
هَذَا مِنْ فَضْلِ رَبِّي



VISION STATEMENT

TO BE OUR CUSTOMERS' MOST CONVENIENT
AND TRUSTED BANK

MISSION STATEMENT

TO MAKE BANKING SAFE, SIMPLE, AND PLEASANT



CORPORATE INFORMATION

Board of Directors	Abbas D. Habib	<i>Chairman</i>
	Adnan Afridi	
	Anwar Haji Karim	
	Arshad Nasar	
	Farhana Mowjee Khan	
	Javed Iqbal	
	Mohammad Rafiquddin Mehkari	
	Murtaza H. Habib	
	Qumail R. Habib	<i>Executive Director</i>
	Syed Mazhar Abbas	
Audit Committee	Mansoor Ali Khan	<i>Chief Executive</i>
	Mohammad Rafiquddin Mehkari	<i>Chairman</i>
	Anwar Haji Karim	Member
	Arshad Nasar	Member
	Farhana Mowjee Khan	Member
	Syed Mazhar Abbas	Member
	Arshad Nasar	<i>Chairman</i>
	Abbas D. Habib	Member
	Farhana Mowjee Khan	Member
	Murtaza H. Habib	Member
Human Resource & Remuneration Committee	Syed Mazhar Abbas	Member
	Arshad Nasar	<i>Chairman</i>
	Abbas D. Habib	Member
	Farhana Mowjee Khan	Member
	Murtaza H. Habib	Member
	Syed Mazhar Abbas	Member
	Syed Mazhar Abbas	<i>Chairman</i>
	Arshad Nasar	Member
	Mohammad Rafiquddin Mehkari	Member
	Murtaza H. Habib	Member
Credit Risk Management Committee	Qumail R. Habib	Member
	Adnan Afridi	<i>Chairman</i>
	Anwar Haji Karim	Member
	Farhana Mowjee Khan	Member
	Mohammad Rafiquddin Mehkari	Member
	Qumail R. Habib	Member
	Arshad Nasar	<i>Chairman</i>
	Farhana Mowjee Khan	Member
	Qumail R. Habib	Member
	Mansoor Ali Khan</	



**Chief Financial
Officer**

Ashar Husain

**Statutory
Auditors**

EY Ford Rhodes
Chartered Accountants

**Legal
Advisor**

LMA Ebrahim Hosain
Barristers, Advocates & Corporate Legal Consultants

**Registered
Office**

126-C, Old Bahawalpur Road,
Multan

**Principal
Office**

2nd Floor, Mackinnons Building,
I.I. Chundrigar Road,
Karachi

**Share
Registrar**

CDC Share Registrar Services Limited
CDC House 99-B, Block-B, S.M.C.H.S.
Main Shahrah-e-Faisal, Karachi-74400.

