



The Pakistan Credit Rating Agency Limited

Rating Report

Habib Metropolitan Financial Services Limited | BFR

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Rating History table with columns: Dissemination Date, Rating, Outlook, Action, Rating Watch. Rows include dates 17-May-2023 and 13-Jun-2022 with ratings BFR 3+ and outlooks Stable.

Rating Rationale table with columns: Factor, Comment. Rows include Ownership, Governance, Management and Client Services, Internal Controls and Regulatory Compliance, Business Sustainability, and Financial Sustainability.

Key Rating Drivers: Habib Metropolitan Financial Services Limited ("HMFS" or the "Company") is a public unlisted company principally engaged in the business of equity brokerage. The assigned rating incorporates a qualified and experienced management team and a client services platform with the facility of online trading and quality research available to customers.

Disclosure table with columns: Name of Rated Entity, Type of Relationship, Purpose of the Rating, Applicable Criteria, Related Research, Rating Analysts. Includes details for Habib Metropolitan Financial Services Limited | BFR.

## Profile

**Background** Incorporated in 2007, Habib Metro Financial Services Limited referred herein as (“HMFS” or “the Company”) commenced its operations in 2008. The Company is a TREC holder of Pakistan Stock Exchange (PSX).  
**Operations** HMFS primarily offers the services of Equity Brokerage and Research. Further, the Company operates through the Head Office located in Karachi.

## Ownership

**Ownership Structure** Habib Metropolitan Financial Services Limited is a subsidiary of Habib Metropolitan Bank Limited. HMFSL was incorporated in 2007 as a public limited company under the Companies Ordinance, 1984 (Now Companies Act, 2017) and commenced its operations in 2008.  
**Stability** Habib Metropolitan Bank Limited commenced its commercial-banking operations as Metropolitan Bank in October 1992, later on, the Bank merged with Habib Bank AG Zurich’s Pakistan in Oct’06. The merged entity was named as ‘Habib Metropolitan Bank Limited’, referred to as HMBL currently operates through an omnipresent branch network of 493 branches in 191 cities across Pakistan at end-Dec’22.  
**Business Acumen** HMFSL enjoys close institutional relationship with Habib Metropolitan Bank Limited, owned and managed by Habib Family, have been involved in banking for over 75 years, is considered pioneers of introducing banking in Pakistan  
**Financial Strength** The sponsors have sizeable net worth and may provide support to the Company with increasing quantum of operations. Habib Metropolitan Bank Limited enjoys a rating of AA+, assigned by PACRA. The equity of HMBL stood at ~PKR 75bln at end-Dec’22.

## Governance

**Board Structure** The Company has three non-executive directors on the board. All the directors represent Habib Metropolitan Bank Limited. Presence of independent insight would be an encouraging factor from the ratings perspective.  
**Members’ Profile** The board possess the necessary skills and experience required for capital markets. The board members, on-average, possess more than ~20 years of experience in the field of finance and capital markets.  
**Board Effectiveness** During CY22, four board meetings were conducted and attended by majority of the board members. The board is always provided with MIS pack prior to the meeting and the meeting discussions are properly documented in the form of minutes. However, due to the size of the board, board-level committees have not been formed as per the industry best practice.  
**Financial** The financial statements of the Company for the CY22 has been audited by KPMG Taseer Hadi and Company; ‘A’ category and a satisfactory QCR rated firm. The auditors have issued an unqualified opinion on the financial statements.

