s market presence, allowing for a more comprehensive reach to individual and institutional investors across the country.

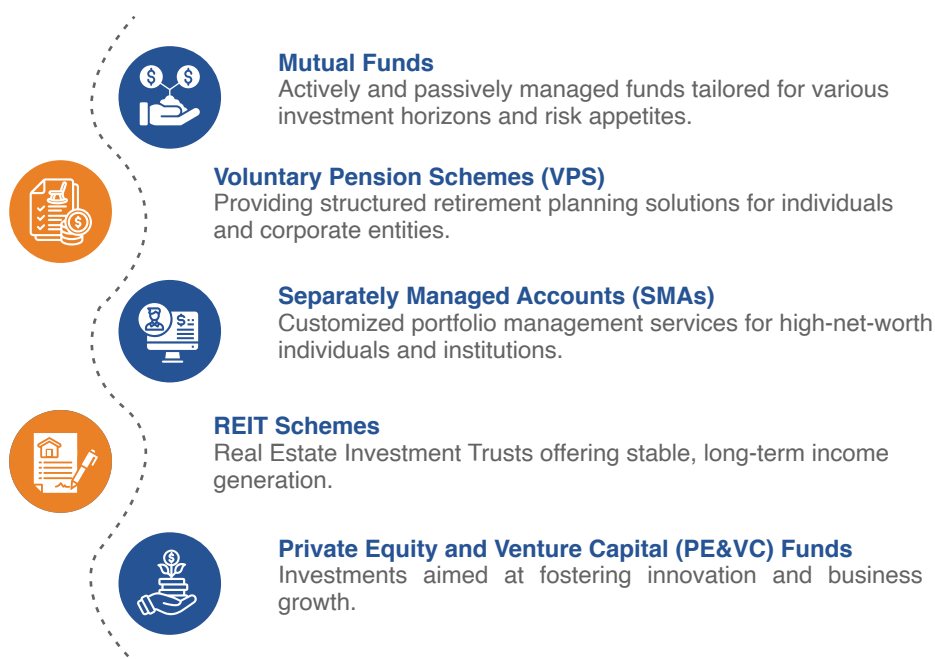
Regulatory Excellence and Industry Leadership

JSIL is licensed by the Securities and Exchange Commission of Pakistan (SECP) to offer a wide range of services, including Asset Management, Investment Advisory, REIT Management, and Private Equity & Venture Capital Fund Management. Additionally, JSIL is authorized to act as a Pension Fund Manager under the VPS Rules, designed to meet the diverse needs of both individual and institutional investors.

JSIL is a member of the Mutual Fund Association of Pakistan (MUFAP) and is a publicly listed entity on the Pakistan Stock Exchange Limited (PSX).

Comprehensive Investment Solutions

JSIL offers a diverse range of investment products designed to meet the evolving needs of our clients. Our suite of offerings includes:



Innovation and Market Impact

Since its inception, JSIL has been at the forefront of the asset management industry in Pakistan, playing a vital role in shaping regulatory frameworks and promoting best practices. Our commitment to innovation is reflected in our diverse product portfolio and our proactive approach to incorporating global investment trends into the local market.

Looking Ahead

As we continue to evolve and adapt to the dynamic financial landscape, JSIL remains dedicated to delivering sustainable growth and innovative solutions. Our forward-looking approach ensures that we remain a trusted partner for investors seeking robust and responsible asset management solutions.

COMPANY INFORMATION



BOARD OF DIRECTORS

| | |
|-------------------------------|-----------------------------------|
| Mr. Suleman Lalani | Non-Executive Director / Chairman |
| Ms. Iffat Zehra Mankani | Chief Executive Officer |
| Ms. Aisha Fariel Salahuddin | Independent Director |
| Mr. Atif Salim Malik | Non-Executive Director* |
| Mr. Farooq Ahmed Malik | Independent Director |
| Mr. Hasan Shahid | Non-Executive Director |
| Ms. Mediha Kamal Afsar | Independent Director |
| Mirza M. Sadeed Hassan Barlas | Non-Executive Director** |

BOARD COMMITTEES

Audit Committee

| | |
|---------------------------|-------------|
| Ms. Mediha Kamal Afsar | Chairperson |
| Mr. Hasan Shahid | Member |
| Mirza M. Sadeed H. Barlas | Member** |

Human Resource & Remuneration Committee

| | |
|-----------------------------|-------------|
| Ms. Aisha Fariel Salahuddin | Chairperson |
| Mr. Suleman Lalani | Member |
| Ms. Iffat Zehra Mankani | Member |

Executive Risk Management Committee

| | |
|-------------------------|----------|
| Mr. Suleman Lalani | Chairman |
| Mr. Atif Salim Malik | Member* |
| Ms. Iffat Zehra Mankani | Member |

* Mr. Atif Salim Malik resigned on November 21, 2024 and Mr. Faisal Anwar appointed as Director w.e.f. February 19, 2025

** Mr. Mirza M. Sadeed Hassan Barlas resigned on January 15, 2025.

MANAGEMENT & KEY OFFICERS

Chief Operating Officer & Company Secretary

Mr. Muhammad Khawar Iqbal

Chief Financial Officer

Mr. Raheel Rehman

Chief Investment Officer

Syed Hussain Haider

STATUTORY AUDITORS

KPMG Taseer Hadi & Co, Chartered Accountants

LEGAL ADVISORS

Bawaney and Partners

SHARE REGISTRAR

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

REGISTERED OFFICE

19th Floor, The Centre, Plot No. 28, SB-5,
Abdullah Haroon Road, Saddar, Karachi –
74400, Pakistan

COMPANY OFFICIAL WEBSITE

www.jsil.com

VISION

To be the preferred choice of every investor, offering diverse and innovative investment solutions.

MISSION

To establish a leadership position in bringing more investable asset classes and innovative products, while managing them with prudence and excellence.

CULTURAL VALUES AND ETHICAL FOUNDATIONS

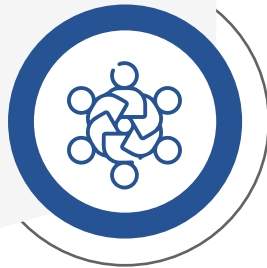
At JS Investments Limited (JSIL), our cultural values and ethical foundations form the bedrock of our success. We firmly believe that a strong and positive organizational culture, underpinned by unwavering ethical standards, is essential for achieving sustainable growth and delivering exceptional value to our stakeholders.

OUR CORE VALUES

01

DIVERSITY

We embrace diversity as a vital strength, fostering an inclusive environment where different perspectives are valued and encouraged. Our commitment to diversity enriches our ideas, enhances problem-solving, and enables us to serve our clients with broader insights.



02

INNOVATION

Innovation is embedded in our strategic mindset. We continually seek new ways to meet the evolving needs of our clients and stay ahead of industry trends. By fostering creativity and welcoming fresh ideas, we drive sustainable growth and maintain our competitive edge.



Our culture is defined by a commitment to professionalism, integrity, innovation, and inclusivity. These values guide our actions, influence our decisions, and shape the way we interact with clients, partners, and the community.

03

INTEGRITY

Integrity is at the core of our identity. We operate with honesty, transparency, and accountability, ensuring that our actions align with the highest ethical standards. Our dedication to integrity builds lasting trust with our clients and stakeholders.



04

EXCELLENCE

We are committed to excellence in every aspect of our operations. From the quality of our services to the efficiency of our processes, we aim to exceed expectations and set benchmarks for performance and quality.



By embedding these core values into our corporate fabric, we cultivate a resilient and adaptive organizational culture that inspires our team to perform at their best. Upholding our ethical foundations ensures that we maintain the trust of our stakeholders and continue to thrive in a dynamic business environment.

CODE OF BUSINESS CONDUCT AND ETHICS

At JS Investments Limited (JSIL), our commitment to ethical business practices and responsible conduct is fundamental to our corporate identity.

We recognize that maintaining high ethical standards and fostering a culture rooted in integrity are essential to building long-term value and earning the trust of our stakeholders.

JSIL's Code of Business Conduct and Ethics serves as a guiding framework for our employees, management, and partners. It outlines the standards and expectations that shape our professional behavior and decision-making processes. Upholding these values is a shared responsibility that we take seriously, as it reflects our unwavering dedication to transparency, accountability, and corporate responsibility.

As part of this commitment, JSIL has embraced the Asset Manager Code of Ethics and Professional Conduct developed by the CFA Institute. This globally recognized code strengthens our corporate governance framework, fosters a compliance-oriented culture, and upholds ethical and professional standards among our employees. It serves as a cornerstone of our efforts to cultivate and maintain the trust and confidence of our stakeholders.

OUR ETHICAL FOUNDATIONS

Our Code of Conduct is built upon core ethical principles that define our approach to business and stakeholder engagement. These principles form the foundation of our organizational culture and guide us in fulfilling our obligations to investors, clients, employees, and the broader community.



Integrity and Responsibility

At JSIL, integrity is at the heart of all our endeavors. We conduct business with honesty, fairness, and transparency, ensuring that our actions align with our ethical commitments and professional standards. Upholding investor trust is paramount, and we remain dedicated to acting in the best interest of our clients and stakeholders.



Compliance

We strictly adhere to legal and regulatory requirements as set by the Securities and Exchange Commission of Pakistan (SECP) and other governing bodies. Our internal policies and practices are aligned with industry standards and regulatory requirements to ensure compliance, backed by regular training and audits to foster a culture of accountability.



Fairness and Transparency

Openness is fundamental to our business philosophy. We are committed to providing clear, accurate, and timely information to our stakeholders. This practice not only fosters trust but also helps maintain our reputation for integrity in the financial markets.



Professionalism and Ethical Conduct

Our employees are expected to exemplify ethical behavior and maintain professionalism in all interactions. This includes adhering to fairness, transparency, and accountability in decision-making processes and fostering an environment of respect and inclusion.



Stakeholder Engagement and Protection

We prioritize safeguarding our stakeholders' interests, particularly those of our investors. We ensure that fund managers and employees exercise sound judgement, maintain fiduciary responsibility, and communicate openly to foster positive relationships.



Data Integrity and Confidentiality

We maintain robust data protection measures to safeguard sensitive information from unauthorized access. Upholding the confidentiality of client and company data is an integral part of our commitment to ethical conduct.



Promoting Ethical Leadership

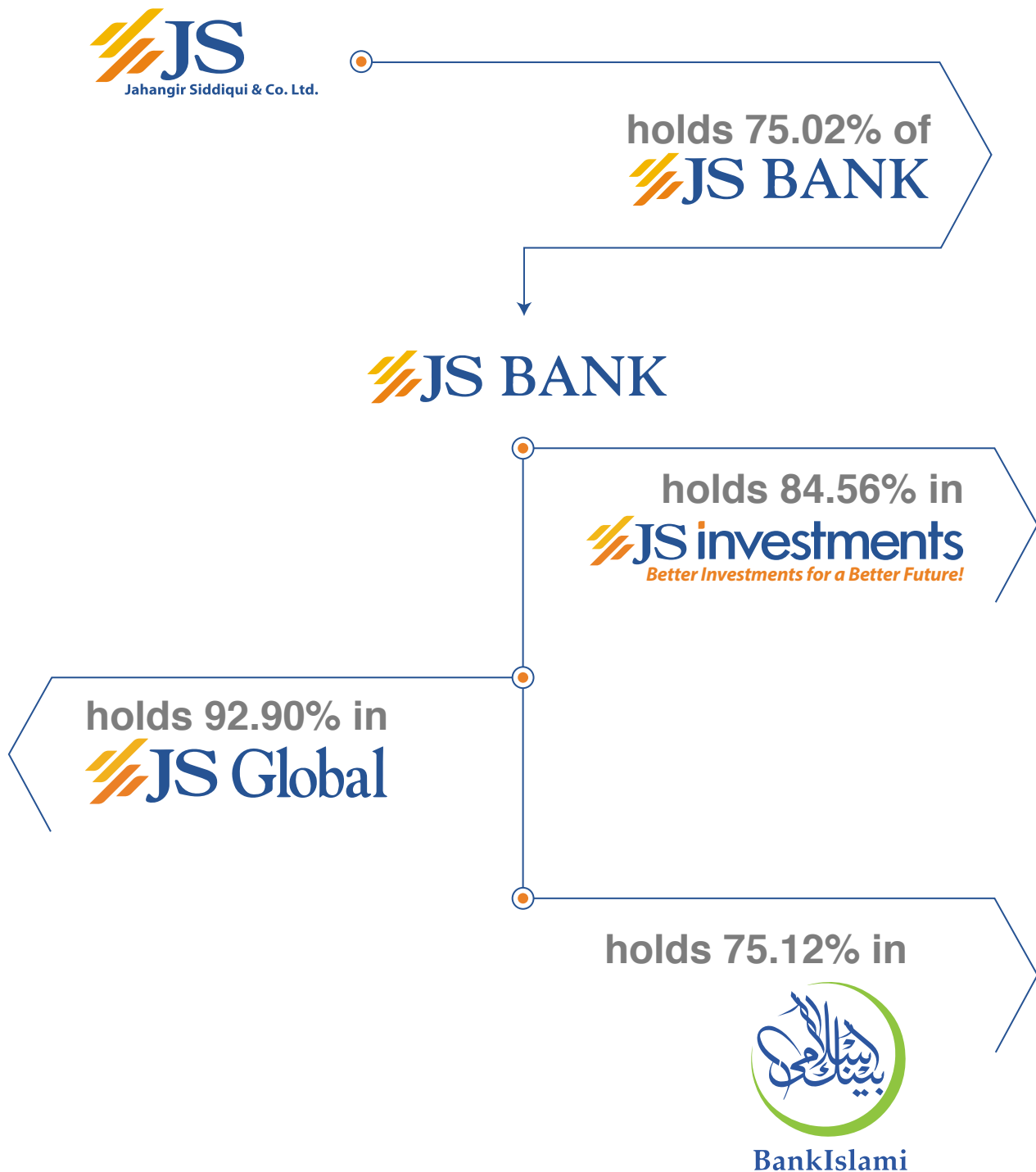
Leaders at JSIL are expected to set an example by demonstrating ethical conduct and guiding their teams with integrity. We believe that leadership rooted in ethics fosters a culture of responsibility and accountability across the organization.

FOSTERING AN ETHICAL CULTURE

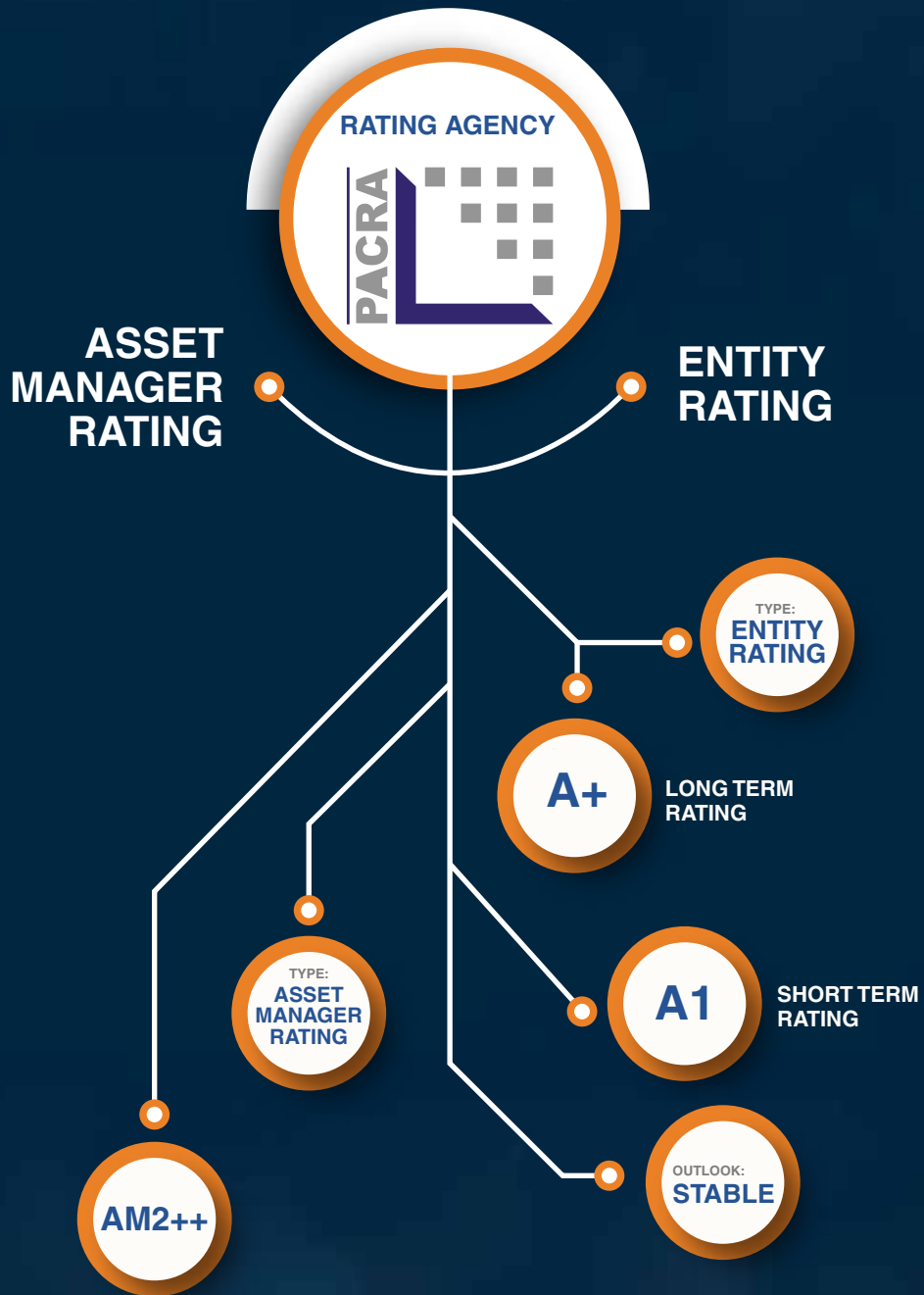
To reinforce our commitment to these principles, JSIL regularly updates its Code of Conduct to align with evolving industry standards and regulatory requirements. Training and awareness programs are integral to keeping our team informed about ethical practices and compliance obligations. We actively encourage employees to voice concerns and report any unethical conduct without fear of reprisal, creating an environment of openness and responsibility.

By adhering to the Code of Business Conduct and Ethics, JSIL reinforces its commitment to corporate governance, ethical behavior, and responsible business practices. We believe that maintaining these principles is not just a regulatory requirement but a core aspect of who we are as a trusted asset management company. Our dedication to these values supports our continued success and strengthens our reputation as an active industry participant.

OWNERSHIP STRUCTURE



RATINGS



GEOGRAPHIC FOOTPRINT AND OUTREACH



Head Office Karachi

19th Floor, The Centre, Plot No. 28, SB-5,
Abdullah Haroon Road, Saddar, Karachi.



Wealth Centre - Karachi

Ground Floor, Plot No. 97-C, Main
Khayaban-e-Shaheen, DHA Phase 8, Karachi.



Regional Office - Lahore

1st Floor, Plot No. 151-MB,
Near KFC, DHA Phase 6-C, Lahore.



Wealth Centre - Lahore

Ground Floor Plot No. 151-MB,
Near KFC, DHA Phase 6-C, Lahore.



Regional Office - Islamabad

Office No. 414, 4th Floor, PSX Building,
Jinnah Avenue, Islamabad.



OUR LICENSED SERVICES

JS Investments Limited is licensed by the Securities and Exchange Commission of Pakistan (SECP) to offer a wide range of financial and asset management services as per regulatory guidelines.



Asset Management Services

SECP has granted license No. AMCW/42/JSIL/AMS/06/2022, dated May 14, 2022 to JS Investments Limited under Rule 5 of the Non-Banking Finance Companies (Establishment and Regulation) Rules 2003 as amended through S.R.O.1131 (1) 2007, S.R.O.271(I)/2010, S.R.O 570(I)/2012 and S.R.O 1002(i)/2015 (the "Rules"), to undertake Asset Management Services.



Investment Advisory

SECP has granted license No. AMCW/41/JSIL/IA/10/2022, dated May 14, 2022 to JS Investments Limited under Rule 5 of the Non-Banking Finance Companies (Establishment and Regulation) Rules 2003 as amended through S.R.O.1131 (1) 2007, S.R.O.271(I)/2010, S.R.O 570(I)/2012 and S.R.O 1002(i)/2015 (the "Rules"), to undertake Investment Advisory Services.



Voluntary Pension Scheme

SECP has granted Registration No. SECP/PW/Reg-03/2007, dated January 8, 2007 to JS Investments Limited under Rule 5(2) of the Voluntary Pension System Rules 2005, to undertake business as a Pension Fund Manager.



Private Equity and Venture Capital Fund Management Services

SECP has granted license No. SECP/JSIL/PEandVC/03/2021 dated September 15, 2021 to JS Investments Limited under Rule 5 of the Non-Banking Finance Companies (Establishment and Regulation) Rules 2003 as amended through S.R.O.1131 (1) 2007, S.R.O.271(I)/2010, S.R.O 570(I)/2012 and S.R.O 1002(i)/2015 (the "Rules"), to carry out Private Equity and Venture Capital Fund Management Services.



REIT Management Services

SECP has granted license No. SCD/PRDD/REIT/JSIRMC/2022/03, dated July 29, 2023 to JS Investments Limited under Rule 5 of the Non-Banking Finance Companies (Establishment and Regulation) Rules 2003 to carry out REIT Management Services.

KEY PRODUCTS AND SERVICES

MUTUAL FUNDS

JS Cash Fund



JS Cash Fund is an open-end Money Market Fund that maintains a portfolio of low-risk Money Market instruments. The Fund offers competitive returns versus prevailing Bank deposit rates, along with the flexibility to re-invest & withdraw your money at your convenience. JS Cash Fund is an ideal solution for short-term savings.

JS Government Securities Fund



JS Government Securities Fund is an open-end Income Fund that provides attractive returns over short to medium-term savings. The fund has no lock-in period and provides investors with competitive returns & high liquidity at medium risk.

JS Income Fund



JS Income Fund is an open-end Income Fund that provides fixed-income-based returns and potential for capital growth. The Fund offers enhanced returns exceeding Bank deposit rates over the medium term and the flexibility to invest or redeem your money at your convenience. JSIF is an ideal solution for short/medium-term savings.

JS Microfinance Sector Fund



JS Microfinance Sector Fund is an open-end Income Fund that aims to contribute to building a sustainable, robust, and inclusive financial sector in Pakistan. The fund has no lock-in period and provides investors with competitive returns, high liquidity, and a diversified portfolio at medium risk. The fund provides income enhancement by investing in prime quality Microfinance sector products, Microfinance bank deposits, and short-term Money Market instruments.

Unit Trust of Pakistan



Unit Trust of Pakistan is an open-end Balanced Fund that aims to provide income and capital growth by investing in a diversified portfolio of quality Equities and fixed income instruments. The Equities portfolio generates attractive stock-market-linked returns over the medium/long-term, while the Fixed income portfolio reduces risk of the overall Fund.

JS Growth Fund



JS Growth Fund is an open-end Equity Fund that invests in high-quality stocks. The Fund aims at maximizing the stock market and entails the risk associated with these markets. The fund aims to enable its investors to participate in a diversified portfolio of high-quality equity securities, aiming at maximizing investment return by prudent investment management.

JS Large Cap. Fund



JS Large Cap. Fund is an open-end Equity Fund that invests in Large Cap Stocks having a Market Capitalization of over one billion. The Fund offers returns via the stock market and entails the risk associated with these markets. The Fund aims to maximize the total investment return, which would consist of a combination of capital appreciation and income by prudent investment management.

JS Fund of Funds



JS Fund of Funds is an open-end Fund that invests in other Mutual Funds. It invests in quality funds across asset classes offered by various Asset Management Companies. JSFOF offers diversification across asset classes and reduces risk associated with any one fund/asset class.

JS Money Market Fund



JS Money Market Fund is an open-end Money Market Fund that maintains a portfolio of low-risk Money Market instruments. The Fund offers competitive returns versus prevailing Bank deposit rates, along with the flexibility to put in or withdraw money at your convenience. JSMMF is an ideal solution for short-term savings.

JS Fixed Term Munafa Fund



JS Fixed Term Munafa Fund is expertly designed to offer investors a reliable and fixed return till the maturity of the respective plan. This dedicated fund guarantees consistent returns over a specified period, providing investors with stability and peace of mind through a fixed rate of return.

JS Islamic Money Market Fund



JS Islamic Money Market Fund is an Open-ended Shariah-Compliant Money Market Scheme that primarily invests in Shariah-Compliant money market instruments.

JS Islamic Income Fund



JS Islamic Income Fund is an open-end Shariah-Compliant Income Fund that provides fixed-income category returns and potential for capital growth. The Fund offers enhanced returns exceeding Islamic Bank deposit rates over the medium term, along with the flexibility to invest or redeem your money at your convenience. JSIIF is an ideal solution for short/medium-term savings.

JS Islamic Fund



JS Islamic Fund is an open-end Shariah-Compliant Equity Fund that invests in high-quality Shariah-Compliant stocks. The Fund offers to optimize returns via the stock market and entails the risk associated with these markets.

EXCHANGE TRADED FUNDS

JS Momentum Factor Exchange Traded Fund



JS Momentum Factor Exchange Traded Fund (JSMFETF) is a Smart Beta ETF. Smart Beta constructs indexes based on criteria other than market capitalization. JSMFETF is designed to track the investment results of JS Momentum Factor Index (JSMFI), composed of PSX large and mid-capitalization stocks exhibiting relatively higher price momentum.

ALTERNATIVE ASSETS

JS Rental REIT Fund



JS Rental REIT Fund (JSRRF) is a perpetual, closed-end, conventional Rental Scheme to achieve regular and stable returns through investments in a fully developed portfolio of sustainable developments and yielding assets in the real estate sector in Pakistan. JS Rental REIT seeks long-term growth in Net Asset Value and dividend distribution to its unit holders by investing in a commercial real estate portfolio and generating rental income.

JS Motion Picture Fund



JS Motion Picture Fund (JSMPF) was established in Pakistan as a Private Fund constituted as a closed-end unit trust under the Trust Act, 1882. The Fund has an entertainment/media-oriented investment theme and invests in the securities of existing or start-up motion pictures and audio productions of unlisted companies.

VOLUNTARY PENSION SCHEMES

JS Pension Savings Fund



JS Pension Savings Fund (JSPSF) is a fund under the Voluntary Pension Scheme (VPS) that provides a regular income after retirement. The fund aims to ensure optimum returns and reasonable safety of capital while allowing flexible portfolio customization through allocation in equity, income, and money market sub-funds depending on your retirement goals, age, and risk appetite.

JS Islamic Pension Savings Fund



JS Islamic Pension Savings Fund (JSIPSF) provides a reliable and Shariah-compliant source of savings and retirement income to individuals. JSIPSF provides individuals flexibility in contributions and portfolio customization through the allocation of such contributions among Shariah-compliant equity, income, and money market sub-funds suited to the specific need and risk profile of the investor.

JS KPK Pension Fund



JS KPK Pension Fund is a contributory pension fund managed by JS Investments Limited. The fund is designed to provide retirement benefits to government employees of KPK. The fund invests in a diversified portfolio of money market instruments. The fund aims to provide a stable return over the long term while minimizing risk through diversification.

JS KPK Islamic Pension Fund



JS KPK Islamic Pension Fund is a contributory pension fund managed by JS Investments Limited. The fund is designed to provide Shariah-compliant retirement benefits to government employees of KPK. The fund invests in a diversified portfolio of assets, of Shariah compliant including money market instruments. The fund aims to provide a stable return over the long term while minimizing risk through diversification.

INVESTMENT ADVISORY

Separately Managed Account



Separately Managed Account (SMA) is a customized investment solution for high-net-worth individuals and large corporate customers. An SMA is a portfolio of investments managed on the customer's behalf by a designated Investment Manager. The portfolio is customized according to customers' financial requirements and risk tolerance.

DIGITALIZATION

DIGITAL CUSTOMER ONBOARDING

JS Investments Limited offers three major digital customer onboarding solutions for a seamless and convenient investor journey.

- JSIL Sahulat Sarmayakari Account and Regular Digital Account offers potential investors the facility to open their online account to invest in Mutual Funds.
- JSIL Sehl Account offers investors a quick and easy sign up allowing them to invest in low-risk mutual funds.



SMA PORTAL

JS Investments Limited SMA Portal is a premium Digital Wealth Management Solution that allows SMA clients real-time access to their portfolio information. Market information to evaluate investments and build a portfolio with Dynamic Investment Allocation between Equity and Fixed Income. Clients also have access to all other value-added features, such as downloading reports and statements and making new investments, redemptions, and fund transfers.



VPS DIGITAL ONBOARDING

JS Investments Limited offers a completely digital onboarding system for Pension Funds for both individuals and employers that want to offer pension schemes to their employees. The platform offers both Pension Fund and Voluntary Pension Fund Schemes with access to a customized customer dashboard.



INVESTOR PORTAL & APP

JS Investments Limited Investor Portal and App is a complete digital ecosystem allowing investors to manage their investments from anywhere, anytime. It will enable them to view their account portfolio, invest in funds, request redemptions, transfer funds, and download their account statements and relevant reports.

JSIL WHATSAPP BOT

JS Investments Limited offers its customers the convenience of a self-service WhatsApp Bot, available in English and Urdu helping them resolve their investment related queries in a single message. The JSIL WhatsApp Bot offers customers access to their account, investment and tax statements. They can also calculate their tax savings, identify their risk profile, learn about different funds, access Fund Manager Reports and book an appointment with our customer service representative.



KEY STRATEGIC PARTNERS

Our Distribution Partners



JS Bank Limited



BankIslami Pakistan Limited

Accounting, Advisory and Auditing Partners



KPMG Taseer Hadi & Co.
(a Member Firm of KPMG in Pakistan)



A.F.Ferguson & Co.
(a member firm of PwC in Pakistan)



Grant Thornton Anjum Rahman
(a member firm of Grant Thornton in Pakistan)



BDO Ebrahim & Co.
(a member firm of BDO network in Pakistan)

Our Operational Partners



Central Depository Company of Pakistan Limited



Digital Custodian Company Limited



Pakistan Stock Exchange Limited



National Clearing Company of Pakistan

Our Regulator, Legal and Rating Partners



Securities and Exchange Commission of Pakistan



Bawaney & Partners
(advocates, investment and corporate advisors)



Pakistan Rating Agency (PACRA)

Our Professional Bodies Partners



The Institute of Chartered Accountants of Pakistan



The Institute of Cost and Management Accountants of Pakistan



CFA Institute

TRUSTED BANKING PARTNERS

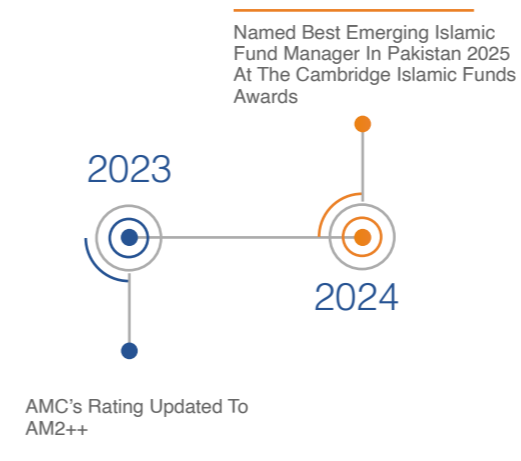
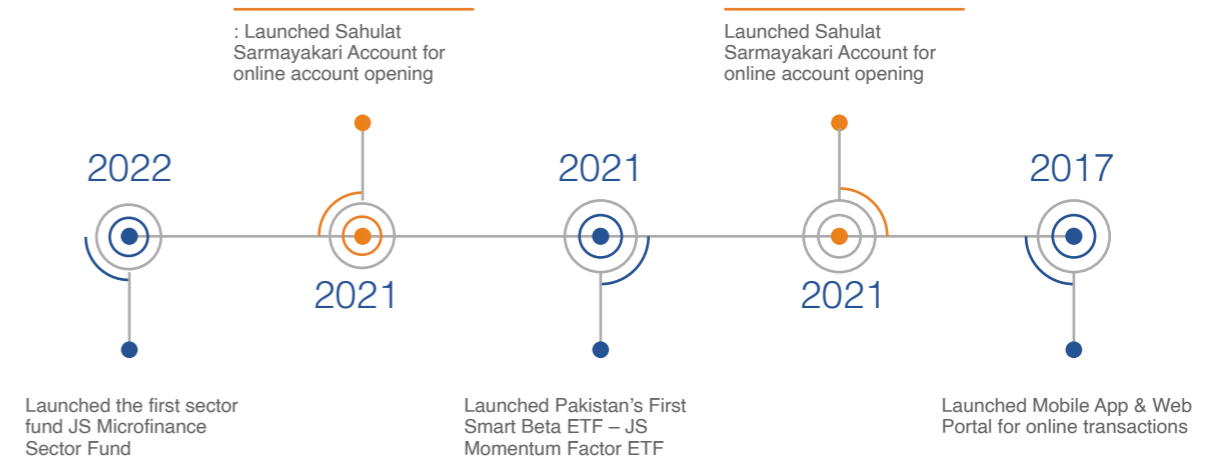
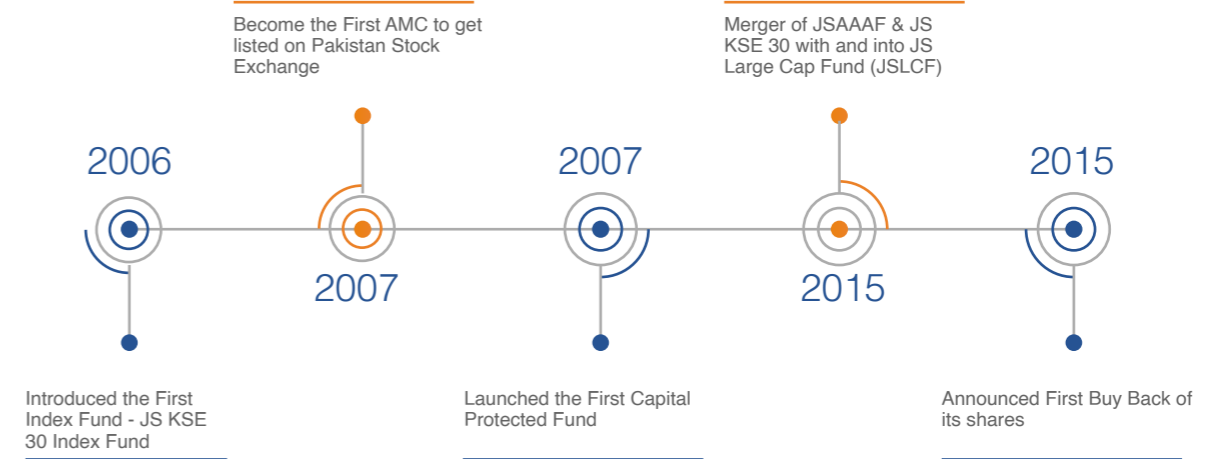
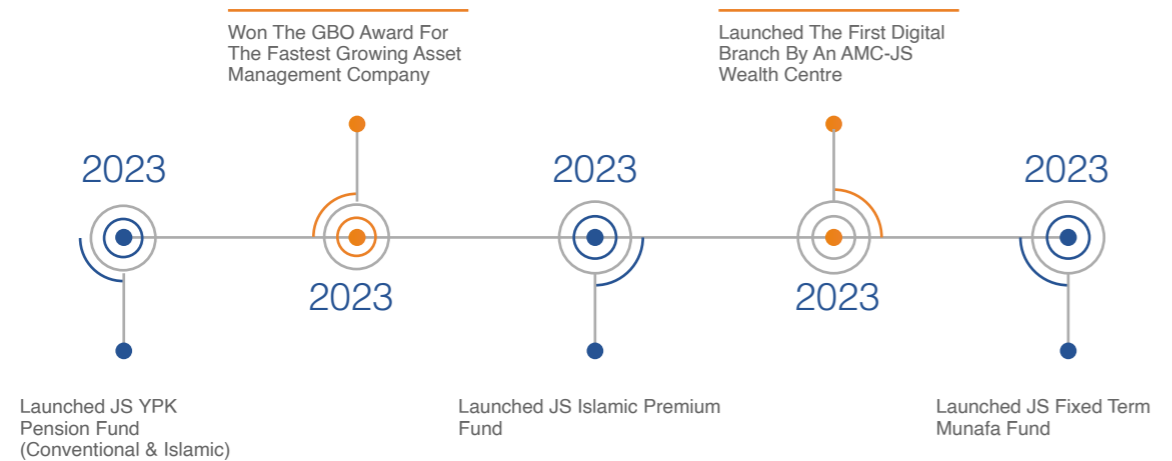
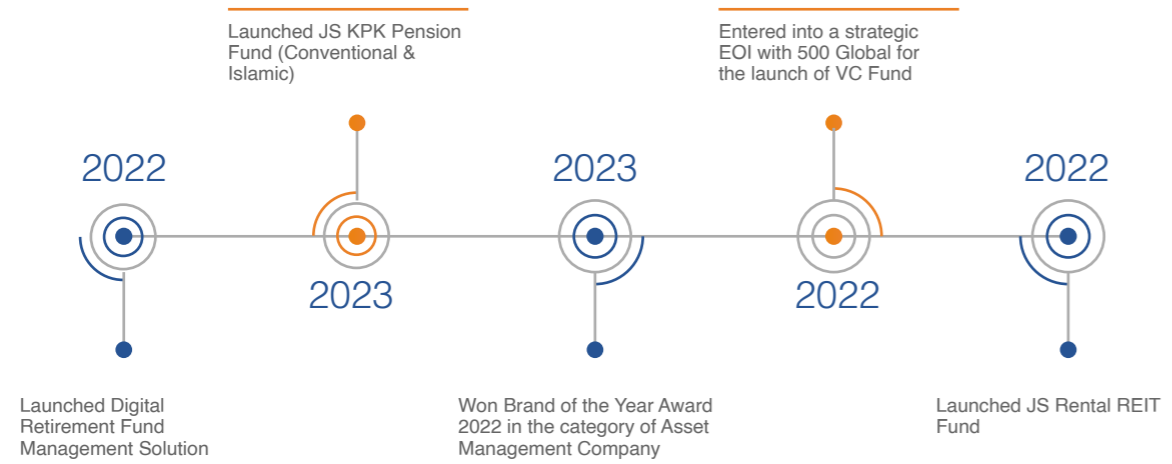
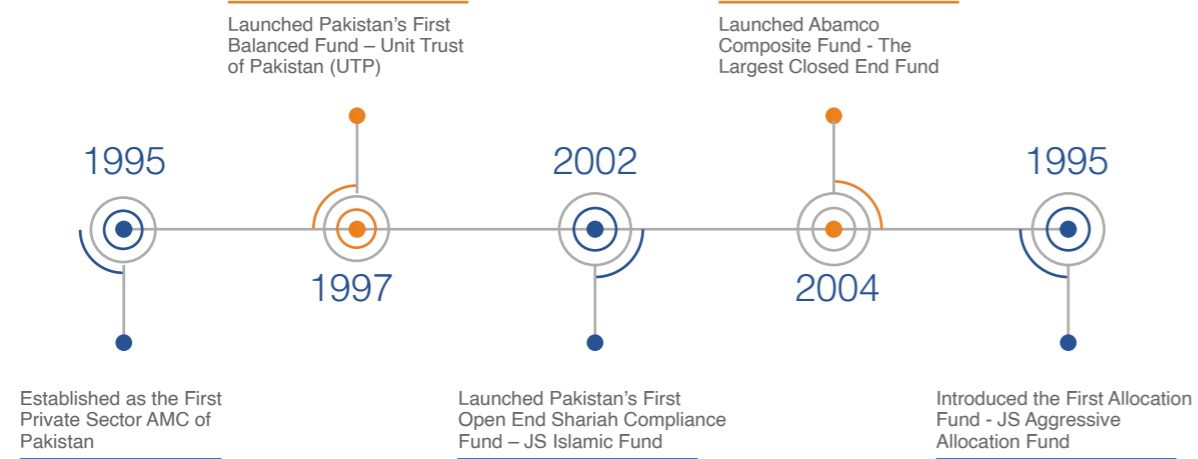


PERFORMANCE HIGHLIGHTS OF 2024

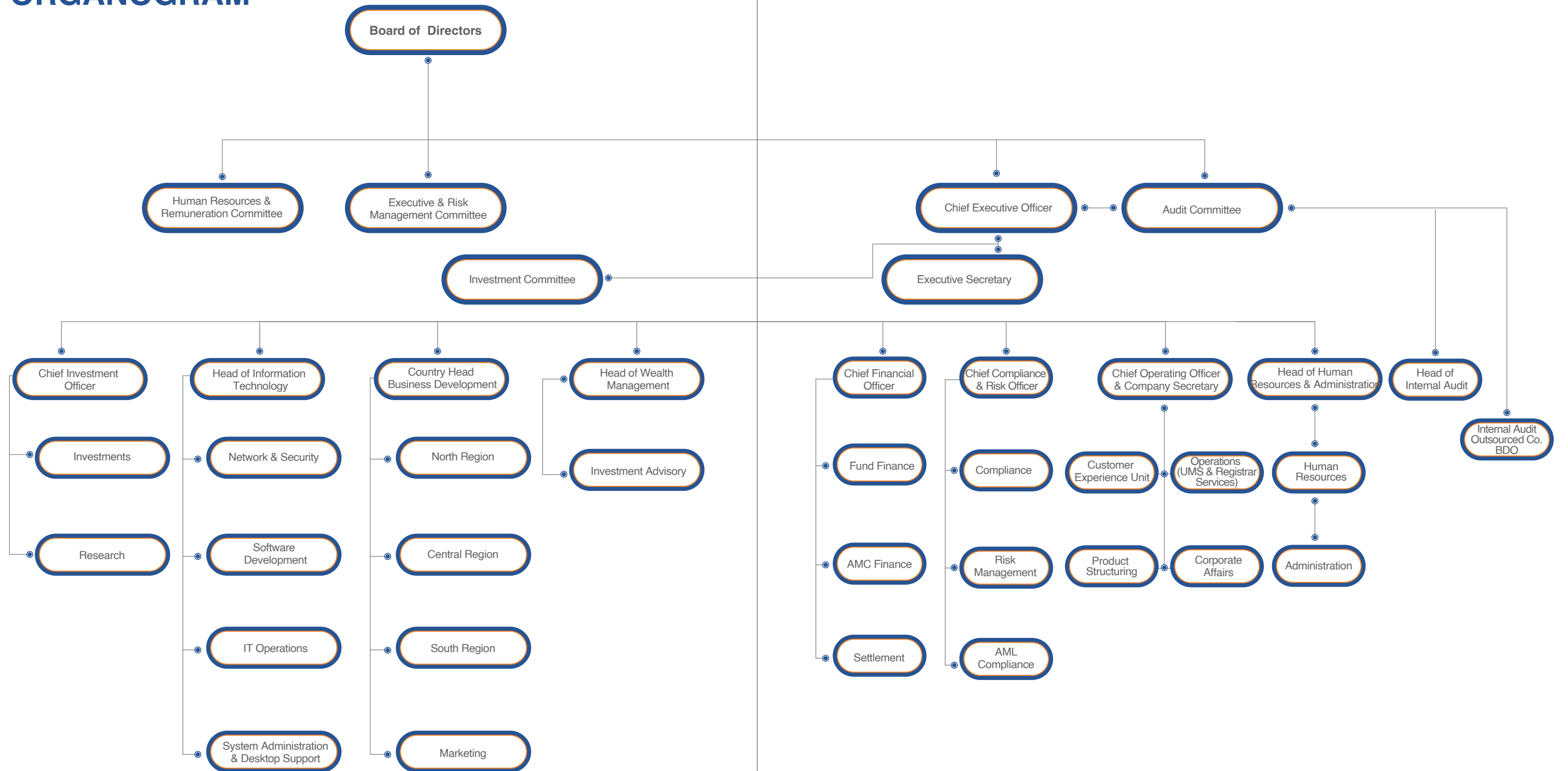
Over Three Decades



OUR MILESTONES



ORGANOGRAM



PESTEL ANALYSIS

As one of the rapidly evolving asset management companies in Pakistan, JS Investments Limited (JSIL) continuously monitors the external environment to identify emerging challenges and opportunities.



Short Term: The political environment in Pakistan has been marked by efforts to implement economic reforms and enhance governance structures. Initiatives aimed at improving fiscal transparency and public accountability have been introduced, though challenges remain in achieving broad political consensus.

Medium Term: The government's focus on structural reforms, including amendments to financial legislation and efforts to meet international financial obligations, has influenced investor confidence. Delays in meeting certain reform deadlines have posed challenges but also highlight the commitment to long-term economic stability.

Long Term: Sustained political stability and consistent policy implementation are essential for fostering a predictable investment environment, which is crucial for long-term economic growth and investor confidence.

Strategic response: JSIL actively engages with regulatory bodies and policymakers to stay informed about political developments and potential policy changes. Our investment strategies are designed to be flexible, allowing us to adapt swiftly to the evolving political landscape. We maintain transparent communication with our clients to keep them informed about how political factors may impact their investments.



Short Term: Pakistan's economy has shown signs of stabilization, with inflation rates decreasing significantly. The Consumer Price Index (CPI) recorded a 0.7% year-on-year increase in March 2025, down from 1.5% in February 2025, marking the lowest inflation rate in over five decades.

Medium Term: The State Bank of Pakistan (SBP) has maintained the policy rate at 12% as of March 2025, following a series of rate cuts aimed at stimulating economic activity. This pause reflects a cautious approach to balancing growth with inflation control.

Long Term: Sustainable economic growth will depend on continued structural reforms, fiscal discipline, and efforts to diversify the economy. The government's commitment to transitioning to a fully Islamic banking system by 2028 is expected to have long-term implications for the financial sector.

Strategic Response: JSIL remains committed to adapting our investment strategies in response to the evolving economic environment. We focus on building resilient portfolios with exposure to sectors poised for growth in the current low-inflation and stable interest rate context. Regular monitoring of macroeconomic indicators and policy developments enables us to provide our clients with timely insights and investment advice.



Short Term: The decline in inflation has positively impacted consumer purchasing power, potentially influencing investment behaviors and preferences.

Medium Term: Demographic trends, including a predominantly young population, continue to drive demand for innovative and technology-driven financial services.

Long Term: There is a growing awareness and preference for ethical and Sharia-compliant investment options, aligning with cultural and religious values.

Strategic Response: JSIL is dedicated to understanding and responding to the social dynamics that influence investor behavior. We offer a range of Sharia-compliant and socially responsible investment products to cater to the preferences of our diverse client base. Additionally, we invest in financial literacy programs to empower our clients to make informed investment decisions.

Adapting to the dynamic external environment is crucial to maintaining strategic alignment and safeguarding stakeholder interests. This PESTEL analysis outlines the key external factors impacting the asset management industry in Pakistan, highlighting our strategic responses to these influences.



Short Term: Pakistan has made significant strides in digital transformation, with initiatives like the Digital Nation Pakistan (DNP) Act of 2025, aimed at fostering a knowledge-driven economy and enhancing digital infrastructure.

Medium Term: The fintech sector is experiencing rapid growth, with emerging technologies such as artificial intelligence (AI) and blockchain reshaping financial services and improving efficiency.

Long Term: Continued investment in technology and innovation is expected to further transform the asset management industry, offering new opportunities for client engagement and operational efficiency.

Strategic Response: JSIL is committed to leveraging technological advancements to enhance our service offerings. We have invested in robust digital platforms to provide clients with seamless access to their investment portfolios. Our focus remains on adopting innovative solutions that improve operational efficiency and client satisfaction.



Short Term: Pakistan continues to face environmental challenges, including extreme weather events such as floods and heatwaves, which have implications for economic stability and investment risks.

Medium Term: The country has joined international efforts to address climate change, including engaging with initiatives aimed at phasing out fossil fuels and promoting sustainable energy sources.

Long Term: Environmental sustainability is becoming increasingly important, with a focus on integrating Environmental, Social, and Governance (ESG) considerations into investment decisions.

Strategic Response: JSIL recognizes the importance of environmental sustainability in investment management. We are planning to integrate ESG considerations into our investment processes and will offer green investment options to our clients. Our commitment to responsible investing reflects our dedication to contributing positively to environmental sustainability.



Short Term: Regulatory bodies, including the Securities and Exchange Commission of Pakistan (SECP), have introduced amendments and new regulations aimed at enhancing transparency and investor protection in the financial sector.

Medium Term: The SECP has initiated consultations on voluntary ESG disclosure guidelines, encouraging companies to enhance their sustainability reporting practices.

Long Term: Aligning with international standards and best practices in financial regulation will be crucial for maintaining investor confidence and ensuring the stability of Pakistan's financial markets.

Strategic Response: JSIL remains vigilant in monitoring legal and regulatory developments to ensure compliance and uphold best practices. We have established robust internal controls and governance frameworks to navigate the evolving legal landscape effectively. Our proactive approach includes engaging with legal experts and participating in industry forums to stay ahead of regulatory changes.

LEGISLATIVE AND REGULATORY ENVIRONMENT

JS Investments Limited (JSIL), as one of the fastest-growing asset management companies in Pakistan, operates within a robust legislative and regulatory environment.

This environment is designed to ensure market integrity, investor protection, compliance with financial regulations, and operational transparency. The asset management structure in Pakistan is overseen by several key regulatory and industry bodies. These entities and their roles are outlined below:

- **SECURITIES AND EXCHANGE COMMISSION OF PAKISTAN (SECP):**

The Securities and Exchange Commission of Pakistan (SECP) serves as the apex regulator of the capital markets in Pakistan, playing a pivotal role in formulating and enforcing regulations that govern the asset management sector. The SECP oversees the operations of asset management companies (AMCs), mutual funds, pension funds, and other collective investment schemes (CIS) to ensure adherence to regulatory standards and investor protection measures.

JS Investments Limited operates under the Non-Banking Finance Companies (NBFC) Regulations, and other directives issued by SECP, maintaining a strong compliance framework to safeguard investor interests. Regular audits and reporting to SECP are integral to JSIL's commitment to transparency and accountability.

- **Central Depository Company (CDC):**

The Central Depository Company (CDC) acts as the central securities depository in Pakistan, responsible for the safe custody and electronic transfer of securities, including units of mutual funds. As a trustee and custodian, CDC safeguards the interests of investors by maintaining transparent records of asset ownership and enabling efficient transaction processing.

JS Investments collaborates closely with CDC to ensure the secure management of client investments. The integration with CDC's depository services enables efficient issuance, transfer, and redemption of mutual fund units, thereby enhancing operational efficiency and client satisfaction.

- **Digital Custodian Company Limited (DCCL):**

The Digital Custodian Company Limited (DCCL) serves as a trustee for collective investment schemes, facilitating digital custody services and ensuring the safe handling of digital securities. DCCL's role is crucial in maintaining the integrity and security of digital assets, aligning with JSIL's commitment to innovative and secure financial management.

JSIL works with DCCL to maintain secure custody of digital assets, ensuring that client portfolios are managed with the highest standards of digital safety and compliance.

- **National Clearing Company Of Pakistan Limited (NCCPL):**

The National Clearing Company of Pakistan Limited (NCCPL) is responsible for the clearing and settlement of transactions executed on the Pakistan Stock Exchange (PSX). NCCPL's role is vital for maintaining the efficiency and accuracy of the settlement process, which directly impacts the asset management sector.

JS Investments actively collaborates with NCCPL to facilitate smooth clearing operations, reducing counterparty risk and ensuring timely execution of buy and sell orders. This partnership supports the firm's goal of maintaining operational integrity and minimizing settlement risks.

- **Federal Board Of Revenue (FBR):**

The Federal Board of Revenue (FBR) is responsible for tax administration and ensuring compliance with taxation laws applicable to AMCs and mutual funds. As an AMC, JSIL adheres to the tax regulations set by FBR, including income tax on profits, capital gains tax, and withholding tax compliance.

JS Investments ensures accurate tax reporting and deduction of applicable taxes on dividend distributions to unit holders, maintaining transparency and adherence to tax obligations. JSIL's commitment to tax compliance is fundamental to its corporate governance framework.

COMPLIANCE AND GOVERNANCE

JSIL prioritizes adherence to regulatory requirements and best practices to ensure operational transparency, investor protection, and market integrity. By maintaining a comprehensive compliance framework, JSIL aligns with the standards set by SECP, CDC, DCCL, NCCPL, and FBR. This includes adherence to licensing standards, governance practices, and investor protection measures prescribed by these regulatory bodies.

JS Investments also upholds its responsibility to educate investors and stakeholders regarding regulatory changes and compliance requirements. Regular updates and training sessions are conducted to ensure that the team remains well-versed with evolving regulations and industry standards.

COMMITMENT TO ETHICAL STANDARDS

As a responsible participant, JS Investments Limited is dedicated to upholding high standards of corporate governance, transparency, and ethical conduct. By aligning with regulatory requirements and embracing best practices, JSIL contributes to the stability and growth of Pakistan's financial ecosystem. This commitment fosters investor confidence, strengthens market integrity, and supports sustainable growth in the asset management sector.

JSIL's proactive approach to regulatory compliance and adherence to industry best practices underscores its dedication to building long-term trust with clients, regulators, and the broader financial community.

SWOT ANALYSIS

JS Investments Limited (JSIL), one of the rapidly expanding asset management companies in Pakistan, consistently evaluates its strategic position to enhance competitive advantage and address challenges proactively.

As the asset management industry continues to evolve, it is crucial to analyze the company's internal strengths and weaknesses while also examining external opportunities and threats. This SWOT analysis provides insights into how JSIL navigates the dynamic market environment.



Robust Asset under Management (AUM) Growth:

- Achieved a significant year-on-year increase in AUM, surpassing PKR 128 billion, marking the highest growth in the company's history.
- Highest growth rate among the top 15 asset management companies in Pakistan, demonstrating resilience and strategic growth.

Strong Market Position and Recognition:

- Recognized as one of the most rapidly expanding AMCs, with consistent performance in diverse investment categories.
- Awards and accolades in 2024 for digital innovation and customer-centric solutions.

Technological Advancement and Digital Integration:

- Robust digital infrastructure with integrated client platforms for seamless investment tracking and engagement.
- Adoption of AI-driven portfolio management tools for improved decision-making and enhanced client advisory services.

Diversified Product Portfolio:

- Comprehensive range of investment products, including mutual funds, pension funds, private equity and REITs catering to both retail and institutional clients.
- Increasing focus on ESG-compliant funds, aligning with global investment trends.

Experienced and Skilled Workforce:

- Highly skilled professionals with expertise in financial markets and asset management.
- Continuous training programs to upskill the workforce, fostering a culture of innovation and excellence.

Market Share Limitations:

- Despite significant growth, JSIL holds a 3% market share, indicating potential for further expansion and outreach.
- Relative positioning below top-tier competitors in terms of AUM size.

Client Concentration Risk:

- High concentration of corporate and institutional clients, posing a risk during economic downturns or sector-specific challenges.

Regulatory Challenges:

- Navigating the rapidly evolving regulatory landscape remains a continuous challenge, requiring significant resources for compliance management.

Dependence on Economic Conditions:

- Fluctuating economic factors, including interest rates and inflation, may impact investment performance and profitability.

Growth in Islamic and ESG Investment Products:

- Increasing demand for Sharia-compliant and ESG-focused funds, especially in light of Pakistan's transition to a fully Islamic financial system by 2028.
- Opportunity to develop innovative products aligned with ethical and sustainable investment principles.

Digital Transformation and Fintech Collaboration:

- Leveraging digital channels to enhance client engagement and expand the investor base.
- Partnering with fintech firms to introduce Robo-advisory and personalized investment solutions.

Expanding Retail Investment Base:

- Growing financial literacy and awareness among the younger population present opportunities to increase retail client acquisition.
- Developing micro-investment products to cater to small and medium-sized investors.

Global Investment Expansion:

- Exploring cross-border investment opportunities, especially in emerging markets, to diversify revenue streams.

Intensified Market Competition:

- Increasing competition from both local and international asset management firms, pressuring market share and profitability.

Economic Uncertainty and Volatility:

- Despite recent economic stabilization, lingering uncertainties in global markets and domestic challenges can affect fund performance.

Cybersecurity Risks:

- Growing reliance on digital platforms heightens exposure to data breaches and cyber-attacks, necessitating robust cybersecurity protocols.

Regulatory Shifts and Compliance Costs:

- Frequent updates to financial regulations require continuous adaptation, leading to increased compliance costs and potential operational disruptions.

CONCLUSION

By strategically leveraging its strengths, addressing weaknesses, and capitalizing on emerging opportunities while mitigating external threats, JSIL remains committed to sustaining its growth trajectory and reinforcing its position as a forward-thinking asset management company. Through proactive risk management and adaptive strategies, JSIL aims to navigate the evolving financial landscape with confidence.

MARKET DYNAMICS AND POSITIONING

The asset management industry in Pakistan has experienced notable growth and transformation in 2024, influenced by regulatory developments, technological advancements, and shifting investor preferences.

This analysis explores the key factors shaping the competitive landscape and market positioning of AMCs in Pakistan.

INTENSIVE COMPETITION: HIGH

Market Growth and Competition:

As of 2024 end, the mutual fund industry in Pakistan achieved a significant milestone, with assets under management (AUM) reaching approximately PKR 4 trillion. This substantial growth has intensified competition among AMCs as they strive to capture a larger share of the expanding market.

Product Diversification Challenges:

The similarity of investment products offered by various AMCs has led to minimal product differentiation. Consequently, firms are focusing on enhancing service quality, performance, and brand reputation to distinguish themselves in a crowded marketplace.

Technological Advancements:

The rapid adoption of digital platforms and fintech solutions has transformed client expectations. AMCs are investing in technology to enhance client experiences and operational efficiency. For instance, JS Investments was honored with the numerous Awards for its Digital VPS portal, recognizing its commitment to digitally enabled financial solutions.

THREAT OF NEW ENTRANTS: MODERATE

Regulatory Barriers:

The Securities and Exchange Commission of Pakistan (SECP) has introduced stringent regulations, imposing rigorous compliance and capital requirements. These regulatory measures create significant entry barriers for new firms attempting to enter the asset management sector.

Market Consolidation:

A global trend toward consolidation in the asset management industry is evident, with mergers and acquisitions leading to larger entities that benefit from economies of scale. This consolidation makes it challenging for new entrants to compete with established players.

Brand Loyalty and Established Relationships:

Established AMC's benefit from strong brand recognition and long-standing client relationships, which new entrants may find difficult to overcome.

BARGAINING POWER OF CUSTOMERS: HIGH

Informed and Empowered Investors:

With access to extensive information and alternative investment options, investors are more discerning and demand higher returns with lower risks. This empowerment increases their bargaining power and pressures AMC's to offer competitive products and services.

Demand for Personalized Services:

Investors expect personalized investment strategies and high-quality service, compelling AMC's to tailor their offerings to meet individual client needs and enhance customer satisfaction.

Availability of Alternatives:

The presence of numerous AMC's and alternative investment avenues, such as real estate and direct stock investments, provides clients with multiple choices, intensifying competition among firms.

BARGAINING POWER OF DISTRIBUTORS: MODERATE

Dependence on Distribution Channels:

AMCs often rely on financial advisors, brokers, and banking institutions for product distribution. These intermediaries can influence investor decisions and may demand higher commissions, impacting AMC profitability.

Technological Service Providers:

The increasing reliance on technology necessitates partnerships with software providers and IT infrastructure firms. The bargaining power of these suppliers can affect operational costs and the ability to implement technological innovations.

THREAT OF SUBSTITUTE PRODUCTS OR SERVICES: HIGH

Emergence of Digital Assets:

The rise of digital assets, including cryptocurrencies and tokenized securities, offers investors alternative avenues, posing a threat to traditional asset management services.

Growth of Islamic Finance:

With Pakistan aiming to transition to a fully Islamic banking system by 2028, there is an increasing demand for Sharia-compliant financial products. AMCs not offering Islamic investment options risk losing clients to institutions that cater to this segment.

Technological Disruption:

Innovations such as robo-advisors and blockchain-based platforms provide cost-effective and efficient alternatives to traditional asset management, attracting tech-savvy investors and increasing the threat of substitutes.

EMERGING TRENDS INFLUENCING MARKET DYNAMICS: MODERATE

Environmental, Social, and Governance (ESG) Investing:

There is a growing global emphasis on sustainable and responsible investing. AMCs incorporating ESG factors into their strategies may gain a competitive edge by appealing to socially conscious investors.

Regulatory Developments:

The SECP has strengthened disclosure requirements for AMCs, aiming to enhance transparency and investor protection. Compliance with these evolving regulations is crucial for maintaining market positioning and investor trust.

Economic Factors:

Macroeconomic indicators, such as interest rates and inflation, significantly impact investment performance and investor confidence. AMCs must navigate these factors to optimize portfolio returns and manage client expectations effectively.

In summary, the asset management industry in Pakistan is characterized by intense competition, high customer expectations, and the emergence of alternative investment options. AMCs must leverage technological advancements, adhere to regulatory requirements, and differentiate their services to maintain and enhance their market positioning in this dynamic environment.

CALENDAR OF MAJOR EVENTS

FEBRUARY 2024

On February 23, 2024, the Board of Directors approved the annual financial results for the year ended December 31, 2023.

AUGUST 2024

On August 20, 2024, the Board of Directors approved the financial results for the half year ended June 30, 2024.

NOVEMBER 2024

On November 14, 2024, Corporate Briefing Session was held in which stakeholders and analysts were briefed regarding the company's performance.

On November 30, 2024, PACRA upgraded asset manager rating to "AM2++" with stable outlook.

APRIL 2024

On April 10, 2024, the 29th Annual General Meeting was held in which shareholders approved annual financial statements of the company for the year ended December 31, 2023.

On April 23, 2024, the Board of Directors approved the financial results for the first quarter ended March 31, 2024.

OCTOBER 2024

On October 18, 2024, JS Investments was awarded "Third Position" by ICAP / ICMA at the Best Corporate Awards 2023.

On October 22, 2024, the Board of Directors approved the financial results for the third quarter ended September 30, 2024.

DECEMBER 2024

On December 28, 2023, a pivotal milestone was achieved with the launch of JS Investments I Wealth Center located in DHA Phase 6, Lahore.

On December 27, 2024, the Board of Directors approved the Annual budget of the company for the year 2025.

AWARDS AND RECOGNITIONS

13th Annual Corporate Social Responsibility Summit & Awards in the "Report (Annual/One Time)" category – 2024

13th Annual Corporate Social Responsibility Summit & Awards in the "Innovation" category – 2024

Best Corporate & Sustainability Report Awards | 3rd Position in the NBFIs & Modaraba Sector category – 2023

Brands of the Year Award in the "Asset Management Company" category – 2024

13th Annual Corporate Social Responsibility Summit & Awards in the "Collaboration & Partnership" category – 2024

13th Annual Corporate Social Responsibility Summit & Awards in the "Women Empowerment" category – 2024

Digital Transform Award by the CXO Elevate Forum 2024 in the Asset Management & Mutual Fund category – 2024

Pakistan Digital Award in the "Best Digital Innovation" category – 2024

Best Emerging Islamic Fund Manager in Pakistan 2024 by Cambridge Islamic Funds Awards

Digital Technology Awards by ICAP in the category 'Use of Technology in Accounting Viewers' Choice' for our Digital –Retirement Fund Management Portal – 2024

Digital Technology Awards by ICAP in the category 'Use of Technology in Accounting Jury Choice (Third Prize)' for our Digital Retirement Fund Management Portal – 2024



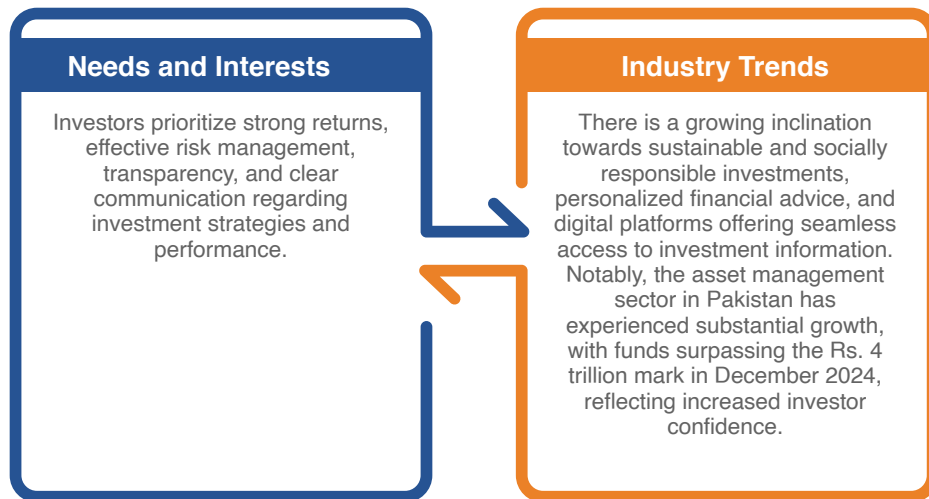
STAKEHOLDER PERSPECTIVES AND MARKET TRENDS

Understanding the legitimate needs and interests of key stakeholders, alongside staying informed about prevailing market trends, is crucial for JS Investments Limited (JSIL) to maintain its competitive edge and ensure sustainable growth.

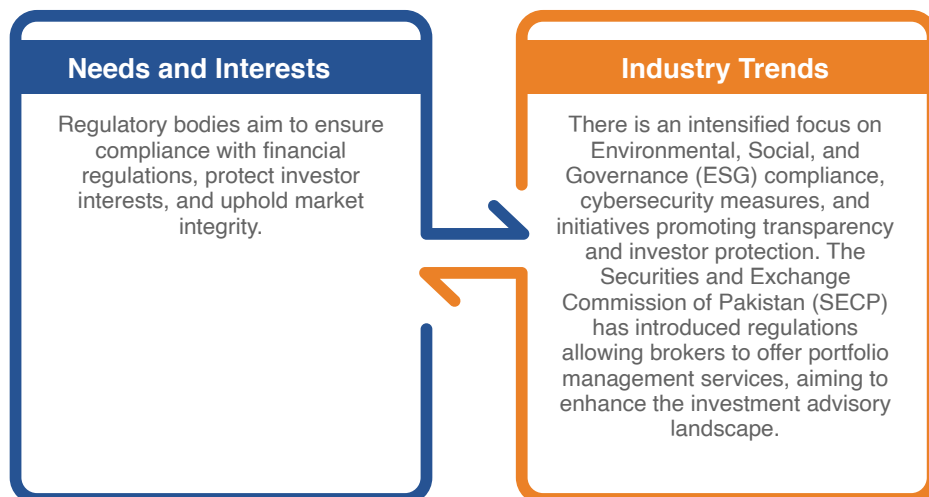
This analysis outlines the perspectives of our primary stakeholders and examines the significant market trends influencing the asset management industry in Pakistan for the year ended December 2024.

KEY STAKEHOLDERS AND THEIR RELEVANT INTERESTS

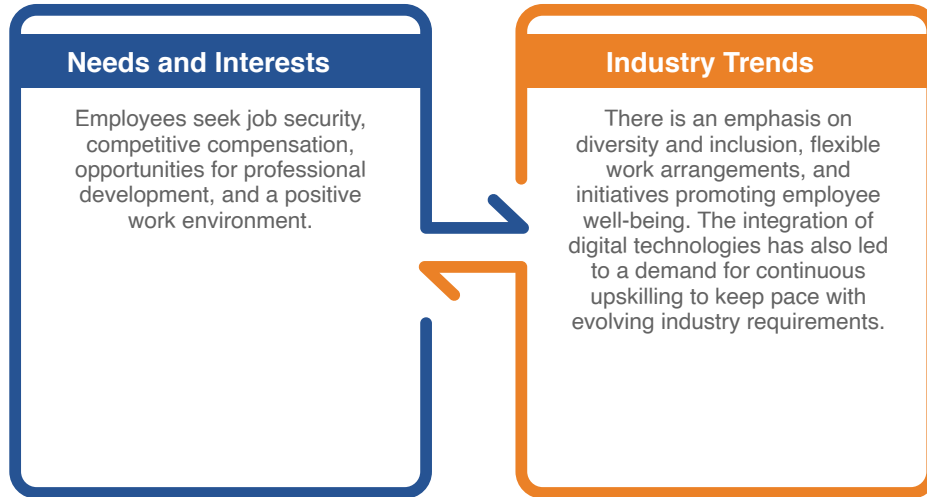
Investors:



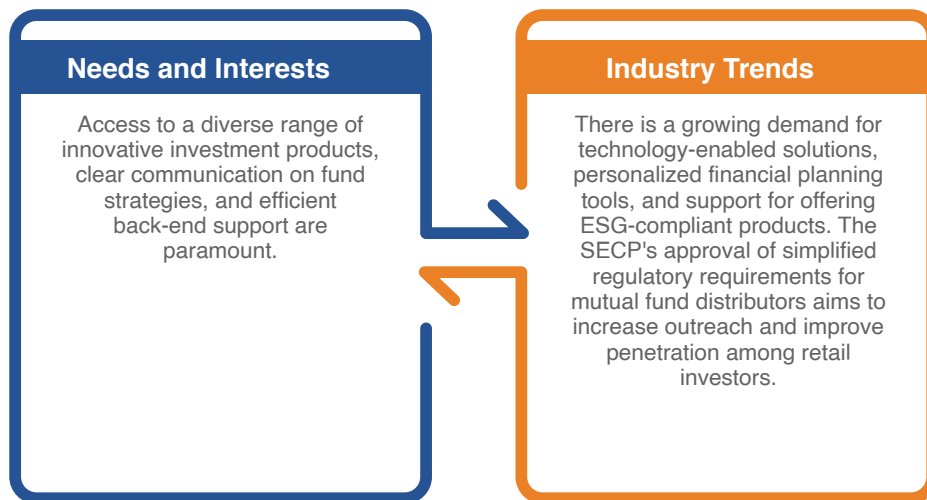
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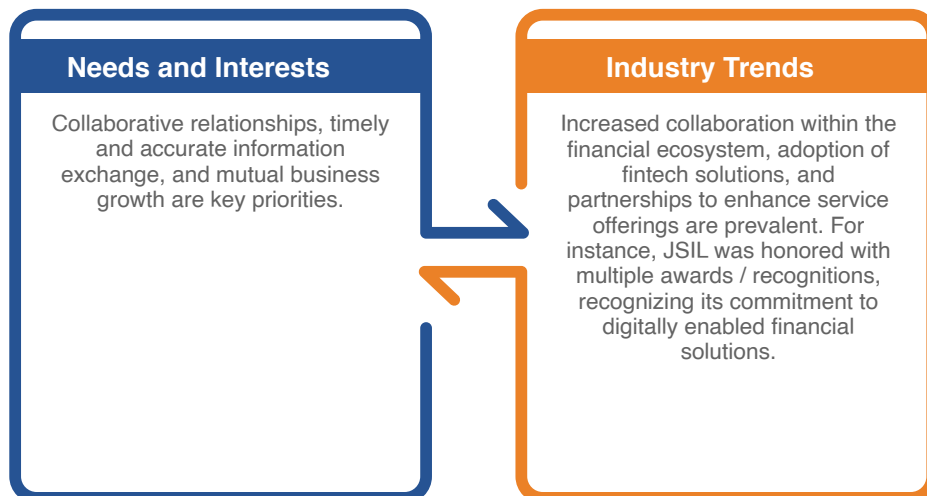
Employees:



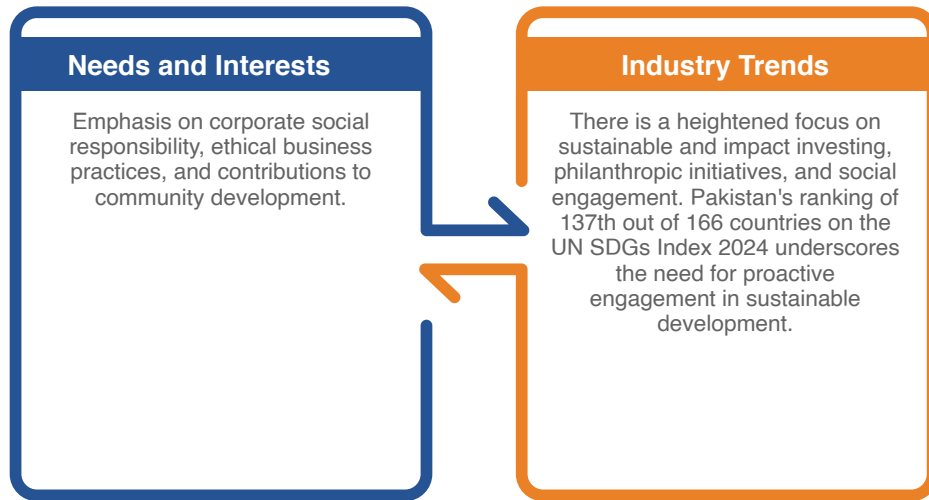
Financial Advisors and Distributors:



Industry Partners:



Community and Society:



CURRENT MARKET TRENDS

Digital Transformation:

The integration of technology into investment processes, client interactions, and operational procedures is accelerating. This transformation aims to enhance client experiences, improve operational efficiency, and facilitate the adoption of robo-advisors. Pakistan's National Database and Registration Authority (NADRA) has been pivotal in overhauling the country's identity systems, positioning Pakistan among nations capable of managing comprehensive digital identities for over 240 million citizens.

Sustainable and Impact Investing:

The incorporation of ESG factors into investment decisions is gaining momentum, driven by investor demand for socially responsible investments and the need to mitigate risks associated with ESG issues. The SECP has initiated consultations on voluntary ESG disclosure guidelines, encouraging companies to enhance their sustainability reporting practices.

Data Analytics and Artificial Intelligence (AI):

Utilizing advanced analytics and AI for investment insights and decision-making is becoming increasingly important. These technologies enhance risk management, enable the development of more effective investment strategies, and facilitate personalized client services. A 2024 study highlighted that financial services companies are investing heavily in AI and blockchain to drive continuous innovation and create integrated data platforms accessible across business units.

Regulatory Emphasis on Transparency:

Regulatory bodies are placing greater emphasis on transparent reporting and communication with investors to enhance trust and ensure compliance with evolving standards. The SECP's new directive for asset management companies mandates active representation of unit holders' interests in corporate decision-making, fostering greater transparency and investor confidence.

Globalization and Cross-Border Investments:

Expanding into international markets presents both opportunities and challenges, necessitating robust approaches to risk management and regulatory compliance. The establishment of the Pakistan Sovereign Wealth Fund aims to attract foreign investment and manage assets of profitable state-owned enterprises, contributing to sustainable economic development.

Islamic Banking Growth:

There is a significant rise in Islamic banking, with the government aiming to transition the entire financial system to comply with Islamic principles by 2028. This shift aligns with the preferences of the Muslim-majority population and presents new opportunities for Sharia-compliant investment products.

Conclusion

By aligning our strategies with the evolving needs of our stakeholders and staying attuned to these market trends, JSIL is well-positioned to navigate the dynamic landscape of the asset management industry.

CORPORATE GOVERNANCE

This section presents the governance framework of JS Investments Limited, offering stakeholders a transparent view of the Company's leadership structure, board composition, and oversight practices. In line with the Integrated Reporting Framework and the Best Corporate Report Criteria 2024 (ICAP & ICMAP), it outlines how governance principles are embedded across the organization. Disclosures are aligned with GRI 2: General Disclosures 2021, particularly GRI 2-9 to 2-30, covering the roles and responsibilities of the Board, ethical leadership, diversity, and regulatory compliance. Together, these elements reflect JSIL's strong commitment to upholding corporate governance excellence and stakeholder confidence.

PROFILE OF DIRECTORS



Mr. Suleman Lalani

Prior to joining JSCL, he has served in the capacities of the Executive Director Finance & Operations and Company Secretary and Chief Financial Officer and Company Secretary for seven years, in JS Investments Limited.

Mr. Lalani started his career with JSCL in 1992, where he worked for over eight years. In 2000, he was promoted to the position of Chief Operating Officer of Jahangir Siddiqui Investment Bank Limited, a subsidiary of JSCL. In January 2002, he joined The First Microfinance Bank Limited as its Chief Financial Officer and Company Secretary where he worked for three years.

Mr. Lalani is a Fellow member of the Institute of Chartered Accountants of Pakistan and has over 30 years of experience in the financial services sector. He has also completed the Board Development Series Certificate Program conducted by the Pakistan Institute of Corporate Governance.

He is also the Chairman of the Board of Directors of BankIslami Pakistan Limited and JS Investments Limited.

Other Directorships:

1. Al-Abbas Sugar Mills Limited | 2. TRG Pakistan Limited | 3. BankIslami Pakistan Limited



Ms. Iffat Zehra Mankani

Ms. Iffat Mankani is the Chief Executive Officer of JS Investments Limited, bringing over 20 years of expertise across premier asset management and financial institutions in Pakistan and Canada. Since rejoining JS Investments in 2021, she has led a transformative period of growth, restoring the company's profitability and revitalizing its market position. Her extensive expertise in asset management, strategic brand positioning, and financial scrutiny has strengthened JS Investments' growth trajectory and fortified its market presence.

Throughout her career, Ms Mankani has held key roles, including Chief Investment Officer at JSIL and BMA Asset Management, where she introduced pioneering products like Pakistan's first asset allocation fund, capital-protected fund, and index fund. Known for her strategic acumen and analytical insight, Ms Mankani has been instrumental in establishing a disciplined asset and risk allocation framework, driving consistent top-quartile fund performance at various firms during her career.

Her international experience includes significant contributions in firms in Canada with PwC's Deals Advisory team and risk management positions at Bank of Montreal and CIBC, where she excelled in financial instrument valuations, regulatory oversight, and managing risk across equity, fixed income, and structured products.

Ms Mankani holds a Master of Finance from the Rotman School of Management, University of Toronto, and an MBA from the Institute of Business Administration, Karachi.

Other Directorships:

BankIslami Pakistan Limited | Mutual Funds Association of Pakistan



Ms. Aisha Fariel Salahuddin

Ms. Aisha Fariel serves as an independent director at JS Investments Limited, bringing a diverse professional background to her role. She holds the degrees on Bachelor of Science from Lahore University of Management Sciences and Master of Public Administration from Columbia University in New York. Ms. Fariel has a wealth of experience in journalism, investment banking, energy policy advisory, and entrepreneurship, contributing to her versatile skill set.

As the Founder and CEO of UpTrade, she has innovatively pioneered a bartering model that empowers off-grid farmers by utilizing their livestock as a unique form of currency. This initiative significantly contributes to the economic development of rural areas. With over a decade of international expertise in energy finance, project development, and energy policy, Ms. Fariel has worked in diverse regions, including Indonesia, Egypt, Pakistan, and the Middle East and North Africa.

In her advisory capacity, she has provided valuable insights to governments and private sectors on critical matters such as energy policy, pricing, and reforms. Furthermore, Ms. Fariel also holds the position of Independent Director on the board of Pakistan Paper Products Limited.

Other Directorships:

Pakistan Paper Products Limited



Mr. Hasan Shahid

Mr. Hasan Shahid serves as a non-executive director at JS Investments Limited, boasting an extensive background with over two decades of experience in diverse areas such as acquisition, group restructuring, finance, auditing, internal controls evaluation and redesigning, compliance, and taxation. Currently, he holds the position of Company Secretary at BankIslami Pakistan Limited.

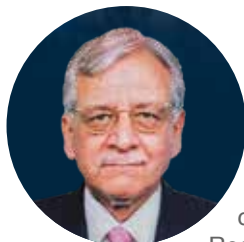
His professional journey boasts significant contributions to Jahangir Siddiqui & Co Ltd., where he commenced his tenure as Manager Finance in 2006. Over time, Mr. Shahid ascended through the ranks within the organization, holding pivotal roles such as Chief Financial Officer, Company Secretary, and eventually Director Finance by 2019. His portfolio of responsibilities spans a broad spectrum, encompassing financial management, acquisitions, reporting, audit, taxation, compliance with laws, and various secretarial matters. Additionally, Mr. Hasan has provided his expertise to JS Bank Limited, culminating in his role as Company Secretary and Head of Legal, which he assumed in November 2019 after a two-year stint as Chief Financial Officer.

Mr. Hasan Shahid holds the distinction of being a fellow member of both the Institute of Chartered Accountants of Pakistan (ICAP) and the Pakistan Institute of Public Financial Accountants (PIPFA). Additionally, he earned a Master's degree in Economics from the University of Karachi.

Beyond his roles in the financial sector, Mr. Shahid actively participates in philanthropic efforts as a Trustee at Future Trust, a non-profit benevolent organization established by JS Group. This charitable trust aims to promote, advance and encourage education, medical and healthcare, vocations, rehabilitation, protection and improvement of the environment, self-help, microfinance, relief against poverty and general improvement of the socio-economic conditions and living standards of the people of Pakistan.

Other Directorships:

1. JS Engineering Investments (Private) Limited | 2. Decibel HRMS.



Mr. Farooq Ahmed Malik

Mr. Farooq Ahmed Malik holds the position of an independent director at JS Investments Limited, combining a rich background as both a business entrepreneur and a retired BP.22 government official. With an impressive cumulative experience of 55 years, he seamlessly managed roles in both government service and personal business. Mr. Malik's distinguished career includes serving in various capacities, such as Commissioner and Regional Commissioner, showcasing his expertise in law, particularly tax laws. He has contributed significantly to the professional development of individuals through comprehensive training in various aspects of income tax.

In addition to his governmental service, Mr. Malik is the visionary founder & Chairman of Interwood Mobil (Pvt) Ltd, established in 1974. This enterprise has grown into a state-of-the-art manufacturing setup in Pakistan, earning recognition as a leading brand in Doors, Wardrobes, Kitchens, Offices, and Home Furniture. The company, with its cutting-edge technology, innovative design, and robust infrastructure, stands on par with international counterparts.

Mr. Malik's academic journey began in 1966 when he earned a Master's degree in Economics from the University of Punjab. Subsequently, in 1968, he successfully cleared the CSS exam and secured a position in the Internal Revenue Service. Through hard work, dedication, and an exceptional performance record, he ascended to the highest grade, Grade 22 (equivalent to the grade of Federal Secretary). During his tenure, Mr. Malik held key roles such as Commissioner, Chief Commissioner, Member of Information Technology at FBR, and Director General of Training. Notably, he played a pivotal role in training around 1000 officers in the Internal Revenue service.

Other Directorship:

Interwood Mobil (Pvt) Limited



Mr. Faisal Anwar

Mr. Faisal Anwar is a seasoned banking professional with over 25 years of extensive experience in Treasury, Global Markets, Financial Institutions, and Corporate Strategy. He is currently serving as the Group Head of Treasury and Financial Institutions at BankIslami Pakistan Limited, where he plays a pivotal role in driving strategic growth, optimizing liquidity management, and implementing innovative Shariah-compliant financial solutions.

Throughout his career, Mr. Anwar has worked with prominent local and international financial institutions, including HBL, Meezan Bank, Deutsche Bank, Standard Chartered, MCB, UBL, and Bank Alfalah.

His core expertise spans asset-liability management, foreign exchange risk mitigation, investment governance, and business development. He is also recognized for his ability to build high-performing teams and launch innovative products that deliver measurable results. An Investment Banking Gold Medalist and an MBA graduate from the prestigious Institute of Business Administration (IBA), Karachi, Mr. Anwar is also a Certified Shariah Advisor and Auditor (CSAA).



Mirza M. Sadeed Hassan Barlas

Mirza Sadeed Barlas serves as a non-executive director at JS Investments Limited, bringing with him a wealth of experience exceeding thirty-six years, with over 29 years specifically dedicated to the banking sector. His career journey began with a seven-year tenure at Siemens in its Medical Division after obtaining an Electrical Engineering degree from UET, Lahore. Subsequently, he pursued an MBA at Lahore University of Management Sciences (LUMS) in 1993, where he was honored with a Silver Medal, distinguishing himself in Statistics and Quantitative Methods.

Commencing his banking career in Corporate Banking, Mr. Sadeed has traversed various roles in Commercial Banking, SME Banking, Digital & Microfinancing, working with both local and multinational banks. A significant portion of his career has been devoted to risk management, encompassing Credit Risk, Operational Risk, Basel, Market Risk, Consumer Risk, and more. Throughout his professional journey, he has contributed his expertise to institutions such as:

- MCB Bank • United Bank Limited (UBL) • Barclays Telenor • Microfinance Bank
- JS Bank (JSBL)

He has held prominent positions such as Chief Risk Officer (CRO) and Group Head Risk.

His longest tenure was with UBL, spanning approximately seventeen years, during which he also served as a member of the Board of Directors of UBL Funds Managers, a subsidiary of UBL Bank. In this capacity, Mr. Sadeed chaired the UBL Fund's board risk and compliance committee. Notably, during his tenure at UBL, he assumed additional responsibilities as the Group Head Risk International, overseeing the risk management of UBL branches in foreign countries, including the UAE, Qatar, Bahrain, and others.

Currently, Mr. Sadeed holds the position of Chief Risk Officer at JS Bank Limited. In this role, he oversees various risk management functions, including (a) Consumer risk, (b) Enterprise Risk Management (ERM), (c) Market risk, (d) Operational risk, (e) Risk policies and (f) Information security.

His extensive experience and multifaceted expertise contribute significantly to the strategic risk management initiatives of JS Investments Limited.



Ms. Mediha Kamal Afsar

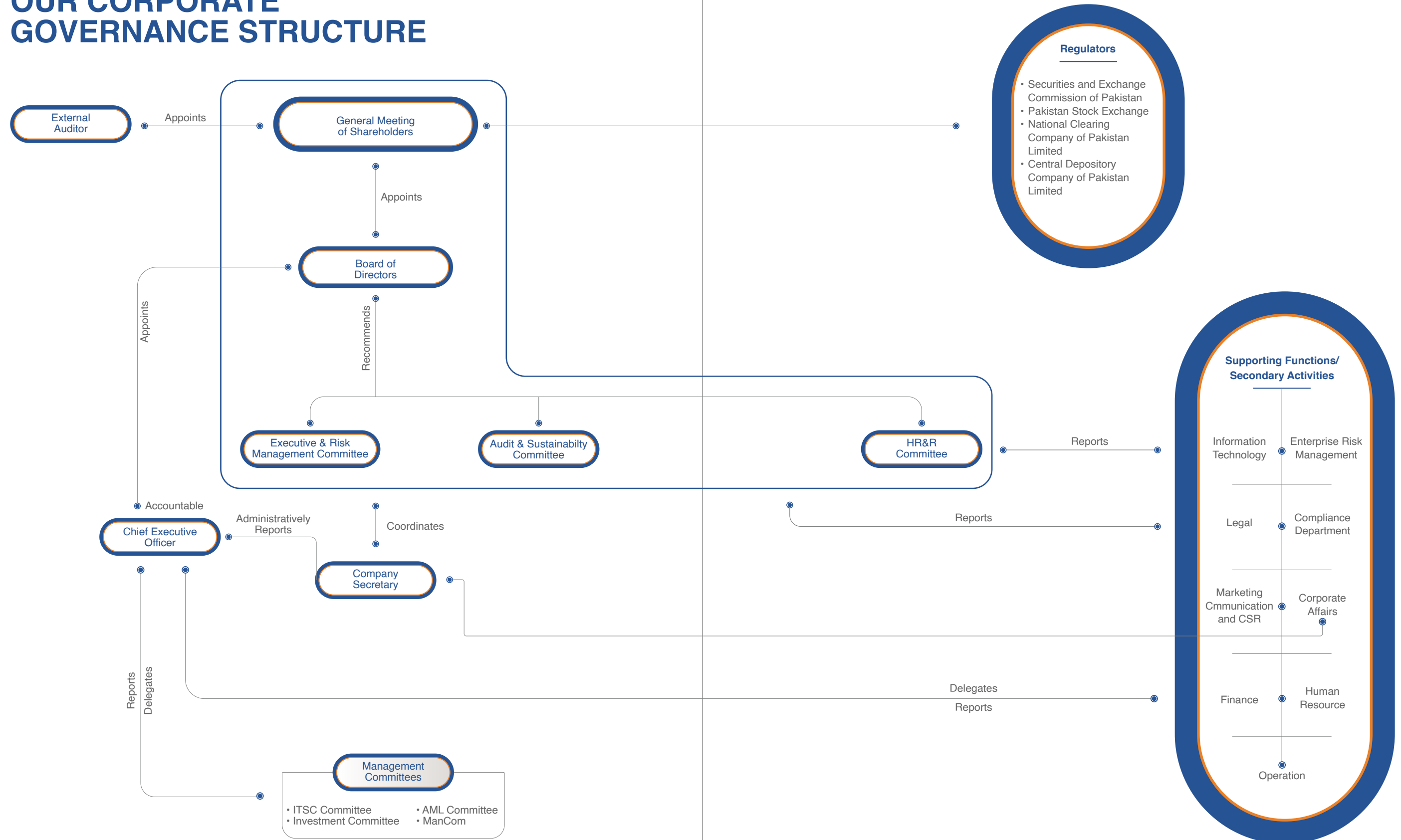
Ms. Mediha Afsar serves as an independent director at JS Investments Limited, bringing a diverse skill-set rooted in Brand Strategy, Economics, and International Marketing. She completed her education at the London School of Economics in 2011 and Regents Business School London in 2008, where she earned top honors in her Masters of Science in Economic Sociology and BA (Hons) in International Marketing.

With a career dedicated to creating, developing, and sustaining global identities, Ms. Afsar, has accumulated experience in both the financial and FMCG sectors. She has provided advisory services and managed marketing departments, brand activations, communication campaigns, and product lines. Her contributions include the development of Standard Operating Procedures (SOPs), auditing processes, and establishing streamlined procedures for transparency, efficacy, and coordination.

Ms. Afsar, has successfully overseen a diversified portfolio of dairy products under a prominent flagship premium brand in Pakistan, boasting an annual turnover exceeding USD 90 million. Notably, she has played a key role in setting examination questions for future bankers at the Institute of Bankers Pakistan. Additionally, she founded a freelance consultancy service aimed at delivering comprehensive brand communication frameworks, revival strategies, and creative idea generation to clients seeking to enhance their brand health.

Beyond her corporate endeavors, Ms. Mediha Afsar is a modern expressionist painter, gaining recognition through publications in European magazines and participating in curated international art exhibitions and residencies. Her multidimensional expertise adds a unique perspective to the board of JS Investments Limited.

OUR CORPORATE GOVERNANCE STRUCTURE



DIVERSITY ON THE BOARD

At JS Investments Limited, we believe that diversity at the Board level is essential for fostering a culture of innovation, responsiveness, and superior governance.

A diverse Board contributes to richer dialogue, better risk identification, broader stakeholder representation, and more robust decision-making processes.

Recognizing the paramount significance of diversity, JSIL's Board composition reflects deliberate efforts to incorporate varied:

- Professional expertise (e.g., finance, law, governance, investments, technology)
- Industry experience (e.g., banking, asset management, corporate sector, entrepreneurship)
- Educational backgrounds
- Gender diversity
- Cognitive diversity and thought leadership

This comprehensive diversity enables the Board to understand evolving market dynamics, consumer behaviors, regulatory expectations, and global investment trends more effectively. It empowers the Company to navigate complexities and capitalize on emerging opportunities in a rapidly changing financial landscape.

JSIL's diversity philosophy extends beyond mere compliance:

- It emphasizes inclusion of directors from multiple disciplines and industries to enable more balanced perspectives.
- It values diversity of age, gender, ethnicity, and geographic background.
- It promotes diversity of viewpoints, enabling critical thinking, innovation, and strategic foresight.

Our Board diversity has been instrumental in:

- Enhancing discussions during Board and Committee meetings,
- Improving risk awareness and management,
- Strengthening stakeholder relationships, including with customers, employees, regulators, and investors,
- Supporting ethical leadership and responsible investment practices.

JS Investments Limited remains committed to progressively enhancing diversity at the Board and senior management levels. We recognize that a well-rounded, inclusive leadership not only reflects our values but is also a strategic driver of corporate adaptability, sustainable growth, and resilience in a competitive financial environment.

INDEPENDENT DIRECTORS

JS Investments Limited prides itself on maintaining the highest standards of corporate governance by ensuring appropriate independent oversight on its Board of Directors.

Independence of judgment, objective decision-making, and protection of minority shareholder interests are key pillars of our governance philosophy.

As of December 31, 2024, JSIL has appointed three Independent Directors to its Board, consistent with the requirements of the Companies Act, 2017, and the Listed Companies (Code of Corporate Governance) Regulations, 2019. These Independent Directors bring a wealth of knowledge, impartiality, and professional experience to Board deliberations.

The selection process for Independent Directors is rigorous:

- Potential candidates are identified from the independent directors' database maintained by the Pakistan Institute of Corporate Governance (PICG).
- Due diligence is carried out to ensure that nominees meet the independence criteria prescribed under applicable laws and regulatory frameworks.
- A formal "Declaration of Independence" is obtained from all Independent Directors, affirming their eligibility.

Independent Directors at JSIL are entrusted with significant roles, including:

- Providing objective guidance and oversight on corporate strategy, financial reporting, internal controls, and risk management.
- Chairing or serving on key Board Committees such as the Audit Committee, Human Resource & Remuneration Committee, and Risk Management Committee.
- Safeguarding the interests of minority shareholders and promoting a balanced approach to corporate decision-making.

Their independent perspectives enrich the Board's discussions and deliberations, ensuring that decisions are made based on merit, fairness, and sound judgment.

JSIL believes that its commitment to maintaining a robust pool of independent oversight will enhance shareholder confidence, promote corporate resilience, and ensure the Company's strategic alignment with sustainable growth and ethical business practices.

Going forward, we remain committed to strengthening the role of Independent Directors through continued engagement, training programs, and performance evaluations.

ROLES AND RESPONSIBILITIES OF BOARD OF DIRECTORS

Board Function, Strategic Decision-Making, and Delegation of Authority

At JS Investments Limited (JSIL), the Board of Directors is entrusted with the critical responsibility of defining the strategic direction of the Company, upholding its vision, mission, and core values. The Board plays an essential leadership role by providing strategic guidance, fostering entrepreneurial leadership, and ensuring robust oversight of the Company's affairs. In fulfilling its fiduciary duties, the Board consistently upholds the highest standards of ethical conduct, corporate governance, and regulatory compliance.

Drawing upon a diverse composition of skills, knowledge, experience, and professional expertise, the Board enriches JSIL's decision-making process. The collective insights and perspectives of Board members enable effective steering of the Company's Management towards achieving strategic objectives, enhancing shareholder value, delivering sustainable returns, and fostering organizational resilience. This collaborative and well-informed governance structure ensures that JSIL remains adaptive and responsive to the dynamic needs of its operating environment.

Significant Matters Reviewed and Approved by the Board of Directors

Throughout the year, the Board of Directors engaged in deliberate and thoughtful discussions, approving several critical matters essential to the Company's operations and growth trajectory. These included the review and approval of:

- The Company's annual operating and capital budgets,
- Strategic business plans across various segments,
- Proposals relating to the internal audit strategy,
- Quarterly, semi-annual, and annual financial statements,
- Key corporate policies and updates.

The Board also authorized related party transactions following comprehensive evaluation and recommendations from the Audit Committee, ensuring full alignment with governance best practices. External assessments were conducted to evaluate the effectiveness of the Board, its Committees, and individual Directors.

The Board remained vigilant in monitoring developments in applicable laws, regulations, and legal cases impacting the Company. By maintaining oversight of legal and regulatory compliance matters, the Board played a pivotal role in preserving the Company's financial stability, safeguarding stakeholder interests, and steering the Company towards sustainable growth.

Delegation of Authority to Management

The Chief Executive Officer (CEO), supported by her management team, is responsible for the day-to-day execution of the strategies and objectives approved by the Board. The CEO leads operational management while ensuring adherence to ethical standards, regulatory requirements, and corporate policies.

The management team ensures regular communication with the Board, particularly in relation to significant risks, emerging opportunities, and material changes in the operating environment. This collaborative, transparent communication facilitates timely and effective execution of the Board's directives and ensures that strategic objectives remain closely aligned with operational realities.

Board's Annual Performance Evaluation

In line with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019, JS Investments conducts an annual performance evaluation of its Board of Directors and Committees. This formalized self-assessment process benchmarks the Board's effectiveness against pre-established criteria, enabling continuous improvement.

The most recent evaluation, covering the year ended December 31, 2023, involved comprehensive assessments of individual Directors, Board Committees, and the Board as a whole. The evaluation results confirmed that the Board's performance was satisfactory across key parameters, reflecting JSIL's ongoing commitment to upholding high standards of governance, leadership, and strategic oversight.

Regular evaluations ensure that the Board's structure, functioning, and decision-making processes evolve to meet emerging challenges and stakeholder expectations.