Website

www.bankalhabib.com

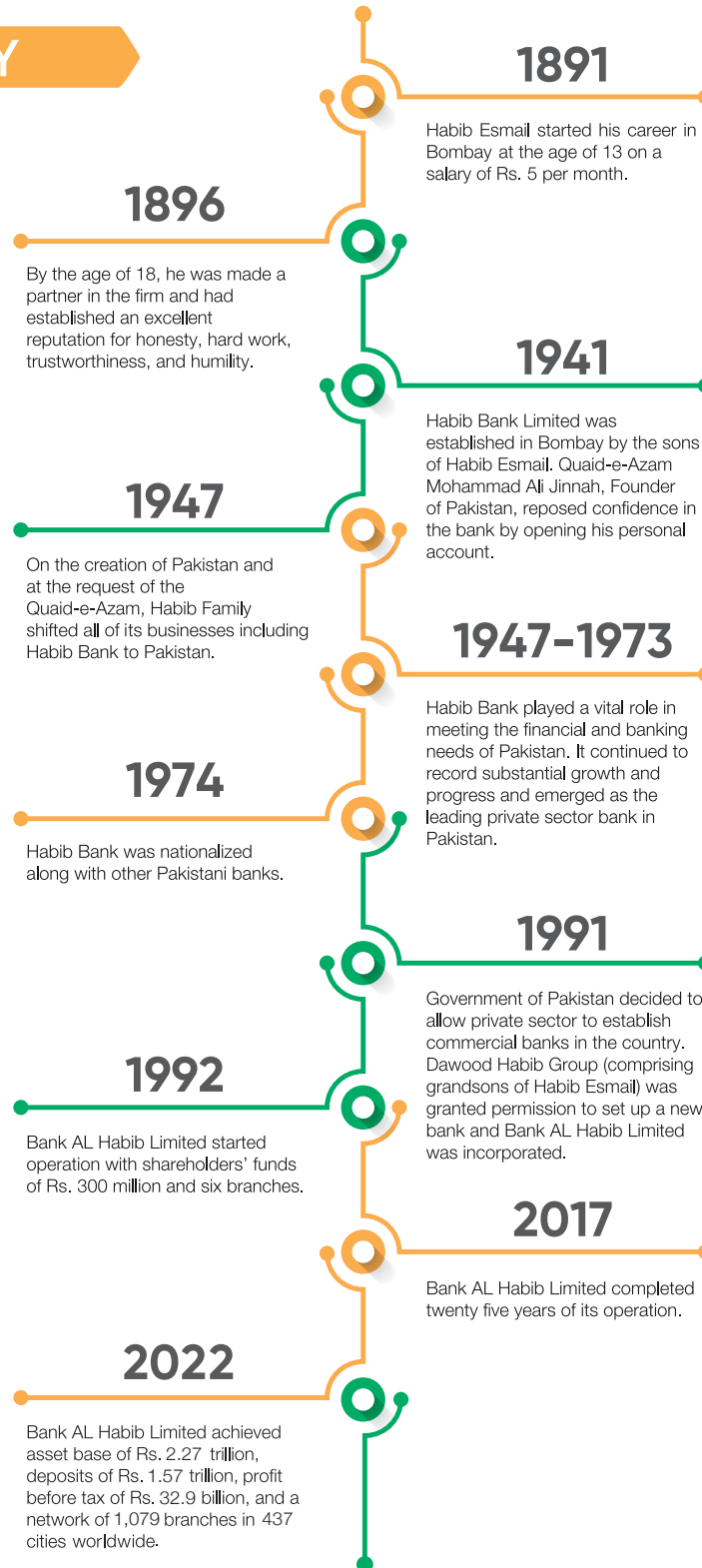


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HISTORY





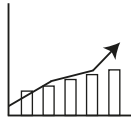
HIGHLIGHTS YEAR 2022



Total Assets
PKR 2.27 Tr



Deposits
PKR 1.57 Tr



Profit before tax
PKR 32.9 Bn



Awards
Trade and Supply Chain Finance Program (TSCFP) Award 2022 from Asian Development Bank