## Management And Client Services

**Organizational Structure** The Company has a lean organizational structure to manage its operations and appropriate policies to protect the clients interest. The Company operates through the Head Office located in Karachi. All of the Departmental Heads reports to the CEO. However, the internal auditor reports directly to the Board.  
**Management Team** The management of HMFSL possess necessary experience and qualifications to manage the Company’s operations efficiently. Mr. Ather Husain Medina has replaced Mr. Manzar Mushtaq as the CEO back in May’22. Mr. Ather Husain Medina is a qualified professional with extensive work experience of over 29 years in the financial sector and has worked with BIPL Securities Ltd., Alfalah GHP Investment Management Ltd., Invest Capital Investment Bank Ltd. and Atlas Asset Management Ltd., among other reputed Financial Institutions.  
**Client Servicing** MFSL regularly publishes reports on market strategy, economy, daily news and market updates. HMFSL has provided direct links to relevant institutions and departments on their website. Moreover, various channels, including a mobile app and online trading platforms, are available to execute and monitor the transactions.  
**Complaint Management** HMFSL has established Customer Complaint Policy to provide guidance to both customers and staff on the manner in which HMFSL receives and manages complaint. Customers can lodge complaint via call, email or by speaking directly to CFO/ Company Secretary or Head of Internal Audit.  
**Extent Of Automation / Integration** HMFSL has comprehensive and effective IT arrangement to deal with dynamic technological environment prevailing in the capital markets arena. The Company has entered into an agreement with PSX to provide its customers with online trading facility via KITS.  
**Continuity Of Operations** HMFSL has established a recovery plan for all essential infrastructure elements, systems, networks, and key business activities. The business continuity plan provides a framework for business departments if a major incident occurs, causing disruption to pre-defined critical services.

## Internal Controls And Regulatory Compliance

**Risk Management Framework** The Company has an in-house internal audit department, which monitors implementation of the policies and procedures of HMFSL. Presence of an Audit Committee would have been helpful for an effective control environment and compliance with reporting standards. The Company has developed detailed policies to manage the risk arising from staff trading, KYC/AML and a trade review policy is also in place.  
**Regulatory Compliance** Compliance Department ensures regular monitoring of controls and systems, which ensures all functions are in-line with the applicable policies and procedures. Research analyst policy has also been formulated. The Head of Compliance, Mr. Mushtaq Ahmed has over 20 years of experience in the financial industry.

## Business Sustainability

**Operating Environment** Pakistan's economy is placed at a precarious point right now. The resumption of the IMF program is necessary to have access to much-needed foreign inflows to boost the critically low SBP forex reserves. Inflation has been consistently rising and is forecasted to rise further. The policy interest rates have increased to try and curb inflation, which has impacted the volumes for the brokerage industry as investors are opting for safer fixed-income returns instead of riskier equity investments. Moving forward, resolving the Letter of Credit (LC) issues remains imperative to allow manufacturers to resume their operations and restart the economic activity in the country.

**Performance** The Company's operating revenue is mainly concentrated in equity brokerage. During CY22 the Company earned equity brokerage revenue of ~PKR 32mln (SPLY: ~PKR 49mln) which constituted ~50% of the total income. HMFS has performed relatively well with a fall of ~37% in volumes compared to ~51% of the market. The equity took a hit due to losses suffered on the back of decline in topline and increase in administrative expenses.

**Strategy** Going forward, the strategic planning of the Company is to focus on institutional and knowledgeable HNWI clients and diversify into the retail/ online segment.

## Financial Sustainability

**Credit Risk** For the assessment of client's creditworthiness, the Company has formulated detailed KYC/CDD policies. Limits have been defined, which are strictly monitored. The exposure limits as a whole and on individual basis are monitored and any shortfalls are immediately reported to senior management for prompt action.

**Market Risk** HMFSL does not operate any proprietary book hence, it has protected itself from the risk arising from volatility in the equity markets. The Company does not plan to trade proprietary book in the near future.

**Liquidity Risk** The liquidity profile of HMFSL is considered strong as the Company has reported current assets of ~PKR 464mln at end-Dec'22 as compared to current liabilities of ~PKR 156mln.

**Capitalization** At end-Dec'22, the Liquid Capital Balance (LCB) of the Company stood at ~PKR 277mln. The Company has an equity base of ~PKR 326mln at end-Dec'22 as compared to the equity of ~PKR 338mln in CY'21.