Dimensions of Board Effectiveness

The Board's effectiveness is continuously assessed across the following key dimensions:

- 1) Composition:** Ensuring an optimal mix of gender diversity, skills, professional expertise, integrity, credibility, and active participation among Board members.
- 2) Leadership and Strategic Planning:** Dedicating substantial time to strategic formulation, guidance on corporate direction, resource allocation oversight, and evaluation of progress against annual targets.
- 3) Effectiveness:** Enabling all Board members to fully understand and discharge their fiduciary responsibilities while ensuring compliance with applicable laws and regulatory frameworks.
- 4) Accountability:** Actively reviewing the Company's risk environment, internal controls, and risk management framework to safeguard the interests of shareholders.
- 5) Strategy and Performance Oversight:** Providing timely and constructive review of the Company's strategic initiatives, operational plans, and financial performance.
- 6) Organizational Efficiency:** Structuring Board meetings to maximize the productive use of time and skills, supported by comprehensive, timely dissemination of agenda materials for informed decision-making.
- 7) Ethics and Compliance:** Fostering a culture of professionalism and ethical conduct by reinforcing adherence to the Company's Code of Conduct across the Board, Management, and employees.
- 8) Risk Management:** Maintaining a structured and proactive approach to identifying, assessing, and mitigating principal risks facing the Company, while adjusting strategies in response to evolving internal and external risk factors.

Directors' Training and Orientation

Recognizing the critical role of an informed Board, JSIL places significant emphasis on the continuous development and preparation of its Directors. The majority of the Directors have successfully completed the Directors' Training Program (DTP) from SECP-accredited institutions, thereby ensuring their readiness to meet governance responsibilities.

Orientation programs are conducted periodically to keep Directors updated on regulatory amendments, governance developments, and their specific duties. These sessions enable the Board to maintain a robust understanding of the Company's operations, regulatory obligations, and strategic imperatives.

As of December 31, 2024:

All Directors are certified under the DTP. Also, the Chief Executive Officer, Chief Operating Officer, and Chief Financial Officer are also certified under the Directors' Training Program.

JSIL's focus on Director Development strengthens Board effectiveness and ensures that corporate decisions are grounded in sound governance practices.

Board Meetings outside Pakistan

During the year 2024, all Board meetings were convened physically within Karachi, Pakistan.

Additionally, virtual connectivity through Zoom link facilities was utilized to facilitate broader participation when needed, ensuring continuity in governance and decision-making.

Governance Practices Exceeding Legal Requirements

At JS Investments Limited, adherence to regulatory compliance forms the foundation of our governance practices; however, we consistently strive to exceed these minimum standards by voluntarily adopting global best practices.

In addition to compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019, NBFC Rules and Regulations, and the Companies Act 2017, the Company proactively engages in the following initiatives:

- 1) Implementation of Health, Safety, and Environment (HSE) Policy:** JSIL has adopted a comprehensive HSE policy, demonstrating its commitment to providing a safe, healthy, and secure working environment for employees and contributing to the well-being of the broader community.
- 2) Adoption of an Integrated Reporting Framework:** JSIL embraces integrated reporting principles, enhancing its Annual Report with enriched corporate and financial disclosures. This approach offers stakeholders deeper insights into the Company's strategies, resource utilization, value creation model, and long-term sustainability impacts.
- 3) Voluntary Adoption of Best Reporting Practices:** JSIL aligns its reporting practices with standards recommended by professional bodies such as ICAP, ICMAP, and SAFA. This voluntary adoption elevates transparency, strengthens stakeholder confidence, and reinforces JSIL's leadership in governance excellence.
- 4) Strengthening Risk Governance Framework:** JSIL has established a mature risk management framework that encompasses senior management oversight, segregation of functions, organizational checks and balances, and dynamic risk assessment protocols. This framework fosters a risk-conscious culture, ensuring enhanced organizational resilience and strategic risk mitigation.

Conclusion

The Board of Directors at JS Investments remains steadfastly committed to upholding the highest standards of corporate governance, ethical leadership, stakeholder protection, and strategic foresight.

Through continuous strengthening of governance frameworks, proactive Director development, voluntary adoption of best practices, and robust risk management systems, JSIL ensures that it remains resilient, forward-looking, and trusted by all stakeholders.

The Company's governance journey is an evolving testament to its dedication to excellence, transparency, accountability, and the creation of long-term sustainable value.

ROLE OF CHAIRMAN

In accordance with the Listed Companies (Code of Corporate Governance) Regulations, 2019, the roles of the Chairman and the Chief Executive Officer (CEO) must be held by separate individuals to ensure a clear division of authority and responsibilities.

This separation promotes independence, enhances accountability, and strengthens governance oversight. The Chairman is elected from among the non-executive directors and plays a pivotal role in leading the Board of Directors effectively and independently of management.

At JS Investments Limited (JSIL), the Chairman is entrusted with fostering a culture of high standards in governance and ethical leadership while ensuring the Board operates with transparency, strategic focus, and collective responsibility. The Chairman provides leadership to the Board and ensures that it functions efficiently in discharging its fiduciary duties, complying with applicable laws, regulations, and the company's Code of Corporate Governance.

The key responsibilities of the Chairman include, but are not limited to, the following:

Board Leadership and Governance Oversight

- Ensures the effective functioning of the Board and its committees by promoting a robust governance framework, ethical decision-making, and adherence to corporate values and best practices.
- Oversees the implementation of sound governance practices and monitors compliance with the Code of Corporate Governance and other applicable regulatory requirements.

Strategic Direction and Agenda Setting

- Leads the Board in setting a forward-looking strategic agenda aligned with the company's vision, long-term value creation, and sustainable performance.
- Prioritizes key strategic, financial, and operational matters for Board deliberation, ensuring focused discussions and informed decision-making.

Constructive Engagement and Communication

- Facilitates constructive dialogue among Board members and ensures that decisions are made through consensus, supported by balanced and diverse perspectives.
- Promotes open and effective communication with shareholders, regulators, and other stakeholders to enhance understanding of the company's objectives and governance approach.

Risk Oversight and Compliance

- Provides guidance to the Board in overseeing the company's risk management framework, ensuring periodic review of significant risks, internal controls, and compliance mechanisms.

Meeting Management and Board Efficiency

- Ensures that Board meetings are effectively planned, agenda-driven, and time-efficient, with adequate documentation and preparation.
- Guarantees that non-executive and independent directors are given sufficient opportunity and information to express views and contribute meaningfully.

Information Flow and Transparency

- Assures that Board members receive accurate, timely, and relevant information to facilitate sound judgment and effective oversight.

Board Committees and Delegation of Authority

- Ensures the appropriate constitution and performance of Board committees in accordance with regulatory standards and internal governance policies.
- Monitors the delegation of authority to the CEO and senior management, maintaining a proper balance between oversight and operational autonomy.

Board Composition and Succession Planning

- Leads efforts for Board renewal and diversity by focusing on balanced composition, gender inclusivity, and succession planning for directors and senior leadership roles.
- Promotes continuous development of Board members through orientation, training, and periodic performance evaluations.

CEO Collaboration and Performance Review

- Maintains a collaborative and professional relationship with the CEO, providing support, strategic guidance, and performance feedback while respecting management's operational role.
- Oversees the annual evaluation of the Board, its committees, and the CEO to ensure accountability and continuous improvement.

Integrity and Ethical Leadership

- Acts as a role model for ethical leadership and upholds the principles of integrity, transparency, and accountability across all levels of the organization.
- Ensures appropriate handling and disclosure of conflicts of interest at the Board level, promoting fairness and objectivity.

By ensuring effective leadership and an environment of mutual respect, the Chairman plays an instrumental role in JSIL's ability to meet its strategic goals, maintain regulatory compliance, and safeguard the interests of its shareholders and stakeholders.

ROLE OF CHIEF EXECUTIVE OFFICER

At JS Investments Limited (JSIL), the Chief Executive Officer (CEO) is entrusted with the strategic leadership, overall management, and operational execution of the company's vision, mission, and objectives.

Acting under the authority delegated by the Board of Directors, the CEO plays a critical role in steering the company towards sustainable growth, operational excellence, and long-term value creation for shareholders and stakeholders alike.

The CEO ensures that all business activities align with the Board's directives, corporate governance standards, and regulatory requirements, while maintaining a clear chain of command and robust accountability across all levels of the organization.

In fulfilling her role, the CEO is responsible for the following key areas:

Strategic Leadership and Corporate Direction

- Develops, articulates, and implements the company's strategic vision and business plans for Board approval, ensuring alignment with JSIL's corporate values and long-term objectives.
- Leads the formulation of business strategies to achieve sustainable growth, profitability, and competitive advantage.

Financial Stewardship and Capital Planning

- Collaborates closely with the Chief Financial Officer (CFO) to prepare the annual financial budget, capital expenditure plans, and cash flow forecasts.
- Reviews and approves major capital investment proposals and risk management initiatives to ensure financial prudence and optimal resource allocation.

Operational Excellence and Performance Management

- Holds accountability to the Board for business performance, delivering against approved financial and operational targets.
- Provides periodic and transparent updates to the Board regarding business achievements, challenges, strategic initiatives, and key milestones.

Organizational Development and Human Capital Management

- Designs and maintains an efficient organizational structure, processes, and systems to enhance productivity and resource optimization.
- Oversees human resource planning to ensure availability of critical skills and capabilities, including succession planning for key leadership roles.

Risk Management and Internal Controls

- Establishes and maintains an effective risk management framework to identify, mitigate, and monitor operational, financial, strategic, and compliance risks.
- Ensures the implementation of robust internal controls and governance processes across all business activities.

Stakeholder and Regulatory Engagement

- Facilitates effective communication with shareholders, regulators, clients, employees, and other key stakeholders to foster trust, transparency, and corporate reputation.
- Represents the organization's interests in external engagements, industry forums, and regulatory consultations, upholding JSIL's commitment to high ethical standards.

Reporting and Board Communication

- Ensures timely, accurate, and comprehensive reporting of financial results, strategic initiatives, business strategies, and operational updates to the Board of Directors.
- Supports the Board in effective decision-making by ensuring that critical information and analysis are made available in a structured, transparent, and actionable manner.

Corporate Governance and Compliance

- Upholds the highest standards of corporate governance, ensuring compliance with applicable laws, regulations, and the company's internal policies.
- Promotes a strong culture of ethics, integrity, and corporate responsibility within the organization.

Collaboration with the Chairman and the Board

- Maintains a close, cooperative, and trust-based relationship with the Chairman and the Board of Directors.
- Seeks guidance, provides feedback, and ensures alignment between management actions and Board expectations, while preserving the CEO's operational independence.

Information Disclosure and Transparency

- Ensures that the company maintains a robust disclosure framework for the timely, fair, and accurate release of material information, in accordance with regulatory requirements and corporate governance standards.

Conflict of Interest Management

- Identifies and appropriately addresses any conflicts of interest at the management level to protect the integrity and independence of decision-making processes.

In essence, the Chief Executive Officer serves as the custodian of the company's strategic agenda, operational efficiency, financial stewardship, and stakeholder relationships, thereby playing a pivotal role in delivering sustainable value to all stakeholders of JS Investments Limited.

TERMS OF REFERENCE OF THE BOARD COMMITTEES

AUDIT COMMITTEE

The JS Investments Limited board of directors has formed an Audit Committee, consisting of three non-executive directors. The committee is chaired by an independent director. Meetings are held at least once per quarter throughout the financial year.

The Audit Committee shall, inter alia, recommend to the Board of Directors the appointment of external auditors, their removal, and audit fees. The provision by the external auditors of any service to the listed company in addition to audit of its financial statements. The Board of Directors shall give due consideration to the recommendations of the Audit Committee in all these matters and where it acts otherwise; it shall record the reasons thereof.

The board of directors of every listed company shall determine the terms of reference of the audit committee. The board of directors shall provide adequate resources and authority to enable the audit committee to carry out its responsibilities effectively. The terms of reference of the audit committee shall be explicitly documented and shall also include the following:

- a) Determination of appropriate measures to safeguard the listed company's assets;
- b) Review of quarterly, half-yearly and annual financial statements of the listed company, prior to their approval by the Board of Directors, focusing on:
 - Major judgmental areas;
 - Significant adjustments resulting from the audit;
 - Going concern assumption;
 - Any changes in accounting policies and practices;
 - Compliance with applicable accounting standards;
 - Compliance with listing regulations and other statutory and regulatory requirements; and
 - Significant related party transactions.
- c) Review of preliminary announcements of results prior to publication;
- d) Facilitating the external audit and discussion with external auditors of major observations arising from interim and final audits and any matter that the auditors may wish to highlight (in the absence of management, where necessary);
- e) Review of management letter issued by external auditors and management's response thereto;
- f) Ensuring coordination between the Internal and external auditors of the listed company;
- g) Review of the scope and extent of internal audit, audit plan, reporting framework and procedures and ensuring that the internal audit function has adequate resources and is appropriately placed within the listed company;
- h) Consideration of major findings of internal investigations of activities characterized by fraud, corruption and abuse of power and management's response thereto;
- i) Ascertaining that the internal control systems including financial and operational controls, accounting systems for timely and appropriate recording of purchases and sales, receipts and payments, assets and liabilities and the reporting structure are adequate and effective;
- j) Review of the listed company's statement on internal control systems prior to endorsement by the board of directors and internal audit reports;
- k) Instituting special projects, value for money studies or other investigations on any matter specified by the board of directors, in consultation with the Chief Executive Officer and to consider remittance of any matter to the external auditors or to any other external body;

- l) Determination of compliance with relevant statutory requirements;
- m) Monitoring compliance with the regulations and identification of significant violations thereof;
- n) Review of arrangement for staff and management to report to audit committee in confidence, concerns, if any, about actual or potential improprieties in financial and other matters and recommended instituting remedial and mitigating measures;
- o) Recommend to the board of directors the appointment of external auditors, their removal, audit fees, the provision of any service permissible to be rendered to the listed company by the external auditors in addition to audit of its financial statements. The board of directors shall give due consideration to the recommendations of the audit committee and where it acts otherwise and shall record the reasons thereof;
- p) Consideration of any other issue or matter as may be assigned by the board of directors.

HUMAN RESOURCE AND REMUNERATION COMMITTEE

Membership & Composition of HR&RC

The HR&RC Committee shall comprise a Chairman and at least two other members, (who should preferably be non-executive Directors) and the CEO. A quorum shall be two members. The Head of HR shall be the Secretary of the Committee.

Frequency of Meetings

The Committee shall meet at least once in a financial year or whenever the Chairman of the Committee deems it necessary.

Attendance at the Meetings

Other than members, the attendance of non-members shall be by invitation only.

Authority

The Committee is authorized by the Board to seek any information it requires from any employee of the Company in order to perform its duties.

In connection with its duties, the Committee is authorized by the Board at the Committee's sole discretion to obtain independent professional advice and expertise if it considers this necessary.

Scope of the Committee

The Committee shall be at the policy making level. It shall not infringe on the Management function. It shall play an advisory role and shall make recommendations to the full Board for approval.

Duties

- a) The Committee shall systematically review major HR policies with the view to update and/or align them with best practices based on principles of equity, merit, transparency, efficiency and affordability. The Committee shall also encourage development of new policies to help attract, retain, develop and motivate quality personnel and to assist in helping the company meet its corporate and business objectives. Areas of review could cover Recruitment, Performance Management Systems, Compensation, Training and Development, Succession Planning, Job Evaluation, Manpower Planning, Organization Structure, etc.
- b) Articulate and maintain a Compensation Philosophy and strategy for the Company. Ensure compensation and benefit levels are maintained at the desired alignment with competition and are consistent with the Company's adopted philosophy. Undertake an annual review and recommend overall budgetary recommendations for salary increments and other pay adjustments.
- c) The Committee shall periodically assess the dynamics and corporate culture and recommend 'change management' programs to enhance the company's performance. These could include periodic employee surveys, dialogue groups, etc. to bring about the desired culture change.

- d) The Committee may review appraisals, development plans and compensation of the CEO's direct reports.
- e) The Committee may undertake CEO's performance appraisal and make salary recommendations including perks and other benefits.
- f) Where Human Resource and Remuneration consultants are appointed, the Committee shall ask the consultant to disclose their credentials to the Committee and as to whether they have any other connection with the company.

EXECUTIVE RISK MANAGEMENT COMMITTEE

The Executive Risk Management is a Committee of the Board established to assist the Board in evaluating significant matters arising from the core business of fund management, affiliated business operations, and strategic decision-making undertaken by the Company.

The committee is structured to observe the functions and matters pertaining to Risk Management and Executive Management, as given below:

- a) The Committee's Risk Management function will assist the Board in identifying, assessing, quantifying, managing and mitigating the risks arising from the core business functions and operations of the Company; and
- b) The Executive Management function will assist in developing and formulating the strategic decision, plans, corporate policies, and annual budgets consistent with the Company's Vision, Mission and Long-term goals.

Membership

The Committee shall consist of at least three members of the Board, including the Chief Executive Officer. The Chair of the Committee shall be any member appointed by the Board (excluding the CEO). Secretary of the Committee may be a member of the management (Company Secretary/ Risk Head/ Chief Strategy Officer) as the Board may occasionally direct.

Frequency of Meetings

The recommended frequency of the meeting shall be four times in a calendar year in conjunction with Board meetings held for the approval of interim and final accounts of AMC and Funds and Annual Budget and Corporate Business Strategy.

Any other specific agenda item falling in the scope of the Committee may be addressed through additional meetings as and when required in consultation with the Chair of the Committee.

Notice of Meetings

Meetings of the Committee shall be convened by the Secretary at the request of any of its members. Unless otherwise agreed, a notice of each meeting confirming the venue, time and date of the meeting, together with an agenda of items to be discussed, shall be forwarded to each member of the Committee at least seven days before the committee date. The agenda shall be circulated with relevant supporting papers to the Committee members and other attendees as appropriate.

Duties and Responsibilities of the Committee

- a) The Board has established the Committee to bring in line the role of the management for the development of risk management culture and program. The duties and responsibilities pertaining to the Risk Management areas include the followings:
- Review the strategic direction, objectives, and effectiveness of the management's risk management policies, procedures, and systems to mitigate and control the risks of the Company emanating from both the Management Company (JSIL) and Funds under its Management;
 - The Committee shall review any act of intended or deliberate deviant behavior by the employees of the Company with the defined policies, procedures, practices and from the applicable laws if escalated by the management;
 - The Committee shall review the significant events (e.g., regulatory violations) as reported by the management that may potentially give rise to reputational risk issues, penalties, show cause notices; and
 - The Committee shall review the affairs/matters of operational risks annually, covering the financial soundness, stability and creditworthiness of JSIL and report significant events/matters to the Board.
- b) The duties and responsibilities of Executive Management areas shall include the followings:
- Review any significant plan for expansion or projects related to JSIL's ongoing activities (for example, joint ventures, significant business opportunities, mergers, acquisitions, asset sales or purchases) and report on such matters to the Board for examination/consideration;
 - Monitor performance subsequently, on a periodic basis, in connection with such business plans or transactions or projects;
 - Review the annual business plan and budget of JSIL and recommend its decision for the Board's approval. The Committee will also review and approve interim budgetary proposals if required.
 - Review the Company's capital expenditures and annual budget, human resources budget and annual branch expansion plan and recommend its proposal to the Board for approval.
 - Review and recommend to the Board of Directors for its approval any changes in the Organizational Structure/creation of a new department.
 - Overseeing significant legal cases of the Company and the Funds under its management. Accordingly, the Board will require tile management to act per the Committee's and the Board's Guidance.
 - Review and discuss the Company's capital structure and financing activities and, if required, may recommend its decision to the Board for approval.
 - The Committee may also make any recommendations to the Board it deems appropriate on any area where action or improvement is needed.

HUMAN RESOURCE MANAGEMENT

At JS Investments Limited (JSIL), we place strong emphasis on effective human resource management practices aimed at enhancing employee performance, engagement, and professional growth. Our HR strategy focuses on leadership development, talent management, and fostering a collaborative work environment that supports the achievement of corporate goals. Our team's dedication and alignment with the Company's vision have been instrumental in consistently meeting performance targets.

Organizational Development and Diversity

We are committed to creating an adaptive and innovative organizational culture that responds to technological advancements, globalization, and market dynamics. Our policies promote inclusivity, diversity, and open communication, ensuring a positive, respectful, and collaborative work environment. JSIL actively upholds equal opportunity principles, promoting merit-based hiring and career advancement regardless of gender, race, religion, or background.

Merit-Based Recruitment and Performance Management

All recruitment at JSIL is based strictly on merit, ensuring that roles are filled by the most qualified candidates. We have implemented a structured, performance-based appraisal system where employee assessments are conducted periodically. This system rewards effectiveness, efficiency, and contributions to the Company's success, fostering motivation and continuous improvement.

Employee Development and Engagement

JSIL is committed to continuous learning and career progression for employees at all levels. We offer targeted training programs, mentoring, and coaching to bridge skills gaps and prepare employees for leadership roles. Succession planning remains a key focus, ensuring leadership continuity and talent readiness across the organization. Regular employee engagement initiatives, including feedback forums and town hall meetings, encourage collaboration and innovation.

Health, Safety, and Well-being

We prioritize the health, safety, and overall well-being of our employees. Comprehensive health insurance coverage is provided through leading insurance providers, and initiatives promoting work-life balance and employee wellness are integrated into our HR framework.

Embracing Diversity and Inclusion

JSIL continues to champion gender diversity and cultural inclusion. We are dedicated to building a pluralistic workplace where diverse perspectives are valued, and measurable diversity goals are actively pursued.

MANAGEMENT TEAM

CELEBRATING
30
YEARS

5 3 1 7 8

6 2 4 9



1 **Ms. Iffat Zehra Mankani**
Chief Executive Officer

2 **Ms. Samina Faisal**
Country Head
Business Development

3 **Syed Hussain Haider**
Chief Investment Officer

7 **Syed Muhammad Anwar**
Head of Information
Technology

8 **Mr. Abdul Basit Siddiqui**
Head of Wealth
Management

9 **Syed Maaz Ali Shah**
Head of HR & Administration

4 **Mr. Muhammad Khawar Iqbal**
Chief Operating Officer
& Company Secretary

5 **Mr. Raheel Rehman**
Chief Financial Officer

6 **Mr. Malik Zafar Javaid**
Chief Compliance
& Risk Officer

MANAGEMENT PROFILE

Ms. Iffat Zehra Mankani Chief Executive Officer

Ms. Iffat Mankani is the Chief Executive Officer of JS Investments Limited, bringing over 20 years of expertise across premier asset management and financial institutions in Pakistan and Canada. Since rejoining JS Investments in 2021, she has led a transformative period of growth, restoring the company's profitability and revitalizing its market position. Her extensive expertise in asset management, strategic brand positioning, and financial scrutiny has strengthened JS Investments' growth trajectory and fortified its market presence.

Throughout her career, Ms Mankani has held key roles, including Chief Investment Officer at JSIL and BMA Asset Management, where she introduced pioneering products like Pakistan's first asset allocation fund, capital-protected fund, and index fund. Known for her strategic acumen and analytical insight, Ms Mankani has been instrumental in establishing a disciplined asset and risk allocation framework, driving consistent top-quartile fund performance at various firms during her career.

Her international experience includes significant contributions in firms in Canada with PwC's Deals Advisory team and risk management positions at Bank of Montreal and CIBC, where she excelled in financial instrument valuations, regulatory oversight, and managing risk across equity, fixed income, and structured products.

Ms Mankani holds a Master of Finance from the Rotman School of Management, University of Toronto, and an MBA from the Institute of Business Administration, Karachi.

Other Directorships:

BankIslami Pakistan Limited
Mutual Funds Association of Pakistan

Ms. Samina Faisal Country Head | Business Development

Ms. Samina brings with her an extensive background of over 30 years in treasury, institutional and corporate sales, as well as wealth management. Before joining JSIL, she successfully managed her consulting firm, Litmus Consulting, showcasing her entrepreneurial skill.

Ms. Samina not only served in various capacities in international banks, including Standard Chartered, Societe Generale Bank, and Citibank, but also contributed to the growth of corporates and financial institutions in Pakistan through technical training.

Her academic achievements include a Master's degree from the Institute of Business Administration (IBA) in Karachi, underscoring her commitment to continuous learning and professional development. Ms. Samina's wealth of experience and diverse skill set position her as a valuable asset to JS Investments.

3 Syed Hussain Haider
Chief Investment Officer

Hussain possesses two decades of global experience in investment management, equity advisory & private banking for clients spread across three continents. Having worked across financial markets, private & public sector institutions and family offices in both buy & sell-side roles, he is adept at delivering the best thinking and actionable portfolio allocation ideas for a diverse set of clients.

Although Hussain assumed his responsibilities as CIO in February 2022, he has been associated with JS Investments in the past and was part of the team that spearheaded the launch of new products such as capital protected, asset allocation and index funds. During this time, he was managing some of the top performing funds. He was also an integral member of the team when the company went public in 2007. Moreover, while in Canada, he worked in private wealth management at Raymond James and Canadian Imperial Bank of Commerce (CIBC) focusing on operational and strategy engagements across wealth channels. In that, he worked alongside senior financial planners advising global clients on investment plans covering equities, mutual funds, segregated funds & fixed income products of renowned North American Investment Managers like BlackRock, Fidelity & State Street, to name a few.

More recently, he was associated with JS Global Capital as their Chief Strategist & won various CFA Excellence Awards for the firm and was voted as Pakistan's Best Economist & Strategist in the AsiaMoney Broker Polls, 2020. An IBA graduate, a CFA Charterholder & a CIPM Certificant, Hussain has also served as Director & Chair, Public Awareness on the Board of a local CFA Society in Canada.

4 Mr. Muhammad Khawar Iqbal
Chief Operating Officer & Company Secretary

Mr. Khawar Iqbal is a seasoned professional with over 30 years of experience, distinguished by his unwavering commitment to driving operational excellence, enhancing efficiencies, and optimizing business processes. His career reflects a track record of leadership in finance, operations, and corporate governance, contributing to the sustained growth and success of organizations.

He joined JS Investments Limited (JSIL) in 2005 as Finance Manager, where his expertise and dedication led to his appointment as Chief Financial Officer (CFO), a role he held from 2012 to 2019. His leadership in financial management played a pivotal role in strengthening the company's financial framework.

Currently, Mr. Iqbal serves as Chief Operating Officer (COO) and Company Secretary, where he is responsible for designing and implementing business operations, formulating policies aligned with the company's vision and culture, and overseeing key operational functions. In addition to managing corporate governance and regulatory compliance, he plays a critical role in ensuring seamless coordination across multiple organizational departments. His dual responsibilities highlight his strategic foresight and integral contribution to JSIL's continued success.

Committed to professional development, Mr. Iqbal has completed the Directors' Training Program (DTP) from the Institute of Chartered Accountants of Pakistan (ICAP). This certification underscores his dedication to corporate governance, industry best practices, and regulatory excellence.

5 Mr. Raheel Rehman
Chief Financial Officer

Mr. Rehman is an Associate Member (ACA) of the Institute of Chartered Accountants of Pakistan (ICAP) and holds the Certified Internal Controls Auditor (CICA) designation from the Institute of Internal Controls (IIC). With over 15 years of diverse experience, he possesses expertise in Finance, Corporate Compliance, Anti-Money Laundering (AML), Countering the Financing of Terrorism (CFT), Internal Audit, and Assurance.

Before joining JSIL, Mr. Rehman served as the Chief Financial Officer and Head of Anti-Money Laundering at ICAP. In this role, he played a pivotal part in Pakistan's engagement with the Financial Action Task Force (FATF) / Asia Pacific Group (APG), contributing significantly to the successful removal of Pakistan from the FATF Grey List.

Prior to this, he held the position of Senior Vice President – Head of Compliance at NBP Fund Management Limited. Earlier in his career, Mr. Rehman gained valuable experience at A.F. Ferguson & Co. Chartered Accountants and Grant Thornton Anjum Rahman, Chartered Accountants, holding various capacities.

His diverse background and substantial contributions underscore his strategic role in financial management, compliance, and adept navigation of international regulatory landscapes. Additionally, Mr. Rehman's commitment to professional development is evident through his completion of certification under the Directors' Training Program (DTP) from ICAP, emphasizing his dedication to staying current with industry standards.

6 Mr. Malik Zafar Javaid
Chief Compliance & Risk Officer

Mr. Malik Zafar Javaid boasts over three decades of experience in capital market operations, corporate laws/regulations, and business management. With expertise in handling operational, enterprise, governance, and investment risks, he excels in ensuring compliance with regulatory requirements.

Since 2006, he has been an integral part of JSIL's team, contributing significantly to areas such as risk management, compliance enforcement, capital market operations, and the implementation of digital solutions for customer onboarding, KYC/AML systems, payment solutions, and back-office operations, leading to enhanced control and efficiency.

His expertise extends to:

- Fostering robust governance frameworks
- Elevating customer experiences
- Transformation to digitalization
- Establishing policies and standard operating procedures
- Creating risk policies
- Implementing standard operating procedures to fortify risk governance

He played a pivotal role in the launch of innovative products, including (a) Asset allocation funds, (b) Capital-protected funds, (c) Index-tracking funds, (d) CPPI plans, (e) Systematic periodic withdrawals, (f) Voluntary pension schemes and (g) Monthly income payment plans tailored as retirement solutions.

 **Syed Muhammad Anwar**
Head of Information Technology

Mr. Anwar brings to the table a career spanning over two decades in both domestic and international settings, specializing in (a) Infrastructure management, (b) ERP implementation, (c) Data Centre operations, (d) Disaster Recovery (DR) and (e) Project Management.

Particularly within the insurance sector, he is widely acknowledged in the Information Technology field. He has effectively overseen the execution of numerous significant projects across diverse organizations.

Before becoming a part of JS Investments, he held various managerial roles in distinguished organizations, amassing an impressive track record of success. His educational background includes the completion of an MBA from Hamdard University, Karachi, and the acquisition of a Bachelor's degree in Computer Science from Al-Khair University, Karachi.

In his previous positions, he served as the Head of Information Technology at Dawood Family Takaful, leading teams responsible for (a) ERP & CRM Implementation, (b) Online Digital Payment Systems and (c) Portal development and integration. He also assumed the role of Chief Information Security Officer in the same capacity.

His career history also includes serving as (a) Senior Manager Information Technology & Systems at Pak Qatar Takaful, (b) Project Manager at Millennium Software (supervising multiple projects in Pakistan), (c) Business Analyst at PICIC Insurance Limited and (d) Oracle Programmer/Analyst at International General Insurance Limited.

 **Mr. Abdul Basit Siddiqui**
Head of Wealth Management

Mr. Abdul Basit Siddiqui brings over two decades of diverse experience in the banking and financial sector, with expertise spanning retail banking, consumer banking, wealth management, private banking, consumer assets, Islamic banking, and emerging markets. He has held senior roles at renowned institutions such as Standard Chartered Bank, Samba Bank, Al Baraka Bank, Silk Bank, and JS bank.

Throughout his career, Mr. Siddiqui has consistently demonstrated a strong ability to deliver impactful results, notably opening retail banking branches at banks, leading the launch of the Private Banking proposition at JS bank and the Digital Wealth Center Model at JS Investments in major cities, driving significant deposits and surpassing profitability targets. He also pioneered innovative products like the Separately Managed Accounts Portfolio and played a pivotal role in transforming the brand image of JS Investments through strategic digital and marketing initiatives, including the development of cutting-edge digital products such as the Digital SMA and the WhatsApp bot.

His extensive experience includes his valuable contributions towards mergers and acquisitions resulting in successful integrations of Standard Chartered Bank & Union Bank, Samba Bank & Crescent Bank, and Al Baraka Bank (formerly Burj Islamic Bank) & Dawood Islamic Bank. Renowned for his exceptional interpersonal and communication skills, Mr. Siddiqui excels at building strong relationships and collaborating effectively with stakeholders at all levels. His deep proficiency in numerical analysis, banking software, and regulatory frameworks has consistently contributed to his recognition as a top performer and a seasoned professional, surpassing expectations and leaving a lasting impact on the industry.

 **Syed Maaz Ali Shah**
Head of HR & Administration

Syed Maaz Ali Shah comes with over 15 years of rich experience across various sectors in Pakistan, MNC's and local sectors like Pharma, Consumer Goods, Food & Beverages and IT industry. He holds a Master's degree in Human Resources Management from University of Karachi, with a first-division distinction and a certification in Industrial Relations and Labour Laws of Pakistan.

Maaz has held significant leadership roles in renowned organizations such as Kachelo Group, where he served as Head of Human Resources and Ontex Pakistan, where he led Pakistan HR operations. His expertise spans a wide range of HR functions, including talent acquisition, employee relations, performance management, employee engagement, and the implementation of advanced HR systems like SAP HR and HRSI.

Throughout his career, Maaz has successfully aligned HR strategies with business objectives, driven continuous improvement initiatives, and ensured compliance with industry regulations. His contributions have been instrumental in transforming organizational cultures and enhancing workforce productivity. Maaz is highly regarded for his strong communication skills and his ability to perform effectively under pressure, having earned distinctions such as "Best HR Employee of the Year" Ontex Global.

MANAGEMENT COMMITTEES

As part of its governance structure, JS Investments Limited has constituted key management committees to ensure effective oversight, strategic alignment, and operational excellence across critical business functions.

Management Committee (ManCom)

The Management Committee (ManCom) is a senior executive forum that facilitates cross-functional coordination, operational oversight, and execution of key strategic initiatives. It comprises heads of all major departments and serves as the central body for discussing internal matters, reviewing business performance, and implementing policies approved by the Board. ManCom ensures effective communication, agility in decision-making, and alignment between day-to-day operations and the Company's long-term vision.

IT Steering Committee

The IT Steering Committee (ITSC) plays a strategic role in overseeing the Company's technology direction and ensuring alignment with business objectives. It is responsible for evaluating and prioritizing IT initiatives, monitoring system performance, and ensuring robust cybersecurity and data governance frameworks. The committee also oversees digital transformation projects, including enhancements to core infrastructure, automation of internal processes, and improvements in investor-facing platforms to ensure operational efficiency and digital resilience.

Anti-Money Laundering (AML) Committee

The AML Committee is entrusted with the oversight and implementation of the Company's Anti-Money Laundering and Countering the Financing of Terrorism (AML/CFT) framework. It ensures compliance with applicable SECP regulations and internal AML policies by monitoring client onboarding processes, transaction reviews, and staff training. The committee also evaluates risk assessments, suspicious transaction reports (STRs), and updates to AML procedures in line with evolving regulatory expectations and global best practices.

Investment Committee

The Investment Committee is responsible for reviewing and approving investment strategies, asset allocations, and risk management measures for the mutual funds and portfolios managed by the Company. Comprising senior professionals from fund management, the committee ensures alignment with investor mandates, regulatory limits, and internal investment policies. It regularly monitors fund performance, market trends, and economic developments to support prudent decision-making and optimal returns.



CHAIRMAN'S REVIEW

As we reflect on 2024, I am pleased to share that JS Investments Limited (JSIL) has successfully navigated an evolving financial landscape with resilience, agility, and strategic foresight. Despite a challenging macroeconomic environment,

JSIL strengthened its market position, reinforced investor confidence, and executed key strategic initiatives, laying the foundation for sustainable long-term growth.

Exceptional Performance & Strategic Growth

JSIL delivered exceptional performance in 2024, highlighted by significant growth in Assets under Management (AUMs), increasing by approximately 47%, underscoring strong investor trust. Our strategic initiatives, coupled with a disciplined investment approach, resulted in a notable expansion of our investor base and enhanced market share. The Company's commitment to innovation and personalized client solutions distinctly differentiated JSIL from its peers. This strong growth reflects the trust of our investors and stakeholders, reinforcing JSIL's reputation as one of Pakistan's fastest-growing asset management companies.

Economic & Market Landscape: Adapting to Dynamic Conditions

The global and domestic economic environment in 2024 was characterized by monetary policy adjustments, shifting investor sentiment, and recalibrated market dynamics. While inflation moderated and interest rates adjusted accordingly, economic recovery remained gradual, demanding a strategic and balanced approach to capital allocation and risk management.

Financial markets experienced periods of volatility followed by resurgence, with renewed confidence evident in both equity and fixed-income segments. The evolving regulatory landscape emphasized robust

governance, compliance, and investor protection measures. JSIL proactively leveraged its deep expertise in equity and fixed-income markets, effectively navigating these complexities and capitalizing on emerging opportunities to sustain long-term value creation.

Strategic Growth & Business Resilience

In recent years, JSIL has strategically enhanced its investment platform, broadened its product offerings, and deepened investor engagement initiatives, ensuring adaptability and resilience. Our strategic direction centers on diversifying investment solutions by expanding asset classes, retirement solutions, and specialized offerings, alongside introducing personalized wealth management solutions. Digital transformation continues to play a pivotal role, with a strengthened digital infrastructure enhancing investor accessibility and operational effectiveness. Furthermore, by reinforcing corporate governance, compliance frameworks, and expanding distribution channels, JSIL has fortified its reputation as a trusted financial partner and expanded its investor outreach. Our disciplined execution, proactive market responsiveness, and anticipation of evolving trends have been pivotal in driving long-term stability and growth.

Strategic Decision – Share Buyback

A notable strategic initiative in 2024 was the Board-approved share buyback program, aimed at enhancing shareholder value and optimizing our capital structure. This decision underscores the Board's commitment to delivering sustained value to investors while ensuring prudent capital management and financial resilience.

Commitment to Governance & Stakeholder Trust

At JSIL, robust corporate governance remains integral to our sustained success. Our Board of Directors continues to play an active role in strategic oversight, risk management, and alignment with global best practices. In an increasingly regulated environment, we remain committed to transparency, ethical leadership, robust risk management, compliance, and sustainable investment practices. Our dedication to excellence in governance was notably recognized by external ratings agencies, including an upgraded rating of AM2++ by PACRA, reinforcing JSIL's reputation in the industry.

Investor Value & Shareholder Returns

Creating long-term value for investors remains our core mission. In 2024, JSIL's key funds outperformed relevant market benchmarks, delivering strong risk-adjusted returns. Our disciplined capital allocation, operational efficiency, and governance practices contributed to financial resilience and sustained profitability. JSIL reported a net after-tax profit of PKR 449 million (EPS: PKR 7.27), a notable increase from the previous year. The decision to reinvest earnings rather than declaring a dividend reflects our long-term growth strategy and commitment to enhancing shareholder value.

Future Outlook: Sustaining Momentum & Innovation

Looking ahead, JSIL is well-positioned to accelerate growth by leveraging our investment expertise, market insights, and technological advancements. Our strategic priorities include broadening investment offerings, promoting financial inclusion, leveraging technology for enhanced investment outcomes, and optimizing operational efficiency. As the economic landscape evolves, JSIL remains committed to strategic adaptability, resilience, and sustained market leadership, empowering investors through innovative, forward-thinking solutions.

Acknowledgments

I extend my heartfelt appreciation to our Board of Directors, investors, and stakeholders for their unwavering trust and partnership. My sincere gratitude also goes to the Securities & Exchange Commission of Pakistan, our Trustees, and regulatory partners for their continued support in fostering a transparent and well-regulated financial environment.

Finally, I commend the JSIL team for their dedication, resilience, and commitment, especially during a challenging macroeconomic context, consistently delivering exceptional outcomes.

Together, we look forward to furthering our growth trajectory, strengthening investor confidence, and shaping the future of investment management in Pakistan.

Suleman Lalani

Chairman

Karachi, February 25, 2025

اظہار تشکر

میں اپنے بورڈ آف ڈائریکٹرز، سرمایہ کاروں اور اسٹیک ہولڈرز کو ان کے غیر متزلزل اعتماد اور شراکت داری پر تہ دل سے شکریہ ادا کرتا ہوں۔ میں سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (SECP)، ہمارے ٹرسٹیوں اور ریگولیٹری پارٹنرز کا بھی تہ دل سے شکریہ ادا کرتا ہوں جنہوں نے شفاف اور منظم مالیاتی ماحول کو فروغ دینے میں ان کی مسلسل مدد کی۔

آخر میں، میں جے ایس آئی ایل ٹیم کو ان کی لگن، استقامت اور عزم کے لئے سراہتا ہوں، خاص طور پر ایک چیلنجنگ میکرو اکنامک سیاق و سباق کے دوران، مستقل طور پر غیر معمولی نتائج فراہم کرتے ہیں۔

ہم مل کر اپنی ترقی کی راہ کو آگے بڑھانے، سرمایہ کاروں کے اعتماد کو مضبوط بنانے اور پاکستان میں سرمایہ کاری کے انتظام کے مستقبل کو تشکیل دینے کے خواہاں ہیں۔

سلیمان لالانی

چیئر مین

کراچی، 25 فروری 2025

بڑھاتا ہے۔ مزید برآں، کارپوریٹ گورننس، تعمیل کے فریم ورک اور ڈسٹری بیوشن چینلز کو وسعت دے کر بے ایس آئی ایل نے ایک قابل اعتماد مالیاتی پارٹنر کے طور پر اپنی ساکھ کو مضبوط کیا ہے اور سرمایہ کاروں تک رسائی کو بڑھایا ہے۔

ہمارے نظم و ضبط پر عملدرآمد، فعال مارکیٹ ردعمل، اور ابھرتے ہوئے رجحانات کی توقع طویل مدتی استحکام اور ترقی کو چلانے میں اہم رہی ہے۔

اسٹریٹجک فیصلہ - حصص کی واپس خرید

2024 میں ایک قابل ذکر اسٹریٹجک اقدام بورڈ سے منظور شدہ حصص کی خریداری کا پروگرام تھا، جس کا مقصد شیئر ہولڈر کی قدر کو بڑھانا اور ہمارے سرمائے کے ڈھانچے کو بہتر بنانا تھا۔ یہ فیصلہ سرمایہ کاروں کو پائیدار قدر فراہم کرنے کے بورڈ کے عزم کی عکاسی کرتا ہے جبکہ دانشمندانہ سرمائے کے انتظام اور مالی چلک کو یقینی بناتا ہے۔

گورننس اور اسٹیک ہولڈرز ٹرسٹ سے وابستگی

بے ایس آئی ایل میں مضبوط کارپوریٹ گورننس ہماری مستقل کامیابی کا لازمی جزو ہے۔ ہمارے بورڈ آف ڈائریکٹرز اسٹریٹجک نگرانی، رسک مینجمنٹ اور عالمی بہترین طریقوں کے ساتھ صف بندی میں فعال کردار ادا کرنا جاری رکھے ہوئے ہے۔ تیزی سے منظم ماحول میں، ہم شفافیت، اخلاقی قیادت، مضبوط خطرے کے انتظام، تعمیل، اور پائیدار سرمایہ کاری کے طریقوں کے لئے پُر عزم ہیں۔ گورننس میں بہترین کارکردگی کے لئے ہماری لگن کو بیرونی ریٹنگ ایجنسیوں نے نمایاں طور پر تسلیم کیا، جس میں PACRA کے ذریعہ AM2++ کی اپ گریڈ ریٹنگ بھی شامل ہے، جس سے صنعت میں بے ایس آئی ایل کی ساکھ کو تقویت ملی ہے۔

سرمایہ کاروں کی قدر اور شیئر ہولڈر منافع

سرمایہ کاروں کے لئے طویل مدتی قدر پیدا کرنا ہمارا بنیادی مشن ہے۔ سال 2024 میں بے ایس آئی ایل کے اہم فنڈز نے مارکیٹ کے متعلقہ بیچ مارکس سے بہتر کارکردگی کا مظاہرہ کرتے ہوئے مضبوط رسک ایڈجسٹڈ منافع فراہم کیا۔ ہمارے نظم و ضبط کے ساتھ سرمائے کی تقسیم، آپریشنل کارکردگی، اور گورننس کے طریقوں نے مالی چلک اور پائیدار منافع میں حصہ لیا۔ بے ایس آئی ایل نے 449 ملین پاکستانی روپے (آمدنی فی حصص: 7.27 روپے) کا خالص بعد از ٹیکس منافع حاصل کیا، جو پچھلے سال کے مقابلے میں قابل ذکر اضافہ ہے۔ منافع کا اعلان کرنے کے بجائے آمدنی میں دوبارہ سرمایہ کاری کرنے کا فیصلہ ہماری طویل مدتی ترقی کی حکمت عملی اور شیئر ہولڈر کی قدر کو بڑھانے کے عزم کی عکاسی کرتا ہے۔

مستقبل کا نقطہ نظر: پائیدار رفتار اور جدت طرازی

مستقبل کو دیکھتے ہوئے، بے ایس آئی ایل ہماری سرمایہ کاری کی مہارت، مارکیٹ کی بصیرت اور تکنیکی ترقی سے فائدہ اٹھاتے ہوئے ترقی کو تیز کرنے کے لئے اچھی پوزیشن میں ہے۔ ہماری حکمت عملی کی ترجیحات میں سرمایہ کاری کی پیش کشوں کو وسعت دینا، مالی شمولیت کو فروغ دینا، سرمایہ کاری کے بہتر نتائج کے لئے ٹیکنالوجی سے فائدہ اٹھانا اور آپریشنل کارکردگی کو بہتر بنانا شامل ہے۔ جوں جوں معاشی منظر نامہ ترقی کرتا ہے، بے ایس آئی ایل ترقیاتی مطابقت پذیری، چلک اور پائیدار مارکیٹ قیادت کے لئے پُر عزم ہے، جو جدت طرازی، آگے کی سوچ کے حل کے ذریعے سرمایہ کاروں کو بااختیار بناتا ہے۔

چیسٹر مین کا جائزہ

جیسا کہ ہم 2024 پر غور کرتے ہیں، مجھے یہ بتاتے ہوئے خوشی ہو رہی ہے کہ جے ایس انویسٹمنٹ لمیٹڈ (جے ایس آئی ایل) نے استقامت، تیز رفتاری اور حکمت عملی کی دورانہ پیشی کے ساتھ ایک ابھرتے ہوئے مالیاتی منظر نامے کو کامیابی سے آگے بڑھایا ہے۔ ایک چیلنجنگ میکرو اکنامک ماحول کے باوجود، جے ایس آئی ایل نے اپنی مارکیٹ پوزیشن کو مستحکم کیا، سرمایہ کاروں کے اعتماد کو بحال کیا، اور کلیدی حکمت عملی کی اقدامات کو عملی جامہ پہناتے ہوئے پائیدار طویل مدتی ترقی کی بنیاد رکھی۔

غیر معمولی کارکردگی اور اسٹریٹجک نمو

جے ایس آئی ایل نے 2024 میں غیر معمولی کارکردگی کا مظاہرہ کیا، جس میں انتظامیہ کے زیر نگرانی اثاثہ جات (اے یو ایم) میں نمایاں اضافہ ہوا، جس میں تقریباً 47 فیصد اضافہ ہوا، جس سے سرمایہ کاروں کے مضبوط اعتماد کی نشاندہی ہوتی ہے۔ ہماری حکمت عملی کی اقدامات اور ایک منظم سرمایہ کاری نقطہ نظر کے نتیجے میں ہمارے سرمایہ کاروں کی بنیاد میں قابل ذکر توسیع ہوئی اور مارکیٹ شیئر میں اضافہ ہوا۔ کمپنی کی جدت اور کلائنٹ کے لیے حسب ضرورت حل کے لئے پُر عزم ہونے نے جے ایس آئی ایل کو اپنے ہم مرتبہ اداروں سے واضح طور پر ممتاز کیا۔ یہ مضبوط ترقی ہمارے سرمایہ کاروں اور اسٹیک ہولڈرز کے اعتماد کی عکاسی کرتی ہے، جس سے جے ایس آئی ایل کو تقویت ملتی ہے۔

اقتصادی اور مارکیٹ کا منظر نامہ: متحرک حالات کے مطابق ڈھلنا

2024 میں عالمی اور گھریلو معاشی ماحول میں مانیٹری پالیسی ایڈجسٹمنٹ، سرمایہ کاروں کے جذبات میں تبدیلی اور مارکیٹ کی حرکیات کو دوبارہ ترتیب دیا گیا تھا۔ اگرچہ افراط زر میں کمی آئی اور شرح سود کو اس کے مطابق ایڈجسٹ کیا گیا، لیکن معاشی بحالی آہستہ آہستہ برقرار رہی، جس میں سرمائے کی تقسیم اور رسک منجمنٹ کے لئے حکمت عملی اور متوازن نقطہ نظر کی ضرورت تھی۔

مالیاتی مارکیٹوں میں اتار چڑھاؤ کے ادوار کا سامنا کرنا پڑا جس کے بعد بحالی ہوئی، جس میں ایکویٹی اور فکسڈ انکم دونوں شعبوں میں نئے اعتماد کا اظہار ہوا۔ بدلنے والے ریگولیٹری منظر نامے میں مضبوط گورننس، تعمیل اور سرمایہ کاروں کے تحفظ کے اقدامات پر زور دیا گیا۔ جے ایس آئی ایل نے ایکویٹی اور فکسڈ انکم مارکیٹوں میں اپنی گہری مہارت کا بھرپور فائدہ اٹھایا، ان پیچیدگیوں کو مؤثر طریقے سے حل کیا اور طویل مدتی قدر کی تخلیق کو برقرار رکھنے کے لئے ابھرتے ہوئے مواقع سے فائدہ اٹھایا۔

اسٹریٹجک ترقی اور کاروباری پلک

حالیہ برسوں میں، جے ایس آئی ایل نے اپنی سرمایہ کاری پلیٹ فارم کو حکمت عملی کے ساتھ بہتر بنایا ہے، اپنی مصنوعات کی پیشکش کو وسعت دی ہے اور سرمایہ کاروں کی شمولیت کے اقدامات کو مزید مضبوط کیا ہے، تاکہ موافقت اور استحکام کو یقینی بنایا جاسکے۔ ہماری حکمت عملی کا مرکز سرمایہ کاری کے حل کو متنوع بنانا ہے، جس میں اثاثہ جات کی اقسام میں توسیع، ریٹائرمنٹ کے حل، اور مخصوص پیشکشیں شامل ہیں، ساتھ ہی ساتھ ذاتی نوعیت کے ویلٹھ منجمنٹ حل متعارف کرانا بھی شامل ہے۔ ڈیجیٹل تبدیلی ایک اہم کردار ادا کر رہی ہے، ایک مضبوط ڈیجیٹل انفراسٹرکچر کے ساتھ سرمایہ کاروں کی رسائی اور آپریشنل تاثیر کو

CHIEF EXECUTIVE OFFICER'S REVIEW

Dear Shareholders,

As we reflect on the year 2024, it is not just the strength of our financial performance that stands out—it is the journey behind those numbers. A journey defined by bold decisions, deepened trust, strategic focus, and above all, our unwavering belief in the transformative power of investing. At JS Investments Limited (JSIL), 2024 marked a milestone year in our ongoing evolution as one of Pakistan's most dynamic asset managers. It was a year in which we broke records, reached new audiences, launched pioneering solutions, and laid down the groundwork for a future grounded in resilience, innovation, and inclusive growth.

In a landscape shaped by volatility and complexity, we chose clarity of purpose. We pursued growth, not for its own sake, but because it creates opportunity—for our clients, for our teams, and for the economy at large. Our performance in 2024 is a reflection of this mindset. Our Assets Under Management (AUM) rose by an impressive

47%, crossing PKR 128 billion—the highest in our company's history. Profit before tax surged by 92%, powered by higher recurring revenue, product expansion, and continued financial discipline. These are not just metrics; they are indicators of the trust placed in us by our investors and the impact of the disciplined execution of our strategic roadmap.

Delivering Performance with Purpose

JSIL's ability to grow amidst macroeconomic uncertainty and a challenging regulatory environment is a testament to our differentiated approach. In 2024, we delivered sector-leading fund performance across key categories. Our Cash fund, JS Money Market Fund emerged as Pakistan's best-performing fund in its category, setting a new benchmark for yield and liquidity. Similarly, our JS Momentum Factor ETF remained the most liquid and returning ETF on the Pakistan Stock Exchange throughout the year—reflecting investor confidence and market leadership in innovation.

Our microfinance-focused strategy also paid dividends. The JS Microfinance Sector Fund, with its dedicated exposure to A-rated and top-tier microfinance institutions, continued to deliver strong returns while maintaining a prudent risk profile. These fund successes are not isolated; they are rooted in our disciplined investment process, deep research capabilities, and an experienced investment team that remains focused on long-term value creation.

Driving Inclusion and Investor Empowerment

In 2024, we also leaned heavily into our mission of expanding access to capital markets for Pakistan's growing base of emerging investors. Our retail investor franchise saw exponential growth through our digitization initiatives. We launched Pakistan's first Digital Wealth Centres in three key cities—Karachi, Lahore, and Peshawar—offering end-to-end investment services and financial advisory under one roof. These spaces have become not just sales touchpoints but hubs of investor education and empowerment.

We also saw significant traction in our Voluntary Pension Schemes (VPS). Our newly launched digital VPS portal enabled seamless onboarding for both individual and corporate investors, leading to record-level pension contributions. The addition of our JS KPK Pension Funds (both conventional and Islamic) further reinforced our presence in the long-term savings segment. Pension penetration in Pakistan remains low, and we are proud to be at the forefront of reversing that trend.

Innovation in Product Development

Product innovation remained a cornerstone of our strategy. In 2024, we introduced several fixed-term investment plans catering to investor demand for capital protection and predictable returns. These launches were not just market responses—they were backed by investor insights and designed to align with changing savings behaviours. Our focus was not only on innovation for new clients but also on evolving the experience for our existing investor base. We also enhanced the investor experience through better service touchpoints—revamped WhatsApp engagement, clearer reporting, and faster onboarding through digital channels. These efforts led to a measurable improvement in client satisfaction and operational flow.

Operational Strength and Financial Discipline

While we grew our topline, we remained acutely focused on cost discipline and balance sheet strength. Our operational efficiency metrics improved, with our expense-to-AUM ratio reduced by xx bps year-on-year. We also strengthened our internal risk and compliance frameworks, receiving an upgraded AM2++ Management Quality Rating from PACRA.

Governance remained a top priority throughout 2024. Our Board continued to provide strategic guidance, particularly in areas such as digital infrastructure, cyber resilience, and regulatory compliance. This discipline is what allows us to scale sustainably and respond to external challenges with confidence.

A Culture That Powers Our Progress

None of our achievements in 2024 would have been possible without the tireless efforts of our people. Our team's adaptability, professionalism, and integrity form the bedrock of JSIL's performance. I am especially proud of the progress we have made in diversity and inclusion. Today, a growing number of women are not just part of our workforce but are driving key leadership initiatives across investment, compliance, and distribution functions.

We also deepened our engagement with the communities we serve. Through our JS Rise Together initiative, we empowered women across Pakistan to pursue careers in finance. We trained and certified new financial advisors, prepared them for IFMP exams, and offered real-world sales experience, thereby seeding the next generation of financial professionals.

Positioned for the Next Decade

The year 2025 is not just another calendar year—it marks 30 years of JS Investments. A three-decade journey of transformation, trust, and value creation. We enter this milestone year with a renewed vision: to be among the top 5 asset managers in Pakistan by AUM, and the most respected for innovation, investor focus, and ethical practices.

To that end, our roadmap for 2025 and beyond includes:

- Expanding our presence in alternative assets, including REITs and private credit strategies
- Enhancing our wealth management franchise to serve Pakistan's growing affluent class
- Leveraging data and digital tools to personalize investor journeys
- Deepening institutional partnerships and strategic distribution alliances

We are also exploring regional growth avenues and aiming to launch pilot cross-border offerings tailored to Pakistani diaspora communities abroad.

A Word of Thanks

To our investors, thank you for your continued trust. You are at the heart of every decision we make. To our Board of Directors and JS Group sponsors, thank you for your guidance and belief in our vision. And to our employees, thank you for your passion, resilience, and commitment to excellence.

This is just the beginning. We believe the best of JSIL lies ahead. With a strong foundation, a differentiated strategy, and a committed team, we are ready to meet the future with confidence.

Together, we achieve more.

Iffat Z. Mankani
Chief Executive Officer

AUDIT COMMITTEE'S CHAIRPERSON STATEMENT ON COMMITTEE PERFORMANCE

It is with great responsibility and commitment that I present the Audit Committee's Statement for the year ended December 31, 2024.

During the year, the Audit Committee remained steadfast in its mandate to assist the Board of Directors in overseeing the Company's financial reporting processes, internal controls, risk management framework, compliance with applicable laws and regulations, and the performance and independence of both internal and external auditors.

The Committee convened regularly throughout the year, undertaking rigorous reviews of the Company's quarterly, half-yearly, and annual financial statements. In doing so, we ensured adherence to International Financial Reporting Standards, the Companies Act, 2017, and the Listed Companies (Code of Corporate Governance) Regulations, 2019. The financial statements presented a true and fair view of the Company's operational and financial position, a testament to JSIL's dedication to transparency and best practices.

An important aspect of our oversight included the comprehensive evaluation of related party transactions, the maintenance of closed periods to safeguard market integrity, and the enhancement of our internal control environment. I am pleased to report that no material lapses were observed during the year under review, and the statutory and regulatory obligations were duly fulfilled.

The Committee closely collaborated with the Company's External Auditors, KPMG Taseer Hadi & Co. Chartered Accountants, ensuring their continued independence, objectivity, and quality of audit services. We also carried out a structured self-evaluation of the Audit Committee's own effectiveness, identifying areas of strength and opportunities for further enhancement.

Recognizing the importance of an open culture, the Committee reinforced the Company's whistle-blower mechanism, ensuring that all employees and stakeholders are empowered to report concerns in confidence without fear of reprisal. No incidents were reported during the year, reflecting a strong governance environment.

Furthermore, the Committee acknowledges the issuance of an exceptionally comprehensive Annual Report by JS Investments Limited, providing stakeholders with fair, balanced, and understandable disclosures to assess the Company's performance, strategy, governance, and future outlook.

I would like to express my appreciation to my fellow Committee members for their dedication, diligence, and invaluable contributions during the year. I also extend sincere thanks to the Board of Directors, the Chief Executive Officer, the Chief Operating Officer, the Chief Financial Officer, the internal audit team, and the external auditors for their cooperation, transparency, and continued support.

The Audit Committee reaffirms its commitment to maintaining the highest standards of governance, accountability, and stewardship in the service of our shareholders and stakeholders. We look forward to building on these foundations and contributing meaningfully to JSIL's long-term success.

REPORT ON THE AUDIT COMMITTEE

The Board Audit Committee ("the Committee") of JS Investments Limited (JSIL) is constituted in accordance with the applicable provisions of the Listed Companies (Code of Corporate Governance) Regulations, 2019. The Committee comprises three members, two of whom are Non-Executive Directors and one Independent Director, who also serves as the Chairperson.

The composition of the Audit Committee during the year was as follows:

| Name | Status | Role |
|------------------------|------------------------|-------------|
| Ms. Mediha Kamal Afsar | Independent Director | Chairperson |
| Mr. Hasan Shahid | Non-Executive Director | Member |
| Mr. Faisal Anwer | Non-Executive Director | Member |

The Committee collectively possesses significant expertise in economic, financial, governance, and business matters. During the year under review, four meetings of the Committee were held, attended by the Chief Executive Officer, COO/Company Secretary and Chief Financial Officer by invitation. Representatives of the Company's External Auditors also attended two meetings to discuss matters related to accounts and audit findings.

The Committee undertook a comprehensive review of the Company's conduct and operations during the year ended December 31, 2024, and reports the following:

Key Activities and Observations

1. Regulatory Compliance

The Company has fully adhered, without any material departure, to both the mandatory and voluntary provisions of the Pakistan Stock Exchange regulations and the Listed Companies (Code of Corporate Governance) Regulations, 2019, along with maintaining adherence to its Code of Conduct and internationally recognized best governance practices.

2. Statement of Compliance

The Company issued a duly certified "Statement of Compliance" with the Code of Corporate Governance, which was reviewed and validated by the External Auditors.

3. Code of Conduct Dissemination

The Company's Code of Conduct remained effectively disseminated and was made publicly available on its website to reinforce transparency and ethical conduct.

4. Review of Financial Statements

The Committee reviewed quarterly, half-yearly, and annual standalone and consolidated financial statements of the Company and recommended them for approval to the Board. It also reviewed preliminary financial results and internal audit reports prior to publication.

5. Accounting Policies and Standards

The financial statements have been prepared following consistent accounting policies, with any changes appropriately disclosed. Applicable International Financial Reporting Standards (IFRS) were complied with, ensuring a true and fair presentation of the Company's and its subsidiaries' financial position, results of operations, and cash flows on a going concern basis.

6. Judgment and Estimates

The Committee confirmed that accounting estimates were based on reasonable, prudent judgments and that adequate accounting records were maintained in accordance with applicable laws and stakeholder requirements.

7. Compliance with Accounting Framework

The financial statements have been prepared in accordance with IFRS, the Companies Act, 2017, and directives issued thereunder. In the event of any conflict between IFRS and local law, the latter prevails.

8. Endorsement by CEO and CFO

The CEO and CFO endorsed the financial statements and Directors' Report, affirming their responsibility for fair presentation, accuracy, compliance with regulatory standards, and the maintenance of sound internal controls.

9. Related Party Transactions

The Committee reviewed all related party transactions and recommended them for approval by shareholders at the Annual General Meeting, after ratification by the Board of Directors.

10. Closed Period Compliance

The Company effectively enforced closed periods, preventing Directors, Executives, and designated persons from trading Company shares ahead of significant announcements.

11. Governance Compliance

All statutory and regulatory obligations, including best governance practices, were diligently fulfilled during the year.

12. Annual Self-Evaluation

The Committee conducted an annual self-assessment to evaluate its effectiveness in relation to Board structure, strategy, decision-making, internal controls, and risk management.

13. Whistle-Blower Mechanism

The Committee reviewed the whistle-blower mechanism throughout the year. No whistle-blower cases were reported during 2024, and the mechanism remains robust and responsive.

Committee's Approach to Internal Control, Processes, and Disclosure

JS Investments Limited has established and continuously enhanced a strong internal control framework. This framework emphasizes risk identification, criticality assessment, and the implementation of mitigation strategies across all business functions.

The Company's internal controls are overseen by an independent outsourced Internal Audit function, providing an additional layer of independence and objectivity. The Internal Auditors focus on monitoring compliance, inherent risks, and operational efficiencies, while the Company's comprehensive risk management approach is transparently disclosed in the Directors' Report.

Role of Internal Audit and Access to Audit Committee

The independent Internal Audit function is aligned with the Audit Committee's approved charter, ensuring seamless collaboration. The Internal Audit team directly reports to the Chairperson of the Audit Committee, maintaining unfettered access for effective escalation of key matters.

The Audit Committee conducts detailed reviews of quarterly Internal Audit findings and ensures appropriate management actions are undertaken. The Committee's confidential reporting mechanism for employees and management reinforces the culture of openness and accountability. Whenever potential improprieties are identified, remedial measures are promptly instituted.

Coordination between the External Auditors and Internal Auditors is actively encouraged to maintain a robust and compliant financial reporting environment. This collaboration ensures alignment with both regulatory expectations and internal standards.

Reporting of Concerns and Safeguarding Transparency

JS Investments Limited promotes a culture of integrity by encouraging staff and management to confidentially report any concerns regarding financial or operational improprieties. A formal whistle-blowing framework ensures that concerns are treated seriously and anonymously, protecting employees from any retaliation.

Assessment of External Auditor's Effectiveness and Independence

The Company's External Auditors, KPMG Taseer Hadi & Co., successfully completed the statutory audits for the financial statements and Statement of Compliance with the Code of Corporate Governance for the year ended December 31, 2024.

- Their audit findings were independently discussed with the Audit Committee members, ensuring transparency and accountability.
- KPMG Taseer Hadi & Co. exclusively provides audit services, reinforcing auditor independence.
- The External Auditors' relationship with JSIL remains strictly at arm's length, ensuring no conflict of interest.
- Based on performance evaluation, the Committee has recommended their reappointment for the financial year ending December 31, 2025, which will be presented to shareholders for approval at the upcoming Annual General Meeting.

Audit Committee's Assessment of the Annual Report

The Audit Committee believes that the Company's Annual Report for 2024 is fair, balanced, and understandable. It adequately provides all necessary information for shareholders to assess:

- The Company's financial and operational performance,
- Business model and strategy,
- Governance structures,
- Future outlook.

The Annual Report offers an in-depth view of the Company's journey, performance trends, risk factors, and strategic initiatives. Through graphical representations, analyses, ratios, and explanatory notes, the Annual Report empowers shareholders with meaningful insights.

Self-Evaluation of the Audit Committee

The Audit Committee conducted a formal self-evaluation to assess its performance during 2024.

Key findings of the self-assessment included:

- Effective oversight of financial reporting and internal controls,
- High level of collaboration with both internal and external auditors,
- Identification of areas for strengthening the internal audit plan and risk oversight mechanisms.

The introspective evaluation reaffirmed the Committee's commitment to continuous improvement in supporting the Board's oversight responsibilities.

Conclusion

The Audit Committee reaffirms its commitment to promoting a strong governance culture, protecting shareholder interests, and ensuring effective oversight of the Company's financial and risk management practices.

The Committee remains fully aligned with JSIL's strategic vision and will continue to strengthen internal controls, transparency, and corporate governance standards.

DIRECTORS' REPORT TO THE SHAREHOLDERS

"We are pleased to present the Financial Statements of JS Investments Limited (JSIL) for the year ended December 31, 2024."

PRINCIPAL BUSINESS

The Company is a Non-Banking Finance Company (NBFC), licensed under the regulatory framework of the Securities and Exchange Commission of Pakistan (SECP) to operate as an Asset Management Company, Investment Advisor, Pension Fund Manager, Private Equity & Venture Capital Fund Manager, and REIT Management Services Provider.

ANNUAL 2024 ECONOMIC REVIEW

2024 marked a significant phase in Pakistan's economic progression, shifting from short-term corrective measures to more structured, long-term reforms. The smooth progression from the USD 3 billion, 9-month Stand-By Arrangement (SBA) to the USD 7 billion, 37-month Extended Fund Facility (EFF) with the International Monetary Fund (IMF) in July highlighted the government's commitment to reinforcing stabilization. This transition increased confidence by aligning fiscal and monetary policies with broader macroeconomic objectives. Clear prioritization was crucial in driving economic recovery throughout 2024. Inflation, which peaked at 28.3% in January, steadily declined to 4.1% by December, supported by a stable exchange rate and favorable base effects.

Pakistan's economy grew by 2.5% in FY24, reflecting a modest rebound from the previous year's contraction. However, growth decelerated to 0.92% in 1Q-FY25, down from 2.3% a year earlier, underscoring structural challenges and sluggish industrial activity. The Asian Development Bank (ADB) raised its full-year growth forecast to 3.0% from 2.8%, which remains below the official target of 3.6%. Fiscal constraints persisted, with the Federal Board of Revenue (FBR) falling PKR 386 billion short of its IMF-mandated goal in 1H-FY25. As a result, the Federal Government's development spending plunged to PKR 132.9 billion in 1H-FY25, marking a steep 73.7% decline from the previous year.

Addressing external vulnerabilities continued to be a priority, with the government securing a USD 300 million commercial loan in December and Saudi Arabia extending a USD 3 billion debt rollover. These measures helped the State Bank of Pakistan (SBP) foreign exchange reserves to reach USD 11.7 billion by year-end. However, while the trade deficit narrowed, the contraction in imports continued to hinder long-term growth.

As the economy moves into 2025, initiatives such as the Special Investment Facilitation Council (SIFC) are expected to play a central role in attracting foreign direct investment and enhancing economic resilience. The emphasis now shifts to maintaining consistency in policy execution and reinforcing fiscal discipline to sustain the progress achieved in 2024. This will be critical in supporting the ongoing economic recovery and positioning Pakistan favorably under the ongoing IMF programs and broader international financial support.

EQUITY MARKET REVIEW

The year 2024 witnessed a stellar performance by Pakistan's equity markets, underpinned by strong economic signals and improved investor confidence. The benchmark KSE-100 index posted a significant gain of 84.3%, while the KSE-30 Total Return and KMI-30 indices delivered impressive returns of 93.3% and 70.6%, respectively. This remarkable uptrend reflected a combination of factors, including monetary easing, stability in political dynamics, and optimism surrounding macroeconomic indicators. Sectoral performance was equally robust, with Commercial Banks, Fertilizer producers, and Oil & Gas Exploration Companies emerging as the primary drivers of market growth.

Trading activity exhibited a substantial year-on-year upsurge, with volumes surging by approximately 76% to reach an average of 568.8 million shares in 2024, compared to 323.1 million in the prior year. Correspondingly, the value of traded shares escalated by 122% year-on-year, averaging around USD 80.4 million per trading session, signifying heightened market activity and investor participation.

The composition of market participants evolved significantly over the course of the year. Foreign investors began 2024 as net buyers but transitioned to net sellers during the latter half, resulting in cumulative net foreign outflows of USD 117 million for the year. Absorbing this selling pressure, local mutual funds and insurance companies stood out as major net buyers, recording net purchases of USD 187 million and USD 61 million, respectively. In contrast, banks registered substantial net outflows, amounting to USD 70 million among local investors.

Looking ahead, the future direction of the equity market will rely on the timely execution of crucial structural reforms and enhanced efforts to attract Foreign Direct Investment (FDI). Furthermore, achieving macroeconomic stability and bolstering investor confidence through policy consistency will be pivotal. The continuation of monetary easing is anticipated to further drive the re-rating of equity prices. These factors, combined with an improving business environment and effective fiscal management, will be necessary to create a solid foundation for further market appreciation in 2025 and beyond.

MONEY MARKET / FIXED INCOME REVIEW

2024 marked a significant transition in the fixed income landscape, driven by a much-anticipated downward shift in the yield curve across all tenors. This shift was primarily fueled by a sharp decline in inflation, which fell to 4.1% in December 2024, a stark contrast to 29.7% recorded a year earlier. The disinflationary trend, improved macroeconomic indicators, and a relatively stable external sector eased pressure on interest rates. The yield curve has flattened with a slight upward slope, though it remains inverted across the one-year tenor as rates have yet to adjust fully to prevailing market dynamics.

In the secondary market, yields for the 3-month tenor declined by 940 basis points (bps), while the 12-month, 3-year, and 5-year tenors fell 924 bps, 424 bps, and 359 bps, closing at 11.88%, 12.08%, 12.34%, and 12.35%, respectively.

Introducing the new minimum deposit rate (MDR) framework toward the end of the year represents a key step toward reducing disparities between conventional and Islamic banking. This policy shift is expected to intensify competition, compelling banks to offer more attractive deposit rates. Additionally, it will enhance the linkage between deposit rates and short-term yields, as institutions may increasingly seek investment opportunities in primary and secondary markets if deposit returns fail to meet expectations.

Given substantial external financing requirements, including debt repayments and rollovers, Open Market Operations (OMOs) will remain crucial for liquidity management. The net outstanding OMO balance grew 8.5% to PKR 10.9 trillion by year-end, although it declined by PKR 2.1 trillion in the latter half of the year from its peak.

With a 900 bps drop in the policy rate already implemented in 2024, further easing is highly anticipated. The SBP's 5% - 7% long-term inflation target appears achievable. Moreover, with real GDP growth subdued, a 2% real policy rate (policy rate minus inflation) seems appropriate, reinforcing the case for a single-digit policy rate in 2025.

REAL ESTATE REVIEW

In CY2024, the real estate sector faced challenges stemming from multiple tax measures introduced in the federal budget, leading to declining transaction volumes. Despite these pressures, the core fundamentals of the commercial real estate sector remained resilient. Grade-A commercial developments and five-star hotels in Pakistan's tier-1 cities maintained optimal occupancy levels, reflecting sustained demand for prime locations amid broader market adjustments.

Amid the new tax regime, Pakistan's real estate sector offers promising opportunities that, if strategically leveraged, could serve as catalysts for growth. Global commodity prices have largely remained stable, with notable declines in steel prices. Assuming geopolitical stability, these trends are expected to persist, further easing inflationary pressures and helping to contain construction costs.

Pakistan's REIT framework has made significant progress over the years, enhancing regulatory clarity and strengthening stakeholder engagement. With increasing awareness of REIT structures and limited financing options in conventional real estate, REITs have emerged as a preferred investment vehicle for sponsors and investors. The growing demand for REITs in CY2024 is evident from the expansion of the sector, with the number of Non-Banking Financial Company (NBFC) REIT licenses rising to 39 and registered REIT schemes increasing to 19, collectively managing assets exceeding PKR 280 billion. Furthermore, as of December 31, 2024, three REIT schemes are listed with a combined market capitalization of approximately PKR 78 billion. These developments underscore the growing acceptance of REITs as a structured investment platform, improving capital accessibility and fostering greater institutional participation in the real estate sector.

With the right policy interventions, Pakistan can capitalize on its demographic advantage – a large, young workforce – to drive an export-led economy. This, in turn, would stimulate demand across key real estate segments, including residential, industrial, office, retail, and hospitality. If supported by investor-friendly regulations, these segments can become key drivers of employment, economic expansion, and long-term real estate growth.

COMPANY PERFORMANCE REVIEW

JSIL posted a net after-tax profit of PKR 449 million (EPS of PKR 7.27) for the year ended December 31, 2024, compared to a profit of PKR 310 million (EPS of 5.02 PKR) in the same period last year.

The Assets under Management (AUM) (including SMAs & REIT but excluding FoF) have shown significant growth to close at PKR 128.2 billion as of December 31, 2024, compared to PKR 87.2 billion as of December 31, 2023. JSIL's value-focused investment strategy in fixed income has driven strong performance through active management and strategic positioning at optimal market levels. Similarly, our key equity funds have successfully managed market fluctuations in recent years, achieving sustainable returns.

KEY ACHIEVEMENTS DURING THE YEAR

- a) During the year, the management quality rating of the Company upgraded to AM2++, reflecting our strong governance framework, operational excellence, and leadership.
- b) We ended the year with our JS Momentum Factor Exchange Traded Fund delivering the highest returns among stock funds and ranking as the most traded ETF in terms of both volume and value at the Pakistan Stock Exchange (PSX).
- c) Our Money Market Fund led its peers in returns (CYTD and FYTD), reflecting our focus on delivering strong performance and maximizing investor value through prudent management.
- d) We launched our Lahore's first Digital Wealth Centre, pioneering a seamless blend of advanced technology and personalized financial advisory to enhance client experience and engagement.
- e) We introduced digital SMA onboarding, a seamless and integrated process that streamlines the opening of bank, brokerage, and investment accounts through a unified, technology-driven platform.
- f) Our commitment to excellence was recognized through multiple awards, including accolades for our Annual Report and digital retirement product in VPS.
- g) During the year, we achieved the highest enrollment of Pension Fund Accounts in KPK among all Asset Management Companies.

FUTURE OUTLOOK

As Pakistan's asset management industry evolves, JS Investments Limited (JSIL) remains dedicated to strengthening its market presence through strategic growth, innovation, and enhanced investor engagement. With a strong foundation, the Company is focused on expanding its investment offerings, leveraging technology, and deepening its distribution network to drive sustainable long-term growth.

Strengthening Market Position & AUM Growth

- a) With substantial AUM growth achieved in 2024, JSIL is well-positioned to scale further, targeting expansion across mutual funds, Voluntary Pension Schemes (VPS), Separately Managed Accounts (SMAs), and REITs.
- b) Developing multiple REITs is a core strategic initiative, positioning JSIL as a leader in real estate-backed investment solutions.
- c) Expanding distribution partnerships with JS Bank and BankIslami Pakistan Limited (BIPL) will further enhance accessibility, ensuring a seamless investment experience through retail banking and wealth management channels. Corporate treasury mandates and institutional asset gathering will continue to be central to JSIL's growth strategy.

Digital Transformation & Technological Advancements

- a) JSIL is integrating advanced data analytics and quantitative investment models into its asset management framework, enhancing portfolio optimization and risk management.
- b) Expanding digital onboarding for SMAs and enhancing the Digital Wealth Centre are central to improving investor engagement, offering real-time portfolio access, customized advisory solutions, and predictive analytics.
- c) The VPS Portal has established itself as a leading platform for retirement planning, empowering investors with greater autonomy over their pension allocations. Further enhancements will offer more customization, digital advisory tools, and seamless pension management solutions.
- d) Automation and big data analytics continue to be embedded across investment operations, compliance, and risk monitoring, ensuring greater efficiency and agility in decision-making.

Enhancing Governance & Risk Management

- a) As a listed asset management company, JSIL maintains best-in-class corporate governance standards, ensuring compliance with SECP regulations and international asset management frameworks. Transparency, accountability, and regulatory adherence are fundamental to its operations.
- b) JSIL's risk management framework is continuously refined to integrate advanced stress-testing models and scenario analyses, strengthening the company's ability to proactively address market volatility and macroeconomic shifts.
- c) ESG principles are firmly embedded in JSIL's corporate strategy and investment philosophy, reinforcing its role as a responsible fiduciary aligned with global sustainability initiatives.

Product Innovation & Diversification

- a) Upcoming REIT structures, including hybrid, rental, and investment REITs, will provide institutional and retail investors with structured real estate exposure.
- b) ETFs, principal-protected funds, and alternative asset strategies form the cornerstone of JSIL's product expansion strategy, offering investors' greater diversification across structured investments, and hybrid financial products.
- c) VPS expansion remains a priority, with new solutions tailored for corporate pension mandates, defined contribution models, and digital retirement planning.
- d) JSIL continues to develop its Shariah-compliant investment solutions, ensuring accessibility to a broader investor base while maintaining regulatory alignment.
- e) Alternative asset strategies are being expanded, introducing structured funds and hybrid investment solutions designed to optimize risk-adjusted returns.

Strengthening Investor Education & Financial Inclusion

- a) JSIL continues to drive investor education through a structured, multi-channel approach, integrating digital content, financial literacy initiatives, and interactive planning tools. Webinars, instructional videos, and in-person engagements are strategically deployed to enhance investor understanding and participation.
- b) Investment accessibility has been significantly enhanced through seamless onboarding, micro-investment solutions, and a broad distribution network, ensuring a more inclusive investment ecosystem.
- c) Retail investor outreach is further supported by targeted campaigns and digital engagement strategies, equipping investors with the resources necessary for informed decision-making.
- d) We are committed to launching multiple financial empowerment initiatives aimed at enabling diverse segments of society to unlock their full earning potential and achieve greater financial independence.

Economic Outlook & Market Positioning

- a) Pakistan's economic outlook remains favorable for investment growth, with declining inflation, lower interest rates, and a more stable capital market environment supporting increased investor participation.
- b) Equity markets are well-positioned for sustained expansion, benefiting mutual funds and ETFs as economic stability strengthens investor confidence.
- c) Fixed-income markets continue to present attractive opportunities, ensuring stable returns in a lower interest rate environment.
- d) While taxation changes and potential AUM compression present industry-wide challenges, JSIL's product innovation, alternative asset expansion, and institutional investor focus provide resilience against market shifts.

With a track record of consistent growth, a robust pipeline of innovative investment solutions, and a commitment to governance excellence, JSIL remains at the forefront of Pakistan's asset management industry. By focusing on technology-driven investment solutions, diversified asset expansion, and deeper investor engagement, the Company is well-positioned to sustain long-term value creation for investors, shareholders, and the broader financial ecosystem.

ASSET MANAGER

Pakistan Credit Rating Agency Limited (PACRA) has upgraded our Management Company's asset manager rating to 'AM2++' with a 'stable outlook' on November 30, 2024. This rating underscores our dedication to maintaining high-quality management standards, reflecting positively on our operations' overall performance and outlook.

GENDER PAY GAP STATEMENT UNDER CIRCULAR 10 OF 2024

JS Investments Limited is committed to fostering an inclusive and equitable work environment, ensuring fair representation across all levels of the organization. The Company upholds the principle of pay equity, with no significant disparity in compensation between men and women in comparable roles. As of the reporting period, the Company's mean gender pay gap stands at -60%, while the median gender pay gap is 35%

CORPORATE GOVERNANCE AND FINANCIAL REPORTING FRAMEWORK

The Directors are pleased to state as under:

- a) The financial statements, prepared by the management of JSIL present fairly the state of affairs, results of its operations, cash flows, and changes in equity;
- b) Proper books of account have been maintained by JSIL;
- c) Appropriate accounting policies have been consistently applied in the preparation of financial statements and financial estimates are based on reasonable and prudent judgment;
- d) International Financial Reporting Standards (IFRS), as applicable in Pakistan have been followed in the preparation of the financial statements, and any departures there from have been adequately disclosed and explained;

- e) The system of internal controls is sound in design and has been effectively implemented and monitored;
- f) There are no significant doubts about JSIL's ability to continue as a going concern;
- g) There has been no material departure from the best practices of Corporate Governance as contained in Listed Companies (Code of Corporate Governance) Regulations, 2019;
- h) A summary of key financial data of the last six years is given in the Annual Report;
- i) Outstanding taxes, duties, levies, and charges have been fully disclosed in the annexed audited financial statements;
- j) JSIL keeps an effective and efficient internal financial controls system that remains active through consistent innovation and monitoring. The internal audit and compliance functions of JSIL evaluate the financial controls and ensure that there is an effective control environment throughout the company. Based on the evaluation processes, the BoD considers that the existing internal financial control system is adequate and has been effectively implemented;
- k) The Code of Conduct has been disseminated throughout JSIL along with supporting policies and procedures.

BUY BACK OF SHARES

With the approval of its shareholders in the extraordinary general meeting held on October 14, 2024, the Company resolved to buy back its shares to be held as treasury shares. Accordingly, the Company completed the purchase of 126,129 shares on December 20, 2024. In accordance with the Listed Companies (Buyback of Shares) Regulations, 2019, these shares do not carry voting rights or entitlement to dividends.

CORPORATE AFFAIRS

Composition of the Board of Directors

The composition of the Board of Directors is governed by requirements of the Companies Act 2017, Code of Corporate Governance, and other best practices adopted under the Articles of Association of the Company.

JS Investments Limited has a balanced Board; a diverse group of highly qualified professionals having an appropriate mix of core competencies, diversity, requisite skills, knowledge, and experience. This diversity ensures that all relevant perspectives are represented in decision-making.

The board of the Company comprised the following eight (8) directors (including the CEO who is a deemed director) during the year. However, Mr. Atif Salim Malik resigned from the directorship on November 21, 2024:

Female Members

Ms. Iffat Zehra Mankani
Ms. Aisha Fariel Salahuddin
Ms. Mediha Kamal Afsar

Chief Executive Officer
Independent, Non-Executive Director
Independent, Non-Executive Director

Male Members

Mr. Suleman Lalani
Mr. Hasan Shahid
Mr. Mirza M. Sadeed H. Barlas **
Mr. Atif Salim Malik *
Mr. Farooq Ahmed Malik

Chairman, Non-Executive Director
Non-Executive Director
Non-Executive Director
Non-Executive Director
Independent, Non-Executive Director

* Mr. Atif Salim Malik resigned on November 21, 2024 and Mr. Faisal Anwar appointed as Director w.e.f. February 19, 2025

** Mr. Mirza M. Sadeed H. Barlas resigned on January 15, 2025

Independent Directors and justification for their independence

In compliance with Regulation 6 of the Listed Companies (Code of Corporate Governance) Regulations, 2019, the Board of Directors of JS Investments Limited comprises three independent directors.

These independent directors have been appointed from the databank maintained by the Pakistan Institute of Corporate Governance, as required under Section 166 of the Companies Act, 2017.

They meet the independence criteria set out under the applicable laws and regulations, ensuring their ability to exercise independent judgment without any conflict of interest. Their presence strengthens the governance framework of the Company by contributing to objective decision-making and effective oversight.

Casual Vacancy

During the year 2024, the Board, in its meeting held on December 26, 2024, approved the appointment of Mr. Faisal Anwar in place of outgoing director Mr. Atif Salim Malik.

Meetings of the Board of Directors

The Board meets at least once every quarter. During the year, seven meetings of the Board of Directors were held; notices / agendas of each were circulated in advance in a timely manner. Decisions made during the meetings were clearly stated in the minutes of the meetings maintained by the Company Secretary, duly circulated to all directors for endorsement, and were, approved in the subsequent Board meetings.

During the year 2024, all the board meetings were convened in Pakistan.

The attendance of each director for these meetings is as follows

| Name | Meeting Eligibility | Meetings attended |
|-------------------------------|---------------------|-------------------|
| Mr. Suleman Lalani | 7 | 7 |
| Mr. Iffat Zehra Mankani | 7 | 7 |
| Mr. Hasan Shahid | 7 | 7 |
| Mr. Mirza M. Sadeed H. Barlas | 7 | 6 |
| Mr. Atif Salim Malik * | 6 | 6 |
| Ms. Aisha Fariel Salahuddin | 7 | 1 |
| Ms. Mediha Kamal Afsar | 7 | 7 |
| Mr. Farooq Ahmed Malik | 7 | 5 |

* Mr. Atif Salim Malik has resigned from the directorship on November 21, 2024

The leave of absence was granted to the Directors who could not attend the meeting due to their preoccupation.

Board Committees

The Board has delegated certain responsibilities to its Committees. The Committees operate under Board's approved Terms of References (TORs); and are responsible for review of relevant matters and making recommendations to the Board.

Meetings of the Board Audit Committee

As per the requirements of the Code of Corporate Governance, the Board Audit Committee comprises non-executive directors with Chairperson being an Independent Director. During the year, four meetings of the Board Audit Committee were held. The attendance of Directors at the Committee's meetings were as follows:

| Name | Eligibility | Meetings attended |
|--------------------------------------|-------------|-------------------|
| Ms. Mediha Kamal Afsar (Chairperson) | 4 | 4 |
| Mr. Hasan Shahid | 4 | 4 |
| Mr. Mirza M. Sadeed H. Barlas | 4 | 3 |

Against the absence, leave of absence was duly granted by the Committee

Meetings of the Human Resources & Remuneration (HR&R) Committee

The Human Resource & Remuneration Committee is responsible for the formulation and regular review of the Human Resources policies of the Company. It assists the Board in matters dealing with selection, evaluation, and compensation of senior officers including the Chief Executive Officer, Chief Operating Officer, Chief Financial Officer, Company Secretary, and Chief Investment Officer. It also recommends succession planning of these officers.

The committee consists of three members with Chairperson being an Independent Director. During the year, one meeting of the Human Resources & Remuneration (HR&R) Committee was held. The attendance of the Directors at the committee's meeting was as follows:

| Name | Eligibility | Meetings attended |
|---|-------------|-------------------|
| Ms. Aisha Fariel Salahuddin (Chairperson) | 1 | 1 |
| Ms. Iffat Zehra Mankani | 1 | 1 |
| Mr. Suleman Lalani | 1 | 1 |

Meetings of the Executive Risk Management Committee

The Executive Risk Management Committee is chaired by a non-executive director. During the year, three meetings of the Executive Risk Management Committee were held. The attendance of Directors at the meetings was as follows:

| Name | Eligibility | Meetings attended |
|-------------------------|-------------|-------------------|
| Mr. Suleman Lalani | 3 | 3 |
| Ms. Iffat Zehra Mankani | 3 | 3 |
| Mr. Atif Salim Malik* | 3 | 2 |

* Mr. Atif Salim Malik has resigned from the directorship on November 21, 2024

Directors' Training Program

The Company is committed to the continuous professional development of its Board members in accordance with the Code of Corporate Governance. All directors on the Board are certified under the Directors' Training Program, ensuring they possess the necessary knowledge and expertise to uphold high governance standards and contribute effectively to the Company's strategic oversight.

Directors' Remuneration Policy

The Board independently approves the remuneration for its members. In order to comply with the Code of Corporate Governance Regulations, 2019, it is ensured that no director participates in the determination of his own remuneration. Non-executive directors do not receive regular remuneration; instead, they are compensated solely for attending meetings. Non-executive directors, excluding group representatives, receive a meeting fee of Rs. 50,000 for Board meetings and Rs. 25,000 for Sub-committee meetings. For detailed information on the remuneration of Directors and CEO during the year 2024, Note 29.4 of the Financial Statements may be referred to.

Performance Evaluation of the Chairman, Board members, Board Committees and CEO

The Board places significant importance on its performance assessment as a crucial element in ensuring good governance. This assessment serves as a valuable tool for gathering feedback from Directors, offering insights into their perspectives on the current performance of the Board in fulfilling its role and responsibilities. In line with this vision, the Board has engaged M/s. THK Group to conduct an evaluation of the performance of the Chairman, Board members, Board committees, and the CEO.

Disclosure of Interest by Directors

No trades in JSIL shares have been carried out by the Directors, Chief Executive Officer, Chief Financial Officer, Company Secretary, executives, their spouses, and minor children during 2024.

PARENT COMPANY

JS Bank Limited, the holding company of JS Investments Limited, holds 84.56% of the equity.

EARNING PER SHARE

The earning per share (EPS) of JSIL for the year ended December 31, 2024 is Rs. 7.27

PATTERN OF SHAREHOLDING

A statement showing the pattern of shareholding in JSIL and additional information as of December 31, 2024, is annexed to the Annual Report.

RELATED PARTY TRANSACTIONS

Related party transactions are disclosed at Note 30 to the audited financial statements for the year ended December 31, 2024.

DIVIDEND

Since, the Company is in the state of expansion and growth, therefore, the Board of Directors has chosen not to declare a dividend for the year ended December 2024.

EXTERNAL AUDIT

The Board of Directors, on recommendations of the Audit Committee, has proposed the re-appointment of M/s. KPMG Taseer Hadi & Co, Chartered Accountants for the ensuing year ending December 31, 2025.

ACKNOWLEDGMENT

The Directors express their gratitude to Securities and Exchange Commission of Pakistan and the Trustees of Funds for their valuable support, assistance, and guidance. The Board also appreciates the employees of JSIL for their dedication and hard work and the shareholders for their confidence in the management.