Total Network
1079

Branches & Sub-Branches



Total Cities Served
435

in Pakistan



Domestic ATM Network
Over 1300+

Onsite & Offsite

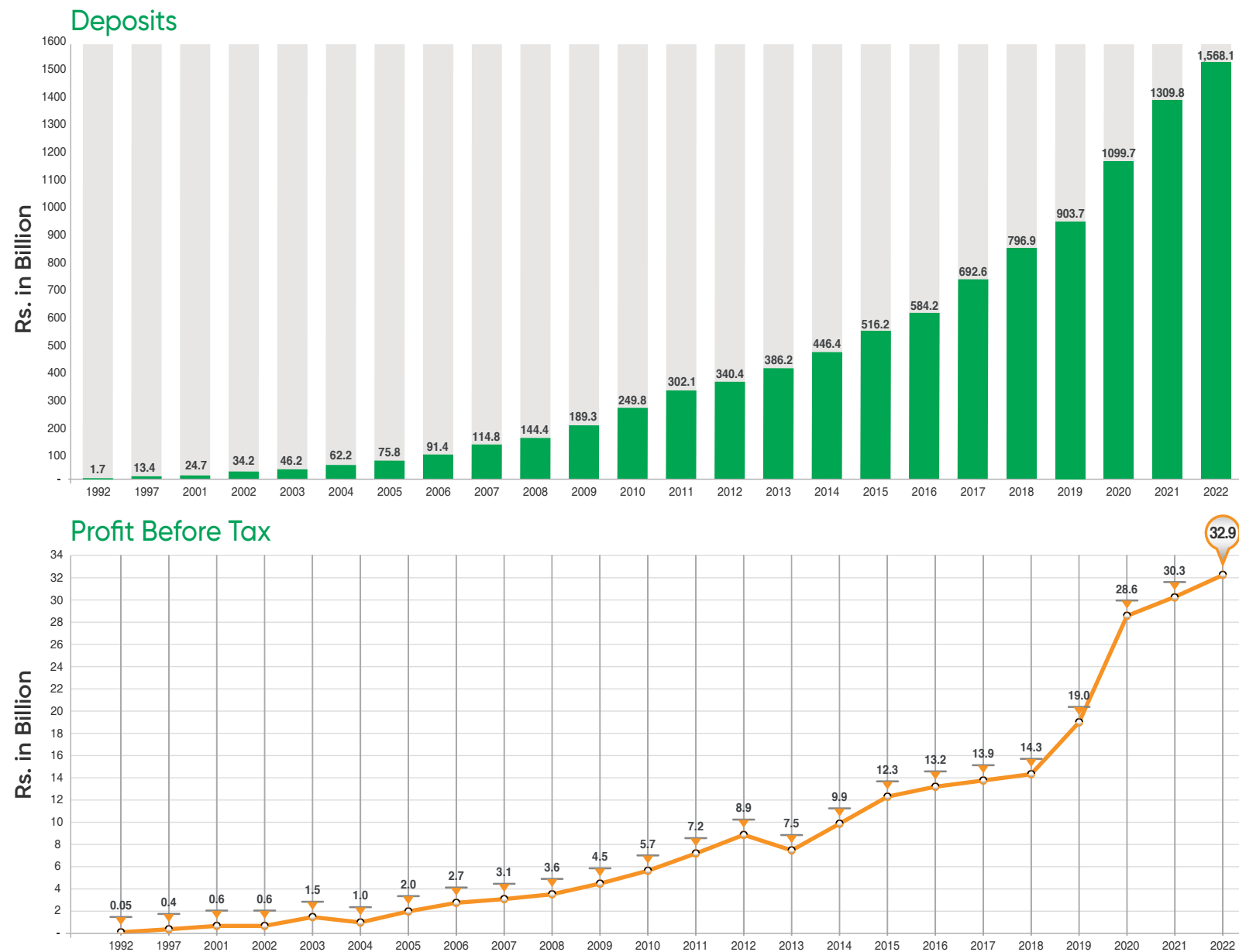


Total Foreign Branches and Representative Offices
6

Countries Across the Globe



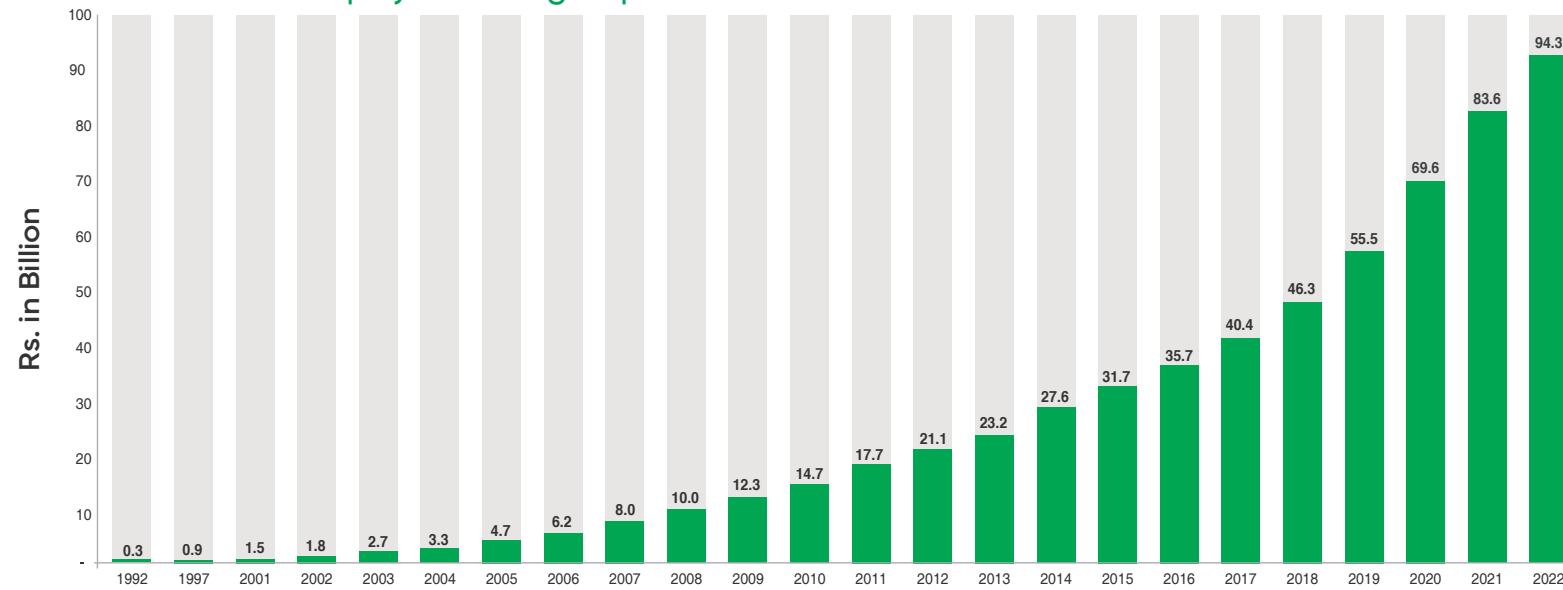
PERFORMANCE 1992-2022



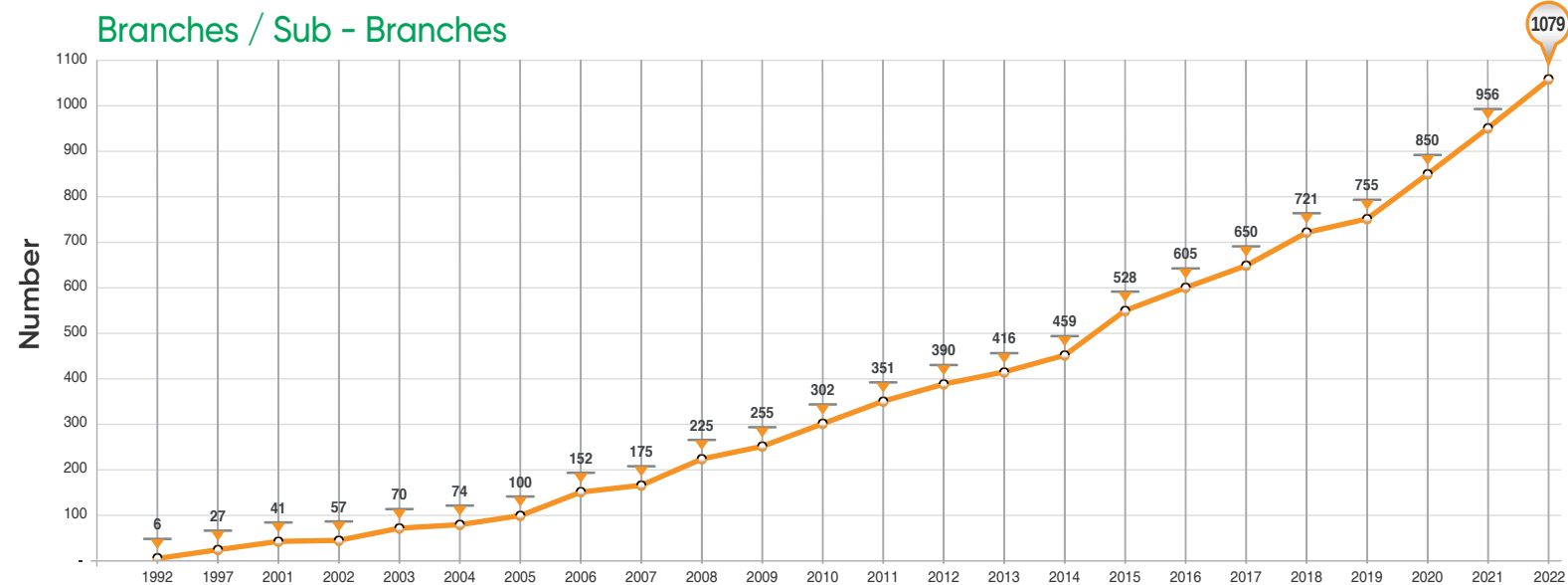


PERFORMANCE 1992-2022

Shareholders' Equity excluding surplus on revaluation of assets



Branches / Sub - Branches





Performance 1992-2022

(Rupees in Million)

Years	Assets	Deposits	Advances	Investments	Shareholders' Equity excluding surplus on revaluation of assets	Profit Before Tax	Profit After Tax	Cash Dividend	Stock Dividend
1992	2,727	1,679	607	1,060	325	51	25	–	–
1993	5,590	3,372	1,647	1,907	421	151	96	–	–
1994	8,346	5,200	3,067	1,932	528	224	107	–	–
1995	11,395	6,353	4,254	2,055	611	255	127	15.0%	–
1996	11,248	8,573	5,664	2,489	718	341	153	15.0%	10.0%
1997	16,515	13,445	7,372	7,440	851	442	199	20.0%	15.0%
1998	16,897	13,226	7,564	6,999	1,016	445	203	10.0%	32.0%
1999	19,870	14,113	10,925	4,601	1,169	373	153	–	20.0%
2000	24,226	17,823	14,722	1,289	1,322	403	153	–	20.0%
