

The Pakistan Credit Rating Agency Limited

Rating Report

Ismail Iqbal Securities (Pvt.) Limited | BMR

Report Contents

- 1. Rating Analysis
- 2. Financial Information
- 3. Rating Scale
- 4. Regulatory and Supplementary Disclosure

Rating History							
Dissemination Date	Long Term Rating	Short Term Rating	Outlook	Action	Rating Watch		
28-Aug-2019	BMR3	-	Stable	Maintain	-		
20-May-2019	BMR3	-	Stable	Maintain	-		
28-Dec-2018	BMR3	-	Stable	Initial	-		

Rating Rationale and Key Rating Drivers

The ratings reflect the company's subdued performance due to operating losses on the back of low volumes and depressed return of the equity market. The company has a modest market share in the brokerage industry. The company's services mainly comprise equity brokerage. The ratings incorporate the company's diversified revenue streams followed by investment advisory assignments such as private placements, underwriting, mergers and acquisitions and privatization. The assigned rating takes into account the company's high exposure to market risk due to its proprietary book, which may indicate conflict of interest but the management has implemented adequate measures to cope with this risk. The company has lean organizational structure where all department heads are directly reportable to the CEO. The company's board is complying with the requirements of companies Act 2019 but can be strengthened by indulging an independent director. Furthermore, the company has adequate capitalization levels with the net capital balance of ~PKR 195mln at end Jun-19. The company has a moderate leveraged structure. The debt is well covered by liquid assets. However, the equity of the company eroded due to recent losses.

The ratings are dependent upon the management's efforts to improve market share in volume and value. Meanwhile, strong BoD framework, insightful monitoring of market risk and liquidity management remains imperative. Retention of key personnel and continuous improvement in customer servicing tools will bode well for the company. Recovering the company's equity base to agreed parameters will have a positive impact on ratings.

Disclosure			
Name of Rated Entity	Ismail Iqbal Securities (Pvt.) Limited BMR		
Type of Relationship	Solicited		
Purpose of the Rating	Broker Management Rating		
Applicable Criteria	PACRA_Methodology_Security Broker_FY19(Jun-19)		
Related Research	Sector Study Brokerage & Security(Nov-18)		
Rating Analysts	Shahzaib Khalid shahzaib.khalid@pacra.com +92-42-35869504		



Brokerage & Securities

The Pakistan Credit Rating Agency Limited

Ownership

Ownership Structure The Ismail Iqbal Securities (Pvt.) Ltd. is a family owned business and the stakes are being divided into three siblings where the majority of shareholding lies with Mr. Ahfaz Mustafa (65%). The remaining stake is held by his elder brother Mr. Azhar Iqbal (17.5%) and sister Mrs. Ayesha Naseem (17.5%).

Stability Given the fluctuating stock market trend, the company is trying to improve its equity brokerage volumes

Business Acumen The company sponsors have relevant educational background and have vast experience in financial services sector.

Financial Strength The main sponsor, Mr. Ahfaz Mustafa has a sizeable net worth and has issued a personal guarantee in case of equity erosion in the company.

Governance

Board Structure The company's board of directors comprises two experienced individuals including the CEO - Mr. Ahfaz Mustafa. The other director, Mr. Azhar Iqbal is a non-executive director and provides governance oversight.

Members' Profile Mr. Ahfaz Mustafa received his Bachelors of Science (Hons.) degree with majors in Economics from University of Toronto and started off with risk management and has steadily worked his way to the top position in the company. Mr. Azhar Iqbal earned his Bachelors in Economics from the prestigious University of Pennsylvania, and then went on to do his masters from NYU. He remained associated with the financial markets as a research analyst in New York for three years before returning to Pakistan and joining the Ismail Iqbal Group.

Board Effectiveness The company has established audit committee at the board level with proper TORs.

Financial Transparency Baker Tilly Mehmood Idrees Qamar are the external auditors and are ranked in the 'A' category in the State Bank's list of approved auditors. The auditor has expressed an unqualified opinion on the financial statements for FY19.

Management

Management Team Mr. Ahfaz Mustafa is the CEO of the company since 2008. He has nearly 12 years of experience in the equity market. Management team of the company comprises seasoned professionals with considerable financial services sector experience. During the year, Madiha Javed, CFA joined the company as a Head of Research. She is carrying nine years of professional experience in investment management.

