

## REVIEW REPORT ON STATEMENT OF LIQUID CAPITAL

To the Chief Executive Officer of  
Foundation Securities (Private) Limited (the Securities Broker)

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**Grant Thornton Anjum  
Rahman**

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Modern Motors House,  
Beaumont Road,  
Karachi, Pakistan.

### Introduction

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We have reviewed the accompanying Statement of Liquid Capital of **Foundation Securities (Private) Limited** (the Securities Broker) as at December 31, 2022 (here-in-after referred to as 'the Statement'). Management is responsible for the preparation of the Statement in accordance with requirements of Third Schedule of the Securities Brokers (Licensing and Operations) Regulations, 2016 (the Regulations) issued by the Securities & Exchange Commission of Pakistan (SECP). Our responsibility is to express a conclusion on the statement based on our review.

### Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, '*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*' which applies to a review of historical financial information performed by the independent auditor of the Securities Broker. A review of historical financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying Statement is not prepared, in all material respects, in accordance with the requirements of Third Schedule of the Regulations.

### Other Matter – Restriction on Distribution and Use

Our report is intended solely for the Foundation Securities (Private) Limited (the Securities Broker), SECP, Pakistan Stock Exchange Limited and National Clearing Company of Pakistan Limited and should not be distributed to any other parties. Our conclusion is not modified in respect of this matter.



Chartered Accountants  
Karachi

Date: March 14, 2023

Engagement Partner:  
**Muhammad Khalid Aziz**

FOUNDATION SECURITIES (PVT.) LIMITED  
 Computation of Liquid Capital  
 As on December 31, 2022

S. No.	Head of Account	Value in Pak Rupees	Hair Cut / Adjustments	Net Adjusted Value
<b>I. Assets</b>				
1.1	Property & Equipment	4,229,797	100.00%	-
1.2	Intangible Assets	5,376,786	100.00%	-
1.3	Investment in Govt securities	-	-	-
	<b>Investment in debt securities</b>			
	<b>If listed than:</b>			
	i. 5% of the balance sheet value in the case of tenure up to 1 year.	-	5.00%	-
	ii. 7.5% of the balance sheet value, in the case of tenure from 1-3 years.	-	7.50%	-
1.4	iii. 10% of the balance sheet value, in the case of tenure of more than 3 years.	-	10.00%	-
	<b>If unlisted than:</b>			
	i. 10% of the balance sheet value in the case of tenure up to 1 year.	-	10.00%	-
	ii. 12.5% of the balance sheet value, in the case of tenure from 1-3 years.	-	12.50%	-
	iii. 15% of the balance sheet value, in the case of tenure of more than 3 years.	-	15.00%	-
	<b>Investment in Equity Securities</b>			
1.5	i. If listed 15% or VaR of each securities on the cutoff date as computed by the [clearing house] for respective securities whichever is higher. (Provided that if any of these securities are pledged with the securities exchange for maintaining base minimum capital requirement, 100% haircut on the value of eligible securities to the extent of minimum required value of Base minimum capital	10,870,857	10,750,963	119,894
	ii. If unlisted, 100% of carrying value.	-	100.00%	-
1.6	Investment in subsidiaries	-	100.00%	-
	<b>Investment in associated companies/undertaking</b>			
1.7	i. If listed 20% or VaR of each securities as computed by the Securitas Exchange for respective securities whichever is higher.	-	20%	-
	ii. If unlisted, 100% of net value.	-	100.00%	-
1.8	Statutory or regulatory deposits/basic deposits with the exchanges, clearing house or central depository or any other entity.	-	100.00%	-
	100% of net value, [however, any excess amount of cash deposited with securities exchange to comply with requirements of Base minimum capital may be taken in the calculation of LC.]	25,320,022	100.00%	-
1.9	Margin deposits with exchange and clearing house.	113,463,519	-	113,463,519
1.10	Deposit with authorized intermediary against borrowed securities under SLB.	-	-	-
1.11	Other deposits and prepayments	4,033,570	100.00%	-
1.12	Accrued interest, profit or mark-up on amounts placed with financial institutions or debt securities etc.	10,000,000	-	10,000,000
	100% in respect of markup accrued on loans to directors, subsidiaries and other related parties	-	100.00%	-
1.13	Dividends receivables.	-	-	-
1.14	Amounts receivable against Repo financing. Amount paid as purchaser under the REPO agreement. <b>Securities purchased under repo arrangement shall not be included in the investments.</b>	-	-	-
1.15	<b>Advances and receivables other than trade Receivables</b> (i) No haircut may be applied on the short term loan to employees provided these loans are secured and due for repayment within 12 months.	2,394,698	-	2,394,698
	(ii) No haircut may be applied to the advance tax to the extent it is netted with provision of taxation.	-	-	-
	(iii) In all other cases, 100% of net value	77,719,023	100.00%	-
1.16	<b>Receivables from clearing house or securities exchange(s)</b> 100% value of claims other than those on account of entitlements against trading of securities in all markets including MtM gains.	-	-	-
	<b>Receivables from customers</b>			
	i. In case receivables are against margin financing, the aggregate of (i) value of securities held in the blocked account after applying VaR based Haircut, (ii) cash deposited as collateral by the finance (iii) market value of any securities deposited as collateral after applying VaR based haircut.	-	-	-
	i. Lower of net balance sheet value or value determined through adjustments.	-	-	-
	ii. In case receivables are against margin trading, 5% of the net balance sheet value.	-	5.00%	-
	<b>ii. Net amount after deducting haircut</b>			
	iii. In case receivables are against securities borrowings under SLB, the amount paid to NCCPL as collateral upon entering into contract,	-	-	-
	iii. Net amount after deducting haircut	-	-	-
1.17	iv. In case of other trade receivables not more than 5 days overdue, 0% of the net balance sheet value. <b>iv. Balance sheet value</b>	86,134,740	0%	86,134,740