2001	29,025	24,697	15,902	5,664	1,532	551	246	5.0%	20.0%
2002	49,437	34,240	23,775	18,831	1,822	620	290	–	25.0%
2003									



REVIEW REPORT BY THE CHAIRMAN ON THE OVERALL PERFORMANCE OF THE BOARD

Alhamdulillah, I am pleased to present a report on the overall performance of the Board and effectiveness of the role played by the Board in achieving the Bank's objectives.

The Board has approved a formal performance evaluation process of the Board & its Sub Committees. The Bank has adopted In-House Approach and Quantitative Technique with scored questionnaires for Board evaluation.

Accordingly, performance evaluation of the Board was conducted in 2022 as per mechanism approved by the Board. It was concluded that the overall performance of the Board, including effectiveness of the role played by the Board in achieving the Bank's objective, was found to be generally satisfactory.

Overall objective of performance evaluation of the Board is to ensure sustainable growth and development of the Bank, with focus on the following areas:

- (a) Board Composition and Functioning
- (b) Corporate Strategy and Business plan
- (c) Monitoring of Bank Performance
- (d) Internal Audit and Internal Control
- (e) Risk Management and Compliance
- (f) Disclosure of Material Information
- (g) Ideas for Improvement

Karachi: February 15, 2023

Abbas D. Habib
Chairman
Board of Directors



DIRECTORS' REPORT

Alhamdulillah, the Directors of Bank AL Habib Limited are pleased to present the Thirty Second Annual Report together with the audited financial statements of the Bank for the year ended December 31, 2022.

The operating results and appropriations, as recommended by the Board, are given below:

	(Rupees in '000)
Profit for the year before tax	32,883,852
Taxation	(16,313,623)
Profit for the year after tax	16,570,229
Unappropriated profit brought forward	51,798,069
Transfer from surplus on revaluation of fixed assets – net of tax	112,572
Other comprehensive income – net of tax	(205,271)
	51,705,370
Profit available for appropriations	68,275,599
Appropriations:	
Transfer to Statutory Reserve	(1,657,023)
Cash dividend – 2021	(7,779,978)
	(9,437,001)
Unappropriated profit carried forward	58,838,598
Basic / Diluted earnings per share – after tax	Rs. 14.91

For the year ended December 31, 2022, the Directors propose a cash dividend of 70%, i.e., Rs. 7.0 per share.