Organizational Structure There are seven departments in the company, which directly report to the CEO. The company has created all requisite positions to ensure smooth operations.

Client Servicing The company offers multiple account opening mediums. As soon as a trade is executed, the client is notified via email and SMS. The company communicates account statements and market reports to the clients on regular basis.

Complaint Management The company has provided an electronic form on the face of its website to lodge online complaints and complaints can be made via e-mail and calls.

Extent Of Automation / Integration The company utilizes an ERP called "V Trade". The system is fully synchronized with the market and has complete integration with the back office functions.

Continuity Of Operations The company has a well-defined disaster recovery and business continuity plan.

Risk Management Framework The company has established adequate risk management framework and has implemented proper polices of KYC and client due diligence (CDD). The company has also formulated its Investment Policy Statement (IPS), underwriting, corporate finance and advisory policy, approved by the board. Investment and underwriting limits are clearly defined in related policies. The company has formal compliance department, headed by a well-qualified compliance manager. The department ensures that all the regulatory requirements are fulfilled on timely basis. However, no formal compliance manual is formed yet.

Regulatory Compliance Compliance Department ensures that all the regulatory requirements are adhered to. Compliance manager posses more than 8 years of professional experience. Compliance department is also performing the internal audit function.

Business Sustainability

Business Risk The company's primary function is brokerage and book running. During CY19, KSE-100 index posted a negative return of around ~19% (FY18: ~10%) due to uncertainty on economic front where delay in IMF bailout package, increasing interest rate environment and massive PKR depreciation against dollar ~30% in FY19 dented the investor sentiment. The index witnessed slight recovery after mini-budget of January 2019, though geo-political issues on indo-pak front further dampened the confidence in the market. The low trading volumes and depressed equity market conditions have put tremendous pressure on brokerage industry. The operating environment is expected to remain challenging in the near future until recovery is witnessed in equity market.

Business Profile Main activities of the company include brokerage, research and underwriting. In terms of value of traded shares, the company enjoys ~2% market share in the ready and futures equity market.

Revenue And Profitability Analysis The company's operating revenue comprises Commission Income, Capital Gains, Dividend Income, Un-Realized Gain/Loss on marketable securities. During FY19, brokerage commission increased by ~21% to ~PKR 48.63mln, (FY18: PKR 40.04mln), while the company has suffered ~PKR 19mln and ~PKR 17mln in terms of capital gain/loss and un-realized gain/loss during the year. The company made loss in its proprietary investments which impacted the company's profitability. The company booked the net loss of ~PKR 66mln for FY19.

Financial Sustainability

Credit Risk For the assessment of client credit worthiness, the company has implemented due diligence procedures in addition to its KYC. Applicable policies and limits for leverage products have been adopted. An automated risk management system is in place that halts transactions for a particular client if margin falls below the allocated limit. Trade debts are low and their ageing is considered to be manageable.

Market Risk As at 30th June 2019, the size of the short term investment book was ~PKR 77mln (FY18: ~PKR 71mln), which comprises quoted securities. Proprietary listed securities as compared to company's equity comprises ~24.6% in FY19 (FY18: ~19%). Trading in proprietary book creates conflict of interest and exposes the investment portfolio to market risk. The company has formulated an investment policy to address the key issues like scrip level and sector level limits.

Liquidity Profile The liquidity risk for the company arises from T+2 settlement framework. At the end of FY19, the liquid assets were 0.57x of the total asset book (FY18: 0.27x). In case a need arises, the company has approved bank lines of ~PKR 535mln. Liquid assets in relation to total liabilities decreased to 1.14x (FY18: 1.3x). However, liquid assets are sufficient to cover the current liabilities of the company and is well covered by liquid investment and placements.

Financial Risk The debt structure is completely comprised of short-term borrowings which is ~48% in FY19 (FY18: ~2%). As at June-19, the Net capital Balance for the company stood at ~PKR 195mln (FY18: ~PKR 204mln). The company is allowed to take exposure of up to 25x of its NCB