On behalf of the Board

Director

Chief Executive Officer

February 25, 2025
Karachi

منافع منقسمہ (ڈیویڈنڈ)

چونکہ کمپنی توسیع اور ترقی کی حالت میں ہے لہذا، بورڈ آف ڈائریکٹرز نے نختمہ سال دسمبر 2024 کے لیے ڈیویڈنڈ کا اعلان نہیں کرنے کا انتخاب کیا۔

بیرونی آڈیٹ

بورڈ آف ڈائریکٹرز نے، آڈٹ کمیٹی کی سفارش پر، میسرز کے پی ایم جی تا شیر ہادی اینڈ کو، چارٹرڈ اکاؤنٹنٹس کی 31 دسمبر 2025 کو ختم ہونے والے سال کے لیے دوبارہ تفری کی تجویز پیش کی۔

اظہار تشکر

ڈائریکٹرز سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (SECP) اور فنڈز کے ڈسٹریبیوٹرز کی مسلسل گراں قدر تعاون، معاونت اور رہنمائی کیلئے اظہار تشکر کرتے ہیں۔ بورڈ لگن اور محنت پر JSIL کے ملازمین اور انتظامیہ پر اعتماد پر شیئرز ہولڈرز کا بھی شکریہ ادا کرتا ہے۔

بورڈ کی طرف سے

چیف ایگزیکٹو آفیسر

ڈائریکٹر

25 فروری 2025

کراچی

ڈائریکٹرز کے تربیتی پروگرام

کمپنی اپنے بورڈ ممبرز کی کوڈ آف کارپوریٹ گورننس کے تقاضوں کے مطابق پیشہ ورانہ ترقی میں گہری دلچسپی رکھتی ہے۔ بورڈ کے تمام ڈائریکٹرز ڈائریکٹرز کے تربیتی پروگرام سے سربٹیکٹ یافتہ ہیں، جو اس بات کو یقینی بناتا ہے کہ ان کے پاس اعلیٰ گورننس معیارات کو برقرار رکھنے اور کمپنی کی اسٹریٹیجک نگرانی میں مؤثر کردار ادا کرنے کے لیے ضروری علم اور مہارت رکھتے ہیں۔

ڈائریکٹرز رییمیریشن

بورڈ اپنے اراکین کے معاوضے کی منظوری آزادانہ طور پر دیتا ہے۔ کوڈ آف کارپوریٹ گورننس ریگولیشنز 2019 کی تعمیل کرنے کے لیے اس بات کو یقینی بنایا جاتا ہے کہ کوئی بھی ڈائریکٹر اپنے رییمیریشن کا تعین کرنے میں حصہ نہ لے۔ نان ایگزیکٹو ڈائریکٹرز کو باقاعدہ رییمیریشن نہیں ملتا، اس کے بجائے، انہیں صرف اجلاسوں میں شرکت کے لیے معاوضہ کی ادائیگی کی جاتی ہے۔ نان ایگزیکٹو ڈائریکٹرز علاوہ گروپ نمائندگان نے بورڈ کے اجلاسوں کے لیے 50,000 روپے اور ذیلی کمیٹی کے اجلاسوں کے لیے 25,000 روپے کی اجلاسی فیس حاصل کی۔ سال 2024 کے دوران ڈائریکٹرز اور CEO کے رییمیریشن کے بارے میں تفصیلی معلومات کے لیے، مالیاتی گوشواروں کے نوٹ نمبر 29.4 کو ملاحظہ کیا جاسکتا ہے۔

چیئر مین، بورڈ ممبران، بورڈ کمیٹیوں اور چیف ایگزیکٹو آفیسر (CEO) کی کارکردگی کی جانچ

بورڈ گورننس کو یقینی بنانے میں اپنی کارکردگی کے جائزے کو کلیدی عنصر کے طور پر انتہائی اہم مقام دیتا ہے۔ یہ جائزہ ڈائریکٹرز سے ان کے تاثرات جمع کرنے کے لیے ایک مفید آلے کے طور پر کام انجام دیتا ہے، جو بورڈ کو اپنے کردار اور ذمہ داریوں کو پورا کرنے میں بورڈ کی موجودہ کارکردگی پر اپنے نقطہ نظر سے بصیرت فراہم کرتا ہے۔ اس تصور کی رو میں، بورڈ نے میسرز ٹی ایچ کے گروپ کو چیئر مین، بورڈ ممبران، بورڈ کمیٹیوں اور سی ای او (CEO) کی کارکردگی کی جانچ کرنے کے لیے مقرر کیا۔

ڈائریکٹرز کی عدم دلچسپی

2024 کے دوران ڈائریکٹرز، چیف ایگزیکٹو آفیسر، چیف فنانشل آفیسر، کمپنی سیکریٹری، ایگزیکٹوز، ان کے شریک حیات اور نابالغ بچوں کی جانب سے JSIL شیئرز میں تجارت نہیں کی گئی۔

پیرنٹ کمپنی

JS بینک لمیٹڈ، JS انویسٹمنٹس لمیٹڈ کی ہولڈنگ کمپنی ہے اور 84.56 فیصد ایکویٹی اس کی ملکیت ہے۔

آمدنی فی حصص

31 دسمبر 2024 کو اختتام پانے والے سال کے دوران JSIL کی آمدنی فی حصص (EPS) 7.27 روپے ہے۔

پیٹرن آف شیئر ہولڈنگ

JSIL میں پیٹرن آف شیئر ہولڈنگ اور اضافی معلومات کا ایک گوشوارہ بمطابق 31 دسمبر 2024 سالانہ رپورٹ میں درج ہے۔

منسلک پارٹی کی لین دین

منسلک پارٹی کی لین دین سے متعلق 31 دسمبر 2024 کو اختتام پانے والے سال کیلئے آڈٹ شدہ مالیاتی گوشوارے کے نوٹ 30 میں ظاہر ہے۔

بورڈ آڈٹ کمیٹی کے اجلاس

کوڈ آف کارپوریٹ گورننس کے تقاضوں کے تحت، بورڈ آڈٹ کمیٹی نان ایگزیکٹو ڈائریکٹرز پر مشتمل ہوتی ہے، جس کا چیئر پرسن ایک انڈیپنڈنٹ ڈائریکٹر ہوتا ہے۔ سال کے دوران، بورڈ آڈٹ کمیٹی کے چار اجلاس منعقد ہوئے۔ کمیٹی کے اجلاسوں میں ڈائریکٹرز کی حاضری برطابق ذیل ہیں:

| نام | اہلیت | اجلاس میں حاضری |
|------------------------------------|-------|-----------------|
| محترمہ مدیحہ کمال افسر (چیئر پرسن) | 4 | 4 |
| جناب حسن شاہد | 4 | 4 |
| جناب مرزا محمد سدید حسن برلاس | 4 | 3 |

تمام غیر حاضر یوں کے لیے غیر حاضری کی چھٹی کمیٹی کی طرف دی گئی تھی۔

بورڈ آف ہیومن ریسورسز اینڈ ریمیڈیشن کمیٹی کے اجلاس

ہیومن ریسورسز اینڈ ریمیڈیشن کمیٹی کمپنی کے ہیومن ریسورسز کی پالیسیوں کی تشکیل اور باقاعدگی سے جائزے کے لیے ذمہ دار ہے۔ یہ چیف ایگزیکٹو آفیسر، چیف آپریٹنگ آفیسر، چیف فنانشل آفیسر، کمپنی سیکریٹری اور چیف انویسٹمنٹ آفیسر سمیت سینئر افسران کے انتخاب، جانچ اور معاوضے سے متعلق معاملات میں بورڈ کی معاونت کرتا ہے۔ یہ ان افسران کی جان نشینی کی منصوبہ بندی کی بھی سفارش کرتا ہے۔

کمیٹی بشمول چیئر پرسن تین اراکین پر مشتمل ہوتی ہے جس کا چیئر پرسن انڈیپنڈنٹ ڈائریکٹر ہوتا ہے۔ سال کے دوران، بورڈ آف ہیومن ریسورسز اینڈ ریمیڈیشن (HR & R) کمیٹی کا ایک اجلاس منعقد ہوا۔ کمیٹی کے اجلاسوں میں ڈائریکٹرز کی حاضری برطابق ذیل ہیں:

| نام | اہلیت | اجلاس میں حاضری |
|--|-------|-----------------|
| محترمہ عائشہ فریل صلاح الدین (چیئر پرسن) | 1 | 1 |
| محترمہ عفت زہرہ منگانی | 1 | 1 |
| جناب سلیمان لالانی (چیئر مین) | 1 | 1 |

ایگزیکٹو رسک مینجمنٹ کمیٹی کے اجلاس

ایگزیکٹو رسک مینجمنٹ کمیٹی کی صدارت ایک نان ایگزیکٹو ڈائریکٹر کرتے ہیں۔ سال کے دوران ایگزیکٹو رسک مینجمنٹ کمیٹی کے تین اجلاس منعقد کیے گئے۔ ان اجلاسوں میں ڈائریکٹرز کی حاضری برطابق ذیل ہیں:

| نام | اہلیت | اجلاس میں حاضری |
|-------------------------------|-------|-----------------|
| جناب سلیمان لالانی (چیئر مین) | 3 | 3 |
| محترمہ عفت زہرہ منگانی | 3 | 3 |
| جناب عاطف سلیم ملک* | 3 | 2 |

* جناب عاطف سلیم ملک صاحب 21 نومبر 2024 کو ڈائریکٹر شپ سے مستعفی ہو گئے۔

عارضی اساسی

سال 2024 کے دوران، بورڈ نے 26 دسمبر 2024 کو منعقد ہونے والے اپنے اجلاس میں آؤٹ گونگ ڈائریکٹرز جناب فاروق احمد ملک کی جگہ پر جناب فیصل انوار کی تقرری کی منظوری دی۔

بورڈ کے ڈائریکٹرز کے اجلاس

بورڈ کا اجلاس ہر سہ ماہی میں کم از کم ایک بار ہوتا ہے۔ سال کے دوران، بورڈ آف ڈائریکٹرز کے سات اجلاس منعقد ہوئے۔ ہر ایک کے نوٹس / ایجنڈا بروقت طریقے سے پیشگی تقسیم کیے گئے تھے۔ اجلاسوں کے دوران کیے گئے فیصلوں کو کمپنی سیکریٹری کی طرف سے رکھے گئے اجلاسوں کے منٹس میں واضح طور پر بیان کیا گیا تھا، منظوری کے لیے تمام ڈائریکٹرز کو باقاعدہ طور پر تقسیم کیا گیا، اور بعد میں بورڈ کے اجلاسوں میں ان کی منظوری دی گئی تھی۔

سال 2024 کے دوران، بورڈ کے تمام اجلاس پاکستان میں بلائے گئے۔

ان اجلاسوں میں ہر ڈائریکٹر کی حاضری بمطابق ذیل ہیں:

| نام | اجلاس میں اہلیت | اجلاس میں حاضری |
|-------------------------------|-----------------|-----------------|
| جناب سلیمان لالانی | 7 | 7 |
| محترمہ عفت زہرہ مکانی | 7 | 7 |
| جناب حسن شاہد | 7 | 7 |
| جناب مرزا محمد سدید حسن برلاس | 7 | 6 |
| جناب عاطف سلیم ملک* | 6 | 6 |
| محترمہ عائشہ فیصل صلاح الدین | 7 | 1 |
| محترمہ مدیحہ کمال افسر | 7 | 7 |
| جناب فاروق احمد ملک | 7 | 5 |

* جناب عاطف سلیم ملک صاحب 21 نومبر 2024 کو ڈائریکٹر شپ سے مستعفی ہو گئے۔

غیر حاضری کی چھٹی ان ڈائریکٹرز کو دی گئی جو اپنی مصروفیت کی وجہ سے اجلاس میں شرکت نہیں کر سکے۔

بورڈ کی کمیٹیاں

بورڈ نے اپنی کمیٹیوں کو کچھ ذمہ داریاں تفویض کی ہیں۔ کمیٹیاں بورڈ کی منظور شدہ ٹرمز آف ریفرنسز (TORs) کے تحت کام کرتی ہیں اور متعلقہ معاملات کا جائزہ لینے اور بورڈ کو سفارشات دینے کی ذمہ دار ہیں۔

کارپوریٹ معاملات

بورڈ آف ڈائریکٹرز کی تشکیل

بورڈ آف ڈائریکٹرز کی تشکیل کمپنیز ایکٹ 2017، کوڈ آف کارپوریٹ گورننس اور کمپنی کے آرٹیکل آف ایسوسی ایشن کے تحت اختیار کیے گئے دیگر بہترین طریقوں کے تقاضوں کی تحت ہوتی ہے۔

جے ایس انویسٹمنٹس لمیٹڈ کا ایک متوازن بورڈ ہے، جو اعلیٰ تعلیم یافتہ پیشہ ور افراد کا ایک متنوع گروپ ہے جس میں بنیادی صلاحیتوں، انفرادیت، مطلوبہ مہارت، علم اور تجربے کی مناسب آمیزش ہے۔ یہ انفرادیت اس بات کو یقینی بناتی ہے کہ فیصلہ سازی میں تمام متعلقہ نقطہ نظر کی نمائندگی کی جائے۔

سال کے دوران کمپنی کا بورڈ 8 ڈائریکٹرز پر مشتمل ہے (بشمول سی ای او جو ڈائریکٹر تصور کیے جاتے ہیں)۔ جبکہ جناب عارف سلیم ملک صاحب 21 نومبر 2024 کو ڈائریکٹر شپ سے مستعفی ہو گئے۔ بورڈ کی تشکیل درج ذیل ہے:

خاتون اراکین

| | |
|------------------------------|----------------------------------|
| محترمہ عفت زہرہ مکانی | چیف ایگزیکٹو آفیسر |
| محترمہ عائشہ فیصل صلاح الدین | انڈیپنڈنٹ، نان ایگزیکٹو ڈائریکٹر |
| محترمہ مدیحہ کمال افسر | انڈیپنڈنٹ، نان ایگزیکٹو ڈائریکٹر |

مرد اراکین

| | |
|---------------------------------|----------------------------------|
| جناب سلیمان لالانی | چیئر مین، نان ایگزیکٹو ڈائریکٹر |
| جناب حسن شاہد | نان ایگزیکٹو ڈائریکٹر |
| جناب مرزا محمد سدید حسن برلاس** | نان ایگزیکٹو ڈائریکٹر |
| جناب عارف سلیم ملک* | نان ایگزیکٹو ڈائریکٹر |
| جناب فاروق احمد ملک | انڈیپنڈنٹ، نان ایگزیکٹو ڈائریکٹر |

* جناب عارف سلیم ملک صاحب 21 جنوری 2024 کو مستعفی ہو گئے اور جناب فیصل انور صاحب 19 فروری 2025 سے بطور ڈائریکٹر مقرر کیے گئے۔

** جناب مرزا محمد سدید حسن برلاس** صاحب 15 جنوری 2025 کو مستعفی ہو گئے۔

انڈیپنڈنٹ بینٹ ڈائریکٹرز اور ان کی آزادی (انڈیپنڈنٹس) کی وجوہات

لسٹڈ کمپنیز (کاڈ آف کارپوریٹ گورننس) ریگولیشن 2019 کی ریگولیشن 6 سے مطابقت رکھتے ہوئے، جے ایس انویسٹمنٹس لمیٹڈ کے بورڈ آف ڈائریکٹرز میں انڈیپنڈنٹ بینٹ ڈائریکٹرز پر مشتمل ہیں۔

یہ انڈیپنڈنٹ بینٹ ڈائریکٹرز کمپنیز ایکٹ 2017 کے سیکشن 166 کے تحت درکار شرائط کے مطابق، پاکستان انسٹیٹیوٹ آف کارپوریٹ گورننس کے زیر انتظام ڈیٹا بینک سے مقرر کیے گئے ہیں۔

وہ قابل اطلاق قوانین اور ضوابط کے تحت مقرر کردہ انڈیپنڈنٹس کے معیارات پر پورا اترتے ہیں، جو یہ یقینی بناتا ہے کہ کسی قسم کے مفاد کے تصادم کے بغیر آزادانہ فیصلے کرنے کی صلاحیت رکھتے ہیں۔ ان کی موجودگی معروضی فیصلہ سازی اور موثر نگرانی میں اہم کردار ادا کرتے ہوئے کمپنی کے گورننس کے ڈھانچے کو تقویت بخشتی ہے۔

ایسیٹ نیچر

پاکستان کریڈٹ ریٹنگ ایجنسی لمیٹڈ (PACRA) نے 30 نومبر 2024 کو ہماری کمپنی کی ایسیٹ مینجمنٹ ریٹنگ "AM2++" کو مستحکم "stable"، منظر نامے کے ساتھ بہتر کر دی ہے۔ یہ ریٹنگ اعلیٰ معیار کے انتظامی معیارات کو برقرار رکھنے کے لیے ہماری لگن کی نشاندہی کرتی ہے، جو ہمارے آپریشنز کی مجموعی کارکردگی اور منظر نامے پر مثبت عکاسی کرتی ہے۔

2024 کے سرکلر 10 کے تحت صنفی تنخواہ کے فرق کا بیان

جے ایس انویسٹمنٹ لمیٹڈ تنظیم کی تمام سطحوں پر منصفانہ نمائندگی کو یقینی بناتے ہوئے ایک جامع اور مساوی کام کے ماحول کو فروغ دینے کے لئے پُر عزم ہے۔ کمپنی تنخواہ کی برابری کے اصول کو برقرار رکھتی ہے، جس میں موازنہ کرداروں میں مردوں اور خواتین کے درمیان معاوضے میں کوئی خاص فرق نہیں ہے۔ رپورٹنگ کی مدت کے مطابق، کمپنی کی اوسط صنفی تنخواہ کا فرق 60 فیصد ہے، جبکہ اوسط صنفی تنخواہ کا فرق 35 فیصد ہے۔

کارپوریٹ گورننس اور فنانشل رپورٹنگ فریم ورک

مطابق ڈائریکٹرز بصد خوشی اطلاع دیتے ہیں کہ:

الف۔ JSIL کی انتظامیہ کی طرف سے تیار کردہ گوشوارے منصفانہ طور پر اس کے معاملات کی صورت حال، سرگرمیوں کے نتائج، کیش فلوز اور ایکویٹی میں تبدیلیاں پیش کرتے ہیں۔

ب۔ JSIL کی طرف سے اکاؤنٹس کے درست کھاتے برقرار رکھے گئے۔

پ۔ مالیاتی گوشواروں کی تیاری میں مستقلاً مناسب اکاؤنٹنگ پالیسیوں کا اطلاق کیا گیا ہے اور حسابات کے گوشوارے مناسب اور عاقلانہ فیصلوں پر مبنی ہیں۔

ت۔ مالیاتی گوشواروں کی تیاری میں انٹرنیشنل فنانشل رپورٹنگ اسٹینڈرڈز (IFRS)، جیسا کہ پاکستان میں قابل اطلاق ہیں، کی پیروی کی گئی اور ان سے کسی بھی پہلو تہی کا مناسب انداز میں انکشاف اور وضاحت کی گئی ہے۔

ث۔ اندرونی اختیار کا نظام ساخت کے اعتبار سے محفوظ ہے اور اس کا موثر اطلاق اور نگرانی کی گئی ہے۔

ج۔ JSIL کے کاروبار جاری رکھنے کی اہلیت پر کوئی قابل ذکر خدشات نہیں ہیں۔

د۔ کارپوریٹ گورننس کی بہترین روایات سے کسی قسم کی مادی انحراف نہیں کیا گیا ہے، جیسا کہ لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشن 2019 میں درج ہے۔

چ۔ گزشتہ چھ سالوں کے اہم مالیاتی اعداد و شمار کا خلاصہ اس سالانہ رپورٹ میں دیا گیا ہے۔

ح۔ واجب الادا ڈیبٹس، ڈیویڈنڈس، محصولات اور چارجز کا منسلک آڈٹ شدہ مالیاتی گوشواروں میں پوری طرح اظہار کیا گیا ہے۔

خ۔ JSIL موثر اور کارآمد انٹرنل کنٹرول سسٹم رکھتی ہے جو لگاتار تنوع اور نگرانی کے ذریعے فعال رہتا ہے۔ JSIL کے انٹرنل آڈٹ اور کمپلائنس فنکشنز، فنانشل کنٹرولز کی جانچ کرتے ہیں اور یقینی بناتے ہیں کہ پوری کمپنی میں موثر نگرانی کا ماحول موجود ہو۔ جانچ پڑتال کے طریقہ کار کی بنیاد پر، بورڈ سمجھتا ہے کہ موجودہ انٹرنل کنٹرول سسٹم مناسب ہیں اور موثر انداز میں نافذ کیے گئے ہیں۔

د۔ ضابطہ عمل معاون پالیسیوں اور طریقہ کار کے ہمراہ پورے JSIL میں تقسیم کر دیا گیا ہے۔

حصص کی واپس خرید

14 اکتوبر 2024 کو منعقد ہونے والے غیر معمولی اجلاس عام میں اپنے شیئرز ہولڈرز کی منظوری سے کمپنی نے ٹریڈیبل حصص کے طور پر رکھے ہوئے اپنے حصص کو واپس خریدنے کا عزم کیا۔ اس کے مطابق، 20 دسمبر 2024 کو کمپنی نے 126,129 حصص کی خریداری مکمل کی۔ لسٹڈ کمپنیز (بائی بیک آف شیئرز) ریگولیشن 2019 سے مطابقت رکھتے ہوئے، ان حصص کو انتخاب کا اختیار یا ڈیویڈنڈ کا حق حاصل نہیں ہے۔

ب) ای ٹی ایف، پرنسپل پروڈیکٹس فنڈز اور متبادل اثاثہ جات کی حکمت عملی جے ایس آئی ایل کی مصنوعات کی توسیع کی حکمت عملی کا سنگ بنیاد ہیں، جو اسٹریٹجک سرمایہ کاری اور ہائبرڈ مالیاتی مصنوعات میں سرمایہ کاروں کو زیادہ تنوع کی پیشکش کرتے ہیں۔

ج) وی پی ایس کی توسیع ایک ترجیح ہے، جس میں کارپوریٹ پنشن مینڈیٹ، متعین کنٹری بیوشن ماڈل، اور ڈیجیٹل ریٹائرمنٹ پلاننگ کے لئے تیار کردہ نئے حل شامل ہیں۔

د) جے ایس آئی ایل اپنے شریعت کے مطابق سرمایہ کاری کے حل تیار کرنا جاری رکھے ہوئے ہے، ریگولیٹری صف بندی کو برقرار رکھتے ہوئے وسیع تر سرمایہ کاروں کی بنیاد تک رسائی کو یقینی بناتا ہے۔

ر) متبادل اثاثوں کی حکمت عملیوں کو وسعت دی جا رہی ہے، اسٹریٹجک فنڈز اور ہائبرڈ سرمایہ کاری کے حل متعارف کرائے جا رہے ہیں جو خطرے سے ایڈجسٹ شدہ منافع کو بہتر بنانے کے لئے ڈیزائن کیے گئے ہیں۔

سرمایہ کاروں کی تعلیم اور مالی شمولیت کو مستحکم کرنا

الف) جے ایس آئی ایل ایک منظم، ملٹی چینل نقطہ نظر کے ذریعے سرمایہ کاروں کی تعلیم کو فروغ دیتا ہے، جس میں ڈیجیٹل مواد، مالی خواندگی کے اقدامات، اور باہمی تعامل کی منصوبہ بندی کے آلات کو شامل ہیں۔ سرمایہ کاروں کی تفہیم اور شمولیت کو بڑھانے کے لئے ویبنارز، تعلیمی ویڈیوز، اور بالمشافہ ملاقاتوں کو حکمت عملی کے ساتھ ترتیب دیا جاتا ہے۔

ب) ہموار آن بورڈنگ، مائیکرو انویسٹمنٹ سلوشنز اور وسیع ڈسٹری بیوشن نیٹ ورک کے ذریعے سرمایہ کاری تک رسائی میں نمایاں اضافہ کیا گیا ہے، جس سے زیادہ جامع سرمایہ کاری ماحولیاتی نظام کو یقینی بنایا گیا ہے۔

ج) ریٹیل سرمایہ کاروں تک رسائی کو نارگنڈ مہمات اور ڈیجیٹل مصروفیت کی حکمت عملیوں کے ذریعے مزید مدد فراہم کی جاتی ہے، جو سرمایہ کاروں کو باخبر فیصلہ سازی کے لئے ضروری وسائل سے لیس کرتی ہے۔

د) ہم معاشرے کے متنوع طبقوں کو اپنی مکمل کمائی کی صلاحیت سے فائدہ اٹھانے اور زیادہ سے زیادہ مالی خود مختاری حاصل کرنے کے قابل بنانے کے مقصد سے متعدد مالیاتی بااختیاری اقدامات شروع کرنے کے لئے پُر عزم ہیں۔

اقتصادی نقطہ نظر اور مارکیٹ کی پوزیشننگ

الف) افراط زر میں کمی، کم شرح سود اور زیادہ مستحکم کیپٹل مارکیٹ ماحول نے سرمایہ کاروں کی بڑھتی ہوئی شرکت کی حمایت کے ساتھ پاکستان کا معاشی نقطہ نظر سرمایہ کاری کی نمو کے لئے سازگار ہے۔

ب) ایکویٹی مارکیٹس پائیدار توسیع کے لئے اچھی حالت میں ہیں، جس سے میوچل فنڈز اور ای ٹی ایف کو فائدہ ہوتا ہے کیونکہ معاشی استحکام سرمایہ کاروں کے اعتماد کو مضبوط کرتا ہے۔

ج) فلسفہ انکم مارکیٹس پر کشش مواقع پیش کرتی رہتی ہیں اور کم شرح سود کے ماحول میں مستحکم منافع کو یقینی بناتی ہیں۔

د) اگرچہ ٹیکس کی تبدیلیاں اور کمندائے یو ایم کپریٹن صنعت بھر میں چینلرز پیش کرتے ہیں، جے ایس آئی ایل کی مصنوعات کی جدت طرازی، متبادل اثاثوں کی توسیع، اور ادارہ جاتی سرمایہ کاروں کی توجہ مارکیٹ کی تبدیلیوں کے خلاف لچک فراہم کرتی ہے۔

مسلسل نمو کے ٹریک ریکارڈ، جدید سرمایہ کاری کے حل کی مضبوط پائپ لائن اور گورننس کی عمدگی کے عزم کے ساتھ جے ایس آئی ایل پاکستان کی اثاثہ جات کے انتظام کی صنعت میں سب سے آگے ہے۔ ٹیکنالوجی پر مبنی سرمایہ کاری کے حل، متنوع اثاثوں کی توسیع، اور سرمایہ کاروں کی گہری شمولیت پر توجہ مرکوز کرتے ہوئے، کمپنی سرمایہ کاروں، حصص داروں اور وسیع تر مالیاتی ماحولیاتی نظام کے لئے طویل مدتی قدر کی تخلیق کو برقرار رکھنے کے لئے اچھی طرح سے پوزیشن میں ہے۔

مارکیٹ کی پوزیشن کو مستحکم کرنا اور انتظامیہ کے زیر نگرانی اثاثہ جات (AUMs) میں اضافہ

الف) سال 2024 میں حاصل کی گئی AUM کی خاطر خواہ نمو کے ساتھ بے ایس آئی ایل میوچل فنڈز، رضا کارانہ پنشن اسکیموں (VPS)، الگ سے منظم کھاتوں (سپیئر پیپل میجمنٹ اکاؤنٹس) (SMAs) اور آرای آئی ٹی میں توسیع کو ہدف بناتے ہوئے مزید وسعت دینے کے لئے اچھی طرح سے تیار ہے۔
ب) متعدد آرای آئی ٹی کی ترقی ایک بنیادی اسٹریٹجی اقدام ہے، جو بے ایس آئی ایل کورنیل اسٹیٹ کی حمایت یافتہ سرمایہ کاری کے عمل میں رہنما کے طور پر پیش کرتا ہے۔

ج) بے ایس بینک اور بینک اسلامی پاکستان لمیٹڈ (بی آئی پی ایل) کے ساتھ ڈسٹری بیوشن پارٹنرشپ میں توسیع سے رسائی میں مزید اضافہ ہوگا اور ریٹیل بینکنگ اور ویلٹھ مینجمنٹ چینلز کے ذریعے سرمایہ کاری کے ہموار تجربے کو یقینی بنایا جاسکے گا۔ کارپوریٹ ٹریڈری میئنڈیٹ اور ادارہ جاتی اثاثے جمع کرنا بے ایس آئی ایل کی ترقی کی حکمت عملی کا مرکز رہے گا۔

ڈیجیٹل تبدیلی اور ٹیکنیکی ترقی

اے) بے ایس آئی ایل اپنے اثاثوں کے انتظام کے فریم ورک میں اعلیٰ درجے کے اعداد و شمار کے تجزیات اور مقداری سرمایہ کاری ماڈل کو ضم کر رہا ہے، پورٹ فولیو کو بہترین کارکردگی اور رسک مینجمنٹ کو بہتر بنا رہا ہے۔

ب) سپیئر پیپل میجمنٹ اکاؤنٹس (SMAs) کے لئے ڈیجیٹل آن بورڈنگ کو وسعت دینا اور ڈیجیٹل ویلٹھ سینٹر کو بڑھانا؛ سرمایہ کاروں کی مصروفیت کو بہتر بنانے، ریٹیل ٹائم پورٹ فولیو تک رسائی، اپنی مرضی کے مطابق مشاورتی حل اور پیش گوئی کے تجزیات پیش کرنے میں مرکزی حیثیت رکھتا ہے۔

ج) وی پی ایل پورٹ فولیو نے ریٹائرمنٹ کی منصوبہ بندی کے لئے خود کو ایک معروف پلیٹ فارم کے طور پر قائم کیا ہے، جو سرمایہ کاروں کو ان کی پنشن الاٹمنٹ پر زیادہ خود مختاری کے ساتھ باختیار بناتا ہے۔ مزید بہتری کے ساتھ زیادہ تخصیص، ڈیجیٹل مشاورتی ٹولز، اور ہموار پنشن مینجمنٹ حل پیش کیے جائیں گے۔

د) آٹومیشن اور بگ ڈیٹا تجزیات سرمایہ کاری کے آپریشنز، تعمیل، اور خطرے کی نگرانی میں سرایت کرتے رہتے ہیں، فیصلہ سازی میں زیادہ کارکردگی اور تیز رفتاری کو یقینی بناتے ہیں۔

گورننس اور رسک مینجمنٹ کو بہتر بنانا

الف) ایک لسٹڈ ایسٹ مینجمنٹ کمپنی کی حیثیت سے بے ایس آئی ایل بہترین کارپوریٹ گورننس معیارات کو برقرار رکھتا ہے اور ایس ای سی پی کے قواعد و ضوابط اور بین الاقوامی اثاثہ جات کے انتظام کے فریم ورک کی تعمیل کو یقینی بناتا ہے۔ شفافیت، احتساب اور ریگولیٹری کی پاسداری اس کے معاملات کے لئے بنیادی ہیں۔

ب) بے ایس آئی ایل کے رسک مینجمنٹ فریم ورک کو مسلسل بہتر بنایا جاتا ہے تاکہ اعلیٰ درجے کے تناؤ کی جانچ کے ماڈلز اور منظر نامے کے تجزیوں کو مربوط کیا جاسکے، جس سے مارکیٹ کے اتار چڑھاؤ اور میکرو اکنامک تبادلوں کو فعال طور پر حل کرنے کی کمپنی کی صلاحیت کو تقویت ملتی ہے۔

ج) ای ایس جی کے قوانین بے ایس آئی ایل کی کارپوریٹ حکمت عملی اور سرمایہ کاری کے فلسفے میں مضبوطی سے سرایت کر چکے ہیں، جو عالمی پائیداری کے اقدامات کے ساتھ منسلک ایک ذمہ دار اعتماد کے طور پر اس کے کردار کو تقویت دیتے ہیں۔

مصنوعات کی جدت اور تنوع

الف) آنے والے آرای ٹی اسٹریٹجیز جس میں ہا سبرڈ، ریٹیل اور انویسٹمنٹ آرای آئی ٹی شامل ہیں؛ ادارہ جاتی اور ریٹیل سرمایہ کاروں کو منظم ریٹیل اسٹیٹ تک رسائی فراہم کریں گے۔

کمپنی کی کارکردگی کا جائزہ

JSIL نے گزشتہ سال کی یکساں مدت کے اختتام پر 310 ملین روپے (5.06 پاکستانی روپے کے آمدنی فی حصص) کے منافع کے مقابلے میں 31 دسمبر 2024 کو اختتام پانے والے سال کے لیے 449 ملین روپے (7.27 روپے کی آمدنی فی حصص) کا خالص منافع بعد از ٹیکس درج کروایا۔

انتظامیہ کے زیر نگرانی اثاثہ جات (AUMs) (بشمول سپیریٹیلی میجنٹ اکاؤنٹس-SMAs اور REIT لیکن علاوہ فنڈز آف فنڈز) 31 دسمبر 2023 کے 87.2 بلین روپے کے مقابلے میں 31 دسمبر 2024 کو 128.2 بلین روپے کا خاطر خواہ اضافہ ظاہر کر کے بند ہوا۔ فکسڈ انکم میں، JSIL کے قدر پر مرکوز سرمایہ کاری کے عمل نے فعال انتظامیہ کے ذریعے بہتر کارکردگی کا مظاہرہ کیا اور اس مدت کے دوران مارکیٹ کی پرکشش سطحوں پر سامیوں کا اضافہ کیا۔ اسی طرح، اہم ایکویٹیویٹیز فنڈز نے حالیہ سالوں میں مارکیٹ کے اتار چڑھاؤ کو راستہ دکھایا اور معقول کارکردگی پیش کی۔

سال کے دوران اہم کامیابیاں

(الف) سال کے دوران، کمپنی کی مینجمنٹ کو الٹی ریٹنگ کو AM2++ میں اپ گریڈ کیا گیا، جو ہمارے مضبوط گورننس فریم ورک، عملی مہارت اور قیادت کی عکاسی کرتا ہے۔

(ب) ہم نے سال کا اختتام اپنے جے ایس مومنٹ فیکٹر ایکسیچینج ٹریڈڈ فنڈ کے ساتھ کیا جس نے اسٹاک فنڈز میں سب سے زیادہ منافع دیا اور پاکستان اسٹاک ایکسیچینج (پی ایس ایکس) میں حجم اور قیمت دونوں کے لحاظ سے سب سے زیادہ ٹریڈ ہونے والی ای ٹی ایف کے طور پر درجہ بندی کی۔

(ج) ہمارے منی مارکیٹ فنڈ نے منافع (سی وائی ٹی ڈی اور ایف وائی ٹی ڈی) میں اپنے ہم مرتبہ فنڈز کے مقابلے میں بہترین منافع پیش کرنے میں سب سے آگے رہا، جو مضبوط کارکردگی فراہم کرنے اور دانشمندانہ انتظام کے ذریعے سرمایہ کاروں کی قدر کو زیادہ سے زیادہ بڑھانے پر ہماری توجہ کی عکاسی کرتا ہے۔

(د) ہم نے اپنے لاہور کے پہلے ڈیجیٹل ویلٹھ سینٹر کا آغاز کیا ہے جو کلائنٹ کے تجربے اور مصروفیت کو بہتر بنانے کے لئے جدید ٹیکنالوجی اور ذاتی مالیاتی مشاورت کا ہموار امتزاج پیش کرتا ہے۔

(ای) ہم نے ڈیجیٹل ایس ایم اے آن بورڈنگ متعارف کروائی، ایک ہموار اور مربوط عمل جو ایک متحد، ٹیکنالوجی سے چلنے والے پلیٹ فارم کے ذریعے بینک، بروکرز اور سرمایہ کاری اکاؤنٹس کھولنے کو ہموار کرتا ہے۔

(ایف) بہترین کارکردگی کے لئے ہمارے عزم کو متعدد ایوارڈز کے ذریعے تسلیم کیا گیا تھا، وی پی ایس میں ہماری سالانہ رپورٹ اور ڈیجیٹل ریٹائرمنٹ پروڈکٹ کے لئے اعزازات شامل ہیں۔

(جی) سال کے دوران، ہم نے خیبر پختونخواہ میں تمام اثاثہ جات مینجمنٹ کمپنیوں میں سب سے زیادہ پنشن فنڈ اکاؤنٹس کا اندراج حاصل کیا۔

مستقبل کے امکانات

جیسا کہ پاکستان کی اثاثوں کے انتظام کی صنعت (ایسیٹ مینجمنٹ انڈسٹری) ترقی کر رہی ہے، جے ایس انویسٹمنٹ لمیٹڈ (جے ایس آئی ایل) اسٹریٹجک ترقی، جدت طرازی اور سرمایہ کاروں کی بڑھتی ہوئی شمولیت کے ذریعے مارکیٹ میں اپنی موجودگی کو مضبوط بنانے کے لئے وقف ہے۔ ایک مضبوط بنیاد کے ساتھ، کمپنی اپنی سرمایہ کاری کی پیشکشوں کو وسعت دینے، ٹیکنالوجی سے فائدہ اٹھانے اور پائیدار طویل مدتی ترقی کو چلانے کے لئے اپنے ڈسٹری بیوشن نیٹ ورک کو گہرا کرنے پر توجہ مرکوز کر رہی ہے۔

سال کے آخر میں نیا کم از کم ڈپازٹ ریٹ (ایم ڈی آر) فریم ورک متعارف کروانا روایتی اور اسلامی بینکاری کے درمیان عدم مساوات کو کم کرنے کی طرف ایک اہم قدم ہے۔ توقع ہے کہ پالیسی میں اس تبدیلی سے مسابقت میں شدت آئے گی، جس سے بینکوں کو زیادہ پُرکشش ڈپازٹ شرحیں پیش کرنے پر مجبور کیا جائے گا۔ مزید برآں، اس سے ڈپازٹ کی شرحوں اور قلیل مدتی پیداوار کے درمیان تعلق میں اضافہ ہوگا، کیونکہ اگر ڈپازٹ ریٹرن توقعات پر پورا اترنے میں ناکام رہتا ہے تو ادارے بنیادی اور ثانوی مارکیٹوں میں سرمایہ کاری کے مواقع تلاش کر سکتے ہیں۔

قرضوں کی ادائیگی اور رول اوورز (مدت کی توسیع) سمیت بیرونی فنائنگ کی کافی ضروریات کو مد نظر رکھتے ہوئے اوپن مارکیٹ آپریشنز (او ایم او) لیکویڈٹی میجمنٹ کے لیے انتہائی اہم رہیں گے۔ سال کے اختتام تک او ایم او بیلنس 8.5 فیصد اضافے کے ساتھ 10.9 ٹریلین پاکستانی روپے تک پہنچ گیا، تاہم سال کی آخری ششماہی میں یہ اپنے عروج سے 2.1 ٹریلین پاکستانی روپے کم ہوا۔

2024 میں پہلے سے نافذ کردہ پالیسی کی شرح میں 900 بیسس پوائنٹس کمی کے ساتھ، مزید زری کا بہت زیادہ امکان ہے۔ اسٹیٹ بینک کا طویل مدتی افراط زر کا ہدف 5 سے 7 فیصد تک حاصل ہونا دکھائی دیتا ہے۔ مزید برآں، حقیقی جی ڈی پی نمو میں کمی کے ساتھ، 2 فیصد حقیقی پالیسی کی شرح (پالیسی ریٹ مائنس افراط زر) مناسب معلوم ہوتا ہے، جس سے 2025 میں سنگل ڈیجیٹ پالیسی ریٹ کے معاملے کو تقویت ملتی ہے۔

ریئل اسٹیٹ کا جائزہ

کلینڈر سال 2024 میں، ریئل اسٹیٹ سیکٹر کو وفاقی بجٹ میں متعارف کرائے گئے متعدد ٹیکس اقدامات کی وجہ سے چیلنجز کا سامنا کرنا پڑا جس کی وجہ سے لین دین کے حجم میں کمی واقع ہوئی۔ ان دباؤ کے باوجود، کمرشل ریئل اسٹیٹ کے شعبے کی بنیادی اصول مستحکم رہے۔ پاکستان کے ٹیڑوں شہروں میں گریڈ اے کی کمرشل ترقی اور فائینانس ہاؤسوں نے زیادہ سے زیادہ گنجائش کی سطح برقرار رکھی، جو وسیع تر مارکیٹ ایڈجسٹمنٹ کے باوجود اہم مقامات کی مستقل طلب کی عکاسی کرتی ہے۔

نئے ٹیکس نظام کے دوران، پاکستان کا ریئل اسٹیٹ سیکٹر امید افزا مواقع پیش کرتا ہے، جن سے اگر اسٹرٹیجک طور پر فائدہ اٹھایا جائے تو، ترقی کے محرک کے طور پر کام کر سکتا ہے۔ اسٹیٹ کی قیمتوں میں نمایاں کمی کے ساتھ عالمی اجناس کی قیمتیں بڑی حد تک مستحکم رہی ہیں۔ جغرافیائی سیاسی استحکام کو مد نظر رکھتے ہوئے، یہ رجحانات برقرار رہنے کی توقع ہے، افراط زر کے دباؤ کو مزید کم کرنے اور تعمیراتی اخراجات پر قابو پانے میں مدد ملے گی۔

پاکستان کے آرای آئی ٹی فریم ورک نے گزشتہ برسوں کے دوران اہم پیش رفت کی ہے، جس سے ریگولیٹری وضاحت میں اضافہ ہوا ہے اور اسٹیک ہولڈرز کی شمولیت کو تقویت ملی ہے۔ آرای آئی ٹی ڈھانچے اور روایتی ریئل اسٹیٹ میں محدود فنائنگ آپشنز کے بارے میں بڑھتی ہوئی آگہی کے ساتھ، آرای آئی ٹی سپانسرز اور سرمایہ کاروں کے لئے ایک ترجیحی سرمایہ کاری کے ذریعہ کے طور پر ابھرے ہیں۔ کلینڈر سال 2024ء میں آرای آئی ٹی کی بڑھتی ہوئی طلب اس شعبے کی توسیع سے واضح ہے، نان بینکنگ فنانشل کمپنی (این بی ایف سی) آرای آئی ٹی لائسنسر کی تعداد بڑھ کر 39 اور رجسٹرڈ آرای آئی ٹی اسکیموں کی تعداد بڑھ کر 19 ہو گئی ہے، جو مجموعی طور پر 280 بلین پاکستانی روپے سے زائد اثاثوں کا انتظام کرتی ہیں۔ مزید برآں، 31 دسمبر 2024ء تک تین آرای آئی ٹی اسکیمیں تقریباً 78 بلین پاکستانی روپے کی مشترکہ مارکیٹ کپچلریشن کے ساتھ درج ہیں۔ یہ پیش رفت ایک منظم سرمایہ کاری پلیٹ فارم کے طور پر آرای آئی ٹی کی بڑھتی ہوئی قبولیت، سرمائے کی رسائی کو بہتر بنانا اور ریئل اسٹیٹ سیکٹر میں زیادہ سے زیادہ ادارہ جاتی شرکت کو فروغ دینے کی نشاندہی کرتی ہے۔

درست پالیسی مداخلتوں کے ساتھ، پاکستان برآمدات پر مبنی معیشت کو چلانے کے لئے اپنے آبائیاتی فوائد یعنی ایک بڑی، نوجوان افرادی قوت سے فائدہ اٹھا سکتا ہے۔ اس کے نتیجے میں، رہائشی، صنعتی، دفتری، ریئل اور ہاسٹیلٹیٹی سمیت اہم ریئل اسٹیٹ شعبوں میں مانگ میں اضافہ ہوگا۔ اگر سرمایہ کار دوست قواعد و ضوابط کی حمایت کی جائے تو یہ حصے روزگار، معاشی توسیع اور طویل مدتی ریئل اسٹیٹ کی ترقی کے کلیدی محرک بن سکتے ہیں۔

ایکیویٹی مارکیٹ کا جائزہ

سال 2024 میں پاکستان کی ایکیویٹی مارکیٹوں نے شاندار کارکردگی کا مظاہرہ کیا، جس کی بنیاد مضبوط معاشی اشارے اور سرمایہ کاروں کے اعتماد میں بہتری ہے۔ بیچ مارک KSE - 100 انڈیکس میں 84.3 فیصد کا نمایاں اضافہ ریکارڈ کیا گیا جبکہ KSE - 30 گولڈ منافع اور KMI - 30 انڈیکس نے بالترتیب 93.3 فیصد اور 70.6 فیصد کے متاثر کن منافع حاصل کیے۔ یہ غیر معمولی اضافہ بہت سے عوامل کے امتزاج کی عکاسی کرتا ہے، جن میں مالیاتی نرمی، سیاسی حرکیات میں استحکام، اور میکرو اکنامک اشاریوں کے ارد گرد پڑا امید شامل ہیں۔ کمرشل بینکوں، فریٹلائزر پروڈیوسرز اور آئل اینڈ گیس ایکسپلوریشن کمپنیوں کے ساتھ شعبہ جاتی کارکردگی بھی اتنی ہی مضبوط رہی، جو مارکیٹ کی ترقی کے بنیادی محرک کے طور پر ابھر رہی ہیں۔

تجارتی سرگرمیوں میں سال بہ سال خاطر خواہ اضافہ دیکھنے میں آیا اور حجم تقریباً 76 فیصد اضافے کے ساتھ 2024 میں اوسطاً 568.8 ملین حصص تک پہنچ گیا، جبکہ گزشتہ سال یہ تعداد 323.1 ملین تھی۔ اسی طرح ٹریڈڈ حصص کی قیمت میں سال بہ سال 122 فیصد اضافہ ہوا، جو اوسطاً 80.4 ملین امریکی ڈالر فی ٹریڈنگ سیشن تھا، جو مارکیٹ کی سرگرمی اور سرمایہ کاروں کی شرکت میں اضافے کی نشاندہی کرتا ہے۔

سال کے دوران مارکیٹ کے شرکاء کی ساخت میں نمایاں ترقی ہوئی۔ غیر ملکی سرمایہ کاروں نے 2024 کا آغاز خالص خریداروں کے طور پر کیا تھا لیکن آخری ششماہی کے دوران خالص فروخت کنندگان میں منتقل ہو گئے، جس کے نتیجے میں سال کے دوران مجموعی طور پر 117 ملین امریکی ڈالر کا خالص غیر ملکی اخراج ہوا۔ فروخت کے اس دباؤ کو برداشت کرتے ہوئے مقامی میچل فنڈز اور انشورنس کمپنیاں بالترتیب 187 ملین ڈالر اور 61 ملین ڈالر کی خالص خریداری ریکارڈ کرتے ہوئے بڑے خالص خریداروں کے طور پر سامنے آئیں۔ اس کے برعکس، بینکوں نے مقامی سرمایہ کاروں کے درمیان 70 ملین امریکی ڈالر کی خاطر خواہ خالص ترسیلات درج کیں۔

مستقبل کو دیکھتے ہوئے، ایکیویٹی مارکیٹ کی مستقبل کی سمت، اہم ساختی اصلاحات کے بروقت نفاذ اور براہ راست غیر ملکی سرمایہ کاری (ایف ڈی آئی) کو راغب کرنے کی کوششوں پر منحصر ہوگی۔ مزید برآں، میکرو اکنامک استحکام کا حصول اور پالیسی میں مستقل مزاجی کے ذریعے سرمایہ کاروں کے اعتماد کو بڑھانا اہم ہوگا۔ توقع ہے کہ مالیاتی نرمی کے تسلسل سے ایکیویٹی کی قیمتوں کی دوبارہ درجہ بندی میں مزید اضافہ ہوگا۔ یہ عوامل، بہتر کاروباری ماحول اور مؤثر مالیاتی انتظام کے ساتھ مل کر 2025 اور اس کے بعد مارکیٹ میں مزید بہتری کے لئے ایک ٹھوس بنیاد بنانے کے لئے ضروری ہوں گے۔

منی مارکیٹ / فکسڈ انکم کا جائزہ

سال 2024 میں فکسڈ انکم کے منظر نامے میں ایک اہم تبدیلی دیکھنے میں آئی، جس کی وجہ تمام مدتوں میں پیداوار کی قوس میں متوقع کمی تھی۔ اس تبدیلی کو بنیادی طور پر افراط زر میں تیزی سے کمی کی وجہ سے تقویت ملی، جو دسمبر 2024 میں 4.1 فیصد تک گر گئی، جو ایک سال پہلے ریکارڈ کردہ 29.7 فیصد کے بالکل برعکس ہے۔ افراط زر میں کمی کے رجحان، بہتر میکرو اکنامک اشارے اور نسبتاً مستحکم بیرونی شعبے نے شرح سود پر دباؤ کم کیا۔ پیداوار کی قوس گر گئی ہے جس میں معمولی سی اوپر کی جانب جھکاؤ ہے، حالانکہ یہ ایک سال کی مدت کے دوران منفی رہتی ہے کیونکہ شرحیں ابھی تک مارکیٹ کی موجودہ حرکیات کے مطابق مکمل طور پر ایڈجسٹ نہیں ہوئی ہیں۔

ثانوی مارکیٹ میں 3 ماہ کی مدت کے دوران، منافع میں 940 پیس پوائنٹس (بی پی ایس) کی کمی واقع ہوئی جبکہ 12 ماہ، 3 سال اور 5 سال کی مدت پر 924 پیس پوائنٹس، 424 پیس پوائنٹس اور 359 پیس پوائنٹس کم ہو کر بالترتیب 11.88 فیصد، 12.08 فیصد، 12.34 فیصد اور 12.35 فیصد پر بند ہوئی۔

شراکت داروں کے لیے ڈائریکٹرز رپورٹ برائے مختتمہ سال 31 دسمبر 2024

ہم 31 دسمبر 2024 کو ختم ہونے والے سال کے لیے جے ایس انویسٹمنٹس لمیٹڈ (JSIL) کے مالیاتی گوشوارے پیش کرتے ہوئے خوشی محسوس کرتے ہیں۔

مرکزی کاروبار

کمپنی ایک نان بینکنگ فنانس کمپنی (NBFC) ہے، جسے سیکیورٹیز اینڈ اینڈوومنٹ کمیشن آف پاکستان (SECP) کے ریگولیٹری فریم ورک کے تحت ایسیٹ مینجمنٹ کمپنی، انویسٹمنٹ ایڈوائزر، پینشن فنڈ مینجمر، پرائیوٹ ایکویٹی اینڈ وینچر کیپیٹل فنڈ مینجمر اور REIT مینجمنٹ سروسز پرووائیڈر کے طور پر کام کرنے کا لائسنس حاصل ہے۔

2024 سالانہ معاشی جائزہ

سال 2024 پاکستان کی اقتصادی ترقی میں ایک اہم مرحلہ تھا، جو قلیل مدتی اصلاحی اقدامات سے زیادہ منظم، طویل مدتی اصلاحات کی طرف منتقل ہوا۔ جولائی میں بین الاقوامی مالیاتی فنڈ (IMF) کے ساتھ 3 بلین امریکی ڈالر، 9 ماہ کے اسٹیٹ بانی آرٹیکل (SBA) سے 7 بلین امریکی ڈالر، 37 ماہ کی توسیعی فنڈ سہولت (EFF) تک ہموار پیش رفت استحکام کو مستحکم کرنے کے لئے حکومت کے عزم کو ظاہر کرتی ہے۔ اس منتقلی نے مالی اور مالیاتی پالیسیوں کو وسیع تر میکرو اکنامک مقاصد کے ساتھ ہم آہنگ کر کے اعتماد میں اضافہ کیا۔ 2024 کے دوران معاشی بحالی کو آگے بڑھانے میں واضح ترجیحات اہم تھیں۔ افراط زر، جو جنوری میں 28.3 فیصد کی بلند ترین سطح پر تھا، مستحکم شرح تبادلہ اور سازگار بنیادی اثرات کی مدد سے دسمبر تک مسلسل گھٹ کر 4.1 فیصد رہ گیا۔

مالی سال 2024 میں پاکستان کی معیشت میں 2.5 فیصد کا اضافہ ہوا جو گزشتہ سال کے منفی رجحان کے مقابلے میں معمولی بحالی کی عکاسی کرتا ہے۔ تاہم مالی سال 2025 کی پہلی سہ ماہی میں شرح نمو کم ہو کر 0.92 فیصد رہ گئی جو ایک سال قبل 2.3 فیصد تھی، جس سے ساختی چیلنجز اور سخت صنعتی سرگرمیوں کی نشاندہی ہوتی ہے۔ ایشیائی ترقیاتی بینک (اے ڈی بی) نے اپنی پورے سال کی شرح نمو کی پیش گوئی 2.8 فیصد سے بڑھا کر 3.0 فیصد کر دی ہے جو سرکاری ہدف 3.6 فیصد سے کم ہے۔ مالی مشکلات برقرار ہیں اور جس کے تحت فیڈرل بورڈ آف ریونیو (ایف بی آر) مالی سال 2025 کی پہلی ششماہی میں آئی ایم ایف کے مقرر کردہ ہدف سے 386 بلین پاکستانی روپے کم رہ گیا۔ اس کے نتیجے میں وفاقی حکومت کے ترقیاتی اخراجات مالی سال 2025 کی پہلی ششماہی میں کم ہو کر 132.9 بلین پاکستانی روپے رہ گئے جو گزشتہ سال کے مقابلے میں 73.7 فیصد کم ہیں۔

بیرونی خطرات سے نمٹنا اب بھی ترجیح ہے، حکومت نے دسمبر میں 300 بلین امریکی ڈالر کا تجارتی قرض حاصل کیا اور سعودی عرب نے 3 بلین امریکی ڈالر کے قرضوں کی واپسی میں توسیع کی۔ ان اقدامات سے اسٹیٹ بینک آف پاکستان (ایس بی پی) کے غیر ملکی زرمبادلہ کے ذخائر سال کے آخر تک 11.7 بلین امریکی ڈالر تک پہنچ گئے۔ تاہم، اگرچہ تجارتی خسارہ کم ہوا، درآمدات میں منفی رجحان طویل مدتی ترقی کی راہ میں رکاوٹ رہا۔

2025 میں معیشت کی ترقی کے ساتھ خصوصی سرمایہ کاری سہولت کونسل (ایسپیشل انویسٹمنٹ فیسیلیٹیشن کونسل) (SIFC) جیسے اقدامات سے براہ راست غیر ملکی سرمایہ کاری کو راغب کرنے اور معاشی پلک کو بڑھانے میں مرکزی کردار ادا کرنے کی توقع ہے۔ اب 2024 میں حاصل ہونے والی پیش رفت کو برقرار رکھنے کے لئے پالیسی کے نفاذ میں مستقل مزاجی برقرار رکھنے اور مالی نظم و ضبط کو مضبوط بنانے پر زور دیا جاتا ہے۔ یہ جاری معاشی بحالی اور آئی ایم ایف کے جاری پروگراموں اور وسیع تر بین الاقوامی مالی معاونت کے تحت پاکستان کو مثبت پوزیشن میں لانے میں اہم ہوگا۔



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INDEPENDENT AUDITOR'S REVIEW REPORT

To the Members of JS Investments Limited

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

We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors of **JS Investments Limited** (the Company) for the year ended 31 December 2024 in accordance with the requirements of Regulation No. 36 of the Regulations.

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

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

The Regulations require the Company to place before the Audit Committee, and upon recommendation of the Audit Committee, place before the Board of Directors for their review and approval, its related party transactions. We are only required and have ensured compliance of this requirement to the extent of the approval of the related party transactions by the Board of Directors upon recommendation of the Audit Committee.

Based on our review, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the year ended 31 December 2024.

Date: 17 March 2025

Karachi

UDIN: CR202410106hQX8SI4ta


KPMG Taseer Hadi & Co.
Chartered Accountants

STATEMENT OF COMPLIANCE

JS INVESTMENTS LIMITED
FOR THE YEAR ENDED DECEMBER 31, 2024

This statement is being presented to comply with the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulation). The purpose of the Code is to establish a framework of good governance, whereby a listed entity is managed in compliance with the best practices of corporate governance.

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

- At present, the board of the Company comprises of 8 directors (including the CEO who is a deemed director), as per the following:

| | |
|-----------|--------------------|
| a. Female | 03 (Including CEO) |
| b. Male | 05 |

- The company encourages representation of independent non-executive directors and directors representing minority interests on its Board of Directors. At present the board includes:

| | |
|---------------------------|---|
| Independent Directors Ms. | Ms. Aisha Fariel Salahuddin Ms. Mediha Kamal Afsar Mr. Farooq Ahmed Malik |
| Executive Director | Ms. Iffat Zehra Mankani |
| Non-Executive Directors* | Mr. Suleman Lalani Mr. Hasan Shahid Mr. Mirza M. Sadeed H. Barlas Mr. Faisal Anwar |
| Female Directors | Ms. Aisha Fariel Salahuddin Ms. Mediha Kamal Afsar Ms. Iffat Zehra Mankani |

* Mr. Faisal Anwar was appointed on February 19, 2025, replacing Mr. Atif Salim Malik, who resigned on November 21, 2024. Additionally, Mirza Muhammad Sadeed Hassan Barlas resigned on January 15, 2025.

The independent directors meet the criteria of independence as defined under section 166 of the Companies Act, 2017 (Act).

- The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this company.
- The company has prepared a code of conduct and has ensured that appropriate steps have been taken to disseminate it throughout the company along with its supporting policies and procedures.
- The Board has developed a vision/mission statement, overall corporate strategy and significant policies of the company. The Board has ensured that complete record of particulars of significant policies along with their dates of approval or updating is maintained by the Company.

6. All the powers of the board have been duly exercised and decisions on relevant matters have been taken by the board/ shareholders as empowered by the relevant provisions of the Act and these Regulations.
7. The meetings of the Board were presided over by the Chairman and, in his absence, by a director elected by the Board for this purpose. The Board has complied with the requirements of Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of the board.
8. The Board has a formal policy and transparent procedures for remuneration of directors in accordance with the Act and these Regulations.
9. All the members of the Board are the certified Directors.
10. There was no change in the Company Secretary, Head of Internal Audit and Chief Financial Officer during the year.
11. Chief Financial Officer and Chief Executive Officer duly endorsed the financial statements before approval of the Board;
12. The board has formed committees comprising of members given below:

| Committees | Members |
|--|--|
| Audit Committee | Ms. Mediha Kamal Afsar-Chairperson Mr. Hasan Shahid Mirza M. Sadeed H. Barlas |
| Human Resources and Remuneration Committee | Ms. Aisha Fariel Salahuddin-Chairperson Mr. Suleman Lalani Ms. Iffat Zehra Mankani |
| Executive Risk Management Committee | Mr. Suleman Lalani - Chairman Ms. Iffat Zehra Mankani |

13. The terms of reference of the aforesaid committees have been formed, documented and advised to the committee for compliance.
14. The frequency of meetings of the committees is as follows:
 - a) Audit Committee; Quarterly meetings during the financial year.
 - b) Human Resource and Remuneration Committee; Yearly meeting during the financial year.
 - c) Executive Risk Management Committee; Three meetings during the financial year.
15. The board has outsourced the internal audit function to BDO Ebrahim & Company, Chartered Accountants who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedure of the company.
16. The statutory auditors of the company have confirmed that they have been given a satisfactory rating under the Quality Control Review program of the Institute of Chartered Accountants of Pakistan and registered with Audit Oversight Board of Pakistan, that they and all their partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the Chief Executive Officer, Chief Financial Officer, Head of Internal Audit, Company Secretary or Director of the Company.

-
17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these Regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard.
 18. We confirm that all requirements of regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations have been complied with; and

Chief Executive Officer

Director

February 25, 2025
Karachi.

COMPLIANCE WITH THE BEST PRACTICES OF THE CODE OF CORPORATE GOVERNANCE

At JS Investments Limited (JSIL), unwavering commitment to excellence in corporate governance remains at the core of our operational philosophy. Our Board of Directors, Executive Management, and governance structures work cohesively to maintain and consistently exceed the requirements outlined in the Listed Companies (Code of Corporate Governance) Regulations, 2019, issued by the Securities and Exchange Commission of Pakistan (SECP), along with the listing regulations of the Pakistan Stock Exchange (PSX).

JSIL's governance framework is anchored in a deep-rooted belief that strong governance is fundamental to ensuring sustainable growth, protecting shareholder value, promoting transparency, and enhancing accountability across all facets of our operations. Throughout the year ended December 31, 2024, JSIL has meticulously complied with the Code's provisions, ensuring full alignment with both the mandatory and voluntary principles established under local and international corporate governance standards.

Our comprehensive governance reporting includes:

- The issuance of a detailed Statement of Compliance with the Code of Corporate Governance.
- The preparation of a Review Report from the External Auditors independently validating our adherence to the Code.
- Regular oversight and evaluations performed by the Board Audit Committee to reinforce internal accountability mechanisms.

These documents together evidence JSIL's transparent and diligent approach to corporate governance, forming an integral part of this Annual Report.

Business Continuity and Resilience Framework

Recognizing the increased risks posed by economic uncertainty, cybersecurity threats, regulatory reforms, and climate-related events, JSIL has proactively fortified its operational resilience. During the year, the Company enhanced its Business Continuity Plan (BCP) and Disaster Recovery (DR) framework, ensuring the uninterrupted continuation of critical business functions in the face of unforeseen disruptions.

Our resilience strategy encompasses:

- Redundant data protection systems and alternative recovery sites,
- Comprehensive operational risk assessments,
- Preemptive scenario planning and impact analyses,
- Training and simulation exercises for employees,
- Ongoing evaluation and updating of contingency protocols.

These measures position JSIL to effectively safeguard clients' interests, protect critical assets, and maintain organizational integrity under all foreseeable circumstances.

Governance Philosophy and Internal Controls

JSIL's governance philosophy is founded on fostering:

- **Meritocracy:** Promoting individuals based on performance, capability, and ethical leadership.
- **Accountability:** Embedding responsibility across all organizational levels.
- **Transparency:** Ensuring openness in decision-making and stakeholder communications.
- **Risk Management:** Building robust frameworks to anticipate and manage evolving risks.

Our Board's governance oversight is facilitated through well-structured decision-making bodies, documented internal policies, and procedural manuals that articulate clear standards of conduct, compliance requirements, and ethical behaviors.

In order to continuously elevate our governance practices, the Board actively reviews and refreshes its charters and mandates, aligning them with global standards such as the OECD Principles of Corporate Governance and the International Finance Corporation (IFC) Governance Guidelines.

Board Commitment and Ethical Stewardship

The Board of Directors remains unwavering in its commitment to uphold the highest standards of corporate governance, ensuring:

- **Efficient Board Operations:** Through structured meetings, agenda setting, and informed deliberations,
- **Director Independence:** Maintaining a significant proportion of independent and non-executive directors,
- **Performance Evaluations:** Conducting annual Board and Committee evaluations for continuous improvement,
- **Director Development:** Encouraging regular training and knowledge enhancement sessions,
- **Stakeholder Inclusivity:** Ensuring that diverse stakeholder interests are factored into strategic decisions.

Furthermore, the Board exercises active oversight over corporate strategy, risk management, succession planning, financial performance, and ESG (Environmental, Social, and Governance) integration, in line with emerging governance trends.

A Legacy of Fairness, Value Creation, and Sustainability

For nearly three decades, JSIL has embodied a culture centered around fairness, transparency, innovation, and value creation. Our long-standing governance practices reflect a philosophy where every policy, process, and initiative is designed to create sustainable value for shareholders, employees, investors, regulators, and the broader community.

This ethos is not static — it is dynamically adapted to meet evolving expectations. Our governance journey now increasingly emphasizes:

- Sustainability Reporting aligned with global frameworks (such as GRI and SASB),
- Digital Transformation Governance ensuring technology adoption is secure, ethical, and responsible,
- Diversity and Inclusion at both the Board and Management levels,
- Climate Risk Governance recognizing environmental imperatives.

With 30 years of a proud legacy, JSIL continues to set higher benchmarks for itself in governance excellence, reaffirming our pledge to ethical leadership, stakeholder stewardship, and long-term societal impact.

Conclusion

JSIL's adherence to the Code of Corporate Governance is not simply about regulatory compliance — it is a reflection of who we are as an institution: committed to accountability, transparency, fairness, and sustainability.

Through steadfast governance practices, proactive risk management, Board excellence, and corporate responsibility, JSIL aims to maintain its position as a leading asset management company, delivering sustainable value to all stakeholders well into the future.

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

| | |
|----------------------|--|
| Regulation 3 | <p>Number of Directorships An individual to simultaneously not hold the position of director in more than seven listed companies, whether through election or nomination.</p> |
| Regulation 4 | <p>Diversity in the Board The board members must possess a suitable blend of essential abilities, diversity, necessary expertise and understanding deemed pertinent to the company's functioning.</p> |
| Regulation 5 | <p>Minority Shareholder The Board shall aid minority members in order for them to participate in director elections through proxy solicitation and access necessary information from candidates seeking election.</p> |
| Regulation 6 | <p>Independent Director Each company must have independent directors comprising of at least two members or one third of the Board, whichever number is greater.</p> |
| Regulation 7 | <p>Female Director When the Board is reconstituted, it must include a minimum of one female director.</p> |
| Regulation 8 | <p>Executive Director The Board shall consist of no more than one third of executive directors, including the chief executive officer.</p> |
| Regulation 9 | <p>Chairman of the Board It is not permissible for one individual to hold the positions of both Chairman and CEO within a company.</p> |
| Regulation 11 | <p>Agenda and Discussion in Meetings The Chairman will determine the Board Agenda and allot adequate time for discussion. Any pertinent written notices or materials must be distributed no later than seven days ahead of the meeting.</p> |
| Regulation 12 | <p>Minutes of Meeting The Act mandates that the minutes of Board meetings are maintained appropriately. The Company Secretary serves as the Board Secretary and is responsible for ensuring satisfactory documentation of minutes.</p> |
| Regulation 13 | <p>Attendance at Meeting Board meeting attendance shall be attended by either the CFO and Company Secretary, or a nominee designated by the Board where applicable.</p> |
| Regulation 15 | <p>Related Party Transactions Periodically, all transactions must be presented for prior recommendation and reviewed based on their reasonableness. Afterwards, they will undergo further review by the Board for final approval.</p> |

| | |
|----------------------|---|
| Regulation 16 | <p>Directors' Remuneration Policy The Board must establish a clear and open process for determining the compensation plans of individual directors who participate in meetings of the Board and its committees.</p> |
| Regulation 17 | <p>Determination of Remuneration It is not permissible for a director to decide on their own compensation, and the amount of compensation shall align with their level of responsibility and expertise.</p> |
| Regulation 18 | <p>Directors' Orientation Program Directors must attend an orientation to become familiar with these Regulations, relevant laws, and their obligations and accountabilities. This will equip them to competently oversee the operations of the public company on behalf of its shareholders.</p> |
| Regulation 25 | <p>Financial Statements Before the Board considers and approves them, it is required that both the CFO and CEO endorse all quarterly, half-yearly, and annual financial statements.</p> |
| Regulation 26 | <p>Financial Statements Before presenting to the audit committee for board approval, external auditors will initiate both standalone and consolidated annual and interim financial statements for review by the CFO and CEO.</p> |
| Regulation 27 | <p>Audit Committee According to the necessary stipulations and scope of responsibilities, an Audit Committee has been formulated.</p> |
| Regulation 28 | <p>Human Resource & Remuneration Committee The HR&R Committee's constitution shall adhere to the necessary requirements and terms of reference.</p> |
| Regulation 31 | <p>Composition of Internal Audit Function Internal Audit: Structure and Operations.</p> |
| Regulation 32 | <p>External Auditor The prerequisites and regulations for appointing an external auditor.</p> |
| Regulation 33 | <p>Rotation of Auditors According to the regulations, all companies except those in the financial sector are required to switch their engagement partner every five years.</p> |
| Regulation 35 | <p>Disclosure of Significant Policies on Website The company to upload relevant details regarding its important policies, synopsis of board committees and other related information on its website.</p> |
| Regulation 36 | <p>Compliance Statement & Auditor Review The Compliance statement, which has been attested and certified by statutory auditors (with any instances of non-compliance brought to attention), is made available in the Company's annual report.</p> |



BOARD'S POLICY ON SIGNIFICANT MATTERS

Governance of Risk and Internal Controls

The Board of Directors at JS Investments Limited (JSIL) remains steadfastly committed to ensuring the highest standards of risk governance, internal controls, and regulatory compliance. To this end, the Board has undertaken various proactive measures to strengthen the governance framework across all jurisdictions where the Company operates.

Dedicated sub-committees of the Board consistently monitor the effectiveness of risk governance structures and internal controls, evaluating a comprehensive spectrum of risks including financial, operational, reputational, environmental, and legal dimensions. These committees provide critical oversight to safeguard shareholder value, support sustainable growth, and ensure regulatory adherence.

Further enhancing the integrity of the internal control environment, the Board has delegated the internal audit function to an independent and reputable external auditor, M/s BDO Ebrahim & Co. Chartered Accountants. This strategic decision underscores the Company's commitment to external scrutiny, transparency, and the continual strengthening of risk and control mechanisms.

Diversity and Inclusion (Including Gender Diversity)

JS Investments Limited (JSIL) strongly believes that diversity is fundamental to fostering innovation, resilience, and organizational success. The Company is committed to maintaining a diverse and inclusive environment that provides equal opportunities irrespective of gender, age, race, ethnicity, background, or ability.

The emphasis on diversity extends beyond representation. JSIL recognizes that diversity brings unique perspectives, drives better decision-making, enriches corporate culture, and enhances overall business performance. The Company's workforce and Board composition reflect this belief, ensuring that individuals from varied backgrounds collaborate to achieve JSIL's strategic objectives.

Embedded in JSIL's Code of Conduct and operational philosophy, the commitment to diversity and inclusion reinforces its culture of respect, learning, and collaboration, ultimately contributing to a more innovative, dynamic, and resilient organization.

Directors' Interest in Significant Contracts and Arrangements

JSIL maintains stringent protocols to prevent conflicts of interest within its Board. Directors are required to fully disclose any direct or indirect interests in contracts or arrangements undertaken by the Company. In compliance with regulatory requirements, such Directors abstain from deliberations and voting on relevant matters.

This transparent practice strengthens the integrity of the Board's decision-making processes, upholds ethical governance standards, and protects the interests of all stakeholders.

Remuneration of Non-Executive and Independent Directors

The remuneration framework for Non-Executive and Independent Directors at JSIL is carefully designed to uphold fairness, transparency, and good governance. Director remuneration is independently determined by the Board without participation from the concerned Directors.

Non-Executive Directors, excluding Group Directors, receive regular fees for attending Board and shareholder meetings. Executive Directors and Company Executives are not compensated based on attendance, promoting a focus on strategic contributions rather than attendance-linked incentives.

Comprehensive disclosures regarding Director and CEO remuneration are provided in the Financial Statements (Note 31), ensuring complete transparency for stakeholders.

Security Clearance of Foreign Directors

As of 2024, there were no foreign Directors appointed on JSIL's Board. Should future appointments involve foreign nationals, security clearance will be diligently obtained in accordance with applicable regulatory and legal requirements.

Board Meetings Outside Pakistan

During the year ended December 31, 2024, all meetings of the Board of Directors were convened physically within Karachi, Pakistan. Where necessary, virtual attendance via Zoom link facilities ensured seamless participation and governance continuity.

Human Resource Management and Succession Planning

Recognizing that human capital is a vital enabler of long-term success, JSIL maintains a robust Human Resource Management framework focused on attracting, developing, and retaining top-tier talent. The Company's strategic HR objectives include:

1. **Developing the Highest Caliber Talent:** Nurturing a workforce committed to excellence through competence and motivation.
2. **Fostering a Vibrant Corporate Culture:** Cultivating a collaborative, merit-driven workplace environment.
3. **Enhancing Communication and Employee Relations:** Promoting transparency through structured communication channels.
4. **Providing a Supportive Work Environment:** Facilitating professional development and long-term career growth.
5. **Retention, Motivation, and Rewards:** Implementing programs to retain and motivate a high-performing workforce.
6. **Ensuring Fairness and Consistency:** Enforcing uniform HR policies to foster a fair, equitable, and transparent work culture.

Through these initiatives, JSIL seeks to empower its workforce, enhance employee satisfaction, and strengthen organizational performance.

Social and Environmental Responsibility

JSIL is deeply committed to conducting business ethically, sustainably, and responsibly. Our Corporate Social Responsibility (CSR) strategy is embedded across all operations and aims to deliver long-lasting value for society, the environment, and all stakeholders.

Key areas of focus include:

1. **Ethical Business Practices:** Upholding transparency, fairness, and accountability across all business activities.
2. **Community Engagement:** Supporting local communities through philanthropic and volunteer initiatives.
3. **Employee Well-being:** Prioritizing health, safety, and professional development.
4. **Environmental Sustainability:** Reducing environmental impact through conservation, waste management, and energy efficiency programs.
5. **Stakeholder Communication:** Maintaining open dialogue with investors, employees, customers, and communities.
6. **Regulatory Compliance:** Adhering rigorously to environmental, labor, and social governance regulations.
7. **Responsible Supply Chain Management:** Promoting ethical sourcing and sustainable supply chain practices.
8. **Continuous Improvement:** Regularly evaluating and enhancing CSR practices based on feedback and evolving standards.

Investor Relations and Grievance Redressal Mechanism

Recognizing the vital role of investors in the Company's success, JSIL has established a comprehensive Investor Relations framework designed to ensure transparency, responsiveness, and trust.

Key initiatives include:

- 1. Online Information Availability:** Providing investors with timely access to critical Company information.
- 2. Primary Investor Contact:** Designating the Company Secretary as the main liaison for investor queries.
- 3. Grievance Investigation and Resolution:** Resolving investor complaints promptly and satisfactorily.
- 4. SECP Complaint Escalation:** Providing recourse through the SECP if grievances remain unresolved.
- 5. Formal Investor Grievance Procedure:** Implementing structured internal and independent grievance mechanisms.
- 6. Timely Resolution Commitment:** Prioritizing prompt and effective resolution of all investor concerns.
- 7. Communication and Record Maintenance:** Maintaining meticulous records of grievances and their resolution.

Through these measures, JSIL reaffirms its commitment to fostering strong, transparent relationships with its shareholders.

Employee Health, Safety, and Protection

JSIL places paramount importance on the health, safety, and overall well-being of its employees. Comprehensive health and safety policies are in place to cultivate a secure working environment that encourages open reporting of concerns and fosters continuous improvement.

This focus contributes meaningfully to the Company's operational success, employee engagement, and social responsibility goals.

Whistleblowing Policy

JSIL's Whistleblowing Policy empowers employees and stakeholders to report misconduct or unethical behavior without fear of retaliation. The policy assures strict confidentiality, fair investigation processes, and clear reporting channels including escalation to the CEO or Audit Committee when necessary.

Acts Covered Under Whistleblowing Policy

The Whistleblowing Policy covers a broad range of unethical or illegal activities, including but not limited to:

- Breach of Company policies,
- Fraud, deception, and financial malpractices,
- Insider trading and serious breaches of confidence,
- Harassment, victimization, and workplace misconduct,
- Misuse of confidential information,
- Wilful negligence or corrupt practices.

Conduct Expectations for Whistleblowers

Whistleblowers are encouraged to:

- Act in good faith,
- Base reports on reasonable grounds,
- Protect sensitive information,
- Avoid false accusations,
- Cooperate fully with investigations.

Confidentiality Assurance

All whistleblower disclosures are treated with the utmost confidentiality, ensuring that the identity of the complainant remains protected at all stages of the investigation.

Disciplinary Actions

Where misconduct is established, JSIL may undertake disciplinary actions such as:

- Termination of employment,
- Suspension or demotion,
- Written warnings,
- Withholding salary adjustments,
- Transfer or reassignment,
- Other corrective actions consistent with the severity of the misconduct.

Safety of Records Management

JSIL has implemented robust protocols for the secure management and storage of both physical and digital records. Regular data backups, fire-resistant storage solutions, and compliance with SECP and PSX record-keeping standards ensure the integrity, security, and accessibility of Company records.

Environmental Procurement, Waste, and Emissions Management

JSIL's procurement practices are guided by its commitment to sustainability. The Company actively promotes environmentally responsible purchasing decisions, waste reduction initiatives, and emissions management programs aimed at minimizing its ecological footprint and supporting Pakistan's broader climate and sustainability goals.

Through structured monitoring, transparent reporting, and continuous improvement, JSIL ensures that its environmental management policies contribute meaningfully to its long-term economic, environmental, and social performance.

Policy for Managing Actual and Perceived Conflicts of Interest

At JS Investments Limited (JSIL), maintaining the highest standards of ethics, transparency, and corporate governance is fundamental to our operations. To uphold these values, the Company has instituted a comprehensive Code of Conduct specifically designed to identify, manage, and mitigate actual or perceived conflicts of interest among members of the Board of Directors.

Under this framework, all Directors are obligated to disclose any directorships, memberships, or affiliations with other corporate entities at the time of their appointment. These disclosures are not a one-time exercise; they are systematically reviewed and updated on a quarterly basis to ensure the information remains current and accurate.

Demonstrating an unwavering commitment to ethical governance, Directors are required to diligently recuse themselves from deliberations and decision-making processes whenever a conflict or potential conflict of interest arises. This includes any agenda item where the Director's external affiliations—whether through a real, financial, or beneficial interest—could reasonably be perceived to impair their independence or impartiality.

This proactive and structured approach underscores JSIL's dedication to fostering a culture of accountability, objectivity, and trust. By prioritizing transparency in all Board dealings and maintaining clear protocols for conflict management, the Company strengthens its governance framework, safeguards stakeholder interests, and ensures that decision-making processes remain free from undue influence.

JSIL's Policy for Managing Conflicts of Interest reflects its broader philosophy of integrity-driven leadership, reinforcing its reputation as a responsible and ethically governed organization.

Conclusion

JS Investments Limited remains deeply committed to strengthening its governance frameworks, promoting diversity and inclusion, fostering stakeholder trust, and advancing its social and environmental responsibilities.

These enduring commitments reinforce the Company's resilience, ethical standing, and long-term sustainable growth — underscoring our pledge to deliver consistent value for all stakeholders.

BEST CORPORATE GOVERNANCE PRACTICES

At JS Investments Limited (JSIL), we recognize that strong corporate governance is the foundation of sustainable business growth, responsible management, and the creation of long-term shareholder value. The connection between effective governance and sound decision-making processes is crucial for achieving superior organizational performance and resilience.

Our corporate governance framework is structured around clear principles of accountability, transparency, fairness, and responsibility. It is designed to ensure that the interests of all stakeholders, including shareholders, employees, customers, regulators, and the broader community, are safeguarded and promoted.

JSIL's governance culture is underpinned by:

- A highly qualified and independent Board of Directors that exercises effective oversight and strategic leadership.
- Clear delineation of roles and responsibilities between the Board and the Management.
- Well-defined policies, charters, and procedures that promote ethical behavior, integrity, and compliance across all functions.
- A strong internal control environment, supported by independent internal and external audit processes.
- Robust risk management practices aligned with global standards and regulatory expectations.

Our governance systems are continuously reviewed and updated to reflect the evolving regulatory landscape, market developments, and international best practices. JSIL's Company Secretary's office oversees the corporate compliance framework, ensuring timely fulfillment of all legal and regulatory obligations under the Companies Act, 2017, Securities and Exchange Commission of Pakistan (SECP) regulations, and Pakistan Stock Exchange (PSX) listing regulations.

The Board's composition reflects a deliberate and thoughtful selection process, ensuring that Directors possess relevant expertise, professional qualifications, ethical integrity, and diverse backgrounds. Board performance is evaluated annually, and training programs are conducted to continuously enhance the governance capabilities of our Directors.

Through these strong foundations, JS Investments Limited strives to foster a compliance-driven, performance-oriented, and stakeholder-centric culture, positioning itself as a responsible and trustworthy investment manager in Pakistan's financial sector.

ENTERPRISE RESOURCE PLANNING SYSTEM

At JS Investments Limited (JSIL), digital transformation is viewed not merely as an operational necessity but as a strategic enabler of innovation, agility, and long-term value creation. Around two decades ago, JSIL established itself as an industry pioneer by effectively implementing and integrating a comprehensive Enterprise Resource Planning (ERP) system. This initiative positioned the Company at the forefront of technological advancement within the asset management industry in Pakistan.

Our ERP system is designed to align seamlessly with our evolving service offerings while proactively anticipating future opportunities in an increasingly digitalized environment. By integrating intelligent digital solutions across key business processes, JSIL ensures that investment products and services are accessible to clients with enhanced efficiency, security, and responsiveness.

The ERP system addresses the organization's multidimensional needs by offering a diverse range of interconnected modules encompassing finance, fund management, human resources, vendor management, risk management, compliance, and asset inventory management. This integrated platform enables JSIL to deliver comprehensive functionality across all operational layers while maintaining stringent controls over data integrity, user access, and transaction security.

Designed to Integrate with Core Business Processes and Enable Continuous Innovation

JSIL's ERP ecosystem has been architected with a flexible, modular structure that supports seamless straight-through-processing, custody, trading, clearing, and settlement services. Thanks to its agile framework, the system can easily adapt to accommodate regulatory changes, emerging business needs, and market innovations without disrupting existing operations.

Key features include:

- **Flexibility in Integration:** Ability to introduce new investment products or modify existing services with minimal system reengineering.
- **Dynamic Process Management:** Automated workflows that enhance operational efficiency and minimize manual intervention.
- **Comprehensive Data Management:** Centralized information repositories ensuring consistent, accurate, and real-time reporting.

Through continual upgrades and collaboration with system vendors, JSIL ensures that its ERP modules are consistently aligned with business priorities and regulatory expectations. A formalized Change Management Process governs all system modifications, ensuring thorough documentation, cost analysis, and vendor coordination. This approach fosters organizational resilience, improves operational agility, and ensures technological readiness for future expansions.

User Training, Adoption, and Capacity Building

Recognizing that successful ERP implementation depends not only on the technology itself but also on the proficiency of its users, JSIL has established a robust ERP user training framework. Our leadership is committed to building a digitally capable workforce, equipped with the skills necessary to leverage the full potential of the ERP system.

Key elements of our training strategy include:

- **Structured Training Programs:** All new hires and existing staff members undergo comprehensive training sessions that focus on understanding system functionalities, user responsibilities, risk controls, and access protocols.
- **Personalized Learning Approaches:** Training modules are supplemented by individualized mentoring programs, where managers provide contextual guidance based on departmental needs.
- **Training Resources:** An extensively curated ERP User Manual is made readily available to staff, serving as a practical and user-friendly reference for all modules and functionalities.

This dual-pronged approach of theoretical instruction combined with hands-on experience fosters a highly proficient and self-reliant user base, ensuring that the ERP system is utilized to its maximum operational and strategic potential.

In addition, JSIL operates a responsive IT Help Desk that offers ongoing support for ERP-related queries, system issues, and troubleshooting, ensuring minimal downtime and enhanced user experience.

Risk Management, Quality Assurance, and Control Mechanisms

JSIL places paramount importance on the security, reliability, and robustness of its ERP system. Each deployment and system enhancement undergoes a comprehensive User Acceptance Testing (UAT) phase, during which system functionalities are rigorously validated for:

- Performance under operational conditions;
- System-user compatibility;
- Risk mitigation effectiveness;
- Data protection and cybersecurity compliance.

Only after receiving formal users' sign-off, confirming satisfaction with system integrity and functionality, are modules transitioned into the live production environment.

Complementing UAT, the ERP system is governed by stringent control measures, including:

- Password Security Policies: Minimum password strength requirements, mandatory special characters, and password expiry protocols to fortify account security.
- Segregation of Duties (SoD): Clear separation of user roles to prevent unauthorized access or conflict of interest in transaction processing.
- Access Rights Management: Strict role-based access controls implemented by system administrators after thorough verification of business need and user authorization.

Together, these risk mitigation strategies ensure that JSIL's ERP environment remains resilient against operational threats, regulatory breaches, and cybersecurity vulnerabilities.

System Security, Access Rights, and Segregation of Duties

JSIL's governance around system security reflects our broader corporate governance philosophy: ensuring the highest standards of integrity, confidentiality, and accountability.

Our ERP authorization framework is based on the Principle of Least Privilege, meaning users are granted only the minimum level of access necessary to perform their designated duties. Authorization requests are routed through secure channels and are subject to multiple layers of validation and authentication.

Administrative measures further include:

- Password Management Oversight: System administrators oversee all password creation and reset requests through controlled workflows to ensure compliance with security policies.
- Role-Based Access Control (RBAC): User privileges are assigned and reviewed systematically, covering functions such as viewing, editing, posting, deleting, or blocking data.
- Periodic Credential Review: Access credentials are reviewed periodically to mitigate risks associated with orphaned accounts or privilege creep.

By maintaining such granular control over system access, JSIL enhances its operational resilience, reduces insider threats, and ensures compliance with regulatory and audit expectations.

CONCLUSION

JSIL's investment in ERP infrastructure symbolizes our commitment to operational excellence, digital innovation, and future-readiness. By harmonizing business operations with cutting-edge technology, we ensure that our clients receive services that are secure, efficient, and fully aligned with modern financial industry expectations.

Looking ahead, JSIL remains committed to continuous ERP enhancements by:

- Embracing automation and artificial intelligence (AI) capabilities,
- Strengthening cybersecurity frameworks,
- Enhancing user experience through intuitive interfaces,
- Ensuring seamless scalability to support business growth.

Through our unwavering focus on technological innovation and operational resilience, JSIL is well-positioned to navigate future challenges and deliver exceptional value to all stakeholders.

EXTERNAL OVERSIGHT OF MEASURES TAKEN TO ENHANCE CREDIBILITY OF INTERNAL CONTROLS AND SYSTEMS

At JS Investments Limited (JSIL), we recognize that robust internal controls and independent oversight mechanisms form the bedrock of sound corporate governance. In our commitment to safeguarding stakeholders' interests, the Board of Directors has instituted specialized sub-committees mandated to consistently oversee and enhance the effectiveness of internal control systems across financial, operational, reputational, environmental, and legal domains.

To reinforce the credibility of our internal controls and risk management systems with an independent perspective, the Board has delegated the internal audit function to an external professional firm — M/s BDO Ebrahim & Co., Chartered Accountants. The external auditors are selected through a rigorous assessment of their expertise, independence, and proven experience in auditing complex organizational environments. This engagement ensures objective, thorough evaluations of JSIL's internal controls, policies, and processes, conducted in accordance with best practices and regulatory expectations.

Furthermore, JSIL's management periodically seeks the services of external consultants and subject-matter experts to conduct independent performance and quality assessments. This proactive strategy enables the Company to benchmark its internal processes against global best practices, address emerging risks promptly, and strengthen overall control effectiveness. In instances where dynamic shifts in the operating environment necessitate accelerated evaluations, independent reviews are commissioned earlier than originally scheduled. This deliberate and forward-looking approach exemplifies JSIL's commitment to continuously elevating its internal control environment, thereby fostering transparency, stakeholder confidence, and operational resilience.

IMPACT OF GOVERNMENT POLICIES ON THE COMPANY'S BUSINESS AND PERFORMANCE

The financial services sector is inherently sensitive to shifts in governmental policies, fiscal reforms, regulatory updates, and macroeconomic adjustments. JS Investments Limited remains vigilant in monitoring such developments and assessing their potential impact on its strategic objectives and operational frameworks.

Governmental initiatives pertaining to taxation, monetary policy, investment regulations, pension reforms, and financial sector supervision can materially influence the Company's business environment. Therefore, JSIL undertakes a continuous impact analysis of key regulatory changes through a collaborative effort involving senior management, risk management, and legal advisory teams.

A detailed analysis of the implications of governmental policies and reforms on JSIL's business operations, financial performance, and risk profile is provided in the Directors' Report forming part of this Annual Report.

Through adaptive strategies and a proactive compliance approach, JSIL seeks to mitigate potential adverse effects and to leverage emerging opportunities presented by the evolving regulatory landscape.

GOVERNANCE PRACTICES EXCEEDING LEGAL REQUIREMENTS

At JS Investments Limited, corporate governance is not merely a regulatory obligation but a strategic imperative integral to our organizational identity. Our Board of Directors and Executive Management are committed to maintaining governance standards that exceed statutory requirements, embodying global best practices and stakeholder expectations.

In addition to fulfilling the governance requirements stipulated by the Securities and Exchange Commission of Pakistan (SECP) and Pakistan Stock Exchange (PSX), JSIL voluntarily adopts and incorporates additional disclosure practices, board evaluations, training programs for directors, and sustainability initiatives into its governance framework.

Recent updates to the Company's internal policies, charters, and protocols reflect our emphasis on aligning governance practices with international standards, including principles articulated by the Organisation for Economic Co-operation and Development (OECD) and the International Corporate Governance Network (ICGN).

By embedding principles of ethical leadership, transparent reporting, board effectiveness, stakeholder engagement, and risk oversight into our operating culture, JSIL affirms its dedication to excellence in governance. This approach not only enhances shareholder confidence but also reinforces JSIL's reputation as a trusted investment manager.

RESPONDING TO CRITICAL CHALLENGES AND UNCERTAINTIES

In an era characterized by heightened volatility, technological disruption, and global interconnectivity, JS Investments Limited remains steadfast in its approach to navigating uncertainties and critical challenges. Our risk management and strategic planning frameworks are designed to anticipate, assess, and address emerging risks across economic, operational, technological, environmental, and geopolitical dimensions.

Key challenges faced during the year included:

- Persistent economic pressures;
- Global and domestic fiscal imbalances;
- Evolving cyber threats and advancements in information technology;
- Heightened regulatory scrutiny and compliance complexities;
- Climate change risks impacting investment strategies.

To counter these challenges, JSIL has adopted several strategic initiatives:

- Diversification of the Company's investment portfolio into sustainable and resilient asset classes;
- Integration of advanced technologies to enhance operational efficiency and client service delivery;
- Strengthening of cybersecurity infrastructure and data protection policies;
- Enhancement of enterprise-wide risk management frameworks;
- Continuous enhancement of governance through dedicated risk management and internal audit functions.

Moreover, with a highly skilled and agile management team, JSIL remains well-positioned to adapt its strategies dynamically, thereby ensuring the protection of investor interests and the sustainable growth of the Company.

FULFILLMENT OF CORPORATE SOCIAL RESPONSIBILITY (CSR) GUIDELINES

JS Investments Limited remains deeply committed to playing a meaningful role in the betterment of society through its proactive embrace of Corporate Social Responsibility (CSR) principles, as advocated by the SECP's CSR Guidelines, 2013.

Recognizing that the sustainability of a business is intertwined with the well-being of society and the environment, JSIL approaches CSR as a core strategic pillar rather than an ancillary function. Our CSR philosophy is grounded in the principles of:

- Ethical conduct;
- Community empowerment;
- Environmental stewardship;
- Social equity.

During the year, JSIL's CSR initiatives focused on:

- Supporting charitable organizations engaged in healthcare, education, and poverty alleviation;
- Promoting financial literacy and investment awareness among underserved communities;
- Participating in environmental conservation efforts and climate action initiatives;
- Adopting transparent, measurable, and impactful CSR reporting practices.

By aligning our CSR efforts with the United Nations Sustainable Development Goals (SDGs), JSIL continues to strive toward creating positive, lasting change for society while enhancing the long-term sustainability of the business.

THE LEGISLATIVE AND REGULATORY ENVIRONMENT IN WHICH THE ORGANIZATION OPERATES

JS Investments Limited operates within a dynamic and multi-faceted legislative and regulatory framework shaped by national laws, regulatory bodies, and international standards. Compliance with the Securities and Exchange Commission of Pakistan (SECP), Pakistan Stock Exchange (PSX) requirements, and other relevant regulatory authorities is paramount to our operations.

Our key regulatory obligations include, but are not limited to:

- Compliance with the Companies Act, 2017;
- Compliance with SECP's Non-Banking Finance Companies (NBFC) Regulations;
- Adherence to Mutual Funds Regulations governing fund establishment, management, valuation, and disclosures;
- Compliance with Investment Advisory, REIT Management, and Private Equity and Venture Capital Regulations;
- Adherence to Pension Fund Management rules for Voluntary Pension Schemes (VPS);
- Implementation of Anti-Money Laundering (AML) and Counter Financing of Terrorism (CFT) measures.

Moreover, affiliation with JS Bank Limited and associated financial group entities necessitates robust group-wide governance protocols, consolidated reporting, and enhanced risk management practices to meet group regulatory standards.

JSIL also remains responsive to emerging global standards, including International Financial Reporting Standards (IFRS), sustainability reporting frameworks, and international anti-corruption conventions, thereby reinforcing its commitment to transparency and integrity in global best practices.

In an environment of frequent regulatory change and macroeconomic uncertainty, JSIL's legal, compliance, and risk management functions collaborate closely to ensure proactive anticipation of, and adaptation to, regulatory developments. This ensures uninterrupted operational resilience, protects stakeholder interests, and sustains the Company's position within Pakistan's asset management industry.

RELATED PARTY TRANSACTIONS

Approved Policy for Related Party Transactions

Every Director (including spouse, children, step-children, and parents) of JS Investments Limited (JSIL) who is in any way, whether directly or indirectly, concerned or interested in any contract or arrangement entered into, or to be entered into, by or on behalf of JSIL, must disclose the nature of their concern or interest at a meeting of the Board. No Director of JSIL shall take any part in the discussion of, or vote on, any such contract or arrangement if they have a direct or indirect interest.

Definitions

"Applicable Laws" means all applicable statutes, ordinances, rules, regulations, and principles of common law, including but not limited to the Companies Act, 2017, Code of Corporate Governance (COCG), NBFC rules and regulations, and other regulatory requirements.

"Board" refers to the Board of Directors of the Company.

"COCG" means the Code of Corporate Governance for Listed Companies issued by SECP.

"Commission" refers to the Securities and Exchange Commission of Pakistan.

"Company" means JS Investment Company Limited.

"NBFC Laws" refers to applicable rules under the NBFC Establishment and Regulation framework.

"Policy" refers to this Policy on Related Party Transactions.

"Related Party" means any party defined as such under Applicable Laws.

"Related Party Transaction" means a transaction between JSIL and a Related Party as defined, including fund transactions managed by JSIL or associated companies.

Preamble

This Policy ensures that all Related Party Transactions comply with the Applicable Laws. In case of conflict between this Policy and any prevailing laws, the relevant law shall prevail. Management is responsible for ensuring compliance both in letter and spirit.

Purpose

The Policy governs the approval, reporting, and disclosure of all Related Party Transactions, aligning with legal requirements to promote ethical business practices.

Effective Date

The Policy became effective from the date of Board approval and remains in force until amended or rescinded by the Board.

Approvals for Related Party Transactions

1. Ordinary Course and Arm's Length:

The Company may enter Related Party Transactions in its ordinary course of business and at arm's length without prior Board approval.

2. Review and Approval:

All other Related Party Transactions require review by the Audit Committee and approval by the Board.

3. Non-Recommendation by Committee:

If the Audit Committee recommends against proceeding with a Related Party Transaction, the Board may discontinue or rescind it.

4. Non-Arm's Length Transactions:

Any non-arm's length Related Party Transaction must be justified and presented to the Board before execution.

5. Shareholders' Approval:

For significant transactions involving major Director interests, shareholder approval is required in a general meeting.

6. Key Evaluation Factors:

Management must present key factors for Board approval, including:

- Company's interest and benefits,
- Nature and fairness of transaction,
- Terms and arm's length nature,
- Potential conflicts of interest,
- Reputational risk considerations.

7. Additional Clarifications:

The Board or Audit Committee may seek further information if needed before granting approval.

Conflict of Interest

Any Director interested in a Related Party Transaction must abstain from discussing or voting on the matter at both Committee and Board levels.

If the majority of Directors are interested, the transaction must be approved by shareholders through a special resolution.

Record Retention and Disclosures

- The Company maintains a comprehensive record of all Related Party Transactions.
- Full disclosure is made in the Directors' Report / Annual Report per Companies Act, 2017.
- A Register of Contracts or Arrangements is maintained under statutory requirements.

Ratification

If a Related Party Transaction is entered into without following the prescribed approval process, it may be ratified by the Board or shareholders within ninety (90) days. If not ratified, it may be voidable at the Board's discretion.

Details of All Related Parties' Transactions

JSIL maintains an exhaustive and transparent list of all related parties and transactions, disclosed in its Annual Report. These transactions are conducted in the ordinary course of business, on an arm's length basis, aligned with fair commercial terms.

In accordance with the Code of Corporate Governance and applicable regulations:

- A comprehensive quarterly review of Related Party Transactions is conducted by the Audit Committee.
- After Audit Committee review, the Board formally approves the transactions.
- Shareholder approval is sought where required.

Details, including common directorships and shareholdings, are presented in Note 32 to the consolidated financial statements for the year ended December 31, 2024.

Contract or Arrangement with Related Party Other than in the Ordinary Course
During the year 2024, no contracts or arrangements with related parties were executed outside the ordinary course of business or not at arm's length terms.

Disclosure of Director's Interest in Related Party Transactions

No Director of JSIL holds any notable interest in the Related Party contracts and arrangements undertaken during the year.

Should any Director have a direct or indirect interest in future, they are required to disclose the nature of their interest at the Board meeting and abstain from participation and voting on the related matter.

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STRATEGY & RESOURCE ALLOCATION

This section outlines JS Investments Limited's strategic priorities and long-term value creation roadmap, in alignment with the Integrated Reporting Framework and the Best Corporate Report Criteria 2024 (ICAP & ICMAP). It covers key area of Strategy and Resource Allocation offering a comprehensive view of how the Company sustains and grows value. Disclosures follow relevant GRI Standards, such as GRI 2 (General Disclosures), and address materiality, stakeholder engagement, strategic goals, and performance metrics. Collectively, these components reflect JSIL's resilience and commitment to sustainable growth.

STRATEGIC OBJECTIVES



Short Term

To establish a strong market presence and attain a leadership position by consistently delivering superior investment performance. This objective focuses on leveraging research-driven strategies and disciplined portfolio management to generate competitive returns for our clients in the near term.



Medium Term

To cultivate sustainable and long-term partnerships with investors by focusing on their evolving financial needs. Through a client-centric approach and continuous innovation in investment solutions, we aim to enhance the financial well-being of our clients and strengthen their trust in our capabilities.



Long Term

To become the investment partner of choice for a diverse clientele by offering a comprehensive suite of innovative and high-quality investment solutions. Our long-term vision is to lead the industry through excellence, adaptability, and a commitment to creating enduring value for all stakeholders.

STRATEGIES TO ACHIEVE OBJECTIVES

Long-Term Strategic Objectives

In pursuit of sustained leadership and innovation within the asset management industry, JS Investments has defined long-term objectives aimed at creating enduring value for investors, strengthening its market position, and fostering resilience through diversification and innovation.



Diversify Investment Solutions

JS Investments is committed to broadening its suite of investment products by introducing a wide range of offerings tailored to meet diverse investor preferences, varying risk appetites, and long-term financial goals. This includes expansion within Collective Investment Schemes (CIS), Shariah-compliant funds, voluntary pension schemes, and alternative investment vehicles. The aim is to ensure product breadth and flexibility, catering to both retail and institutional segments across different economic cycles. Multiple innovative funds have already been launched, and several others are under development, reinforcing the firm's adaptability and client-centric approach.



Invest in Research and Development

To remain ahead of the curve, JS Investments continuously prioritizes research and development as a core strategic pillar. This includes internal capabilities in market intelligence, fund performance analytics, competitor benchmarking, and client behavior insights. The Company channels resources toward developing proprietary tools, refining investment models, and launching data-driven product enhancements to keep pace with the dynamic market environment.



Harness Technological Advancements

JS Investments is at the forefront of integrating technology into asset management practices. By deploying digital platforms such as the WhatsApp BoT, personalized dashboards, AI-enabled analytics, and digital onboarding tools, JSIL aims to enhance investor accessibility, convenience, and overall experience. The firm continues to invest in fintech partnerships and system upgrades that improve automation, real-time performance tracking, and back-office operational efficiency.



Strengthen Brand Identity

A strong and credible brand is essential for long-term trust and market relevance. JS Investments continues to invest in its brand through thought leadership, content marketing, social media visibility, and public education on investment literacy. The Company's brand-building strategy also includes strategic alliances, media partnerships, and active stakeholder engagement, solidifying JSIL's position as a trusted name in the investment management ecosystem.

Medium-Term Strategic Objectives

Over the medium term, JS Investments seeks to consolidate and expand its investor base, deepen client relationships, and strengthen the Company's advisory ecosystem. These priorities are aimed at fostering scalable growth and delivering personalized investor outcomes.



Tailor Personalized Investment Solutions

With the growing demand for tailored financial advice, JS Investments is focused on crafting investment solutions that align with the distinct financial goals of each client. Leveraging AI-powered portfolio tools and detailed client profiling, JSIL delivers bespoke investment strategies that are agile, diversified, and aligned with both short- and long-term financial aspirations.



Cultivate Robust Client Partnerships

JSIL emphasizes the importance of long-term client relationships built on trust, transparency, and performance. By fostering a service-oriented culture and enhancing proactive client engagement, the Company nurtures partnerships with HNWI's, institutions, and retail investors alike. Transparent communication, accessibility through digital channels, and regular performance updates form the backbone of this engagement model.



Strengthen Advisory Expertise

JSIL is committed to building a best-in-class advisory force. Through targeted recruitment, continuous professional development, and technical certifications, JSIL is enhancing the capabilities of its Relationship Managers and Investment Advisors. The objective is to provide personalized, research-backed financial advice and investment planning that supports clients in achieving their life and wealth goals.

Short-Term Strategic Objectives

In the near term, JS Investments aims to reinforce its foundation by enhancing operational efficiencies, sharpening investment strategies, and ensuring transparency in investor communications.



Prioritize Investment Excellence

JS Investments continues to focus on achieving superior risk-adjusted returns through disciplined fund management, robust research methodologies, and dynamic asset allocation strategies. By closely tracking market trends and macroeconomic indicators, the investment team ensures agile responses to changing market conditions while protecting investor capital.



Enhance Investment Strategies

The Company continually refines its investment models to optimize fund performance. This includes integrating real-time data analytics, and quantitative tools to drive active decision-making. Investment strategies are regularly reviewed and recalibrated to align with global best practices and client mandates.



Monitor Key Performance Indicators (KPIs)

JSIL maintains a structured performance monitoring framework that includes both financial and non-financial KPIs. These encompass client retention, fund performance against benchmarks, AUM growth, digital engagement levels, and operational turnaround times. Insights derived from KPIs inform leadership decisions and ensure alignment with business goals.



Communicate Investment Performance Transparently

Transparency is fundamental to JS Investments' client engagement philosophy. The Company provides regular, clear, and comprehensive communication through client dashboards, Fund Management Reports (FMRs), and personalized account statements. This proactive communication fosters investor confidence, aligns expectations, and strengthens accountability.

STRATEGIC PROCESS TO DRIVE SUSTAINABLE GROWTH

JS Investments Limited employs a well-structured set of strategic processes designed to support informed decision-making, reinforce a culture of integrity, and enhance operational excellence across all functions. These processes serve as the foundation for maintaining accountability, aligning actions with corporate objectives, and fostering long-term value creation for all stakeholders, including investors, employees, and regulatory bodies.

Strategic Planning

At JS Investments, strategic planning is a continuous and collaborative exercise that guides the long-term direction of the organization. The Company develops a comprehensive strategic roadmap that clearly defines its mission, vision, goals, and operational strategies. This roadmap is shaped by a thorough analysis of internal capabilities, market trends, regulatory developments, and macroeconomic conditions. By setting measurable objectives and aligning resources accordingly, the strategic plan ensures clarity of direction, organizational agility, and sustained growth. Periodic reviews and strategic recalibrations are conducted to ensure ongoing relevance and responsiveness to market dynamics.