	v. In case of other trade receivables are overdue, or 5 days or more, the aggregate of (i) the market value of securities purchased for customers and held in sub-accounts after applying VaR based haircuts, (ii) cash deposited as collateral by the respective customer and (iii) the market value of securities held as collateral after applying VaR based haircuts. v. Lower of net balance sheet value or value determined through adjustments	66,012,240	13,887,173	52,125,068
	vi. In the case of amount of receivables from related parties, values determined after applying applicable haircuts on underlying securities readily available in respective CDS account of the related party in the following manner; (a) Up to 30 days, values determined after applying VaR based haircuts. (b) Above 30 days but up to 90 days, values determined after applying 50% or VaR based haircuts whichever is higher. (c) above 90 days 100% haircut shall be applicable. vi. Lower of net balance sheet value or value determined through adjustments	2,292,310	1,544,502	747,808
	<b>Cash and Bank balances</b>			
1.18	i. Bank balance-Proprietary accounts	46,494,704	-	46,494,704
	ii. Bank balance-Customer accounts	395,874,261	-	395,874,261
	iii. Cash in hand	119,211	-	119,211
	<b>Subscription money against investment in IPO/ offer for sale (asset)</b>			
	(i) No haircut may be applied in respect of amount paid as subscription money provided that shares have not been allotted or are not included in the investments of securities broker.	-	-	-
1.19	(ii) In case of Investments in IPO where shares have been allotted but not yet credited in CDS account, 25% haircuts will be applicable on the value of such securities.	-	-	-
	(iii) In case of subscription in right shares where the shares have not yet been credited in CDS account, 15% or VaR based haircut whichever is higher, will be applied on Right shares.	-	-	-
1.20	<b>Total Assets</b>	<b>850,335,738</b>	<b>26,182,638</b>	<b>707,473,903</b>
	<b>2. Liabilities</b>			
	<b>Trade payables</b>			
2.1	i. Payable to exchanges and clearing house	9,362,247	-	9,362,247
	ii. Payable against leveraged market products	-	-	-
	iii. Payable to customers	401,518,609	-	401,518,609
	<b>Current Liabilities</b>			
	i. Statutory and regulatory dues	-	-	-
	ii. Accruals and other payables	28,505,683	-	28,505,683
	iii. Short-term borrowings	-	-	-
2.2	iv. Current portion of subordinated loans	55,000,000	-	55,000,000
	v. Current portion of long-term liabilities	-	-	-
	vi. Deferred Liabilities	-	-	-
	vii. Provision for taxation	-	-	-
	viii. Other liabilities as per accounting principles and included in the financial statements	-	-	-
	<b>Non-Current Liabilities</b>			
	i. Long-term financing	-	-	-
2.3	ii. Staff retirement benefits	2,215,578	-	2,215,578
	iii. other liabilities as per accounting principles and included in the financial statements	-	-	-
	1) 100% haircut may be allowed against long term portion of financing obtained from a financial institution including amount due against finance leases. (2) Nil in all other cases	-	-	-
2.4	<b>Subordinated Loans</b> 100% of Subordinated loans which fulfill the conditions specified by SECP are allowed to be deducted	-	-	-
	<b>Advance against shares for Increase in capital of securities broker:</b> 100% haircut may be allowed in respect of advance against shares if: a) The existing authorized share capital allows the proposed enhanced share capital b) Board of Directors of the company has approved the increase in capital c) Relevant Regulatory approvals have been obtained d) There is no unreasonable delay in issue of shares against advance and all regulatory requirements relating to the increase in paid up capital have been completed. e) Auditor is satisfied that such advance is against the increase of capital.	-	-	-
2.6	<b>Total Liabilities</b>	<b>496,602,117</b>	<b>-</b>	<b>496,602,117</b>
	<b>3. Ranking Liabilities Relating to :</b>			
	<b>Concentration in Margin Financing</b>			
3.1	The amount calculated on client-to-client basis by which any amount receivable from any of the finances exceed 10% of the aggregate of amounts receivable from total finances. (Provided that above prescribed adjustments shall not be applicable where the aggregate amount of receivable against margin financing does not exceed Rs 5. million) Note: Only amount exceeding by 10% of each finance from aggregate amount shall be include in the ranking liabilities	-	-	-