ISM	IAIL IQBAL SECURITIES PRIVATE LIMITED				
	LANCE SHEET		30-Jun-19 FY19	30-Jun-18 FY18	30-Jun-17 FY17
A.	EARNING ASSETS		Un-audited	l Audited	Audited
	a. Finances				
	1. Margin Financing		0	0	79
	2. Ready Futures (Spread Transactions)		0	0	<u> </u>
	b. Investments				
	Deposits with Banks and other institutions Govt. Securities and Money Market Fund		165 0	51	18 0
	3. Debt Securities & Income Funds		0	0	0
	Long-Term i) Listed Equities		83	60	60
	ii)TREC		3	3	5
	5. Short-Term i) Listed Equities		77	71	137
	i) Takaful		7.00	7.00	7.00
			335	191	226
		Total Earning Assets	335	191	306
В.	NON-EARNING ASSETS				
	1. Cash and Bank Balances-Own Funds		0	0	0
	Cash and Bank Balances-Client's Funds Advance Tax		66	72	50
	4. Accounts Receivable		36	83	43
	5. Advances, Deposits and Other receivables6. Fixed Assets		100	117	297 24
		Non-Earning Assets	223	293	414
c.	TOTAL ASSETS	, and the second	558	485	720
D.	Funding				
	1. Commercial				
	i) Advances from Customers		0 71	0 91	0 116
	ii) Trade paybales		71	91	116
	2. FIs i) Short-term Borrowings		149	6	134
	ii) Current Maturity of Long Term Debt		0	2	0
	iii) Long-term Borrowings		2 151	<u>0</u> 8	134
E.	Other Liabilities	Current Liabilities	222	99	251
L.	1. Borrowings		0	0	0
	2. Trade Paybales3. Other Liabilities (staff gratuity, Accrued mark-up)		0 23	0 6	0 14
	Provision for Taxation		0	0	0
F.	EQUITY	Other Liabilities	23	6	14
	1. Share Capital		347	347	347
	Reserves: i. Statutory Reserve		0	0	0
	ii. Capital Reserve		0	0	0
	iii. Reserve for Bonus Shares		0	0	0
	iv. Revenue Reservev. Unappropriated Profit		(32)	0 34	0 109
	v. Chappropriated From		(32)	34	109
		Pure Equity	315	381	455
	3. Surplus/(Deficit) on Revaluation of Investments		0	0	0
	3. Unclaimed dividend		0	0	0
		Total Equity	315	381	455
G.	TOTAL LIABILITIES & EQUITY		558	485	720
H.	CONTINGENT LIABILITIES		0	0	0

INC	The Pakistan Credit Rating Agency Limited AIL IQBAL SECURITIES PRIVATE LIMITED OME STATEMENT the period ended	30-Jun-19 FY19 Un-audited	30-Jun-18 FY18 Audited	30-Jun-17 FY17 Audited
1.	Fee-Based Income			
	a. Advisory Fees	0	0	0
	b. Commission / Underwriting	0	0	0
	c. Brokerage	49	40	66
	d. Others (including MFS)	7	9	1
		56	49	67
2.	Operating Expenses			
	a. Personnel Expenses*	(29)	(31)	(34)
	b. Other Non-interest/Mark Up Expenses*	(40)	(41)	(25)
		(69)	(72)	(59)
3.	Brokerage Income / (Loss)	(14)	(24)	8
4.	Non Fee-Based Income			
	a. Finances	0	0	0
	a. Placements (including Reverse REPO/COI/CFS)	0	0	0
	b. Bank Deposits and Margin finance	0	9	0
		0	9	0
5.	Other Income			
	c. Dividend Income	4	9	0
	d. Gain on Sale of Investments	(19)	(33)	172
	e. Surplus/(Deficit) on Revaluation of Investments	(17)	(10)	15
	f. Share of profit of subsidiaries/associates	0	0	0
	g. Others	0	0	0
		(32)	(34)	186
	Non-fee based + Other Income	(32)	(25)	186
6.	Total Operating Income / (Loss)	(46)	(49)	194
7.	Financial Charges	(15)	(9)	(15)
8.	Other Income / (Loss)	0	0	19
9.	Profit / (Loss) Before Tax	(61)	(58)	199

10. Taxes

11. Net Income

13. Adjustments

12. Unapprpopriated Profit / (Loss) Brought Forward

14. Unappropriated Profit/(Loss) Carried Forward * Proptionated in FY18

Available for Appropriations

(4)

(66)

34

0

(32)

(32)

(17)

(75)

109

0

34

34

(15)

184

(75)

0

109

109

3. Equity

6. Revenue

4. Brokerage Revenue

a. Advisory Fees

b. Brokerage

5. Investment Yield

-17.3%

21.5%

-12.2%

14.2%

nill

21.5%

-16.4%

-39.4%

-10.1%

-27.2%

nill

-39.4%

67.8%

42.2%

70.4%

41.2%

nill

42.2%



Rating Scale | Broker Management Rating

Broker Management Rating Scale & Definitions

An independent opinion on the quality of management and services provided by the broker