Risk Management

Risk management is a core pillar of JS Investments' governance framework. The Company maintains an enterprise-wide risk management system that proactively identifies, evaluates, and mitigates financial, operational, regulatory, and reputational risks. This system incorporates formalized risk assessments, scenario analyses, and comprehensive risk registers, supported by a strong internal control environment. Risk mitigation strategies are embedded across all departments, ensuring a unified approach to safeguarding assets, protecting investor interests, and maintaining business continuity in the face of emerging challenges.

Performance Management

JS Investments emphasizes a performance-driven culture to ensure alignment with strategic priorities and operational efficiency. The Company has implemented a robust performance management framework that evaluates the effectiveness of employees, departments, and investment portfolios against defined Key Performance Indicators (KPIs). These KPIs include metrics such as fund performance against benchmarks, client satisfaction, operational turnaround times, and cost efficiency. Regular performance appraisals, feedback mechanisms, and action plans help drive continuous improvement and ensure that high-performing teams are recognized and empowered.

Employee Engagement and Development

JS Investments believes that a motivated and engaged workforce is central to achieving business excellence. The Company actively fosters a positive and inclusive workplace culture by encouraging two-way communication, recognizing employee achievements, and supporting professional development. Initiatives such as structured learning programs, mentorship, skills-based workshops, and career progression planning are regularly undertaken. In addition, periodic engagement surveys and open forums provide platforms for employee feedback, ensuring that leadership remains connected to team sentiments and needs. By investing in its people, JSIL cultivates a high-performance culture that enhances retention, innovation, and organizational resilience.

RESOURCE ALLOCATION PLAN

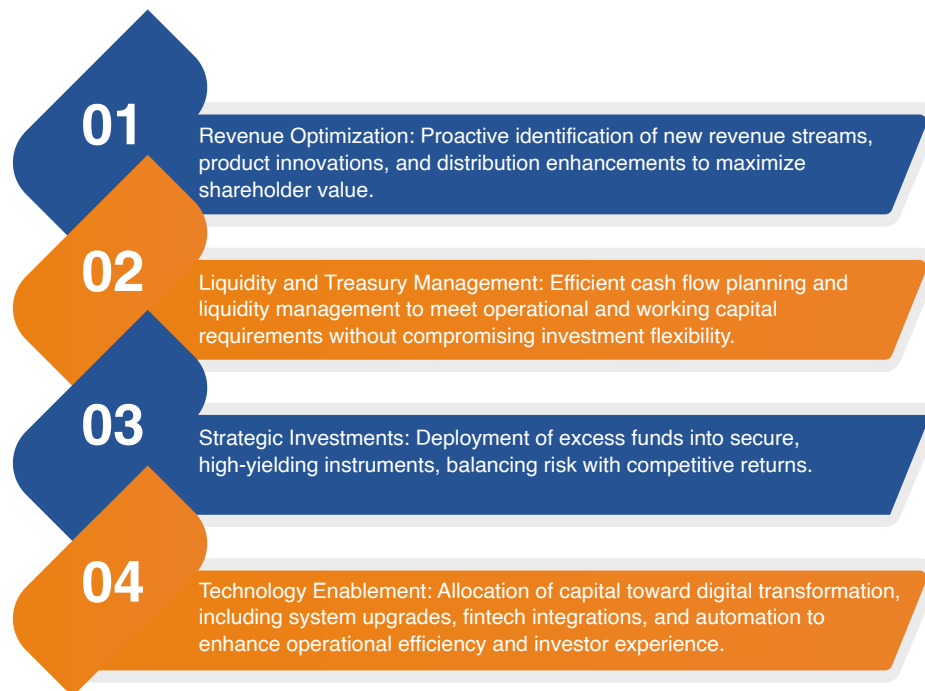
At JS Investments Limited (JSIL), resource allocation is a strategic and disciplined exercise aligned with the Company's long-term vision and value-creation goals. Resources are allocated annually in accordance with the budget approved by the Board of Directors, ensuring alignment with strategic objectives, risk appetite, and stakeholder expectations.

JSIL remains steadfast in its commitment to prudent capital deployment, operational excellence, and responsible growth. Resource allocation decisions are guided by the need to balance short-term performance with long-term sustainability, and to build institutional resilience across financial, human, natural, intellectual, and relational capital.

The following outlines JSIL's resource allocation approach across key capital dimensions:

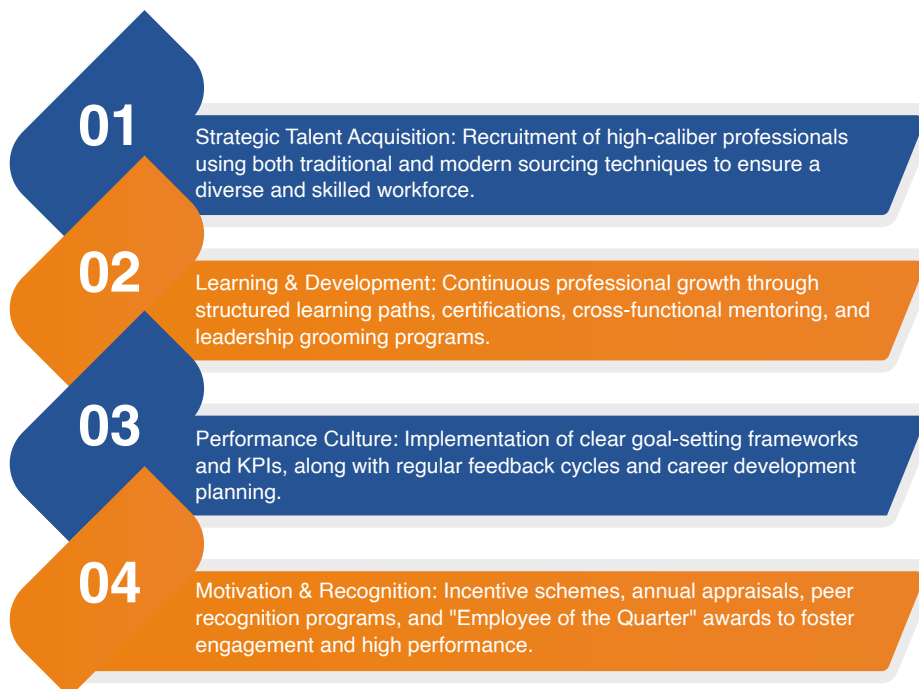
1. Financial Capital

JSIL adopts a forward-looking approach to financial resource management, ensuring liquidity, profitability, and strategic reinvestment:



2. Human Capital

Recognizing people as a cornerstone of sustainable success, JSIL invests extensively in acquiring, developing, and retaining top talent:



3. Natural Capital

As a responsible corporate entity, JSIL actively incorporates environmental sustainability into its operational framework:



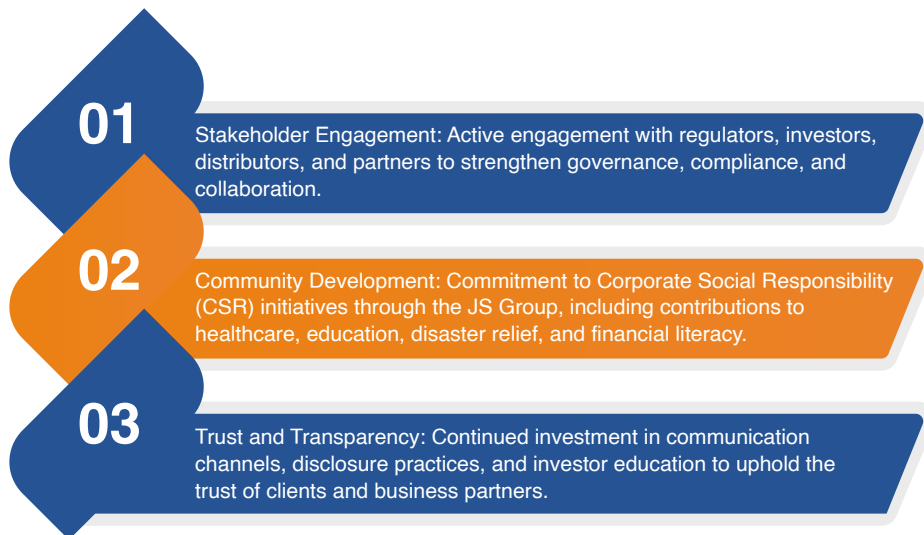
4. Intellectual Capital

JSIL's intellectual capital is embedded in its long-standing industry expertise, product innovation, and institutional credibility:



5. Social and Relationship Capital

Building meaningful, long-term relationships with stakeholders is fundamental to JSIL's operating philosophy:



CONCLUSION

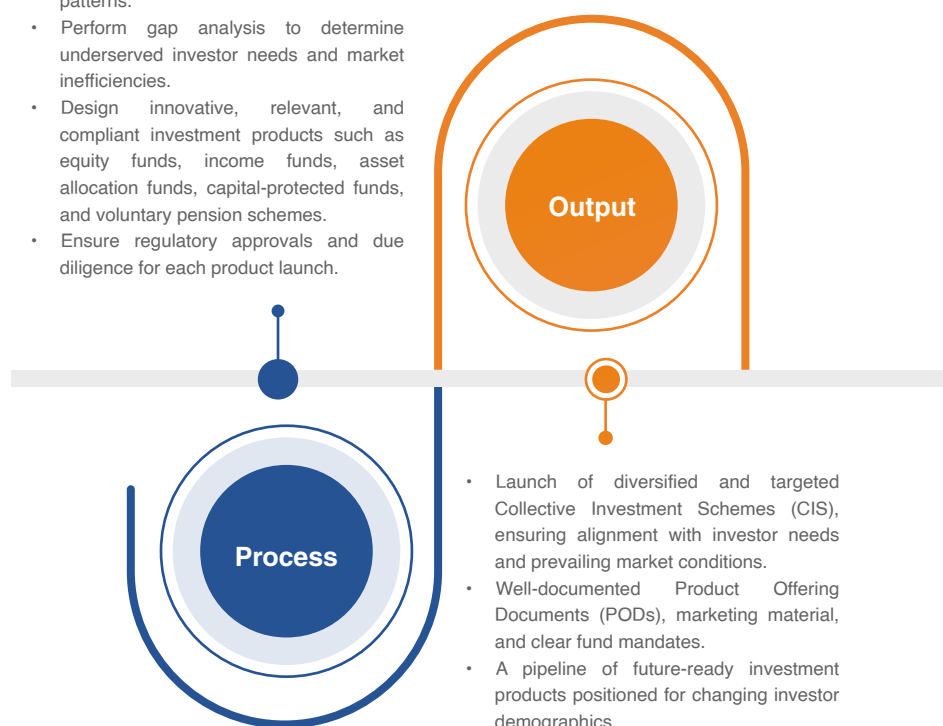
JSIL's strategic resource allocation is designed to support its core mission i.e. delivering consistent investment performance, driving innovation, and ensuring organizational sustainability. By channeling resources toward high-impact areas, JSIL not only strengthens its operational backbone but also reinforces its position as a trusted and future-ready asset management company in Pakistan.

THE VALUE CHAIN

JS Investments Limited's value chain reflects its core purpose: to deliver consistent, risk-adjusted returns for its investors while maintaining the highest standards of governance, transparency, and fiduciary responsibility. Each step in the value chain is designed to contribute directly to client outcomes and stakeholder value in a regulated investment management environment.

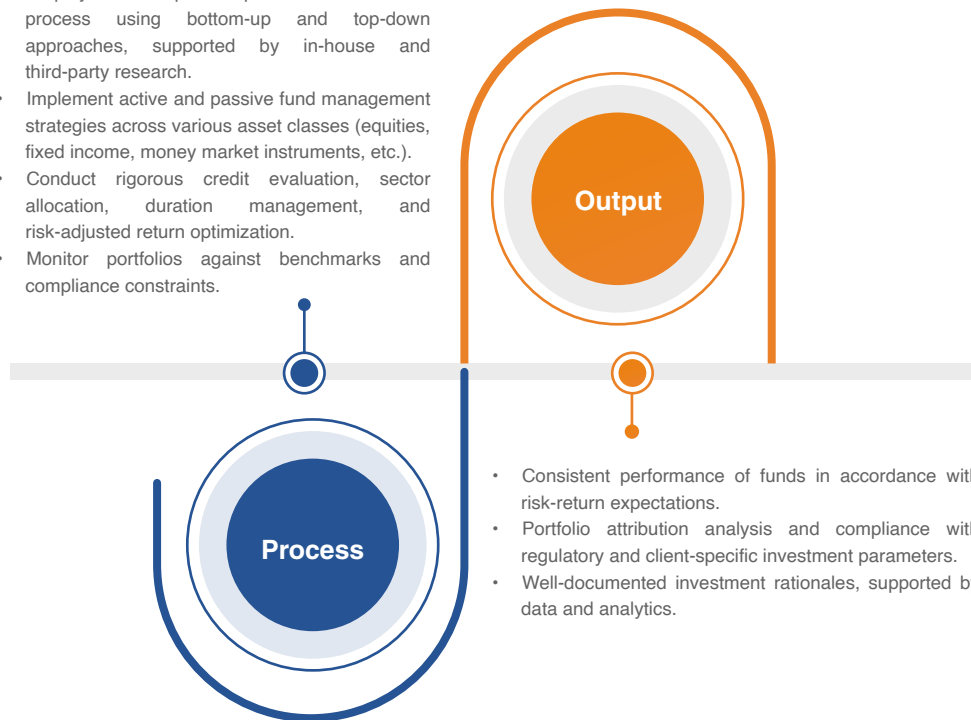
1. Market Research and Product Development

- Conduct continuous macroeconomic, sectoral, and capital market research to identify investment trends, regulatory developments, and investor demand patterns.
- Perform gap analysis to determine underserved investor needs and market inefficiencies.
- Design innovative, relevant, and compliant investment products such as equity funds, income funds, asset allocation funds, capital-protected funds, and voluntary pension schemes.
- Ensure regulatory approvals and due diligence for each product launch.



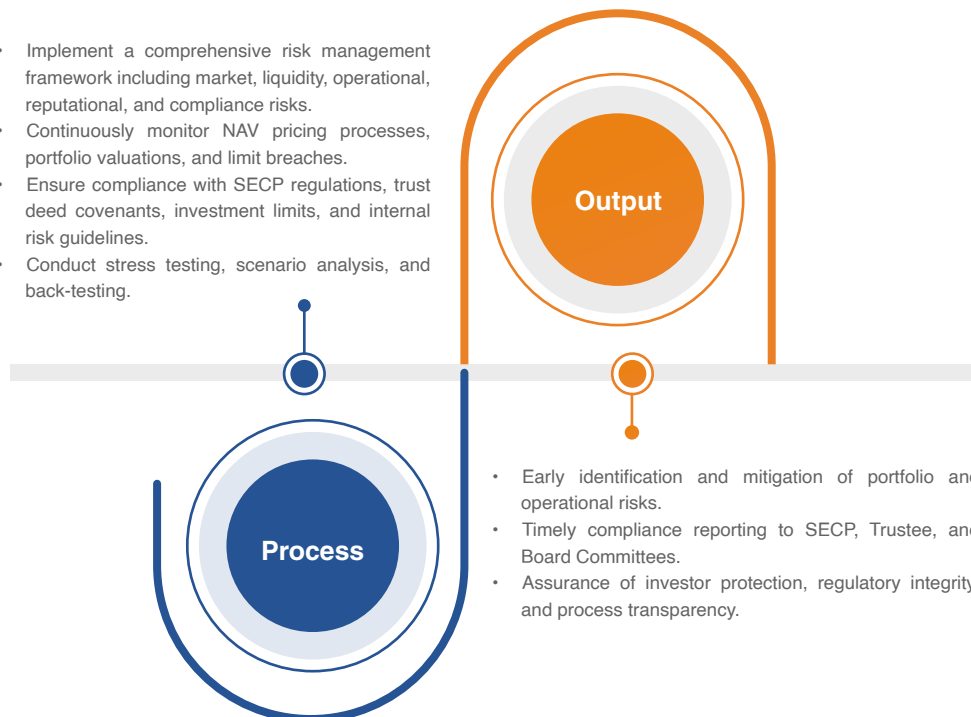
2. Fund Management and Investment Strategy

- Establish investment objectives and strategy in line with each fund's mandate.
- Employ a disciplined portfolio construction process using bottom-up and top-down approaches, supported by in-house and third-party research.
- Implement active and passive fund management strategies across various asset classes (equities, fixed income, money market instruments, etc.).
- Conduct rigorous credit evaluation, sector allocation, duration management, and risk-adjusted return optimization.
- Monitor portfolios against benchmarks and compliance constraints.



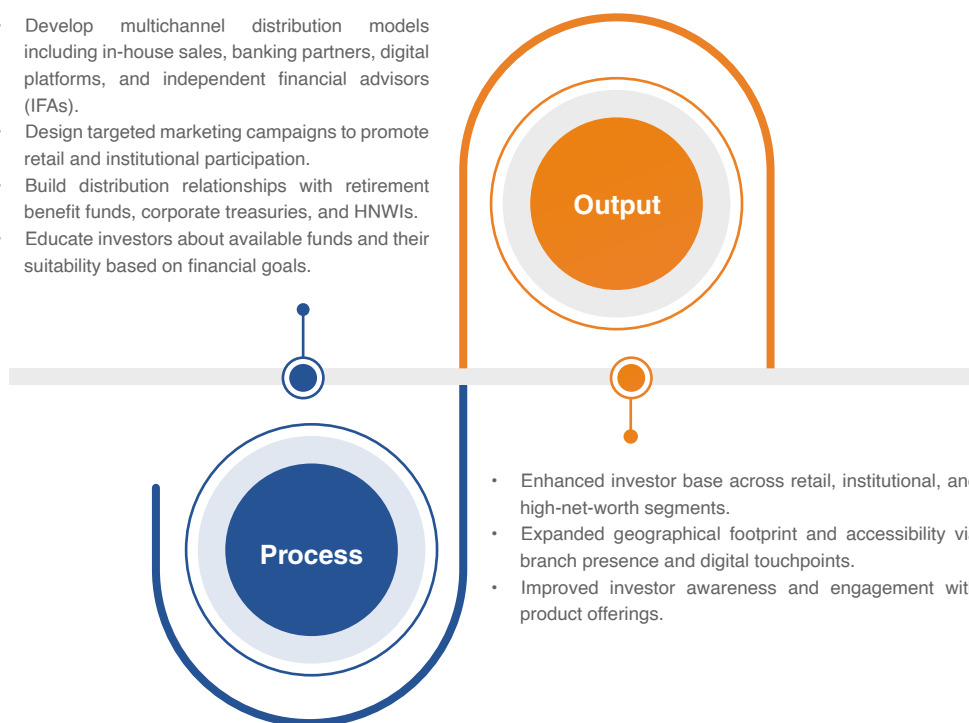
3. Risk Management and Compliance

- Implement a comprehensive risk management framework including market, liquidity, operational, reputational, and compliance risks.
- Continuously monitor NAV pricing processes, portfolio valuations, and limit breaches.
- Ensure compliance with SECP regulations, trust deed covenants, investment limits, and internal risk guidelines.
- Conduct stress testing, scenario analysis, and back-testing.



4. Distribution and Client Acquisition

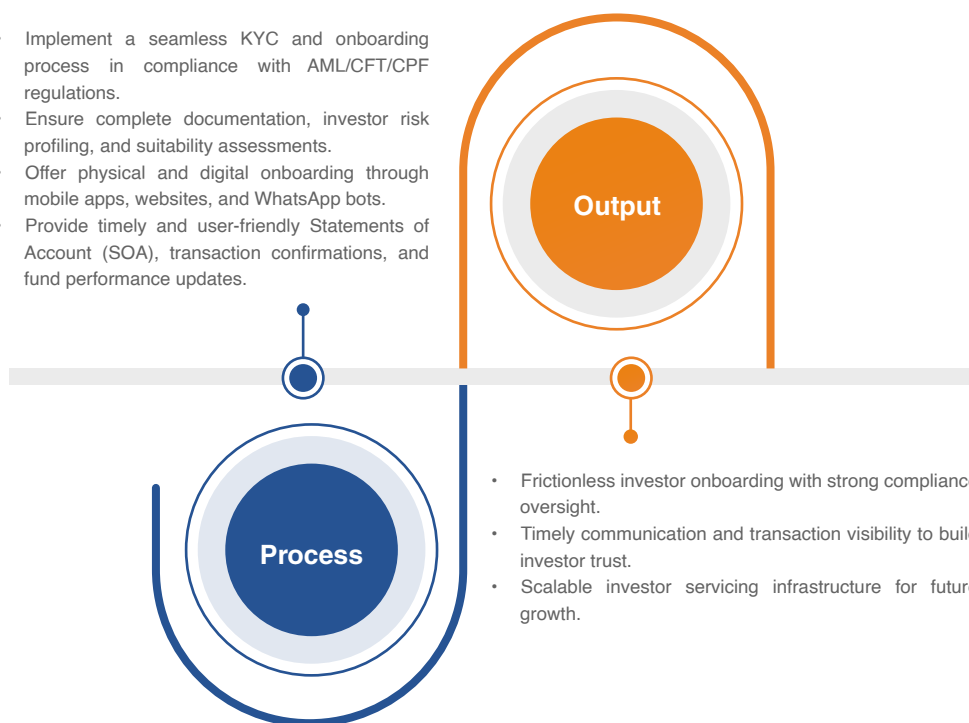
- Develop multichannel distribution models including in-house sales, banking partners, digital platforms, and independent financial advisors (IFAs).
- Design targeted marketing campaigns to promote retail and institutional participation.
- Build distribution relationships with retirement benefit funds, corporate treasuries, and HNWIs.
- Educate investors about available funds and their suitability based on financial goals.



- Enhanced investor base across retail, institutional, and high-net-worth segments.
- Expanded geographical footprint and accessibility via branch presence and digital touchpoints.
- Improved investor awareness and engagement with product offerings.

5. Investor Services and Onboarding

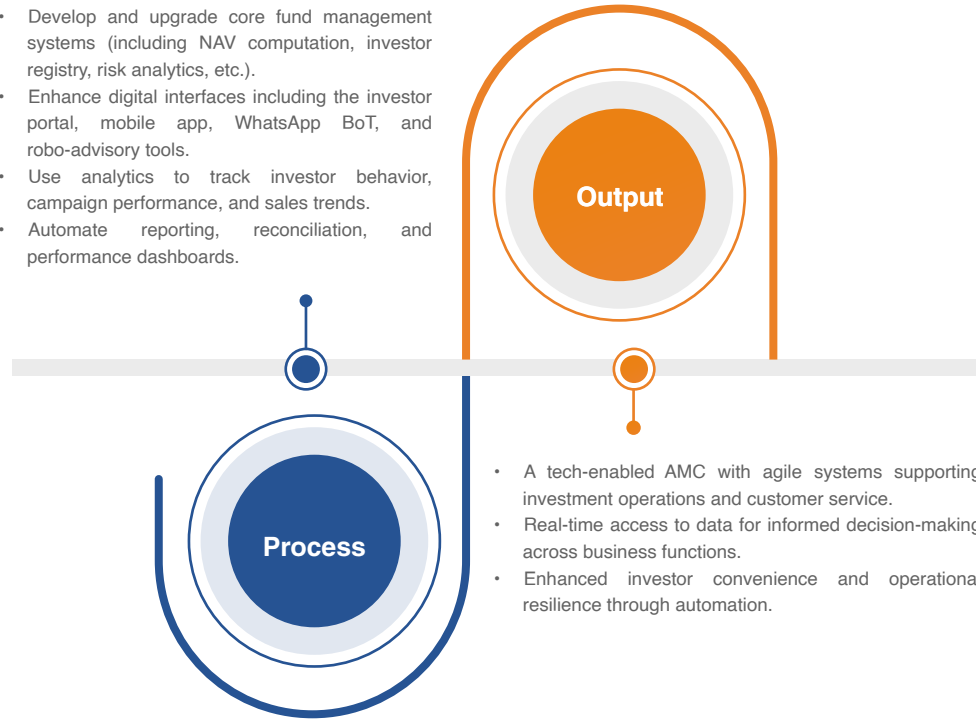
- Implement a seamless KYC and onboarding process in compliance with AML/CFT/CPF regulations.
- Ensure complete documentation, investor risk profiling, and suitability assessments.
- Offer physical and digital onboarding through mobile apps, websites, and WhatsApp bots.
- Provide timely and user-friendly Statements of Account (SOA), transaction confirmations, and fund performance updates.



- Frictionless investor onboarding with strong compliance oversight.
- Timely communication and transaction visibility to build investor trust.
- Scalable investor servicing infrastructure for future growth.

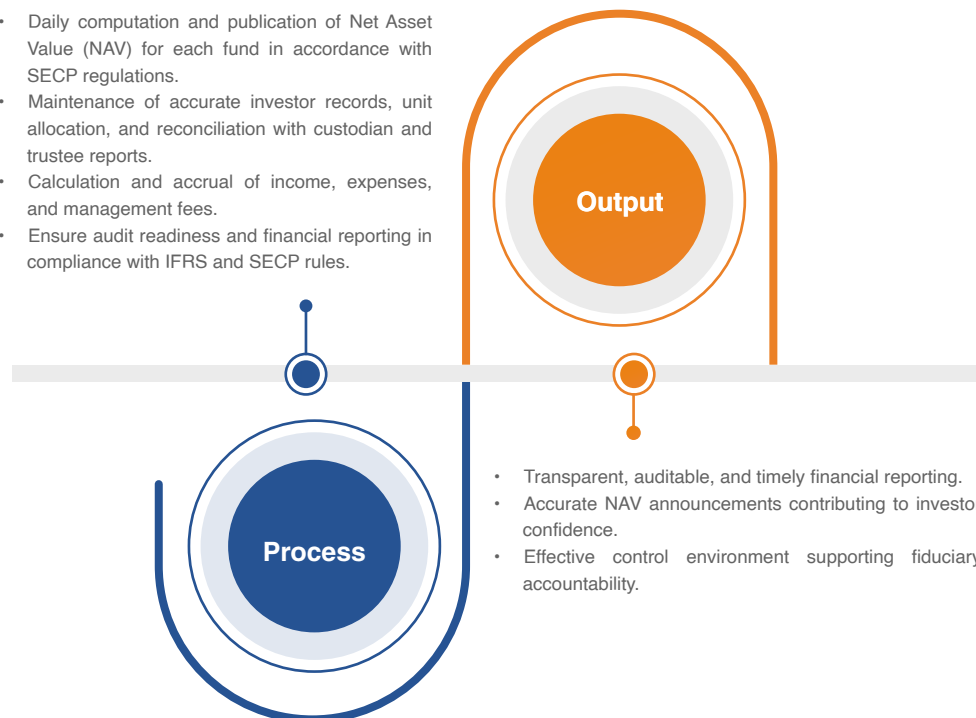
6. Technology and Digital Transformation

- Develop and upgrade core fund management systems (including NAV computation, investor registry, risk analytics, etc.).
- Enhance digital interfaces including the investor portal, mobile app, WhatsApp BoT, and robo-advisory tools.
- Use analytics to track investor behavior, campaign performance, and sales trends.
- Automate reporting, reconciliation, and performance dashboards.



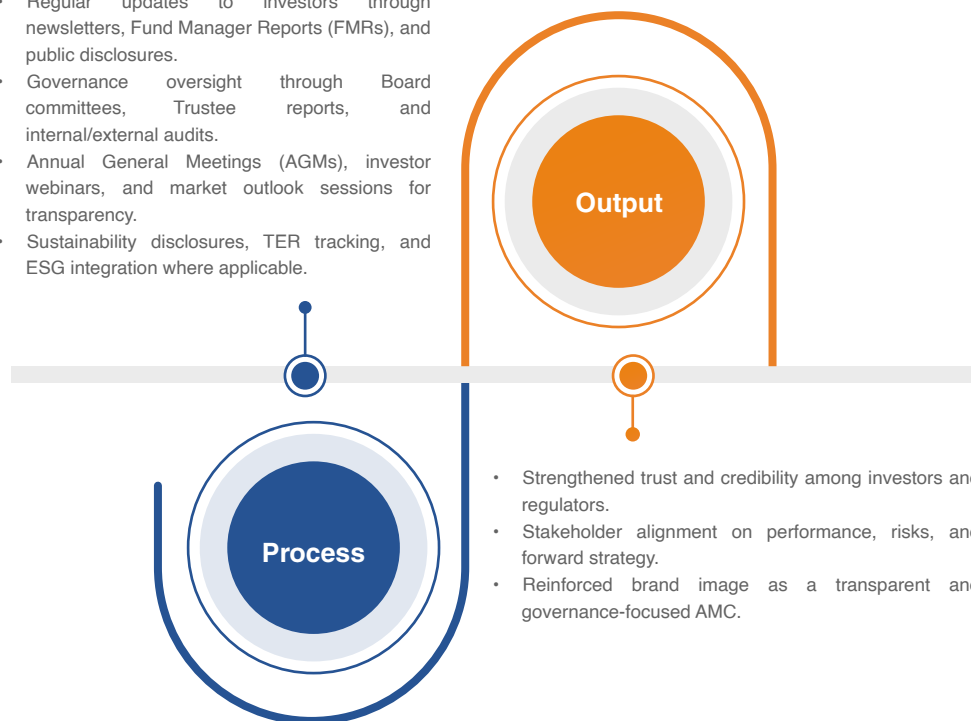
7. Financial Control and Fund Accounting

- Daily computation and publication of Net Asset Value (NAV) for each fund in accordance with SECP regulations.
- Maintenance of accurate investor records, unit allocation, and reconciliation with custodian and trustee reports.
- Calculation and accrual of income, expenses, and management fees.
- Ensure audit readiness and financial reporting in compliance with IFRS and SECP rules.



8. Stakeholder Communication and Governance

- Regular updates to investors through newsletters, Fund Manager Reports (FMRs), and public disclosures.
- Governance oversight through Board committees, Trustee reports, and internal/external audits.
- Annual General Meetings (AGMs), investor webinars, and market outlook sessions for transparency.
- Sustainability disclosures, TER tracking, and ESG integration where applicable.



- Strengthened trust and credibility among investors and regulators.
- Stakeholder alignment on performance, risks, and forward strategy.
- Reinforced brand image as a transparent and governance-focused AMC.

CONCLUSION

The value chain at JS Investments Limited is centered on delivering long-term, risk-adjusted value to investors while adhering to the highest standards of regulatory compliance, client service, and innovation. From product development and investment strategy to technology integration and stakeholder communication, every function is tightly interwoven to create sustainable outcomes for clients and contribute to Pakistan's capital market development.

KEY PERFORMANCE INDICATORS (KPIs)

At JS Investments Limited (JSIL), Key Performance Indicators (KPIs) are a cornerstone of the performance measurement framework, serving as critical tools to assess the Company's effectiveness in executing its strategic goals. These quantifiable metrics allow management and stakeholders to evaluate progress across financial, operational, regulatory, and human capital dimensions.

JSIL employs a rigorous and data-driven approach to performance monitoring, combining internal benchmarks, industry comparisons, and forward-looking metrics. This enables agile decision-making, enhances accountability, and reinforces alignment with the Company's long-term vision of delivering superior value to investors while maintaining operational and regulatory integrity.

The KPIs below provide a comprehensive lens into the operational health and strategic progress of JSIL:

1. Assets Under Management (AUM)

The total market value of assets managed across all Collective Investment Schemes (CIS), Voluntary Pension Schemes (VPS), and Discretionary Portfolios.



Significance:

- A direct driver of the Company's fee-based revenue.
- Reflects investor trust, market reach, and product competitiveness.
- Growth in AUM indicates successful client acquisition, retention, and effective investment strategies.

Monitoring Approach:

- Tracked daily and reported monthly, segmented by asset class and product category.
- Benchmarked against market share and industry growth rates published by MUFAP and SECP

2. Investment Performance and Returns

The actual returns generated by the funds under management, evaluated against benchmark indices and peer funds.



Significance:

- Core indicator of fund manager effectiveness and investment strategy soundness.
- Influences investor satisfaction, retention, and new inflows.
- Strong risk-adjusted returns reinforce brand equity and competitive positioning.

Monitoring Approach:

- Daily NAV tracking and periodic performance attribution analysis.
- Reviewed at the Investment Committee and reported in Fund Manager Reports (FMRs).

3. Expense Ratio

The ratio of total fund expenses (including management fees, trustee fees, and other charges) to the average net assets of the fund.



Significance:

- Indicates cost efficiency and fund management prudence.
- A lower expense ratio can enhance net returns for investors and promote fund competitiveness.
- Must remain within SECP's Total Expense Ratio (TER) limits.

Monitoring Approach:

- Monitored at the scheme level and reported to the Board and SECP.
- Evaluated alongside peer fund expense ratios for cost competitiveness.

4. New Business Acquisition

The volume of new investors acquired, along with incremental AUM generated during the period.



Significance:

- Demonstrates the effectiveness of distribution channels, marketing, and investor education.
- Expansion of the retail and institutional investor base supports AUM growth and brand presence.
- Helps assess the impact of digital onboarding, wealth centers, and strategic partnerships.

Monitoring Approach:

- Tracked by distribution channel, investor category, and fund type.
- Analyzed monthly and reviewed in Sales and Strategy meetings.

5. Compliance and Regulatory Adherence

Degree of adherence to SECP regulations, Trust Deeds, and internal SOPs and policies.



Significance:

- Ensures operational integrity and stakeholder trust.
- Non-compliance can lead to penalties, reputational risk, or suspension of operations.
- Reinforces JSIL's position as a responsible and well-governed AMC.

Monitoring Approach:

- Continuous monitoring by the Compliance and Risk Management functions.
- Regular audits and reports submitted to the Board's Risk & Compliance Committee and SECP.
- Review of AML alerts for EDD and reporting to AML Committee.

6. Employee Satisfaction and Talent Retention

Definition: The engagement, satisfaction, and retention of employees as measured through internal surveys, turnover rates, and performance assessments.



Significance:

- Motivated employees contribute to service excellence, innovation, and operational resilience.
- Low attrition and high engagement signal a positive work culture and organizational stability.

Monitoring Approach:

- Annual employee engagement surveys and 360-degree feedback mechanisms.
- HR dashboards monitoring training hours, appraisal outcomes, and succession readiness.

7. Profitability and Financial Performance

Definition: The Company's ability to generate net profit after tax from its core operations.



Significance:

- Reflects overall business health and efficiency in managing costs relative to income.
- Supports reinvestment in technology, talent, product development, and shareholder returns.

Monitoring Approach:

- Budget vs. actual performance analysis at monthly and quarterly intervals.
- Ratio analysis (Net Profit Margin, ROA, ROE) and variance reporting to the Board and shareholders.

8. Digital Adoption and Investor Engagement

Definition: Utilization of digital platforms such as the investor portal, mobile apps, WhatsApp Bot, and online transaction interfaces.



Significance:

- Reflects operational modernization and enhances investor convenience.
- Supports scalability, reduces turnaround times, and lowers cost-to-serve.

Monitoring Approach:

- Tracked through user logins, digital transactions, chatbot usage, and app ratings.
- Compared against manual interactions to drive digital migration strategy.

CONTINUOUS KPI EVOLUTION

JS Investments recognizes that effective performance monitoring must evolve with the business environment. Accordingly:

- KPIs are reviewed periodically to incorporate strategic shifts, regulatory changes, and stakeholder priorities.
- Integrated reporting is encouraged by aligning KPIs with Environmental, Social, and Governance (ESG) metrics where relevant.
- Board and management oversight ensures that performance measurement remains objective, forward-looking, and value-driven.

By maintaining a comprehensive and adaptive KPI framework, JSIL ensures that its operations remain accountable, performance-oriented, and aligned with the interests of investors, regulators, employees, and shareholders alike.

BOARD STATEMENT ON SIGNIFICANT PLANS AND DECISIONS

In line with JS Investments Limited's commitment to strategic prudence and value creation for stakeholders, the Board of Directors affirms that no major capital expenditures were incurred during the year under review, nor are any such expenditures anticipated in the immediate future. However, the year witnessed a number of strategically significant initiatives, product launches, and operational advancements aimed at strengthening the Company's market position and enhancing investor engagement.

PRODUCTS LAUNCHED DURING THE YEAR

During the year, JS Investments Limited introduced the JS Fixed Term Munafa Fund, an umbrella fund structure under which 17 distinct plans were launched. These plans offer fixed rates of return with diversified maturities, providing investors with a range of tenure options to suit their financial goals.



JS Fixed Term Munafa Fund Plan I to XVII



JS Islamic Fixed Term Munafa Fund

Through these plans, the company successfully raised over Rs. 35 billion, reflecting strong investor confidence and market demand.

The fund has been carefully structured to serve various investor segments, delivering a fixed-return experience with clearly defined maturities. The series-based approach allows investors to enter at multiple intervals throughout the year, offering flexibility, certainty, and optimal fund management tailored to specific investment horizons.

LAUNCH OF STATE-OF-THE-ART WEALTH CENTERS


As part of JSIL's strategic roadmap, the Company successfully inaugurated two state-of-the-art Wealth Centers in Karachi and Lahore—Pakistan's most significant financial and commercial hubs. These centers have been designed to offer personalized financial advisory, portfolio management consultations, and dedicated relationship services to retail and high-net-worth clients. Equipped with modern infrastructure, private advisory suites, and digital kiosks, these centers represent JSIL's commitment to delivering client-centric services and elevating the standard of wealth management in Pakistan.

Through these physical hubs, JSIL aims to deepen client relationships, offer tailored investment solutions, and enhance brand visibility in key metropolitan markets. The success of these pilot centers is guiding future plans to establish similar setups in other major cities across the country.




EXPANSION OF VALUE-ADDED SERVICES


In line with its digital transformation strategy and commitment to international best practices, JSIL launched a series of value-added investor services during the year:




Real-Time WhatsApp Bot Enhancements
Enabling investors to check NAVs, request SOAs, and initiate service requests round-the-clock via WhatsApp.




Enhanced Investor Web Portal and Mobile App
Offering seamless transaction capabilities, personalized dashboards, and portfolio snapshots.



Digital Onboarding and KYC Integration
End-to-end investor onboarding made paperless, reducing TAT (Turnaround Time) while ensuring regulatory compliance.



Fund Performance Dashboards
Interactive and visually intuitive dashboards for investors and internal teams, aiding better monitoring of investment KPIs.



Fund Strategy Videos and Webinars Regular release of investor education content through digital channels, improving transparency and financial literacy.

These initiatives are part of JSIL's strategic focus on service excellence, operational efficiency, and client empowerment.

PRODUCTS EXPECTED TO BE LAUNCHED IN THE COMING YEAR

To maintain innovation momentum and further diversify the investment spectrum, the following new products are expected to be launched in the coming fiscal year:



Charity Fund – Tailored for individuals, corporates, and institutions aligned with personal giving or CSR goals.



Hybrid and Development REITs – offering real estate-backed income with potential capital appreciation.



Sarmaya Mahfooz Fund – a short-duration Islamic income solution catering to conservative investors.



Commodity Fund - suitable for investors seeking inflation protection and alternative asset exposure.


Product development remains a central focus at JSIL, with a robust pipeline of investment strategies currently undergoing research, structuring, and regulatory approval.

STRATEGIC SHIFTS AND EVOLVING BUSINESS PRIORITIES


The past year marked a continuation of our shift toward personalized, technology-driven, and advisory-led asset management. Building on last year's expansion of distribution and digital infrastructure, the Company made significant strides in optimizing client experience and operational agility:




JSIL continued to enhance its reliance on both in-house and third-party distribution channels, increasing outreach and tapping into underserved retail and institutional segments.




Around 30,000 new investors were onboarded through digital platforms, including those connected through JS Bank and BankIslami, our strategic distribution partners.



The Company began streamlining overlapping fund categories, optimizing resource allocation and improving the clarity of fund offerings.



Organizational restructuring continued to ensure alignment with JSIL's strategic vision, enhancing decision-making speed and business agility.



Staff training and capacity-building efforts were amplified, particularly around advisory excellence, digital tools, and compliance readiness.

Looking forward, JS Investments remains committed to scaling investor engagement, expanding its wealth management network, and deepening technological integration across the investment lifecycle. The Company is exploring partnerships with global and local fintech platforms, custodians, and analytical service providers to enhance efficiency, innovation, and service scalability.

KEY RESOURCES AND CAPABILITIES OF THE COMPANY PROVIDING SUSTAINABLE COMPETITIVE ADVANTAGES

JS Investments Limited (JSIL), as one of Pakistan's oldest and reputable asset management company, maintains a distinct competitive edge built on its diversified resources, institutional capabilities, and a forward-looking strategic vision. These core strengths position JSIL to deliver long-term value to its clients, shareholders, and broader stakeholders in an increasingly dynamic and regulated financial landscape.

The following are the key resources and organizational capabilities that underpin JSIL's sustained competitive advantage:

1. Deep Industry Legacy and Institutional Trust

As a pioneer in Pakistan's mutual fund industry, JSIL brings over 30 years of operational experience, having established itself as a reliable and governance-driven investment partner. This legacy fosters strong brand recognition and trust among retail and institutional investors alike, including pension funds, corporate treasuries, and high-net-worth individuals (HNWIs). JSIL's consistent compliance record, transparent reporting, and investor education initiatives further reinforce its position as a preferred choice for long-term investment planning.

2. Diverse and Innovative Product Suite

JSIL offers one of the most diversified fund lineups in the country, comprising conventional and Islamic equity funds, income funds, money market funds, asset allocation funds, REITs, Venture Capital Funds, Capital protected funds and voluntary pension schemes (VPS). The Company continues to expand its product universe with thematic funds, capital-protected offerings, and structured solutions tailored to evolving investor needs. This product flexibility ensures accessibility for a wide range of investor profiles, from conservative savers to aggressive wealth builders.

JSIL's capability to launch customized funds—such as specialized retirement plans and region-specific funds—enhances client relevance and supports asset mobilization across market cycles.

3. Research-Driven Investment Management

JSIL's investment process is firmly anchored in rigorous research, macroeconomic analysis, and a disciplined risk-return framework. The in-house research team continuously monitors global and domestic markets, interest rate trends, credit risks, and sectoral dynamics to inform investment decisions. This enables the fund managers to actively manage portfolios, adapt to volatility, and deliver consistent risk-adjusted returns relative to benchmarks.

Through proprietary tools, external research collaborations, and scenario modeling, JSIL ensures that investment strategies remain proactive and data-driven.

4. Robust Digital Infrastructure and Technological Capability

JSIL has made substantial investments in technology, enabling both operational efficiency and enhanced investor experience. The Company offers a fully digital onboarding experience through its mobile app, web portal, and WhatsApp BoT, allowing investors to transact, monitor portfolios, and access reports in real time.

Behind the scenes, the adoption of automated fund accounting, risk analytics dashboards, and AI-based investment analytics ensures timely NAV calculation, compliance monitoring, and investment insight generation. This digital edge also helps scale operations and reduce cost-to-serve, making JSIL future-ready.

5. Experienced Human Capital and Governance Culture

JSIL's strength lies in its seasoned team of investment professionals, analysts, fund accountants, relationship managers, and compliance officers, all of whom bring domain expertise and a deep understanding of markets. The organization nurtures talent through continuous training, performance-linked rewards, and a values-driven culture that emphasizes integrity, innovation, and investor-first thinking.

The Company also benefits from a strong governance framework, with active oversight by the Board of Directors and Committees on Audit, Investment, Risk, and Compliance. This ensures adherence to fiduciary responsibilities, risk appetite, and ethical business conduct.

6. Strategic Distribution and Relationship Management

JSIL's go-to-market strategy is powered by a hybrid distribution model, encompassing internal sales teams, bank partners (including JS Bank and BankIslami), wealth centers, third-party distributors, and digital channels. This multi-pronged approach allows JSIL to serve investors across Pakistan's major cities and remote regions.

By offering personalized advisory, retirement planning consultations, and investor awareness seminars, JSIL cultivates long-term relationships with its clients. The Company is expanding its wealth management center network to increase accessibility and deepen client engagement.

7. Commitment to ESG and Responsible Investing

Recognizing its role in Pakistan's financial ecosystem, JSIL integrates environmental, social, and governance (ESG) considerations into its investment screening and internal operations. Paperless transactions, digital reporting, energy-efficient infrastructure, and responsible investing guidelines are embedded in its operating model.

Moreover, the Company, in alignment with JS Group, participates in community welfare initiatives, financial literacy drives, and charitable engagements, reflecting its values as a responsible corporate citizen.

CONCLUSION

JS Investments Limited's competitive advantage stems from the integration of its legacy, product innovation, talent, technology, governance, and stakeholder relationships. These core strengths not only differentiate JSIL in a competitive market but also enable it to anticipate future challenges, harness emerging opportunities, and remain aligned with global asset management trends.

With a strategic focus on sustainability, digital transformation, and investor empowerment, JSIL is well-positioned to deliver long-term value and uphold its leadership in Pakistan's asset management industry.

Strategic Focus and Capital Deployment

JS Investments Limited presents a broader view of its strategic intent and disciplined resource deployment approach. The Company's overarching strategy is anchored in its mission to deliver long-term investor value, ensure responsible stewardship of assets, and maintain operational excellence. This is achieved through careful planning and dynamic allocation of key capitals i.e. financial, human, manufactured, intellectual, social & relationship, and natural aligned with clearly defined short, medium, and long-term goals.

JSIL's strategy prioritizes initiatives that enhance competitiveness, strengthen fund performance, promote regulatory compliance, and foster innovation across its platform. By continuously assessing internal capabilities and external market drivers—including technological advancements, sustainability imperatives, and macroeconomic shifts—the Company adapts its resource model to remain resilient and agile. These efforts are supported by robust performance measurement systems, governance oversight, and a strong alignment with JSIL's core values, strategic objectives, and stakeholder expectations. Together, these elements reinforce the Company's capacity for sustainable growth and responsible capital management.

RISK AND OPPORTUNITIES

This section outlines the key risks and opportunities influencing JS Investments Limited's strategic direction and value creation. In line with the Integrated Reporting (<IR>) Framework and Best Corporate Report Criteria 2024 (ICAP & ICMAP), it highlights the Company's enterprise risk management approach, including internal and external risk factors, Board-approved risk appetite, and mitigation strategies. Focus areas include regulatory compliance, investment risk, and operational resilience. JSIL's structured risk governance reflects its commitment to proactive oversight and long-term sustainability.



RISK MANAGEMENT FRAME WORK

Introduction

At JS Investments Limited (JSIL), we recognize that effective risk management is fundamental to achieving our strategic objectives, safeguarding stakeholder interests, and ensuring sustainable organizational growth. Risk management is embedded across our operations and decision-making processes, serving as both a protective mechanism and a strategic enabler in an increasingly dynamic, volatile, and interconnected financial environment.

Our Risk Management Framework (RMF) is designed to be proactive, adaptive, and comprehensive, incorporating best practices from global standards, the COSO Enterprise Risk Management (ERM) Framework, and regulatory guidance from the Securities and Exchange Commission of Pakistan (SECP). Through this integrated approach, we aim to build resilience, promote a risk-aware culture, and enhance value creation across all dimensions of our business.

Risk Governance Structure

Risk governance at JSIL is structured around a robust "Three Lines of Defense" model, ensuring independent oversight and clearly defined responsibilities throughout the organization. This structure is pivotal in embedding a sound risk culture and promoting accountability at every level.

1. First Line of Defense: Business and Functional Units

- Business units are the owners and managers of risk. They are responsible for identifying, assessing, and mitigating risks arising from their day-to-day operations. This includes maintaining effective internal controls and ensuring compliance with the Company's risk policies.
- Line managers and employees are empowered through targeted training and awareness programs to understand the risks inherent in their activities and are expected to proactively manage them within the established risk appetite.

2. Second Line of Defense: Risk Management, Compliance, and Control Functions

- The second line provides independent oversight and specialist support to the first line. Dedicated Risk Management and Compliance departments monitor adherence to the risk appetite, risk policies, and regulatory requirements.
- They assist in risk identification, perform independent risk assessments, develop risk management frameworks, and escalate significant issues to the senior management and the Board.
- The Compliance function also ensures that the Company's operations align with applicable laws, regulations, and internal standards, reducing potential exposure to legal and reputational risks.

3. Third Line of Defense: Independent Internal Audit

- The Internal Audit function operates independently of management and the first two lines. It provides assurance to the Board Audit Committee and the Board of Directors on the effectiveness of governance, risk management, and internal control systems.
- Through risk-based audits, the Internal Audit team assesses the design and operational effectiveness of internal controls and recommends improvements where necessary, ensuring continuous enhancement of the risk management processes.

Board and Risk Committees

- The Board of Directors retains overall responsibility for risk oversight and setting the risk appetite and strategy.
- The Executive & Risk Management Committee reviews enterprise-wide risks, monitors emerging threats, and ensures the effectiveness of the risk management framework.
- The Audit & Sustainability Committee oversees financial reporting risks, internal controls, and compliance-related risks.

Senior Management Involvement

- Senior Management, led by the CEO and CCRO, is responsible for the implementation of Board-approved risk strategies. They ensure risk management is integrated into strategic planning, budgeting, and performance management processes.

Risk Culture and Training

- JSIL fosters a strong risk culture through ongoing training, transparent communication, and performance evaluation metrics that reward prudent risk management behavior.
- Risk ownership is encouraged at all levels, promoting a proactive approach to identifying, assessing, and mitigating risks.

By establishing a well-defined and dynamic risk governance structure, JSIL ensures that risk management is an integral part of its corporate culture, strategic planning, and operational execution, thus enabling sustained organizational resilience and stakeholder value creation.

Key Elements of the Risk Management Framework

1. Risk Identification

- Continuous identification of internal and external risks across operational, financial, technological, regulatory, strategic, environmental, and reputational domains.
- Use of horizon scanning, workshops, incident analysis, and stakeholder engagement to capture emerging risks.

2. Risk Assessment and Prioritization

- Risks are assessed based on their likelihood and impact using qualitative and quantitative tools, including Value-at-Risk (VaR) models, stress testing, and scenario analysis.
- Risk heatmaps are developed to prioritize key risks for mitigation.

3. Risk Mitigation and Control

- Implementation of robust control activities, insurance programs, business continuity planning, and strategic risk transfer mechanisms.
- Clear risk ownership is assigned to foster accountability and effective risk treatment.

4. Risk Monitoring and Reporting

- Ongoing monitoring of risk exposures through Key Risk Indicators (KRIs) and dashboards.
- Regular reporting to the Board Risk Committee and Executive Management for informed decision-making.

5. Risk Culture and Awareness

- Promotion of a strong risk culture through training programs, leadership communications, and performance incentives aligned with prudent risk-taking behaviors.

PRINCIPAL RISK CATEGORIES





The diagram for Technological and Cyber Risk features a central circular graphic composed of two overlapping semi-circles, one blue and one orange. A thick blue horizontal bar extends to the left of the circle, and a thick orange horizontal bar extends to the right. The text is arranged around the central circle.

Data breaches, system failures, cyber-attacks.

Technological and Cyber Risk

Multi-layered cybersecurity protocols, access rights control, SIEM implementation, cybersecurity awareness training.



The diagram for Regulatory and Compliance Risk features a central circular graphic composed of two overlapping semi-circles, one blue and one orange. A thick blue horizontal bar extends to the left of the circle, and a thick orange horizontal bar extends to the right. The text is arranged around the central circle.

Non-compliance with laws, regulations, or internal policies.

Regulatory and Compliance Risk

Regular compliance audits, regulatory horizon scanning, robust internal policies.



The diagram for Reputational Risk features a central circular graphic composed of two overlapping semi-circles, one blue and one orange. A thick blue horizontal bar extends to the left of the circle, and a thick orange horizontal bar extends to the right. The text is arranged around the central circle.

Negative public perception affecting business operations and valuation.

Reputational Risk

Proactive communications strategy, customer grievance mechanisms, ethical conduct promotion.



The diagram for Environmental, Social, and Governance (ESG) Risk features a central circular graphic composed of two overlapping semi-circles, one blue and one orange. A thick blue horizontal bar extends to the left of the circle, and a thick orange horizontal bar extends to the right. The text is arranged around the central circle.

Failure to manage ESG-related risks affecting sustainability.

Environmental, Social, and Governance (ESG) Risk

ESG integration into investment processes, active stewardship, ESG risk assessments.

EMERGING RISKS AND STRATEGIC ADAPTABILITY

In an era marked by rapid technological, environmental, geopolitical, and regulatory changes, JS Investments Limited remains vigilant in identifying and addressing emerging risks that could influence its operational and strategic landscape. Our commitment to strategic adaptability ensures that we are well-positioned to transform potential threats into opportunities for sustainable growth.

Key Emerging Risks:

- **Climate Change and Environmental Risks:** Physical risks (natural disasters) and transition risks (policy changes) necessitate a realignment of investment portfolios and corporate operations towards greener practices.
- **Technological Disruption:** Accelerated developments in artificial intelligence, blockchain, digital currencies, and automation require adaptive strategies in fund management, client engagement, and cybersecurity defenses.
- **Geopolitical Instability:** Increasing global tensions, trade conflicts, and regional unrest can impact investment flows, investor sentiment, and regulatory environments.
- **Cybersecurity Threats:** With greater reliance on digital platforms, the sophistication and frequency of cyberattacks continue to rise, mandating heightened cybersecurity resilience.
- **Regulatory Evolution:** New regulations focusing on investor protection, data privacy (such as GDPR-like laws), and ESG disclosures require dynamic compliance frameworks.

Our Strategic Adaptability Initiatives Include:

- Conducting dynamic scenario analyses and stress testing to anticipate impacts under multiple future pathways.
- Diversifying product offerings to include sustainable investment options and alternative asset classes.
- Integrating climate risk modeling into portfolio construction and enterprise risk management.
- Strengthening digital transformation programs, including AI-driven data analytics, RegTech applications, and customer-centric digital tools.
- Enhancing cybersecurity defenses by adopting Zero Trust Architecture, real-time threat detection systems, and conducting regular cyber drills.
- Engaging proactively with regulatory bodies and industry forums to shape and respond swiftly to regulatory changes.

By maintaining a forward-looking risk perspective, JSIL not only safeguards its current operations but also builds the capabilities required to thrive in an uncertain and evolving future. Our strategic adaptability ensures resilience, sustained value creation, and continued leadership within the asset management sector.

Enterprise Risk Management (ERM) in Action

- **Key Risk Indicators (KRIs):** Early warning signals for management intervention.
- **Risk-Control Self-Assessments (RCSAs):** Empowering business units to assess and own their risks.
- **Incident Management System:** Logging and analyzing risk events to enhance internal controls.
- **Independent Assurance:** Regular Internal Audit evaluations to validate control effectiveness and recommend improvements.

INTEGRATION OF ESG INTO RISK MANAGEMENT

At JS Investments Limited (JSIL), we recognize that Environmental, Social, and Governance (ESG) risks have become increasingly material to the long-term success and resilience of our business. As such, the integration of ESG considerations into our risk management framework is a strategic priority that underpins our commitment to sustainable value creation.

Our ESG Risk Integration Approach Includes:

a) Embedding ESG in Investment Decisions:

- ESG factors are systematically incorporated into our investment analysis and portfolio construction processes.
- We conduct ESG screening and due diligence to assess environmental impacts, social responsibility practices, and governance standards of potential investee companies.
- Investment exclusions are applied to sectors and companies that do not meet our minimum ESG criteria, such as those involved in controversial weapons, human rights violations, or significant environmental harm.

b) Climate Risk Assessments:

- Climate-related financial risks, both physical and transitional, are evaluated across our investment portfolios.
- Scenario analysis is utilized to model the potential impact of climate change on asset valuations and portfolio resilience.

c) Active Ownership and Stewardship:

- We engage proactively with investee companies to encourage improvements in ESG practices, transparency, and disclosures.
- Proxy voting policies are aligned with ESG principles to support long-term shareholder value and responsible corporate behavior.

d) Internal ESG Risk Monitoring:

- ESG-related risks within JSIL's operations, such as energy consumption, carbon footprint, data privacy, employee well-being, and diversity, are regularly monitored.
- Sustainability targets and initiatives are integrated into our internal risk registers and reporting mechanisms.

e) ESG Training and Awareness:

- Regular training programs are conducted for employees, investment teams, and senior management to build ESG competency and awareness.
- ESG knowledge sharing sessions and workshops ensure that all stakeholders understand the implications of ESG risks and opportunities.

f) Alignment with Global Standards:

- Our ESG integration efforts align with global frameworks such as the United Nations Principles for Responsible Investment (UNPRI), the Task Force on Climate-related Financial Disclosures (TCFD), and the Sustainable Development Goals (SDGs).
- We continuously benchmark our ESG practices against international best practices to ensure relevance and leadership in the industry.

Benefits of ESG Integration:

- Enhanced risk-adjusted returns by identifying financially material ESG risks and opportunities.
- Strengthened brand reputation and stakeholder trust.
- Contribution to the transition towards a more sustainable, inclusive, and resilient financial system.

By embedding ESG considerations across our risk management and investment activities, JSIL not only mitigates potential risks but also positions itself to seize emerging opportunities in a rapidly evolving global market. Our commitment to ESG integration reflects our dedication to responsible corporate citizenship, long-term financial performance, and sustainable economic growth.

RESILIENCE PLANNING AND BUSINESS CONTINUITY MANAGEMENT

At JS Investments Limited (JSIL), resilience planning and business continuity management (BCM) are critical components of our overall risk management strategy. Recognizing that disruptions can arise from various internal and external threats, we have developed a comprehensive and proactive framework to ensure operational stability, safeguard critical functions, and maintain trust with our stakeholders during times of crisis.

Key Components of Our Business Continuity Management Framework:

a) Business Continuity Planning (BCP):

- We have a fully documented and Board-approved Business Continuity Plan that covers all critical operations, departments, and systems.
- The BCP outlines predefined response strategies for a wide range of scenarios including natural disasters, cyberattacks, pandemics, power outages, data breaches, and infrastructure failures.

b) Disaster Recovery Planning (DRP):

- A detailed Disaster Recovery Plan is in place to ensure rapid restoration of critical IT systems and data.
- Data redundancy is maintained through real-time backups, geographically separated data centers, and cloud-based recovery solutions.

c) Crisis Management and Communication Protocols:

- JSIL has established a Crisis Management Team (CMT) responsible for managing emergency responses, coordinating recovery efforts, and ensuring clear, timely communication to employees, regulators, investors, and other stakeholders.
- Predefined communication templates and escalation protocols are regularly updated and tested.

d) Risk Assessment and Business Impact Analysis (BIA):

- Periodic Business Impact Analyses are conducted to identify critical business functions, dependencies, and acceptable recovery time objectives (RTOs) and recovery point objectives (RPOs).
- Comprehensive risk assessments determine the likelihood and impact of different disruption scenarios.

e) Resilience Testing and Drills:

- Regular BCP and DRP drills, including table-top exercises and simulated disruptions, are conducted to test preparedness and identify gaps.
- Lessons learned from drills are used to refine and strengthen the business continuity framework.

f) Third-Party Risk Management:

- Business continuity standards are integrated into vendor selection and onboarding processes.
- Third-party providers are assessed for their own business continuity capabilities to ensure alignment with JSIL's resilience expectations.

g) Pandemic Response Framework:

- Building on lessons learned during the COVID-19 pandemic, a dedicated Pandemic Response Plan ensures workforce safety, remote work enablement, operational continuity, and customer service resilience during health crises.

h) Cyber Resilience:

- Given the rising threat of cyber incidents, JSIL has incorporated cyber resilience planning into its BCM framework, focusing on incident detection, response, recovery, and continuity of digital services.

i) Ongoing Training and Awareness:

- All employees undergo periodic training on business continuity procedures, ensuring familiarity with individual roles and responsibilities during disruptions.
- Leadership receives specialized training to lead crisis responses effectively.

Strategic Objectives of Our BCM Program:

- To minimize operational downtime and financial losses during disruptions.
- To protect the interests of clients, employees, shareholders, and regulators.
- To ensure regulatory compliance with SECP requirements and international best practices.
- To strengthen organizational resilience and market reputation.

By maintaining a mature, dynamic, and well-integrated business continuity management system, JSIL reaffirms its commitment to operational excellence, client confidence, and long-term corporate sustainability, even in the face of unforeseen events.

CONTINUOUS IMPROVEMENT AND FUTURE OUTLOOK

At JS Investments Limited (JSIL), we believe that a commitment to continuous improvement is essential for maintaining resilience, enhancing risk management capabilities, and staying competitive in an evolving financial landscape. Our future outlook is rooted in agility, innovation, and a proactive approach to anticipating and addressing emerging risks and opportunities.

Key Areas of Focus for Continuous Improvement:

a) Advanced Risk Analytics:

- We are investing in artificial intelligence (AI) and machine learning (ML) tools to enhance predictive risk modeling and scenario analysis capabilities.
- Big data analytics are being deployed to uncover hidden risk patterns, strengthen decision-making, and optimize portfolio risk management.

b) Cybersecurity Enhancements:

- Continuous upgrades to our cybersecurity infrastructure include the adoption of Zero Trust Architecture, threat intelligence platforms, and real-time incident response mechanisms.
- Regular cybersecurity awareness training for all employees ensures a security-conscious organizational culture.

c) Integration of ESG into Core Strategies:

- We are deepening our integration of environmental, social, and governance (ESG) factors into all aspects of our investment processes, corporate operations, and risk assessments.
- Sustainability-linked goals and reporting frameworks will be strengthened to align with global best practices.

d) Digital Transformation and Innovation:

- Further digitization of client onboarding, fund management, compliance monitoring, and customer engagement processes will enhance operational efficiency and client satisfaction.
- Robotic Process Automation (RPA) and AI-driven advisory services are being explored to streamline operations and improve service delivery.

e) Enhanced Regulatory Compliance:

- Dynamic compliance monitoring tools and inhouse developed compliance monitoring system are being adopted to ensure proactive compliance with evolving regulatory frameworks, including data privacy, financial reporting, and sustainability disclosures.

f) Talent Development and Risk Culture:

- Continuous investment in employee training programs focused on risk management, leadership development, ESG awareness, and technological proficiency.
- Cultivating a culture that encourages prudent risk-taking, accountability, and ethical behavior at all levels of the organization.

Future Strategic Outlook:

a) Adaptive Enterprise Risk Management (ERM):

- Our ERM framework will continue to evolve with the adoption of agile risk management practices, allowing for faster responses to dynamic market and regulatory changes.

b) Expansion into New Investment Horizons:

- Exploration of alternative asset classes, sustainable investments, and thematic funds to meet the evolving needs of diverse investor segments.

c) Strengthening Stakeholder Engagement:

- Proactive communication and collaboration with clients, regulators, shareholders, and other stakeholders to enhance transparency, trust, and strategic alignment.

d) Resilient Growth through Sustainability:

- Embedding resilience and sustainability principles at the core of our business strategy to ensure long-term value creation for all stakeholders.

By pursuing a rigorous continuous improvement agenda and maintaining a forward-looking strategic outlook, JSIL is well-positioned to navigate uncertainties, capitalize on emerging opportunities, and deliver consistent, sustainable value to its clients, employees, shareholders, and broader society.

BOARD STATEMENT ON RISK TOLERANCE AND RISK MANAGEMENT POLICIES

At JS Investments Limited (JSIL), the Board of Directors bears ultimate responsibility for overseeing the Company's risk management practices and setting a clearly defined risk appetite aligned with our strategic objectives. The Board recognizes that the pursuit of strategic growth must be accompanied by disciplined risk-taking, ensuring a careful balance between opportunities and risks in a dynamic financial environment.

Accordingly, the Board has established comprehensive risk management policies covering all principal risk categories, including market risk, credit risk, operational risk, liquidity risk, technology risk, reputational risk, and sustainability risks. These policies are regularly reviewed to ensure they remain responsive to emerging risks and evolving regulatory expectations.

In defining JSIL's Risk Tolerance, the Board has determined the following guiding principles:

- **Prudent Financial Risk:** Moderate tolerance for market volatility, with a preference for diversified, high-quality investment portfolios to ensure capital preservation and steady long-term growth.
- **Operational Resilience:** Low tolerance for operational disruptions, ensuring that robust controls, business continuity frameworks, and cybersecurity measures are rigorously enforced.
- **Regulatory Compliance:** Zero tolerance for non-compliance with applicable laws, regulations, internal policies, and governance standards.
- **Innovation and Digitalization:** Moderate tolerance for strategic investments in technology and new product development, recognizing their critical role in long-term competitiveness.
- **Sustainability and ESG Risks:** Low tolerance for ESG-related risks, with an emphasis on responsible investment practices, sustainability, and ethical operations.
- **Reputational Integrity:** Zero tolerance for risks that could materially impair the Company's reputation and stakeholder trust.

The Board actively monitors adherence to these risk appetite thresholds through regular oversight by the Executive Risk Management Committee, Management Risk Reviews, and quarterly ERM reporting. Deviations, if any, are promptly addressed through risk mitigation strategies and recalibration of policies.

Through this disciplined and structured approach, the Board ensures that risk management is seamlessly integrated into JSIL's corporate strategy, enabling the Company to achieve sustainable value creation while safeguarding stakeholder interests.

DISCLOSURE OF SUPPLY CHAIN DISRUPTION RISK

JS Investments Limited (JSIL) recognizes that supply chain resilience is fundamental to the continuity of its operations, service delivery, and client trust. In alignment with evolving global ESG standards and stakeholder expectations, JSIL has proactively integrated supply chain risk assessments into its broader enterprise risk management processes.

While JSIL's business model is primarily service-based with limited physical supply chain exposure compared to manufacturing or distribution sectors, the Company acknowledges that indirect supply chain risks can arise from dependencies on technology service providers, software vendors, external consultants, custodians, and other third-party partners.

Specific risks considered include:

- Environmental Risks: Disruption due to non-compliance with environmental standards by service providers, data center failures, or climate-related events impacting third-party operations.
- Social Risks: Disruption due to labor practices, health and safety issues, or human rights violations at vendor or partner organizations.
- Governance Risks: Disruption due to unethical practices, regulatory non-compliance, or cybersecurity breaches by third-party vendors.

Mitigation Measures Adopted:

- Comprehensive due diligence processes for onboarding all critical vendors and service providers.
- Contractual clauses mandating adherence to ESG standards and applicable legal/regulatory frameworks.
- Regular vendor risk assessments and audit rights.
- Business continuity agreements with key third parties.
- Monitoring and early warning systems for critical supply chain exposures.
- Ongoing collaboration with technology partners to maintain service resilience and data integrity.

JSIL's commitment to proactive supply chain risk management strengthens its operational resilience, ensures responsible partnership practices, and supports its long-term sustainability agenda.

CONCLUSION

Through its proactive, disciplined, and adaptive approach to risk management, JSIL has created a resilient organizational structure. Our Risk and Opportunities Framework strengthens our capacity to protect stakeholder value, seize emerging opportunities, and achieve sustainable growth well into the future.

SUSTAINABILITY CORPORATE SOCIAL RESPONSIBILITY (CSR)

This section reflects JS Investments Limited's strong commitment to Corporate Social Responsibility (CSR), sustainability, and ethical governance as core pillars of its long-term strategy. In alignment with the IR Framework and globally recognized reporting standards, the Company discloses its environmental and social contributions, employee well-being initiatives, and progress on Sustainable Development Goals (SDGs). Reporting is guided by leading frameworks such as GRI, ISO 26000, and the IFRS Sustainability Disclosure Standards (S1 and S2), ensuring transparency and accountability. The Company also adheres to BCR guidelines (BCR 4.02–4.05), highlighting Board oversight, stakeholder engagement, certified sustainability practices, and its ongoing journey toward impactful ESG outcomes.

Corporate Social Responsibility (CSR)

At JS Investments, we firmly believe that meaningful investment in communities today lays the foundation for a more inclusive and prosperous tomorrow. As a responsible corporate citizen, we are deeply committed to sustainable development and the long-term well-being of society. In alignment with this commitment, JSIL allocates at least 2% of its post-tax profits to socially impactful initiatives aimed at empowering individuals, strengthening institutions, and driving inclusive growth.

Our Corporate Social Responsibility (CSR) efforts are closely aligned with the United Nations Sustainable Development Goals (SDGs). We collaborate with reputable philanthropic organizations such as the Future Trust (FT), Mahvash and Jahangir Siddiqui Foundation (MJSF), and Fakhr-e-Imdad Foundation (FIF) to support a wide spectrum of social development initiatives. These include access to quality education, healthcare, vocational training, environmental sustainability, and economic empowerment. Notably, both FT and FIF are accredited by the Pakistan Centre for Philanthropy (PCP), ensuring transparency and accountability in their operations.

Each CSR initiative we undertake reflects our ongoing commitment to building a resilient and equitable future. Whether by improving healthcare access, expanding educational opportunities, enabling financial inclusion, or advancing environmental stewardship, we remain dedicated to creating long-lasting impact. These efforts also reinforce JSIL's adherence to core ESG (Environmental, Social, and Governance) principles, ensuring that today's investments generate meaningful value for current and future generations.

-  NO POVERTY
-  ZERO HUNGER
-  GOOD HEALTH AND WELL-BEING
-  QUALITY EDUCATION
-  GENDER EQUALITY
-  CLEAN WATER AND SANITATION
-  AFFORDABLE AND CLEAN ENERGY
-  DECENT WORK AND ECONOMIC GROWTH



-  INDUSTRY, INNOVATION AND INFRASTRUCTURE
-  REDUCED INEQUALITY
-  SUSTAINABLE CITIES AND COMMUNITIES
-  RESPONSIBLE CONSUMPTION AND PRODUCTION
-  CLIMATE ACTION
-  LIFE BELOW WATER
-  LIFE ON LAND
-  PEACE, JUSTICE AND STRONG INSTITUTIONS
-  PARTNERSHIP FOR THE GOALS

SUSTAINABILITY AND CORPORATE SOCIAL RESPONSIBILITY (CSR)

JS Investments Limited (JSIL) made transformative progress in 2024 in advancing its Environmental, Social, and Governance (ESG) and Corporate Social Responsibility (CSR) agenda. The company has demonstrated its belief that asset management is not just about financial returns, but about long-term value creation for all stakeholders — clients, employees, communities, and the environment as a whole. This comprehensive disclosure encapsulates JSIL’s multi-dimensional approach toward embedding ESG values across its strategy, operations, investments, workforce culture, and societal impact.

JSIL’s Board of Directors has issued a formal statement affirming its unwavering commitment to the adoption and institutionalization of Corporate Social Responsibility (CSR) and ESG best practices. The Board considers social responsibility not as a standalone function but as an intrinsic element of business excellence, strategic decision-making, and corporate governance. As part of this commitment, the Board has endorsed the integration of CSR objectives across all levels of management, while ensuring that ESG principles are embedded within investment practices, operational decisions, and stakeholder engagement strategies.

To uphold the relevance and impact of these initiatives, the Board has implemented a structured review mechanism through half yearly implementation updates and annual progress evaluations. This review process includes periodic performance audits of ESG KPIs, benchmarking CSR practices against national and global standards, stakeholder feedback loops, and Board-level workshops to refine ESG risk appetite and strategy.

SOCIAL RESPONSIBILITY POLICY

JSIL’s Social Responsibility Policy serves as a formal framework that encapsulates the company’s mission to operate responsibly, contribute meaningfully to society, and drive sustainable value for all stakeholders. The policy is a living document — reviewed annually by the Board — and designed to evolve in response to shifting societal priorities, regulatory expectations, and the strategic direction of the company.

At its core, the policy affirms JSIL’s belief that financial performance and social progress go hand in hand. It outlines a structured approach to contributing toward social upliftment and environmental sustainability while maintaining full alignment with JSIL’s business integrity, compliance culture, and investment values.

The policy rests on five foundational pillars:

- **Community Investment and Social Development:** JSIL commits to uplifting underserved communities by actively supporting healthcare, education, and employment generation initiatives, primarily through its long-standing partnerships with Future Trust and Fakh-e-Imdad Foundation.
- **Environmental Stewardship:** The company actively pursues energy efficiency, carbon footprint reduction, and circular economy principles through the 3Rs (Reduce, Reuse, Recycle), responsible procurement, and sustainable infrastructure development.
- **Ethical and Transparent Governance:** JSIL ensures that all CSR activities adhere to the SECP’s CSR Voluntary Guidelines (2013), ISO sustainability standards, and international ESG frameworks, maintaining the highest levels of ethical conduct, transparency, and stakeholder accountability.

- **Workplace Responsibility and Employee Engagement:** The company fosters an inclusive, healthy, and empowering work environment by embedding ESG awareness into onboarding, training, wellness, and volunteerism programs that promote internal ownership of sustainability goals.
- **Impact Measurement and Policy Review:** CSR initiatives are monitored through impact metrics and audited reports. Annual policy reviews ensure continued relevance and effectiveness, while strategic adjustments are made based on internal learning and stakeholder feedback.

This policy reflects JSIL's long-standing commitment to creating measurable social impact, operational excellence, and responsible governance, all while reinforcing the company's broader vision — "Better Investments for a Better Future."

Leadership and Governance Integration

JSIL's commitment to ESG begins at the highest level of corporate leadership. In 2024, the Company undertook several governance-level reforms to institutionalize sustainability across the organization, ensure long-term accountability, and build confidence among stakeholders.

- The Audit Committee was given additional task of oversight of the ESG compliance and to guide and monitor ESG strategy, evaluate enterprise-wide implementation, and regularly assess regulatory compliance with SECP and international benchmarks. The committee is now titled as "Audit and Sustainability Committee".
- Formation of a cross-functional Sustainability Task force comprising department heads from Investment, HR, Risk, Compliance, Finance, and IT to coordinate operational execution of sustainability goals and track department-wise KPIs.
- Additional charge of the Sustainability Lead to the Chief Financial Officer reporting to the CEO, responsible for embedding sustainability into JSIL's corporate DNA through measurable frameworks, performance reviews, and stakeholder engagement.
- Adoption of Board-approved ESG and CSR policies, designed in line with IFRS S1/S2, GRI, and SECP's ESG Disclosure Guidelines, covering governance standards, ethical conduct, human rights, climate resilience, and social outreach.
- Introduction of half yearly ESG Board reviews supported by ESG dashboards showing real-time indicators including emissions, resource consumption, gender parity, vendor compliance, and fund-level ESG ratings.
- Execution of Board-level ESG awareness and climate risk workshops, enhancing directors' understanding of evolving sustainability expectations and global best practices.

These enhancements reflect a forward-thinking governance model that supports ethical, transparent, and inclusive leadership, reinforcing JSIL's long-term role as a responsible asset manager and sustainability leader in Pakistan's capital markets.

Sustainability Strategy, Risk, and Metrics

JSIL follows a structured, enterprise-wide ESG strategy aligned with the IFRS S1 & S2 frameworks, as well as global standards such as GRI and SASB. The strategy is embedded into the company's overall business planning, fund design, employee performance systems, and compliance protocols. In later part of 2024, JSIL undertook a comprehensive ESG planning exercise, leading to the launch of multi-tiered goals for governance enhancement, climate resilience, and measurable community impact.

- **Governance:** Oversight of ESG strategy is integrated at the Board level through dedicated committees. Each department is accountable for ESG-linked performance, reviewed against agreed KPIs.
- **Strategy:** JSIL's strategic initiatives span responsible investment design, ethical procurement, ESG-informed marketing, and climate-focused research. The company's Green Climate Fund is planned to be launched to proactively support carbon-conscious and sustainability-linked investment opportunities.
- **Risk Management:** ESG risk mapping is embedded into the enterprise risk framework. Climate scenario analysis and risk registers are maintained at both fund and enterprise levels. Transition risks, such as regulatory change, investor sentiment shifts, and environmental liabilities, are tracked alongside physical risks.
- **Metrics and Targets:** ESG progress is measured via key indicators such as Scope 1 & 2 emissions, fund-level ESG ratings, number of ESG-trained staff, employee diversity, number of lives impacted through CSR, and green procurement metrics. All ESG KPIs are reviewed as per the pre-determined frequency.

This framework ensures that ESG is not an ancillary consideration but a core driver of JSIL's business resilience, innovation, and stakeholder confidence.

JSIL is continuously assessing sustainability-related risks and opportunities across its investment, distribution, operations, and supplier ecosystems. Examples include:

- Partner onboarding with ESG due diligence
- ESG awareness training for distributors
- Client-facing dashboards showing fund-level ESG metrics
- Supplier screening against environmental and labor standards

Climate-Related Risks and Opportunities

JSIL recognizes that climate change represents a material and multidimensional risk to its operations, stakeholders, and investment strategies. In accordance with IFRS S2, the Company has mapped out both the risks and opportunities posed by climate change across its value chain and has adopted a robust approach to managing them.

Physical Risks:

These refer to the direct, tangible impacts of climate change on JSIL's infrastructure and service delivery. These include:

- Increased frequency and intensity of extreme weather events such as floods, heatwaves, and storms.
- Disruption to business continuity due to damage to physical infrastructure or inaccessibility of branch offices.
- Increased insurance premiums and operational downtime linked to climate-linked hazards.

Transition Risks:

These arise from the societal and regulatory shift towards a lower-carbon economy:

- Regulatory changes such as the imposition of carbon taxes or stricter ESG disclosure standards.
- Shifts in investor behavior demanding higher ESG performance, potentially leading to fund outflows if standards are not met.
- Technological disruption as new energy-efficient or low-emission technologies become mainstream.

Climate-Related Opportunities:

Despite the risks, JSIL views climate action as a platform for innovation and competitive advantage:

- The launch of the Green Climate Fund (GCF), supporting renewable energy, clean tech, and climate adaptation ventures.
- Deployment of energy-saving technologies across branch operations, resulting in cost efficiencies.
- Designing and marketing sustainability-focused funds that meet the growing investor demand for impact investing.
- Engagement with companies driving climate innovation for investment exposure.

Climate Risk Management Tools and Methodologies:

JSIL employs a range of qualitative and quantitative tools to assess and manage climate-related risks:

- Internal Climate Risk Scorecards to monitor fund-level exposure to climate-sensitive sectors.
- Scenario Analysis Models to simulate varying levels of climate stress under multiple regulatory and environmental conditions.
- Materiality Mapping Workshops involving stakeholders to prioritize high-impact climate risks and define action plans.

This approach enables JSIL to not only manage downside risk but also position itself to capitalize on climate-related investment trends, regulatory incentives, and growing sustainability-conscious investor segments

Sustainability Initiatives and CSR Highlights

JSIL's sustainability and CSR strategy is multifaceted, combining environmental responsibility, community health, social equity, and workplace safety. These initiatives have been mapped to five key pillars:

- Social Development: JSIL actively supports research and development initiatives, employment generation, community health projects, and education for underserved populations. Notable projects include partnerships with LRBT, Indus Hospital, and educational institutions like JS Academy for the Deaf and ASDWT.



- Environmental Protection: JSIL continues to lead climate mitigation efforts by reducing carbon emissions, conserving water, and applying the principles of Reduce, Reuse, and Recycle (3Rs) across office operations. Initiatives include the elimination of single-use plastics, solar adoption, tree plantation drives, and eco-friendly procurement policies.
- Technological Innovation for Sustainability: The Company leverages digital transformation, automation, and data analytics to improve sustainability performance. Pilot programs using AI for emissions tracking and scenario planning have been initiated. The move to digital documentation has cut paper consumption by over 70%.

Social Investment and CSR Programs

- Occupational Health and Staff Wellbeing: Employee safety is a priority, with regular workplace audits, wellness programs, and training sessions. The Wellness 360 Program provides mental health counseling, stress management support, and preventive health workshops.
- Resource Efficiency and Waste Management: The Company monitors and manages material, energy, and water use through internal audits. Smart sensors, low-flow fixtures, and optimized HVAC systems help reduce resource wastage. E-waste and paper are disposed of through certified recyclers.

JSIL's CSR programs in 2024 were executed through strategic partnerships with credible organizations and philanthropic entities of the JS Group — Future Trust (FT) and Fakhr-e-Imdad Foundation (FIF).



Healthcare and Medical Support

In pursuit of our commitment to Sustainable Development Goal 3 – Good Health and Well-Being – JS Investments Limited supported several impactful healthcare initiatives during the year. Our efforts focused on improving access to quality medical services, promoting preventive care, and supporting institutions that provide free or subsidized treatments to underserved communities.

LRBT (Layton Rahmatulla Benevolent Trust):

Enabled access to quality eye care for over 3 million individuals, including 300,000+ children, by supporting LRBT's mission to eliminate preventable blindness. These services were provided free of cost through LRBT's extensive nationwide network of hospitals.



Indus Hospital – Sehwan Unit:

Contributed to the operational sustainability and flood rehabilitation of Sehwan Hospital under the Indus Hospital & Health Network. Our support ensured continuity of critical healthcare services for communities affected by natural disasters.

SIUT and Uro Gynae Clinic:

Supported the delivery of advanced medical treatment in the fields of urology, nephrology, and gynecology through SIUT and its affiliated clinics. These institutions provide high-quality healthcare free of charge to patients in need.



PinkDetect – Breast Cancer Initiative:

Partnered in a community-focused breast cancer program that facilitated awareness sessions and screening for over 120 women, encouraging early detection and reducing stigma around women's health in marginalized areas.



Direct Medical Sponsorships:

Provided full financial support for medical treatment of 12 deserving individuals, covering essential surgeries and therapies. These cases were selected based on urgency and socioeconomic vulnerability, ensuring critical care reached those who needed it most.



Education and Youth Empowerment

In line with Sustainable Development Goal 4 – Quality Education – JS Investments Limited continues to invest in educational initiatives that promote inclusive learning and empower youth from underserved communities across Pakistan. Key contributions made during the year include:

JS Academy for the Deaf:

Supported the provision of quality education for 162 hearing-impaired students, enabling them to pursue academic and personal development in a fully accessible and inclusive learning environment.



ASDWT and Milestone Trust:

Extended support to programs benefiting 3,019 neurodivergent children and adults, promoting inclusive education, vocational training, and cognitive development opportunities tailored to diverse learning needs.

Dost Foundation (Gilgit-Baltistan):

Funded and supported 10 free schools and vocational training centers in remote areas of Gilgit-Baltistan, fostering literacy, life skills, and income-generating capabilities for youth in underserved regions.



ICS/CISD Training Programs:

Supported vocational and digital skill development through ICS and CISD programs, training over 10,000 students in high-demand areas such as healthcare, artificial intelligence (AI), and information technology (IT). These initiatives help equip youth with market-relevant skills to enhance employability and innovation.



Scholarships and Financial Aid:

Awarded scholarships and financial assistance to 61 students based on merit and need, enabling them to pursue their academic goals without financial barriers and encouraging long-term educational attainment.

Basant Hall Library Digitalization:

Contributed to the digital transformation of Basant Hall Library, preserving cultural heritage and enriching community access to knowledge resources. This initiative promotes literacy, learning, and cultural engagement through modernized library facilities.



 **8 DECENT WORK AND ECONOMIC GROWTH**   

Vocational and Economic Development

To promote inclusive growth and livelihood sustainability, JS Investments Limited supported various programs focused on vocational skills training and grassroots economic upliftment. These initiatives were aligned with our broader vision of empowering underserved communities through skill development and local enterprise support.

Karigar Institute:

Facilitated the training of over 300 youth in technical and trade-based skills, equipping them with practical expertise to secure employment and participate meaningfully in the economy.



Fakhr-e-Imdad Foundation (FIF):

Supported women-centered vocational training, microenterprise seed grants, and community health camps, fostering financial independence, small-scale entrepreneurship, and well-being for women in low-income communities.

Employee Co-Funding Program:

Encouraged staff engagement through a co-funding initiative, where employees contributed towards grassroots relief and development projects. This program enabled JSIL to jointly support localized interventions, enhancing community resilience through employee-led philanthropy.



Community Development & Protection

JS Investments Limited recognizes the importance of safeguarding vulnerable segments of society through targeted support programs that provide security, care, and dignity. In 2024, we contributed to impactful initiatives that promote community development and social protection, especially for women, children, and low-income families

Anjuman Kashana:

Provided support for the shelter, education, and care of 125 orphaned girls, ensuring a safe and nurturing environment for their holistic development. Additionally, the organization facilitated global adoption services for over 800 infants, helping secure permanent homes and brighter futures for abandoned and at-risk children.



Direct Financial Aid for Families:

Extended financial assistance to more than 150 low-income families, helping them meet essential needs such as food, healthcare, housing, and education. This aid was directed toward families experiencing economic hardship, enabling immediate relief and promoting household stability.

All community initiatives undertaken by JSIL in 2024 are aligned with multiple Sustainable Development Goals (SDGs) including: SDG 1, 3, 4, 5, 6, 8, 10, 11, 13, and 17.

Monitoring, Reporting, and Continuous Improvement

JSIL recognizes that ESG is an evolving discipline that demands continual refinement, adaptation, and assurance. In 2024, the company significantly advanced its monitoring and reporting mechanisms to ensure accurate measurement, transparent disclosure, and informed decision-making.

- **Comprehensive KPI Framework:** JSIL monitors 12 core ESG indicators, including emissions intensity, ESG-aligned assets under management, employee engagement in ESG training, workplace diversity, waste generation, and CSR outreach. These KPIs are reviewed monthly at the departmental level and aggregated into a corporate ESG dashboard presented to the Board every quarter.
- **Digital Reporting Infrastructure:** The Company's ESG reporting is supported by real-time dashboards and integrated analytics tools. JSIL is also piloting AI-based modules for automated emissions tracking, employee sustainability engagement scoring, and fund-level ESG scoring.

- Internal and External Audits: An extensive ESG maturity audit was completed in 2024 using a third-party benchmarking model. External ESG assurance is currently underway and will be finalized by mid-2025, in line with international verification standards.
- Stakeholder Feedback and Peer Benchmarking: JSIL continuously benchmarks its performance against domestic peers and global ESG leaders. Feedback from clients, distributors, regulators, and civil society partners is gathered through structured surveys, workshops, and grievance mechanisms to refine ESG strategies.

Forward Strategy:

- Launch of ESG-linked performance incentives in 2025
- Development of climate-related financial disclosures (CRFD) aligned with ISSB guidance
- Real-time ESG impact tracking through blockchain-based registries (pilot phase)
- Participation in regional ESG coalitions for knowledge exchange and collaboration

These efforts ensure that JSIL's ESG performance is measurable, verifiable, and forward-looking—solidifying the company's standing as a trusted and progressive asset manager.

Chairman's Perspective on Sustainable Value Creation

The Chairman of JS Investments Limited has emphasized that sustainable practices are not just an ethical imperative, but a long-term financial strategy for resilience and growth. By prioritizing ESG integration across decision-making and operational layers, JSIL is positioned to adapt to regulatory evolution, anticipate investor expectations, and manage emerging risks. The implementation of structured sustainability practices has improved cost efficiencies, strengthened stakeholder trust, and enhanced the overall market competitiveness of the company.

The Chairman reaffirmed the Board's vision that sustainability must permeate every facet of JSIL's operating model — from how funds are managed and partnerships are formed, to how talent is developed and communities are supported. This vision is translated into clear governance commitments, data-backed accountability mechanisms, and future-ready strategies that prioritize climate resilience, social responsibility, and long-term investor value.

JSIL's ability to serve as a steward of capital is inseparable from its role as a steward of sustainable growth. The Chairman's perspective reinforces the organization's belief that only by aligning purpose with performance can a company truly lead in today's dynamic financial environment.

Performance and Transparency

- 12 internal KPIs reviewed by the Audit and Sustainability Committee
- Gender diversity at 38%
- ESG-aligned AUM exceeded PKR 2.1 billion
- ESG maturity audit to be conducted in 2025; external assurance in progress

Conclusion

The year 2025 will be a pivotal chapter in JSIL's transformation into a sustainability-first asset manager. From robust Board-level oversight and innovative green funds to impactful grassroots programs and empowered employee engagement, every initiative reflects a commitment to long-term, measurable value creation.

Guided by its purpose-driven ethos and the belief that responsible capital can reshape societies, JSIL moves forward with determination to be a model of sustainable finance in Pakistan.

Better Investments for a Better Future — not just a promise, but a practiced principle.

HUMAN RESOURCE ACCOUNTING (HRA)

At JS Investments Limited (JSIL), we firmly recognize that our people are our most vital assets, serving as the driving force behind the organization's growth, innovation, and sustained success. In line with our commitment to progressive corporate governance and contemporary management practices, we have embraced the philosophy of Human Resource Accounting (HRA) as an integral part of our organizational value system.

HRA is an evolving field that seeks to systematically measure and report the economic value of human resources in financial terms. By recognizing employees not merely as operational costs but as strategic assets, JSIL aims to better capture the true drivers of its organizational performance and competitive advantage.

Understanding Human Resource Accounting

Human Resource Accounting refers to the process of identifying, quantifying, and reporting investments made in human capital and the subsequent value derived from them. This approach acknowledges that employees generate long-term economic benefits for the organization, and accordingly, their contribution should be recorded and evaluated just as physical and financial assets are accounted for.

Traditionally, financial statements have excluded human capital from asset reporting. At JSIL, we believe this creates an incomplete picture of the Company's overall value. Therefore, we seek to incorporate HRA principles to support more holistic decision-making, transparent reporting, and strategic human resource management.

Objectives of Implementing Human Resource Accounting at JSIL

- To quantify the strategic value employees add to the organization.
- To enhance transparency in reporting human capital investments and returns.
- To aid management in better workforce planning, succession planning, and resource allocation.
- To provide stakeholders a clearer insight into the true value of JSIL's intangible assets.
- To promote accountability and performance optimization in human resource management initiatives.
- To support compliance with emerging corporate reporting standards emphasizing human capital disclosure.

Methodologies and Approach

While human resource valuation is inherently complex and subjective, JSIL adopts a pragmatic approach based on globally accepted methodologies, including:

1. Cost-Based Approach

This approach involves measuring the actual costs incurred in recruiting, hiring, training, and developing employees. These include:

- Recruitment and onboarding expenses
- Training and skill development costs
- Compensation packages and benefits
- Career progression and succession planning investments

These costs represent the tangible investment made by JSIL in building a capable and future-ready workforce.

2. Value-Based Approach

Beyond costs, JSIL endeavors to estimate the future economic benefits derived from its workforce by assessing:

- Employee productivity and contribution to profitability
- Retention rates and leadership continuity
- Innovation, client relationship management, and business development impact
- Strategic capabilities and specialized skills critical to organizational success

By linking employee performance metrics with organizational outcomes, we recognize human resources as creators of sustainable long-term value.

Human Capital Reporting Initiatives at JSIL

To align with Human Resource Accounting principles, JSIL has initiated several practices to systematically manage and report on human capital:

- **Talent Development Programs:**
Significant investment in technical, leadership, and compliance training programs to enhance skill sets across all levels of the organization.
- **Succession Planning:**
Structured frameworks to identify, nurture, and develop future leaders, ensuring organizational stability and growth.
- **Employee Engagement Surveys:**
Regular feedback mechanisms to gauge workforce satisfaction, motivation, and areas for continuous improvement.
- **Diversity and Inclusion Initiatives:**
Strong emphasis on creating a diverse workplace, enhancing creativity, innovation, and decision-making quality.
- **Health, Safety, and Well-being Programs:**
Prioritization of physical and mental health, fostering a supportive and productive working environment.
- **Performance Management Systems:**
Transparent appraisal and incentive systems closely linked to organizational goals and individual contribution.

Strategic Value of Human Resources to JSIL

JSIL's workforce is distinguished by its professionalism, integrity, technical expertise, and client-centric approach.

The intellectual capital embedded within our employees enables us to:

- Deliver innovative financial solutions to diverse client segments
- Navigate complex regulatory landscapes with agility
- Sustain business continuity in dynamic market conditions
- Maintain strong corporate governance standards
- Foster client trust and long-term relationships

The cumulative expertise, experience, and leadership potential of our people represent a critical pillar underpinning JSIL's vision to be the premier investment management company in Pakistan.

Challenges and Future Outlook

Despite advancements, Human Resource Accounting continues to face challenges in precise valuation due to:

- Subjectivity in measuring individual contributions
- Difficulty in forecasting long-term economic benefits
- Variability in human behavior and external economic influences

However, JSIL remains committed to further refining its human capital measurement frameworks. In the future, we aim to:

- Develop a more structured Human Capital Valuation Model.
- Integrate human resource metrics into corporate key performance indicators (KPIs).
- Adopt international frameworks such as the ISO 30414 Human Capital Reporting Standard.
- Enhance disclosures in line with global best practices, including integrated reporting guidelines

At JS Investments Limited, we firmly believe that human capital is not merely a cost of doing business; it is the engine of value creation.

Through the implementation of Human Resource Accounting principles, we aspire to reinforce our commitment to transparency, innovation, and sustainable stakeholder value.

As we continue on this journey, our focus remains on nurturing our people, celebrating their contributions, and ensuring that their value is rightfully recognized as a core strength of JSIL's enduring success story.

HUMAN RESOURCE ACCOUNTING

| | 2024 | 2023 |
|---|---------------------------|---------------------------|
| Human Resource Cost: | | |
| Total compensation | 388,663,540 | 283,807,021 |
| Training and development | 1,802,690 | 1,103,969 |
| Total Human Resource Cost | <u>390,466,230</u> | <u>284,910,990</u> |
| Breakup of Total Compensation: | | |
| Fixed | 231,869,027 | 185,779,682 |
| Variable | 70,880,776 | 36,031,466 |
| Charge for defined benefit plan | 2,182,551 | 1,577,084 |
| Contribution to defined contribution plan | 14,044,390 | 10,934,316 |
| Medical | 21,019,623 | 16,624,706 |
| Conveyance | 46,754,455 | 31,401,079 |
| Staff life insurance | 1,798,238 | 1,318,296 |
| Staff loans - notional cost (IFRS 9) | 114,480 | 140,393 |
| | <u>388,663,540</u> | <u>283,807,021</u> |

HUMAN CAPITAL STRENGTH

| | 2024 | 2023 |
|--|------------|------------|
| Total Head Count | 107 | 102 |
| Pakistan: | 107 | 102 |
| Sindh | 88 | 88 |
| Punjab | 7 | 8 |
| Balochistan | - | - |
| KPK | 7 | - |
| AJK | - | - |
| Gilgit Baltistan | - | - |
| Federal Capital | 5 | 6 |
| International | 107 | 102 |
| Average Head Count (throughout the year) | 105 | 94 |

GENDER DIVERSITY AND PAY-GAP ANALYSIS

At JS Investments Limited (JSIL), we recognize that diversity, equity, and inclusion are fundamental pillars of sustainable success, resilience, and innovation. Our commitment to fostering an inclusive and equitable workplace extends across all organizational levels and functions, reflecting our strategic focus on creating a high-performing, socially responsible, and forward-thinking institution.

We firmly believe that gender diversity and pay equity are essential components of effective corporate governance and human capital stewardship. In line with the principles of good governance, international ESG frameworks, and the Sustainable Development Goals (SDG 5: Gender Equality and SDG 8: Decent Work and Economic Growth), JSIL continues to embed diversity and inclusion into its culture, policies, and strategic objectives.

Commitment to Gender Diversity

JSIL promotes a workplace environment where all individuals, regardless of gender, are given equal opportunities to contribute, grow, and succeed. Our organizational policies are designed to ensure fair representation and active participation of women across leadership, managerial, and operational levels.

Highlights as of December 31, 2024:

- **Board of Directors:**

Women represent ~40% of the Board, exceeding the minimum regulatory requirement and strengthening governance diversity.

- **Senior Management:**

Female leaders occupy ~25% of senior executive positions in the company.

- **Overall Workforce:**

Female employees comprise ~20% of JSIL's total workforce, demonstrating sustained progress toward gender-balanced teams.

- **Recruitment and Career Progression:**

JSIL's recruitment strategies prioritize attracting and retaining top female talent across all key departments.

- **Gender-Inclusive Policies:**

The Company's human resource framework includes comprehensive maternity support, flexible work arrangements, anti-harassment measures, career development pathways, and gender-sensitivity initiatives.

Department-Wise Gender Diversity Analysis

To provide greater transparency and accountability, JSIL has conducted a detailed department-wise analysis of gender representation:



Commentary on Departmental Analysis:

- Sales & Business Development and Finance department maintains a strong female presence (29%), aligning with sectoral trends.
- Risk & Compliance and Investments show healthy gender diversity of 20%.

JSIL is committed to implementing targeted strategies to further improve diversity across business-critical functions.

Gender Pay Gap Analysis

JSIL is committed to upholding the principle of pay equity. All compensation decisions are based strictly on merit, job responsibility, skills, and performance, without regard to gender or any other demographic factor.

In line with global best practices and JSIL's internal commitment to transparency, a formal Gender Pay Gap Review was conducted for the reporting period ending December 31, 2024.

Key Outcomes:

JSIL's commitment to fair, transparent, and merit-based remuneration is reflected in the outcomes of the Gender Pay Gap Review conducted for the reporting year ended December 31, 2024. The results are a testament to the Company's successful initiatives to promote equitable compensation practices across all levels and departments.