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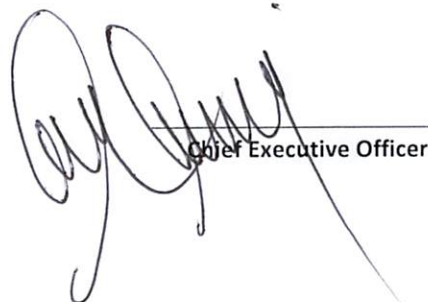


<b>Concentration in securities lending and borrowing</b>				
3.2	The amount by which the aggregate of (i) amount deposited by the borrower with NCCPL, (ii) cash margins paid and (iii) the market value of securities pledged as margins exceed the 110% of the market value of shares borrowed. [Note only amount exceeding by 110% of each borrower from market value of shares borrowed shall be included in the ranking liabilities]	-	-	-
<b>Net underwriting Commitments</b>				
3.3	<b>(a) in the case of rights issues :</b> if the market value of securities is less than or equal to the subscription price, the aggregate of (i) the 50% of Haircut multiplied by the underwriting commitments and (ii) the value by which the underwriting commitment exceeds the market price of the securities. In the case of rights issues where the market price of securities is greater than the subscription price, 5% of the Haircut multiplied by the net underwriting commitment	-	-	-
	<b>(b) in any other case :</b> 12.5% of the net underwriting commitments	-	-	-
<b>Negative equity of subsidiary</b>				
3.4	The amount by which the total assets of the subsidiary ( excluding any amount due from the subsidiary) exceed the total liabilities of the subsidiary	-	-	-
<b>Foreign exchange agreements and foreign currency positions</b>				
3.5	5% of the net position in foreign currency. Net position in foreign currency means the difference of total assets denominated in foreign currency less total liabilities denominated in foreign currency	-	-	-
3.6	Amount payable under REPO	-	-	-
<b>Repo adjustment</b>				
3.7	<b>In the case of financier/purchaser</b> the total amount receivable under Repo less the 110% of the market value of underlying securities. <b>In the case of finance/seller</b> the market value of underlying securities after applying haircut less the total amount received, less value of any securities deposited as collateral by the purchaser after applying haircut less any cash deposited by the purchaser.	-	-	-
<b>Concentrated proprietary positions</b>				
3.8	If the market value of any security is between 25% and 51% of the total proprietary positions then 5% of the value of such security .If the market of a security exceeds 51% of the proprietary position, then 10% of the value of such security	-	-	-
<b>Opening Positions in futures and options</b>				
3.9	i. In case of customer positions, the total margin requirements in respect of open positions less the amount of cash deposited by the customer and the value of securities held as collateral/ pledged with securities exchange after applying VaR haircuts	-	-	-
	ii. In case of proprietary positions, the total margin requirements in respect of open positions to the extent not already met	-	-	-
<b>Short sell positions</b>				
3.10	i. In case of customer positions, the market value of shares sold short in ready market on behalf of customers after increasing the same with the VaR based haircuts less the cash deposited by the customer as collateral and the value of securities held as collateral after applying VaR based Haircuts	-	-	-
	ii. In case of proprietary positions, the market value of shares sold short in ready market and not yet settled increased by the amount of VaR based haircut less the value of securities pledged as collateral after applying haircuts.	-	-	-
3.11	<b>Total Ranking Liabilities</b>	-	-	-

353,733,621      26,182,638      210,871,786

  
Compliance Officer



  
Chief Executive Officer