Long Term Ratings Excellent. Excellent regulatory compliance, control environment, and financial management; governance and risk management BMR 1A frameworks are extremely effective; HR, IT, and customer services are strongly proactive. **BMR 1++** Strong. Strong regulatory compliance, control environment, and financial management; governance and risk management frameworks **BMR 1**+ are highly effective; HR, IT, and customer services are highly proactive. BMR 1 **BMR 2++** Sound. Sound regulatory compliance, control environment, and financial management; governance and risk management frameworks **BMR 2+** are effective; HR, IT, and customer services are proactive. BMR 2 **BMR 3++** Adequate. Adequate regulatory compliance, control environment, and financial management; governance and risk management **BMR 3**+ frameworks are satisfactory; HR, IT, and customer services are adequate. BMR₃ **BMR 4**++ Inadequate. Inadequate regulatory compliance, control environment, and financial management; governance and risk management **BMR 4**+ frameworks need improvements; HR, IT, and customer services are insufficient. **BMR 4**

Outlook (Stable, Positive, Negative, Developing) Indicates the potential and direction of a rating over the intermediate term in response to trends in economic and/or fundamental business/financial conditions. It is not necessarily a precursor to a rating change. 'Stable' outlook means a rating is not likely to change. 'Positive' means it may be raised. 'Negative' means it

may be lowered. Where the trends have

conflicting elements, the outlook may be

described as 'Developing'.

BMR 5

Rating Watch Alerts to the possibility of a rating change subsequent to, or in anticipation of, a) some material identifiable event and/or b) deviation from expected trend. But it does not mean that a rating change is inevitable. A watch should be resolved within foreseeable future, but may continue if underlying circumstances are not

Suspension It is not possible to update an opinion due to lack of requisite information.

Opinion should be resumed in foreseeable future. However, if this does not happen within six (6) months, the rating should be considered withdrawn.

Weak. Weak regulatory compliance and business practices.

Withdrawn A rating is withdrawn on a) termination of rating mandate, b) cessation of underlying entity, c) the rating remains suspended for six months, or/and d) PACRA finds it impractical to surveill the opinion due to lack of requisite information.

Harmonization A change in rating due to revision in applicable methodology or underlying scale.

Disclaimer: The rating is based on information that is obtained from the client and sources we consider to be reliable but its accuracy and completeness are not guaranteed. PACRA shall owe no liability whatsoever to any loss or damage caused by or resulting from any error in such information. Our rating and related analyses are statements of opinions about the relative standing of the company and its affairs as of the date they are expressed. These are not recommendations to buy or subscribe/unsubscribe any services. None of the information in this document may be copied or otherwise reproduced, stored or disseminated in whole or in part in any form or by any means whatsoever by any person without PACRA's written consent. This disclaimer is in accordance with Section 14(3)(x) of the Credit Rating Companies Regulations, 2016.

Regulatory and Supplementary Disclosure

(Credit Rating Companies Regulations, 2016)

Rating Team Statements

(1) Rating is just an opinion about the creditworthiness of the entity and does not constitute recommendation to buy, hold or sell any security of the entity rated or to buy, hold or sell the security rated, as the case may be | Chapter III; 14-3-(x)

2) Conflict of Interest

- i. The Rating Team or any of their family members have no interest in this rating | Chapter III; 12-2-(j)
- ii. PACRA, the analysts involved in the rating process and members of its rating committee, and their family members, do not have any conflict of interest relating to the rating done by them | Chapter III; 12-2-(e) & (k)
- iii. The analyst is not a substantial shareholder of the customer being rated by PACRA [Annexure F; d-(ii)] Explanation: for the purpose of above clause, the term "family members" shall include only those family members who are dependent on the analyst and members of the rating committee

Restrictions

- (3) No director, officer or employee of PACRA communicates the information, acquired by him for use for rating purposes, to any other person except where required under law to do so. | Chapter III; 10-(5)
- (4) PACRA does not disclose or discuss with outside parties or make improper use of the non-public information which has come to its knowledge during business relationship with the customer | Chapter III; 10-7-(d)
- (5) PACRA does not make proposals or recommendations regarding the activities of rated entities that could impact a credit rating of entity subject to rating | Chapter III; 10-7-(k)