- **Mean Gender Pay Gap:**

The Company's mean gender pay gap stands at -60%, indicating that, on average, female employees at JSIL are earning higher than male employees in comparable roles.

This exceptional result reflects the Company's proactive commitment to recognizing and rewarding talent based purely on merit and contribution, irrespective of gender. It is a strong affirmation that JSIL's policies are not only aligned with global best practices but are delivering tangible results in closing — and indeed reversing — historical gender pay disparities.

- **Median Gender Pay Gap:**

The median gender pay gap is recorded at 35%.

While this figure highlights some differences in pay across the overall employee spectrum, it largely stems from the distribution of male and female employees across various functional areas, particularly in higher-paid roles traditionally dominated by men. Importantly, JSIL recognizes this as an opportunity to further enhance female participation in leadership roles and in business-critical domains such as Sales, IT, and Investments.

Interpretation of the Pay Gap Results:

The Gender Pay Gap analysis for 2024 presents a highly encouraging and progressive picture of JSIL's evolving organizational culture:

- **Affirmation of Fairness:**

The negative mean pay gap demonstrates that JSIL has successfully built a compensation framework where women are not just equally compensated, but, in many cases, outperform their male counterparts in terms of earnings, a rare achievement within Pakistan's financial services sector.

- **Validation of Inclusive Practices:**

These results validate JSIL's continued efforts in building an inclusive and empowering environment, where talent, performance, and potential are the only determinants of professional success and remuneration.

- **Strategic Opportunity for Further Enhancement:**

While the median gap indicates some structural legacy factors, it presents a clear roadmap for focused leadership development programs for women, particularly in higher compensation brackets. JSIL sees this not as a gap, but as an opportunity to further accelerate women's leadership pathways and strengthen gender balance across all business functions.

- **Benchmark for Industry Best Practices:**

The results position JSIL as an industry leader in diversity and equitable pay practices within Pakistan's asset management and financial services industry, setting a benchmark for peer organizations to emulate.

Conclusion

At JS Investments Limited, gender diversity and equitable pay are cornerstones of our human capital philosophy.

We remain steadfast in creating an inclusive, meritocratic, and empowering workplace where every individual can thrive and succeed based on ability, performance, and potential — free from bias or barriers.

Our journey toward achieving gender equity is continuous, and we are proud to demonstrate tangible progress while setting ambitious goals for the future.

Through these initiatives, JSIL reaffirms its commitment to delivering sustainable value for its employees, clients, investors, and the broader community.

CSR Guidelines Compliance and Certifications

A. Alignment with SECP CSR Guidelines (2013) – Voluntary Compliance

JS Investments Limited voluntarily adheres to the Corporate Social Responsibility (Voluntary) Guidelines, 2013, issued by the Securities and Exchange Commission of Pakistan (SECP). Our CSR strategy is thoughtfully integrated with the Company's long-term vision and is reflected across our business operations through the following key principles:

- a). Alignment of CSR initiatives with corporate objectives and investor interests
- b). Oversight of CSR programs by the Board and senior management
- c). Emphasis on ethical conduct, financial inclusion, and community upliftment

B. Certifications and Global Standards

While JSIL has not obtained ISO certifications during the reporting period, we remain committed to benchmarking our sustainability practices with globally recognized standards. The Company is actively exploring ISO 14001 (Environmental Management Systems) and ISO 26000 (Social Responsibility) certifications as part of its roadmap to formalize environmental and social governance frameworks in the coming years

FINANCIAL POSITION AND PERFORMANCE

This section reviews the financial performance and strategic progress of JS Investments Limited, in line with the Integrated Reporting principles and the Best Corporate Report Criteria 2024 (ICAP & ICMAP). It highlights key financial indicators, fund performance trends, and capital efficiency, offering insights into the Company's ability to deliver sustainable value. The analysis incorporates ratio evaluation, fund-level insights, profitability trends, and the Statement of Value Added reflecting JSIL's focus on transparency, financial stewardship, and long-term stakeholder confidence.

FINANCIAL KPIs

Assets Under Management



Revenue



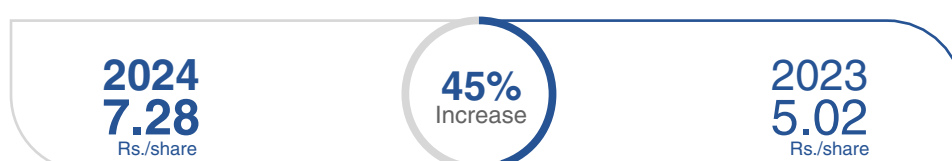
Operating Profit



Net Profit



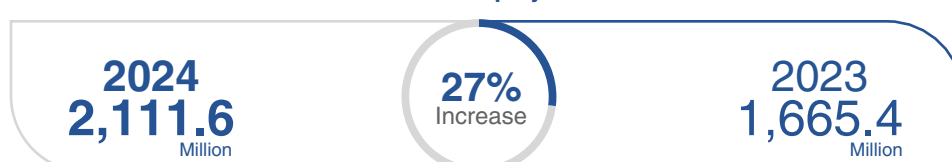
EPS



Total Assets

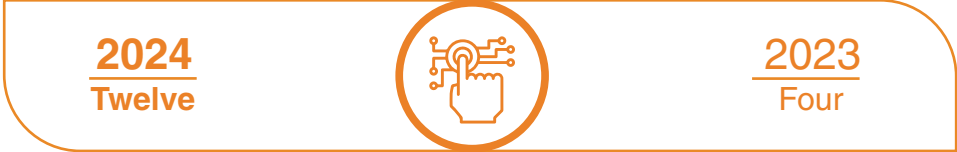


Total Equity



NON FINANCIAL KPIs

New Product Launch



Number of Employees



Female to Male Ratio



Customer Satisfaction Index



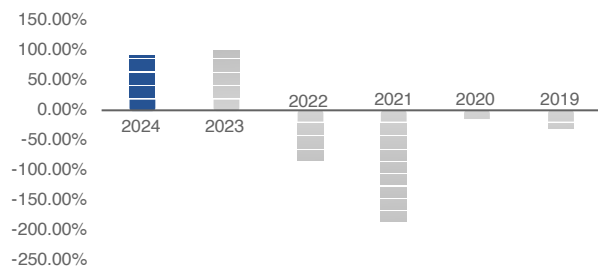
FINANCIAL RATIOS

| | 2024 | 2023 | 2022 | 2021 | 2020 | 2019 |
|--|---------|---------|----------|----------|----------|----------|
| Profitability Ratio | | | | | | |
| Profit/(Loss) Before Tax / Management Remuneration (%) | 92.29% | 98.55% | -81.72% | -186.49% | -13.29% | -29.68% |
| Profit/(Loss) After Tax / Management Remuneration (%) | 84.81% | 120.16% | -86.08% | -193.81% | -23.01% | -43.59% |
| Profit/(Loss) Before Tax / Total Revenues (%) | 48.41% | 39.61% | -71.91% | -546.33% | -6.89% | -17.50% |
| Profit/(Loss) After Tax / Total Revenues (%) | 44.49% | 48.29% | -75.74% | -567.79% | -11.93% | -25.70% |
| Return on equity (%) | 23.77 | 20.53 | (10.42) | (18.30) | (2.22) | (4.57) |
| Return On Capital Employed (%) | 0.20 | 0.17 | (0.09) | (0.17) | (0.02) | (0.04) |
| Gross Yeild on earning assets | 16.16% | 23.48% | 1.45% | -7.08% | 8.88% | 5.73% |
| Cost/Income ratio | (0.56) | (0.53) | (1.62) | (4.87) | (1.11) | (1.21) |
| Share Holder Funds | 616.48 | 617.74 | 617.74 | 617.74 | 617.74 | 617.74 |
| Return on Share Holder Funds | 21.27% | 18.62% | -11.00% | -19.95% | -2.24% | -4.77% |
| Liquidity Ratio | | | | | | |
| Advances to Deposit Ratio | 6.89% | 3.94% | 2.40% | 5.75% | 6.73% | 6.68% |
| Current Ratio (Times) | 2.38 | 6.64 | 8.57 | 9.72 | 11.16 | 10.96 |
| Cash / Current Liabilities (%) | 3.22% | 22.68% | 6.06% | 10.66% | 4.88% | 2.79% |
| Cost of Funds | (31.73) | (26.68) | (27.90) | (34.40) | (35.00) | (38.42) |
| Cash Flow Coverage Ratio | 0.02 | (0.01) | (0.47) | (0.27) | (0.18) | (0.21) |
| Net Interest Income as a percentage of working funds / Operating Cost - Efficiency ratio | -30.75% | -19.93% | -0.88% | 4.34% | -6.22% | -4.20% |
| Investment/Market Ratio | | | | | | |
| Earnings/(Loss) Per Share (Rs.) | 7.28 | 5.02 | (2.41) | (4.86) | (0.64) | (1.40) |
| P/E Ratio (Times) | 2.23 | 3.24 | (5.39) | (2.57) | (36.08) | (11.56) |
| Price to Book Ratio | 0.72 | 0.60 | 0.58 | 0.51 | 0.81 | 0.55 |
| Dividend Yield (%) [Dividend per share / Price per share] | - | - | - | - | - | 4 |
| Dividend Payout (Per Share.) | - | - | - | - | - | (0.35) |
| Dividend Cover (times) [EPS/Dividend per share] | - | - | - | - | - | 4 |
| Cash dividend | - | - | - | - | - | 4 |
| Market value per share - year end | 24.58 | 16.24 | 12.75 | 12.50 | 23.25 | 16.21 |
| Market value per share - High | 25.74 | 19.45 | 13.99 | 23.90 | 25.50 | 18.50 |
| Market value per share - Low | 15.20 | 13.00 | 9.01 | 11.50 | 9.86 | 6.31 |
| Breakup value per share | 34.25 | 26.96 | 21.94 | 24.36 | 28.74 | 29.38 |
| Dupont Analysis [NP margin x AT x EM] | 0.45 | 0.51 | (0.12) | (0.06) | (0.04) | (0.08) |
| Free Cash Flow | (8.53) | (27.18) | (197.56) | (149.92) | (100.27) | (333.60) |
| Economic Value Added | - | - | - | - | - | - |
| Capital Structure | | | | | | |
| Earning Assets to total assets ratio | 0.82 | 0.73 | 0.73 | 0.75 | 0.76 | 0.75 |
| Weighted Average Cost of Deposit | - | - | - | - | - | - |
| Net Asset per share | 34.25 | 26.96 | 21.94 | 24.36 | 28.74 | 29.38 |
| Debt to Equity - Book Value (%) | 69.60% | 27.43% | 30.72% | 31.93% | 29.88% | 41.17% |
| Debt to Equity - Market Value (%) | 96.99% | 45.54% | 52.87% | 62.23% | 36.93% | 74.63% |

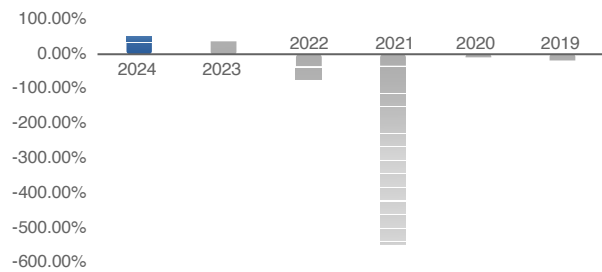
FINANCIAL RATIOS GRAPHS

Profitability Ratio

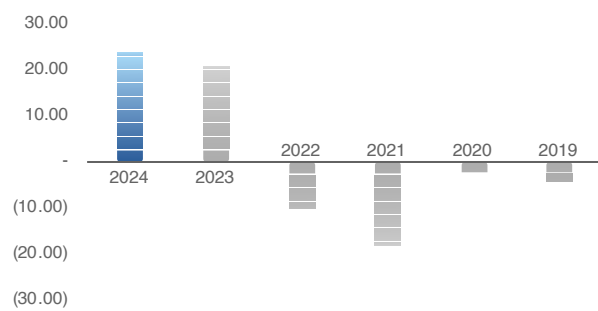
Profit/(Loss) Before Tax / Management Remuneration (%)



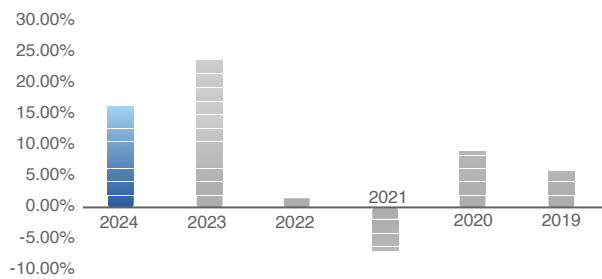
Profit/(Loss) Before Tax / Total Revenues (%)



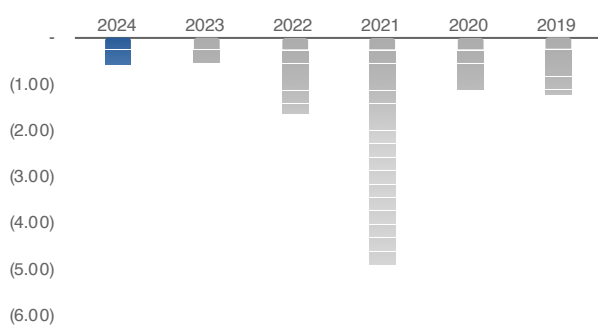
Return on equity (%)



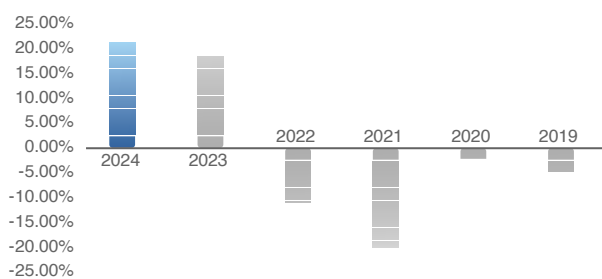
Gross Yeild on earning assets



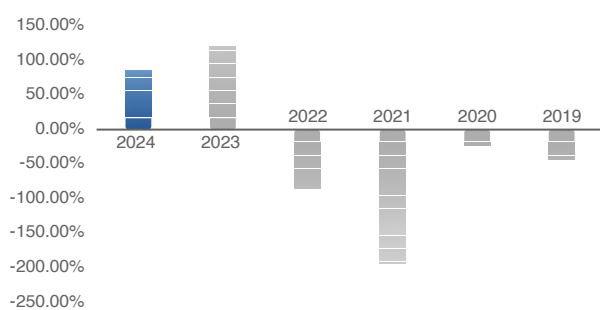
Cost/Income ratio



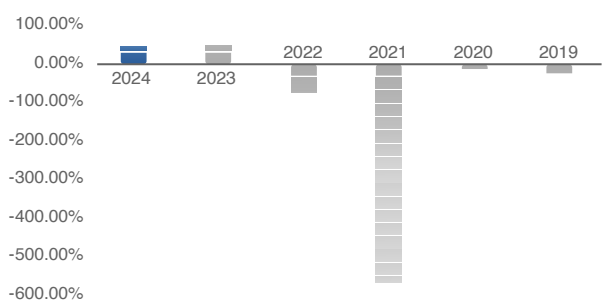
Return on Share Holder Funds



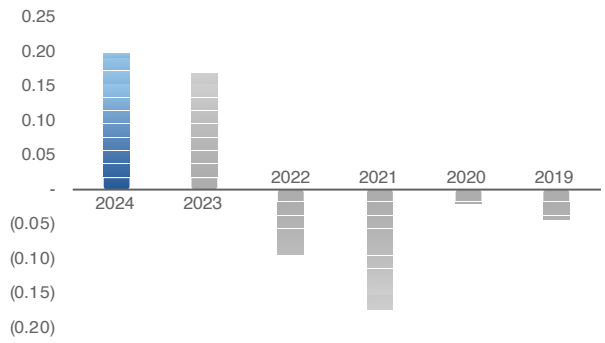
Profit/(Loss) After Tax / Management Remuneration (%)



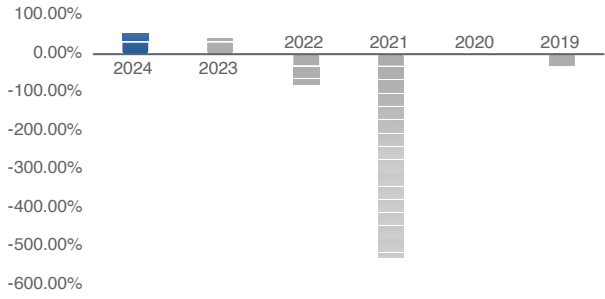
Profit/(Loss) After Tax / Total Revenues (%)



Return on Capital Employed (%)

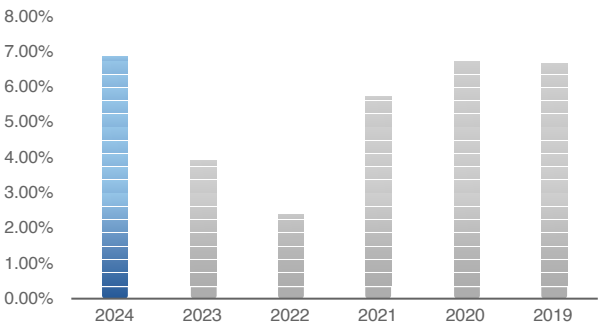


Gross Spread Ratio

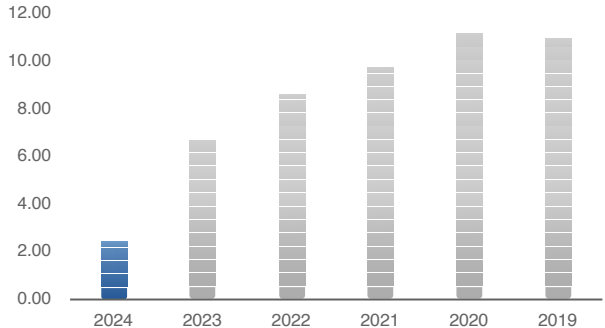


Liquidity Ratio

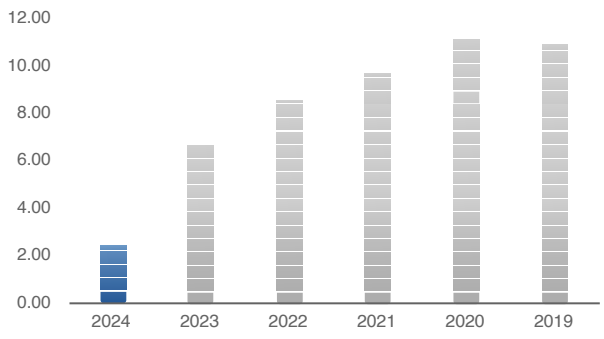
Advances to Deposit Ratio



Current Ratio (Times)

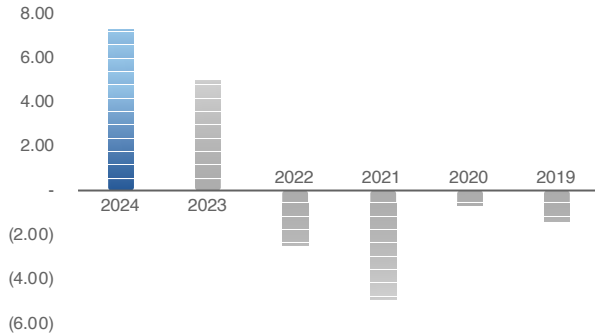


Quick / Acid Test Ratio

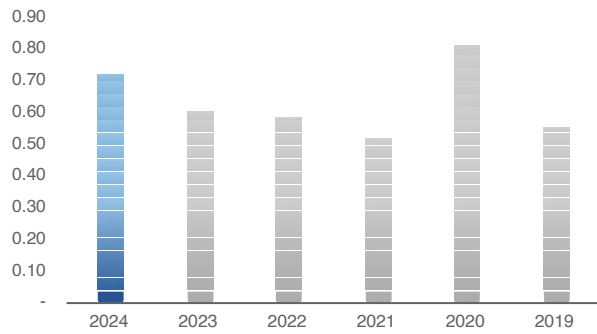


Investment/Market Ratios

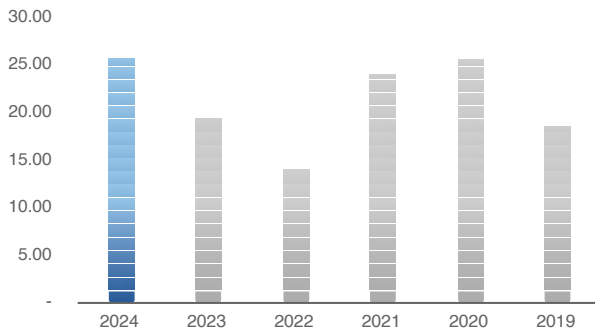
Earnings/(Loss) Per Share (Rs.)



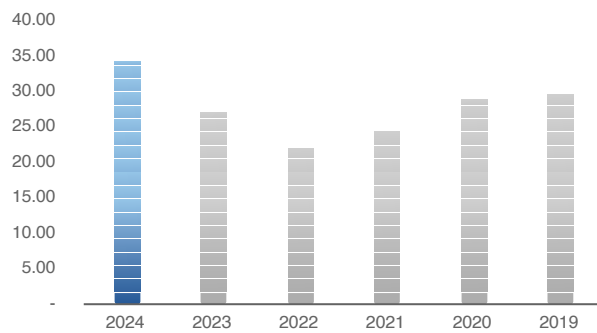
Price to Book Ratio



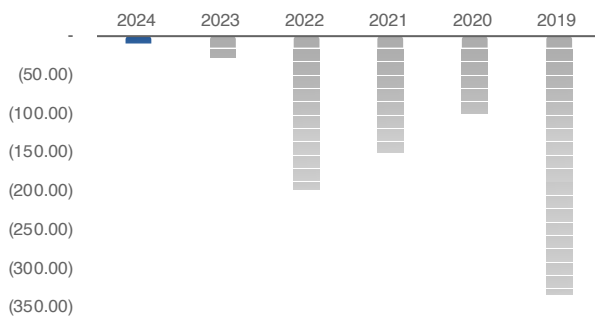
Market value per share - High



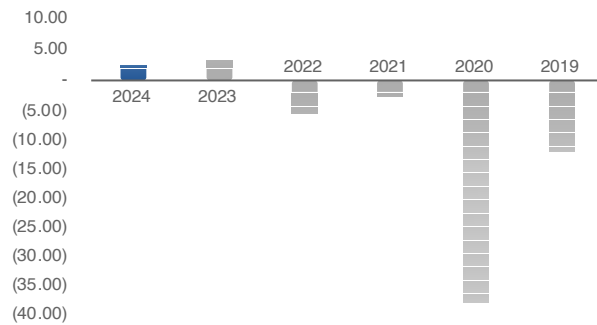
Breakup value per share



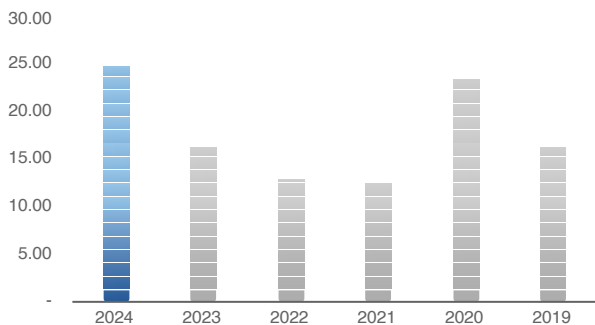
Free Cash Flow



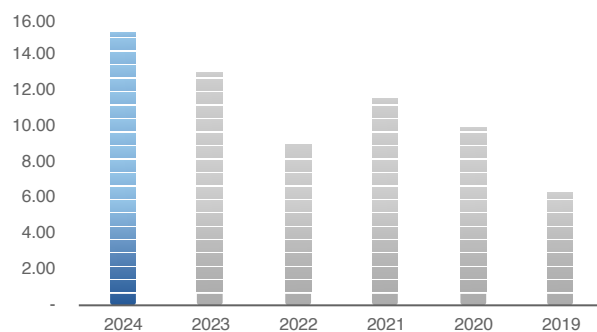
P/E Ratio (Times)



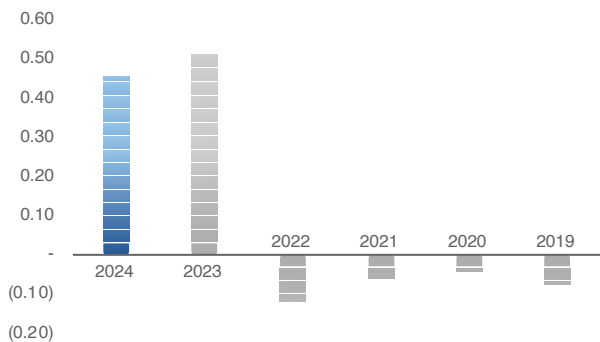
Market value per share - year end



Market value per share - year end

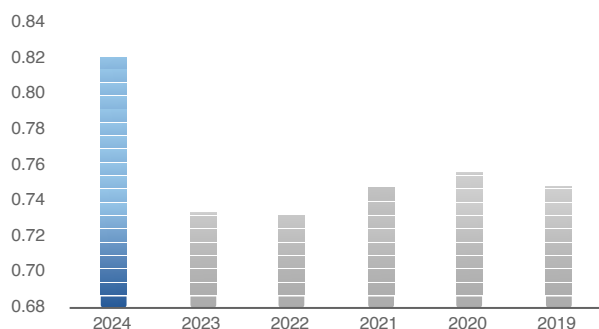


Dupont Analysis [NP margin x AT x EM]

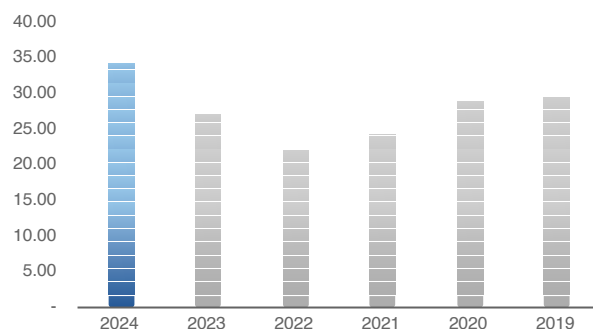


Capital Structure

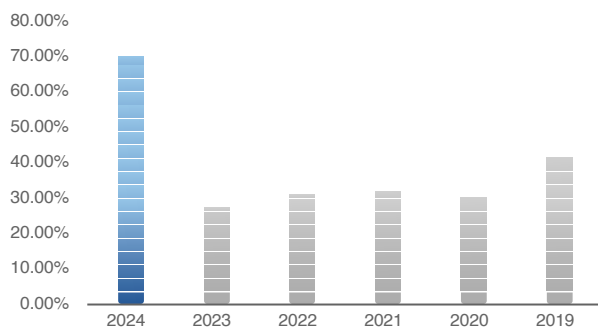
Earning Assets to total assets ratio



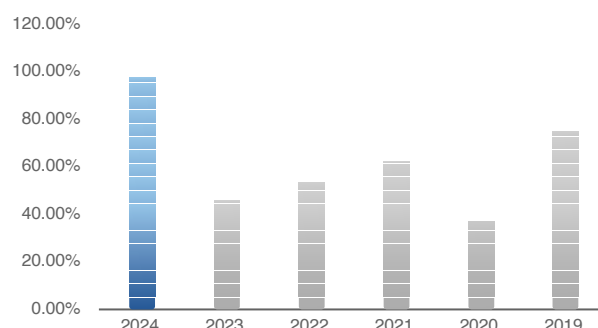
Net Asset per share



Debt to Equity - Book Value (%)

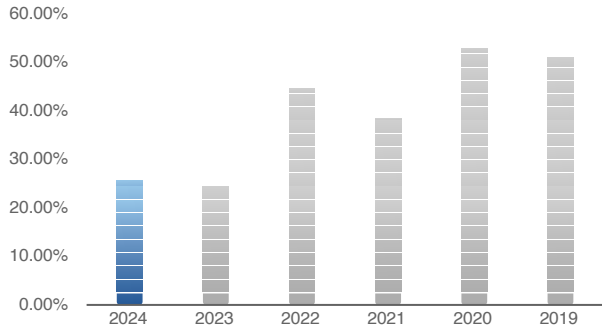


Debt to Equity - Market Value (%)

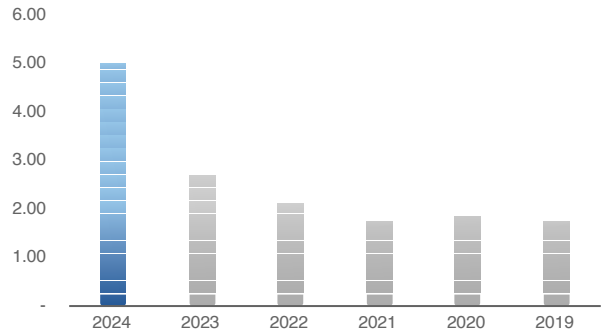


Non-Financial Ratios

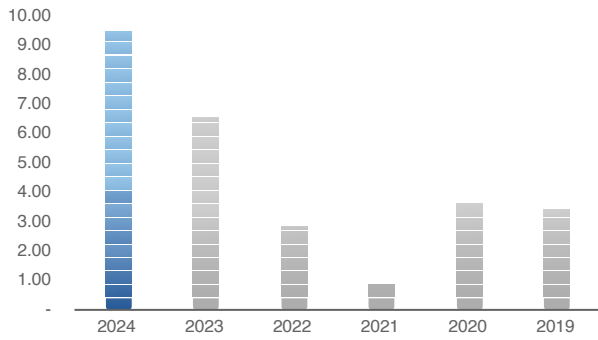
Staff Turnover Ratio



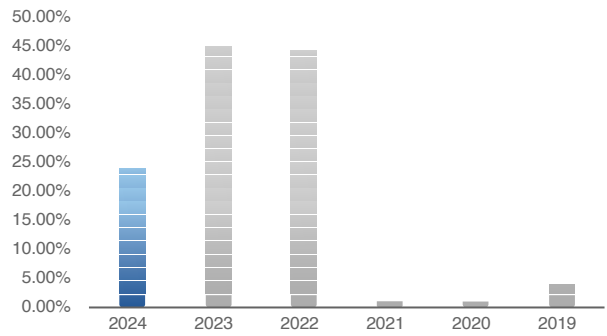
Revenue per Employee (In Million)



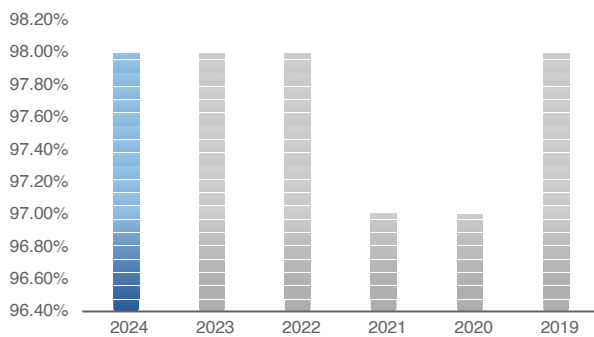
Employee Productivity Rate (In Million)



Customer Retention Ratio

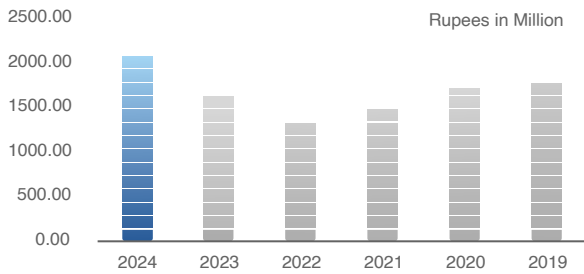


Customer Satisfaction Index



PICTORIAL FINANCIAL PERFORMANCE

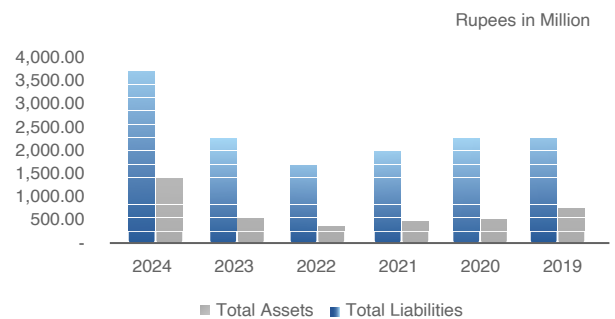
Equity



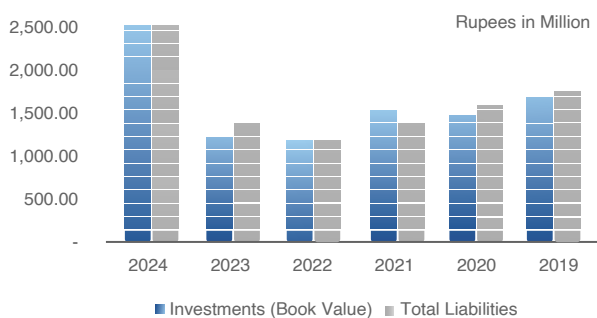
The graph illustrates the upward trend in JS Investments Limited's equity over the past six years, culminating at PKR 2,111.59 million in 2024. This represents a significant growth from PKR 1,665.42 million in 2023 and PKR 1,355.40 million in 2022. The steady increase reflects the Company's consistent profitability, prudent earnings retention, and effective capital management strategies. Despite industry fluctuations during certain periods, JSIL has successfully strengthened its equity base, providing a solid foundation for future growth and enhancing financial resilience.

Total Asset and Liabilities

The graph reflects the growth trajectory of JS Investments Limited's total assets and liabilities over the past six years. In 2024, total assets reached PKR 3,581.22 million, marking a significant increase compared to previous years, driven by robust operational performance and strategic asset growth. Total liabilities rose to PKR 1,469.63 million, reflecting prudent leveraging to support business expansion while maintaining a strong equity cushion. The widening gap between assets and liabilities underscores JSIL's strengthened balance sheet, highlighting both financial stability and the Company's enhanced capacity to capitalize on growth opportunities.

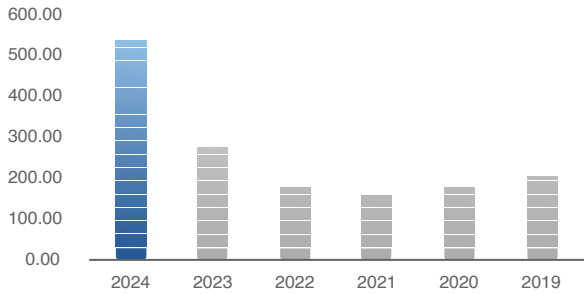


Investments



The graph showcases the trend in JS Investments Limited's investment portfolio over the past six years, measured both at book value and market value. In 2024, investments at book value stood at PKR 2,563.69 million, while the market value reached PKR 2,689.16 million, reflecting not only portfolio growth but also positive market revaluation gains. This upward trend highlights the Company's prudent investment strategies, strong asset selection, and effective portfolio management. The consistent alignment of market value with or above book value in most years underlines the quality and resilience of the investment portfolio despite varying market conditions.

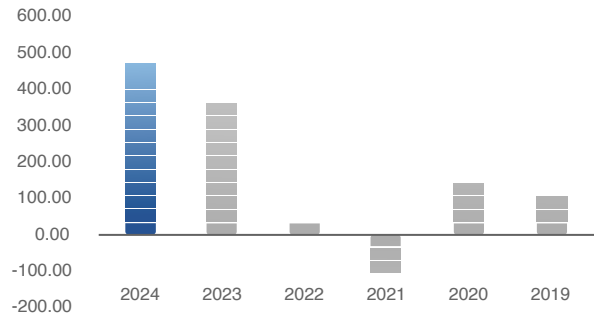
Management Remuneration



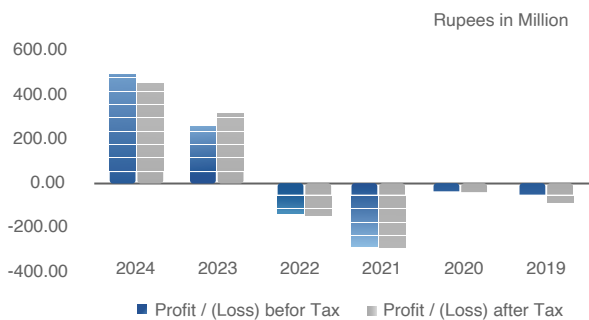
The graph illustrates the steady growth in management remuneration over the past six years, reflecting the expanding scale and performance of JS Investments Limited. In 2024, management remuneration reached PKR 529.34 million, more than doubling from PKR 258.60 million in 2023. This increase aligns with the Company's significant growth in assets under management, enhanced profitability, and the achievement of key strategic milestones.

Investment Income / (Loss)

The graph highlights the positive trajectory of JS Investments Limited's investment income over the past six years. In 2024, investment income surged to PKR 474.62 million, building on the strong performance of PKR 365.10 million in 2023. This growth reflects prudent investment decisions, favorable market movements, and effective portfolio management strategies. After a challenging period in 2021, where the Company recorded a loss of PKR 104.98 million due to market volatility, the swift recovery and consistent income generation in subsequent years demonstrate the resilience and strength of JSIL's investment approach. The rising trend underscores the Company's ability to capitalize on market opportunities while maintaining a focus on long-term value creation.



Profit / (Loss)



The graph depicts JS Investments Limited's profit and loss performance over the past six years, highlighting a remarkable turnaround in recent periods. In 2024, the Company achieved a profit before tax of PKR 488.51 million and a profit after tax of PKR 448.92 million, reflecting strong revenue growth, improved operational efficiencies, and effective cost management. This follows a solid performance in 2023, with a profit after tax of PKR 310.02 million. The recovery is particularly noteworthy considering the losses reported in 2022 and 2021. The sustained profitability in 2023 and 2024 underscores JSIL's resilience, strategic focus, and the success of initiatives undertaken to stabilize and grow the business. The consistent upward trajectory signals the Company's strengthened financial footing and its capability to deliver sustained value to shareholders.

HORIZONTAL ANALYSIS

| | 2024 | | 2023 | |
|--|------------------|---------------|------------------|---------------|
| | Rs. (in million) | % | Rs. (in million) | % |
| Balance Sheet | | | | |
| Non - Current Assets | | | | |
| Property and equipment | 253.84 | 6.2% | 238.96 | -13.3% |
| Intangible assets | 1.87 | -48.9% | 3.66 | -43.5% |
| Long-term loans and prepayments - considered good | 4.18 | 119.9% | 1.90 | -11.8% |
| Long-term investment | 0.27 | 100.0% | 0.27 | 100.0% |
| Deferred taxation - net | 187.81 | 85.8% | 101.10 | - |
| Long term investment in a subsidiary | - | - | - | - |
| Total Non Current Assets | 447.96 | 29.5% | 345.88 | 21.6% |
| Current Assets | | | | |
| Balances due from funds under management - related parties | 205.48 | 63.7% | 125.53 | 0.7% |
| Loans and advances - considered good | 11.30 | 92.6% | 5.87 | 151.1% |
| Deposits, prepayments and other receivables | 164.10 | 10.2% | 148.95 | 53.0% |
| Other financial assets - investments | 2,689.16 | 97.5% | 1,361.36 | 17.5% |
| Taxation - net | 20.90 | -68.6% | 66.65 | -27.2% |
| Cash and bank balances | 42.31 | -37.8% | 67.98 | 453.2% |
| Total Current Assets | 3,133.26 | 76.4% | 1,776.34 | 19.4% |
| Total Assets | 3,581.22 | 68.7% | 2,122.22 | 19.8% |
| EQUITY AND LIABILITIES | | | | |
| Share Capital and Reserves | | | | |
| Share Capital | | | | |
| Authorised capital | 2,500.00 | 0.0% | 2,500.00 | 0.0% |
| Issued, subscribed and paid-up capital | 616.48 | -0.2% | 617.74 | 0.0% |
| Unappropriated profit | 1,493.84 | 42.6% | 1,047.68 | 42.0% |
| Total Shareholders Equity | 2,110.32 | 26.7% | 1,665.42 | 22.9% |
| Capital repurchase reserve account | 1.26 | - | - | - |
| Total Shareholders Equity | 2,111.59 | 26.8% | 1,665.42 | 22.9% |
| LIABILITIES | | | | |
| Non - Current Liabilities | | | | |
| Deferred Liabilities | - | - | - | - |
| Long-term financing | - | - | - | - |
| Lease liabilities | 154.93 | -1.4% | 157.09 | -26.5% |
| Total Non-Current Liabilities | 154.93 | -1.4% | 157.09 | -26.5% |
| Current Liabilities | | | | |
| Accrued and other liabilities | 372.81 | 39.3% | 267.61 | 54.3% |
| Unclaimed dividend | 4.87 | -0.1% | 4.87 | -1.0% |
| Dividend Payable | - | - | - | - |
| Current maturity of long term financing | 900.00 | 0.0% | - | 0.0% |
| Current maturity of lease liabilities | 37.03 | 36.0% | 27.23 | 12.3% |
| Total Current Liabilities | 1,314.70 | 338.7% | 299.71 | 47.9% |
| Total Liabilities | 1,469.63 | 221.7% | 456.80 | 9.7% |
| Total Equity and Liabilities | 3,581.22 | 68.7% | 2,122.22 | 19.8% |

| | 2022 | | 2021 | | 2020 | | 2019 | |
|--|------------------|---------------|------------------|---------------|------------------|---------------|------------------|---------------|
| | Rs. (in million) | % | Rs. (in million) | % | Rs. (in million) | % | Rs. (in million) | % |
| Property and equipment | 275.65 | -19.2% | 341.15 | -14.5% | 399.19 | -16.2% | 476.09 | -1.9% |
| Intangible assets | 6.47 | -41.2% | 10.99 | -10.2% | 12.24 | -20.2% | 15.32 | -6.1% |
| Long-term loans and prepayments - considered good | 2.15 | 48.0% | 1.45 | -35.4% | 2.25 | -33.5% | 3.39 | -19.5% |
| Long-term investment | 0.27 | 100.0% | - | 0.0% | - | 0.0% | - | 0.0% |
| Deferred taxation - net | - | - | - | - | - | - | - | - |
| Long term investment in a subsidiary | - | - | - | -100.0% | 37.50 | 0.0% | 37.50 | 0.0% |
| Total Non Current Assets | 284.54 | -19.5% | 353.60 | -21.6% | 451.18 | -15.2% | 532.30 | -2.0% |
| Balances due from funds under management - related parties | 124.61 | 18.5% | 105.16 | -4.0% | 109.50 | -11.0% | 123.07 | 9.1% |
| Loans and advances - considered good | 2.34 | -28.3% | 3.26 | -14.5% | 3.81 | -4.1% | 3.97 | 63.0% |
| Deposits, prepayments and other receivables | 97.35 | 71.8% | 56.66 | 0.1% | 56.61 | -4.9% | 59.51 | -1.6% |
| Other financial assets - investments | 1,159.07 | -14.3% | 1,352.10 | -14.7% | 1,585.29 | -9.0% | 1,741.95 | 8.6% |
| Taxation - net | 91.59 | 4.1% | 87.94 | -1.7% | 89.47 | 1.9% | 87.78 | -1.9% |
| Cash and bank balances | 12.29 | -53.0% | 26.15 | 177.2% | 9.43 | -29.8% | 13.44 | -41.6% |
| Total Current Assets | 1,487.24 | -8.8% | 1,631.26 | -12.0% | 1,854.11 | -8.7% | 2,029.73 | 7.3% |
| Total Assets | 1,771.78 | -10.7% | 1,984.86 | -13.9% | 2,305.29 | -10.0% | 2,562.03 | 5.2% |
| Authorised capital | 2,500.00 | 0.0% | 2,500.00 | 0.0% | 2,500.00 | 0.0% | 2,500.00 | 0.0% |
| Issued, subscribed and paid-up capital | 617.74 | 0.0% | 617.74 | 0.0% | 617.74 | 0.0% | 617.74 | -22.9% |
| Unappropriated profit | 737.65 | -16.8% | 886.71 | -23.4% | 1,157.24 | -3.3% | 1,197.05 | 59.2% |
| Total Shareholders Equity | 1,355.40 | -9.9% | 1,504.45 | -15.2% | 1,774.99 | -2.2% | 1,814.79 | 16.8% |
| Capital repurchase reserve account | - | - | - | - | - | - | - | - |
| Total Shareholders Equity | 1,355.40 | -9.9% | 1,504.45 | -15.2% | 1,774.99 | -2.2% | 1,814.79 | -15.6% |
| Deferred Liabilities | - | - | - | - | 1.30 | - | - | - |
| Long-term financing | - | - | - | - | 75.58 | - | - | - |
| Lease liabilities | 213.73 | -9.1% | 235.19 | -9.6% | 260.15 | -1.8% | 264.91 | 664.9% |
| Total Non-Current Liabilities | 213.73 | -9.1% | 235.19 | -30.2% | 337.03 | 27.2% | 264.91 | 664.9% |
| Accrued and other liabilities | 173.48 | 3.3% | 167.88 | 1.1% | 166.11 | -10.5% | 185.53 | -21.3% |
| Unclaimed dividend | 4.92 | -0.5% | 4.95 | -4.6% | 5.18 | 75.5% | 2.95 | 0.0% |
| Dividend Payable | - | - | - | - | - | -100.0% | 247.10 | 0.0% |
| Current maturity of long term financing | - | -100.0% | 38.78 | - | - | 0.0% | - | 0.0% |
| Current maturity of lease liabilities | 24.25 | -27.9% | 33.62 | 53.0% | 21.97 | -53.0% | 46.75 | 296.7% |
| Total Current Liabilities | 202.65 | -17.4% | 245.23 | 26.9% | 193.27 | -59.9% | 482.33 | 92.6% |
| Total Liabilities | 416.39 | -13.3% | 480.41 | -9.4% | 530.30 | -29.0% | 747.24 | 162.1% |
| Total Equity and Liabilities | 1,771.78 | -10.7% | 1,984.86 | -13.9% | 2,305.29 | -10.0% | 2,562.03 | 5.2% |

HORIZONTAL ANALYSIS OF PROFIT AND LOSS ACCOUNTS

| | 2024 | | 2023 | |
|------------------------------------|------------------|--------------|------------------|---------------|
| | Rs. (in million) | % | Rs. (in million) | % |
| Profit & Loss Account | | | | |
| Remunerations Income | 529.34 | 104.7% | 258.60 | 47.8% |
| Commission Income | 5.09 | -72.1% | 18.25 | 509.1% |
| Investment Income | 474.62 | 30.0% | 365.10 | 1841.3% |
| Administrative & Marketing expense | (459.74) | 28.9% | (356.64) | 11.8% |
| Selling & distribution expenses | (36.13) | 30.6% | (27.67) | -25.0% |
| Operating profit/(loss) | 513.18 | 99.2% | 257.64 | 262.0% |
| Financial charges | (31.73) | -18.9% | (26.68) | 4.4% |
| Other income | 7.06 | -69.7% | 23.32 | -48.7% |
| Profit/(Loss) before tax | 488.51 | 92.1% | 254.27 | 279.7% |
| Taxation - net | (39.59) | 171.0% | 55.75 | 839.1% |
| Profit/(Loss) for the year | 448.92 | 44.8% | 310.02 | 308.0% |

Horizontal Analysis of Balance Sheet

On the balance sheet side, vertical analysis shows that current assets comprised 87.5% of total assets in 2024, reflecting JSIL's liquid and investment-oriented asset structure. The growth in total assets from Rs. 2.1 billion in 2023 to Rs. 3.6 billion in 2024, combined with a 26.8 percentage point rise in unappropriated profit, contributed to an increase in total shareholders' equity to 59.0% of total assets. These trends indicate enhanced financial resilience, efficient capital deployment, and a strong foundation for sustainable growth.

| | 2022 | | 2021 | | 2020 | | 2019 | |
|--|------------------|---------------|------------------|-----------------|------------------|---------------|------------------|----------------|
| | Rs. (in million) | % | Rs. (in million) | % | Rs. (in million) | % | Rs. (in million) | % |
| | 174.99 | 11.2% | 157.36 | -10.0% | 174.83 | -13.2% | 201.41 | 0.9% |
| | 3.00 | 544.3% | 0.47 | -88.6% | 4.10 | -54.8% | 9.06 | 109.7% |
| | 18.81 | -117.9% | (104.98) | -167.9% | 154.72 | 40.8% | 109.88 | -40.5% |
| | (318.92) | -2.4% | (326.76) | 7.6% | (303.65) | -9.9% | (336.95) | 19.0% |
| | (36.91) | 627.9% | (5.07) | -84.5% | (32.81) | -64.4% | (92.16) | 4.7% |
| | (159.04) | -43.0% | (278.98) | 9824.5% | (2.81) | -97.4% | (108.77) | -733.2% |
| | (27.90) | -18.9% | (34.40) | 1.7% | (35.00) | 8.9% | (38.42) | -1054.9% |
| | 45.43 | 84.3% | 24.64 | 66.3% | 14.82 | -83.2% | 88.20 | 99.0% |
| | (141.51) | 51.0% | (288.73) | -1155.8% | (22.99) | -61.0% | (59.00) | -203.5% |
| | (7.54) | 33.5% | (11.34) | 32.5% | (16.81) | 39.2% | (27.65) | -80.9% |
| | (149.05) | 50.3% | (300.08) | -653.9% | (39.80) | 54.1% | (86.65) | -307.6% |

Horizontal Analysis of Profit and Loss Account

The horizontal analysis of the Profit and Loss Account highlights a significant improvement in profitability, with profit before tax increasing by 92.1% and profit after tax rising by 44.8% compared to the previous year. This improvement was primarily driven by a 104.7% increase in Remuneration Income and a 30.0% growth in Investment Income, alongside disciplined cost control in selling and distribution expenses.

VERTICAL ANALYSIS

| | 2024 | | 2023 | |
|--|------------------|---------------|------------------|---------------|
| | Rs. (in million) | % | Rs. (in million) | % |
| Balance Sheet | | | | |
| Non - Current Assets | | | | |
| Property and equipment | 253.84 | 7.1% | 238.96 | 11.3% |
| Intangible assets | 1.87 | 0.1% | 3.66 | 0.2% |
| Long-term loans and prepayments - considered good | 4.18 | 0.1% | 1.90 | 0.1% |
| Long-term investment | 0.27 | 0.0% | 0.27 | 0.0% |
| Deferred taxation - net | 187.81 | 5.2% | 101.10 | 4.8% |
| Long term investment in a subsidiary | - | 0.0% | - | 0.0% |
| Total Non Current Assets | 447.96 | 12.5% | 345.88 | 16.3% |
| Current Assets | | | | |
| Balances due from funds under management - related parties | 205.48 | 5.7% | 125.53 | 5.9% |
| Loans and advances - considered good | 11.30 | 0.3% | 5.87 | 0.3% |
| Deposits, prepayments and other receivables | 164.10 | 4.6% | 148.95 | 7.0% |
| Other financial assets - investments | 2,689.16 | 75.1% | 1,361.36 | 64.1% |
| Taxation - net | 20.90 | 0.6% | 66.65 | 3.1% |
| Cash and bank balances | 42.31 | 1.2% | 67.98 | 3.2% |
| Total Current Assets | 3,133.26 | 87.5% | 1,776.34 | 83.7% |
| Total Assets | 3,581.22 | 100.0% | 2,122.22 | 100.0% |
| EQUITY AND LIABILITIES | | | | |
| Share Capital and Reserves | | | | |
| Share Capital | | | | |
| Authorised capital | 2,500.00 | - | 2,500.00 | - |
| Issued, subscribed and paid-up capital | 616.48 | 17.2% | 617.74 | 29.1% |
| Unappropriated profit | 1,493.84 | 41.7% | 1,047.68 | 49.4% |
| Total Shareholders Equity | 2,110.32 | 58.9% | 1,665.42 | 78.5% |
| Capital repurchase reserve account | 1.26 | 0.0% | - | 0.0% |
| Total Shareholders Equity | 2,111.59 | 59.0% | 1,665.42 | 78.5% |
| LIABILITIES | | | | |
| Non - Current Liabilities | | | | |
| Deferred Liabilities | - | 0.0% | - | 0.0% |
| Long-term financing | - | 0.0% | - | 0.0% |
| Lease liabilities | 154.93 | 4.3% | 157.09 | 7.4% |
| Total Non-Current Liabilities | 154.93 | 4.3% | 157.09 | 7.4% |
| Current Liabilities | | | | |
| Accrued and other liabilities | 372.81 | 10.4% | 267.61 | 12.6% |
| Unclaimed dividend | 4.87 | 0.1% | 4.87 | 0.2% |
| Dividend Payable | - | 0.0% | - | 0.0% |
| Current maturity of long term financing | 900.00 | 25.1% | - | 0.0% |
| Current maturity of lease liabilities | 37.03 | 1.0% | 27.23 | 1.3% |
| Total Current Liabilities | 1,314.70 | 36.7% | 299.71 | 14.1% |
| Total Liabilities | 1,469.63 | 41.0% | 456.80 | 21.5% |
| Total Equity and Liabilities | 3,581.22 | 100.0% | 2,122.22 | 100.0% |

| | 2022 | | 2021 | | 2020 | | 2019 | |
|--|------------------|---------------|------------------|---------------|------------------|---------------|------------------|---------------|
| | Rs. (in million) | % | Rs. (in million) | % | Rs. (in million) | % | Rs. (in million) | % |
| Property and equipment | 275.65 | 15.6% | 341.15 | 17.2% | 399.19 | 17.3% | 476.09 | 18.6% |
| Intangible assets | 6.47 | 0.4% | 10.99 | 0.6% | 12.24 | 0.5% | 15.32 | 0.6% |
| Long-term loans and prepayments - considered good | 2.15 | 0.1% | 1.45 | 0.1% | 2.25 | 0.1% | 3.39 | 0.1% |
| Long-term investment | 0.27 | 0.0% | - | 0.0% | - | 0.0% | - | 0.0% |
| Deferred taxation - net | - | 0.0% | - | 0.0% | - | 0.0% | - | 0.0% |
| Long term investment in a subsidiary | - | 0.0% | - | 0.0% | 37.50 | 1.6% | 37.50 | 1.5% |
| Total Non Current Assets | 284.54 | 16.1% | 353.60 | 17.8% | 451.18 | 19.6% | 532.30 | 20.8% |
| Balances due from funds under management - related parties | 124.61 | 7.0% | 105.16 | 5.3% | 109.50 | 4.7% | 123.07 | 4.8% |
| Loans and advances - considered good | 2.34 | 0.1% | 3.26 | 0.2% | 3.81 | 0.2% | 3.97 | 0.2% |
| Deposits, prepayments and other receivables | 97.35 | 5.5% | 56.66 | 2.9% | 56.61 | 2.5% | 59.51 | 2.3% |
| Other financial assets - investments | 1,159.07 | 65.4% | 1,352.10 | 68.1% | 1,585.29 | 68.8% | 1,741.95 | 68.0% |
| Taxation - net | 91.59 | 5.2% | 87.94 | 4.4% | 89.47 | 3.9% | 87.78 | 3.4% |
| Cash and bank balances | 12.29 | 0.7% | 26.15 | 1.3% | 9.43 | 0.4% | 13.44 | 0.5% |
| Total Current Assets | 1,487.24 | 83.9% | 1,631.26 | 82.2% | 1,854.11 | 80.4% | 2,029.73 | 79.2% |
| Total Assets | 1,771.78 | 100.0% | 1,984.86 | 100.0% | 2,305.29 | 100.0% | 2,562.03 | 100.0% |
| EQUITY AND LIABILITIES | | | | | | | | |
| Share Capital and Reserves | | | | | | | | |
| Share Capital | | | | | | | | |
| Authorised capital | 2,500.00 | - | 2,500.00 | - | 2,500.00 | - | 2,500.00 | - |
| Issued, subscribed and paid-up capital | 617.74 | 34.9% | 617.74 | 31.1% | 617.74 | 26.8% | 617.74 | 24.1% |
| Unappropriated profit | 737.65 | 41.6% | 886.71 | 44.7% | 1,157.24 | 50.2% | 1,197.05 | 46.7% |
| Total Shareholders Equity | 1,355.40 | 76.5% | 1,504.45 | 75.8% | 1,774.99 | 77.0% | 1,814.79 | 70.8% |
| Capital repurchase reserve account | - | 0.0% | - | 0.0% | - | 0.0% | - | 0.0% |
| Total Shareholders Equity | 1,355.40 | 76.5% | 1,504.45 | 75.8% | 1,774.99 | 77.0% | 1,814.79 | 70.8% |
| LIABILITIES | | | | | | | | |
| Non - Current Liabilities | | | | | | | | |
| Deferred Liabilities | - | 0.0% | - | 0.0% | 1.30 | 0.1% | - | 0.0% |
| Long-term financing | - | 0.0% | - | 0.0% | 75.58 | 3.3% | - | 0.0% |
| Lease liabilities | 213.73 | 12.1% | 235.19 | 11.8% | 260.15 | 11.3% | 264.91 | 10.3% |
| Total Non-Current Liabilities | 213.73 | 12.1% | 235.19 | 11.8% | 337.03 | 14.6% | 264.91 | 10.3% |
| Current Liabilities | | | | | | | | |
| Accrued and other liabilities | 173.48 | 9.8% | 167.88 | 8.5% | 166.11 | 7.2% | 185.53 | 7.2% |
| Unclaimed dividend | 4.92 | 0.3% | 4.95 | 0.2% | 5.18 | 0.2% | 2.95 | 0.1% |
| Dividend Payable | - | 0.0% | - | 0.0% | - | 0.0% | 247.10 | 9.6% |
| Current maturity of long term financing | - | 0.0% | 38.78 | 2.0% | - | 0.0% | - | 0.0% |
| Current maturity of lease liabilities | 24.25 | 1.4% | 33.62 | 1.7% | 21.97 | 1.0% | 46.75 | 1.8% |
| Total Current Liabilities | 202.65 | 11.4% | 245.23 | 12.4% | 193.27 | 8.4% | 482.33 | 18.8% |
| Total Liabilities | 416.39 | 23.5% | 480.41 | 24.2% | 530.30 | 23.0% | 747.24 | 29.2% |
| Total Equity and Liabilities | 1,771.78 | 100.0% | 1,984.86 | 100.0% | 2,305.29 | 100.0% | 2,562.03 | 100.0% |

VERTICAL ANALYSIS OF PROFIT AND LOSS ACCOUNTS

| | 2024 | | 2023 | |
|------------------------------------|------------------|--------------|------------------|---------------|
| | Rs. (in million) | % | Rs. (in million) | % |
| Profit & Loss Account | | | | |
| Remunerations Income | 529.34 | 100.0% | 258.60 | 100.0% |
| Commission Income | 5.09 | 1.0% | 18.25 | 7.1% |
| Investment Income | 474.62 | 89.7% | 365.10 | 141.2% |
| Administrative & Marketing expense | (459.74) | -86.9% | (356.64) | -137.9% |
| Selling & distribution expenses | (36.13) | -6.8% | (27.67) | -10.7% |
| Operating profit/(loss) | 513.18 | 96.9% | 257.64 | 99.6% |
| Financial charges | (31.73) | -6.0% | (26.68) | -10.3% |
| Other income | 7.06 | 1.3% | 23.32 | 9.0% |
| Profit/(Loss) before tax | 488.51 | 92.3% | 254.27 | 98.3% |
| Taxation - net | (39.59) | -7.5% | 55.75 | 21.6% |
| Profit/(Loss) for the year | 448.92 | 84.8% | 310.02 | 119.9% |

Vertical Analysis of Balance Sheet

On the balance sheet side, vertical analysis shows that current assets comprised 87.5% of total assets in 2024, reflecting JSIL's liquid and investment-oriented asset structure. The growth in total assets from Rs. 2.1 billion in 2023 to Rs. 3.6 billion in 2024, combined with a 26.8 percentage point rise in unappropriated profit, contributed to an increase in total shareholders' equity to 59.0% of total assets. These trends indicate enhanced financial resilience, efficient capital deployment, and a strong foundation for sustainable growth.

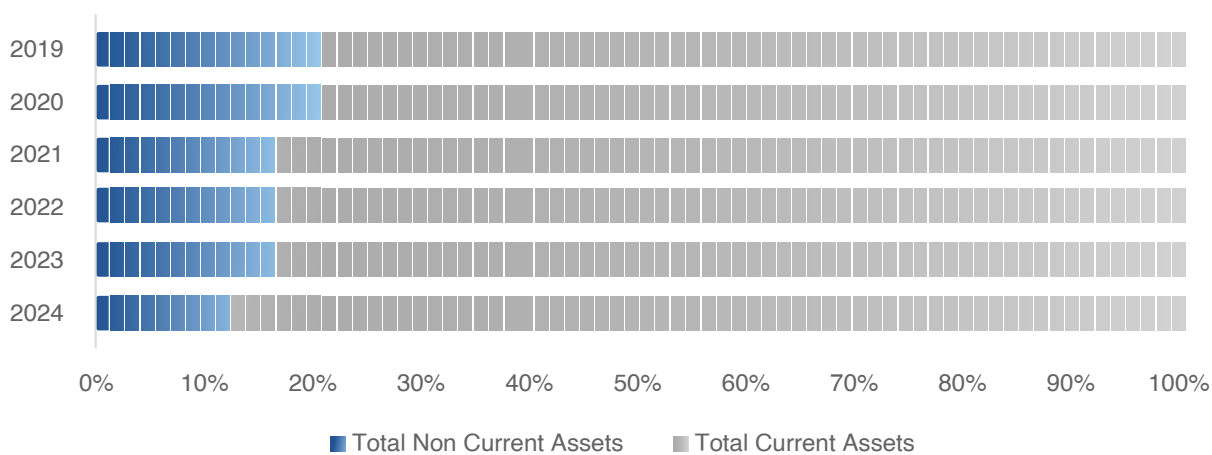
| | 2022 | | 2021 | | 2020 | | 2019 | |
|--|------------------|---------------|------------------|----------------|------------------|---------------|------------------|---------------|
| | Rs. (in million) | % | Rs. (in million) | % | Rs. (in million) | % | Rs. (in million) | % |
| | 174.99 | 100.0% | 157.36 | 100.0% | 174.83 | 100.0% | 201.41 | 100.0% |
| | 3.00 | 1.7% | 0.47 | 0.3% | 4.10 | 2.3% | 9.06 | 4.5% |
| | 18.81 | 10.7% | (104.98) | -66.7% | 154.72 | 88.5% | 109.88 | 54.6% |
| | (318.92) | -182.2% | (326.76) | -207.6% | (303.65) | -173.7% | (336.95) | -167.3% |
| | (36.91) | -21.1% | (5.07) | -3.2% | (32.81) | -18.8% | (92.16) | -45.8% |
| | (159.04) | -90.9% | (278.98) | -177.3% | (2.81) | -1.6% | (108.77) | -54.0% |
| | (27.90) | -15.9% | (34.40) | -21.9% | (35.00) | -20.0% | (38.42) | -19.1% |
| | 45.43 | 26.0% | 24.64 | 15.7% | 14.82 | 8.5% | 88.20 | 43.8% |
| | (141.51) | -80.9% | (288.73) | -183.5% | (22.99) | -13.2% | (59.00) | -29.3% |
| | (7.54) | -4.3% | (11.34) | -7.2% | (16.81) | -9.6% | (27.65) | -13.7% |
| | (149.05) | -85.2% | (300.08) | -190.7% | (39.80) | -22.8% | (86.65) | -43.0% |

Vertical Analysis of Profit and Loss Account

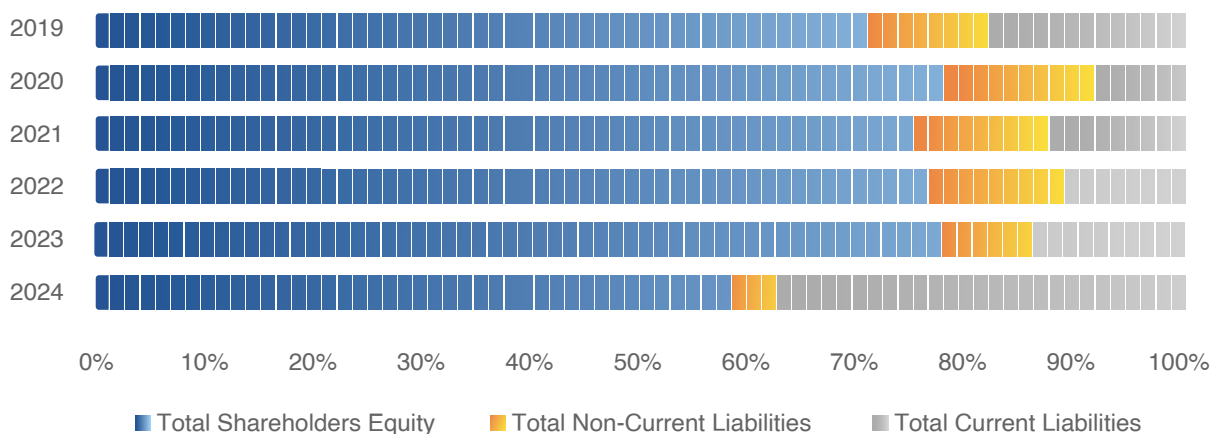
The vertical analysis further reinforces this trend, with Operating Profit accounting for 96.9% of total revenue in 2024 compared to 99.6% in 2023, and Administrative & Marketing Expenses reducing as a percentage of revenue.

HORIZONTAL & VERTICAL ANALYSIS

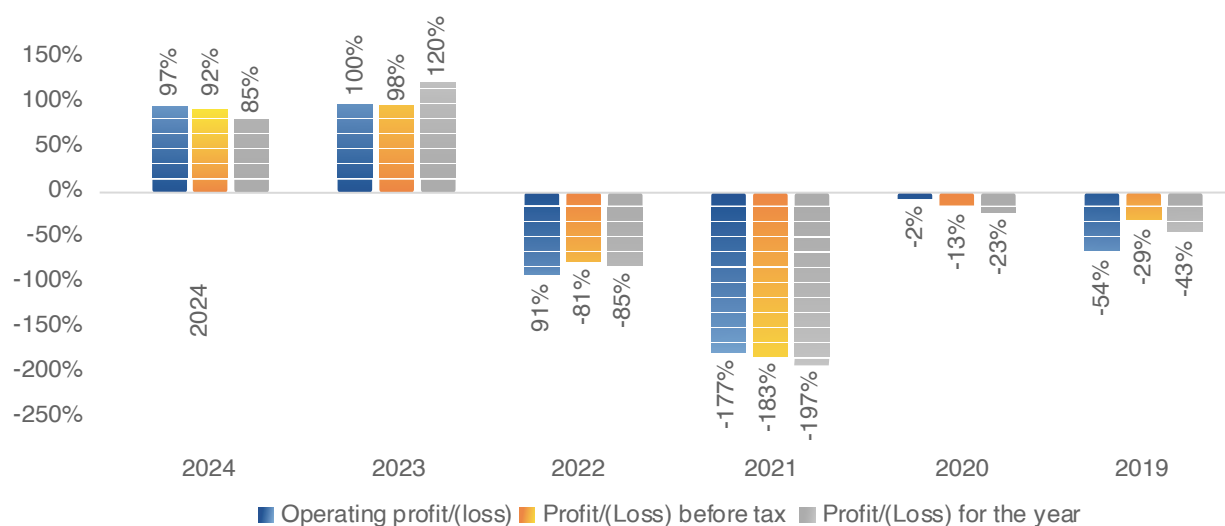
Assets



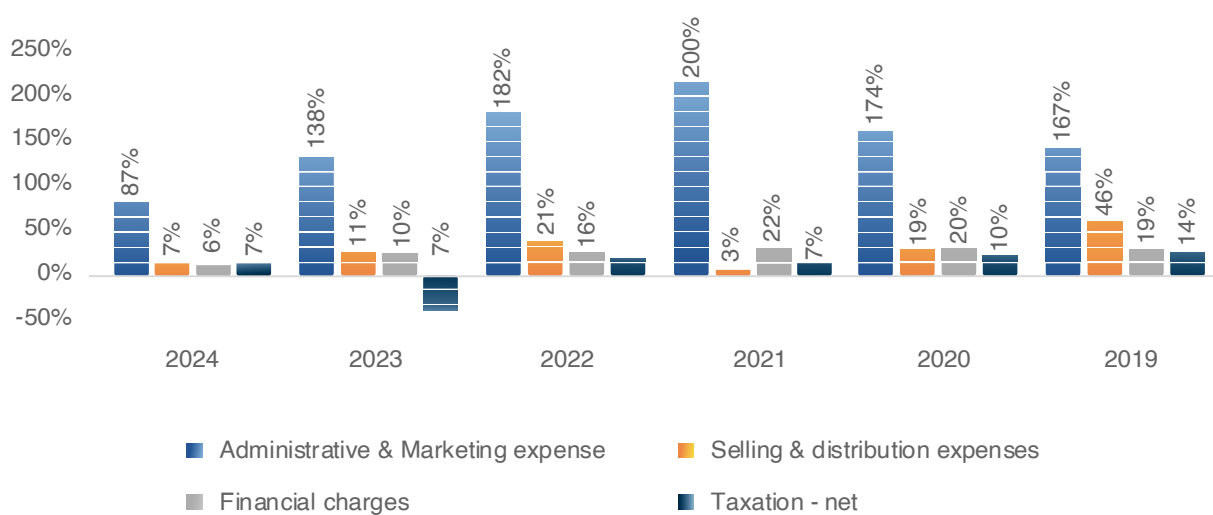
Equity & Liabilities



Statement of Profit & Loss (2024 -2019)

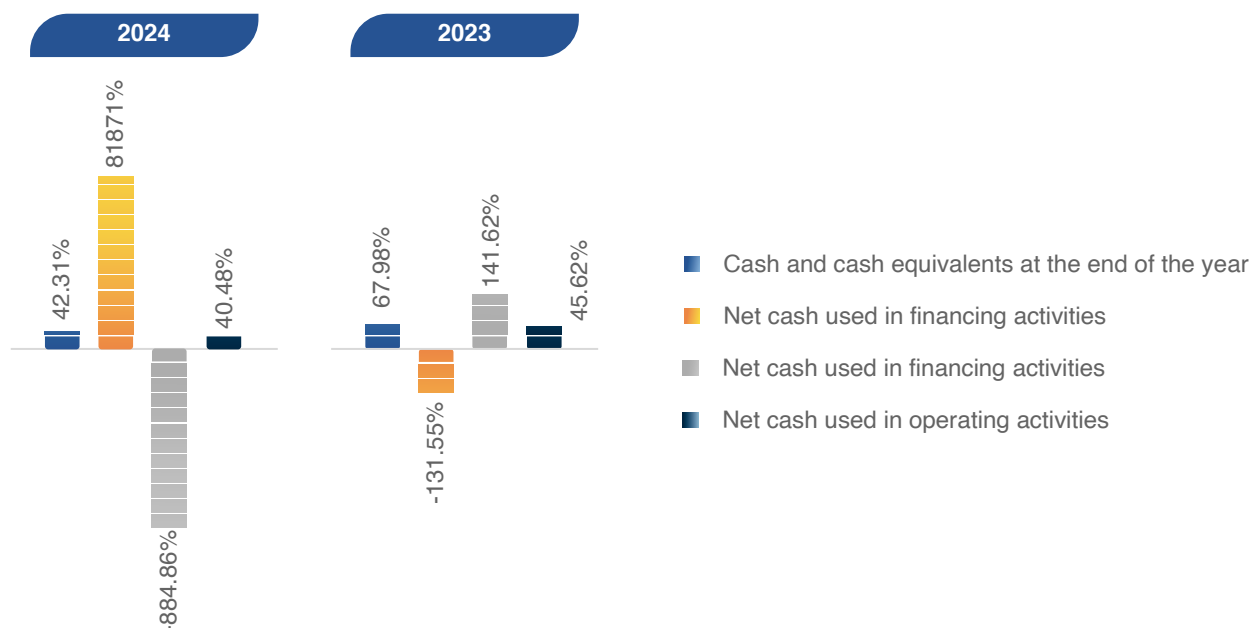


Expenses



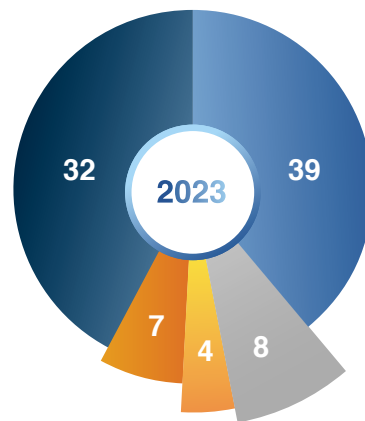
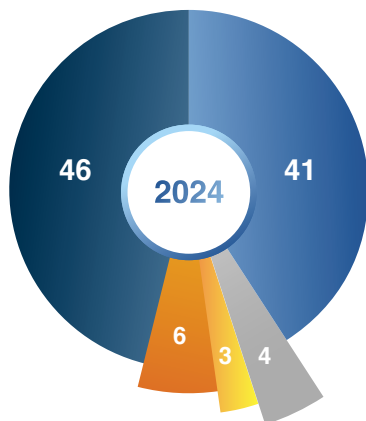
STATEMENT OF CASH FLOW - DIRECT METHOD

| | 2024 | 2023 |
|--|----------------------|-----------------|
| ----- Rupees ----- | | |
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Remuneration & Commission from funds under management | 454,533,074 | 275,924,469 |
| Payments to employees, suppliers and others | (358,272,334) | (209,898,659) |
| Taxes paid | (55,778,960) | (20,402,825) |
| Net cash used in operating activities | 40,481,780 | 45,622,985 |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Investment made | (6,319,635,651) | (9,561,725,541) |
| Proceeds from sale of investments | 5,418,459,215 | 9,677,658,406 |
| Capital expenditure incurred | (33,573,265) | (21,616,619) |
| Proceeds from sale of property and equipment | 1,654,000 | 400,000 |
| Dividends received | 14,573,642 | 15,124,839 |
| Return on bank deposits | 5,819,068 | 5,432,415 |
| Return on debt securities | 27,846,326 | 26,346,267 |
| Net cash used in financing activities | (884,856,664) | 141,619,768 |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Unclaimed dividend paid | (2,875) | (49,522) |
| Long term loan repaid to bank | (15,439,568) | (51,604,954) |
| Treasury Shares | (2,758,335) | - |
| Running Finance Facility obtained | 900,000,000 | - |
| Financial charges paid | (1,608,425) | (26,680,905) |
| Payment against lease liability | (61,484,909) | (53,217,380) |
| Net cash used in financing activities | 818,705,888 | (131,552,761) |
| Net decrease in cash and cash equivalents during the year | (25,668,997) | 55,689,992 |
| Cash and cash equivalents at beginning of the year | 67,978,805 | 12,288,813 |
| Cash and cash equivalents at the end of the year | 42,309,808 | 67,978,805 |



STATEMENT OF CASH VALUE ADDITION

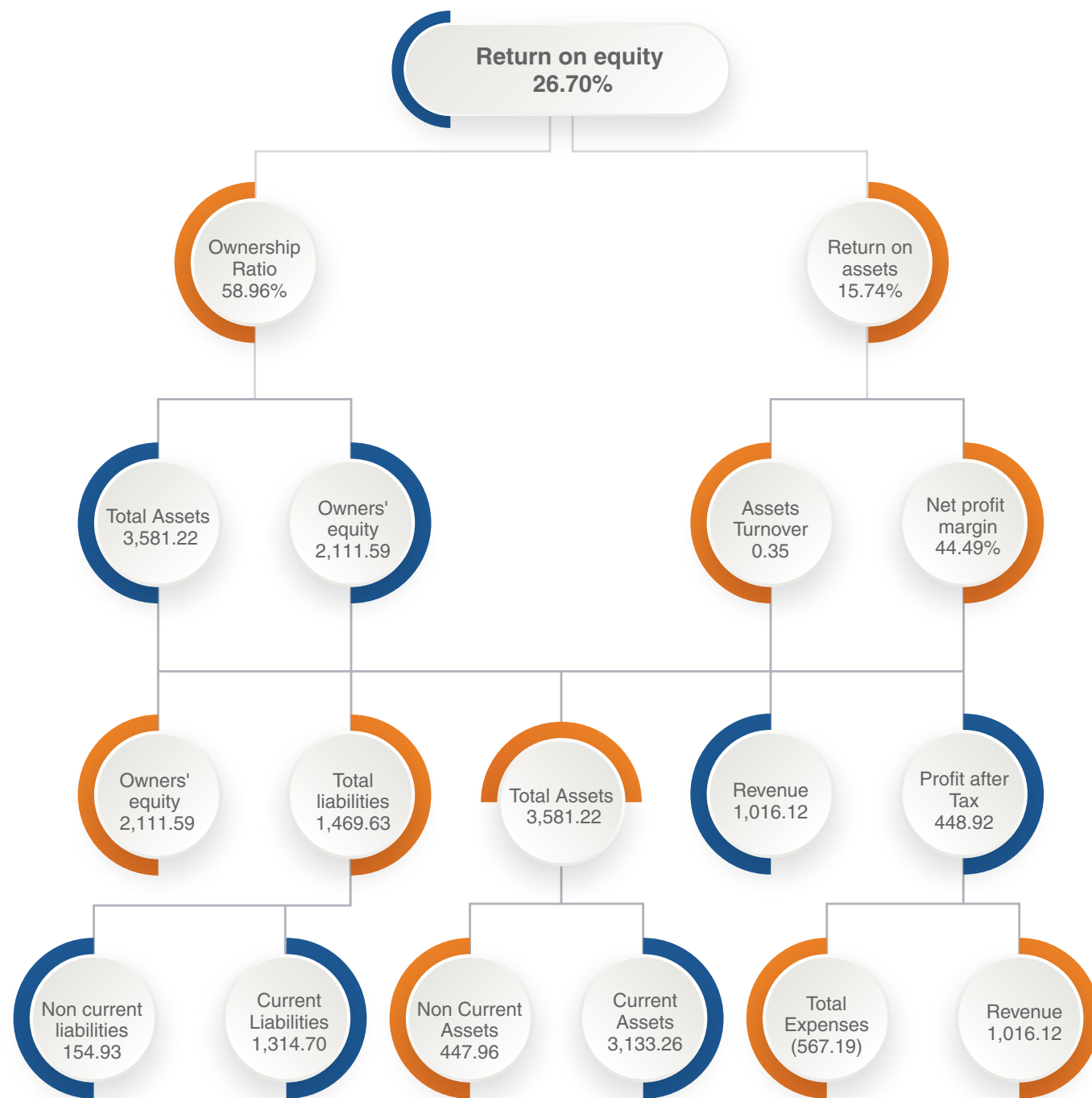
| | 2024 | 2023 |
|---|------------------|----------------|
| | Rs. in '000 | Rs. in '000 |
| Wealth Generated | | |
| Management Remuneration & Commission | 534,431 | 276,846 |
| Investment & all other income | 481,686 | 388,415 |
| | 1,016,118 | 665,261 |
| Management & other expenses | (34,794) | 74,265 |
| | 981,324 | 739,526 |
| Wealth Distributed | | |
| To employees | 399,783 | 291,757 |
| To government | 39,590 | 55,755 |
| | 439,373 | 347,512 |
| To providers of financial capital as financial cost | 31,731 | 26,681 |
| Retained in business | | |
| Depreciation & amortization | 61,298 | 55,308 |
| Retained profit/(loss) | 448,923 | 310,024 |
| | 510,221 | 365,332 |
| | 981,324 | 739,526 |



■ To Employees ■ To Government ■ Finance Cost ■ Depreciation and Amortization ■ Retained Profit

DUPONT ANALYSIS

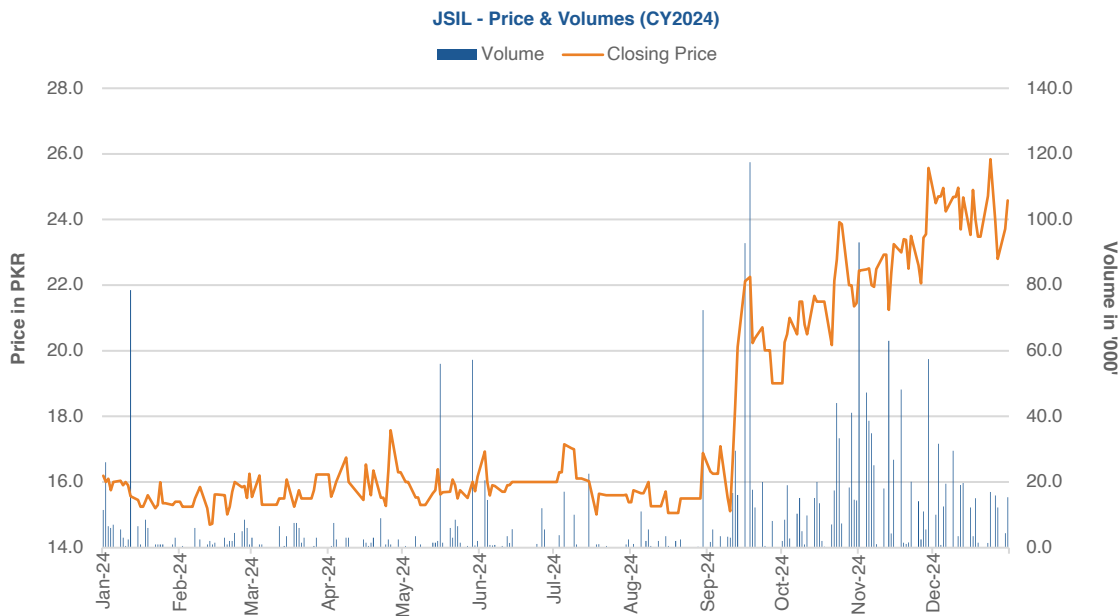
Rupees in Million



The DuPont Analysis for JS Investments Limited (JSIL) for 2024 highlights the Company's strong financial fundamentals and effective strategy execution. The Return on Equity (ROE) stood at an impressive 26.70%, reflecting the Company's ability to generate significant returns for shareholders through a combination of profitability, asset efficiency, and prudent capital structure. A robust net profit margin of 44.49% demonstrated the success of operational efficiencies and cost management practices, translating revenues of PKR 1,009.05 million into a healthy profit after tax of PKR 448.92 million. The Asset Turnover ratio was maintained at 28.37%, underscoring the Company's effective utilization of its PKR 3,581.22 million asset base to drive revenue generation. Meanwhile, the Return on Assets (ROA) reached 15.74%, confirming the business's capacity to convert its assets into solid earnings. The Ownership Ratio, representing the proportion of assets financed through equity, stood at 58.96%, indicating a balanced approach to leveraging that supports growth while maintaining financial stability. The combination of these factors reflects JSIL's disciplined approach to profitability, efficient asset management, and a well-calibrated capital structure, which collectively contribute to the Company's ability to deliver sustainable value to its shareholders.

| | 2024 | 2023 | 2022 |
|-------------------|--------|--------|---------|
| Return on equity | 26.70 | 20.29 | (10.37) |
| Return on assets | 15.74% | 15.92% | -7.94% |
| Ownership Ratio | 58.96% | 78.48% | 76.50% |
| Net profit margin | 44.49% | 48.29% | -75.74% |
| Assets Turnover | 28.37% | 31.35% | 13.67% |

SHARE PRICE SENSITIVITY ANALYSIS



The share price performance of JS Investments Limited (JSIL) in 2024 exhibited a significant upward trajectory, reflecting improving fundamentals, strategic corporate actions, and growing investor confidence.

For the first eight months of the year (January to August 2024), JSIL's share price remained relatively stable, trading in a narrow range between PKR 14 to PKR 16 per share. Trading volumes were modest during this period, indicative of limited investor turnover and steady market perception.

A key turning point occurred in August 2024, when the Company announced a share buyback program. This corporate action not only signaled management's confidence in the intrinsic value of JSIL's shares but also acted as a catalyst for re-rating the stock. Following the announcement, both share price and trading volumes began to increase significantly.

From September 2024 onwards, the stock experienced sustained upward momentum. The price climbed steadily, supported by:

- The positive impact and market perception of the share buyback,
- Strong financial results, including robust profitability and a healthy Return on Equity (ROE),
- Improved industry sentiment and favorable macroeconomic indicators.

Trading volumes surged alongside price appreciation. This spike in liquidity reflects heightened investor interest and broader market participation.

By the end of December 2024, JSIL's share price stabilized in the range of PKR 26 to PKR 28, more than doubling from the levels seen earlier in the year. The combination of price appreciation and volume growth underscored the market's endorsement of the Company's performance, capital strategy, and long-term growth prospects.

OUR CORPORATE APPROACH

Cultivating a Strong Compliance and Governance Culture

At JS Investments Limited (JSIL), our unwavering commitment to regulatory excellence and ethical business practices forms the foundation of our success. We have established a proactive compliance framework that not only meets but often exceeds prevailing regulatory standards, particularly in the areas of Anti-Money Laundering (AML), Countering Financing of Terrorism (CFT), and corporate governance. By continuously enhancing our compliance protocols and fostering a culture of integrity, we reinforce stakeholder confidence and uphold the highest standards of accountability.

Building a High-Performance Culture

We are dedicated to fostering a workplace culture where excellence, accountability, and innovation are embedded in everything we do. Our people are our most valuable asset, and we actively invest in attracting, developing, and retaining top talent. Through ongoing training, leadership development, and performance recognition, JSIL empowers its employees to reach their full potential while contributing to the Company's strategic objectives.

Governance Excellence and Ethical Leadership

JSIL is committed to strong and transparent governance practices that ensure responsible leadership and effective oversight. Our governance framework is designed to promote transparency, protect stakeholder interests, and support strategic decision-making. We continuously align our governance practices with evolving industry standards and regulatory expectations to maintain the highest level of corporate integrity.

Financial Discipline and Sustainable Performance

Our resilient balance sheet, sound financial management, and disciplined execution of our business strategy have positioned JSIL for sustainable growth. We remain focused on delivering consistent performance, optimizing operational efficiency, and pursuing new opportunities that align with our long-term growth objectives. Despite market challenges, our commitment to financial prudence and value creation for our stakeholders remains steadfast.

Technology-Enabled Innovation

Recognizing the critical role of technology in driving operational efficiency and client engagement, JSIL continues to invest in innovative digital solutions. We leverage technology to streamline processes, enhance data analytics, improve customer experiences, and support the scalability of our business. Our forward-looking approach ensures that we remain agile and competitive in an evolving financial landscape.

Proactive Risk Management

JSIL's comprehensive risk management framework is designed to identify, assess, and mitigate risks across all areas of our business. Our policies and procedures are regularly reviewed to ensure they remain effective and responsive to changing market dynamics. By integrating risk management into our strategic planning, we safeguard our financial strength and maintain resilience against potential uncertainties.

Commitment to Sustainability and Responsible Growth

Sustainability is integral to JSIL's corporate strategy. We are committed to incorporating environmental, social, and governance (ESG) principles into our decision-making and operational practices. Our sustainability initiatives focus on minimizing environmental impact, promoting diversity and inclusion, and supporting community development. We believe that responsible business practices are essential to creating long-term value for our clients, employees, shareholders, and society at large.

QUARTERLY ANALYSIS

| | 1st Quarter | 2nd Quarter | 3rd Quarter | 4th Quarter | Annual |
|---|-------------------|--------------------|--------------------|--------------------|--------------------|
| Management Fee / Income | 107,666,639 | 113,591,572 | 124,474,245 | 188,698,881 | 534,431,337 |
| Investment Income | 74,960,192 | 123,651,365 | 92,578,590 | 190,496,115 | 481,686,262 |
| Administrative, Selling and distribution expenses | (100,474,092) | (104,957,298) | (110,329,785) | (180,112,850) | (495,874,025) |
| Operating profit | 82,152,739 | 132,285,639 | 106,723,050 | 199,082,146 | 520,243,574 |
| Financial charges | (7,007,558) | (7,005,689) | (7,733,043) | (9,984,395) | (31,730,685) |
| Profit before Income Tax | 75,145,181 | 125,279,950 | 98,990,007 | 189,097,751 | 488,512,889 |
| Taxation - net | (3,143,922) | (18,799,689) | (21,569,879) | 3,923,629 | (39,589,861) |
| Profit after taxation | 72,001,259 | 106,480,261 | 77,420,128 | 193,021,380 | 448,923,028 |
| Earnings per share for the year | | | | | |
| - basic and diluted | 1.17 | 1.72 | 1.25 | 3.12 | 7.27 |

JS Investments Limited exhibited strong financial momentum across all four quarters of the year. Both management fee and investment income showed consistent growth, contributing to a steady rise in operating and net profitability. Despite a gradual increase in administrative and distribution expenses, the company maintained healthy margins, with operating profit strengthening each quarter. The fourth quarter stood out with the highest performance across key metrics. Net profit after tax peaked in Q4, driving the annual earnings per share to a robust Rs. 7.27. Overall, the results reflect solid revenue generation, disciplined cost management, and effective execution of the company's core strategy.

Objectives to Assess Stewardship of Management

JS Investments Limited is committed to delivering consistent returns and sustainable value creation for its unit holders and shareholders, while maintaining the highest standards of fiduciary responsibility and governance. To assess the effectiveness of its stewardship, the Company discloses Key Performance Indicators (KPIs) along with corresponding strategies in the Strategy and Resource Allocation section of this Annual Report. The Directors' Report, Management Discussion & Analysis, and the Forward-Looking Statement collectively provide valuable insights into the Company's performance, governance practices, and future outlook.

Change in Accounting Policies

The information regarding the change in the accounting policies, judgments, or estimates during the year under review is comprehensively in the Financial Statements. Please refer to Notes 1–3 of the audited financial statements.

Approach to Performance Measurement

JS Investments' quantitative KPIs are designed to evaluate the Company's performance across core areas such as growth in Assets Under Management (AUM), fund performance relative to benchmarks, operational efficiency, market share in mutual fund distribution, and overall profitability. These KPIs help assess the Management Company's ability to deliver value to investors while ensuring regulatory compliance, cost efficiency, and long-term sustainability.

The Company continuously monitors fund-wise returns, risk-adjusted performance, customer acquisition and retention trends, expense ratios, and compliance with regulatory capital and liquidity requirements. These indicators are aligned with the Company's strategic goals and are regularly reviewed by senior management and the Board for timely decision-making.

The improvement in profitability and fund performance reflects JS Investments' strategic execution capabilities, strong governance framework, and adaptability in a challenging economic environment. The Company's long-term focus remains on expanding investor outreach, enhancing digital capabilities, maintaining superior fund governance, and optimizing operational efficiency to deliver sustainable value to stakeholders.

FINANCIAL STATEMENTS

This section presents the audited financial statements of JS Investments Limited for the year ended December 31, 2024, along with the Independent Auditor's Report. Prepared in accordance with applicable financial reporting standards and regulatory requirements, these statements provide a transparent view of the Company's financial position, performance, and cash flows.



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Chartered Accountants
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Karachi 75530 Pakistan
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INDEPENDENT AUDITOR'S REPORT

To the members of JS Investments Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the annexed financial statements of **JS Investments Limited** (the Company) which comprise the statement of financial position as at 31 December 2024, and the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity, statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information, and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of the audit.

In our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and statement of cash flows together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan and give the information required by the Companies Act, 2017 (XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at 31 December 2024 and of the profit and other comprehensive income, the changes in equity and its cash flow for the year then ended.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) as applicable in Pakistan. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountant's *Code of Ethics for Professional Accountants* as adopted by the Institute of Chartered Accountants of Pakistan (the Code) and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



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Following is the Key Audit Matter:

| S. No. | Key Audit Matter | How the matter was addressed in our audit |
|--------|--|--|
| 1. | <p data-bbox="280 750 802 780">Valuation of investment in associates</p> <p data-bbox="280 811 922 841">(Refer note 3.3.8 & 10 to the financial statements)</p> <p data-bbox="280 879 808 1038">The carrying value of investment in associates held by the Company amounted to Rs.2,562.47 million, which constitute 71.55% of the Company's total assets as at 31 December 2024.</p> <p data-bbox="280 1072 797 1322">These represent investment in mutual funds and pension funds under the management of the Company which are classified as Investment in associates due to existence of significant influence of the Company over these investments and accounted for using equity method of accounting.</p> <p data-bbox="280 1363 802 1612">The proper valuation of the investments portfolio of the Company as at 31 December 2024 and the related share of profit from associates during the year ended 31 December 2024 was considered a significant area and therefore we considered this as a key audit matter.</p> | <p data-bbox="837 879 1438 948">Our audit procedures amongst others included the followings:</p> <ul data-bbox="837 982 1438 1843" style="list-style-type: none"><li data-bbox="837 982 1438 1106">• Assessing design, implementation and operating effectiveness of key controls established by the Company over investment in associates.<li data-bbox="837 1140 1438 1299">• Verifying that the investments are valued appropriately in accordance with the requirements of the accounting and reporting standards as applicable in Pakistan.<li data-bbox="837 1333 1438 1458">• Recalculating the share of profit from associates to ascertain that it is appropriately accounted for in the financial statements.<li data-bbox="837 1492 1438 1651">• Obtaining account statements to verify the existence of the investments portfolio as at 31 December 2024 and tracing balances in these statements with the books and records of the Company.<li data-bbox="837 1685 1438 1843">• Assessing the relevant presentation and disclosures made in the financial statements to ascertain whether these are complied with accounting and reporting standards as applicable in Pakistan. |



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Information Other than the Financial Statements and Auditor's Report Thereon

Management is responsible for the other information. The Other Information comprises the information included in the Company's Annual Report but does not include the financial statements and our auditor's report thereon. We were provided with the Director's Report to the Shareholders and Chairman's Review Report prior to the date of this auditor's report and the remaining parts of the Annual Report are expected to be made available to us after that date.

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

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

If, based on the work we have performed on the other information that we obtained prior to the date of this Auditor's Report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and the Board of Directors for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting and reporting standards as applicable in Pakistan the requirements of the Companies Act, 2017 (XIX of 2017) and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs as applicable in Pakistan will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.



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As part of an audit in accordance with ISAs as applicable in Pakistan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with the Board of Directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse



KPMG Taseer Hadi & Co.

consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Auditor's Responsibilities for the Audit of the Financial Statements

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


- a) proper books of accounts have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);
- b) the statement of financial position, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes thereon have been drawn up in conformity with the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of accounts and returns;
- c) investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and
- d) no zakat was deductible at source under the Zakat and Ushr Ordinance, 1980.

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

Date: 17 March 2025

Karachi

UDIN: AR202410106zR3YQ6GDC


KPMG Taseer Hadi & Co.
Chartered Accountants

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STATEMENT OF FINANCIAL POSITION

As at December 31, 2024

| | | 2024 | 2023 Restated | 2022 Restated |
|--|------|----------------------|------------------|------------------|
| ASSETS | Note | (Rupees) | | |
| Non-current assets | | | | |
| Property and equipment | 4 | 253,840,269 | 238,962,606 | 275,654,014 |
| Intangible assets | 5 | 1,869,156 | 3,655,853 | 6,469,897 |
| Investment in associates | 10 | 2,562,473,076 | 1,234,676,831 | 1,034,071,682 |
| Long term investment | 12 | 265,000 | 265,000 | 265,000 |
| Deferred taxation - net | 15 | 187,807,059 | 101,098,308 | - |
| Long term loans and prepayments | 6 | 4,177,994 | 1,899,600 | 2,152,930 |
| | | 3,010,432,554 | 1,580,558,198 | 1,318,613,523 |
| Current assets | | | | |
| Balances due from funds under management | 7 | 205,482,407 | 125,531,519 | 124,610,226 |
| Loans and advances | 8 | 11,299,390 | 5,865,567 | 2,336,220 |
| Deposits, prepayments and other receivables | 9 | 164,102,064 | 148,952,169 | 97,347,215 |
| Short term investment | 11 | 126,687,500 | 126,687,500 | 125,000,000 |
| Taxation - net | | 20,902,979 | 66,646,890 | 91,587,518 |
| Cash and bank balances | 13 | 42,309,808 | 67,978,805 | 12,288,813 |
| | | 570,784,148 | 541,662,450 | 453,169,992 |
| Total assets | | 3,581,216,702 | 2,122,220,648 | 1,771,783,515 |
| EQUITY AND LIABILITIES | | | | |
| Share capital and reserves | | | | |
| Authorised share capital | | 2,500,000,000 | 2,500,000,000 | 2,500,000,000 |
| Issued, subscribed and paid-up share capital | 14 | 616,481,270 | 617,742,560 | 617,742,560 |
| Capital re-purchase reserve account | | 1,261,290 | - | - |
| Unappropriated profit | | 1,493,843,514 | 1,047,678,821 | 737,654,383 |
| Total equity and reserves | | 2,111,586,074 | 1,665,421,381 | 1,355,396,943 |
| LIABILITIES | | | | |
| Non-current liabilities | | | | |
| Lease liabilities | 16 | 154,928,225 | 157,085,116 | 213,734,571 |
| | | 154,928,225 | 157,085,116 | 213,734,571 |
| Current liabilities | | | | |
| Trade and other payables | 17 | 372,806,296 | 267,608,528 | 173,481,210 |
| Short term borrowing | 18 | 900,000,000 | - | - |
| Unclaimed dividend | | 4,870,010 | 4,872,885 | 4,922,407 |
| Current maturity of lease liabilities | 16 | 37,026,097 | 27,232,738 | 24,248,384 |
| | | 1,314,702,403 | 299,714,151 | 202,652,001 |
| Total liabilities | | 1,469,630,628 | 456,799,267 | 416,386,572 |
| Contingencies and commitments | 19 | - | - | - |
| Total equity and liabilities | | 3,581,216,702 | 2,122,220,648 | 1,771,783,515 |

The annexed notes 1 to 35 form an integral part of these financial statements.