PKR mln

**Habib Metropolitan Financial Services Limited**

Dec-22	Dec-21	Dec-20
12M	12M	12M

**A BALANCE SHEET**

1 Finances	-	-	-
2 Investments	112	121	122
3 Other Earning Assets	159	174	159
4 Non-Earning Assets	217	216	208
5 Non-Performing Finances-net	-	-	-
<b>Total Assets</b>	<b>487</b>	<b>511</b>	<b>490</b>
6 Funding	5	7	4
7 Other Liabilities (Non-Interest Bearing)	156	165	150
<b>Total Liabilities</b>	<b>162</b>	<b>172</b>	<b>154</b>
<b>Equity</b>	<b>326</b>	<b>338</b>	<b>336</b>

**B INCOME STATEMENT**

1 Fee Based Income	32	49	51
2 Operating Expenses	(64)	(56)	(56)
3 Non Fee Based Income	32	16	20
<b>Total Operating Income/(Loss)</b>	<b>0</b>	<b>9</b>	<b>15</b>
4 Financial Charges	(1)	(1)	(1)
<b>Pre-Tax Profit</b>	<b>(0)</b>	<b>8</b>	<b>14</b>
5 Taxes	(3)	(4)	(4)
<b>Profit After Tax</b>	<b>(4)</b>	<b>4</b>	<b>9</b>

**C RATIO ANALYSIS**

**1 Business Sustainability**

Pre Tax Margin	-1.1%	16.6%	27.5%
EBITDA/ Revenue	9.4%	23.9%	32.0%
Profit / (Loss) Before Interest & Taxes / Total Assets	0.1%	1.8%	3.0%

**2 Financial Sustainability**

Total Investments / Equity	34.4%	35.6%	36.4%
NCB / Equity	73.5%	74.9%	73.6%
LCB/ Total Equity	85.3%	87.5%	86.9%
( Cash & Cash Equivalents + Government Securities ) / Total Assets	88.2%	87.3%	87.3%
Total Debt / Equity	1.6%	2.2%	1.2%

### Broker Fiduciary Rating Scale & Definitions

An independent opinion on a broker's quality of management and client services, and sustainability of operations

Scale	Definition
<b>BFR 1</b>	<b>Very Strong.</b> Very Strong quality of management and client services, and very high likelihood of sustaining operations.
<b>BFR 2++</b> <b>BFR 2+</b> <b>BFR 2</b>	<b>Strong.</b> Strong quality of management and client services, and high likelihood of sustaining operations.
<b>BFR 3++</b> <b>BFR 3+</b> <b>BFR 3</b>	<b>Good.</b> Good quality of management and client services, and above average likelihood of sustaining operations.
<b>BFR 4++</b> <b>BFR 4+</b> <b>BFR 4</b>	<b>Adequate.</b> Adequate quality of management and client services, and average likelihood of sustaining operations.
<b>BFR 5</b>	<b>Weak.</b> Weak quality of management and client services, and weak likelihood of sustaining operations.

<p><b>Outlook (Stable, Positive, Negative, Developing)</b> 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'.</p>	<p><b>Rating Watch</b> Alerts to the possibility of a rating change subsequent to, or, in anticipation of some material identifiable event with indeterminable rating implications. 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 settled. Rating watch may accompany rating outlook of the respective opinion.</p>	<p><b>Suspension</b> 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.</p>	<p><b>Withdrawn</b> 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 surveil the opinion due to lack of requisite information.</p>	<p><b>Harmonization</b> A change in rating due to revision in applicable methodology or underlying scale.</p>
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**Surveillance.** Surveillance on a publicly disseminated rating opinion is carried out on an ongoing basis till it is formally suspended or withdrawn. A comprehensive surveillance of rating opinion is carried out at least once every six months. However, a rating opinion may be reviewed in the intervening period if it is necessitated by any material happening.

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(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

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- (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 | Clause 11-(A)(p).
- (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)

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- (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)

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