Conduct of Business

- (6) PACRA fulfills its obligations in a fair, efficient, transparent and ethical manner and renders high standards of services in performing its functions and obligations; | Chapter III; 11-A-(a)
- (7) PACRA uses due care in preparation of this Rating Report. Our information has been obtained from sources we consider to be reliable but its accuracy or completeness is not guaranteed. PACRA does not, in every instance, independently verifies or validates information received in the rating process or in preparing this Rating Report.
- (8) PACRA prohibits its employees and analysts from soliciting money, gifts or favors from anyone with whom PACRA conducts business | Chapter III; 11-A-(q)
- (9) PACRA ensures before commencement of the rating process that an analyst or employee has not had a recent employment or other significant business or personal relationship with the rated entity that may cause or may be perceived as causing a conflict of interest; | Chapter III; 11-A-(r) (10) PACRA maintains principal of integrity in seeking rating business | Chapter III; 11-A-(u)
- (11) PACRA promptly investigates, in the event of a misconduct or a breach of the policies, procedures and controls, and takes appropriate steps to rectify any weaknesses to prevent any recurrence along with suitable punitive action against the responsible employee(s) | Chapter III; 11-B-(m)

Independence & Conflict of interest

- (12) PACRA receives compensation from the entity being rated or any third party for the rating services it offers. The receipt of this compensation has no influence on PACRA's opinions or other analytical processes. In all instances, PACRA is committed to preserving the objectivity, integrity and independence of its ratings. Our relationship is governed by two distinct mandates i) rating mandate signed with the entity being rated or issuer of the debt instrument, and fee mandate signed with the payer, which can be different from the entity
- (13) PACRA does not provide consultancy/advisory services or other services to any of its customers or to any of its customers' associated companies and associated undertakings that is being rated or has been rated by it during the preceding three years unless it has adequate mechanism in place ensuring that provision of such services does not lead to a conflict of interest situation with its rating activities; | Chapter III; 12-2-(d)
- (14) PACRA discloses that no shareholder directly or indirectly holding 10% or more of the share capital of PACRA also holds directly or indirectly 10% or more of the share capital of the entity which is subject to rating or the entity which issued the instrument subject to rating by PACRA; | Reference Chapter III; 12-2-(f)
- (15) PACRA ensures that the rating assigned to an entity or instrument is not be affected by the existence of a business relationship between PACRA and the entity or any other party, or the non-existence of such a relationship | Chapter III; 12-2-(i)
- (16) PACRA ensures that the analysts or any of their family members shall not buy or sell or engage in any transaction in any security which falls in the analyst's area of primary analytical responsibility. This clause shall, however, not be applicable on investment in securities through collective investment schemes. | Chapter III; 12-2-(l)
- (17) PACRA has established policies and procedure governing investments and trading in securities by its employees and for monitoring the same to prevent insider trading, market manipulation or any other market abuse | Chapter III; 11-B-(g)

Monitoring and review

- (18) PACRA monitors all the outstanding ratings continuously and any potential change therein due to any event associated with the issuer, the security arrangement, the industry etc., is disseminated to the market, immediately and in effective manner, after appropriate consultation with the entity/issuer; | Chapter III | 18-(a)
- (19) PACRA reviews all the outstanding ratings on semi-annual basis or as and when required by any creditor or upon the occurrence of such an event which requires to do so; | Chapter III | 18-(b)
- (20) PACRA initiates immediate review of the outstanding rating upon becoming aware of any information that may reasonably be expected to result in downgrading of the rating; | Chapter III | 18-(c)
- (21) PACRA engages with the issuer and the debt securities trustee, to remain updated on all information pertaining to the rating of the entity/instrument; | Chapter III | 18-(d)

Probability of Default

(22) PACRA's Rating Scale reflects the expectation of credit risk. The highest rating has the lowest relative likelihood of default (i.e, probability). PACRA's transition studies capture the historical performance behavior of a specific rating notch. Transition behavior of the assigned rating can be obtained from PACRA's Transition Study available at our website. (www.pacra.com). However, actual transition of rating may not follow the pattern observed in the past | Chapter III | 14-(f-VII)

Proprietary Information

(23) All information contained herein is considered proprietary by PACRA. Hence, none of the information in this document can be copied or, otherwise reproduced, stored or disseminated in whole or in part in any form or by any means whatsoever by any person without PACRA's prior written consent