Chief Financial Officer

Chief Executive Officer

Director

STATEMENT OF PROFIT OR LOSS

For the year ended December 31, 2024

| | | 2024 | 2023 Restated |
|--|------|--------------------|------------------|
| | Note | (Rupees) | |
| Income | | | |
| Remuneration from funds under management - net | 20 | 529,135,058 | 258,000,807 |
| Commission from funds under management | 21 | 5,093,217 | 18,249,054 |
| Remuneration and share of profit from management of discretionary and non discretionary client portfolio | 22 | 203,062 | 595,901 |
| | | 534,431,337 | 276,845,762 |
| Net unrealised gain on remeasurement of investments classified 'as at fair value through profit or loss | | - | 1,687,500 |
| Return on bank deposits | | 5,819,068 | 5,310,081 |
| Return on debt security | | 27,609,279 | 26,552,535 |
| | | 567,859,684 | 310,395,878 |
| Administrative expenses | 23 | (459,743,319) | (356,643,030) |
| Selling and distribution expenses | 24 | (36,130,706) | (27,667,046) |
| | | 71,985,659 | (73,914,198) |
| Operating profit | | | |
| Financial charges | 25 | (31,730,685) | (26,680,905) |
| | | 40,254,974 | (100,595,103) |
| Other income | 26 | 7,064,463 | 23,315,399 |
| Share of Profit from Associate | 10.1 | 441,193,452 | 331,549,287 |
| | | 488,512,889 | 254,269,583 |
| Profit before Income and Minimum Taxes | | | |
| Taxation - Minimum Taxes | | (24,775,741) | (12,941,005) |
| | | 463,737,148 | 241,328,578 |
| Profit before Income Tax | | | |
| Taxation - net | 27 | (14,814,120) | 68,695,860 |
| | | 448,923,028 | 310,024,438 |
| Profit after taxation | | | |
| Earnings per share for the year - basic and diluted | 28 | 7.27 | 5.02 |

The annexed notes 1 to 35 form an integral part of these financial statements.

Chief Financial Officer

Chief Executive Officer

Director

STATEMENT OF COMPREHENSIVE INCOME

For the year ended December 31, 2024

| | 2024 | 2023 Restated |
|--|----------------------|--------------------|
| | ----- (Rupees) ----- | ----- |
| Profit after taxation | 448,923,028 | 310,024,438 |
| Other comprehensive income for the year | - | - |
| Total comprehensive income for the year | 448,923,028 | 310,024,438 |

The annexed notes 1 to 35 form an integral part of these financial statements.

Chief Financial Officer

Chief Executive Officer

Director

STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2024

| | Issued, subscribed and paid-up capital | Capital repurchase reserve account | Unappropriated profit | Total |
|---|--|---|-----------------------------|-----------------------------|
| | ----- Rupees ----- | | | |
| Balance as at January 01, 2023 | 617,742,560 | - | 737,654,383 | 1,355,396,943 |
| Profit for the year ended December 31, 2023 | - | - | 310,024,438 | 310,024,438 |
| Other comprehensive income for the year ended December 31, 2023 | - | - | - | - |
| Balance as at December 31, 2023 | <u>617,742,560</u> | <u>-</u> | <u>1,047,678,821</u> | <u>1,665,421,381</u> |
| Balance as at January 01, 2024 | 617,742,560 | - | 1,047,678,821 | 1,665,421,381 |
| Profit for the year ended December 31, 2024 | - | - | 448,923,028 | 448,923,028 |
| Other comprehensive income for the year ended December 31, 2024 | - | - | - | - |
| Purchase of own shares (note 14.4) | (1,261,290) | 1,261,290 | (2,758,335) | (2,758,335) |
| Balance as at December 31, 2024 | <u>616,481,270</u> | <u>1,261,290</u> | <u>1,493,843,514</u> | <u>2,111,586,074</u> |

The annexed notes 1 to 35 form an integral part of these financial statements.

Chief Financial Officer

Chief Executive Officer

Director

STATEMENT OF CASH FLOWS

For the year ended December 31, 2024

| | | 2024 | 2023 Restated |
|--|------|------------------------|------------------------|
| | Note | ----- (Rupees) ----- | |
| CASH FLOWS FROM OPERATING ACTIVITIES | | | |
| Profit before income tax | | | |
| Adjustment for: | | | |
| Remuneration from funds under management - net | 20 | (529,135,058) | (258,000,807) |
| Remuneration and share of profit from management of discretionary and non discretionary client portfolio | | (203,062) | (595,901) |
| Commission from funds under management | 21 | (5,093,217) | (18,249,054) |
| Return on debt security | 11 | (27,609,279) | (26,552,535) |
| Depreciation expense | 4.1 | 59,511,162 | 52,074,017 |
| Amortization expense | 5 | 1,786,697 | 3,234,044 |
| Financial charges | 25 | 31,730,685 | 26,680,905 |
| Return on bank deposits | | (5,819,068) | (5,310,081) |
| Share of Profit from Associate | 10.1 | (441,193,452) | (331,549,287) |
| Net unrealised loss on remeasurement of investments classified as 'at fair value through profit or loss' | 11.1 | - | (1,687,500) |
| Minimum taxes | | 24,775,741 | 12,941,005 |
| Write-off of CWIP | 4.3 | - | 387,400 |
| Gain on disposal of property and equipment | | (1,848,722) | (375,894) |
| | | (429,360,425) | (305,675,110) |
| Working capital changes | | | |
| (Increase) / decrease in current assets | | (7,712,217) | (3,276,017) |
| loan and advances | | (15,439,568) | (51,604,954) |
| Deposite prepayments and other receivables | | 78,800,307 | 99,052,468 |
| Increase / (decrease) in current liabilities | | 55,648,522 | 44,171,497 |
| | | (373,711,903) | (261,503,613) |
| Taxes paid - net | | (55,778,960) | (20,402,825) |
| Remuneration and commission received from funds under management | | 454,533,074 | 275,924,469 |
| Net cash generated from / (used in) operating activities | | 25,042,211 | (5,981,969) |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | |
| Investment made | | (6,319,635,651) | (9,561,725,541) |
| Proceeds from sale of investments | | 5,418,459,215 | 9,677,658,406 |
| Payments for purchase of property, equipment and intangible assets | | (33,573,265) | (21,616,619) |
| Dividends received | | 14,573,642 | 15,124,839 |
| Return on bank deposits | | 5,819,068 | 5,432,415 |
| Return on debt security | | 27,846,326 | 26,346,267 |
| Sale proceeds from disposal of property and equipment | | 1,654,000 | 400,000 |
| Net cash (used in) / generated from investing activities | | (884,856,664) | 141,619,768 |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | |
| Unclaimed dividend paid | | (2,875) | (49,522) |
| Lease rentals paid | | (61,484,909) | (53,217,380) |
| Treasury Shares | | (2,758,335) | - |
| Financial charges paid | | (1,608,425) | (26,680,905) |
| Running finance facility obtained | | 900,000,000 | - |
| Net cash generated from / (used in) financing activities | | 834,145,456 | (79,947,807) |
| Net (decrease) / increase in cash and cash equivalents during the year | | (25,668,997) | 55,689,992 |
| Cash and cash equivalents at beginning of the year | | 67,978,805 | 12,288,813 |
| Cash and cash equivalents at the end of the year | | 42,309,808 | 67,978,805 |

The annexed notes 1 to 35 form an integral part of these financial statements.

Chief Financial Officer

Chief Executive Officer

Director

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

1. STATUS AND NATURE OF BUSINESS

1.1 JS Investments Limited (the Company) is a public listed company incorporated in Pakistan on February 22, 1995 under the repealed Companies Ordinance, 1984 (now Companies Act, 2017). The shares of the Company are quoted on the Pakistan Stock Exchange Limited since April 24, 2007. The registered office of the Company is located at The Centre, 19th Floor, Plot No. 28, SB-5, Abdullah Haroon Road, Saddar, Karachi. The Company is a subsidiary of JS Bank Limited (which has 84.73 percent direct holding in the Company) which is a subsidiary of JSCL (Jahangir Siddiqui & Co. Ltd.), the Ultimate Parent.

The Company has obtained the license of an "Investment Advisor" and "Asset Management Company" (AMC) under the Non-Banking Finance Companies (Establishment and Regulation) Rules, 2003 (the NBFC Rules) and the Non-Banking Finance Companies and Notified Entities Regulations, 2008 (the NBFC Regulations). In addition, the Company also acts as Pension Fund Manager under the Voluntary Pension System Rules, 2005. The Company has also acquired the Private Equity and Venture Capital Fund Management Services license and REIT Management Services license from Securities and Exchange Commission of Pakistan (SECP)

Pakistan Credit Rating Agency Limited (PACRA) has upgraded Management Company's asset manager rating to 'AM2++' with a 'Stable outlook' to JS Investments Limited. This rating underscores our dedication to maintaining high-quality management standards, reflecting positively on the overall performance and outlook of our operations

Geographical locations and addresses of business units of the Company are as under:

| Location | Address | Purpose |
|-----------|---|---------------|
| Karachi | The Centre, 19th Floor, Plot No. 28, SB-5 Abdullah Haroon Road Saddar, Karachi. | Head Office |
| Karachi | Ground Floor, Plot # 97-C, Main Khayaban-e-Shaheen, DHA Phase VIII, Karachi. | Branch Office |
| Lahore | Ground Floor, Plot # 151-MB, DHA Phase 6-C, Near KFC, Lahore. | Branch Office |
| Islamabad | Office # 414, 4th Floor, PSX Building, Jinnah Avenue, Islamabad. | Branch Office |

1.2 The Company is an asset management company, pension fund and private equity and venture capital manager for the following funds for the year ended December 31, 2024.

Open-end mutual funds

- JS Growth Fund
- Unit Trust of Pakistan
- JS Income Fund
- JS Islamic Fund
- JS Fund of Funds
- JS Islamic Income Fund
- JS Cash Fund
- JS Large Cap Fund
- JS Money Market Fund
- JS Fixed Term Munafa Fund
- JS Islamic Money Market Fund (Formerly: JS Islamic Daily Dividend Fund)
- JS Momentum Factor Exchange Traded Fund
- JS Microfinance Sector Fund
- JS Islamic Premium Fund
- JS Government Securities Fund

Closed-end mutual funds

- JS Rental REIT Fund

Private Equity and Venture Capital Fund

- JS Motion Picture Fund

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

Pension funds

- JS Pension Savings Fund
- JS Islamic Pension Savings Fund
- JS KPK Pension Fund
- JS KPK Islamic Pension Fund

2. BASIS OF PREPARATION

2.1 Statement of compliance

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

- International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017; and
- Provisions of and directives issued under the Companies Act, 2017 along with part VIIIA of the repealed Companies Ordinance, 1984; and
- Provisions of the Non-Banking Finance Companies (Establishment and Regulation) Rules, 2003 (the NBFC Rules), the Non-Banking Finance Companies and Notified Entities Regulations, 2008 (the NBFC Regulations); and
- Directives issued by the Securities and Exchange Commission of Pakistan (SECP).

Where the provisions and directives issued under the Companies Act, 2017, part VIIIA of the repealed Companies Ordinance, 1984, the NBFC Rules and the NBFC Regulations differ from the IFRS, the provisions of and directives issued under the Companies Act, 2017, part VIIIA of the repealed Companies Ordinance, 1984, the NBFC Rules and the NBFC Regulations have been followed.

2.2 Consolidation of mutual fund by the asset management company

The Securities and Exchange Commission of Pakistan (SECP) vide SRO 56 (1) / 2016 dated January 28, 2016, has notified that the requirements of IFRS 10 (Consolidated Financial Statements) and Section 237 of the repealed Companies Ordinance, 1984 (Section 228 of Companies Act, 2017) are not applicable in case of investments made by companies in mutual funds established under Trust structure. Accordingly, the Company has not consolidated the financial position and result of operations of mutual funds managed by it in their financial statements.

2.3 Basis of measurement

These financial statements have been prepared under historical cost convention except as otherwise stated in respective policy notes. In the financial statements all the transactions are recorded on accrual basis except for the statement of cash flows.

2.4 Functional and presentation currency

These financial statements have been presented in Pakistani Rupees, which is the Company's functional and presentation currency.

2.5 Use of critical accounting estimates and judgments

The preparation of financial statements in conformity with approved accounting standards, as applicable in Pakistan, requires management to make judgments, estimates and assumptions that affect the application of policies and the reported amounts of assets, liabilities, income and expenses.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The estimates and judgments that have a significant effect on the financial statements are as follows:

- i) Taxation (notes 3.7, 15 and 27);
- ii) Classification and impairment of investment in associates (notes 3.3.8 and 10);
- iii) Determination and measurement of useful life and residual value of property and equipment (notes 3.1 and 4.1);
- iv) Leases (note 3.10 and 4.2);
- v) Other provisions (note 3.6)

2.6 Standards, interpretations of and amendments to the published accounting and reporting standards that are effective in the current year:

2.6.1 The following amendments to published standards are mandatory for the financial year beginning on January 1, 2024 and are relevant to the Company.

a) Non-current Liabilities with Covenants (Amendments to IAS 1 Presentation of Financial Statements)

Non-current Liabilities with Covenants (amendment to IAS 1 in October 2022) aims to improve the information an entity provides when its right to defer settlement of a liability for at least twelve months is subject to compliance with conditions. The amendment is also intended to address concerns about classifying such a liability as current or non-current. Only covenants with which a company must comply on or before the reporting date affect the classification of a liability as current or non-current. Covenants with which the company must comply after the reporting date (i.e. future covenants) do not affect a liability's classification at that date. However, when non-current liabilities are subject to future covenants, companies will now need to disclose information to help users understand the risk that those liabilities could become repayable within 12 months after the reporting date. The amendments apply retrospectively for annual reporting periods beginning on or after January 1, 2024, with earlier application permitted. These amendments also specify the transition requirements for companies that may have early-adopted the previously issued but not yet effective 2020 amendments to IAS 1 (as referred above).

b) Classification of liabilities as current or non-current (Amendments to IAS 1 Presentation of Financial Statements)

Classification of liabilities as current or non-current (Amendments to IAS 1 in January 2020) apply retrospectively for the annual periods beginning on or after January 1, 2024 (as deferred vide amendments to IAS 1 in October 2022) with earlier application permitted. These amendments in the standards have been added to further clarify when a liability is classified as current. Convertible debt may need to be reclassified as 'current'. The standard also amends the aspect of classification of liability as non-current by requiring the assessment of the entity's right at the end of the reporting period to defer the settlement of liability for at least twelve months after the reporting period. An entity's expectation and discretion at the reporting date to refinance or to reschedule payments on a long-term basis are no longer relevant for the classification of a liability as current or non-current. An entity shall apply those amendments retrospectively in accordance with IAS 8.

The Company's liabilities were not impacted by the adoption of these amendments.

2.6.2 There are certain other amendments to the published accounting and reporting standards that are mandatory for the Company's annual accounting period beginning on January 1, 2024. However, these are not considered to be relevant or did not have any material effect on the Company's financial statements and have, therefore not been disclosed in these financial statements

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

2.7 Standards, interpretations and amendments to published accounting and reporting standards that are not yet effective

The following International Financial Reporting Standards (IFRS Standards) as notified under the Companies Act, 2017 and the amendments and interpretations thereto will be effective for accounting periods beginning on or after January 1, 2025:

- Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28) amend accounting treatment on loss of control of business or assets. The amendments also introduce new accounting for less frequent transaction that involves neither cost nor full step-up of certain retained interests in assets that are not businesses. The effective date for these changes has been deferred indefinitely until the completion of a broader review. Early adoption continues to be permitted.
- Lack of Exchangeability (amendments to IAS 21) clarify:
 - when a currency is exchangeable into another currency; and
 - how a company estimates a spot rate when a currency lacks exchangeability.

Further, companies will need to provide new disclosures to help users assess the impact of using an estimated exchange rate on the financial statements. These disclosures might include:

- the nature and financial impacts of the currency not being exchangeable;
- the spot exchange rate used;
- the estimation process; and
- risks to the company because the currency is not exchangeable.

The amendments apply for annual reporting periods beginning on or after January 1, 2025. Earlier application is permitted.

- Amendments to the Classification and Measurement of Financial Instruments – Amendments to IFRS 9 Financial Instruments and IFRS 7 Financial Instruments: Disclosures:

- Financial Assets with ESG-Linked features:

Under IFRS 9, it was unclear whether the contractual cash flows of some financial assets with ESG-linked features represented SPPI. This could have resulted in financial assets with ESG-linked features being measured at fair value through profit or loss. Although the new amendments are more permissive, they apply to all contingent features, not just ESG-linked features. While the amendments may allow certain financial assets with contingent features to meet the SPPI criterion, companies may need to perform additional work to prove this. Judgement will be required in determining whether the new test is met.

The amendments introduce an additional SPPI test for financial assets with contingent features that are not related directly to a change in basic lending risks or costs – e.g., where the cash flows change depending on whether the borrower meets an ESG target specified in the loan contract. The amendments also include additional disclosures for all financial assets and financial liabilities that have certain contingent features that are:

- not related directly to a change in basic lending risks or costs; and
- are not measured at fair value through profit or loss.

The amendments apply for reporting periods beginning on or after January 1, 2026. Companies can choose to early-adopt these amendments (including the associated disclosure requirements), separately from the amendments for the recognition and derecognition of financial assets and financial liabilities.

- Recognition / Derecognition requirements of Financial Assets / liabilities by Electronic Payments:

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

The amendments to IFRS 9 clarify when a financial asset or a financial liability is recognized and derecognized and provide an exception for certain financial liabilities settled using an electronic payment system. Companies generally derecognize their trade payables on the settlement date (i.e., when the payment is completed). However, the amendments provide an exception for the derecognition of financial liabilities. The exception allows the company to derecognize its trade payable before the settlement date, potentially on the date when payment cannot be cancelled, when it uses an electronic payment system that meets all of the following criteria:

- no practical ability to withdraw, stop or cancel the payment instruction;
- no practical ability to access the cash to be used for settlement as a result of the payment instruction; and
- the settlement risk associated with the electronic payment system is insignificant. The amendments apply for reporting periods beginning on or after January 1, 2026. Earlier application is permitted.

- Other related amendments

Contractually linked instruments (CLIs) and non-recourse features:

The amendments clarify the key characteristics of CLIs and how they differ from financial assets with non-recourse features. The amendments also include factors that a company needs to consider when assessing the cash flows underlying a financial asset with non-recourse features (the 'look through' test).

- Disclosures on investments in equity instruments:

The amendments require additional disclosures for investments in equity instruments that are measured at fair value with gains or losses presented in other comprehensive income (FVOCI).

The amendments apply for reporting periods beginning on or after January 1, 2026. Earlier application is permitted.

- Annual Improvements to IFRS Accounting Standards – Amendments to:

- IFRS 1 First-time Adoption of International Financial Reporting Standards;
- IFRS 7 Financial Instruments: Disclosures and its accompanying Guidance on implementing IFRS 7;
- IFRS 9 Financial Instruments;
- IAS 7 Statement of Cash flows

- The amendments to IFRS 9 address:

- a conflict between IFRS 9 and IFRS 15 Revenue from Contracts with Customers over the initial measurement of trade receivables:

Under IFRS 15, a trade receivable may be recognized at an amount that differs from the transaction price – e.g. when the transaction price is variable. Conversely, IFRS 9 requires that companies initially measure trade receivables without a significant financing component at the transaction price. The IASB has amended IFRS 9 to require companies to initially measure a trade receivable without a significant financing component at the amount determined by applying IFRS 15; and

- how a lessee accounts for the derecognition of a lease liability under paragraph 23 of IFRS 9:

When lease liabilities are derecognized under IFRS 9, the difference between the carrying amount and the consideration paid is recognized in profit or loss.

The amendment on trade receivables may require some companies to change their accounting policy.

The amendments apply for annual reporting periods beginning on or after January 1, 2026. Earlier application is permitted.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

The amendment on derecognition of lease liabilities applies only to lease liabilities extinguished on or after the beginning of the annual reporting period in which the amendment is first applied.

The above standards, interpretations and amendments are not likely to have a material impact on the Company's financial statements.

2.8 Prior period adjustments in financial statements

2.8.1 During the current year, the Company has reclassified its investments in units of funds under its management from "financial assets at fair value through profit or loss" to "investment in associates" including comparative information. This reclassification has been made as the management believes that the Company has significant influence over the funds being managed by it and the investment should have been classified as "investment in associate" since initial recognition (for the reasons as detailed in note 3.3.8).

The reclassification has no impact on the total amount of investments reflected in the statement of financial position. However, the investments previously shown under current assets amounting to Rs. 2,562.47 million as at December 31, 2024 (December 31, 2023: Rs. 1,234.67 million) have been reclassified to "investment in associates" under non-current assets. Moreover, the impacts of reclassification on the statement of profit or loss and the statement of cash flows are given as follows:

| | 2023 (Rupees) |
|--|--------------------------|
| Statement of profit or loss | |
| Decrease in unrealised diminution on re-measurement of investments classified as 'financial assets at fair value through profit or loss' - net | (123,787,773) |
| Decrease in gain on sale of investments - net | (192,636,675) |
| Decrease in dividend income | (15,124,839) |
| Increase in share of profit from associates | 331,549,287 |
| Net Impact | <u><u>-</u></u> |
| Statement of cash flows | |
| Decrease in unrealised diminution on re-measurement of investments classified as 'financial assets at fair value through profit or loss' - net | (123,787,773) |
| Decrease in gain on sale of investments - net | (192,636,675) |
| Decrease in dividend income | (15,124,839) |
| Increase in share of profit from associates | 331,549,287 |
| Net Impact | <u><u>-</u></u> |

The additional disclosures in respect of investment in associates have been given in Note 3.3.8 & 10 to these financial statements.

Furthermore, there is no impact on the earnings per share, the statement of comprehensive income and the statements of changes in equity as a result of above reclassification.

2.8.2 During the year, the Institute of Chartered Accountants of Pakistan (ICAP) has withdrawn Technical Release 27 'IAS 12, Income Taxes (Revised 2012)' and issued the 'IAS 12 Application Guidance on Accounting for Minimum Taxes and Final Taxes' (the Guidance). Accordingly, in accordance with the Guidance, the Company has changed its accounting policy to recognise minimum and final taxes as 'Levy' under IAS 37 "Provisions, Contingent Liabilities and Contingent Assets" which were previously being recognised as 'Income tax'.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

The Company has accounted for the effects of these changes in accounting policy retrospectively under IAS 8 “Accounting Policies, Changes in Accounting Estimates and Errors” and the corresponding figures have been reclassified in these unconsolidated financial statements.

In light of above guidance and its retrospectively applicability results in reclassification of final taxes as disclosed in the statement of profit or loss. Impact on the Company’s statement of profit or loss is as follows.

| Statement of profit or loss | Had there been no change in accounting policy | Impact of change in accounting policy | After incorporating effects of change in accounting policy |
|------------------------------------|--|--|---|
| | ----- (Rupees) ----- | | |
| December 31, 2024 | | | |
| Taxation - Minimum Taxes | - | (24,775,741) | (24,775,741) |
| Profit before income tax | 488,512,889 | (24,775,741) | 463,737,148 |
| Taxation - net | (39,589,861) | 24,775,741 | (14,814,120) |
| Profit after income tax | 448,923,028 | - | 448,923,028 |
| December 31, 2023 | | | |
| Taxation - Minimum Taxes | - | (12,941,005) | (12,941,005) |
| Profit before income tax | 254,269,583 | (12,941,005) | 241,328,578 |
| Taxation - net | 55,754,855 | 12,941,005 | 68,695,860 |
| Profit after income tax | 310,024,438 | - | 310,024,438 |
| Statement of cash flows | | | |
| December 31, 2024 | | | |
| Profit before taxation | 488,512,889 | (24,775,741) | 463,737,148 |
| Taxation - Minimum taxes | - | 24,775,741 | 24,775,741 |
| Cashflow from operating activities | 488,512,889 | - | 488,512,889 |
| December 31, 2023 | | | |
| Profit before taxation | 254,269,583 | (12,941,005) | 241,328,578 |
| Taxation - Minimum taxes | - | 12,941,005 | 12,941,005 |
| Cashflow from operating activities | 254,269,583 | - | 254,269,583 |

There is no impact of restatements mentioned in note 2.8.2 on the Company’s total investing or financing cash flows for the year ended December 31, 2024

There is no impact of restatements mentioned in note 2.8.2 on the Company’s statement of financial position, earnings per share, statement of comprehensive income and statement of changes in equity for the year ended December 31, 2024.

3. MATERIAL ACCOUNTING POLICY INFORMATION

The material accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented except as mentioned in note 2.8.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

3.1 Property and equipment

a) Owned assets

Initial recognition and measurement.

The cost of an asset is recognised as an asset if and only if the future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Property and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any.

Subsequent Cost

Subsequent costs are included in the asset's carrying amounts or recognized as a separate asset, as appropriate, only when it is probable that future benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other subsequent costs including repair and maintenance are charged to the statement of profit or loss as and when incurred.

Depreciation

Depreciation is charged to statement of profit or loss by applying the straight-line method, whereby the cost of an asset is written off over its estimated useful life. The residual values and useful lives are reviewed, and adjusted, if required, at each reporting date.

Depreciation on fixed assets is charged from the day when the asset is available for use. No depreciation to be charged on the day the asset is disposed off.

Gains and Losses on disposal

The gain or loss on disposal of an item of property and equipment is determined by comparing the proceeds from disposal with the carrying amount of the property and equipment, and is recognized in the statement of profit or loss.

3.2 Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received.

Unless the Company is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment.

3.3 Financial instruments

3.3.1 Financial assets

3.3.1.1 Classification and subsequent measurement

The Company has applied IFRS 9 and classifies its financial assets in the following measurement categories:

- at amortised cost;
- at fair value through other comprehensive income (FVOCI); and
- at fair value through profit or loss (FVPL).

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

The classification requirements for debt and equity instruments are described below:

(i) Debt instruments

Debt instruments are those instruments that meet the definition of a financial liability from the issuer's perspective, such as loans, government and corporate bonds and puttable instruments like units of open-end mutual funds.

Classification and subsequent measurement of debt instruments depend on:

- the Company's business model for managing the asset; and
- the cash flow characteristics of the asset.

Based on these factors, the Company classifies its debt instruments in one of the following three measurement categories:

a) At amortised cost:

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest (SPPI), and that are not designated as FVPL, are measured at amortised cost. The carrying amount of these assets is adjusted by any expected credit loss allowance recognised and measured as described in note 3.3.1.2.

b) Fair value through other comprehensive income (FVOCI):

Financial assets that are held for collection of contractual cash flows and for selling the assets, where the assets' cash flows represent solely payments of principal and interest, and that are not designated as FVPL, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through other comprehensive income, except for the recognition of impairment gains or losses, recognised and measured as described in note 3.4.1.2, interest revenue and foreign exchange gains and losses on the instrument's amortised cost, which are recognised in the statement of profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to the statement of profit or loss.

c) Fair value through profit or loss (FVPL):

Assets that do not meet the criteria for classification at amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in the statement of profit or loss in the period in which it arises.

(ii) Equity instruments

Equity instruments are instruments that meet the definition of equity from the issuer's perspective and are instruments that do not contain a contractual obligation to pay and that evidence a residual interest in the issuer's net assets.

All equity investments are required to be measured in the statement of financial position at fair value, with gains and losses recognised in the statement of profit or loss, except where an irrevocable election has been made at the time of initial recognition to measure the investment at FVOCI.

The dividend income for equity securities classified under FVOCI are to be recognised in the statement of profit or loss. However, any surplus / (deficit) arising as a result of subsequent movement in the fair value of equity securities classified as FVOCI is to be recognised in other comprehensive income and is not recycled to the statement of profit or loss on derecognition.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

3.3.1.2 Impairment

3.3.1.2.1 Financial assets

The Company recognizes loss allowances for ECLs on:

- financial assets measured at amortized cost;
- debt instruments measured at FVOCI; and
- contract assets.

The Company measures loss allowances at an amount equal to lifetime ECLs, except for the following, which are measured at 12-month ECLs:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balance for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and it includes forward-looking information. The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 90 days past due.

The Company considers a financial asset to be in default when:

- the customer is unlikely to pay its obligation to the Company in full, without recourse by the Company to actions such as realizing security (if any is held); or
- the financial asset is past due on the agreed terms.

The Company considers a debt security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of 'investment grade'.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12 - month ECLs are the portion of ECLs that result from default events that are possible within 12 months after the reporting date (for a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive).

ECLs are discounted at the effective interest rate of the financial asset.

Credit-impaired financial assets

At each reporting date, the Company assesses whether financial assets carried at amortized cost and fair value through other comprehensive income are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being more than 90 days past due;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower or issuer will enter bankruptcy or other financial reorganization; or
- the disappearance of an active market for a security because of financial difficulties.

Presentation of allowance for ECL in the statement of financial position

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

For debt securities at FVOCI, the loss allowance is charged to statement of profit or loss and is recognized in OCI.

Write-off

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. Financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

3.3.1.2.2 Non-financial assets

The carrying amounts of the Company's non-financial assets are reviewed at each balance sheet date to determine whether there is any indication of impairment. If such indication exists, the asset's recoverable amount, being higher of value in use and fair value less costs to sell, is estimated. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount. Impairment losses are recognised in the statement of profit or loss.

3.3.1.3 Derecognition

Financial assets, or a portion thereof, are derecognised when the contractual rights to receive the cash flows from the assets have expired, or when they have been transferred and either:

- (i) the Company transfers substantially all the risks and rewards of ownership; or
- (ii) the Company neither transfers nor retains substantially all the risks and rewards of ownership and the Company has not retained control.

When the Company enters into transactions where it retains the contractual rights to receive cash flows from assets but assumes a contractual obligation to pay those cash flows to other entities and transfers substantially all of the risks and rewards, these transactions are accounted for as 'pass through' transfers that result in derecognition if the Company:

- (i) has no obligation to make payments unless it collects equivalent amounts from the assets;
- (ii) is prohibited from selling or pledging the assets; and
- (iii) has an obligation to remit any cash it collects from the assets without material delay.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

3.3.1.4 Regular way contracts

All regular way purchases and sales of financial assets are recognised on the trade date i.e. the date on which the Company commits to purchase or sell the asset. Regular way purchases / sales of assets require delivery of securities within two days from the transaction date as per the stock exchange regulations.

3.3.2 Financial liabilities

Financial liabilities are measured at fair value upon initial recognition and subsequently measured at amortised cost except for:

- Financial liabilities at fair value through profit or loss; and
- Financial liabilities arising from the transfer of financial assets which did not qualify for derecognition, whereby a financial liability is recognised for the consideration received for the transfer.

3.3.2.1 Derecognition

Financial liabilities are derecognised at the time when these are extinguished i.e. when the obligation specified in the contract is discharged, cancelled or expired. Any gain or loss on derecognition of financial liabilities is taken to the statement of profit or loss.

3.3.3 Initial recognition

Financial assets and financial liabilities are recognised at the time the Company becomes a party to the contractual provisions of the instrument. These are initially recognised at fair value plus transaction costs except for financial assets carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss are initially recognised at fair value and transaction cost associated with these financial assets are taken directly to the statement of profit or loss.

3.3.4 Offsetting of financial assets and liabilities

Financial assets and financial liabilities are offset and the net amount is reported in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

3.3.5 Business model

The business model reflects how the Company manages the assets in order to generate cash flows. That is, whether the objective is solely to collect the contractual cash flows from the assets or is to collect both the contractual cash flows and cash flows arising from the sale of assets. If neither of these is applicable (e.g. financial assets are held for trading purposes), then the financial assets are classified as part of 'other' business model and measured at FVPL. Factors considered by the Company in determining the business model for a group of assets include past experience on how the cash flows for these assets were collected, how the asset's performance is evaluated and reported to key management personnel, how risks are assessed and managed and how managers are compensated.

3.3.6 Solely payment of principal and interest

Where the business model is to hold assets to collect contractual cash flows or to collect contractual cash flows and sell, the Company assesses whether the financial instruments' cash flows represent solely payments of principal and interest (the 'SPPI test'). In making this assessment the Company considers whether the contractual cash flows are consistent with a basic lending arrangement i.e. interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement. Where the contractual terms introduce exposure to risk or volatility that are inconsistent with a basic lending arrangement, the related financial asset is classified and measured at fair value through profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

3.3.7 Reclassifications

The Company reclassifies debt investments when and only when its business model for managing those assets changes. The reclassification takes place from the start of the first reporting period following the change. Such changes are expected to be very infrequent and none have occurred during the year.

3.3.8 Investment in associated undertakings

Associates are all entities over which the Company has significant influence but not control. Associates are accounted for using equity method in these financial statements.

Certain mutual funds are managed by the Company. As stipulated under Regulation 38 of Non-Banking Finance Regulations, 2008, the Company is entrusted with fiduciary duties towards the unit holders of the funds. This fiduciary obligation requires the Company to act in the best interests of its unit holders, refraining from exploiting opportunities for its own benefit or that of its related parties, group companies, or employees, to the detriment of the unit holders.

In some cases, the holding of these investments is exceeding 50%. However, due to the exemption provided through SRO 56(i) of 2016, for the purpose of determining subsidiary relation, the definition provided under Companies Act, 2017 is not considered rather the definition under IFRS 10 is used. As per IFRS 10, these are not considered subsidiary due to the legal trust structure of the funds, the Company does not have the ability to affect returns through its power over the investee. Further, under this trust structure, the trusteeship is separate from the management and the independent trustees play a key role in overseeing the activities of the Company.

The Company has significant influence over mutual funds even where it has holding percentage of more than 50% and less than 20% due to power to participate in the fund's policy-making processes; therefore, investment in such mutual funds is considered as investment in associates.

Interests in associates are initially recognized at cost, which includes transaction costs. Subsequent to initial recognition, the financial statements include the company's share of the profit or loss and OCI of equity - accounted investees, until the date on which significant influence ceases. Distributions received from an associate reduce the carrying amount of the investment. When the Company's share of losses exceeds its interest in an associate, the investment's carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Company has incurred legal or constructive obligation.

3.3.9 Non-derivative financial assets

All non-derivative financial assets are initially recognised on trade date i.e. date on which the Company becomes party to the respective contractual provisions. Non-derivative financial assets comprise loans and receivables that are financial assets with fixed or determinable payments that are not quoted in active markets. The Company derecognises the financial assets when the contractual rights to the cash flows from the asset expires or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risk and rewards of ownership of the financial assets are transferred or neither they are transferred nor retained substantially all of the risks and rewards of ownership and does not retain control over the transferred asset.

3.4 Revenue recognition

- Remuneration for management services and asset investment advisory services are recognized on an accrual basis by applying pre-defined remuneration percentage on daily net asset value of the respective funds. The fee so charged does not exceed the limit prescribed in the NBFC Regulations / Voluntary Pension System Rules, 2005.
- Return on bank deposits, mark-up on term finance certificate, mark-up on letter of placements and mark-up on commercial papers are recognized on time proportionate basis by using effective rate of interest.
- Commission income from open end funds is recognized at the time of sale of units.
- Commission income and share of profit from management of discretionary and non discretionary client portfolios is recognized as services are rendered

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

3.5 Staff retirement benefits - Staff Provident Fund

The Company operates an approved contributory provident fund for all of its permanent employees. The Company and employees make equal monthly contributions to the fund at the rate of 7.33 percent of the basic salary.

3.6 Provisions, contingent assets and contingent liabilities

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the obligation can be made. The amount recognised represents the best estimate of the expenditure required to settle the obligation at the reporting date. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate. Provisions are not recognised for future operating losses.

Contingent assets are disclosed when there is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent assets are not recognised until the inflow of economic benefits is virtually certain.

Contingent liability is disclosed when:

- there is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company; or
- there is a present obligation that arises from past events but it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

3.7 Taxation

Income tax expense comprises current and deferred tax. Income tax expense is recognized in the statement of profit or loss, except to the extent that it relates to items recognized directly in equity or other comprehensive income, in that case it is recognized in equity or other comprehensive income respectively.

3.7.1 Current

Provision for current tax is based on taxable income at the current rates of taxation after taking into account tax credits and rebates available, if any, and taxes paid under the final tax regime. The charge for current tax also includes adjustments where necessary, relating to prior years which arise from assessments framed / finalised during the year.

3.7.2 Deferred

Deferred tax is recognized using the balance sheet liability method on all major temporary differences between the carrying amount of assets and liabilities used for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

A deferred tax asset is recognised for all deductible temporary differences and carry-forward of unused tax losses, to the extent that it is probable that taxable profit or taxable temporary differences will be available against which the deductible temporary differences and / or carry-forward of unused tax losses can be utilised.

Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realized. Deferred tax is charged or credited to the statement of profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

3.7.3 Levies

Tax charged under Income Tax Ordinance, 2001 which is not based on taxable income, or any amount paid / payable in excess of the calculation based on taxable income or any minimum tax is classified as levy in the statement of profit or loss as these levies fall under the scope of IFRIC 12 / IAS 37.

3.8 Cash and cash equivalents

Cash and cash equivalents for cash flow purposes include cash in hand, current and saving accounts held with banks, running finance facilities availed by the Company (if any), which are payable on demand and form an integral part of the Company's cash management.

3.9 Earnings per share

The Company presents basic and diluted earnings per share (EPS) for its shareholders. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of dilutive potential ordinary shares, if any.

3.10 Leases

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

3.10.1 Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

In calculating the present value of lease payments, the Company uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

3.10.2 Significant judgement in determining the lease term of contracts with renewal options

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Company has the option, under some of its leases to lease the assets for additional terms of one to five years.

The Company applies judgement in evaluating whether it is reasonably certain to exercise the option to renew. That is, it considers all relevant factors that create an economic incentive for it to exercise the renewal. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise (or not to exercise) the option to renew (e.g., a change in business strategy).

The Company included the renewal period as part of the lease term for leases of Company's head office and branches due to the significance of these assets to its operations. These leases have a short non-cancellable period (i.e., three to five years) and there will be a significant negative effect on operations if a replacement is not readily available

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

3.11 Trade and other payables

Liabilities for trade and other payable are recognized at fair value of the consideration to be paid for goods and services received plus significant directly attributable cost and these are subsequently measured at amortised cost.

3.12 Deposits, prepayments and other receivables

Deposits, prepayments and other receivables are carried at amortised cost, less expected credit loss allowance determined in accordance with the accounting policy as mentioned in note 3.3.1.2. Bad debts are written off when identified.

3.13 Unclaimed dividend

The company recognizes unclaimed dividend which was declared and remained unclaimed by the shareholder from the date it was due and payable.

3.14 Dividend distribution and other appropriation to reserves

Dividend distribution and appropriation to reserves are recognised in financial statements in the periods in which these are approved.

4. PROPERTY AND EQUIPMENT

| | Note | 2024 | 2023 |
|--------------------------|------|----------------------|--------------------|
| | | ----- (Rupees) ----- | |
| Operating fixed assets | 4.1 | 121,013,881 | 111,890,675 |
| Right-of-use assets | 4.2 | 132,826,388 | 127,071,931 |
| Capital work-in-progress | 4.3 | - | - |
| | | <u>253,840,269</u> | <u>238,962,606</u> |

4.1 Operating fixed assets

| | 2024 | | | | |
|-------------------------------------|-----------------------|------------------------|-------------------|-------------------|--------------------|
| | Leasehold improvement | Furniture and fixtures | Office equipment | Vehicles | Total |
| | ----- (Rupees) ----- | | | | |
| At January 01, 2024 | | | | | |
| Cost | 142,868,134 | 24,550,260 | 97,917,008 | 15,280,825 | 280,616,227 |
| Accumulated depreciation | (62,711,438) | (12,240,892) | (85,940,776) | (7,832,446) | (168,725,552) |
| Net book value | <u>80,156,696</u> | <u>12,309,368</u> | <u>11,976,232</u> | <u>7,448,379</u> | <u>111,890,675</u> |
| Year ended December 31, 2024 | | | | | |
| Opening net book value | 80,156,696 | 12,309,368 | 11,976,232 | 7,448,379 | 111,890,675 |
| Additions - Cost | 14,903,092 | 2,823,862 | 8,955,421 | 6,890,890 | 33,573,265 |
| Disposal | | | | | |
| Cost | - | (337,724) | (222,327) | (1,145,240) | (1,705,291) |
| Accumulated depreciation | - | 225,347 | 222,327 | 858,930 | 1,306,604 |
| | - | (112,377) | - | (286,310) | (398,687) |
| Depreciation charge for the year | (14,330,831) | (2,253,401) | (5,449,011) | (2,018,129) | (24,051,372) |
| Closing net book value | <u>80,728,957</u> | <u>12,767,452</u> | <u>15,482,642</u> | <u>12,034,830</u> | <u>121,013,881</u> |
| At December 31, 2024 | | | | | |
| Cost | 157,771,226 | 27,036,398 | 106,650,102 | 21,026,475 | 312,484,201 |
| Accumulated depreciation | (77,042,269) | (14,268,946) | (91,167,460) | (8,991,645) | (191,470,320) |
| Net book value | <u>80,728,957</u> | <u>12,767,452</u> | <u>15,482,642</u> | <u>12,034,830</u> | <u>121,013,881</u> |
| Depreciation rate (% per annum) | 10% | 10% | 25% | 20% | |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

| | 2023 | | | | |
|-------------------------------------|-----------------------|------------------------|-------------------|------------------|--------------------|
| | Leasehold improvement | Furniture and fixtures | Office equipment | Vehicles | Total |
| | (Rupees) | | | | |
| At January 01, 2023 | | | | | |
| Cost | 133,230,064 | 22,960,018 | 89,755,164 | 15,280,825 | 261,226,071 |
| Accumulated depreciation | (51,027,736) | (10,200,238) | (80,432,724) | (6,359,764) | (148,020,462) |
| Net book value | <u>82,202,328</u> | <u>12,759,780</u> | <u>9,322,440</u> | <u>8,921,061</u> | <u>113,205,609</u> |
| Year ended December 31, 2023 | | | | | |
| Opening net book value | 82,202,328 | 12,759,780 | 9,322,440 | 8,921,061 | 113,205,609 |
| Additions - Cost | 11,074,970 | 1,630,742 | 8,490,907 | - | 21,196,619 |
| Disposal | | | | | |
| Cost | (1,436,900) | (40,500) | (329,063) | - | (1,806,463) |
| Accumulated depreciation | 1,436,900 | 40,500 | 304,957 | - | 1,782,357 |
| | - | - | (24,106) | - | (24,106) |
| Depreciation charge for the year | (13,120,602) | (2,081,154) | (5,813,009) | (1,472,682) | (22,487,447) |
| Closing net book value | <u>80,156,696</u> | <u>12,309,368</u> | <u>11,976,232</u> | <u>7,448,379</u> | <u>111,890,675</u> |
| At December 31, 2023 | | | | | |
| Cost | 142,868,134 | 24,550,260 | 97,917,008 | 15,280,825 | 280,616,227 |
| Accumulated depreciation | (62,711,438) | (12,240,892) | (85,940,776) | (7,832,446) | (168,725,552) |
| Net book value | <u>80,156,696</u> | <u>12,309,368</u> | <u>11,976,232</u> | <u>7,448,379</u> | <u>111,890,675</u> |
| Depreciation (rate % per annum) | <u>10%</u> | <u>10%</u> | <u>25%</u> | <u>20%</u> | |

4.1.2 The cost of fully depreciated assets as at December 31, 2024 is Rs. 85.177 million (2023: Rs. 83.423 million) and are still in active use of the Company.

| | 2024 | 2023 |
|-------------------------------------|--------------------|--------------------|
| | (Rupees) | |
| 4.2 Right-of-use assets | | |
| Leasehold premises | | |
| As at January 01, | 127,071,931 | 162,061,005 |
| Additions | 41,962,034 | 20,380,531 |
| Depreciation charge | (35,459,790) | (29,586,570) |
| Disposals | (747,787) | (25,783,035) |
| As at December 31, | <u>132,826,388</u> | <u>127,071,931</u> |
| 4.3 Capital work-in-progress | | |
| Opening balance | - | 387,400 |
| Additions | 33,573,265 | 21,196,619 |
| Transfers | (33,573,265) | (21,196,619) |
| Write-off during the year | - | (387,400) |
| Closing balance | <u>-</u> | <u>-</u> |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

| | Note | 2024 ----- (Rupees) ----- | 2023 ----- (Rupees) ----- |
|----------------------------------|------|------------------------------|------------------------------|
| 5. INTANGIBLE ASSETS | | | |
| Computer Software | | | |
| At January 01, | | 63,842,580 | 63,422,580 |
| Cost | | (60,186,727) | (56,952,683) |
| Accumulated amortization | | 3,655,853 | 6,469,897 |
| Net book value | | | |
| Year ended December 31, | | | |
| Opening net book value | | 3,655,853 | 6,469,897 |
| Additions during the year | | (1,786,697) | (3,234,044) |
| Amortization charge for the year | | 1,869,156 | 3,655,853 |
| Closing net book value | | | |
| At December 31, | | | |
| Cost | | 63,842,580 | 63,842,580 |
| Accumulated amortization | 5.1 | (61,973,424) | (60,186,727) |
| Net book value | | 1,869,156 | 3,655,853 |
| Amortization rate (% per annum) | | 20% | 20% |

5.1 The cost of fully amortized assets as at December 31, 2024 is Rs. 56.83 million (2023: Rs. 53.22 million) and are still in active use of the Company.

| | Note | 2024 ----- (Rupees) ----- | 2023 ----- (Rupees) ----- |
|---|------|------------------------------|------------------------------|
| 6. LONG-TERM LOANS AND PREPAYMENTS | | | |
| Considered good | | | |
| Loans to employees - Secured | | | |
| Less: Current portion | 6.1 | 4,964,449 | 1,393,113 |
| | 8 | (989,918) | (280,064) |
| | | 3,974,531 | 1,113,049 |
| Long term prepayment | | | |
| Less: Current portion | 6.2 | 691,774 | 1,180,085 |
| | | (488,311) | (393,534) |
| | | 203,463 | 786,551 |
| | | 4,177,994 | 1,899,600 |

6.1 These represent loans given to employees for purchase of motor vehicles loans and staff personal loans recoverable through deduction from salaries over varying periods from four to five years. These loans are granted in accordance with the terms of employment. The motor vehicle loans are secured by way of title to the motor vehicles being held in the name of the Company and staff personal loan are secured by way of employee loan agreement, collateral on security agreement, employee guarantors, and advance cheques. These loans are carrying mark-up at rates ranging from 12.00% to 21.60% (2023: 17.93% to 22.14%) per annum. The Company has not discounted these loans at market interest rates as the effect of such discounting is not material to these financial statements.

The maximum aggregate amount due from employees outstanding at the end of any month during the year was Rs. 1.40 million (2023: Rs. 1.40 million)

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

6.2 This represents payment made to Karachi Boat Club with respect to club membership fee for ten years and is amortized over the said period.

7. BALANCES DUE FROM FUNDS UNDER MANAGEMENT

Note 2024
----- (Rupees) ----- 2023

Considered good - unsecured

Open-end Collective Investment Schemes - Related Parties

| | | |
|----------------------------------|--------------------|-------------|
| JS Growth Fund | 53,758,247 | 51,882,344 |
| JS Large Cap Fund | 15,394,030 | 11,798,072 |
| Unit Trust of Pakistan | 19,898,851 | 17,585,634 |
| JS Income Fund | 18,033,649 | 7,292,015 |
| JS Islamic Premium Fund | 11,681 | 361,171 |
| JS Islamic Fund | 6,129,484 | 5,821,769 |
| JS Fund of Funds | 618,597 | 580,975 |
| JS Islamic Income Fund | 3,512,412 | 1,732,044 |
| JS Cash Fund | 27,269,717 | 17,104,732 |
| JS Islamic Hybrid Fund of Funds | - | 830 |
| JS Islamic Dedicated Equity Fund | - | 44,003 |
| JS Fixed Term Munafa Fund | 6,410,595 | - |
| JS Islamic Daily Dividend Fund | 870,739 | 954,145 |
| JS Microfinance Sector Fund | 23,931,470 | 3,882,121 |
| JS Rental REIT Fund | 714,835 | 702,687 |
| JS Money Market Fund | - | 461,029 |
| JS Government Securities Fund | 23,250,115 | - |
| | 199,804,422 | 120,203,571 |

Voluntary Pension Funds

| | | |
|---------------------------------|--------------------|-------------|
| JS Pension Savings Fund | 3,817,215 | 3,636,291 |
| JS Islamic Pension Savings Fund | 1,860,770 | 1,691,657 |
| | 5,677,985 | 5,327,948 |
| | 205,482,407 | 125,531,519 |

7.3

7.1 The Maximum aggregate amount outstanding at any time during the year calculated by reference to month end balance are as under:

2024
----- (Rupees) ----- 2023

Open-end Collective Investment Schemes - Related Parties

| | | |
|-------------------------------------|------------|------------|
| JS Growth Fund | 53,758,157 | 51,882,404 |
| JS Large Cap Fund | 15,394,030 | 11,798,071 |
| Unit Trust of Pakistan | 19,898,851 | 17,586,411 |
| JS Income Fund | 19,341,543 | 7,148,880 |
| JS Islamic Fund | 6,129,475 | 5,816,706 |
| JS Fund of Funds | 710,082 | 635,548 |
| JS Islamic Income Fund | 3,512,382 | 2,598,015 |
| JS Cash Fund | 30,396,553 | 23,171,478 |
| JS Islamic Hybrid Fund of Funds | - | 2,488 |
| JS Islamic Dedicated Equity Fund | - | 44,003 |
| JS Islamic Hybrid Fund of Funds - 3 | - | 14,001 |
| JS Fixed Term Munafa Fund | 7,028,765 | - |
| JS Motion Picture Fund | - | 41,796 |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

| | 2024 | 2023 |
|---|----------------------|----------------------|
| | ----- (Rupees) ----- | |
| JS Islamic Daily Dividend Fund | 3,079,556 | 1,708,054 |
| JS Microfinance Sector Fund | 23,931,470 | 4,909,875 |
| JS Rental REIT Fund | 714,497 | 702,318 |
| JS Islamic Premium Fund | 733,968 | 367,064 |
| JS Money Market Fund | 2,328,911 | 7,061,034 |
| JS Government Securities Fund | 23,250,000 | 18,620 |
| Voluntary Pension Funds | | |
| JS Pension Savings Fund | 3,817,213 | 3,636,294 |
| JS Islamic Pension Savings Fund | 2,522,228 | 1,823,365 |
| 7.2 | | |
| The ageing analysis of receivable from funds under management is as follows: | | |
| Not Past due | 112,179,404 | 32,228,516 |
| Past due upto 3 months | - | - |
| Past due more than 3 months upto 6 months | - | - |
| Past due more than 6 months upto 12 months | - | - |
| Past due more than one year | 93,303,003 | 93,303,003 |
| | <u>205,482,407</u> | <u>125,531,519</u> |
| 7.3 | | |
| These represent receivable on account of management fee, Sindh Sales Tax on management fee, sales load charged on selected funds, Sindh Sales Tax on sales load. This also includes Federal Excise Duty receivable from the funds under its management as more fully explained in note 17.1 to these financial statements. | | |
| 7.4 | | |
| As per regulation 61 of the NBFC Regulations, the Management Company is entitled to a remuneration equal to an amount not exceeding the maximum rate of management fee as disclosed in the offering document subject to the total expense ratio limit. Keeping in view the maximum allowable threshold, the Management Company is charging its remuneration at the rates as disclosed in note 20.1 to these financial statements. | | |
| 7.5 | | |
| In accordance with Regulation 60 of the NBFC Regulations, the Company is entitled to charge fees and expenses related to registrar services, accounting, operation and valuation services, related to a collective investment scheme (CIS). | | |
| 8. LOANS AND ADVANCES | | |
| | Note | 2024 |
| | | ----- (Rupees) ----- |
| Considered good - secured | | |
| Current portion of long-term loans to employees | 6 | 989,918 |
| Considered good - unsecured | | |
| Advances to: | | |
| - employees | | 4,267,298 |
| - suppliers | | 6,042,174 |
| | | <u>10,309,472</u> |
| | | <u>11,299,390</u> |
| 9. DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES | | |
| Other receivable from related parties and Sindh Sales Tax on rent | | 117,905,206 |
| Security deposits | | 8,775,782 |
| Prepayments | | 9,638,909 |
| Others | | 28,078,520 |
| | | <u>164,398,417</u> |
| Provision against other receivable from related parties | 9.1 | (296,353) |
| | | <u>164,102,064</u> |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

| | Note | 2024 ----- (Rupees) ----- | 2023 Restated |
|--|------|------------------------------|----------------------|
| 9.1 Movement in provision against other receivable | | | |
| Opening balance | | | |
| Provision made during the year | | | |
| Closing balance | | 296,353 | 296,353 |
| | | - | - |
| | | <u>296,353</u> | <u>296,353</u> |
| 10. INVESTMENT IN ASSOCIATES | | | |
| Investment in units of mutual funds under management - related parties | 10.1 | <u>2,562,473,076</u> | <u>1,234,676,831</u> |

10.1 Investment in units of mutual funds under management - related parties

| Name of the investee fund | December 31, 2024 | | | | | | |
|--|--------------------------|--------------------|--|--|--------------------|---------------------|------------------------------------|
| | Country of incorporation | Percentage holding | Investment as at the beginning of the year | Investment / (redemptions) during the year | Share of profit | Dividend Income | Investment as at December 31, 2024 |
| ----- Rupees ----- | | | | | | | |
| Investment in associated undertaking | | | | | | | |
| JS Motion Picture Fund | Pakistan | 100.00% | 74,830,000 | - | 20,369,866 | (13,279,866) | 81,920,000 |
| JS KPK Islamic Pension Fund - Equity Sub Fund | Pakistan | 100.00% | 500,000 | - | - | - | 500,000 |
| JS KPK Islamic Pension Fund -Equity Index Sub Fund | Pakistan | 100.00% | 500,000 | - | - | - | 500,000 |
| JS KPK Pension Fund - Equity Sub Fund | Pakistan | 100.00% | 500,000 | - | - | - | 500,000 |
| JS KPK Pension Fund -Equity Index Sub Fund | Pakistan | 100.00% | 500,000 | - | - | - | 500,000 |
| JS Islamic Income Fund | Pakistan | 0.00% | 190,832,965 | (191,323,035) | 490,070 | - | - |
| JS Microfinance Sector Fund | Pakistan | 0.00% | 15,302,642 | (16,327,205) | 1,024,563 | - | - |
| JS Government Securities Fund | Pakistan | 0.00% | 78,285,143 | (82,114,156) | 3,885,865 | (56,852) | - |
| JS Money Market Fund | Pakistan | 0.00% | 275,577,731 | (277,494,748) | 1,917,017 | - | - |
| JS Cash Fund | Pakistan | 6.83% | 135,177,112 | 1,397,723,328 | 18,070,923 | (28,519) | 1,550,942,844 |
| JS KPK Islamic Pension Fund - MM Sub Fund | Pakistan | 41.76% | 30,819,329 | - | 6,305,065 | - | 37,124,394 |
| JS KPK Pension Fund - MM Sub Fund | Pakistan | 74.97% | 30,819,329 | - | 6,454,822 | - | 37,274,151 |
| JS KPK Islamic Pension Fund - Debt Sub Fund | Pakistan | 100.00% | 500,000 | - | - | - | 500,000 |
| JS KPK Pension Fund - Debt Sub Fund | Pakistan | 100.00% | 500,000 | - | - | - | 500,000 |
| JS Islamic Pension Savings Fund Debt | Pakistan | 0.00% | 7,493,668 | (7,983,215) | 489,547 | - | - |
| JS Islamic Pension Savings Fund MM | Pakistan | 0.00% | 603,437 | (644,395) | 40,958 | - | - |
| JS Pension Savings Fund Debt | Pakistan | 0.00% | 386,422 | (414,553) | 28,131 | - | - |
| JS Pension Savings Fund MM | Pakistan | 0.00% | 4,179,867 | (4,491,320) | 311,453 | - | - |
| JS Fund of Funds | Pakistan | 92.76% | 387,369,186 | (255,500,000) | 291,135,846 | - | 423,005,032 |
| JS Growth Fund | Pakistan | 3.53% | - | 121,481,008 | 5,835,647 | - | 127,316,655 |
| Unit Trust of Pakistan | Pakistan | 0.00% | - | (8,184,129) | 8,184,129 | - | - |
| JS Income Fund | Pakistan | 0.00% | - | (73,551,146) | 74,759,551 | (1,208,405) | - |
| JS Fixed Term Munafa Plan-10 | Pakistan | 2.06% | - | 300,000,000 | 1,890,000 | - | 301,890,000 |
| | | | <u>1,234,676,831</u> | <u>901,176,434</u> | <u>441,193,452</u> | <u>(14,573,642)</u> | <u>2,562,473,076</u> |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

| Name of the investee fund | December 31, 2023 | | | | | | |
|---|--------------------------|--------------------|--|--|--------------------|---------------------|------------------------------------|
| | Country of incorporation | Percentage holding | Investment as at the beginning of the year | Investment / (redemptions) during the year | Share of profit | Dividend Income | Investment as at December 31, 2023 |
| ----- Rupees ----- | | | | | | | |
| Investment in associated undertaking | | | | | | | |
| JS Motion Picture Fund | Pakistan | 100.00% | 22,900,000 | - | 55,205,328 | (3,275,328) | 74,830,000 |
| JS KPK Islamic Pension Fund - Equity Sub Fund | Pakistan | 100.00% | - | 500,000 | - | - | 500,000 |
| JS KPK Islamic Pension Fund -Equity Index Sub Fund | Pakistan | 100.00% | - | 500,000 | - | - | 500,000 |
| JS KPK Pension Fund - Equity Sub Fund | Pakistan | 100.00% | - | 500,000 | - | - | 500,000 |
| JS KPK Pension Fund -Equity Index Sub Fund | Pakistan | 100.00% | - | 500,000 | - | - | 500,000 |
| JS Islamic Income Fund | Pakistan | 21.98% | 240,093,268 | (90,352,987) | 41,242,924 | (150,240) | 190,832,965 |
| JS Microfinance Sector Fund | Pakistan | 0.20% | 269,953,513 | (272,101,745) | 17,911,286 | (460,412) | 15,302,642 |
| JS Government Securities Fund | Pakistan | 0.86% | - | 60,333,424 | 19,054,353 | (1,102,634) | 78,285,143 |
| JS Money Market Fund | Pakistan | 9.67% | - | 275,000,000 | 577,731 | - | 275,577,731 |
| JS Cash Fund | Pakistan | 0.47% | 15,170,283 | 109,470,976 | 10,852,160 | (316,307) | 135,177,112 |
| JS KPK Islamic Pension Fund - MM Sub Fund | Pakistan | 100.00% | - | 30,562,603 | 256,726 | - | 30,819,329 |
| JS KPK Pension Fund - MM Sub Fund | Pakistan | 100.00% | - | 30,562,603 | 256,726 | - | 30,819,329 |
| JS KPK Islamic Pension Fund - Debt Sub Fund | Pakistan | 100.00% | - | 500,000 | - | - | 500,000 |
| JS KPK Pension Fund - Debt Sub Fund | Pakistan | 100.00% | - | 500,000 | - | - | 500,000 |
| JS Islamic Pension Savings Fund Debt | Pakistan | 21.32% | 6,357,981 | - | 1,135,687 | - | 7,493,668 |
| JS Islamic Pension Savings Fund MM | Pakistan | 0.63% | 499,947 | - | 103,490 | - | 603,437 |
| JS Pension Savings Fund Debt | Pakistan | 0.23% | 22,095,922 | (25,000,000) | 3,290,500 | - | 386,422 |
| JS Pension Savings Fund MM | Pakistan | 1.08% | 25,107,158 | (25,000,000) | 4,072,709 | - | 4,179,867 |
| JS Fund of Funds | Pakistan | 94.80% | 309,876,329 | (44,000,000) | 121,492,857 | - | 387,369,186 |
| JS Islamic Pension Savings Fund - Equity | Pakistan | 0.00% | 59,630,583 | (71,038,640) | 11,408,057 | - | - |
| JS Pension Savings Fund Equity | Pakistan | 0.00% | 57,500,087 | (78,657,100) | 21,157,013 | - | - |
| JS Islamic Hybrid Fund of Funds - 7 | Pakistan | 0.00% | 4,886,611 | (4,773,222) | (113,389) | - | - |
| JS Islamic Hybrid Fund of Funds - 8 | Pakistan | 0.00% | - | 101,344 | (101,344) | - | - |
| JS Islamic Money Market Fund (Formerly: JS Islamic Daily Dividend Fund) | Pakistan | 0.00% | - | - | 9,819,918 | (9,819,918) | - |
| JS Growth Fund | Pakistan | 0.00% | - | 3,193,778 | (3,193,778) | - | - |
| Unit Trust of Pakistan | Pakistan | 0.00% | - | (2,281,553) | 2,281,553 | - | - |
| JS Income Fund | Pakistan | 0.00% | - | (5,442,816) | 5,442,816 | - | - |
| JS Islamic Fund | Pakistan | 0.00% | - | (9,395,964) | 9,395,964 | - | - |
| | | | <u>1,034,071,682</u> | <u>(115,819,299)</u> | <u>331,549,287</u> | <u>(15,124,839)</u> | <u>1,234,676,831</u> |

10.1.1 Summary of Financial Position and performance

| Name of the investee fund | December 31, 2024 | | | | For the half year ended December 31, 2024 | | | | |
|--|--------------------------|--------------------|-----------------------|--------------------|---|---------------------------------------|----------------------|----------------------|----------------------------|
| | Country of incorporation | Percentage holding | Assets | Liabilities | Net Assets | Net Assets into percentage of holding | Revenue | Net Income | Total Comprehensive Income |
| ----- Rupees ----- | | | | | | | | | |
| Investment in associated undertaking | | | | | | | | | |
| JS Motion Picture Fund | Pakistan | 100.00% | 81,920,000 | - | 81,920,000 | 81,920,000 | - | - | - |
| JS KPK Islamic Pension Fund - Equity Sub Fund | Pakistan | 100.00% | 634,836 | 134,836 | 500,000 | 500,000 | - | - | - |
| JS KPK Islamic Pension Fund -Equity Index Sub Fund | Pakistan | 100.00% | 634,836 | 134,836 | 500,000 | 500,000 | - | - | - |
| JS KPK Pension Fund - Equity Sub Fund | Pakistan | 100.00% | 634,836 | 134,836 | 500,000 | 500,000 | - | - | - |
| JS KPK Pension Fund -Equity Index Sub Fund | Pakistan | 100.00% | 634,836 | 134,836 | 500,000 | 500,000 | - | - | - |
| JS Cash Fund | Pakistan | 6.83% | 22,760,510,438 | 52,688,520 | 22,707,821,918 | 1,550,942,844 | 1,857,180,182 | 1,720,808,748 | 1,720,808,748 |
| JS KPK Islamic Pension Fund - MM Sub Fund | Pakistan | 41.76% | 89,316,965 | 416,450 | 88,900,515 | 37,124,394 | 6,439,384 | 6,361,134 | 6,361,134 |
| JS KPK Pension Fund - MM Sub Fund | Pakistan | 74.97% | 50,123,871 | 406,753 | 49,717,118 | 37,274,151 | 4,058,757 | 4,004,163 | 4,004,163 |
| JS KPK Islamic Pension Fund - Debt Sub Fund | Pakistan | 100.00% | 634,836 | 134,836 | 500,000 | 500,000 | - | - | - |
| JS KPK Pension Fund - Debt Sub Fund | Pakistan | 100.00% | 634,836 | 134,836 | 500,000 | 500,000 | - | - | - |
| JS Fund of Funds | Pakistan | 92.76% | 458,909,189 | 2,902,300 | 456,006,889 | 423,005,032 | 208,765,344 | 204,120,574 | 204,120,574 |
| JS Growth Fund | Pakistan | 3.53% | 3,844,785,024 | 235,124,469 | 3,609,660,555 | 127,316,655 | 1,000,163,813 | 932,083,230 | 932,083,230 |
| JS Fixed Term Munafa Plan-10 | Pakistan | 2.06% | 14,643,607,691 | 6,205,825 | 14,637,401,866 | 301,890,000 | 98,011,647 | 91,237,654 | 91,237,654 |
| | | | <u>41,932,982,194</u> | <u>298,553,333</u> | <u>41,634,428,861</u> | <u>2,562,473,076</u> | <u>3,174,619,127</u> | <u>2,958,615,503</u> | <u>2,958,615,503</u> |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

| Name of the investee fund | Country of incorporation | Percentage holding | December 31, 2023 | | | | For the half year ended December 31, 2023 | | |
|---|--------------------------|--------------------|-------------------|-------------|----------------|---------------------------------------|---|---------------|----------------------------|
| | | | Assets | Liabilities | Net Assets | Net Assets into percentage of holding | Revenue | Net Income | Total Comprehensive Income |
| Rupees | | | | | | | | | |
| Investment in associated undertaking | | | | | | | | | |
| JS Motion Picture Fund | Pakistan | 100.00% | 74,830,000 | - | 74,830,000 | 74,830,000 | - | - | - |
| JS KPK Islamic Pension Fund - Equity Sub Fund | Pakistan | 100.00% | 500,000 | - | 500,000 | 500,000 | - | - | - |
| JS KPK Islamic Pension Fund - Equity Index Sub Fund | Pakistan | 100.00% | 500,000 | - | 500,000 | 500,000 | - | - | - |
| JS KPK Pension Fund - Equity Sub Fund | Pakistan | 100.00% | 500,000 | - | 500,000 | 500,000 | - | - | - |
| JS KPK Pension Fund - Equity Index Sub Fund | Pakistan | 100.00% | 500,000 | - | 500,000 | 500,000 | - | - | - |
| JS Islamic Income Fund | Pakistan | 21.98% | 871,770,606 | 3,693,553 | 868,077,054 | 190,832,965 | 80,898,279 | 73,024,734 | 73,024,734 |
| JS MicroFinance Sector Fund | Pakistan | 0.20% | 7,812,417,306 | 23,106,361 | 7,789,310,944 | 15,302,642 | 947,345,224 | 903,963,795 | 903,963,795 |
| JS Government Securities Fund | Pakistan | 0.86% | 9,063,623,739 | 4,652,530 | 9,058,971,209 | 78,285,143 | 632,246,384 | 623,949,488 | 623,949,488 |
| JS Money Market Fund | Pakistan | 9.67% | 2,863,504,778 | 15,119,592 | 2,848,385,186 | 275,577,731 | 394,718,257 | 368,335,159 | 368,335,159 |
| JS Cash Fund | Pakistan | 0.47% | 28,933,451,074 | 121,519,541 | 28,811,931,528 | 135,177,112 | 2,712,519,627 | 2,546,220,767 | 2,546,220,767 |
| JS KPK Islamic Pension Fund - MM Sub Fund | Pakistan | 100.00% | 31,603,055 | 147,885 | 30,819,329 | 30,819,329 | 266,118 | 260,809 | 260,809 |
| JS KPK Pension Fund - MM Sub Fund | Pakistan | 100.00% | 31,040,003 | 147,831 | 30,819,329 | 30,819,329 | 261,196 | 255,941 | 255,941 |
| JS KPK Islamic Pension Fund - Debt Sub Fund | Pakistan | 100.00% | 500,000 | - | 500,000 | 500,000 | - | - | - |
| JS KPK Pension Fund - Debt Sub Fund | Pakistan | 100.00% | 500,000 | - | 500,000 | 500,000 | - | - | - |
| JS Islamic Pension Savings Fund Debt | Pakistan | 21.32% | 36,003,357 | 849,030 | 35,154,328 | 7,493,668 | 3,462,845 | 3,142,925 | 3,142,925 |
| JS Islamic Pension Savings Fund MM | Pakistan | 0.63% | 97,074,330 | 1,127,303 | 95,947,026 | 603,437 | 8,532,012 | 8,225,638 | 8,225,638 |
| JS Pension Savings Fund Debt | Pakistan | 0.23% | 172,762,153 | 1,667,885 | 171,119,464 | 386,422 | 19,781,848 | 18,424,034 | 18,424,034 |
| JS Pension Savings Fund MM | Pakistan | 1.08% | 386,778,143 | 1,445,254 | 385,332,889 | 4,179,867 | 37,699,202 | 36,240,706 | 36,240,706 |
| JS Fund of Funds | Pakistan | 94.80% | 411,313,891 | 2,404,737 | 408,629,984 | 387,369,186 | 105,865,224 | 103,470,415 | 103,470,415 |
| | | | 50,789,172,435 | 175,881,502 | 50,612,328,270 | 1,234,676,831 | 4,943,596,216 | 4,685,514,411 | 4,685,514,411 |

11. SHORT TERM INVESTMENT

2024 2023

(Rupees)

At fair value through profit or loss

Term finance certificate

126,687,500 126,687,500

- 11.1. This represents investment in AA+ rated, unsecured, subordinated, perpetual and non-cumulative term finance certificate of Bank AL Habib Limited, having face value of Rs.125 million and carries profit at the rate of 6 Months KIBOR + 1.50% per annum since 2018. The fair value of term finance certificate as at 31 December 2024 amounts to Rs. 126.69 million (31 December 2023: 126.69 million) with unrealised profit on remeasurement amounting to Rs. 1.69 million (31 December 2023: Rs. 1.69 million).

12. LONG TERM INVESTMENT

2024 2023

Note (Rupees)

At fair value through profit or loss

Shares of Mutual Funds Association of Pakistan

12.1 265,000 265,000

- 12.1 During the year ended June 30, 2022, Mutual Funds Association of Pakistan (MUFAP) had converted into a Self-Regulatory Organization (SRO) upon the directive of SECP and thus, was required to be registered under Section 42 of the Companies Act, 2017. Since it was converted into a SRO, the capital requirements were met from all the Asset Management Companies (AMCs) who are also the members of MUFAP. All AMCs contributed equally towards the share capital of MUFAP by subscribing for 26,500 shares at a par value of Rs. 10 each, raising a total capital of Rs. 5,035,000 comprising of 503,500 shares of Rs. 10 each. Hence, the Company also subscribed for the shares of MUFAP being its member.

13. CASH AND BANK BALANCES

2024 2023

Note (Rupees)

Cash in hand

Cash at bank in:
Current accounts
Saving accounts

549,733 549,733
41,699,804 67,294,711
42,249,537 67,844,444
42,309,808 67,978,805

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

13.1 These carry mark-up at the rates ranging from 13.00% to 20.82% (2023: 14.50% to 20.82%) per annum. It includes Rs. 39.057 million (2023: Rs. 65.220 million) held with JS Bank Limited (the Parent Company).

14. SHARE CAPITAL
Authorised share capital

| 2024 | 2023 | | 2024 | 2023 |
|---|--------------|---|----------------------|---------------|
| (Shares) | | | (Rupees) | |
| 200,000,000 | 200,000,000 | Ordinary shares of Rs.10 each | 2,000,000,000 | 2,000,000,000 |
| 50,000,000 | 50,000,000 | Convertible preference shares of Rs.10 each | 500,000,000 | 500,000,000 |
| 250,000,000 | 250,000,000 | | 2,500,000,000 | 2,500,000,000 |
| Issued, subscribed and paid-up capital | | | | |
| 21,250,000 | 21,250,000 | Ordinary shares of Rs.10 each issued as fully paid in cash | 212,500,000 | 212,500,000 |
| 700,000 | 700,000 | Ordinary shares of Rs.10 each issued as fully paid on amalgamation with Confidence Financial Services Limited | 7,000,000 | 7,000,000 |
| 78,050,000 | 78,050,000 | Ordinary shares of Rs.10 each issued as fully paid bonus shares | 780,500,000 | 780,500,000 |
| (38,225,744) | (38,225,744) | Shares repurchased (2015: 19.8 million and 2019: 18.4 million) | (382,257,440) | (382,257,440) |
| (126,129) | - | Shares repurchased | (1,261,290) | - |
| 61,648,127 | 61,774,256 | | 616,481,270 | 617,742,560 |

14.1 As at year end, JS Bank Limited (the Parent Company) holds 52,236,978 i.e. 84.73% (2023: 52,236,978 i.e. 84.56%) shares in the Company.

14.2 There is only one class of ordinary shares issued.

14.3 Voting rights, board selection, right of first refusal and block voting are in proportion to their shareholding.

14.4 The Company, with the approval of its shareholders in the extraordinary general meeting held on October 14, 2024 accorded to buy back of shares to be classified as treasury shares, up to an aggregate number of 4,630,000 issued and paid-up ordinary shares of the Company at the spot / current price prevailing during the purchase period i.e. October 21, 2024 to December 20, 2024 or till such date that the Buy-back of shares is completed, whichever is earlier. Accordingly, the Company has completed purchase of 126,129 own shares on December 20, 2024. These shares are not entitled for voting rights and dividend as per the Listed Companies (Buyback of Shares) Regulations, 2019.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

15. DEFERRED TAXATION - NET

Deductible Temporary Differences on:

| | |
|--|--|
| Lease liability | |
| Intangible assets | |
| Brought forward business losses | |
| Unabsorbed tax depreciation and amortization | |
| Workers' Welfare Fund | |
| Tax credit on minimum tax | |

Taxable Temporary Differences on:

| | |
|---------------------------|--|
| Property and equipment | |
| Right-of-use assets | |
| Investments in associates | |

| | 2024 | 2023 |
|--|----------------------|--------------|
| | ----- (Rupees) ----- | |
| | 71,023,099 | 16,601,318 |
| | 41,527 | 712,716 |
| | 107,859,825 | 45,804,518 |
| | 81,051,840 | 55,225,098 |
| | 9,699,702 | - |
| | - | 5,309,285 |
| | 269,675,993 | 123,652,935 |
| | (6,273,097) | (5,353,903) |
| | (49,145,764) | - |
| | (26,450,073) | (17,200,724) |
| | (81,868,934) | (22,554,627) |
| | 187,807,059 | 101,098,308 |
| | 101,098,308 | - |
| | 86,708,751 | 101,098,308 |
| | - | - |
| | 187,807,059 | 101,098,308 |

15.1 Reconciliation of deferred tax liability

| | |
|---|--|
| Deferred tax liability as at January 1 | |
| Recognised in the statement of profit or loss | |
| Recognised in other comprehensive income | |
| Deferred tax liability as at December 31 | |

15.2 Deferred tax asset of Rs. 187.8 million (2023: Rs. 101.1 million) has been booked based on the projections of future taxable profits to the extent it is recoverable. A deferred tax asset of Rs. 63.76 million, arising from deductible temporary differences related to business losses for the financial years 2018 to 2020, was not recognized in the financial statements for 2023 due to uncertainty regarding future taxable income. However, this amount has now been recognized in these financial statements for 2024.

16. LEASE LIABILITIES

| | |
|--|--|
| Current portion of lease liabilities | |
| Non Current portion of lease liabilities | |

| | |
|-------------------------------------|--|
| Lease liabilities as on 01 January | |
| Additions during the year | |
| Interest expense on lease liability | |
| Effect of termination of lease | |
| Lease rental payments | |
| Lease liabilities as on 31 December | |

| | 2024 | 2023 |
|--|----------------------|--------------|
| | ----- (Rupees) ----- | |
| | 37,026,097 | 27,232,738 |
| | 154,928,225 | 157,085,116 |
| | 191,954,322 | 184,317,854 |
| | 184,317,854 | 237,982,955 |
| | 41,962,034 | 20,380,531 |
| | 28,500,539 | 25,242,525 |
| | (1,341,196) | (46,070,777) |
| | (61,484,909) | (53,217,380) |
| | 191,954,322 | 184,317,854 |
| | 37,026,097 | 27,232,738 |
| | 154,928,225 | 157,085,116 |
| | 191,954,322 | 184,317,854 |

16.1 Maturity analysis of Lease Liabilities

| | |
|----------------|--|
| Up to one year | |
| After one year | |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

16.2 The liability against assets subject to finance lease represents the lease entered into with a Modaraba for One vehicle (2023: One vehicle). The periodic lease payments include profit rates ranging from KIBOR 3M to 6M plus 1% to 1.5% with floor of 7% to 7.5% and ceiling of 18% (2023: KIBOR 3M to 6M plus 1% to 1.5% with floor of 7% to 7.5% and ceiling of 18%) per annum. The Company, shall subject to compliance with the conditions specified in the lease agreements, purchase the assets from the lessor. There are no financial restrictions in the lease agreements.

The Company has entered into lease agreements in respect of its various rented offices. These were initially measured at the present value of remaining lease payments, discounted using the Company's incremental borrowing rate that ranges from 13.65% per annum to 26.43% per annum. The lease liability are subsequently measured at amortised cost using the effective interest rate method.

| 17. TRADE AND OTHER PAYABLES | Note | 2024 | 2023 |
|---|------|--------------------|--------------------|
| | | (Rupees) | |
| Federal excise duty payable | 17.1 | 92,244,587 | 92,244,587 |
| Sales tax payable | | 32,474,972 | 25,571,583 |
| Staff bonus accrued | | 82,468,537 | 36,500,003 |
| Accrued expenses | | 85,162,897 | 55,221,480 |
| Provision for Sindh Workers' Welfare Fund | 17.2 | 26,131,665 | 16,361,407 |
| Salary payable | | 16,347 | 83,380 |
| Fee and commission payable | | 33,534,039 | 21,114,316 |
| Accrued profit on running musharakah | | 1,621,721 | - |
| Other liabilities | | 19,151,531 | 20,511,772 |
| | | 372,806,296 | 267,608,528 |

17.1 This represents amount payable against Federal Excise Duty (FED) on management fees received / receivable from the Funds under management. The amount is being held for payment to Federal Board of Revenue on the basis of stay order of the Honorable High Court of Sindh dated September 04, 2013. The stay order was granted as a result of petition filed by asset management companies on the forum of MUFAP against the amendment in Finance Act, 2013 which levied FED on the fees received by asset management companies from funds under management.

The Honorable Sindh High Court in its decision dated July 16, 2016 maintained the previous order passed against other constitutional petition whereby levy of FED is declared to be 'Ultra Vires' the Constitution. On September 23, 2016, the Federal Government has filed an appeal against the said order in the Honorable Supreme Court of Pakistan (SCP) and thus, the previous balance of FED has not been reversed.

Further, the Federal Government vide Finance Act, 2016 has excluded asset management companies and other non-banking finance companies from charge of FED on their services. Accordingly, no provision for FED is made from July 01, 2016 onwards.

17.2 In view of promulgation of Sindh Workers Welfare Fund Act, 2014, wherein the financial institutions have also been brought into definition of Industrial establishments, the Company has maintained an aggregated provision against Sindh Workers Welfare Fund as the year end amounting to Rs. 26.13 million (2023: Rs. 16.36 million). The Company is under litigation with Sindh Revenue Board vide Constitution Petition No. 1005 dated February 13, 2019, filed before the Honorable Sindh High Court, which is a pending adjudication.

| 18. SHORT TERM BORROWING | Note | 2024 | 2023 |
|---|-----------|-------------|------|
| | | (Rupees) | |
| Running Musharakah from BankIslami Pakistan Limited | 18.1-18.3 | 900,000,000 | - |

18.1 This includes Running Musharakah (Shariah Compliant) amounting to Rs. 900 million in local currency. Bankislami Pakistan Limited is fellow subsidiary of the parent company.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

- 18.2** Short term borrowings are secured by pledged over mutual fund units with 5% margin to be registered with SECP (excluding equity based and microfinance sector funds). Unavailed facility at the year end was Rs. 600 million.
- 18.3** Local currency profit rates is 3M kibar + 1% i.e. 13.18% (December 31, 2023: 0%) per annum.
- 18.4** Under the terms of running musharakah, there are no financial covenants required to be complied with by the Company.

19. CONTINGENCIES AND COMMITMENTS

19.1 Contingencies

- 19.1.1** In respect of the appeals filed by the Company before Commissioner Inland Revenue (Appeals) [CIR (Appeals)] against orders passed for tax years 2006 and 2009 against demand of Rs. 162 million and Rs. 66 million respectively, the CIR (Appeals) had not accepted the basis of additions by tax authorities and set aside both the orders in respect of allocation of expenses between various sources of income for fresh proceedings with the directions to apportion the common expenditure according to actual incurrence of expenditure to the various sources of income.

In respect of the above said order of CIR (Appeals) for tax years 2006 and 2009, the Company filed second appeal before the Appellate Tribunal Inland Revenue (ATIR) in respect of apportionment of expenses. The ATIR vide order dated April 20, 2017 deleted the additions on proration of expenses for tax year 2006 however, confirmed the CIR(A)'s order whereby CIR(A) remanded back / set-aside the issue of apportionment of expenses.

The Appellate Tribunal Inland Revenue vide order dated May 21, 2016 deleted the additions of tax amortization of management rights and remanded back the issues of disallowed provisions and advertisement expenses for the tax year 2009.

The tax authorities issued orders giving effect (hereinafter referred collectively as 'appeal effect orders') to the order of CIR (Appeals) for both tax years 2006 and 2009 whereby demands for these tax years were reduced to Rs. 77.33 million and Rs. 59.93 million respectively. As the allocation of expenditure in the said appeal effect orders was not made according to actual incurrence of expenditure to the various sources of income, therefore, the Company again filed appeals before the CIR (Appeals) against the said orders.

In respect of second round of appeal filed by the Company before CIR (Appeals) against appeal effect orders for tax years 2006 and 2009, the CIR (Appeals) for tax year 2006 confirmed apportionment of expenditure made by the tax authorities in appeal effect order, however, adjustment of allowable expenses were set aside. For the tax year 2009, CIR (Appeals) had set aside the appeal effect order in entirety for fresh assessment, which is yet to be made by tax authorities.

The CIR (Appeals) also rectified the order passed by his predecessor for the tax year 2006, whereby the addition regarding the portion of capital gain included in dividend received from mutual funds was held deleted. Resulted appeal effect order reflects refund of Rs.29 million. The tax authorities have filed an appeal before ATIR against said order of CIR (Appeals) in respect of deletion of addition regarding the portion of capital gain included in dividend. The ATIR vide order dated December 07, 2016 set-aside with the direction that the ACIR should examine the issue in the light of FBR Circular letter dated September 10, 2002.

In respect of tax year 2006, management contends, based on views of its tax advisor, that amendment of assessment for such tax year by tax authorities is time barred. Accordingly, the Company has filed an appeal before the Appellate Tribunal Inland Revenue. The ATIR is of the view that the amendment of assessment is not time bared however, the ATIR deleted the addition of tax amortization of management right vide order dated February 10, 2017. Based on the tax advisors opinion, the management of the Company is confident that the matter will be decided favourably and hence, no provision has been made.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

19.1.2 Order under section 122(1)/(5) dated December 30, 2017 for the tax year 2015 passed by the DCIR created demand of Rs.40 million against which the Company has filed an appeal before the CIR(A). The DCIR considered our request for rectification and passed order under section 221 dated February 27, 2017 as a result of the above order the demand reduced to Rs.36.904 million. The CIR(A) vide order dated May 6, 2019 partly considered our submissions put before him. The DCIR passed appeal effect order dated February 17, 2020 determined refund of Rs 30.66 million. The company submitted appeal before the CIR (Appeal) against the appeal effect order. The Company also submitted appeal before the ATIR against the order of the CIR(A). Based on the tax advisors opinion, the management of the Company is confident that the matter will be decided favourably and hence, no provision has been made.

19.1.3 The DCIR passed order under section 122(1)/(5) of the Income Tax Ordinance, 2001 dated June 23, 2014 and reduced the refund claim of Rs.8.499 million to Rs.3.102 million for the tax year 2012. The learned CIR (Appeal) vide order dated May 06, 2019 confirmed the ACIR's order and held that the appeal was not entertainable being barred by time limitation for the tax year 2012. The Company submitted appeal before the ATIR against the order of the CIR(A). Based on the tax advisors opinion, the management of the Company is confident that the matter will be decided favourably and hence, no provision has been made.

19.2 Commitments

The Company does not have any commitments as at December 31, 2024 that are required to be disclosed in these financial statements.

20. REMUNERATION FROM FUNDS UNDER MANAGEMENT - NET

| | 2024 | 2023 |
|---|----------------------|--------------|
| | ----- (Rupees) ----- | |
| Management fee from collective investments schemes - related parties | | |
| JS Growth Fund | 60,255,358 | 31,808,169 |
| Unit Trust of Pakistan | 36,265,137 | 21,260,213 |
| JS Income Fund | 102,523,401 | 22,204,792 |
| JS Islamic Fund | 6,317,175 | 4,426,754 |
| JS Fund of Funds | 694,537 | 356,926 |
| JS Islamic Hybrid Fund of Funds | - | 7,936 |
| JS Fixed Term Munafa Fund | 31,380,090 | - |
| JS Islamic Pension Savings Fund | 1,581,649 | 512,890 |
| JS Cash Fund | 166,956,604 | 121,796,292 |
| JS Islamic Income Fund | 10,699,811 | 8,970,564 |
| JS Islamic Dedicated Equity Fund | - | 193,174 |
| JS Large Cap Fund | 14,846,266 | 6,320,792 |
| JS Islamic Hybrid Fund of Funds - 3 | - | 22,768 |
| JS Motion Picture Fund | - | 41,796 |
| JS Islamic Daily Dividend Fund | 7,672,583 | 4,988,466 |
| JS Microfinance Sector Fund | 104,567,516 | 36,213,741 |
| JS Rental REIT Fund | 8,377,558 | 7,886,597 |
| JS Money Market Fund | 8,944,383 | 18,081,225 |
| JS Government Securities Fund | 32,615,048 | 18,620 |
| | 593,697,116 | 285,111,715 |
| Management fee from voluntary pension schemes - related parties | | |
| JS Pension Savings Fund | 6,851,552 | 5,745,222 |
| JS Islamic Premium Fund | 3,531,631 | 683,977 |
| | 10,383,183 | 6,429,199 |
| | 604,080,299 | 291,540,914 |
| Less: Sindh Sales Tax | (74,945,241) | (33,540,107) |
| | 529,135,058 | 258,000,807 |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

- 20.1** Under the provisions of the NBFC Regulations and the NBFC Rules, the management company of the Fund is entitled to an accrued remuneration at the maximum rate of management fee chargeable to Collective Investment Scheme within allowed expense ratio limit. An Asset Management Company shall be entitled to an accrued remuneration that has been verified by the trustee and is paid in arrears. During the year ended December 31, 2024 the Company has charged management fee at the rates ranging from 0.00% to 2.00% (2023: 0.00% to 2.00%).
- 20.2** Total net asset value of the Funds under management as at December 31, 2024 amounts to Rs. 128.170 billion (2023: Rs. 87.234 billion).
- 20.3** This represents Sindh Sales Tax charged at the rate of 13% on management fees accrued during January 2024 to June 2024 and 15% on management fees accrued during July 2024 to December 2024 (December 31, 2023: 13%).

21. COMMISSION FROM FUNDS UNDER MANAGEMENT

| Note | 2024 | 2023 |
|---------------------------------|----------------------|-------------------|
| | ----- (Rupees) ----- | |
| Unit Trust of Pakistan | 336,087 | - |
| JS Islamic Fund | 26,658 | 1,959 |
| JS Islamic Premium Fund | 66,701 | 313,049 |
| JS Growth Fund | 42,511 | 111,976 |
| JS Islamic Income Fund | 97,636 | 100,101 |
| JS Income Fund | 297,786 | 271,683 |
| JS Pension Savings Fund | 46,039 | 10,292 |
| JS Islamic Pension Savings Fund | 162 | 1,107 |
| JS Cash Fund | 1,956,888 | 83,163 |
| JS Large Cap Fund | 406,683 | - |
| JS Government Securities Fund | 247,777 | 34,543 |
| JS Money Market Fund | 212,345 | 15,723,062 |
| JS Microfinance Sector Fund | 1,211,609 | 1,042,090 |
| JS Islamic Daily Dividend Fund | 144,335 | 556,029 |
| 21.1 | 5,093,217 | 18,249,054 |

- 21.1** This represents net commission income earned by the Company on account of sale of units made on behalf of the funds under management.

22. REMUNERATION AND SHARE OF PROFIT FROM MANAGEMENT OF DISCRETIONARY CLIENT PORTFOLIOS AND NON DISCRETIONARY CLIENT PORTFOLIO

This represents commission income and share of profit earned by the Company from management of discretionary portfolios and non-discretionary portfolio. Currently, the Company is managing Four (2023: Five) discretionary and Two (2023: Two) non-discretionary portfolios. The total cost and total market value of the unsettled client portfolios as at December 31, 2024 was Rs. 190.97 million (2023: Rs. 399.24 million) and Rs. 213.63 million (2023: Rs. 384.54 million) respectively.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

23. ADMINISTRATIVE EXPENSES

| | Note | 2024 ----- (Rupees) ----- | 2023 ----- |
|--|------|------------------------------|---------------|
| Salaries, allowances and other benefits | | 206,923,310 | 155,614,226 |
| Directors' meeting fee | | 879,996 | 879,996 |
| Staff retirement benefits | 23.3 | 10,037,551 | 7,828,317 |
| Staff bonus | | 82,000,000 | 43,981,906 |
| Amortisation of intangible assets | 5 | 1,786,697 | 3,234,044 |
| Depreciation on property and equipments | 4.1 | 24,051,372 | 22,487,447 |
| Depreciation on right of use assets | 4.2 | 35,459,790 | 29,586,570 |
| Printing and stationery | | 4,342,989 | 4,764,903 |
| Rent, rates, taxes and maintenance | | 4,174,240 | 4,120,438 |
| Travelling, conveyance and vehicle maintenance | | 1,802,038 | 357,096 |
| Share registrar / transfer agent remuneration | | 1,127,005 | 1,697,561 |
| Postage and telephone | | 2,256,354 | 1,634,219 |
| Legal and professional | | 32,053,031 | 19,623,381 |
| Fees and subscription | | 14,722,881 | 16,363,800 |
| IT services | | 16,849,918 | 14,792,584 |
| Utilities | | 23,564,285 | 15,601,669 |
| Office security | | 1,477,014 | 1,109,816 |
| Insurance | | 12,151,685 | 9,749,288 |
| Newspaper | | 113,475 | 104,150 |
| Advisory fees | 23.4 | 10,500,001 | 15,000,000 |
| Shariah advisory fee | 23.5 | 136,459 | 44,619 |
| Auditor's remuneration | 23.6 | 3,666,943 | 3,257,496 |
| Donation | | 8,978,461 | 6,540,067 |
| Training and development | | 1,802,690 | 1,103,969 |
| Miscellaneous expenses | | 24,624,204 | 17,288,060 |
| | | 525,482,387 | 396,765,623 |
| Less: Reimbursement of salaries & admin expenses | 23.1 | (65,739,068) | (40,122,593) |
| Total - net of reimbursement | | 459,743,319 | 356,643,030 |

23.1 This represent reimbursement of salaries & admin expenses from funds under management @ 0.1% of average net assets on certain funds.

23.2 In accordance with Regulation 60 of the NBFC Regulations, the Company is entitled to charge fees and expenses related to registrar services, accounting, operation and valuation services, related to a collective investment scheme (CIS).

Therefore, the Company is charging the allocated expenses variably keeping in view the overall return of the Fund and subject to the total expense ratio of the funds as defined under the NBFC Regulations.

23.3 Based on un-audited financial statements of the Fund, the investments out of provident fund have been made in accordance with the provisions of section 218 of the Companies Act, 2017 and the Rules formulated for this purpose.

23.4 This represents the "Use of Name" on account of use of "JS" as a part of Company's name and "Advisory" fees paid to Mr. Jahangir Siddiqui (associated person) under two separate agreements dated August 01, 2006. His current address is House no. D-185, Clifton, Karachi.

23.5 This represents shariah advisory payment being made for consultation for JS Islamic Pension Savings Fund, JS KPK Islamic Pension Savings Fund, JS Islamic Fund, JS Islamic Income Fund, JS Islamic Money Market Fund, JS Islamic Premium Fund and JS Islamic Dedicated Equity Fund.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

| | Note | 2024 ----- (Rupees) ----- | 2023 ----- |
|---|---|------------------------------|---------------|
| 23.6 Auditor's remuneration | | | |
| Annual audit fee | | 1,969,950 | 1,713,000 |
| Fee for review of the statement of compliance on Code of Corporate Governance | | 115,000 | 100,000 |
| Fee for review of half yearly financial statements | | 460,000 | 400,000 |
| | | 2,544,950 | 2,213,000 |
| Out of pocket expenses | | 354,430 | 371,950 |
| Sindh sales tax | | 231,950 | 206,796 |
| | | 3,131,330 | 2,791,746 |
| Other assignments | | 535,613 | 465,750 |
| | | 3,666,943 | 3,257,496 |
| 24. SELLING AND DISTRIBUTION EXPENSES | | | |
| Salaries, allowances and other benefits | | 96,815,064 | 80,963,808 |
| Staff retirement benefits | 23.3 | 4,006,839 | 3,369,204 |
| Utilities | | 4,865,561 | 3,017,469 |
| Postage and telephone | | 546,145 | 441,370 |
| Office security | | 1,560,138 | 575,368 |
| Printing and stationery | | 159,802 | 226,601 |
| Rent, rates, taxes and maintenance | | 19,372,444 | 14,449,097 |
| IT services | | 17,048,995 | 14,280,630 |
| Travelling, conveyance and vehicle maintenance | | 3,948,116 | 5,388,541 |
| Royalty fees | 23.4 | 10,000,000 | - |
| Fees and commission | | 117,409,950 | 48,625,772 |
| Advertisement, selling and marketing expense | | 56,071,251 | 34,273,767 |
| Miscellaneous expenses | | 1,444,160 | 969,255 |
| | | 333,248,465 | 206,580,882 |
| Less: Reimbursement of selling and distribution expenses | 24.1 | (297,117,759) | (178,913,836) |
| Total - net of reimbursement | | 36,130,706 | 27,667,046 |
| 24.1 | As per circular 11/2019, dated July 05, 2019 of SECP, that superseded Circular No. 40 of 2016, Circular No. 05, of 2017 and Circular No. 05 of 2018. The asset management company is allowed to charge selling and marketing expenses to all categories of open-end funds, except fund of funds. These expenses are taken into account when calculating the total expenses ratio of the fund. | | |
| 25. FINANCIAL CHARGES | | | |
| Bank charges | | 1,608,425 | 339,211 |
| Financial charges for utilization of running musharakah | | 1,621,721 | - |
| Interest expense on lease liability | | 28,500,539 | 26,341,694 |
| | | 31,730,685 | 26,680,905 |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

| | Note | 2024 (Rupees) | 2023 |
|---|------|------------------|-------------------|
| 26. OTHER INCOME | | | |
| Income from financial assets | | | |
| Interest income on loans to employees | | 548,866 | 214,952 |
| Liabilities no longer required written back | | - | 702,695 |
| Income from non-financial assets | | | |
| Gain on disposal of property and equipment | | 1,255,313 | 374,477 |
| Rental income | 26.1 | 4,666,875 | 5,349,850 |
| Others | | 593,409 | 16,673,425 |
| | | <u>7,064,463</u> | <u>23,315,399</u> |

26.1 This represent rental income from the tenant Milliman (Private) Limited for the portion of JS Investments Limited's office premises under sub-lease agreement.

| | Note | 2024 (Rupees) | 2023 |
|---------------------------|------|-------------------|---------------------|
| 27. TAXATION - NET | | | |
| Current | 27.1 | 101,522,871 | 32,402,448 |
| Deferred | 15.1 | (86,708,751) | (101,098,308) |
| | | <u>14,814,120</u> | <u>(68,695,860)</u> |

27.1 The numerical reconciliation is not provided as the tax charge of the Company mainly comprises of minimum tax and tax at reduced rates under the relevant sections of Income Tax Ordinance, 2001.

27.2 The Company computes tax provisions based on the generally accepted interpretations of the tax laws to ensure that sufficient provision for the purpose of taxation is available. Accordingly, the management of the Company has assessed the sufficiency of the tax provisions and believes that the tax provisions are sufficient to reflect the actual tax liability of the Company.

27.3 The income tax assessments of the Company have been finalized up to and including the assessment year 2002-2003 (financial year ended June 30, 2002). The income tax assessments for the tax years 2003 to 2005, 2007, 2008 and 2010 to 2022 have been filed under self assessment scheme and are deemed to be finalized under section 120 of the Income Tax Ordinance, 2001. The details of tax years 2006 and 2009 have been described in note 19.1 above.

| | 2024 (Rupees) | 2023 |
|--|-------------------------|--------------------|
| 28. EARNINGS PER SHARE - BASIC AND DILUTED | | |
| Profit for the year after taxation | <u>448,923,028</u> | <u>310,024,438</u> |
| | Number of shares | |
| Weighted average number of ordinary shares outstanding during the year | <u>61,770,465</u> | <u>61,774,256</u> |
| | (Rupees) | |
| Earnings per share | <u>7.27</u> | <u>5.02</u> |

28.1 Diluted earnings per share has not been presented as the Company does not have any convertible instruments in issue as at December 31, 2024 (2023: Nil) which would have any effect on the earnings per share if the option to convert is exercised.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

28.2 Reconciliation of weighted average number of ordinary shares

| | 2024 | 2023 |
|--|------------------------------|-------------------|
| | ----- Number of shares ----- | |
| Issued ordinary shares as at January 1, | 61,774,256 | 61,774,256 |
| Effect of treasury shares held | (3,791) | - |
| Weighted average number of ordinary shares at December 31, | <u>61,770,465</u> | <u>61,774,256</u> |

29. REMUNERATION OF CHIEF EXECUTIVE OFFICER, DIRECTORS AND EXECUTIVES

The aggregate amounts charged in the financial statements in respect of the remuneration, including benefits to the Chief Executive Officer, directors and executives of the Company are as follows:

| | Chief Executive Officer | | Executives | |
|---------------------------------|-------------------------|-------------------|--------------------|--------------------|
| | 2024 | 2023 | 2024 | 2023 |
| | ----- (Rupees) ----- | | | |
| Managerial remuneration | 26,634,240 | 22,195,200 | 144,888,104 | 112,577,777 |
| Bonus paid | 10,000,000 | 7,000,000 | 21,299,292 | 7,793,085 |
| Retirement benefits | 1,952,292 | 1,626,911 | 10,309,308 | 11,257,778 |
| Medical allowance | 2,663,424 | 2,219,520 | 14,488,810 | 14,805,067 |
| Other benefits & reimbursements | 1,504,353 | 1,555,328 | 17,591,170 | 14,055,596 |
| | <u>42,754,309</u> | <u>34,596,959</u> | <u>208,576,684</u> | <u>160,489,303</u> |
| Number of persons | <u>1</u> | <u>1</u> | <u>49</u> | <u>42</u> |

29.1 These represent executives as prescribed under the Companies Act, 2017.

29.2 The Chief Executive Officer of the Company is provided with free use of the Company owned and maintained vehicle during the year.

29.3 The Company may provide performance bonus to the Chief Executive Officer and executives. The individual entitlements are being reported on paid basis.

29.4 In addition, meeting fees amounting to Rs.850,000 (2023: Rs.850,000) was paid to two non-executive directors for meetings attended during the year (2023: two non-executive directors). The non-executive directors are not entitled to any remuneration except meeting fees.

29.5 The number of persons does not include those who resigned during the year but remuneration paid to them is included in the above amounts.

30. TRANSACTIONS AND OUTSTANDING BALANCES WITH RELATED PARTIES

Related parties of the Company comprise of JS Bank Limited (Parent Company), Jahangir Siddiqui & Co. Ltd. (Ultimate Parent Company), associated companies, the collective investment and pension schemes managed by the Company, companies with common directorship, staff provident fund, directors and key management employees. Contributions to the accounts in respect of staff retirement benefits are made in accordance with terms of the contribution plans. Remuneration of the key management personnel are in accordance with the terms of their employment. Transactions with other related parties are carried out as per agreed terms. The aggregate value of transactions and outstanding balances as at 31 December, 2024 with related parties are as follows:

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

| 30.1 | Transactions during the year | 2024 | 2023 |
|---|--|----------------------|---------------|
| | | ----- (Rupees) ----- | |
| 30.1.1 | Funds under management | | |
| | Remuneration - net | 529,135,058 | 258,000,807 |
| | Commission received | 5,093,217 | 18,249,054 |
| | Investments made | 6,319,635,651 | 9,561,725,541 |
| | Investments disposed-off / matured | 5,418,459,215 | 9,677,658,406 |
| | Expenses incurred on behalf of funds | 504,319,580 | 239,772,177 |
| | Expenses reimbured from funds | 474,655,247 | 195,368,605 |
| | Dividend received | 14,573,642 | 15,124,839 |
| | Rent paid | 32,470,238 | 21,549,308 |
| 30.1.2 | Jahangir Siddiqui & Co. Ltd. (JSCL) Basis of relationship - Ultimate parent company Percentage of shareholding - JSCL holds 75.02% shares of JS Bank Limited (JSBL) | | |
| | Rent paid | 700,000 | 625,000 |
| | Reimbursement of annual subscription fee paid by JSCL to World Economic Forum on behalf of the Company | 7,051,500 | 7,051,500 |
| 30.1.3 | JS Bank Limited (JSBL) Basis of relationship - Parent company Percentage of shareholding - JSBL holds 84.73% shares of the Company | | |
| | Rent paid | 6,590,691 | - |
| | Management fee sharing on distribution of mutual funds | 6,127,775 | 1,369,965 |
| | Return on bank deposits | 5,211,214 | 4,019,134 |
| | Bank charges | 1,030,361 | 338,466 |
| ASSOCIATED COMPANIES AND OTHER RELATED PARTIES | | | |
| 30.1.4 | Associated company - EFU General Insurance Limited Basis of relationship - Shareholding of ultimate parent company Percentage of shareholding - JSCL holds 21.10% | | |
| | Insurance premium paid | 2,951,876 | 1,872,317 |
| 30.1.5 | Associated company - EFU Life Assurance Limited Basis of relationship - Shareholding of ultimate parent company Percentage of shareholding - JSCL holds 20.05% | | |
| | Insurance premium paid | 2,836,133 | 1,958,279 |
| 30.1.6 | Associated company - JS Investments Limited Staff Provident Fund (the Fund) Basis of relationship - Staff retirement fund | | |
| | Provident fund contributions made | 14,044,390 | 11,197,521 |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

| | 2024 | 2023 |
|---|----------------------|-------------|
| | ----- (Rupees) ----- | |
| 30.1.7 JS Global Capital Limited (JSGCL) | | |
| Basis of relationship - Fellow Subsidiary of Parent Company | | |
| Basis of relationship - JSBL holds 92.90% | | |
| Rent paid | 13,039,446 | 12,418,584 |
| Expenses paid on behalf of the Company | 1,156,712 | 1,075,742 |
| Reimbursements of expenses by the Company | 1,245,281 | 587,571 |
| 30.1.8 Common Substantial Shareholder - JS Lands (Private) Limited | | |
| Basis of Relationship - Common Substantial Shareholder | | |
| Miscellaneous expense paid | 31,907,399 | 29,719,424 |
| Refund of rent to the Company | - | 14,378,133 |
| 31.1.9 Common Directorship - Future Trust | | |
| Basis of relationship - common directorship of the Company | | |
| Amount paid under corporate social activity | 1,000,000 | - |
| 31.1.10 Common Directorship - Decibel BPO Private Limited | | |
| Basis of relationship - common directorship of the Company | | |
| Service Charges | 169,500 | - |
| 30.1.11 Transactions with substantial shareholder of the Ultimate Parent Company | | |
| Use of name and advisory for the period | 20,500,000 | 15,000,000 |
| 30.1.12 BankIslami Pakistan Limited | | |
| Basis of relationship - Fellow Subsidiary of Parent Company | | |
| Percentage of shareholding - JSBL holds 75.12% | | |
| Management fee sharing on distribution of mutual funds | - | 37,633 |
| Running Finance availed | 900,000,000 | - |
| Profit on Running Finance | 1,621,721 | - |
| Bank charges | 573,399 | |
| 30.1.13 Key Management Personnel | | |
| Remuneration | 168,407,363 | 260,067,405 |
| Directors' fee | 879,996 | 879,996 |
| Disbursements of personal loans and advances | 8,269,808 | 2,132,033 |
| Repayments of loans and advances | 3,508,435 | 1,825,541 |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

| | 2024 | 2023 |
|--|----------------------|-------------|
| | ----- (Rupees) ----- | |
| 30.2 Balance outstanding with related parties | | |
| 30.2.1 Funds under management | | |
| Basis of relationship - Funds managed by the Company | | |
| Receivable from funds under management | 312,259,545 | 213,497,341 |
| Payable to funds under management | 4,319,259 | 13,915,880 |
| 30.2.2 JS Bank Limited (JSBL) | | |
| Basis of Relationship - parent company | | |
| Percentage of Shareholding - JSBL holds 84.73% shares of JSIL | | |
| Bank balance | 39,057,492 | 65,220,361 |
| Other receivable | 1,465,064 | 1,465,064 |
| Rent receivable | 2,409,149 | 2,409,149 |
| 30.2.3 Associated company - Jahangir Siddiqui & Sons Limited (JSSONS) | | |
| Basis of relationship - Common directorship of the Group | | |
| Rent receivable | 2,486,352 | 2,486,352 |
| 30.2.4 Jahangir Siddiqui Securities Services Limited | | |
| Other Related Party | | |
| Rent receivable | 94,429 | 94,429 |
| 30.2.5 Associated Company - Mahvash & Jahangir Siddiqui Foundation (MJSF) | | |
| Basis of relationship - Common directorship of the Group | | |
| Rent receivable | 379,929 | 379,929 |
| 30.2.6 Associated company - JS Global Capital Limited (JSGCL) | | |
| Basis of relationship - JSBL holds 92.90% shares of JSGCL | | |
| Other receivable | 1,904,717 | 1,378,468 |
| Rent receivable | 181,957 | 181,957 |
| 30.2.7 Common Substantial Shareholder - JS Lands (Private) Limited | | |
| Basis of Relationship - Common Substantial Shareholder | | |
| Other payable | 3,286,379 | 2,271,851 |
| Rent payable | 36,322 | 9,815 |
| 30.2.8 BankIslami Pakistan Limited | | |
| Basis of relationship - Fellow Subsidiary of Parent Company | | |
| Percentage of shareholding - JSBL holds 75.12% | | |
| Outstanding Balance of Running Finance From BankIslami | 900,000,000 | - |
| Profit Payable on Running Finance From BankIslami | 1,621,721 | - |
| 30.2.9 Outstanding from key management personnel | | |
| Receivable against loans and advances | 5,419,873 | 542,501 |
| Directors' fee payable | 254,996 | 604,997 |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

30.2.10 Key management personnel and directors hold 5,000 shares in the Company

30.3 Other balances outstanding with related parties as at the year end have been disclosed in the relevant balance sheet notes.

30.4 Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company. Management considers all members of the management team, including the Chief Executive Officer and Directors to be key management personnel.

30.5 There are no transactions with key management personnel other than those under their terms of employment.

30.6 Details of the remuneration relating to Chief Executive officer and directors are disclosed in note 29 to the financial statements.

31. OPERATING SEGMENTS

The Company functions as a single operating segment. Income derived from the management fees of open end collective investment schemes and pension funds and that derived from the management of the discretionary portfolios account for 99.96% and 0.04% (2022: 99.8% and 0.2%) respectively of the total income earned during the year.

32. FINANCIAL RISK MANAGEMENT

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

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, interest rate and other price risk), credit risk and liquidity risk. Risks of the Company are being managed by the Company's management in accordance with the approved policies of the investment committee which provide broad guidelines for management of the above mentioned risks. The Board of Directors of the Company has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's financial assets primarily comprise of balance with banks, balances due from funds under management - related parties, loans and advances - secured, short term investments classified as: 'At fair value through profit or loss. The Company also has profit receivable, deposits and other receivables. The Company's principal financial liabilities include short term borrowing and trade and other payables.

32.1 Market risk

Market risk is the risk that the fair value or the future cash flows of a financial instrument may fluctuate as a result of changes in market prices (e.g. foreign exchange rates, interest rates, equity prices, etc.). The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the returns to shareholders.

The Company manages market risk by monitoring exposure on marketable securities by following the internal risk management policies and investment guidelines approved by the Board and regulations laid down by the SECP, the NBFC Regulations and the NBFC Rules.

Market risk comprises of three types of risk: currency risk, interest rate risk and other price risk.

32.1.1 Currency risk

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 Company, at present is not exposed to currency risk as all transactions are carried out in Pakistani Rupees.

32.1.2 Interest rate risk

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

a) Sensitivity analysis for variable rate instruments

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

Presently, the Company does not hold any variable profit based investment except balances with bank in deposit account, investment in term finance certificate and short term borrowing exposing the Company to cash flow profit rate risk. For cash flow sensitivity analysis of variable rate instruments, a hypothetical change of 100 basis points in interest rates during the year would have increased / decreased the profit for the year by the amounts shown below.

| | Impact on profit before tax | |
|--|-----------------------------|---------------------------|
| | 100 basis points increase | 100 basis points decrease |
| | ----- (Rupees) ----- | |
| As at December 31, 2024 | | |
| Cash flow sensitivity - variable rates instruments | | |
| Financial assets | <u>1,683,873</u> | <u>(1,683,873)</u> |
| Financial liabilities | <u>9,000,000</u> | <u>(9,000,000)</u> |
| As at December 31, 2023 | | |
| Cash flow sensitivity - variable rates instruments | | |
| Financial assets | <u>1,939,822</u> | <u>(1,939,822)</u> |

b) Sensitivity analysis for fixed rate instruments

As at December 31, 2024, the Company does not hold any fixed rate instruments, therefore the Company is not exposed to fair value profit rate risk.

Yield / interest rate sensitivity position for on-balance sheet financial instruments is based on the earlier of contractual repricing or maturity date and for off-balance sheet instruments is based on the settlement date.

The Company's yield / interest rate sensitivity related to financial assets and financial liabilities as at December 31, 2024 can be determined as follows:

| Yield / effective interest rate (%) | 2024 | | | | Total | |
|---|---------------------------------------|--|----------------------|--------------------------------------|--------------------|----------------------|
| | Exposed to yield / interest rate risk | | | Not exposed to yield / interest risk | | |
| | Upto three months | More than three months and upto one year | More than one year | | | |
| | ----- (Rupees) ----- | | | | | |
| On-balance sheet financial instruments | | | | | | |
| Financial assets | | | | | | |
| Long term loans | 12.00% to 21.60% | - | - | 3,974,531 | - | 3,974,531 |
| Balances due from funds under management - related parties | - | - | - | - | 205,482,407 | 205,482,407 |
| Loans and advances | 12.00% to 21.60% | - | 989,918 | - | - | 989,918 |
| Deposits, prepayments and other receivables | - | - | - | - | 130,870,797 | 130,870,797 |
| Long term investment | - | - | - | - | 265,000 | 265,000 |
| Short term investment | 6M KIBOR+1.50% | - | - | 126,687,500 | - | 126,687,500 |
| Cash and bank balances | 20.82% to 13.00% | 41,699,804 | - | - | 610,004 | 42,309,808 |
| | | <u>41,699,804</u> | <u>989,918</u> | <u>130,662,031</u> | <u>337,228,208</u> | <u>510,579,961</u> |
| Financial liabilities | | | | | | |
| Trade and other payables | - | - | - | - | 112,316,635 | 112,316,635 |
| Short term borrowing | - | 900,000,000 | - | - | - | 900,000,000 |
| Unclaimed dividend | - | - | - | - | 4,870,010 | 4,870,010 |
| Lease liabilities | 13.65% to 26.43% | 3,781,754 | 33,244,343 | 154,928,225 | - | 191,954,322 |
| | | <u>3,781,754</u> | <u>933,244,343</u> | <u>154,928,225</u> | <u>117,186,645</u> | <u>1,209,140,967</u> |
| On-balance sheet / total interest rate sensitivity gap | | <u>37,918,050</u> | <u>(932,254,425)</u> | <u>(24,266,194)</u> | <u>220,041,563</u> | <u>(698,561,006)</u> |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

| | Yield / effective interest rate (%) | 2023 | | | | Total |
|---|-------------------------------------|---------------------------------------|--|--------------------|--------------------------------------|--------------------|
| | | Exposed to yield / interest rate risk | | | Not exposed to yield / interest risk | |
| | | Upto three months | More than three months and upto one year | More than one year | | |
| ----- (Rupees) ----- | | | | | | |
| On-balance sheet financial instruments | | | | | | |
| Financial assets | | | | | | |
| Long term loans | 17.93% to 22.14% | - | - | 1,113,049 | - | 1,113,049 |
| Balances due from funds under management - related parties | | - | - | - | 125,531,519 | 125,531,519 |
| Loans and advances | 17.93% to 22.14% | - | 280,064 | - | - | 280,064 |
| Deposits, prepayments and other receivables | | - | - | - | 130,870,797 | 130,870,797 |
| Long term investment | | - | - | - | 265,000 | 265,000 |
| Short term investment | 6M KIBOR+1.50% | - | - | 126,687,500 | - | 126,687,500 |
| Cash and bank balances | 14.50% to 20.82% | 67,294,711 | - | - | 684,094 | 67,978,805 |
| | | <u>67,294,711</u> | <u>280,064</u> | <u>127,800,549</u> | <u>257,351,410</u> | <u>452,726,734</u> |
| Financial liabilities | | | | | | |
| Trade and other payables | | - | - | - | 112,316,635 | 112,316,635 |
| Unclaimed dividend | | - | - | - | 4,872,885 | 4,872,885 |
| Lease liabilities | 13.65% to 26.43% | 3,781,754 | 23,450,984 | 103,420,015 | - | 130,652,753 |
| | | <u>3,781,754</u> | <u>23,450,984</u> | <u>103,420,015</u> | <u>117,189,520</u> | <u>247,842,273</u> |
| On-balance sheet / total interest rate sensitivity gap | | <u>63,512,957</u> | <u>(23,170,920)</u> | <u>24,380,534</u> | <u>140,161,890</u> | <u>204,884,461</u> |

32.1.3 Other price risk

Other price risk is the risk that the fair value of the financial instrument will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk), whether caused by factors specific to an individual investment, its issuer or factors affecting all instruments traded in the market. The Company manages its exposure to price risk by investing in Companies as per the trust deed.

As at December 31, 2024, the Company does not hold any financial assets that expose it to price risk.

32.2 Credit risk

Credit risk arises from the inability of the issuers of the instruments, the relevant financial institutions or counter parties to fulfil their obligations causing the other party to incur a financial loss. There is a possibility of default of issuers of the instrument, financial institutions or counter parties.

Management of credit risk

The Company's policy is to enter into financial contracts with reputable counterparties in accordance with the internal risk management policies and investment guidelines approved by the Board of Directors. The Investment Committee closely monitors the creditworthiness of the Company's counterparties (e.g. issuer of the instruments, brokers, banks, etc.) by reviewing their credit ratings, financial statements and press releases on a regular basis. In addition the credit risk is also minimized due to the fact that the Company only invests in liquid equity and money market based collective investment schemes (CIS).

Exposure to credit risk

The entire financial assets are subject to credit risk, however the management believes that the Company's credit risk is minimal as major portion of financial assets comprise of receivables from its funds under management which are financially sound. The credit risk on balances with banks is also considered minimal as the balances are kept with sound financial institutions. The carrying amount of financial assets representing the maximum credit exposure at the reporting date is as follows:

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

| | 2024 | 2023 |
|--|---------------------------|--------------------|
| | ----- (Rupees) ----- | |
| Long term loans | 3,974,531 | 1,113,049 |
| Balances due from funds under management - related parties | 205,482,407 | 125,531,519 |
| Loans and advances (current maturity of long term loans) | 989,918 | 280,064 |
| Trade deposits and other receivables | 130,870,797 | 130,870,797 |
| Cash and bank balances | 42,309,808 | 67,978,805 |
| | <u>383,627,461</u> | <u>325,774,234</u> |

Past due or impaired financial assets

None of the financial assets are considered to be past due or impaired as at December 31, 2024 (2023: Nil).

Receivable from funds under management

The latest available ratings of the Funds in which the investments are made or from which amounts are receivable as at December 31, 2024 and December 31, 2023 are as follows:

| Fund name | 2024 | 2023 | Rating agency |
|---------------------------------|-------|------|---------------|
| JS Growth Fund | AM2++ | AM2+ | PACRA |
| JS Large Cap Fund | AM2++ | AM2+ | PACRA |
| Unit Trust of Pakistan | AM2++ | AM2+ | PACRA |
| JS Income Fund | AM2++ | AM2+ | PACRA |
| JS Islamic Fund | AM2++ | AM2+ | PACRA |
| JS Fund of Funds | AM2++ | AM2+ | PACRA |
| JS Islamic Pension Savings Fund | AM2++ | AM2+ | PACRA |
| JS Islamic Income Fund | AM2++ | AM2+ | PACRA |
| JS Cash Fund | AM2++ | AM2+ | PACRA |
| JS Islamic Daily Dividend Fund | AM2++ | AM2+ | PACRA |
| JS Microfinance Sector Fund | AM2++ | AM2+ | PACRA |
| JS Rental REIT Fund | A+ | A+ | PACRA |
| JS Money Market Fund | AM2++ | AM2+ | PACRA |
| JS Government Securities Fund | AM2++ | N/A | PACRA |
| JS Pension Savings Fund | AM2++ | AM2+ | PACRA |
| JS Islamic Premium Fund | N/A | AM2+ | PACRA |
| JS Fixed Term Munafa Fund | AM2++ | N/A | PACRA |
| JS Momentum Factor ETF | AM2++ | AM2+ | PACRA |
| JS KPK Pension Fund | AM2++ | AM2+ | PACRA |
| JS KPK Islamic Pension Fund | AM2++ | AM2+ | PACRA |

Bank Balances

Details of the credit ratings of the bank balances are as follows:

| Banks | Ratings | Rating Agency | 2024 | 2023 |
|-----------------------------|---------|---------------|---------------|--------|
| | | | Bank balances | |
| | | | ----- % ----- | |
| MCB Bank Limited | AAA | PACRA | 0.15% | 0.50% |
| Bank Alfalah Limited | AA+ | PACRA | 0.09% | 0.24% |
| JS Bank Limited | AA | PACRA | 99.69% | 99.27% |
| BankIslami Pakistan Limited | AA- | PACRA | 0.06% | 0.00% |
| Soneri Bank Limited | AA- | PACRA | 0.01% | 0.00% |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

Concentration of the credit risk

Concentration of credit risk exists when changes in economic or industry factors similarly affect groups of counterparties whose aggregate credit exposure is significant in relation to the Company's total credit exposure. The Company's portfolio of financial instruments is broadly diversified and transactions are entered into with diverse credit-worthy counterparties thereby mitigating any significant concentrations of credit risk.

32.3 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting its financial obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk arises because of the possibility that the Company could be required to pay its liabilities earlier than expected or difficulty in raising funds to meet commitments associated with financial liabilities as they fall due. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding to an adequate amount of committed credit facilities and the ability to close out market positions due to the dynamic nature of the business.

Maturity analysis for financial liabilities

The table shown below analyses the Company's financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date. The amounts in the table are the contractual undiscounted cash flows.

| | 2024 | | | | |
|--------------------------|----------------------|------------------|---------------------------------------|--|--------------------|
| | Carrying value | Upto one month | More than one month upto three months | More than three months and upto one year | More than one year |
| | ----- (Rupees) ----- | | | | |
| Liabilities | 112,316,635 | - | 112,316,635 | - | - |
| Trade and other payables | 900,000,000 | - | - | 900,000,000 | - |
| Short term borrowing | 4,870,010 | 4,870,010 | - | - | - |
| Unclaimed dividend | 191,954,322 | 1,269,535 | 2,512,219 | 33,244,343 | 154,928,225 |
| Lease liabilities | 1,209,140,967 | 6,139,545 | 114,828,854 | 933,244,343 | 154,928,225 |

| | 2023 | | | | |
|--|----------------------|----------------|---------------------------------------|--|--------------------|
| | Carrying value | Upto one month | More than one month upto three months | More than three months and upto one year | More than one year |
| | ----- (Rupees) ----- | | | | |

| | | | | | |
|--------------------------|--------------------|------------------|--------------------|-------------------|--------------------|
| Liabilities | | | | | |
| Trade and other payables | 112,316,635 | - | 112,316,635 | - | - |
| Unclaimed dividend | 4,872,885 | 4,872,885 | - | - | - |
| Lease liabilities | 130,652,753 | 1,269,535 | 2,512,219 | 23,450,984 | 103,420,015 |
| | 247,842,273 | 6,142,420 | 114,828,854 | 23,450,984 | 103,420,015 |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

32.4 Financial instruments by category

| | 2024 | | | Total |
|--|--------------------|---------------------------------------|---|--------------------|
| | Amortized Cost | At fair value through profit and loss | Fair value through other comprehensive income | |
| ----- (Rupees) ----- | | | | |
| Assets | | | | |
| Long term loans | 3,974,531 | - | - | 3,974,531 |
| Balances due from funds under management - related parties | 205,482,407 | - | - | 205,482,407 |
| Loans and advances | 989,918 | - | - | 989,918 |
| Deposits, prepayments and other receivables | 130,870,797 | - | - | 130,870,797 |
| Long term investments | - | 265,000 | - | 265,000 |
| Short term investments | - | 126,687,500 | - | 126,687,500 |
| Cash and bank balances | 42,309,808 | - | - | 42,309,808 |
| | 383,627,461 | 126,952,500 | - | 510,579,961 |

| | 2024 | |
|--------------------------|----------------------|----------------------|
| | Amortized cost | Total |
| ----- (Rupees) ----- | | |
| Liabilities | | |
| Trade and other payables | 112,316,635 | 112,316,635 |
| Short term borrowing | 900,000,000 | 900,000,000 |
| Unclaimed dividend | 4,870,010 | 4,870,010 |
| Lease liabilities | 191,954,322 | 191,954,322 |
| | 1,209,140,967 | 1,209,140,967 |

| | 2023 | | | Total |
|--|--------------------|---------------------------------------|---|--------------------|
| | Amortized Cost | At fair value through profit and loss | Fair value through other comprehensive income | |
| ----- (Rupees) ----- | | | | |
| Assets | | | | |
| Long term loans | 1,113,049 | - | - | 1,113,049 |
| Balances due from funds under management - related parties | 125,531,519 | - | - | 125,531,519 |
| Loans and advances | 280,064 | - | - | 280,064 |
| Deposits, prepayments and other receivables | 130,870,797 | - | - | 130,870,797 |
| Long term investments | - | 265,000 | - | 265,000 |
| Short term investments | - | 126,687,500 | - | 126,687,500 |
| Cash and bank balances | 67,978,805 | - | - | 67,978,805 |
| | 325,774,234 | 126,952,500 | - | 452,726,734 |

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

| | 2023 | |
|--------------------------|----------------------|-------------|
| | Amortized cost | Total |
| | ----- (Rupees) ----- | |
| Liabilities | | |
| Trade and other payables | 112,316,635 | 112,316,635 |
| Short term borrowing | 4,872,885 | 4,872,885 |
| Unclaimed dividend | 184,317,854 | 184,317,854 |
| Lease liabilities | 301,507,374 | 301,507,374 |

32.5 Operational risk

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the processes, technology and infrastructure supporting the Company's operations either internally within the Company or externally at the Company's service providers, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of investment management behaviour. Operational risks arise from all of the Company's activities.

The Company's objective is to manage operational risk so as to balance limiting of financial losses and damage to its reputation with achieving its investment objective of generating returns for investors.

The primary responsibility for the development and implementation of controls over operational risk rests with the board of directors. This responsibility encompasses the controls in the following areas:

- requirements for appropriate segregation of duties between various functions, roles and responsibility
- requirements for the reconciliation and monitoring of transactions;
- compliance with regulatory and other legal requirements;
- documentation of controls and procedures;
- requirements for the periodic assessment of operational risks faced, and the adequacy of controls and procedures to address the risks identified;
- ethical and business standards; and
- risk mitigation, including insurance where this is effective.

Senior management ensures that the Company's staff have adequate training and experience and fosters effective communication related to operational risk management.

33. FAIR VALUE OF FINANCIAL AND OTHER ASSETS

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Consequently, differences can arise between carrying values and the fair value estimates.

Underlying the definition of fair value is the presumption that the Company 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.

The estimated fair value of all financial assets and liabilities is considered not to be significantly different from carrying values as the items are either short-term in nature or are periodically repriced.

Fair value hierarchy

International Financial Reporting Standard 13, 'Fair Value Measurement' requires the Company to classify fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

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); and

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

The table shown below analyses the financial instruments measured at the end of the reporting period by the level in the fair value hierarchy into which the fair value measurement is categorised:

| | 2024 | | | |
|--|----------|--------------------|----------------|--------------------|
| | Level 1 | Level 2 | Level 3 | Total |
| | (Rupees) | | | |
| Financial assets classified as 'at fair value through profit or loss' | | | | |
| Shares of Mutual Funds Association of Pakistan | - | - | 265,000 | 265,000 |
| Term finance certificate | - | 126,687,500 | - | 126,687,500 |
| | <u>-</u> | <u>126,687,500</u> | <u>265,000</u> | <u>126,952,500</u> |
| | | | | |
| | 2023 | | | |
| | Level 1 | Level 2 | Level 3 | Total |
| | (Rupees) | | | |
| Financial assets classified as 'at fair value through profit or loss' | | | | |
| Shares of Mutual Funds Association of Pakistan | - | - | 265,000 | 265,000 |
| Term finance certificate | - | 126,687,500 | - | 126,687,500 |
| | <u>-</u> | <u>126,687,500</u> | <u>265,000</u> | <u>126,952,500</u> |

33.1 Valuation techniques used in determination of fair values within level 3:

These represent shares of Mutual Funds Association of Pakistan which have been carried at cost since their fair value is not considered to be materially different from its carrying amount. Accordingly, the disclosures with respect to level 3 financial assets have not been given.

33.2 During the year ended December 31, 2024, there were no transfers between level 2 and level 3 fair value measurements, and no transfer into and out of level 3 fair value measurements.

34. CAPITAL MANAGEMENT

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern so that it can continue to provide returns for shareholders and benefits for other stakeholders and to maintain a strong capital base to support the sustained development of its businesses.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended December 31, 2024

The Company is subject to externally imposed minimum equity requirement of the NBFC Rules 2003 and the NBFC Regulations 2008 for providing asset management services and investment advisory services and is required to maintain minimum equity of Rs 200 million. The Company's paid up capital is above the minimum required threshold limit.

The Company sets the amount of capital in proportion to risk. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. Currently, the Company is financing its operations through equity and working capital.

35. GENERAL

| 2024 | 2023 |
|--------------------|------|
| ----- Rupees ----- | |

| | | | |
|------|--|-----|-----|
| 35.1 | Number of employees at the end of the year | 107 | 102 |
| | Average number of employees during the year | 105 | 94 |
| 35.2 | In compliance of the NBFC Rules read with SRO 1002(1)/2015 dated October 15, 2015 of SECP, the management would like to report that the Company has sufficient insurance coverage from an insurance company, rated AA by a rating agency registered with the Commission, against financial losses that may be caused as a result of gross negligence of its employees. | | |
| 35.3 | Corresponding figures have been rearranged and reclassified, wherever considered necessary, for the purposes of comparison and to reflect the substance of the transactions. | | |
| 35.4 | The figures in the financial statements have been rounded off to the nearest rupees. | | |
| 35.5 | These financial statements were authorised for issue on 25 february 2025 by the Board of Directors of the Company. | | |

Chief Financial Officer

Chief Executive Officer

Director



DISCLOSURES ON IT GOVERNANCE AND CYBER SECURITY

This section outlines JS Investments Limited's approach to IT governance, cybersecurity, and digital risk management, with a focus on operational resilience and stakeholder trust. In alignment with the Integrated Reporting (IR) Framework and the Best Corporate Report Criteria 2024 (ICAP & ICMAP), the disclosures highlight how robust IT controls support business continuity, protect sensitive information, and reinforce governance standards. JSIL's framework emphasizes data privacy, secure communication channels, anti-corruption safeguards, and system integrity. Key areas include cyber risk assessments, disaster recovery readiness, IT policy enforcement, and employee awareness programs demonstrating the Company's proactive stance in mitigating digital threats and safeguarding investor confidence.

CYBER RISK – LEGAL AND CYBER SECURITY POLICY

IT GOVERNANCE POLICY

JS Investments has established a comprehensive IT Governance Policy designed to align technology initiatives with the organization’s strategic objectives. This policy serves as a guiding framework to ensure that IT services, applications, and infrastructure deliver value while maintaining high standards of security, efficiency, and compliance.

Key Objectives:



Risk Mitigation and Effective Processes:

The policy emphasizes the establishment of effective processes across all departments, designed to identify, assess, and mitigate IT-related risks. These processes are standardized to promote consistency and reliability, reducing the likelihood of operational disruptions.



Alignment with Business Objectives:

The IT Governance Policy is structured to ensure that the IT function supports and enhances the Company’s strategic vision. This alignment fosters innovation by integrating technology into both internal operations and external service offerings, thereby adding value across the organization.



Resource Planning:

Adequate resource allocation is critical to sustaining IT operations. The policy ensures that IT resources, including skilled personnel, software, and hardware, are available to meet both current and future demands.



Cybersecurity Network:

A robust cybersecurity network forms the backbone of the Company’s IT governance. This network is designed to detect, prevent, and respond to cyber threats in real-time, safeguarding sensitive data and critical systems from unauthorized access and potential breaches.



Business Continuity and Disaster Recovery:

The policy mandates the establishment and maintenance of a comprehensive Business Continuity and Disaster Recovery (BCDR) plan. This plan ensures that the Company can continue critical operations with minimal disruption in the event of a cyber-incident or disaster.



Information Security:

The policy underscores the importance of a comprehensive information security framework to prevent unauthorized access, data breaches, and other security incidents. This framework includes robust access controls, encryption protocols, and data integrity measures.

CYBER RISK – LEGAL AND REGULATORY IMPLICATIONS

JS Investments is acutely aware of the legal and regulatory implications associated with cyber risks and is committed to maintaining full compliance with all applicable laws and regulations. The Company's Information Security Unit plays a pivotal role in this regard by continuously evaluating the legal landscape and integrating compliance measures into the Company's cybersecurity framework.



Compliance with Legal Standards:

The Information Security Unit actively monitors changes in laws and regulations, including the Copyright Ordinance 1962 and the Prevention of Electronic Crimes Act 2016, to ensure that the Company's practices remain compliant.

In collaboration with the legal team, the unit assesses the potential legal implications of emerging cyber threats and updates internal policies to reflect the latest regulatory requirements.



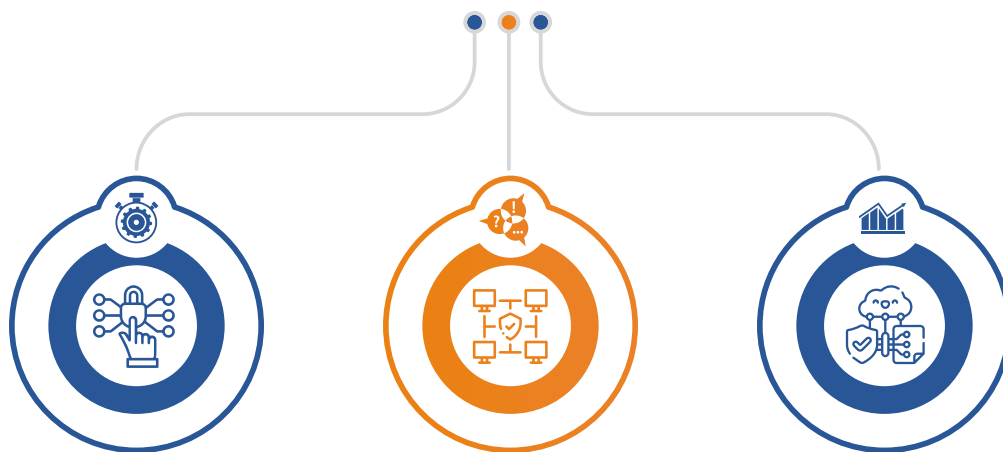
Proactive Risk Management:

To mitigate legal risks, the Company implements best practices in data protection, user access management, and incident reporting. These practices are regularly reviewed and updated based on legal counsel and industry standards.

During the past year, there were no instances of cybersecurity breaches, reflecting the robustness and effectiveness of the measures in place. This outcome demonstrates JS Investments' commitment to upholding legal compliance and maintaining the highest standards of data security.

IT GOVERNANCE AND CYBERSECURITY PROGRAMS, POLICIES, AND PROCEDURES

JS Investments is acutely aware of the legal and regulatory implications associated with cyber risks and is committed to maintaining full compliance with all applicable laws and regulations. The Company's Information Security Unit plays a pivotal role in this regard by continuously evaluating the legal landscape and integrating compliance measures into the Company's cybersecurity framework.



Access Control:

Policies are in place to manage user access based on roles and responsibilities, minimizing the risk of unauthorized data exposure.

Multi-factor authentication and strict password management protocols enhance system security.

Network Security:

The Company employs state-of-the-art network security measures, including firewalls, intrusion detection systems, and real-time monitoring to safeguard the network from potential threats.

Regular penetration testing and vulnerability assessments are conducted to proactively identify and mitigate security gaps.

Data Integrity and Protection:

Ensuring the accuracy, consistency, and protection of data is central to the Company's cybersecurity strategy. Encryption and secure data storage practices are employed to prevent unauthorized alterations or data loss.

Comprehensive data backup protocols ensure that critical information is preserved and recoverable in the event of a disruption.

INTERNATIONAL STANDARDS COMPLIANCE:

JS Investments' IT governance and cybersecurity practices align with Information Security Management System (ISMS) standards, reflecting the Company's commitment to global best practices.

Periodic internal and external audits are conducted to assess compliance and enhance the effectiveness of implemented measures.

By adopting these comprehensive programs and policies, JS Investments remains well-prepared to navigate the evolving cybersecurity landscape while maintaining the integrity, confidentiality, and availability of its IT assets.

CYBERSECURITY OVERSIGHT

Oversight Of Board Of Directors On Cybersecurity

At JS Investments, the Board of Directors exercises diligent and proactive oversight of cybersecurity to safeguard the Company's critical assets and information infrastructure. This oversight is structured through a multi-layered approach, ensuring that cybersecurity strategies, risk assessments, and incident responses are aligned with the Company's risk appetite and business objectives.

Board Commitment and Accountability:

The Board of Directors acknowledges cybersecurity as a critical component of the Company's risk management framework. As such, the Board remains actively involved in reviewing cybersecurity strategies, threat landscapes, and the effectiveness of implemented controls. To maintain an informed and proactive stance, the Board engages in the following activities:



Periodic Cybersecurity Briefings:

The management provides the Board with in-depth briefings on cybersecurity threats, incidents, and mitigation measures. These briefings include insights on emerging threats, the evolving regulatory landscape, and the Company's readiness to address cybersecurity challenges.



Cybersecurity Risk Register:

Management maintains a dynamic risk register, continuously updated with identified cybersecurity risks, mitigation plans, and progress updates. The register is reviewed by the Risk and Compliance Function for validation before presentation to the Board, ensuring transparency and accuracy in reporting.



Cyber Incident Response and Recovery:

The Board oversees the development and periodic testing of the Company's Cyber Incident Response and Recovery Plan. This plan outlines the roles and responsibilities of management during a cyber-event and establishes procedures for incident reporting, containment, and recovery.



Training and Awareness Programs:

To enhance the Board's understanding of cybersecurity, members participate in annual training programs covering critical topics, including data protection, cyber resilience, and emerging digital threats.

Cybersecurity Governance Framework:

JS Investments has established a comprehensive Cybersecurity Governance Framework to guide the Board's oversight responsibilities. Key elements of the framework include:

Cybersecurity Policies and Standards: The Board reviews and approves cybersecurity policies, ensuring they align with regulatory requirements and industry best practices.

Cybersecurity Metrics and Reporting: Management regularly submits cybersecurity metrics and Key Risk Indicators (KRIs) to the Board. These metrics include data breach statistics, vulnerability management status, and the results of penetration tests.

Independent Assessments: Annual third-party assessments evaluate the robustness of JS Investments' cybersecurity infrastructure. The findings are reviewed by the Board to ensure continuous improvement.

OVERSIGHT OF BOARD OF DIRECTORS ON IT GOVERNANCE

The Board of Directors at JS Investments maintains comprehensive oversight of IT governance to ensure that IT strategies align with corporate objectives and support the secure and efficient delivery of services. The Board's involvement encompasses strategic planning, risk management, and performance evaluation of IT initiatives.

Strategic Alignment and Governance:

The Board ensures that IT strategies are fully integrated into the Company's overall business strategy. This includes oversight of:

01

IT Strategic Plan: The Board reviews and approves the IT strategic plan, which outlines long-term goals, key initiatives, and resource allocation. This ensures that IT investments are aligned with business priorities.

02

IT Risk Management: Regular updates on IT-related risks, including data security, system availability, and technology obsolescence, are presented to the Board. This helps in assessing the potential impact on business continuity and operational efficiency.

03

IT Budget and Resource Allocation: The Board reviews IT budget proposals, focusing on the cost-effectiveness of technology solutions, the efficiency of IT resource allocation, and the alignment of spending with strategic objectives.

Governance Structures and Policies:

The Board monitors the implementation of robust governance structures and policies to ensure accountability and compliance with regulatory standards. This includes:

01

IT Governance Charter: The Board has approved a comprehensive IT Governance Charter that outlines the roles, responsibilities, and accountability mechanisms for IT management.

02

Executive Risk Management Committee: The Board's Executive Risk Management Committee evaluates significant IT governance issues, including data governance and IT asset management, to ensure effective oversight.

03

IT Governance Metrics: Key Performance Indicators (KPIs) related to system uptime, data integrity, and IT service performance are regularly reported to the Board, facilitating data-driven oversight.

Independent IT Audit and Compliance Monitoring:

The Board mandates regular independent IT audits to assess the effectiveness of governance controls and compliance with internal policies and external regulations. Key aspects of the audit include:

01

Compliance with IT Policies: Verification of adherence to IT governance policies, including data protection and access management.

02

Evaluation of IT Infrastructure: Assessment of IT infrastructure resilience, including hardware, software, and network security.

03

Third-Party Risk Management: The Board oversees risk assessments related to third-party service providers, ensuring that vendor management practices align with the Company's risk management framework.

Board-Level IT Governance Committee:

To strengthen oversight, the Board has formed an IT Governance Committee composed of members with technical expertise. This committee provides guidance on significant IT projects, digital transformation initiatives, and technology innovation, ensuring that the Company remains technologically competitive while managing risks effectively.

Conclusion:

JS Investments demonstrates a strong commitment to cybersecurity and IT governance through oversight by the Board of Directors. By implementing structured frameworks, continuous risk assessment, and independent evaluations, the Board ensures that the Company's technology infrastructure remains secure, resilient, and aligned with strategic business goals.

COMPANY CONTROLS AS EARLY WARNING SYSTEM

Early Warning System

JS Investments has established a robust and multi-layered early warning system, reinforced by effective controls and Incident Management procedures. This system is designed to proactively identify potential threats, detect irregular activities, and respond promptly to mitigate risks, thereby safeguarding the organization's assets and data integrity.

The Company's early warning system integrates a comprehensive framework that includes the deployment of a 24x7 Security Information and Event Management (SIEM) and Security Operations Center (SOC) system. These systems provide real-time monitoring, data correlation, and incident detection capabilities, which are critical in detecting suspicious activities and potential security breaches. The SOC operates continuously, ensuring that any anomaly or threat is swiftly addressed by experienced security analysts.

The proactive approach adopted by JS Investments not only enhances the organization's ability to respond to potential incidents but also contributes significantly to the resilience of its security infrastructure. The systematic collection, analysis, and reporting of security incidents allow for a comprehensive understanding of threat patterns, enabling the company to adapt its security strategies in real time. Furthermore, periodic drills and training sessions ensure that staff members are well-prepared to respond efficiently to various security scenarios.

The implementation of these measures reflects JS Investments' unwavering commitment to maintaining a vigilant and responsive stance against emerging threats and cybersecurity challenges. The Company continuously updates its early warning protocols to stay aligned with global best practices and evolving threat landscapes.

Policy on Independent Security Assessment of Technology Environment

JS Investments upholds a comprehensive Policy on Independent Security Assessment of the Technology Environment, designed to ensure robust cybersecurity practices and maintain stakeholder confidence. This policy mandates annual third-party assessments and reviews of the technological environment and networks. These assessments are conducted by reputed and accredited cybersecurity firms specializing in vulnerability testing, penetration assessments, and overall risk evaluations.

The primary objectives of the policy are to ensure the presence of adequate controls to address cybersecurity risks effectively, to identify potential vulnerabilities proactively, and to evaluate the Company's readiness to respond to security incidents. In addition to annual assessments, the policy includes provisions for ad-hoc assessments whenever significant changes are made to the IT infrastructure or when emerging threats warrant additional scrutiny.

Moreover, the policy emphasizes the importance of continuous improvement through feedback from independent assessments. The outcomes are documented and reported to senior management and the Board of Directors, facilitating informed decision-making on enhancing the Company's cybersecurity posture. Additionally, the policy mandates regular vulnerability assessments, penetration testing, and audits to ensure that the security measures are up-to-date and effective.

JS Investments remains committed to maintaining a secure and resilient technology environment, in alignment with industry best practices and regulatory requirements. The adoption of independent security assessments reflects the Company's dedication to proactive risk management, fostering a culture of continuous vigilance and improvement.

CONTINGENCY AND DISASTER RECOVERY PLAN

JS Investments has instituted a robust Contingency and Disaster Recovery Plan to ensure the continuity of business operations under extraordinary circumstances. This comprehensive plan is meticulously designed to safeguard the company's operations and assets, incorporating regular archival and system backups at remote sites. Regular testing of the Disaster Recovery Plan is conducted to validate the readiness of IT systems in the event of a disaster. Key highlights and actions of the plan include:



Establishment of robust IT security systems for comprehensive protection.

Real-time data backup and off-site storage to ensure data integrity.



Identification of primary and secondary sites.

Creation of a designated disaster recovery team for swift response.



Development of the plan considering ongoing business needs and the operational environment.



Companywide detailed process documentation, mapping all processes as SOPs and work instructions.



Installation of fire alarm systems throughout office premises.

Implementation of adequate fire extinguishing procedures for employee and asset protection.



Backup of all assets, physical and virtual.

Insurance coverage for physical assets, routine creation of backups for virtual assets and data.



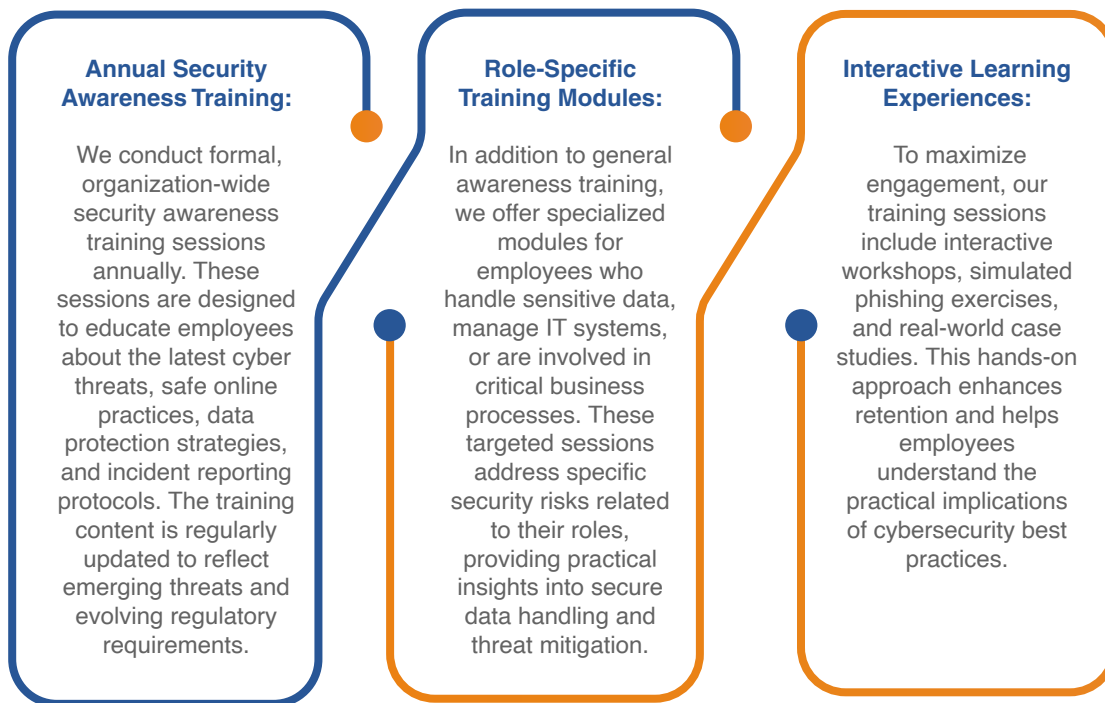
Regular assurance of the effectiveness of Data Recovery processes.

CYBERSECURITY EDUCATION AND TRAINING

JS Investments recognizes that a robust cybersecurity framework not only relies on advanced technological measures but also on the active involvement and awareness of its employees. As part of our comprehensive risk management strategy, we place significant emphasis on cybersecurity education and training. This proactive approach empowers our workforce to act as the first line of defense against potential cyber threats, thereby enhancing the organization's overall security posture.

Comprehensive Training Programs:

At JS Investments, cybersecurity education and training initiatives are systematically planned and executed to ensure that all employees, irrespective of their roles, have the necessary knowledge to identify, respond to, and mitigate cybersecurity risks. Key features of our training programs include:



Continuous Awareness and Communication:

Cybersecurity is an ongoing commitment. Therefore, we have established a continuous learning environment where employees regularly receive updates and reminders to reinforce their cybersecurity knowledge:

Monthly Cybersecurity Emails: Our IT and Risk Management departments circulate monthly emails highlighting new cyber threats, security tips, and updates on internal policies. These emails serve as a practical guide to maintaining cybersecurity vigilance in day-to-day operations.

1

Security Awareness Campaigns: Periodic campaigns are conducted to focus on specific security themes, such as password hygiene, phishing detection, and safe data sharing. These campaigns include posters, email prompts, and infographics strategically placed throughout the workplace.

2

Timely Alert Notifications: Whenever a significant cybersecurity incident or vulnerability is identified, immediate alerts are sent to all employees, along with guidance on preventive measures and reporting procedures.

3

Performance Monitoring and Effectiveness Assessment:

To ensure the efficacy of our training initiatives, we employ a structured approach to evaluate outcomes and enhance future programs:

Post-Training Assessments: Employees are required to complete assessments following each training session to evaluate their understanding of key concepts and practices. This helps us identify knowledge gaps and address them promptly.

1

Phishing Simulation Tests: We conduct unannounced phishing simulation exercises to test employees' ability to recognize and respond to phishing attempts. The results are analyzed to develop targeted follow-up training for those who need additional support.

2

Training Impact Evaluation: Feedback is collected from participants to gauge the effectiveness of training sessions. Metrics such as training completion rates, assessment scores, and incident response efficiency are reviewed to measure the program's success.

3

Fostering a Security-Conscious Culture:

JS Investments is committed to building a culture where cybersecurity is an integral part of every employee's responsibility. To this end:

Leadership Involvement: Senior management actively participates in training sessions, demonstrating the importance of cybersecurity at all organizational levels.

1

Reward and Recognition Programs: Employees who demonstrate exemplary cybersecurity practices are acknowledged through our internal reward system. This initiative encourages proactive behavior and reinforces positive security practices.

2

Dedicated Cybersecurity Helpline: We maintain a dedicated helpline and an internal portal for employees to report suspicious activities, seek guidance, and access training materials at any time.

3

Collaboration with External Experts:

Recognizing the importance of staying ahead in a rapidly evolving threat landscape, we regularly collaborate with cybersecurity experts and industry professionals. These collaborations provide insights into emerging risks and innovative training practices, which are incorporated into our internal programs to maintain relevance and effectiveness.

CONCLUSION:

JS Investments' commitment to cybersecurity education and training is fundamental to maintaining a resilient and secure organizational environment. By equipping employees with the necessary skills and fostering a security-centric mindset, we proactively mitigate risks and uphold the integrity and security of our digital assets. This ongoing investment in training ensures that our workforce remains vigilant and prepared to address the challenges of the modern cyber landscape.

IMPACT OF DIGITAL TRANSFORMATION

In a rapidly evolving financial landscape, JS Investments has strategically embraced digital transformation as a cornerstone of its operational and strategic framework.

The Company recognizes that leveraging technology is essential for sustaining competitiveness, enhancing operational efficiency, and delivering superior value to stakeholders. By integrating cutting-edge digital solutions into both front-end and back-end processes, JS Investments is positioning itself as a forward-thinking asset management leader, fully equipped to meet the challenges of the modern investment environment.

Strategic Technological Advancements:

JS Investments has made substantial investments in digital infrastructure, including advanced software applications and resilient hardware solutions. These investments reflect the Company's commitment to staying ahead of industry trends, ensuring that its business operations are not only efficient but also resilient and future-ready.

By strategically embedding technology into core business functions, JS Investments aims to improve transparency, reporting, and governance, thereby aligning its practices with industry best standards. The Company's forward-thinking approach to digital transformation not only optimizes operations but also enhances customer engagement and decision-making processes.

BUSINESS PROCESS AUTOMATION (BPA)

JS Investments is at the forefront of technological innovation, particularly in the area of Business Process Automation (BPA). By automating routine and repetitive tasks, the Company enhances operational efficiency while reducing human error and increasing process consistency. BPA is integral to JS Investments' strategy for modernizing its operations and improving stakeholder outcomes.

JS Investments is at the forefront of technological innovation, particularly in the area of Business Process Automation (BPA). By automating routine and repetitive tasks, the Company enhances operational efficiency while reducing human error and increasing process consistency. BPA is integral to JS Investments' strategy for modernizing its operations and improving stakeholder outcomes.

Key Objectives and Achievements of BPA:

Enhanced Transparency:

Automation promotes transparency by providing stakeholders with clear visibility into workflows and decision-making processes. This ensures that all actions are traceable, auditable, and aligned with governance standards.

Automated reporting and documentation reduce ambiguities, fostering a culture of openness and accountability.

01



Improved Quality and Consistency:

By minimizing human intervention, BPA significantly reduces the risk of errors and inconsistencies. The systematic approach to process execution ensures uniformity across all automated functions.

Standardized procedures lead to consistent quality, reinforcing the Company's commitment to excellence.

02



Operational Efficiency:

Automating repetitive tasks frees up valuable human resources, enabling employees to focus on strategic and analytical work. This shift enhances productivity and contributes to more innovative problem-solving.

The streamlined processes result in faster execution, ultimately improving client satisfaction and service delivery.

03



Reduced Turnaround Times:

With automated systems handling routine functions, the turnaround time for various processes is significantly reduced. This efficiency translates into quicker service delivery, more agile operations, and improved business responsiveness.

04



Commitment to Continuous Improvement:

JS Investments remains dedicated to leveraging BPA to continuously improve its operational processes. By integrating intelligent automation tools, the Company not only enhances efficiency but also builds a resilient and adaptive operational environment.

CLOUD-BASED DISASTER RECOVERY (DR)

To safeguard business continuity and ensure robust disaster management, JS Investments has strategically adopted a cloud-based solution for its Business Continuity and Disaster Recovery (DR) requirements.

This forward-looking approach offers multiple advantages that significantly strengthen the Company's resilience against disruptions.

Key Benefits of Cloud-Based DR:

Reduced Physical Infrastructure Dependence:

Transitioning to the cloud minimizes reliance on on-premises hardware, reducing maintenance costs and vulnerabilities associated with physical data centers.

High Reliability and Geo-Redundancy:

Cloud-based DR solutions ensure data availability and protection through geographically redundant data storage, minimizing data loss risks and downtime.

Minimal Downtime:

The cloud infrastructure enables rapid recovery from incidents, ensuring continuity of critical business functions with minimal disruption.

Scalability and Flexibility:

The cloud environment allows for dynamic scalability, adjusting resource availability in response to changing business needs without significant manual intervention.

Cost Efficiency:

By reducing the need for physical backup systems, the cloud-based approach lowers capital expenditure while offering cost-effective data management solutions.

A Future-Ready Approach:

JS Investments' adoption of cloud-based DR solutions reflects its commitment to modernizing disaster recovery strategies, ensuring operational continuity even in the face of unexpected challenges.

SMART REPORTING AND ANALYZING TOOLS

To foster a data-driven culture and enhance decision-making capabilities, JS Investments has implemented a Smart Reporting and Analyzing Tool. This strategic initiative is designed to streamline reporting processes, delivering accurate and timely insights across all organizational levels.

Benefits of the Smart Reporting System:



Driving Strategic Excellence:

By investing in smart reporting technologies, JS Investments aims to modernize its data management practices, fostering a proactive and informed decision-making environment. The implementation of these advanced tools aligns with the Company's vision of operational excellence and strategic agility.

CONCLUSION

JS Investments' commitment to digital transformation is evident through its strategic adoption of Business Process Automation, Cloud-Based Disaster Recovery, and Smart Reporting Tools. These initiatives not only optimize operations but also reinforce the Company's dedication to resilience, transparency, and continuous improvement. By embedding technology across all business functions, JS Investments is well-positioned to navigate the challenges of a dynamic business environment and sustain long-term growth.

BUSINESS OUTLOOK



FORWARD-LOOKING STATEMENT

At JS Investments Limited (JSIL), our strategic foresight, coupled with comprehensive market analysis, underpins our confidence in navigating the dynamic economic landscape of Pakistan and beyond. Our proactive approach has enabled us to identify critical trends, opportunities, and risks that may impact our operations, resources, revenue streams, and investment performance across short, medium, and long-term horizons.

We remain firmly committed to delivering sustainable growth, resilience, and innovation by aligning our strategies with evolving market realities, regulatory developments, technological advancements, and client expectations.

Short-Term Outlook: Navigating Stabilization

In the near term, the financial market's stability remains closely tied to the successful implementation of the International Monetary Fund's (IMF) support programs, alongside the government's unwavering commitment to adopting sustainable economic reforms.

IMF assistance continues to serve as a critical anchor for macroeconomic stability, enhancing investor confidence, bolstering foreign exchange reserves, and supporting fiscal consolidation.

Compliance with IMF-mandated economic adjustments will be vital in mitigating potential volatility in capital markets, curtailing the risk of significant equity market downturns, and softening the adverse effects of elevated interest rates on fixed-income investments.

JSIL anticipates a cautious but progressively improving environment during this phase, and we are poised to leverage emerging opportunities while maintaining a prudent investment stance to safeguard stakeholder value.

Medium-Term Outlook: Embracing Recovery and Growth

Over the medium term, we foresee a gradual transition toward economic stabilization and recovery from prevailing uncertainties. Our projections indicate an encouraging outlook characterized by:

- An anticipated uptick in economic growth rates, driven by fiscal reforms, enhanced business confidence, and stabilization of key macroeconomic indicators.
- A positive investment climate, fueled by easing inflationary pressures and a lower interest rate regime.
- Improved valuations of fixed-income securities, as declining inflation enhances real returns, thereby reviving investor appetite for long-term debt instruments.
- Strengthening appeal of equities, as reduced yields in fixed-income instruments naturally elevate the relative attractiveness of equity investments, presenting compelling opportunities for capital appreciation in a diversified portfolio context.

JSIL remains well-positioned to capitalize on these evolving market dynamics by offering products and strategies that are carefully aligned with clients' risk appetites and return expectations.

Long-Term Outlook: Advancing Strategic Growth Initiatives

Looking into the long-term horizon, our outlook for the asset management industry and JSIL's role within it remains robust and optimistic. We anticipate:

- Broader economic expansion, fueled by structural reforms, increasing urbanization, digitization, and industrial diversification.
- Government-led initiatives aimed at attracting foreign direct investment (FDI), encouraging financial sector deepening, and fostering entrepreneurship.
- Rapid technological evolution, significantly transforming client servicing models, operational efficiency, product innovation, and data-driven investment decision-making.

In line with these trends, JSIL is strategically investing in cutting-edge technologies, client engagement platforms, artificial intelligence, and data analytics capabilities to enhance operational excellence and customer experience.

We believe that embracing innovation, fostering strategic partnerships, and maintaining a client-centric approach will be critical to sustaining our growth trajectory, enhancing resilience, and reinforcing our leadership in Pakistan's asset management industry.

Navigating Uncertainties: Resilience Amid Complexity

While our outlook remains positive, we acknowledge that our business is subject to external uncertainties, including but not limited to:

- Political and policy-related risks, including elections, regulatory shifts, and geopolitical tensions.
- Global economic shocks, such as supply chain disruptions, interest rate volatility, and commodity price fluctuations.
- Natural disasters or environmental challenges, which could impact investment climates or operational resilience.

Recognizing these variables, JSIL adopts a vigilant and adaptive approach, proactively monitoring macroeconomic indicators, policy developments, and global trends. Our governance framework is structured to ensure agility in strategic decision-making, enabling timely recalibrations of our investment strategies and operational priorities when required. This commitment underscores JSIL's resilience, ensuring sustainable performance even amidst evolving complexities.

Strategic Milestones Achieved During 2024

The year 2024 was marked by several transformative initiatives and strategic achievements, positioning JSIL for sustained success:

Product Innovation and Portfolio Diversification

We continued to expand our product offerings with the successful launch of innovative investment solutions, including:

- Fixed-Rate Investment Plans, providing attractive and predictable returns in a volatile interest rate environment.
- KPK Voluntary Pension Scheme (VPS), a landmark initiative developed to assist the Government of Khyber Pakhtunkhwa in structuring pension fund solutions for provincial employees, underscoring our commitment to promoting financial inclusion and supporting public sector reforms.

Expansion of Wealth Management Platform

In pursuit of our customer-centric strategy, we inaugurated our first state-of-the-art Wealth Centre located in DHA Phase 8, Karachi. This Wealth Centre represents a milestone in our digital and physical client servicing approach, offering:

- Self-service digital kiosks for investors preferring independent transactions.
- Personalized advisory services through our team of dedicated Wealth Managers.
- Holistic wealth management solutions, tailored to diverse client profiles and investment goals.

This hybrid model ensures enhanced customer convenience, flexibility, and engagement, aligning with global best practices in personalized wealth management.

Real Estate Investment Initiatives

JSIL remains at the forefront of innovation within the alternative investment space by initiating the launch of a Hybrid Real Estate Investment Trust (REIT) model focused on the hospitality sector. The project is designed to:

- Offer investors suites generating superior returns relative to government securities.
- Diversify investment options to cater to different risk-return preferences.
- Tap into the growing demand for real estate-backed income streams, strengthening our alternative investment portfolio.

Advancement in Digital Transformation

Throughout 2024, JSIL made substantial strides in digitization, aimed at enhancing operational efficiency, regulatory compliance, and customer experience. Key achievements included:

- Integration with NADRA Biometric Verification Systems for streamlined investor onboarding.
- Deployment of a WhatsApp Bot to provide instant support and information to clients.
- Development of a comprehensive Business Intelligence (BI) Framework for data-driven insights and decision-making.
- Implementation of an upgraded Compliance Application, ensuring robust risk management and regulatory adherence.
- Enhancement of CRM Systems, facilitating superior customer engagement and relationship management.
- Digital onboarding platforms for VPS clients, ensuring seamless and user-friendly investment journeys.
- Seamless API integrations with external platforms, including Zindagi App, NCCPL databases, JS Bank's digital ecosystem, and YPay.

These initiatives significantly strengthened our technology backbone, future-proofed our operations, and enhanced service delivery.

Investor Education and Digital Outreach

Recognizing the importance of empowering investors, JSIL actively expanded its digital engagement initiatives, including:

- Webinars and podcasts, offering insights into market trends, investment strategies, and financial literacy.
- Targeted digital marketing campaigns, raising awareness about responsible investment practices.
- Enhanced social media engagement, fostering interactive and accessible communication with stakeholders.

These efforts underscore our dedication to nurturing a culture of informed investment decision-making across our current and prospective client base.

JS Investments Limited enters 2025 with confidence, resilience, and a clear strategic vision. By proactively identifying opportunities, embracing innovation, strengthening governance, and deepening client relationships, we are positioned to consistently deliver lasting value to our stakeholders.

We remain fully committed to leveraging our core competencies, maintaining operational excellence, and upholding the highest standards of integrity, transparency, and professionalism. Our steadfast commitment to sustainable success and stakeholder empowerment ensures that JSIL will continue to thrive and lead in an increasingly dynamic financial landscape.

Business Performance Summary

Despite navigating an exceptionally challenging business environment, our growth in assets under management during 2024 has been robust, significantly surpassing the industry's overall pace of expansion.

| Summary of operating results for the year | Year ended December 31, 2024 (PKR in '000) | Year ended December 31, 2023 (PKR in '000) |
|---|--|--|
| Shareholders' Equity | 2,111,586 | 1,665,421 |
| Management Fee (Including SMA) | 529,338 | 258,597 |
| Sales Load (Net) | 5,093 | 18,249 |
| Investment /Income | 474,622 | 365,099 |
| Total Revenue | 1,009,053 | 641,945 |
| Operating expenses | (495,874) | (384,310) |
| Operating Income | 513,179 | 257,635 |
| Income before tax | 44,513 | 254,270 |
| Taxation-net | (39,590) | 55,755 |
| Profit after tax | 448,923 | 310,024 |
| Earnings per share (Rs.) | 7.27 | 5.02 |

Enhancing Client Relationships, Driving Growth, and Innovating for the Future

In 2024, JS Investments Limited adopted a highly focused and strategic approach to client engagement, firmly building upon a strong foundation of relationship management while expanding our reach across a diversified range of products.

Central to this approach has been our unwavering emphasis on retail investors, whom we regard as a critical success factor in driving the Company's sustainable growth and market leadership.

Recognizing the evolving needs of the retail segment, we intensified our outreach initiatives and refined our sales strategies, ensuring that client-centricity remained at the heart of every interaction. Our strong equity capital base, among the most robust in the industry, empowered us to pursue a scalable growth model, working with lower margins to attract a wider investor base and solidify long-term client relationships.

A major milestone during the year was the crossing of 125,000 investor accounts, achieved through extensive mass public awareness campaigns, targeted digital marketing efforts, and enhanced client onboarding platforms.

Looking ahead, we have set an ambitious but achievable target to double this number to over 400,000 accounts within the next three years, further broadening financial inclusion and strengthening our retail investor franchise.

Product Innovation: Launching New Frontiers

Our focus on innovation and investor needs led to several groundbreaking product developments in 2024:

- **Exchange Traded Fund (ETF):**
Our ETF was recognized for its innovation across multiple industry platforms, successfully capturing the interest of 50+ investors within the first few days of its introduction.

This response underscores the growing appetite for transparent, liquid, and cost-efficient investment vehicles, and highlights JSIL's leadership in introducing globally-aligned investment solutions to the domestic market.

- **Microfinance Sector Fund:**
Recognizing the untapped potential within the financial sector, we were proud to pioneer the launch of a dedicated Microfinance Sector Fund.

As the microfinance industry in Pakistan experiences growth akin to other developing economies, JSIL was the first to identify the need for a specialized fund tailored to investors with higher risk appetites seeking enhanced returns within the fixed-income space.

This initiative exemplifies our commitment to sector-specific innovation and empowering investors with new, diversified opportunities.

Digital Transformation: Building Tomorrow's Investment Experience

In line with our broader vision of creating seamless, digitally-empowered investor journeys, we achieved significant milestones in 2024:

- **Digital Onboarding Solutions:**
We successfully completed the digital onboarding processes for Voluntary Pension Schemes (VPS) and Advisory Clients, streamlining account opening procedures, reducing manual interventions, and enhancing client convenience.
- **WhatsApp BOT Launch (Bilingual):**
We introduced a WhatsApp BOT service available in both English and Urdu, enabling existing clients and prospective investors to access investment information, account updates, and customer support more efficiently.

This platform has significantly enhanced our customer service standards, ensuring real-time accessibility and intuitive user experiences.

Our digital initiatives are purposefully aligned with the evolving preferences of modern investors, who increasingly demand instantaneous, secure, and flexible interaction channels.

Strategic Response to Challenges and Market Uncertainties

Recognizing the complexities and unpredictabilities inherent in global and domestic markets, JSIL remains committed to proactively adapting and responding to emerging challenges.

Our strategic growth agenda is underpinned by an acute understanding of the need to reshape investor behaviors and redefine asset allocation paradigms for the evolving financial ecosystem.

Over the next five years, our ambition is to transform the investment mindsets of Pakistan's growing middle class, steering them beyond traditional avenues such as:

- Real Estate
- National Savings Schemes
- Conventional Bank Deposits

Through continuous education, outreach, and innovative product offerings, we aim to position ourselves as the preferred asset allocator for every investor in Pakistan.

We recognize that the financial landscape is dynamic, shaped by global macroeconomic shifts, demographic changes, technological advancements, and evolving investor expectations. Accordingly, JSIL is committed to relentlessly innovating, diversifying our product suite, and elevating client experiences to ensure that we remain at the forefront of the asset management industry.

Our strategic priorities include:

- **Expanding Diversified Investment Solutions:**
We are focused on offering investment products that demonstrate low correlation to traditional asset classes, thereby improving portfolio resilience during periods of market stress.
- **Enabling Superior Risk-Adjusted Returns:**
By providing alternative investment avenues and sector-specific funds, we aim to enhance investor returns while mitigating portfolio risks through disciplined asset allocation strategies.
- **Fostering a Culture of Innovation:**
From product development to client servicing, innovation remains central to JSIL's ethos — ensuring we continuously adapt to the changing needs of our investors.

Through an unwavering commitment to client-centricity, strategic innovation, and operational excellence, JSIL remains well-positioned to navigate future uncertainties and capture growth opportunities.

Our vision is not just to grow our assets under management, but to redefine the very way investment is perceived, accessed, and experienced in Pakistan.

We are excited about the journey ahead and reaffirm our steadfast commitment to delivering long-term value, expanding financial inclusion, and empowering investors to achieve their financial goals with confidence and trust.

STAKEHOLDERS' RELATIONSHIP

This section highlights JS Investments Limited's stakeholder engagement strategy, emphasizing proactive communication, transparency, and relationship-building as essential elements of long-term value creation. In line with the Integrated Reporting Framework and Best Corporate Report Criteria 2024 (ICAP & ICMAP), the Company's disclosures reflect a structured approach to identifying key stakeholders and addressing their expectations. Engagement practices include investor communications through digital platforms, transparent disclosures at the Annual General Meeting, and regular feedback mechanisms. JSIL also prioritizes effective grievance handling and responsive service channels to strengthen stakeholder trust and ensure accountability across all levels of interaction.

STAKEHOLDERS' RELATIONSHIP & ENGAGEMENT PROCESS

Stakeholders' Engagement

At JS Investments Limited (JSIL), effective stakeholder engagement is not merely a compliance requirement but a strategic imperative that underpins our sustainable growth and long-term success. By identifying and understanding the expectations, concerns, and interests of our diverse stakeholder base, we ensure that our business strategies are both responsive and responsible. The Company has diligently mapped its stakeholders, encompassing individuals and groups—both internal and external—who are directly or indirectly impacted by our operations or possess the potential to influence our business outcomes. This comprehensive stakeholder mapping allows us to prioritize engagement activities, allocate resources effectively, and cultivate enduring relationships built on trust, transparency, and mutual respect.

JS Investments is firmly committed to nurturing constructive, transparent, and enduring relationships with all stakeholders. We uphold the highest standards of transparency and accountability, providing timely and relevant financial and non-financial information to ensure that all stakeholders remain well-informed about the Company's performance, strategic direction, and governance practices. Furthermore, we continuously assess and refine our policies, procedures, and engagement frameworks to align with our core values and long-term vision, ensuring that our stakeholder engagement practices evolve in step with emerging trends, regulatory changes, and the dynamic needs of our stakeholders.

Stakeholders' Engagement & Relationship

At JSIL, we have grouped our key stakeholders into the following categories:



Shareholders and Investors

Our shareholders and institutional investors play a pivotal role in the Company's growth and strategic direction. Recognizing their importance, JSIL has established multiple transparent and accessible communication channels to ensure that shareholders and investors are consistently updated with material Company-related information. Through our official website, we provide comprehensive disclosures, including financial results, corporate announcements, and governance updates.

To foster active shareholder participation, we encourage engagement through Annual General Meetings (AGMs) and Extra-Ordinary General Meetings (EOGMs), where shareholders are invited to share their perspectives and insights. We also conduct periodic investor briefing sessions, offering detailed updates on our financial performance, strategic initiatives, market positioning, and future growth plans. These sessions serve as valuable forums for addressing investor queries and providing clarity on business matters, thereby reinforcing investor confidence and fostering long-term relationships.



Employees

Employees are the cornerstone of our success and a vital part of the JSIL community. We recognize that our workforce is instrumental in executing the Company's strategic objectives and upholding the highest standards of corporate governance, professionalism, and operational excellence. JSIL places strong emphasis on creating a supportive, engaging, and growth-oriented workplace culture.

We have implemented a robust employee engagement framework that includes a formal performance appraisal system, regular team-building activities, training and development programs, and open channels for continuous feedback. Our annual end-of-year town hall meeting serves as a key engagement platform, where the Chief Executive Officer articulates the Company's strategic vision and goals for the upcoming year. This interactive session also provides employees with an opportunity to voice their ideas, concerns, and suggestions directly to senior management.

The most recent town hall centered on fostering innovation and improving operational efficiencies, with employees presenting a diverse range of tools and methodologies aimed at achieving these objectives. To recognize and celebrate employee contributions, awards and commendations were presented, reinforcing a culture of excellence and motivation.



Financial Institutions

Financial institutions are integral partners in supporting our operational and growth strategies. Our relationships with banks and other financial service providers facilitate a comprehensive range of solutions, including financing, transactional support, and the distribution of investment products. These collaborations enhance the customer experience, expand our market reach, and provide seamless payment and settlement services to our clients. Through ongoing dialogue and cooperation with financial institutions, we ensure that our offerings remain competitive, accessible, and aligned with market best practices.



Government and Regulatory Authorities

Maintaining transparent and proactive communication with government bodies and regulatory authorities is a key pillar of our governance framework. JSIL actively engages with regulators to stay informed of legislative and regulatory developments, seek clarifications where necessary, and integrate regulatory guidance into our operational and strategic decision-making processes. We are fully committed to complying with all applicable laws, regulations, and industry standards. This commitment is reflected in our timely submission of statutory filings, proactive response to regulatory queries, and a culture of regulatory compliance embedded across the organization.



Advisors

Our network of advisors provides essential expertise and guidance that enhances our ability to maintain ethical, transparent, and client-centric business practices. Advisors play a critical role in communicating the features and benefits of our investment products to clients, educating investors, and facilitating the distribution of fund schemes.

JSIL maintains stringent standards of conduct for all advisors, who are required to operate in accordance with the Company's Code of Conduct and prescribed best-selling practices. To ensure that advisors are equipped with the knowledge and skills necessary to serve clients effectively, we provide comprehensive training programs covering product knowledge, regulatory requirements, and client servicing standards. Through continuous engagement and feedback mechanisms, we foster synergies with our advisors aimed at delivering superior service and value to our investors and participants.

STAKEHOLDERS' ENGAGEMENT

| Stakeholders | Why they are important | Engagement Process | Frequency |
|-------------------------------|--|---|---|
| Shareholders | Protecting and advancing shareholder interests remains a top priority for JS Investments. Our shareholders seek sustainable returns, profitability, and long-term value creation. | <ul style="list-style-type: none"> • Annual General Meetings • Extra Ordinary General Meetings • Publication of Interim Financial Results • Corporate briefings • Investor Relations updates via website | <ul style="list-style-type: none"> • Annually • Quarterly • As required |
| Investors | Building and maintaining enduring relationships with investors is fundamental to our success. Their satisfaction is closely linked to the quality of our services and overall experience | <ul style="list-style-type: none"> • Direct engagement • Periodic account statements • Web portal • Dedicated support channels • Service feedback mechanisms • Efficient complaints management | <ul style="list-style-type: none"> • Annually • Quarterly • Monthly • As required |
| Employees | Strong engagement with employees is essential for achieving our strategic goals and fostering a motivated, productive workforce. | <ul style="list-style-type: none"> • Performance appraisal system • Team-building and engagement events • Training and development programs • Ongoing feedback and communication | <ul style="list-style-type: none"> • Quarterly • Semi-annually • Annually |
| Financial Institutions | Our relationships with financial institutions support the distribution of investment products and facilitate financing and banking services, enabling growth and operational efficiency. | <ul style="list-style-type: none"> • Direct interactions • Business meetings • Sharing of financial information • Online resources | <ul style="list-style-type: none"> • Frequent • As needed |
| Communities | JS Investments remains committed to contributing positively to society by supporting initiatives that promote community development and overall well-being. | <ul style="list-style-type: none"> • Participation in community support initiatives and events | <ul style="list-style-type: none"> • Periodically |

| Stakeholders | Why they are important | Engagement Process | Frequency |
|--|---|--|---|
| Government & Regulatory Authorities | Active engagement with regulators ensures compliance with all applicable laws and standards. We proactively submit required filings and respond promptly to regulatory inquiries | <ul style="list-style-type: none"> • Responses to regulatory queries • Timely submission of statutory returns • Seeking clarifications when necessary | <ul style="list-style-type: none"> • As required • Monthly • Quarterly • Annually |
| Media | Strategic media engagement strengthens JS Investments' brand image and communicates key updates about our products and services to the broader public. | <ul style="list-style-type: none"> • Advertising campaigns • Press releases • Media interviews and public relations initiatives | <ul style="list-style-type: none"> • Periodically |
| Analysts | Our proactive communication with market analysts helps clarify the Company's strategic direction and financial performance, contributing to an informed market perspective. | <ul style="list-style-type: none"> • Analyst meetings • Corporate briefings | <ul style="list-style-type: none"> • Periodically • As required |
| Investment Advisors | As trusted representatives of our products and services, investment advisors are essential partners. We ensure they are well-informed and adhere to the highest standards of professionalism. | <ul style="list-style-type: none"> • Technical training • Newsletters • Continuous feedback • Regular interactions with management | <ul style="list-style-type: none"> • As required |

INVESTORS' ENGAGEMENT

Investors Relation Section on the Corporate Website

JS Investments Limited places a high priority on maintaining open, transparent, and effective communication with its investors. We are committed to fostering meaningful dialogue that enhances understanding between the Company, its shareholders, and the broader investment community. Clear and timely communication enables investors and market participants to gain valuable insights into the Company's governance framework, operational strategies, financial performance, and growth outlook.

To facilitate this, JS Investments maintains a comprehensive Investor Relations section and a Learning Centre on its corporate website. These sections are regularly updated with the latest financial reports, corporate announcements, governance disclosures, and educational resources designed to assist both existing and potential investors in making informed decisions. By providing convenient and transparent access to relevant information, we aim to uphold the highest standards of corporate disclosure and accountability, ensuring that our stakeholders remain fully informed about the Company's progress and strategic direction.

Investors Grievance

At JS Investments, earning and sustaining the trust of our investors is a core priority. As part of our investor-centric approach, we have established a dedicated and efficient grievance redressal mechanism to promptly address and resolve investor concerns. A specific section on our corporate website provides shareholders and investors with the ability to register their queries or complaints through the designated email ID ir@jsil.com, along with other contact details readily available under the "Investor Relations" section.

Our Investor Relations team actively monitors all submissions and ensures that every query—whether related to grievances, information requests, or feedback—is acknowledged and resolved in a timely and professional manner. This responsive approach reflects our unwavering commitment to investor satisfaction, transparency, and continuous improvement in service standards.

Corporate Briefing Session

In line with our commitment to transparency and proactive stakeholder engagement, JS Investments conducted its Corporate Briefing Session on November 14, 2024. The session was designed to provide shareholders, analysts, and market participants with comprehensive insights into the Company's recent performance, key achievements, and future strategic priorities.



Senior management presented detailed updates on financial results, product development initiatives, market positioning, and the challenges and opportunities facing the asset management industry. The briefing included an extensive question-and-answer segment, during which participants' queries were addressed thoroughly and candidly, further reinforcing our commitment to open communication and stakeholder engagement.

To ensure wider accessibility and to facilitate those unable to attend, the full presentation from the Corporate Briefing Session has been made available on the Company's official website www.jsil.com, providing investors with continued access to this important information.

JS Investments Internal Events: Fostering Team Building and Celebration:

At JS Investments, we recognize that a collaborative, engaged, and motivated workforce is essential for achieving sustained organizational success. We believe that internal events play a pivotal role not just in bringing employees together, but in fostering a culture of innovation, appreciation, and mutual respect that strengthens the bonds across all levels of the organization. These gatherings are designed to transcend traditional workplace interactions, creating a shared sense of purpose and unity that aligns with the Company's broader vision and values.

The JS Investments Town Hall 2024 stood as a testament to this commitment, serving as a dynamic platform for dialogue, idea-sharing, and employee recognition. The event provided an opportunity for senior leadership to communicate the Company's strategic objectives, future growth plans, and operational achievements directly to the employees, ensuring transparency and reinforcing a shared vision for the future.



Equally important, the Town Hall served as a forum for acknowledging and celebrating the exceptional contributions of employees who demonstrated innovation, leadership, and dedication throughout the year. Employees were encouraged to present transformative ideas aimed at enhancing operational efficiencies and driving continuous improvement, reinforcing a culture where every individual's input is valued and impactful.

Through such initiatives, JS Investments continues to strengthen its organizational culture, empower its people, and build a resilient and future-ready workforce committed to collective success.

In addition to fostering professional growth, we also emphasize building personal connections and expressing appreciation for our team members. In celebration of International Women's Day, we honored the women of our organization through thoughtful gestures, distributing small gifts as tokens of recognition and gratitude for their ongoing contributions to the workplace and the community.



Sports have long served as a powerful unifying force, and at JS Investments, we actively harness this potential to foster camaraderie, teamwork, and a healthy competitive spirit among our teams. In 2024, a friendly yet spirited cricket match was organized between JS Investments, JS Global, and other JS Group entities. This event not only showcased the athletic enthusiasm and competitive drive of our employees but also reinforced the core values of teamwork, collaboration, and mutual respect that are central to our corporate culture. Such initiatives extend beyond recreation—they cultivate stronger interpersonal relationships, enhance cross-functional cooperation, and contribute to building a cohesive organizational environment.



Another proud moment during the year was the celebration of a landmark achievement: surpassing the PKR 100 billion mark in Assets under Management (AUM). This significant milestone reflects the unwavering dedication, expertise, and collective effort of every member of the JS Investments family. The achievement was commemorated across the organization, providing an opportunity to reflect on our journey, celebrate our accomplishments, and express gratitude for the contributions of each employee. It served as both a recognition of past efforts and a motivation to strive for even greater success in the future.

As JS Investments continues its growth trajectory, internal events such as these remain integral to nurturing a positive, high-performance workplace culture. They not only strengthen bonds among employees but also inspire a shared sense of purpose and belonging. At JS Investments, we firmly believe that investing in our people is an investment in our future. By fostering a culture that values collaboration, recognition, and personal growth, we empower our teams to achieve new milestones and drive the Company's long-term success.



As part of its stakeholder engagement and brand-building efforts, JS Investments Limited actively participated in prestigious national platforms that recognize corporate excellence. During the year, various employees proudly represented the Company at high-profile award ceremonies, including the Best Corporate Report Awards by ICAP & ICMAP, the Digital Technology Awards by ICAP, Cambridge Islamic Funds Awards and the Pakistan Digital Awards. These participations not only reflect JSIL's commitment to transparency, innovation, and governance but also reinforce its strong industry presence and collaborative culture. Such recognitions serve as a testament to the collective efforts of our teams and the trust placed in us by our stakeholders.



Our leadership actively represented the organization at several key industry platforms, including the HerSTASH Wealth-Building and Financial Awareness Session at the Institute of Business Administration, the #NWCBreakfastCafe connecting women professionals, the 13th Islamic Finance Expo & Conference, and the Premier National Dates Exhibition and Families Festival held at Shah Abdul Latif University, Khairpur. We were also present at the Second International Islamic Capital Markets Conference & Expo, among other thought leadership forums. These engagements served as impactful opportunities to promote responsible investing, financial inclusion, and the importance of long-term wealth planning.



We deepened our outreach to future investors through targeted engagements at educational institutions. Financial awareness sessions were held at several leading universities, including Salim Habib University, Karachi School of Business and Leadership (KSBL), and MITE, where students were introduced to core investment concepts.



To complement classroom learning with real-world experience, we also sponsored stock trading leagues at SZABIST and ICAP, providing students hands-on exposure to market dynamics in a controlled environment.



Recognizing the power of digital communication, we launched a series of investor-focused webinars that covered a range of themes—from the fundamentals of investing and the global economic outlook to product-specific insights on JS Microfinance Sector Fund, JS Momentum Factor ETF, and Voluntary Pension Schemes (VPS). These sessions were designed to be accessible and informative, encouraging viewers to make smarter financial decisions.



To keep our investor base consistently informed, we introduced Wealth Watch—a monthly video series that delivers quick, relevant updates on macroeconomic trends, interest rates, inflation, and the equity market outlook. The format is conversational and accessible, helping investors stay informed without being overwhelmed.



Adding a creative and relatable touch to financial awareness, we also launched Toon Thursday, a lighthearted weekly series that used humor and satire to explain complex financial developments and investor behaviors. Through well-crafted visuals and timely messages, this initiative helped simplify financial concepts and connect with a broader audience in an engaging manner.



Together, these initiatives reflect our belief that empowering investors with knowledge is essential to building long-term trust and deepening market participation. As we continue to grow, investor education will remain a cornerstone of our mission to democratize access to investment solutions in Pakistan.

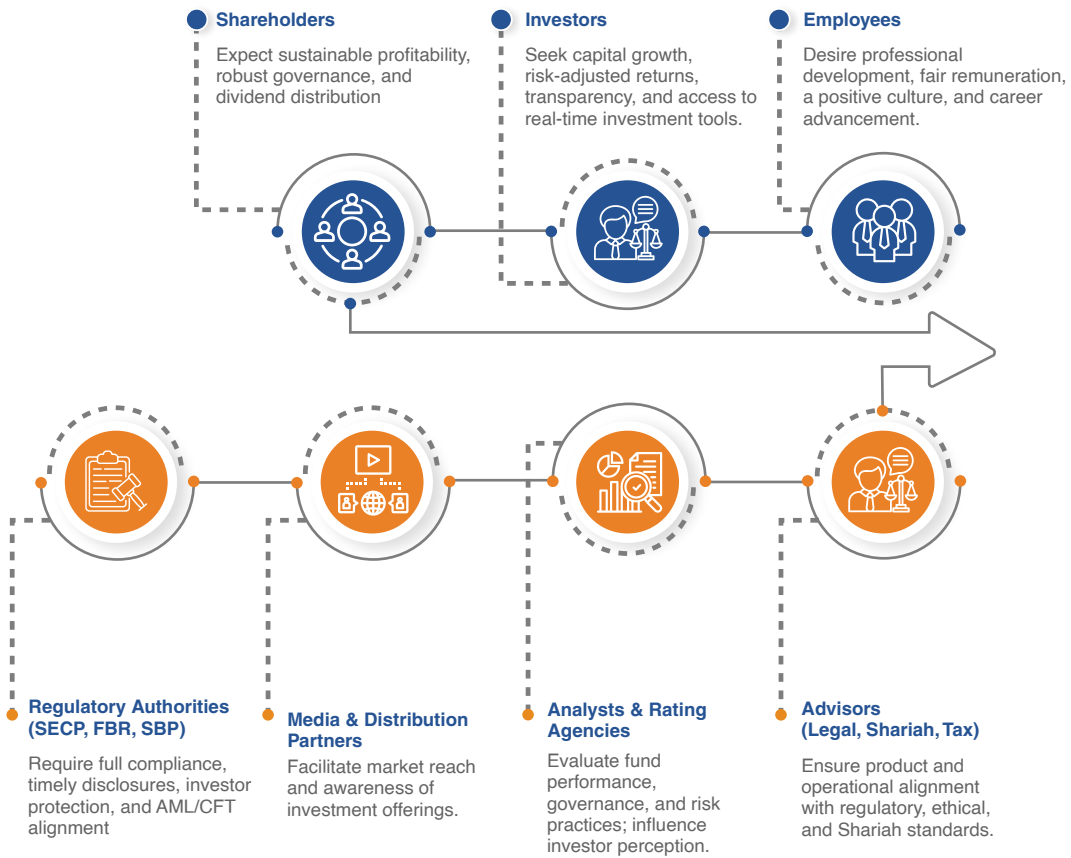
BUSINESS MODEL



BUSINESS MODEL

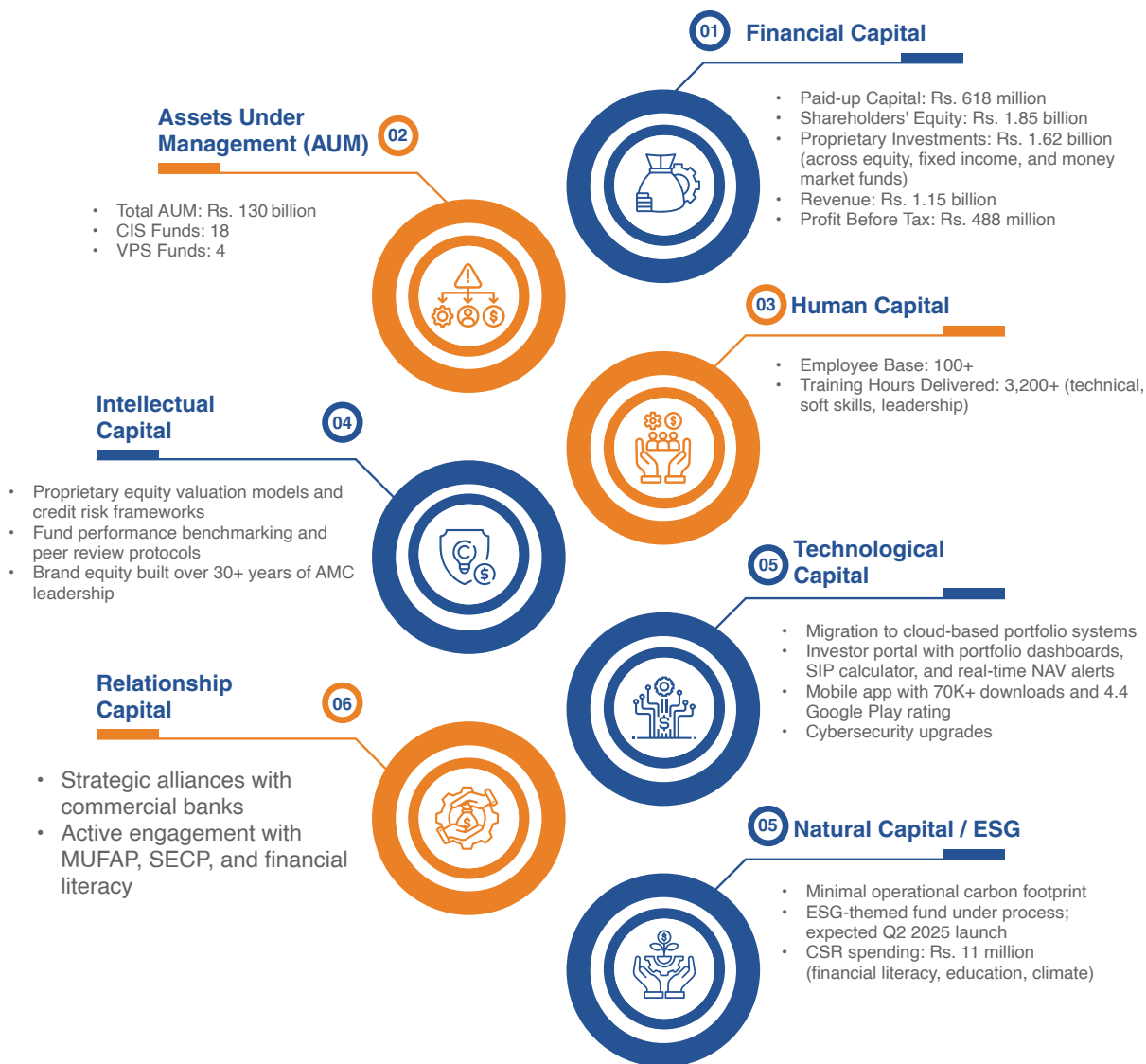
STAKEHOLDERS

JS Investments Limited's stakeholder engagement is guided by transparency, mutual trust, and shared value creation. Each stakeholder group is engaged through structured forums, reporting channels, and relationship management strategies.



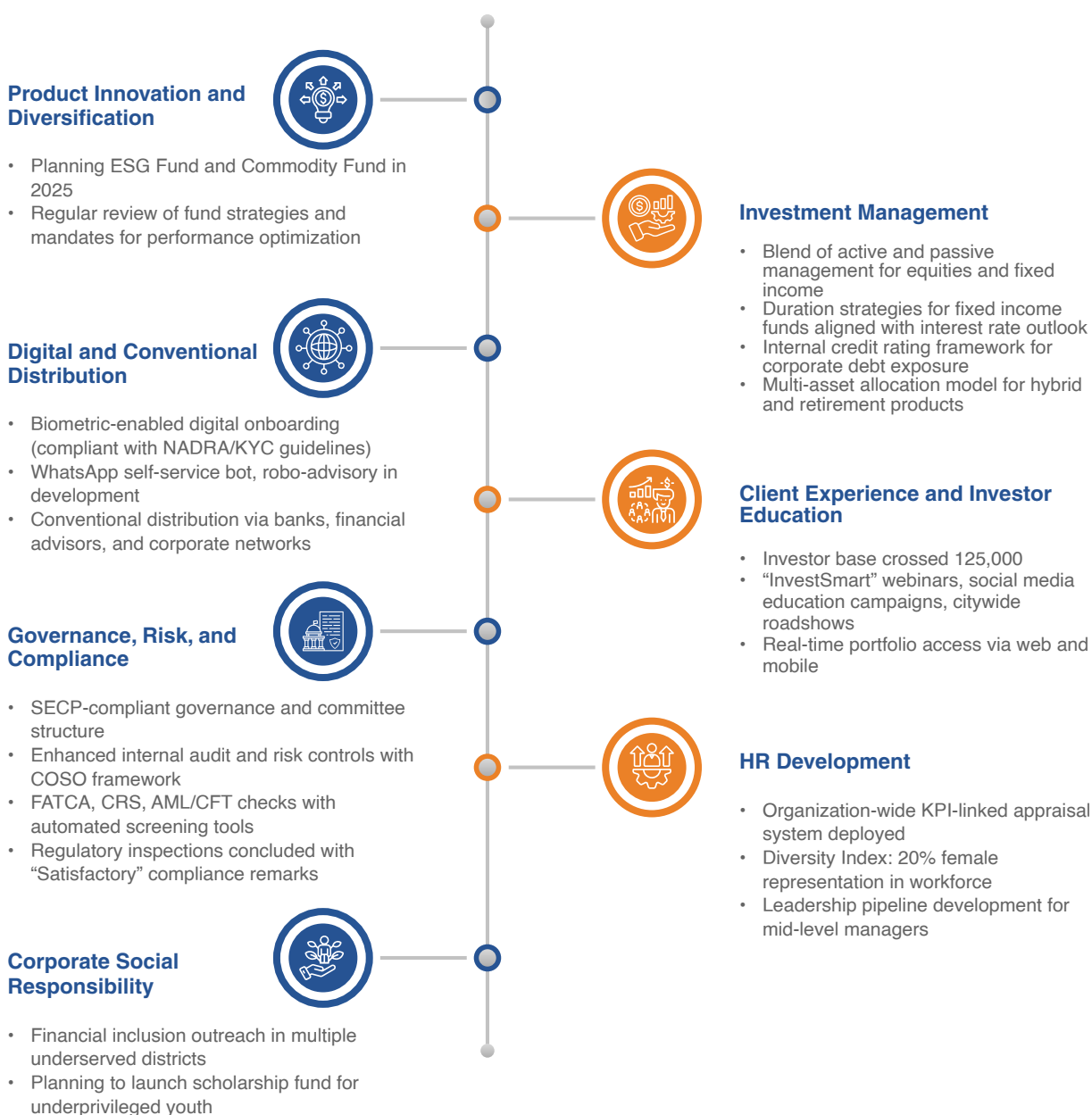
INPUTS

Our business model is driven by a diverse range of strategic inputs including financial capital, human expertise, technological infrastructure, and stakeholder relationships, which collectively enable us to create sustainable value.



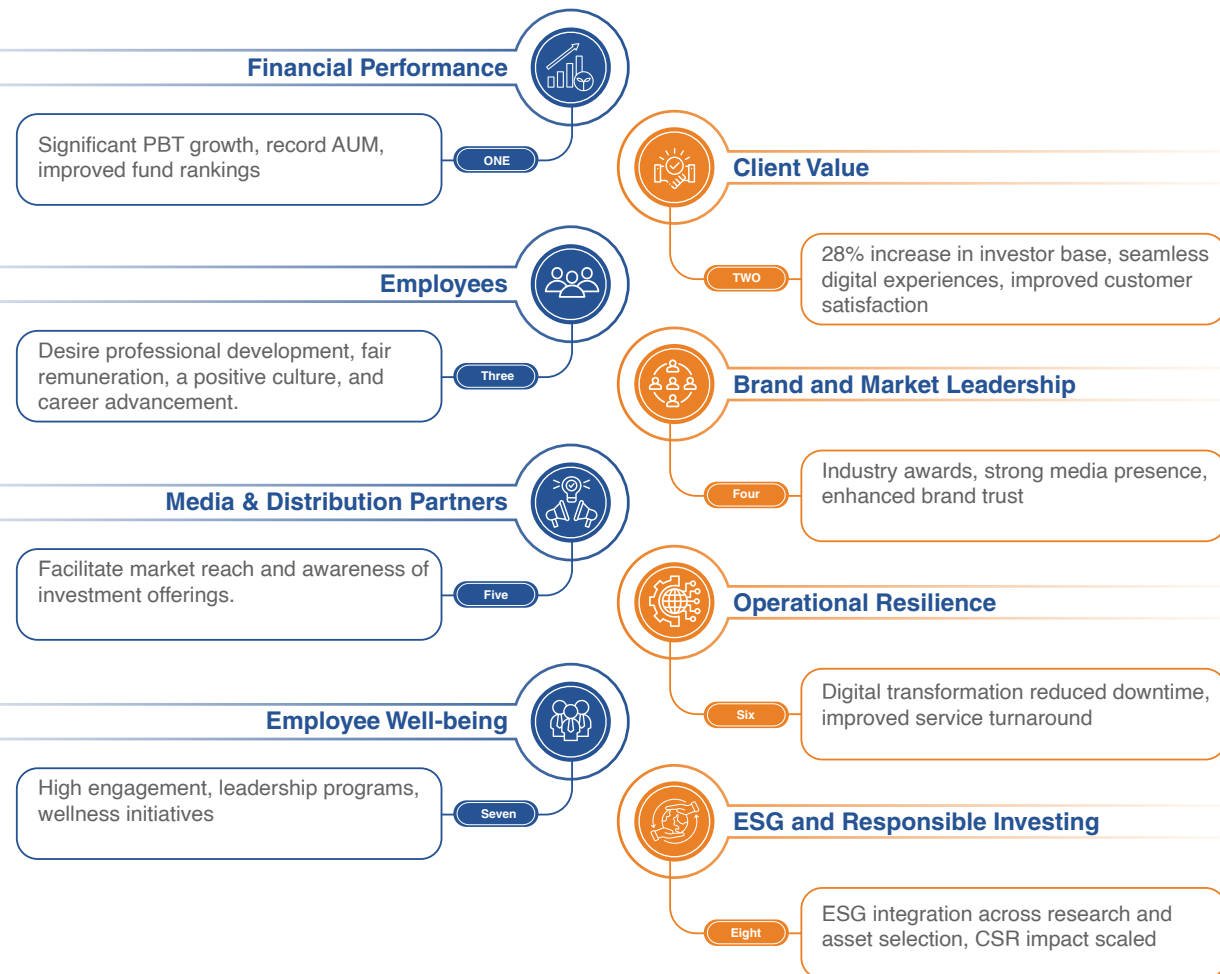
BUSINESS ACTIVITY

JSIL transforms its core inputs into long-term value through the following high-impact business activities:



OUTCOMES

The outcomes of our business strategy are aligned with sustainable financial success, stakeholder value, and positive social impact:



CONCLUSION

JS Investments' business model in 2024 exemplifies agility, resilience, and a relentless focus on investor outcomes. With a balanced approach to financial performance, digital transformation, ESG adoption, and stakeholder engagement, JSIL is strongly positioned to shape the future of investment management in Pakistan and beyond. Our value creation will continue to be powered by innovation, governance, and a culture of fiduciary responsibility.

EXCELLENCE IN CORPORATE REPORTING

This section highlights JS Investments Limited's commitment to transparency, accountability, and high-quality corporate reporting by aligning with the Integrated Reporting (IR) Framework and the Best Corporate Report Criteria 2024 (ICAP & ICMAP). It demonstrates how JSIL integrates both financial and non-financial information to present a holistic view of value creation, sustainability, and governance. The Company's voluntary adoption of integrated reporting principles reflects its structured focus on materiality, stakeholder engagement, and long-term impact, reinforcing its leadership in responsible disclosure and compliance with evolving regulatory and stakeholder expectations.



BOARD'S RESPONSIBILITY STATEMENT ON FULL COMPLIANCE OF FINANCIAL ACCOUNTING

JS Investments Limited (JSIL) upholds a robust and continuously evolving internal financial control environment, underpinned by innovation, diligence, and a strong compliance culture. Our internal audit and compliance functions rigorously evaluate the design, implementation, and effectiveness of the Company's financial controls. This vigilant approach ensures that all processes align with the highest standards of accuracy, transparency, and accountability.

Following a thorough review and assessment process, the Board of Directors affirms that the financial statements have been prepared in strict compliance with the International Financial Reporting Standards (IFRS) as applicable in Pakistan. Where applicable, any deviations from these standards are fully disclosed with detailed explanations to ensure complete transparency. The Board further confirms that appropriate accounting policies have been consistently applied, and accounting estimates are based on reasonable and prudent judgments. The integrity of the financial statements reflects the Board's unwavering commitment to high-quality financial reporting and governance.

ADOPTION OF INTEGRATED FINANCIAL REPORTING FRAMEWORK

JS Investments Limited is proud to have adopted the International Integrated Reporting (IR) Framework, a significant milestone reflecting our dedication to enhanced transparency, sustainability, and stakeholder engagement. The Annual Report 2024 embodies this commitment, offering a comprehensive narrative that integrates our financial and non-financial performance, strategic direction, and long-term value creation process.

Purpose of Adopting the IR Framework

The decision to adopt the IR Framework was guided by our vision to provide a holistic and meaningful account of our business. Integrated reporting goes beyond traditional financial disclosure by incorporating strategic, operational, governance, environmental, and social dimensions of performance.

- **Enhanced Transparency**
By applying the IR Framework, JSIL has broadened the scope of its reporting to include both financial and non-financial drivers of value. This comprehensive disclosure enhances transparency and provides stakeholders with deeper insights into the factors influencing our sustainability and success.
- **Effective Stakeholder Communication**
The IR Framework allows us to engage more effectively with a wide range of stakeholders, including investors, employees, customers, suppliers, regulators, and the communities in which we operate. By presenting a clear and cohesive narrative of how we create, preserve, and deliver value, we empower stakeholders to make informed assessments of our performance and prospects.
- **Informed Decision-Making**
The integrated reporting approach provides our leadership and stakeholders with a holistic view of the Company's operations, risks, opportunities, and strategic direction. By considering Environmental, Social, and Governance (ESG) factors alongside financial performance, JSIL strengthens its capacity for informed decision-making aligned with long-term objectives.

Key Components of Integrated Reporting

- **Fundamental Concepts**

Our adoption of the IR Framework is anchored in its core concepts, particularly the interconnectedness of the financial and non-financial elements that impact our ability to generate sustainable value. This includes a focus on value creation over time, the importance of stakeholder relationships, and the consideration of capitals beyond financial capital.

- **Content Elements**

The Annual Report 2024 includes comprehensive disclosures across all content elements outlined in the IR Framework. These encompass the organizational overview, external environment, governance, business model, risks and opportunities, strategy and resource allocation, performance, and the outlook for the future.

- **Guiding Principles**

Our reporting adheres to the IR Framework's guiding principles, which ensure that the report is strategic and future-oriented, demonstrates connectivity of information, addresses material issues, is concise yet comprehensive, reliable, complete, and consistent over time, allowing for comparability.

Benefits Realized Through Integrated Reporting

- **Enhanced Stakeholder Engagement**

Integrated reporting has strengthened our engagement with stakeholders by offering a well-rounded view of the Company's operations, performance, and value creation strategy. This approach has fostered deeper trust and stronger relationships with all stakeholders.

- **Focus on Long-Term Value Creation**

By embracing integrated thinking, JSIL has embedded long-term value creation into its decision-making processes. The inclusion of ESG considerations ensures that the Company is not only financially sustainable but also socially and environmentally responsible.

- **Improved Risk Management**

The IR Framework supports enhanced risk management by facilitating the identification and disclosure of material risks and opportunities. This proactive approach improves the Company's resilience and its ability to respond effectively to an ever-evolving operating environment.

The adoption of the International Integrated Reporting Framework represents a significant evolution in JS Investments Limited's corporate reporting approach. It underscores our unwavering commitment to transparency, responsible business practices, and the pursuit of sustainable growth. Through integrated reporting, JSIL is not only delivering a comprehensive account of its performance but also reinforcing its accountability to stakeholders and its role in creating a positive impact within the industry and the broader community.

SHAREHOLDERS' INFORMATION

This section provides key shareholder-related disclosures of JS Investments Limited, ensuring transparency and compliance with regulatory requirements. It includes the Pattern of Shareholding, highlighting the Company's ownership structure, as well as the Notice of the Annual General Meeting (AGM), enabling shareholders to participate in corporate decision-making. The section also contains the Form of Proxy to facilitate shareholder voting at the AGM, reinforcing JSIL's commitment to good governance, shareholder rights, and inclusive participation in the Company's affairs.

PATTREN OF SHAREHOLDING

As of December 31, 2024

| Name of shareholder | Shareholders | Number of shares | Per % |
|---|--------------|-------------------|---------------|
| Directors, Chief Executive Officer and their spouse(s) and minor children | | | |
| MR. SULEMAN LALANI | 1 | 2 | 0.00 |
| MR. FAROOQ AHMED MALIK | 1 | 500 | 0.00 |
| MR. HASAN SHAHID | 2 | 1,001 | 0.00 |
| MS. AISHA FARIEL SALAHUDDIN | 1 | 500 | 0.00 |
| MS. IFFAT ZEHRA MANKANI | 1 | 500 | 0.00 |
| MS. MEDIHA KAMAL AFSAR | 1 | 500 | 0.00 |
| MIRZA MUHAMMAD SADEED HASSAN BARLAS | 1 | 500 | 0.00 |
| Associated companies, undertakings and related parties | | | |
| J S BANK LIMITED | 1 | 52,236,978 | 84.56 |
| JAHANGIR SIDDIQUI & SONS LIMITED | 1 | 5 | 0.00 |
| Executives | 2 | 1,001 | 0.00 |
| Banks, Development Finance Institutions, Non-Banking Financial Institution | 1 | 19 | 0.00 |
| Modarabas and Mutual Funds | 2 | 3,653,500 | 5.91 |
| General Public Local | 1331 | 4,633,490 | 7.50 |
| Others | 31 | 1,245,760 | 2.02 |
| Total | 1377 | 61,774,256 | 100.00 |

| Name of shareholder | | Number of shares | Per % |
|---------------------|---|------------------|-------|
| JS BANK LIMITED | 1 | 52,236,978 | 84.56 |

| Particulars | | Number of shares | Per % |
|--|-------------|-------------------|------------|
| Directors, Chief Executive Officer and their spouse(s) and minor children | 8 | 3,503 | 0.01 |
| Associated companies, undertakings and related parties | | 52,236,983 | 84.56 |
| Executives | 2 | | |
| Banks, Development Finance Institutions, Non-Banking Financial Institution | 2 | 1,001 | 0.00 |
| | 1 | 19 | 0.00 |
| Modarabas and Mutual Funds | 2 | 3,653,500 | 5.91 |
| General Public Local | 1331 | 4,633,490 | 7.50 |
| Others | 31 | 1,245,760 | 2.02 |
| Total | 1377 | 61,774,256 | 100 |

PATTREN OF SHAREHOLDING

| # Of Shareholders | Shareholdings'Slab | | | Total Shares Held |
|-------------------|--------------------|----|------------|-------------------|
| 497 | 1 | to | 100 | 7,658 |
| 473 | 101 | to | 500 | 209,564 |
| 138 | 501 | to | 1,000 | 131,214 |
| 169 | 1,001 | to | 5,000 | 444,846 |
| 44 | 5,001 | to | 10,000 | 339,326 |
| 11 | 10,001 | to | 15,000 | 150,005 |
| 12 | 15,001 | to | 20,000 | 233,405 |
| 2 | 20,001 | to | 25,000 | 45,500 |
| 3 | 30,001 | to | 35,000 | 96,000 |
| 1 | 35,001 | to | 40,000 | 36,000 |
| 2 | 45,001 | to | 50,000 | 99,800 |
| 2 | 50,001 | to | 55,000 | 109,859 |
| 1 | 55,001 | to | 60,000 | 60,000 |
| 2 | 70,001 | to | 75,000 | 144,822 |
| 3 | 95,001 | to | 100,000 | 297,168 |
| 2 | 110,001 | to | 115,000 | 225,100 |
| 2 | 125,001 | to | 130,000 | 256,129 |
| 1 | 140,001 | to | 145,000 | 143,029 |
| 1 | 170,001 | to | 175,000 | 171,500 |
| 1 | 180,001 | to | 185,000 | 184,559 |
| 1 | 200,001 | to | 205,000 | 202,000 |
| 1 | 245,001 | to | 250,000 | 250,000 |
| 1 | 265,001 | to | 270,000 | 269,887 |
| 1 | 295,001 | to | 300,000 | 300,000 |
| 1 | 330,001 | to | 335,000 | 334,407 |
| 1 | 475,001 | to | 480,000 | 480,000 |
| 1 | 660,001 | to | 665,000 | 662,000 |
| 1 | 1,130,001 | to | 1,135,000 | 1,133,500 |
| 1 | 2,515,001 | to | 2,520,000 | 2,520,000 |
| 1 | 52,235,001 | to | 52,240,000 | 52,236,978 |
| 1377 | | | | 61,774,256 |

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **Thirtieth (30th) Annual General Meeting** of the members of **JS Investments Limited**, (the “Company”) will be held at **10:30 a.m. on Thursday, April 10, 2025**, at 15th Floor, The Centre, Saddar, Karachi, by physical presence, as well as via Zoom video-conferencing, to transact the following business.

Ordinary Business:

1. To receive, consider, and adopt the audited financial statements of the Company for the year ended December 31, 2024, together with the Directors' and Auditors' reports thereon and Chairman's Review Report.
2. To appoint Auditors of the Company and fix their remuneration. The members are hereby notified that the Audit Committee and the Board of Directors have recommended the re-appointment of retiring auditors, Messrs KPMG Taseer Hadi & Co., Chartered Accountants, who being eligible, offer themselves for re-appointment

Special Business:

3. To ratify and approve balances and the transactions carried out by the Company and the Collective Investment Schemes (Funds) under its management in the ordinary course of business on an arm's length basis with JS Bank Limited (Related Party) as at and during the financial year ended December 31, 2024, under the authority of the special resolution passed by the members in the last annual general meeting held on April 18, 2024.
4. To authorize the Chief Executive of the Company to approve all transactions carried out or to be carried out with Related Parties in the ordinary course of business on an arm's length basis till the next Annual General Meeting.

Attached to this Notice is a statement of material facts in relation to the aforesaid special business, as required under Section 134(3) of the Companies Act, 2017. The said statement also contains the text of the special resolutions to be passed in this regard. The notice of the meeting as well as the statement has also been placed on the Company's website www.jsil.com

By order of the Board

Karachi: March 19, 2025

Muhammad Khawar Iqbal
COO & Company Secretary

NOTES:

1. The Company, in accordance with Section 223(7) of the Companies Act 2017, has placed the Audited Financial Statements for the year ended December 31, 2024, along with the Auditors' and Directors' Reports thereon and Chairman's Review Report on its website www.jsil.com
2. The Share Transfer Books of the Company shall remain closed from April 04, 2025, to April 10, 2025 (both days inclusive) for determining shareholders for attending and voting at the General Meeting.
3. Physical transfers and deposit requests under Central Depository System received at the close of business on April 3, 2025 by the Company's Registrar i.e. CDC Share Registrar Services Limited, CDC House, 99 – B, Block 'B', S.M.C.H.S., Main Shahrah-e-Faisal Karachi will be treated in time for the purpose of attending and voting at the meeting.
4. A member of the Company entitled to attend and vote may appoint another member as his/her proxy to attend and vote instead of him/her. The form of Proxies is enclosed in English and Urdu. Proxies must be received at the Registered Office of the Company not less than 48 hours before the time of the meeting.
5. Beneficial owners of the shares registered in the name of Central Depository Company of Pakistan Limited (CDC) and/or their proxies will have to follow the following guidelines as laid down by the Securities and Exchange Commission of Pakistan:

A. PARTICIPATION IN THE 30TH ANNUAL GENERAL MEETING (AGM) PROCEEDINGS VIA VIDEO LINK

- a) In the light of the clarification issued by the Securities and Exchange Commission of Pakistan for ensuring the participation of members in a general meeting through electronic means as a regular feature the Company has also provided the facility for attending the meeting via video link to its shareholders.
- b) In this regard, the shareholders who are interested to participate in the meeting through the video link are requested to email the following information with the subject "Registration for AGM of JSIL" at the email address "shareholders@jsil.com". Zoom link will be shared with only those shareholders from whom all required particulars are received at the given email address not less than 48 hours before the time of holding the AGM. The shareholders can also provide their comments and questions relating to agenda items of the AGM on email at shareholders@jsil.com

| Sr. No. | Name | Folio/CDS Account Number | CNIC No. | Mobile Number | Email Address |
|---------|------|--------------------------|----------|---------------|---------------|
| | | | | | |

- c) The members who intend to attend and participate physically in the AGM of the Company will be allowed to participate. The Company will follow the best practices and comply with all applicable laws for the benefit of all members wishing to participate in the meeting through any mode or medium.
- d) In the case of Individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by showing his/her original CNIC or original Passport along with Participant ID number and the account number at the time of attending the Meeting..

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

B. FOR APPOINTING PROXIES

- a) In the case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations shall submit the proxy form as per the above requirements.
- b) The proxy form shall be witnessed by two persons, whose names, addresses, and CNIC numbers shall be mentioned on the form.
- c) Attested copies of the Computerized National Identity Card (CNIC) or the passport of beneficial owners and the proxy shall be furnished with the proxy form
- d) The proxy shall produce his original CNIC or original passport at the time of the meeting
- e) In the case of a corporate entity, the Board's resolution/power of attorney with specimen signature shall be furnished (unless it has been provided earlier) along with proxy form to the Company

C. APPLICABILITY OF POSTAL BALLOT REGULATIONS

Procedure for E-Voting

- a) In accordance with the Companies (Postal Ballot) Regulations 2018, for the purpose of approval of any special agenda item at the AGM, members will be allowed to exercise their vote through postal ballot i.e., by post or e-voting, in the manner and subject to conditions contained in the Companies (Postal Ballot) Regulations, 2018.
- b) Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business on April 03, 2025.
- c) The web address, login details, and password, will be communicated to members via email. The security codes will be communicated to members through SMS from the web portal of CDC Share Registrar Services Limited (being the e-voting service provider).
- d) Identity of the Members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.
- e) Members shall cast vote online at any time from April 07, 2025, 9:00 am to April 09, 2025. Voting shall close on April 09, 2025, at 5:00 pm. Once the vote on the resolution is cast by a Member, he/she shall not be allowed to change it subsequently.

Procedure for Voting Through Postal Ballot

- a) Pursuant to Companies (Postal Ballot) Regulations 2018 ("Regulations, 2018"), for the purpose of election of directors and for any other agenda item subject to the requirements of Section 143 and 144 of the Companies Act, 2017, members will be allowed to exercise their right of vote through postal ballot, that is voting by post, in accordance with the requirements and procedure contained in the aforesaid Regulations.

- b) The members shall ensure that the duly filled and signed ballot paper, along with a copy of the Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through the post at the Company's registered address, 19th floor, The Centre, Plot No. 28, SB-5, Abdullah Haroon Road, Karachi, or email at chairman@jsil.com one day before the AGM on April 09, 2025, during working hours. The signature on the Ballot Paper shall match with signature on the CNIC.
- c) Shareholders are requested to notify immediately of any change in their address to the Company's share registrar
6. Computerized National Identity Card ("CNIC") Shareholders are requested to provide immediately if not already provided, a copy of their valid CNIC to the Company's Independent Share Registrar, M/s. CDC Share Registrar Services Limited, CDC House, 99-B, Block "B", S.M.C.H.S, Main Shakra-e-Faisal, Karachi. A legible scanned copy of the same can also be forwarded at shareholders@jsil.com along with the folio number and updated address for correspondence.
7. Payment of cash dividend through electronic mode: The provisions of Section 242 of the Companies Act, 2017, provides that any cash dividend declared by a listed company must be paid through electronic mode directly into the bank account designated by the entitled shareholder. Accordingly, the shareholders of the Company are requested to provide an electronic dividend mandate on E-Dividend Form available on the Company's website (www.jsil.com) enabling the Company to credit their future cash dividends, if any, directly to their designated bank accounts.
8. Unclaimed Dividend and Bonus Shares: Shareholders, who for any reason, could not claim their dividend or bonus shares or did not collect their physical share, if any, are advised to contact our Share Registrar M/s CDC Share Registrar Services Limited, to collect/enquire about their unclaimed dividend or pending shares, if any.

In compliance with Section 244 of the Companies Act, 2017, after having completed the stipulated procedure, all such dividends and shares outstanding for a period of 3 years or more from the date due and payable shall be deposited to the credit of the Federal Government in case of unclaimed dividend and in case of shares, shall be delivered to the SECP.

9. In accordance with SRO No. 389(I)/2023, issued by the Securities and Exchange Commission of Pakistan on March 21, 2023, listed companies are permitted to disseminate their Annual Audited Financial Statements, including the Annual Balance Sheet, Profit or Loss Account, Auditor's Report, and Directors' Report to members through a QR-enabled code and web link.

Pursuant to shareholders' approval, the Company's Annual Audited Financial Statements for the year ended December 31, 2024, are being made available to members through the following QR-enabled code and web link:



<https://jsil.com/all-downloads/company-financial-statements/>

Additionally, members who have provided their email addresses will receive the statements electronically. A hard copy of the Annual Report will be provided upon request.

For the convenience of its Shareholders, the Company has placed a Standard Request Form on the Company's website (www.jsil.com), so that the members may use it to communicate their e-mail address for electronic transmission of the Annual Audited Financial Statement and Notice thereon. Please ensure that your email account has sufficient rights and space available to receive such an email that may be greater than One (1) MB in size.

STATEMENT OF MATERIAL FACTS CONCERNING SPECIAL BUSINESS PURSUANT TO SECTION 134(3) OF THE COMPANIES ACT, 2017

This statement sets out the material facts concerning the Special Business proposed to be transacted at the annual general meeting.

Agenda Item No. 3 of the Notice – Ratification / Approval of Transactions carried out with related parties during the year ended December 31, 2024.

The Company and Funds under its management carried out transactions as detailed in the below resolution with JS Bank Limited in the ordinary course of business on an arm's length basis and under the authority of the special resolution of the members as approved by them during the last annual general meeting held on April 18, 2024. All such transactions and balances appearing in the balance sheet are presented before the Board of Directors for their review and consideration on the recommendation of the Audit Committee on a quarterly basis pursuant to Clause 15 of Listed Companies (Code of Corporate Governance) Regulations, 2019 and Regulation 5 of Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018.

However, since the majority of the Company's Directors were considered interested in the transactions carried out with JS Bank Limited and BankIslami Pakistan Limited, as mentioned in the below resolution, therefore, these transactions conducted by the Company and Funds under its management with JS Bank Limited and BankIslami Pakistan Limited.

Transactions with JS Bank Limited

| Entity | Amount in Rupees | | | |
|------------------------|---------------------|----------------------------|------------------|-----------|
| | Management Fee Paid | Profit On Savings accounts | Bank charges | Rent Paid |
| | 6,127,775 | 5,211,214 | 1,030,361 | 6,590,691 |
| JS Investments Limited | Bank Balance | Rent Receivable | Other Receivable | |
| | 39,057,492 | 2,409,149 | 1,465,064 | |

| Funds | Bank Balance/TDR | Markup income | Markup receivable | |
|---|------------------|---------------|-------------------|------------|
| UNIT TRUST OF PAKISTAN | 6,127,775 | 125,955,381 | 12,514,764 | 4,513,956 |
| JS ISLAMIC FUND | | 1,765,427 | - | - |
| JS INCOME FUND | | 136,502,815 | 6,493,784 | 302 |
| JS LARGE CAP. FUND | | 227,105,672 | 16,461,842 | 4,665,188 |
| JS FUND OF FUNDS | | 18,627,820 | 3,319,123 | 775,559 |
| JS GROWTH FUND | | 351,061,220 | 23,493,280 | 8,279,523 |
| JS-PENSION SAVINGS FUND-EQUITY SUB-FUND | | 13,196 | 61,260 | 17,655 |
| JS---PENSION SAVINGS FUND-MONEY MARKET SUB-FUND | | 126,618 | 10,445 | 4,738 |
| JS CASH FUND | | 82,283,986 | 6,253,384 | 3,097,722 |
| JS ISLAMIC INCOME FUND | | 4,270,509 | - | - |
| JS FIXED TERM MUNAFA FUND - PLAN 1 | | 36,189,583 | 2,973,158 | 2,973,233 |
| JS FIXED TERM MUNAFA FUND - PLAN 7 | | 22,660,950 | 4,314,946 | 4,314,858 |
| JS FIXED TERM MUNAFA FUND - PLAN 8 | | 3,742,844 | 53,275,884 | 30,101,482 |
| JS FIXED TERM MUNAFA FUND - PLAN 10 | | 43,867,612 | 8,292,508 | 8,292,511 |
| JS FIXED TERM MUNAFA FUND - PLAN 11 | | 76,244,876 | 8,406,556 | 8,406,582 |
| JS FIXED TERM MUNAFA FUND - PLAN 12 | | 27,826,252 | 2,646,007 | 2,646,033 |
| JS MOMENTUM FACTOR- EXCHANGE TRADED FUND | | 6,142,364 | 1,318,290 | 614,163 |
| JS MICROFINANCE SECTOR FUND | | 213,515,373 | 9,032,234 | 2,980,506 |
| JS MOTION PICTURE FUND | | 1,089,169 | 103,113 | - |
| JS RENTAL REIT | | 4,272,912 | 963,196 | - |
| Total: | | 1,383,264,578 | 159,933,773 | 81,684,011 |

Transactions with BankIslami Pakistan Limited

| Amount in Rupees | | | |
|------------------------|--------------------------|---------------------------|--------------|
| Entity | Running Finance Facility | Markup on Running Finance | Bank charges |
| JS Investments Limited | 900,000,000 | 1,621,721 | 573,399 |
| | Bank Balance | Rent Receivable | |
| | 39,057,492 | 2,409,149 | |

| Funds | Bank Balance/TDR | Markup income | Markup receivable | Bank Charges deducted |
|---|------------------|---------------|-------------------|-----------------------|
| JS LARGE CAP. FUND | 26,342 | 26,342 | 2,332 | - |
| JS FUND OF FUNDS | 11,123 | 11,123 | 1,256 | - |
| JS GROWTH FUND | 86,920 | 86,920 | 4,837 | - |
| JS PENSION SAVINGS FUND-MONEY MARKET SUB-FUND | 3,226 | 3,226 | 150 | - |
| JS ISLAMIC PENSION SAVINGS FUND-EQUITY SUB FUND | 52,967 | 52,967 | 4,690 | - |
| JS ISLAMIC INCOME FUND | 26,416,913 | 26,416,913 | 3,043,966 | - |
| JS ISLAMIC MONEY MARKET FUND | 19,703,747 | 19,703,747 | 3,827,774 | - |
| JS ISLAMIC FUND | 71,384 | 71,384 | 1,556 | - |
| JS ISLAMIC PREMIUM FUND | 1,004,003 | 1,004,003 | 3,088,857 | 7,355 |
| JS INCOME FUND | 45,843 | 45,843 | 1,302 | - |
| Total | 47,422,468 | 9,976,720 | 1,443,775 | 7,355 |

The following resolution is proposed to be passed as Special Resolution with or without any modification

“Resolved that the transactions carried out by the Company and Funds under its management in the ordinary course of business with JS Bank Limited and BankIslami Pakistan Limited during the financial year ended December 31, 2024, be and are hereby ratified, approved and confirmed.

Agenda Item No. 4 of the Notice – Authorization to the Chief Executive Officer for the approval of transactions carried out and to be carried out with JS Bank Limited and BankIslami Pakistan Limited (related parties) till the next Annual General Meeting.

The Company and funds under its management shall continue to carry out transactions with JS Bank Limited and BankIslami Pakistan Limited in the ordinary course of business on an arm's length basis till the next Annual General Meeting. Such transactions shall be 'routine' in nature and shall not involve any material or special deals or arrangements.

As our majority of the Directors of JSIL are considered interested in these transactions, therefore, these transactions with JS Bank Limited and BankIslami Pakistan Limited (as a related parties) have to be approved by the shareholders in terms of Section 208 of the Companies Act, 2017, Clause 15 of Listed Companies (Code of Corporate Governance) Regulations, 2019 and Regulation 5 of Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018.

In order to ensure smooth business operations, the shareholders may authorize the Chief Executive Officer to approve routine transactions to be carried out in the ordinary course of business on arm's length basis with related parties as mentioned in the following special resolutions (with or without modifications) till next Annual General Meeting. However, these transactions shall be placed before the shareholders in the next AGM for their approval/ratification. Such a proposal has been cleared by the Audit Committee of JSIL.

“Resolved that the Chief Executive Officer of the Company be and is hereby authorized to approve transactions to be carried out with JS Bank Limited and BankIslami Pakistan Limited in the ordinary course of business on arm’s length basis till the next Annual General Meeting.

Further Resolved that these transactions shall be placed before the shareholders in the next Annual General Meeting for ratification/approval.”

The Interest of Directors:

The majority of the Directors are either employees of JS Bank Limited and BankIslami Pakistan Limited or are interested in the extent of their shareholding in the Company. The Chief Executive Officer of the Company is also a director of BankIslami Pakistan Limited, whereas the Chairman of the Company is also an director of BankIslami Pakistan Limited as well as the Group President of JS Group.

نوٹس کا ایجنڈا آئٹم نمبر 4 - چیف ایگزیکٹو آفیسر کو اگلے سالانہ اجلاس عام تک بے ایس بینک لمیٹڈ اور بینک اسلامی پاکستان لمیٹڈ (متعلقہ پارٹی) کے ساتھ کئے گئے اور کئے جانے والے لین دین یا ٹرانزیکشنز کی منظوری دینے کا اختیار دینا۔

کمپنی اور اس کے زیر انتظام فنڈز کو اگلے سالانہ اجلاس عام تک بے ایس بینک لمیٹڈ اور بینک اسلامی پاکستان لمیٹڈ کے ساتھ کاروبار و عمومی طریقہ کار کے مطابق محتاط انداز سے انجام دینا جاری رکھیں گے۔ یہ ٹرانزیکشنز معمولات کے مطابق ہیں جن میں کوئی مادی یا خصوصی سودے یا انتظامات شامل نہیں۔ جیسا کہ ہمارے JSIL کے ڈائریکٹرز کی اکثریت ان لین دین میں دلچسپی رکھنے کو زیر غور لائے ہیں، لہذا بے ایس بینک لمیٹڈ اور بینک اسلامی پاکستان لمیٹڈ (متعلقہ پارٹیز کے طور پر) کے ساتھ ان ٹرانزیکشنز کو کمپنیز ایکٹ 2017 کے سیکشن 208، لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 کی شق 15 اور کمپنیز (ریگولیشنز) پارٹی ٹرانزیکشنز اینڈ مینیجمنٹ آف ریگولیشنز 2018 کی ریگولیشن 5 کے تحت شیئر ہولڈرز سے منظور کرانا ہوگا۔

کاروباری عمل کو روانی کے ساتھ جاری رکھنے کیلئے شیئر ہولڈرز چیف ایگزیکٹو کو متعلقہ پارٹیز کے کاروبار کو اگلے سالانہ اجلاس عام تک محفوظ طریقے سے انجام دینے کی منظوری کا مجاز قرار دے سکتے ہیں، جیسا کہ درج ذیل قرارداد (ترمیم کے ساتھ یا بلا ترمیم) میں موجود ہے۔ تاہم ان ٹرانزیکشنز کو اگلے سالانہ اجلاس عام میں شیئر ہولڈرز کے سامنے ان کی منظوری / تصدیق کیلئے پیش کرنا ہوگا۔ اس تجویز پر بے ایس آئی ایل کی آڈٹ کمیٹی نے اجازت دے رکھی ہے۔

"طے پایا کہ کمپنی کے چیف ایگزیکٹو آفیسر کو بے ایس انوسٹمنٹس لمیٹڈ اور بینک اسلامی پاکستان لمیٹڈ کے ساتھ آئندہ سالانہ اجلاس عام تک عام کاروبار کے عمومی طریقہ کار کے مطابق محتاط طور پر ہونے والی ٹرانزیکشنز کی منظوری کا اختیار ہوگا۔ مزید طے پایا کہ یہ ٹرانزیکشنز حصص یافتگان کے سامنے توثیق / منظوری کے لیے اگلے سالانہ اجلاس عام میں رکھے جائیں گے۔"

ڈائریکٹرز کی دلچسپی

ڈائریکٹرز کی اکثریت یا تو بے ایس بینک لمیٹڈ اور بینک اسلامی پاکستان لمیٹڈ کے ملازمین ہیں یا پھر کمپنی میں اپنی شیئر ہولڈنگ کی حد تک دلچسپی رکھتے ہیں۔ کمپنی کے چیف ایگزیکٹو آفیسر بینک اسلامی پاکستان لمیٹڈ کے بھی ڈائریکٹر ہیں، جبکہ کمپنی کے چیئرمین بینک اسلامی پاکستان لمیٹڈ کے ڈائریکٹر کے ساتھ ساتھ بے ایس گروپ کے گروپ پریزیڈنٹ بھی ہیں۔

بینک اسلامی پاکستان لمیٹڈ کے ساتھ لین دین

| بینک چارجز | رنگ فنانس پر مارک آپ | جاری مالیاتی سہولت (رنگ فنانس) | ایٹمیٹی |
|------------|----------------------|----------------------------------|-------------------------|
| 573,399 | 1,621,721 | 900,000,000 | جے ایس انویسٹمنٹس لمیٹڈ |
| | دیگر واجب الادا | بینک بیلنس | |
| | 901,621,721 | 26,601 | |

| بینک چارجز میں کٹوتی | مارک آپ وصول طلب | مارک آپ آمدنی | بینک بیلنس / ٹی ڈی آر | فنڈز |
|----------------------|------------------|------------------|-----------------------|---------------------------------------|
| - | - | 2,332 | 26,342 | جے ایس لارج کیپ - فنڈ |
| - | - | 1,256 | 11,123 | جے ایس فنڈز آف فنڈز |
| - | - | 4,837 | 86,920 | جے ایس گروتھ فنڈ |
| - | 49 | 150 | 3,226 | جے ایس پینشن سیویٹنگ فنڈ - منی مارکیٹ |
| - | - | 4,690 | 52,967 | سب - فنڈ |
| - | - | 4,690 | 52,967 | جے ایس اسلامک پینشن سیویٹنگ |
| - | 141,462 | 3,043,966 | 26,416,913 | فنڈ - ایکویٹی سب - فنڈ |
| - | 1,299,652 | 3,827,774 | 19,703,747 | جے ایس اسلامک منی مارکیٹ فنڈ |
| - | - | 1,556 | 71,384 | جے ایس اسلامک فنڈ |
| 7,355 | 2,612 | 3,08,857 | 1,004,003 | جے ایس اسلامک پریئم فنڈ |
| - | - | 1,302 | 45,843 | جے ایس انکم فنڈ |
| 7,355 | 1,443,775 | 9,976,720 | 47,422,468 | |

کلینڈر سال ختم 31 دسمبر 2024 کے دوران شیئر ہولڈرز کے سامنے غور کرنے اور منظوری کے لیے پیش کیا جائے گا۔ متعلقہ پارٹی کے ساتھ یہ لین دین عمومی کاروباری کورس کے مطابق JSIL کی آڈٹ کمیٹی کی اجازت کے بعد موخر انداز میں کیا جا رہا ہے۔

مندرجہ ذیل قرارداد کو ترمیم یا بغیر کسی ترمیم کے ایک خصوصی قرارداد کے طور پر منظور کرنے کی تجویز دی ہے:

"طے پایا کہ کمپنی اور اس کے زیر انتظام فنڈز کے تحت مالی سال ختم 31 دسمبر 2024 کے دوران جے ایس بینک لمیٹڈ اور بینک اسلامی پاکستان لمیٹڈ کے ساتھ کی گئی لین دین یا ٹرانزیکشنز عمومی کاروباری کورس کے مطابق کی گئیں ان کی توثیق، منظوری اور تصدیق کی جاتی ہے۔"

جے ایس بینک لمیٹڈ کے ساتھ لین دین

| اداشدہ کرایہ | بینک چارجز | سیونگزا کاؤنٹ پر منافع | اداشدہ انتظامی فیس | بینیٹی |
|--------------|----------------|------------------------|--------------------|-------------------------|
| 6,590,691 | 1,030,361 | 5,211,214 | 6,127,775 | |
| | دیگر قابل وصول | کرایہ قابل وصول | بینک بیلنس | جے ایس انویسٹمنٹس لمیٹڈ |
| | 1,465,064 | 2,409,149 | 39,057,492 | |

| مارک آپ وصول طلب | مارک آپ آمدنی | بینک بیلنس / TDR | فونڈ/بینیٹی |
|-------------------|--------------------|----------------------|--|
| 4,513,956 | 12,514,764 | 125,955,381 | پونٹ ٹرسٹ آف پاکستان |
| - | - | 1,765,427 | جے ایس اسلامک فنڈ |
| 302 | 6,493,784 | 136,502,815 | جے ایس انکم فنڈ |
| 4,665,188 | 16,461,842 | 227,105,672 | جے ایس لارج کیپ فنڈ |
| 775,559 | 3,319,123 | 18,627,820 | جے ایس فنڈ آف فنڈز |
| 8,279,523 | 23,493,280 | 351,061,220 | جے ایس گروتھ فنڈ |
| 17,655 | 61,260 | 13,196 | جے ایس پینشن سیویٹنگز فنڈ - ایکویٹی سب-فنڈ |
| 4,738 | 10,445 | 126,618 | جے ایس پینشن سیویٹنگز فنڈ - مینی مارکیٹ سب-فنڈ |
| 3,097,722 | 6,253,384 | 82,283,986 | جے ایس کیش فنڈ |
| - | - | 4,270,509 | جے ایس اسلامک انکم فنڈ |
| 2,973,233 | 2,973,158 | 36,189,583 | جے ایس فکسڈ ٹرم منافع فنڈ - پلان 1 |
| 4,314,858 | 4,314,946 | 22,660,950 | جے ایس فکسڈ ٹرم منافع فنڈ - پلان 7 |
| 30,101,482 | 53,275,884 | 3,742,844 | جے ایس فکسڈ ٹرم منافع فنڈ - پلان 8 |
| 8,292,511 | 8,292,508 | 43,867,612 | جے ایس فکسڈ ٹرم منافع فنڈ - پلان 10 |
| 8,406,582 | 8,406,556 | 76,244,876 | جے ایس فکسڈ ٹرم منافع فنڈ - پلان 11 |
| 2,646,083 | 2,646,007 | 27,826,252 | جے ایس فکسڈ ٹرم منافع فنڈ - پلان 12 |
| 614,163 | 1,318,290 | 6,142,364 | جے ایس موینٹم فیڈرل ایجوکیشن ٹریڈ فنڈ |
| 2,980,506 | 9,032,234 | 213,515,373 | جے ایس مائیکرو فنانس سیکٹر فنڈ |
| - | 103,113 | 1,089,169 | جے ایس موٹن بکچر فنڈ |
| - | 963,196 | 4,272,912 | جے ایس رینئل آرای آئی ٹی فنڈ |
| 81,684,011 | 159,933,773 | 1,383,264,578 | کل |

کمپنیز ایکٹ 2017 کے سیکشن (3) 134 کی پیروی میں خصوصی کاروبار سے متعلق مادی حقائق کا اسٹیٹمنٹ

اس اسٹیٹمنٹ میں خصوصی کاروبار سے متعلق مادی حقائق بیان کئے گئے جن کے بارے میں سالانہ اجلاس عام میں کارروائی تجویز کی گئی ہے۔
نوٹس کا ایجنڈا نمبر 3 - متعلقہ پارٹیز کے درمیان سال مختتمہ 31 دسمبر 2024 کے دوران کی گئی ٹرانزیکشنز کی توثیق / منظوری دینا۔

جیسا کہ درج ذیل ڈرافٹ قرارداد میں بیان ہے کہ کمپنی اور اس کے زیر انتظام فنڈز نے بے ایس بینک لمیٹڈ اور بینک اسلامی پاکستان لمیٹڈ کے ساتھ ٹرانزیکشنز انجام دیں جو 18 اپریل 2024 کو منعقدہ گذشتہ سالانہ اجلاس عام کے دوران ممبران سے منظور شدہ ان کی خصوصی قرارداد کی اتھارٹی کے تحت عمومی کاروباری کورس کے تحت ایک خاص حدود میں رہتے ہوئے کی گئیں۔ لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019 کی شق 15 اور کمپنیز (ریلیٹڈ پارٹی ٹرانزیکشنز اینڈ مینجمنٹ آف ریلیٹڈ ریکارڈز) ریگولیشنز 2018 کی ریگولیشن 5 کے تحت سہ ماہی بنیاد پر ایسے تمام ٹرانزیکشنز اور بیلینسز جو بیلینس شیٹ کی تاریخ پر موجود ہوں گے وہ آڈٹ کمیٹی کی تجویز اور تجزیے کے بعد نظر ثانی کے لئے بورڈ آف ڈائریکٹرز کو پیش کیے جائیں گے۔

تاہم، جیسا کہ کمپنی کے ڈائریکٹرز کی اکثریت کو درج ذیل قرارداد کے مطابق بے ایس بینک لمیٹڈ اور بینک اسلامی پاکستان لمیٹڈ کے ساتھ لین دین کے امور میں دلچسپی کو زیر غور لایا گیا۔ لہذا لین دین کمپنی اور اس کے زیر انتظام فنڈز کے بے ایس بینک لمیٹڈ اور بینک اسلامی پاکستان لمیٹڈ کے ساتھ کیا گیا۔

9-21 مارچ 2023 کو سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (SECP) کی جانب سے اجراء شدہ SRO No. 389 (I) / 2023 سے مطابقت رکھتے ہوئے، لسٹڈ کمپنیوں کو اپنے سالانہ آڈٹ شدہ مالیاتی گوشوارے بشمول سالانہ بیلنس شیٹ، منافع یا نقصان کا اکاؤنٹ، آڈیٹر کی رپورٹ، اور ممبران کے لیے ڈائریکٹرز کی رپورٹ QR فعال کوڈ اور ویب لنک کے ذریعے ممبران کو تقسیم کرنے کی اجازت دی ہے۔

شیر ہولڈرز کی منظوری کے مطابق، 31 دسمبر 2024 کو ختم ہونے والے سال کے لیے کمپنی کے سالانہ آڈٹ شدہ مالیاتی گوشوارے درج ذیل QR فعال کوڈ اور ویب لنک کے ذریعے ممبران کو دستیاب کرائے جارہے ہیں:



<https://jsil.com/all-downloads/company-financial-statements/>

اپنے شیر ہولڈرز کی سہولت کے لئے کمپنی نے اسٹینڈرڈ درخواست فارم کمپنی کی ویب سائٹ (www.jsil.com) پر فراہم کر دیا ہے، تاکہ ممبران اس کو استعمال کر کے اپنے ای میل ایڈریس فراہم کر سکیں تاکہ نوٹس اور سالانہ آڈٹ شدہ مالیاتی گوشواروں کی الیکٹرانک ترسیل اس ای میل ایڈریس پر ہو سکے۔ براہ کرم اس بات کو یقینی بنائیں کہ آپ کے ای میل اکاؤنٹ میں اس طرح کے ای میل موصول کرنے کے لیے کافی حقوق اور جگہ دستیاب ہے جو سائز میں 1 MB سے زیادہ ہو سکتی ہے۔

پوشل بیلٹ کے ذریعے ووٹنگ کا طریقہ کار

a- کمپنیز (پوشل بیلٹ) ریگولیشنز 2018 ("ریگولیشنز، 2018") کے مطابق، ڈائریکٹرز کے انتخاب کے مقصد کے لیے اور کمپنیز ایکٹ 2017 کے سیکشن 143-144 کے تقاضوں سے مشروط، کسی بھی دوسرے ایجنڈا آئٹم کے لیے، ممبران کو مندرجہ بالا ضوابط میں شامل ضروریات اور طریقہ کار کے مطابق پوشل بیلٹ کے ذریعے اپنے حق رائے دہی کا استعمال کرنے کی اجازت ہوگی۔

b- ممبران اس بات کو یقینی بنائیں گے کہ کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC) کی کاپی کے ساتھ باقاعدہ طور پر بھرا ہوا اور دستخط شدہ بیلٹ پیپر کمپنی کے رجسٹرڈ ایڈریس، انیسویں منزل، دی سینٹر، پلاٹ نمبر 28، SB-5، عبداللہ ہارون روڈ، کراچی پر پوسٹ کے ذریعے اجلاس کے چیئرمین تک پہنچ جائے یا 10 اپریل 2025 کو ہونے والی سالانہ اجلاس عام سے ایک دن قبل کام کے اوقات کے دوران chairman@jsil.com پر ای میل کے ذریعے اجلاس کے چیئرمین تک پہنچ جائے۔ بیلٹ پیپر پر دستخط کمپیوٹرائزڈ قومی شناختی کارڈ پر دستخط سے مماثل ہوں گے۔

c- شیئرز ہولڈرز سے درخواست کی جاتی ہے کہ وہ اپنے پتے میں ہونے والی کسی بھی تبدیلی کے بارے میں کمپنی کے شیئرز رجسٹرار کو فوری طور پر مطلع کریں۔

6- کمپیوٹرائزڈ قومی شناختی کارڈ ("CNIC")

شیئرز ہولڈرز سے درخواست کی جاتی ہے کہ وہ کمپنی کے خود مختار رجسٹرار میسرز سینٹرل ڈپازٹری کمپنی آف پاکستان لمیٹڈ، سی ڈی سی ہاؤس، 99-B، بلاک بی، ایس ایم سی ایچ ایس، مین شاہراہ فیصل، کراچی کو اپنے کمپیوٹرائزڈ قومی شناختی کارڈ کی نقل فراہم کریں۔ اسکی واضح اسکیں نقل بمع فوئیو نمبر اور خط و کتابت کے لئے موجودہ پتہ کے ساتھ shareholders@jsil.com پر بھی بھیجی جاسکتی ہے۔

7- الیکٹرانک موڈ کے ذریعے کیش ڈیویڈنڈ کی ادائیگی

کمپنیز ایکٹ 2017 کے سیکشن 242 کی شرائط اس بات کا ثبوت دیتا ہے کہ لیکٹوریٹری کی طرف سے اعلان کردہ کسی بھی کیش ڈیویڈنڈ کی براہ راست انٹیکلڈ شیئرز ہولڈرز کی طرف سے نامزد کردہ بینک اکاؤنٹ کے الیکٹرانک موڈ کے ذریعے ادائیگی کی جاسکتی ہے۔ چنانچہ کمپنی کے شیئرز ہولڈرز سے درخواست ہے کہ وہ الیکٹرانک ڈیویڈنڈ مینڈیٹ کو e-dividend فارم پر فراہم کریں جو کہ کمپنی کی ویب سائٹ (www.jsil.com) پر دستیاب ہے، جو کمپنی کو اس قابل بنائیں کہ وہ اپنے مستقبل کے کیش ڈیویڈنڈ کو براہ راست اپنے نامزد کردہ بینک اکاؤنٹس میں کریڈٹ کروائیں۔

8- غیر دعویٰ شدہ ڈیویڈنڈ اور بونس شیئرز

شیئرز ہولڈرز، جو کسی وجہ کی بناء پر، اپنے ڈیویڈنڈ یا بونس شیئرز یا اپنے فزیکل شیئرز کا دعویٰ نہیں کر سکتے ہیں، (اگر ایسا کوئی ہے) تو ان کو یہ مشورہ دیا جاتا ہے کہ وہ شیئرز رجسٹرار میسرز سینٹرل ڈپازٹری کمپنی آف پاکستان لمیٹڈ سے رابطہ کریں اور ان سے اپنے غیر دعویٰ شدہ ڈیویڈنڈ اور بونس شیئرز (اگر کوئی ہو) کو حاصل / معلوم کریں۔

کمپنیز ایکٹ 2017 کے سیکشن 244 سے مطابقت رکھتے ہوئے، مقررہ طریقہ کار کے مکمل ہونے کے بعد، اس طرح کے تمام ڈیویڈنڈ اور بونس شیئرز 3 سال یا واجب الادا تاریخ سے زیادہ مدت کے غیر دعویٰ شدہ ڈیویڈنڈ کی صورت میں ادائیگی وفاقی حکومت کے کریڈٹ میں جمع کی جائے اور شیئرز کی صورت میں یہ ادائیگی سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (SECP) کو بھیجی جائے۔

c- وہ ممبران جو کمپنی کے سالانہ اجلاس عام (AGM) میں شامل ہونے اور فریکولی شرکت کا ارادہ رکھتے ہیں انہیں شرکت کی اجازت دی جائے گی۔ کمپنی بہترین طریقہ کار اپنائے گی اور تمام قابل اطلاق قوانین کی پاسداری کرے گی تاکہ ان تمام ممبران کو فائدہ پہنچے جو کسی بھی طریقے یا ذریعے سے اجلاس میں شرکت کرنا چاہتے ہیں۔

d- انفرادی صورت میں اکاؤنٹ ہولڈر اور / یا سب اکاؤنٹ ہولڈر جن کی رجسٹریشن کی تفصیلات سی ڈی سی ضوابط کے مطابق جاری کر دی گئی ہیں، کو شناخت کے لئے اصل کمپیوٹرائزڈ قومی شناختی کارڈ یا اصل پاسپورٹ مع شرکت دار کے آئی ڈی نمبر اور اکاؤنٹ نمبر اجلاس میں شرکت کے وقت دکھانا لازمی ہوگا۔

e- کارپوریٹ اینٹیٹی کی صورت میں بورڈ کی قرارداد / پاور آف اٹارنی نامزد کردہ کے دستخط کے نمونے کے ساتھ اجلاس میں شرکت کے وقت پیش کرنی ہوگی (اگر پہلے فراہم نہیں کی گئی ہیں)۔

B- پراسیز کی نامزدگی

a- انفرادی صورت میں اکاؤنٹ ہولڈر اور / یا سب اکاؤنٹ ہولڈر جسکی رجسٹریشن کی تفصیلات CDC ضوابط کے مطابق جاری کر دی گئی ہیں، مذکورہ بالا درکار ضروریات کے مطابق پراسیز فارم جمع کروائیں گے۔

b- پراسیز فارم کا دو افراد سے تصدیق شدہ ہونا لازمی ہے، جن کا نام، پتہ اور کمپیوٹرائزڈ شناختی کارڈ کے نمبرز فارم پر درج ہوں۔

c- پراسیز فارم کے ساتھ پراسیز اور بینیفیشل اونرز کے کمپیوٹرائزڈ شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ نقل منسلک کرنا ہوگی۔

d- پراسیز کو اپنا اصل کمپیوٹرائزڈ قومی شناختی کارڈ یا اصل پاسپورٹ اجلاس کے وقت پیش کرنا ہوگا۔

e- کارپوریٹ ادارے کی صورت میں دستخط کے نمونے کے ساتھ بورڈ آف ڈائریکٹرز کی قرارداد / پاور آف اٹارنی پراسیز فارم کے ہمراہ کمپنی کو فراہم کرنا ہوگی (اگر پہلے فراہم کئے گئے ہوں)۔

C- پوسٹل بیلٹ ریگولیشنز کا اطلاق

ای ووٹنگ کا طریقہ کار

a- کمپنیز (پوسٹل بیلٹ) ریگولیشنز 2018 کے مطابق، سالانہ اجلاس عام (AGM) میں کسی بھی خصوصی ایجنڈا آئٹم کی منظوری کے مقصد کے لیے، ممبران کو کمپنیز (پوسٹل بیلٹ) ریگولیشنز، 2018 میں موجود شرائط کے مطابق پوسٹل بیلٹ کے ذریعے یعنی ڈاک یا ای ووٹنگ سے اپنے ووٹ کا استعمال کرنے کی اجازت ہوگی۔

b- ای ووٹنگ کی سہولت کی تفصیلات کمپنی کے ان ممبران کے ساتھ ای میل کے ذریعے شیئر کی جائیں گی جن کے درست کمپیوٹرائزڈ شناختی کارڈ نمبر، سیل نمبر اور اس میل ایڈریس کمپنی کے ممبران کے رجسٹر میں 03 اپریل 2025 کو کاروبار کے اختتام پر دستیاب ہوں گے۔

c- ویب ایڈریس، لاگ ان کی تفصیلات اور پاسورڈ، ای میل کے ذریعے ممبران کو مطلع کر دیں جائیں گی۔ سی ڈی سی شیئر رجسٹر اور سرورز لمیٹڈ (ای سرورز فراہم کنندہ ہونے کے ناطے) کے ویب پورٹل سے ایس ایم ایس کے ذریعے ممبران کو سیکورٹی کوڈ سے آگاہ کیا جائے گا۔

d- ای ووٹنگ کے ذریعے ووٹ ڈالنے کا ارادہ رکھنے والے ممبران کی شناخت الیکٹرانک دستخط یا لاگ ان کے لیے توثیق کے ذریعے تصدیق کی جائے گی۔

e- ممبران 07 اپریل 2025، صبح 9:00 بجے سے 09 اپریل 2025 تک کسی بھی وقت آن لائن ووٹ ڈالیں گے۔ ووٹنگ 09 اپریل 2025 کو شام 5 بجے ختم ہوگی۔ ایک بار جب کسی ممبر کی طرف سے قرارداد پر ووٹ ڈال دیا جاتا ہے تو اسے بعد میں تبدیل کرنے کی اجازت نہیں دی جائے گی۔

نوٹس

- 1- کمپنی نے کمپنیز ایکٹ 2017 کے سیکشن (7) 223 کے مطابق 31 دسمبر 2024 کو ختم ہونے والے سال کے لیے آڈٹ شدہ مالیاتی گوشواروں اور ان پر آڈیٹرز اور ڈائریکٹرز کی رپورٹ اور چیئرمین کی جائزہ رپورٹ اپنی ویب سائٹ www.jsil.com پر فراہم کر دی ہے۔
- 2- کمپنی کے حصص کی منتقلی کی کتابیں 04 اپریل 2025 سے 10 اپریل 2025 (بشمول دونوں دن) میں اجلاس عام میں شرکت اور ووٹنگ کے لیے شیئر ہولڈرز کا تعین کرنے کے لیے بند رہیں گے۔
- 3- سینٹرل ڈپازٹری سسٹم کے تحت فزیکل ٹرانسفرز اور ڈپازٹ کی درخواستیں جو کمپنی کے خود مختار شیئر رجسٹرار میسرز سینٹرل ڈپازٹری کمپنی آف پاکستان لمیٹڈ، سی ڈی سی ہاؤس، 99-B، بلاک بی، ایس ایم سی ایچ ایس، مین شاہراہ فیصل، کراچی، کو 03 اپریل 2025 تک برنس کے اختتام سے قبل موصول ہونگی وہ اجلاس میں شمولیت اور ووٹنگ میں بروقت تصور کی جائیں گی۔
- 4- اجلاس میں شرکت اور ووٹ کا استحقاق رکھنے والے کسی بھی رکن کو یہ حق حاصل ہے کہ وہ اجلاس میں شرکت کرنے اور ووٹ دینے کے لیے اپنی جگہ دوسرے رکن کو پراکسی مقرر کر سکتا ہے۔ پراکسیز کمپنی کے رجسٹرڈ آفس پر اجلاس کے مقررہ وقت سے 48 گھنٹے قبل جمع کروادی جائیں۔
- 5- سینٹرل ڈپازٹری کمپنی آف پاکستان لمیٹڈ (CDC) بینیفیشل اونرز اور / یا ان کی پراکسیز کو سیکورٹیز ریٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی جانب سے درج ذیل وضع کردہ رہنما ہدایات پر عمل کرنا ہوگا:

A- تیسویں سالانہ اجلاس عام (AGM) کی کارروائی میں شمولیت بذریعہ ویڈیولنک

- a- سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (SECP) کی جانب سے الیکٹرانک ذرائع کے ذریعے اجلاس عام میں اراکین کی شرکت کو یقینی بنانے کے لیے جاری کردہ وضاحت کی روشنی میں کمپنی نے اپنے شیئر ہولڈرز کو ویڈیولنک کے ذریعے اجلاس میں شرکت کی سہولت بھی فراہم کی ہے۔
- b- اسی مقصد کے تحت، شیئر ہولڈرز سے گزارش ہے کہ مندرجہ ذیل معلومات بمعہ مضمون "Registration for the AGM of JSIL" " رجسٹریشن برائے JSIL کا سالانہ اجلاس عام " ای میل ایڈریس shareholders@jsil.com پر ای میل کریں۔ سالانہ اجلاس عام میں شمولیت اختیار کرنے کے لیے زوم لنک انہی شیئر ہولڈرز کے ساتھ شیئر کیا جائے گا جن کی تمام مطلوبہ تفصیلات دیئے گئے ای میل ایڈریس پر سالانہ اجلاس عام (AGM) کے انعقاد کے وقت سے 48 گھنٹے قبل موصول ہوں گی۔ شیئر ہولڈرز سالانہ اجلاس عام (AGM) کے ایجنڈا آئٹم سے متعلق اپنی آراء اور سوالات shareholders@jsil.com پر ای میل پر فراہم کر سکتے ہیں۔

| سیریل نمبر | نام | فولیو/سی ڈی ایس اکاؤنٹ نمبر | کمپیوٹرائزڈ قومی شناختی کارڈ | موبائل نمبر | ای میل ایڈریس |
|------------|-----|-----------------------------|------------------------------|-------------|---------------|
| | | | | | |

اطلاع برائے سالانہ اجلاس عام

بذریعہ نوٹس ہذا اطلاع دی جاتی ہے کہ جے ایس انویسٹمنٹس لمیٹڈ کے ممبران کا 30 واں سالانہ اجلاس عام بروز جمعرات، 10 اپریل 2025ء صبح 10:30 بجے، پندرہویں منزل، دی سینٹر، صدر، کراچی میں ذاتی شرکت نیز زوم (Zoom) ویڈیو کانفرنسنگ کے ذریعے درج ذیل امور کی انجام دہی کے لیے منعقد ہوگا:

غیر رسمی کاروائی

1- 31 دسمبر 2024 کو ختم ہونے والے سال کے لئے کمپنی کے آڈٹ شدہ مالیاتی گوشوارے اور ڈائریکٹرز اور آڈیٹرز کی رپورٹ اور چیئرمین کی جائزہ رپورٹ کی وصولی، اس پر غور اور منظور کرنا۔

2- کمپنی کے آڈیٹرز کا تقرر اور ان کے معاوضے کا تعین کرنا۔ آڈٹ کمیٹی اور بورڈ آف ڈائریکٹرز نے ریٹائر ہونے والے آڈیٹرز میسرز کے پی ایم جی تاثیر ہادی اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس کو دوبارہ تفرری کے لئے اہل ہیں ان کی دوبارہ تفرری کی تجویز پیش کی ہے۔

خصوصی کاروائی

3- 18 اپریل 2024 کو منعقد ہونے والی پچھلی سالانہ اجلاس عام میں اراکین سے منظور کردہ قرارداد کے اختیار کے تحت، 31 دسمبر 2024 کو ختم ہونے والے مالی سال کے دوران کمپنی اور اس کے زیر انتظام اجتماعی سرمایہ کاری کی اسکیموں (فنڈز) کی JS بینک لمیٹڈ اور بینک اسلامی پاکستان لمیٹڈ (متعلقہ فریقین) کے ساتھ روزمرہ کاروبار میں ایک خاص حدود میں رہتے ہوئے کی جانے والے ہیٹنسس اور ٹرانزیکشنز کی توثیق اور منظوری دینا۔

4- اگلے سالانہ اجلاس عام تک کے لئے کمپنی کے چیف ایگزیکٹو کو یہ اختیار حاصل ہو کہ وہ ایک خاص حدود میں رہتے ہوئے روزمرہ معاملات میں کی جانے والی تمام ٹرانزیکشنز جو کمپنی میں اور متعلقہ فریقین کے ساتھ کی جائیں کی منظوری دے۔

کمپنیز ایکٹ 2017 کے سیکشن (3) 134 کے تحت لازمی طور پر پیش کردہ خصوصی کاروبار کے سلسلے میں مادی حقائق پر مبنی گوشوارے اس نوٹس سے منسلک ہیں۔ مذکورہ اسٹیٹمنٹ میں اس ضمن میں منظور کی جانے والی قراردادوں کا بھی متن موجود ہے۔ اجلاس کا نوٹس گوشواروں کے ساتھ ساتھ کمپنی کی ویب سائٹ (www.jsil.com) پر بھی موجود ہے۔

محکم بورڈ

محمد خاور اقبال

چیف آپریٹنگ آفیسر اینڈ کمپنی سیکریٹری

کراچی: 19 مارچ 2025

Ballot Paper for Voting Through Post

For Poll at the Annual General Meeting to be held on April 10, 2025 at 10:30 am At 15th floor, The Centre, Plot No. 28. SB-5 Abdullah Haroon Road, Saddar, Karachi

[Designated email address of the Chairman at which the duly filled in ballot paper may be sent: chairman@jsil.com

| | |
|---|--|
| Name of shareholder/joint shareholders | |
| Registered Address | |
| Number of shares held and folio number | |
| CNIC Number (copy to be attached) | |
| <i>Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government.)</i> | |
| Name of Authorized Signatory: | |
| CNIC/Passport No.(in case of foreigner) of authorized signatory – (copy to be attached) | |

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

| S. No. | Name and Description of Resolutions | I/We assent to the Resolutions (FOR) | I/We dissent to the Resolutions (AGAINST) |
|--------|---|--------------------------------------|---|
| | To consider, and if deemed appropriate, to pass the following resolutions, with or without modifications | | |
| 01 | “Resolved that the Company Secretary be and is hereby authorized to do all necessary acts, deeds and things to give effect to this resolution.” | | |
| 02 | “Resolved that the transactions carried out by the Company and Funds under its management in the ordinary course of business with JS Bank Limited and BankIslami Pakistan Limited during the financial year ended December 31, 2024, be and are hereby ratified, approved and confirmed. | | |
| 03 | “Resolved that the Chief Executive Officer of the Company be and is hereby authorized to approve transactions to be carried out with JS Bank Limited and BankIslami Pakistan Limited in the ordinary course of business on arm’s length basis till the next Annual General Meeting. Resolved further that these transactions shall be placed before the shareholders in the next Annual General Meeting for ratification /approval.” | | |

| | |
|---|---|
| <p>NOTES:</p> <ol style="list-style-type: none">1. Duly filled postal ballot should be sent to the Chairman of JSIL at 19th Floor, The Centre, Plot No. 28, SB-5, Abdullah Haroon Road, Karachi (Email: chairman @jsil.com).2. Copy of CNIC/ Passport No. (in case of foreigner) should be enclosed with the postal ballot form.3. Postal ballot forms should reach the Chairman of JSIL within business hours by or before April 09, 2025. Any postal ballot received after this date, will not be considered for voting.4. Signature on postal ballot should match with signature on CNIC/ Passport No. (in case of foreigner).5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.6. This postal Poll paper is also available for download from the website of JSIL at www.jsil.com. Shareholder may download the ballot paper from website or use the same ballot paper published in newspapers. | <hr/> <p>Signature of shareholder(s)/- Authorized Signatory</p> <p>(in case of corporate entity, please affix company stamp)</p> <p>Place:</p> <hr/> <p>Date:</p> <hr/> |
|---|---|

نوٹس

1- صحیح طریقے سے بھرا ہوا پوسٹل بیلٹ JSIL کے چیئرمین کو انیسویں منزل، دی سینٹر، پلاٹ نمبر 28، 5-SB، عبداللہ ہارون روڈ، کراچی
پر بھیج دیا جائے (email: chairman@jsil.com)

2- کمپیوٹرائزڈ قومی شناختی کارڈ / پاسپورٹ نمبر (غیر ملکی کی صورت میں) کی کاپی پوسٹل بیلٹ فارم کے ساتھ منسلک کی جائے گی۔

3- پوسٹل بیلٹ فارم 09 اپریل 2025 تک یا اس سے پہلے کاروباری اوقات کے اندر JSIL کے چیئرمین تک پہنچ جانا چاہیے۔ اس تاریخ
کے بعد موصول ہونے والے کسی بھی پوسٹل بیلٹ کو ووٹنگ کے لیے تصور نہیں کیا جائے گا۔

4- پوسٹل بیلٹ پر دستخط کمپیوٹرائزڈ قومی شناختی کارڈ / پاسپورٹ نمبر (غیر ملکی کی صورت میں) پر دستخط کے ساتھ ملانا چاہیے۔

5- نامکمل، غیر دستخط شدہ، نامناسب، خراب حالت میں، پھٹے ہوئے، مسخ شدہ، زیادہ لکھا ہوا بیلٹ پیپر مسترد کر دیا جائے گا۔

6- یہ پوسٹل پول پیپر جے ایس آئی ایل کی ویب سائٹ www.jsil.com سے ڈاؤن لوڈ کرنے کے لیے بھی دستیاب ہے۔ شیئر ہولڈرز بیلٹ
پیپر ویب سائٹ سے ڈاؤن لوڈ کر سکتے ہیں یا اخبارات میں شائع شدہ اسی بیلٹ پیپر کا استعمال کر سکتے ہیں۔

شیئر ہولڈر (ہولڈرز) / مجاز دستخط کنندہ کے دستخط
(کارپوریٹ ادارے کے معاملے میں برائے مہربانی
کمپنی کی مہر چسپاں کریں)

جگہ:-----
تاریخ:-----

دوئنگ کے لیے بیلٹ پیپر بذریعہ ڈاک

سالانہ اجلاس عام میں رائے شماری کے لئے
10 اپریل 2025 کو صبح 10:30 بجے منعقد ہوگا
پندرہویں منزل پر، دی سینٹر، پلاٹ نمبر 5، 28 - SB،
عبداللہ ہارون روڈ، صدر، کراچی۔

[چیز بین کا نامزد ای میل ایڈریس جس پر مناسب طریقے سے بھرے ہوئے
بیلٹ پیپر بھیجے جاسکتے ہیں: chairman@jsil.com]

| | |
|---|--|
| شیر ہولڈرز / جو اسٹیشنری ہولڈرز کے نام | |
| رجسٹرڈ ایڈریس | |
| رکھے ہوئے شیئرز کی تعداد اور فوٹیو نمبر | |
| کمپیوٹرائزڈ قومی شناختی کارڈ (کاپی منسلک کریں) | |
| اضافی معلومات اور انکلوژرز (باڈی کارپوریٹ، کارپوریشن اور وفاقی حکومت کے نمائندے کی صورت میں) | |
| مجاز دستخط کنندہ کا نام: | |
| کمپیوٹرائزڈ قومی شناختی کارڈ / پاسپورٹ نمبر (غیر ملکی کی صورت میں) مجاز دستخط کنندہ کا (کاپی منسلک کی جائے گی) | |

میں / ہم مندرجہ ذیل قرار دادوں کے سلسلے میں پوسٹل بیلٹ کے ذریعے اپنا ووٹ استعمال کرتے ہیں اور مندرجہ ذیل قرار دادوں پر اپنی رضامندی یا اختلاف کا اظہار کرتے ہوئے مندرجہ ذیل مناسب بکس میں
تک (✓) کا نشان لگاتے ہیں؛

| سیریل نمبر | طے شدہ ساخت اور قرار دادوں کی وضاحت | میں / ہم قرار دادوں کی منظوری دیتے ہیں (حق میں) | میں / ہم قرار دادوں سے اختلاف کرتے ہیں (مخالفت میں) |
|---------------|---|---|---|
| | غور کرنا، اگر مناسب سمجھا جائے تو، مندرجہ ذیل قرار دادوں کو بطور خصوصی قرار دادوں کے ترمیم کے ساتھ اور اس کے بغیر منظور کرنا | | |
| 01 | "طے پایا کہ کینی اور اس کے زیر انتظام فنڈز کے تحت مالی سال تختہ 31 دسمبر 2024 کے دوران جے ایس بینک لمیٹڈ اور بینک اسلامی پاکستان لمیٹڈ کے ساتھ کئے درج ذیل ٹرانزیکشنز عمومی کاروباری کورس کے مطابق کی گئیں ان کی توثیق، منظوری اور تصدیق کی جاتی ہے۔" | | |
| 02 | "طے پایا کہ کینی کے چیف ایگزیکٹو آفیسر کو جے ایس بینک لمیٹڈ اور بینک اسلامی پاکستان لمیٹڈ کے ساتھ آئندہ سالانہ اجلاس عام تک عام کاروبار کے عمومی طریقہ کار کے مطابق محتاط طور پر ہونے والی ٹرانزیکشنز کی منظوری کا اختیار ہوگا۔ مزید طے پایا کہ ریٹائرمنٹ جھنڈے یا فنڈنگ کے سامنے توثیق / منظوری کے لیے اگلے سالانہ اجلاس عام میں رکھے جائیں گے۔" | | |

FORM OF PROXY ANNUAL GENERAL MEETING

The Company Secretary,
JS Investments Limited
The Centre, 19th Floor, Plot No. 28,
SB - 5, Abdullah Haroon Road, Saddar
Karachi - 74400.

I/We _____ of _____ being member(s) of JS Investments Limited, holding _____ ordinary shares as per Registered Folio No. / CDC A/c No. (For members who have shares in CDS) _____ hereby appoint Mr. / Mrs. / Miss _____ of _____ (Folio no. CDC A/c No.) _____ or failing him/her Mr. / Mrs. / Miss _____ of Karachi (Folio no. CDC A/c No.) _____ being a member of the company, as my / our proxy to attend, act and vote for me/us and my / our behalf at the Annual General Meeting of the Company to be held on April 10, 2025, and/or any adjournment thereof.
As witness my / our hand seal this _____ day of _____, 2025.

Signed by _____

In the presence of

Witnesses:

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

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

Signature on
Rs. 5/-
Revenue Stamp

The Signature should agree
with the specimen
registered with the
Company

Important:

1. A member of the Company entitled to attend and vote may appoint another member as his/her proxy to attend and vote instead of him/her.
2. This proxy form, duly completed and signed, must be received at the office of the Company situated at The Centre, 19th Floor, Plot No. 28, SB - 5, Abdullah Haroon Road, Saddar, Karachi not later than 48 hours before the scheduled time of the meeting.
3. No person shall act as proxy unless he/she himself/herself is a member of the Company, except that a Corporation may appoint a person who is not a member.
4. If a member appoints more than one proxy and more than one instrument of proxy is deposited by a member with the Company, all such instruments of proxy shall be rendered invalid.
5. Beneficial Owners of physical shares and the shares registered in the name of Central Depository Company of Pakistan Limited (CDC) and/or their proxy are required to produce their original CNIC or passport for identification purposes at the time of attending the meeting. The form of proxy must be submitted within the stipulated time, duly witnessed by two persons whose names, addresses and CNIC numbers must be mentioned on the form, along with attested copies of CNIC or the passport of the beneficial owner and the proxy. In the case of a corporate entity, the Board of Directors' Resolution/power of attorney with specimen signature shall be submitted along with the proxy form.

AFFIX
CORRECT
POSTAGE

The Company Secretary
JS Investments Limited
The Centre, 19th Floor, Plot No. 28,
SB - 5, Abdullah Haroon Road, Saddar, Karachi-74400

درست ٹکٹ چپکائیں

کمپنی سیکرٹری،
جے ایس انویسٹمنٹس لمیٹڈ،
دی سینٹر، انیسویں منزل، پلاٹ 28،
SB-5، عبداللہ ہارون روڈ،
صدر، کراچی، 74400۔

BCR CRITERIA

| 1 | Organizational Overview and External Environment | Page No |
|------|---|---------------|
| 1.01 | Mission, vision, code of conduct, ethical, principal and core values. | 18-25 |
| 1.02 | Profile of the company including principal business activities, markets (local and international), key brands, products and services. | 14-17 / 30-35 |
| 1.03 | Geographical location and address of all business units including sales units and plants. | 28-29 |
| 1.04 | The legislative and regulatory environment in which the company operates. | 46-47 |
| 1.05 | Ownership, operating structure and relationship with group companies (i.e. subsidiary, associated undertaking etc.) and number of countries in which the organization operates. | 26 |
| 1.06 | Name and country of origin of the holding company/subsidiary company, if such companies are a foreign company. | 14-15 |
| 1.07 | Disclosure of beneficial (including indirect) ownership and flow chart of group shareholding and relationship as holding company, subsidiary company or associated undertaking. | 26 |
| 1.08 | Organization chart indicating functional and administrative reporting, presented with legends. | 42-43 |
| 1.09 | A general review of the performance of the company, including its subsidiaries, associates, divisions etc., for the year and major improvements from last year. | 39 |
| 1.10 | Description of the performance of the various activities / product(s) / service(s) / segment(s) of the entity and its group entities during the period under review. | 39 |
| 1.11 | Position of the reporting organization within the value chain showing connection with other businesses in the upstream and downstream value chain. | 160-164 |
| 1.12 | a) Explanation of significant factors affecting the external environment including political, economic, social, technological, environmental and legal environment that is likely to be faced in the short, medium and long term and the organization's response. | 44-45 |
| | b) The effect of seasonality on business in terms of production and sales. | 44-45 |
| 1.13 | The legitimate needs, interests of key stakeholders and industry trends. | 58-61 |
| 1.14 | SWOT Analysis of the company. | 48-49 |
| 1.15 | Competitive landscape and market positioning (considering factors such as the threat of new competition and substitute products or services, the bargaining power of customers and suppliers, relative strengths and weaknesses of competitors and customer demand and the intensity of competitive rivalry). | 50-53 |
| 1.16 | History of major events. | 40-41 |
| 1.17 | Details of significant events occurred during the year and after the reporting period. | 54 |

| 2 | Strategy and Resource Allocation | Page No |
|------|---|---------|
| 2.01 | Short, medium and long-term strategic objectives and strategies in place to achieve objectives. | 152-156 |
| 2.02 | Resource allocation plans to implement the strategy. Resource mean 'Capitals' including: a) Financial Capital; b) Human Capital; c) Manufactured Capital; d) Intellectual Capital; e) Social and Relationship Capital; and f) Natural Capital. | 157-159 |
| 2.03 | The capabilities and resources of the company that provide sustainable competitive advantage, resulting in value creation by the company. | 175-176 |
| 2.04 | Company's strategy on market development, product and service development. | 139 |
| 2.05 | The effects of the given factors on the company strategy and resource allocation: a) Technological Changes; b) Sustainability reporting and challenges; c) Initiatives taken by the company in promoting and enabling innovation; and d) Resource shortages (if any). | 153-155 |
| 2.06 | Key Performance Indicators (KPIs) to measure the achievement against strategic objectives including statement as to whether the indicators used will continue to be relevant in the future. | 165-169 |
| 2.07 | The linkage of strategic objectives with company's overall mission, vision and objectives. | 177 |
| 2.08 | Board's statement on the significant plans and decisions such as corporate restructuring, business expansion, major capital expenditure or discontinuance of operations. | 170-173 |
| 2.09 | a) Information about defaults in payment of any debt with reasons and its repayment plan; | N/A |
| | b) Board strategy to overcome liquidity problems and plans to meet operational losses. | 174 |

| 3 | Risks and Opportunities | Page No |
|------|---|---------|
| 3.01 | Key risks and opportunities (internal and external), including Sustainability-related risks and opportunities affecting availability, quality and affordability of Capitals. | 182-183 |
| 3.02 | A Statement from the Board for determining the following: a) Company's level of risk tolerance by establishing risk management policies; | 190-191 |
| | b) Company's robust assessment of the principal risks being faced, including those that would threaten the business model, future performance and solvency or liquidity. | 190-191 |
| 3.03 | Risk Management Framework covering principal risks and uncertainties facing by the company, risk methodology, risk appetite and risk reporting. | 180-181 |
| 3.04 | Specific steps being taken to mitigate or manage key risks or to create value from key opportunities by identifying the associated strategic objectives, strategies, plans, policies, targets and KPIs. | 184-189 |
| 3.05 | Disclosure of a risk of supply chain disruption due to an environmental, social or governance incident and company's strategy for monitoring and mitigating these risks (if any). | 184-189 |

| 4 | Sustainability Reporting and Corporate Social Responsibility (CSR) | Page No |
|------|---|---------|
| 4.01 | Board's statement for the adoption of CSR best practices including Board's commitment to continuous improvement and implementation updates in the form of periodic reviews to ensure the relevance and effectiveness of CSR practices in business strategies. | 197 |
| 4.02 | <p>Board's statement about the company's strategic objectives and the intended impact on stakeholder on ESG (Environmental, Social and Governance) reporting/ Sustainability Reporting in line with IFRS S1 'General Requirements for Disclosure of Sustainability-related Financial Information' and IFRS S2 'Climate-related Disclosures'. Weightage will be given to companies who provides following disclosures (as per IFRS S1 and IFRS S2) along with the company specific examples for each factor for the investor's information:</p> <p>a) Disclosures of company specific sustainability-related risks and opportunities and their impact on the financial performance in the short, medium and long term;</p> <p>b) Disclosures about four-pillars core content (Governance, Strategy, Risk Management and Metrics and Targets), together with the specific metrics designed by the company to demonstrate the performance and progress of the company.</p> <p>c) Disclosures of material information about sustainability-related risks and opportunities throughout a company's value chain together with specific examples of initiatives taken by the company. [In IFRS S1, the 'value chain' is the full range of interactions, resources and relationships related to a company's business model and the external environment in which it operates]</p> <p>d) Disclosure about company's climate-related risks and opportunities, as required in IFRS S2 including explanation of the specific methodologies and tools used by the company. [Climate-related opportunities refer to the potential positive effects arising from climate change for a company. Climate-related risks refers to the potential negative effects of climate change on a company and are of two types, physical risks (such as those resulting from increased severity of extreme weather) and transition risks (such as those associated with policy action and changes in technology)]</p> | 196-199 |
| 4.03 | A chairman's overview on how the company's sustainable practices can affect the financial performance of the company. | 204 |
| 4.04 | <p>Highlights of the company's performance, policies, initiatives and plans in place relating to the various aspects of sustainability and CSR: 5</p> <ul style="list-style-type: none"> • Social initiatives such as research and development initiatives, employment generation, community health and education, and health and safety of staff etc.; • Environmental initiatives like climate change mitigation etc. by focusing on 3R's (Reduce, Reuse & Recycle) and how does the company reduce pollution, depletion and degradation of natural resources; • Technological innovation such as contributing to sustainability (i.e. energy-efficient processes or eco-friendly product designs); • Information on consumption and management of materials, energy, water, emissions and waste. | 200-212 |
| 4.05 | <ul style="list-style-type: none"> • Status of adoption/ compliance of the Corporate Social Responsibility (Voluntary) Guidelines, 2013 issued by the SECP. • ISO certifications acquired for best sustainability and CSR practices. | 213 |

| 5 | Governance | Page No |
|------|---|-----------------|
| 5.01 | Board composition: | 17-18 |
| | a) Leadership structure of those charged with governance; | 18 / 71 |
| | b) Name of independent directors indicating justification for their independence; | 70 |
| | c) Diversity in the board i.e. competencies, requisite knowledge & skills, and experience; | 64-67 |
| | d) Profile of each director including education, experience and engagement in other entities as CEO, Director CFO or Trustee etc.; | 64-67 |
| 5.02 | e) No. of companies in which the executive director of the reporting organization is serving as non-executive director. | 75-78 |
| 5.02 | A brief description about role of the Chairman and the CEO. | 72-74 / 134-138 |
| 5.03 | A statement of how the board operates, including a high-level statement of which types of decisions are to be taken by the board and which are to be delegated to management. | 92-97 |
| 5.04 | Chairman's Review Report on the overall performance of the board including: | 92-97 |
| | a) Effectiveness of the role played by the board in achieving the company's objectives; | 92-97 |
| | b) Chairman's significant commitments, such as strategic, financial, CSR and ESG etc., and any changes thereto from last year'; | 143-145 |
| 5.05 | c) Board statement on the company's structure, processes and outcomes of internal control system and whether board has reviewed the adequacy of the system of internal control. | 134-138 |
| 5.05 | Board statement of its commitment to establish high level of ethics and compliance in the company. | 73 |
| 5.06 | Annual evaluation of performance, along with a description of criteria used for the members of the board, including CEO, Chairman, and board's committees. | 73 / 132-133 |
| 5.07 | Disclosure if the board's performance evaluation is carried out by an external consultant once in every three years. | 73 / 132-133 |
| 5.08 | Details of formal orientation courses for directors. | 73 / 132-133 |
| 5.09 | Directors' Training Program (DTP) attended by directors, female executives, and head of departments from the institutes approved by the SECP, along with names of those who availed exemptions during the year. | 73 / 132-133 |
| 5.10 | Description of external oversight of various functions like systems audit or internal audit by an external specialist and other measures taken to enhance credibility of internal controls and systems. | 143-145 |
| 5.11 | Disclosure about related party transactions: | 146-148 |
| | a) Approved policy for related party transactions; | 146-148 |
| | b) Details of all related party transactions, along with the basis of relationship describing common directorship and percentage of shareholding; | 146-148 |
| | c) Contract or arrangement with the related party other than in the ordinary course of business on an arm's length basis, if any along with the justification for entering into such contract or arrangement; | 146-148 |
| | d) Disclosure of director's interest in related party transactions; | 146-148 |
| 5.11 | e) In case of conflict, disclosure of how conflicts are managed and monitored by the board. | 146-148 |

| 5 | Governance | Page No |
|--------------------------------------|--|----------------|
| 5.12 | Disclosure of Board's Policy on the following significant matters: | 134-138 |
| | a) Governance of risk and internal controls. | 134-138 |
| | b) Diversity (including gender), any measurable objectives that it has set for implementing the policy, and progress on achieving the objectives. | 134-138 |
| | c) Disclosure of director's interest in significant contracts and arrangements. | 134-138 |
| | d) Remuneration of non-executive directors including independent directors for attending board meetings and general meetings. | 134-138 |
| | e) Retention of board fee by the executive director earned by him against his services as non-executive director in other companies. | 134-138 |
| | f) Security clearance of foreign directors. | 134-138 |
| | g) Board meetings held outside Pakistan. | 134-138 |
| | h) Human resource management including: <ul style="list-style-type: none"> • Preparation of succession plan; • Merit based recruitment; • Performance based appraisal system; • Promotion, reward and motivation; • Training and development; • Gender and race diversity; • Appointment of / quota for people with disability; and • Employee engagement /feedback. | 134-138 |
| | i) Social and environmental responsibility including managing and reporting policies like procurement, waste and emissions. | 134-138 |
| | j) Communication with stakeholders. | 134-138 |
| | k) Dividend policy. | 134-138 |
| | l) Investors' relationship and grievances. | 134-138 |
| | m) Employee's health, safety and protection. | 134-138 |
| | n) Whistle blowing policy including mechanism to receive and handle complains in a fair and transparent manner, and provide protection to the complainant against victimization and reporting in Audit Committee's report. | 134-138 |
| o) Safety of records of the company. | 134-138 | |
| 5.13 | Board statement of the organization's business continuity plan or disaster recovery plan. | 130-131 |
| 5.14 | Compliance with the Best Practices of Code of Corporate Governance (No marks in case of any non-compliance). | 130-133 |
| 5.15 | Disclosure about: | 352-353 |
| | a) Shares held by Sponsors / Directors / Executives; | 352-353 |
| | b) Distribution of shareholders (Number of shares as well as category, e.g. Promoter, Directors / Executives or close family member of Directors / Executives etc.) or foreign shareholding (if any). | 352-353 |
| 5.16 | Details about Board meetings and its attendance. | 127-129 |
| 5.17 | TORs, composition and meeting attendance of the board committees including (Audit, Human Resource, Nomination and Risk management). | 79-82 |

| 5 | Governance | Page No |
|--|---|----------------|
| 5.18 | Timely Communication: Date of authorization of financial statements by the board of directors: Within 40 days - 6 marks Within 50 days - 6 marks (in case of holding company who has listed subsidiary /subsidiaries) Within 60 days - 3 marks (Entities requiring approval from a Regulator before finalization of their financial statements would be rovided a 20 days relaxation, on providing evidence to the Committee). | Within 60 days |
| 5.19 | Audit Committee report should describe the work of the committee in discharging its responsibilities. The report should include: | 100-103 |
| | a) Composition of the committee with at least one member qualified as “financially literate” and all members are non-executive / Independent directors including the Chairman of the Audit Committee. | 100-103 |
| | b) Committee’s overall role in discharging its responsibilities for the significant issues related to the financial statements, and how these issues were addressed. | 100-103 |
| | c) Committee’s overall approach to risk management and internal control, and its processes, outcomes and disclosure. | 100-103 |
| | d) Role of Internal Audit in risk management and internal control, and the approach to Internal Audit to have direct access to Audit Committee and evaluation of Internal Auditor’s performance. | 100-103 |
| | e) Review of arrangements for staff and management to report to Audit Committee in confidence, concerns, if any, about actual or potential improprieties in financial and other matters, and recommended instituting remedial and mitigating measures. | 100-103 |
| | f) An explanation as to how it has assessed the effectiveness of the external audit process and the approach taken to the appointment or reappointment of the external auditor; and if the external auditor provides non-audit services, an explanation as to how auditor’s objectivity and independence is safeguarded. | 100-103 |
| | g) If Audit Committee recommends external auditors other than the retiring external auditors, before the lapse of three consecutive years, reasons shall be reported. | 100-103 |
| | h) The Audit Committee’s views whether the Annual Report was fair, balanced and understandable and also whether it provided the necessary information to shareholders to assess the company’s position and performance, business model and strategy. | 100-103 |
| | i) Results of the self-evaluation of the Audit Committee carried out of its own performance. | 100-103 |
| j) Disclosure of the number of whistle-blowing incidences reported to the Audit Committee during the year. | 100-103 | |
| 5.20 | Presence of the chairman of the Audit Committee at the AGM to answer questions on the Audit Committee’s activities / matters that are within the scope of the Audit Committee’s responsibilities. | 130-133 |
| 5.21 | Board disclosure on Company’s use of Enterprise Resource Planning (ERP) software including: | 140-142 |
| | a) How it is designed to manage and integrate the functions of core business processes / modules like finance, HR, supply chain and inventory management in a single system; | 140-142 |
| | b) Management support in the effective implementation and continuous updation; | 140-142 |
| | c) Details about user training of ERP software; | 140-142 |
| | d) How the company manages risks or control risk factors on ERP projects; | 140-142 |
| e) How the company assesses system security, access to sensitive data and segregation of duties. | 140-142 | |
| 5.22 | Disclosure about the Government of Pakistan policies related to company’s business / sector in Directors’ Report and their impact on the company business and performance. | 104-125 |
| 5.23 | Information on company’s contribution to the national exchequer (in terms of payment of duties, taxes and levies) and to the economy (measured in terms of GDP contribution, new jobs creation, increase in exports, contributions to society & environment and community development etc.) | 237 |

| 6 | Analysis of the Financial Information | Page No |
|-------------|--|----------------|
| 6.01 | Analysis of the financial and non-financial performance using both qualitative and quantitative indicators, showing linkage between: | 216-217 |
| | a) Past and current performance; b) Performance against targets /budget; and | 216-217 |
| | The analysis should cover significant deviations from previous year in operating results and the reasons for loss, if incurred, as well as future prospects of profits. | 216-217 |
| 6.02 | a) Analysis of financial ratios (Annexure I) with graphical presentation and disclosure of methods and assumptions used in compiling the indicators. | 218-223 |
| | b) Explanation of negative change in the performance as compared to last year. | 218-223 |
| 6.03 | Vertical and horizontal analysis of Balance Sheet, Profit and Loss Account and summary of Cash Flow Statement for last 6 years. Weightage to be given to graphical presentation. | 226-235 |
| 6.04 | Cash Flow Statement based on Direct Method (separate Cash Flow for specific funds e.g. Zakat). | 236 |
| 6.05 | a) Information about business segment and non-business segment; and | N/A |
| | b) Segmental analysis of business performance including segment revenue, segment results, profit before tax, segment assets and liabilities. | N/A |
| 6.06 | Share price sensitivity analysis using key variables (i.e. selling price, raw material cost, interest rate and currency) with the consequent impact on the company's earning. | 240 |
| 6.07 | Composition of local versus imported material and sensitivity analysis in narrative form due to foreign currency fluctuations. | N/A |
| 6.08 | Disclosure of market share of the company and its products and services. | |
| 6.09 | Statement of value added and its distribution with graphical presentation: | 237 |
| | a) Employees as remuneration; | |
| | b) Government as taxes (separately direct and indirect); | |
| | c) Shareholders as dividends; | |
| | d) Providers of financial capital as financial charges; | |
| | e) Society as donation; and f) Retained within the business. | |
| 6.10 | Statement of Economic value added (EVA) [EVA = NOPAT – WACC x TC, where NOPAT is Net Operating Profit After Tax, WACC is Weighted Average Cost of Capital, and TC is Total Invested Capital] | 237 |
| 6.11 | CEO presentation video on the company's business performance of the year covering the company business strategy to improve and future outlook. (Please provide relevant webpage link of the video in the company's annual report). | 11 |

| 7 | Business Model | Page No |
|-------------|--|----------------|
| 7.01 | Describe the business model including inputs, business activities, outputs and outcomes as per international applicable framework. | 342-345 |
| 7.02 | Explanation of any material changes in the entity's business model during the year. | 342-345 |

| 8 | Disclosures on IT Governance and Cybersecurity | Page No |
|------|---|---------|
| 8.01 | The Board responsibility statement on the evaluation and enforcement of legal and regulatory implications of cyber risks and the responsibilities of the board in case of any breaches. | 308-309 |
| 8.02 | Disclosure related to IT governance and cybersecurity programs, policies and procedures and industry specific requirements for cybersecurity and strategy in place. | 306-307 |
| 8.03 | Disclosures about how cybersecurity fits into the board's risk oversight function and how the board is engaging with management on this issue. | 307-308 |
| 8.04 | Disclosure that at least one board-level committee is charged with oversight of IT governance and cybersecurity matters and how the board administers its IT risk oversight function related to these risks. | 308-309 |
| 8.05 | Disclosure about Company's controls and procedures about an "early warning system" that enables the company to identify, assess, address, make timely disclosures and timely communications to the board about cybersecurity risks and incidents. | 310 |
| 8.06 | Disclosure of policy related to independent comprehensive security assessment of technology environment, including third party risks and when last such review was carried out. | 310 |
| 8.07 | Disclosure about resilient contingency and disaster recovery plan in terms of dealing with a possible IT failure or cyber breach and details about company's cyber insurance. | 311 |
| 8.08 | Disclosure of advancement in digital transformation on how the organization has leveraged 4.0 Industrial revolution (RPA, Block Chain, AI, Cloud Computing etc.) to improve transparency, reporting and governance. | 315-319 |
| 8.09 | Disclosure about education and training efforts of the Company to mitigate cybersecurity risks. | 312-314 |
| | Explanatory Note | |
| | Companies are recommended to assess the risks related to the potential theft or compromise of their technology, data or intellectual property in connection with their operations, as well as how the recognition of these risks may impact their business, including their financial condition and results of operations, and any effects on their reputation, stock price and long-term value. Where these risks are material to investment and voting decisions, they should be disclosed, and we encourage companies to provide disclosure that allows investors to evaluate these risks through the eyes of management. Please note that disclosure about these risks should be specifically fit to a company's unique facts and circumstances. We trust that corporations should continue to consider this growing area of risk and evaluate its materiality on an ongoing basis. | 302-319 |
| | Further, the Company should not make such detailed disclosures that could compromise its cybersecurity efforts – for example, by providing a "roadmap or product details" for those who seek to penetrate a company's security protections. However, companies should disclose IT governance and cybersecurity risks and incidents that are material to investors, including the associated financial, legal, or reputational consequences, if any. | 302-319 |

| 9 | Future Outlook | Page No |
|------|--|---------|
| 9.01 | Forward-looking statement in narrative and quantitative form, including projections or forecasts about known trends and uncertainties that could affect the company's resources, revenues and operations in the short, medium and long term. | 320-327 |
| 9.02 | Explanation as to how the performance of the company aligns with the forward-looking disclosures made in the previous year. | 320-327 |
| 9.03 | Status of the projects in progress and those disclosed in the forward-looking statement in the previous year. | 320-327 |
| 9.04 | Sources of information and assumptions used for projections / forecasts in the forward-looking statement, and any assistance taken by any external consultant. | 320-327 |
| 9.05 | Disclosure about company's future Research & Development initiatives. | 320-327 |

| 10 | Stakeholders Relationship and Engagement | Page No |
|-------|--|-----------------|
| 10.01 | Stakeholder's engagement policy of the company and how the company has identified its stakeholders. | 330-331 |
| 10.02 | Stakeholders' engagement process and the frequency of such engagements during the year. Explanation on how the relationship is likely to affect the performance and value of the company, and how those relationships are managed. These engagements may be with: a) Institutional investors; b) Customers & suppliers; c) Banks and other lenders; d) Media; e) Regulators; f) Local committees; and g) Analysts. | 330-333 |
| 10.03 | Steps taken by the management to encourage the minority shareholders to attend the general meetings. | 132 / 330 / 334 |
| 10.04 | Investors' Relations section on the corporate website. | 334 |
| 10.05 | Issues raised in the last AGM, decisions taken and their implementation status. | 330 |
| 10.06 | a) Steps board has taken to solicit and understand the views of stakeholders through corporate briefing sessions; and b) Disclosure of brief summary of Analyst briefing conducted during the year. | 334 |
| 10.07 | Highlights about redressal of investors' complaints including number of complaints received and resolved during the year. | 334 |
| 10.08 | Details about corporate benefits to shareholders like value appreciation, dividend etc. | 334-339 |

| 11 | Striving for Excellence in Corporate Reporting | Page No |
|-------|---|---------|
| 11.01 | Board's responsibility statement on full compliance of financial accounting and reporting standards as applicable in Pakistan (i.e. International Financial Reporting Standards (IFRSs) issued by the International Accounting Standards Board (IASB)). | 348-349 |
| 11.02 | BCR criteria cross referred with page numbers of the annual report. (details can be maintained by companies on the Investor Relation section of the company's website). | 379-388 |

| 12 | Specific Disclosures of the Financial Statements | Page No |
|-------|---|-------------------|
| 12.01 | Specific disclosures of the financial statements required under the Companies Act, 2017 and IFRSs (Annexure II). | 205-209 / 244-301 |

| 13 | Assessment based on Qualitative Factors | Page No |
|-------|---|---------|
| 13.01 | Assessment of overall quality of information contained in the annual report based on the following qualitative factors: a) Clarity, simplicity and lucidity in presentation of Financial Statements; b) Theme on the cover page; c) Effective use of presentation tools, particularly diagrams, graphs, charts, smart arts, icons, tables and infographics in the annual report; d) Effectiveness and relevance of photos and graphs; e) Effectiveness of the theme on the cover page. | |



JS INVESTMENTS OFFICES

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Abdullah Haroon Road, Saddar, Karachi.
- **Wealth Centre**
Ground Floor, Plot No. 97-C, Main
Khayaban-e-Shaheen, DHA Phase 8, Karachi
- **Regional Office - Islamabad**
Office No. 414, 4th Floor, PSX Building,
Jinnah Avenue, Islamabad.
- **Regional Office - Lahore**
1st Floor, Plot # 151-MB, DHA Phase 6-C,
Near KFC, Lahore, Pakistan. Phone : 042-38302094
- **Wealth Centre - Lahore**
Ground Floor, Plot # 151-MB, DHA Phase 6-C,
Near KFC, Lahore, Pakistan. Phone : 042-38302094

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