Performance Review

Alhamdulillah, the performance of your Bank continued to be satisfactory during the year. Deposits rose to Rs. 1,568.1 billion against Rs. 1,309.8 billion a year earlier, while advances increased to Rs. 813.5 billion from Rs. 733.8 billion. Foreign Trade Business handled by the Bank during the year was Rs. 2,879.7 billion. Profit before tax for the year was Rs. 32.9 billion as compared to Rs. 30.3 billion last year, while profit after tax was Rs. 16.6 billion against Rs. 18.7 billion last year. Profit for the year was affected primarily due to provisioning in sovereign bonds.

During the year, the Bank opened 123 new branches, bringing our network to 1,083, which comprises 1,050 branches (including 178 Islamic Banking Branches and 2 Overseas Branches, one each in Bahrain and Malaysia), 29 sub-branches, and 4 Representative Offices, one each in Dubai, Istanbul, Beijing, and Nairobi. The Bank will continue to expand its network.

In April 2022, the Bank successfully completed its ninth issue of rated, unsecured, and subordinated perpetual Term Finance Certificates (TFCs) amounting to Rs. 7,000 million (inclusive of a “Green Shoe” option of Rs. 3,000 million), through private placement. The said privately placed Tier-1 TFC was managed and arranged by your Bank. Subsequently, it was listed on Pakistan



The ratings of Tier-1 TFC is **AA+** (Double A plus) while Tier-2 TFC is **AAA** (Triple A). These TFCs have further enhanced the Bank's capital adequacy and will also support future growth in our operations.

AWARD AND RECOGNITION

Trade and Supply Chain Finance Program (TSCFP) Award 2022

The Bank has received “Trade and Supply Chain Finance Program (TSCFP) Award 2022” from Asian Development Bank (ADB) as being a Leading Partner Bank in Pakistan. The TSCFP award recognizes the Bank's role in supporting trade in Asia and the Pacific region. This is the third time that the Bank has received the award under this category.

CHANGES IN THE BOARD OF DIRECTORS

- Mr. Safar Ali Lakhani and Syed Hasan Ali Bukhari retired from the Board and did not offer themselves for election as Directors in the year 2022.
- Mr. Javed Iqbal and Mr. Mohammad Rafiquddin Mehkari are the new members on our Board, being elected as Directors in March 2022.

The Board members placed their highest appreciation and gratitude for the invaluable services rendered by Mr. Safar Ali Lakhani and Syed Hasan Ali Bukhari as Directors of the Board, covering a period of around 8 years, during which their participation played an important role in the development and success of the Bank.

COMPOSITION OF BOARD OF DIRECTORS

Total number of Directors are as follows:

- Male 09
- Female 01
- 10

The composition of the Board is as follows:

Independent Directors	Mr. Arshad Nasar Mr. Javed Iqbal Mr. Mohammad Rafiquddin Mehkari
Non-Executive Directors	Mr. Abbas D. Habib Mr. Adnan Afridi Mr. Anwar Haji Karim Mr. Murtaza H. Habib Syed Mazhar Abbas
Executive Director	Mr. Qumail R. Habib
Female Director-Non Executive	Ms. Farhana Mowjee Khan

Mr. Mansoor Ali Khan is the Chief Executive of the Bank. Being CEO of the Bank, he is deemed to be a Director.



Board Meetings

During the year, four meetings of the Board were held and the attendance of each Director was as follows:

Name of Director	Meetings Held	Meetings Attended
Mr. Abbas D. Habib	4	4
Mr. Adnan Afridi	4	4
Mr. Anwar Haji Karim	4	4
Mr. Arshad Nasar	4	4
Ms. Farhana Mowjee Khan	4	4
Mr. Javed Iqbal*	4	2
Mr. Mohammad Rafiquddin Mehkari*	4	2
Mr. Murtaza H. Habib	4	4
Mr. Qumail R. Habib	4	4
Syed Mazhar Abbas	4	4
Mr. Mansoor Ali Khan, Chief Executive	4	4
Mr. Safar Ali Lakhani**	4	1
Syed Hasan Ali Bukhari**	4	1
* Mr. Javed Iqbal and Mr. Mohammad Rafiquddin Mehkari attended all meetings after their appointment as Directors of the Bank.		
** Mr. Safar Ali Lakhani and Syed Hasan Ali Bukhari retired from the Board.		

Committees Meetings

The Listed Companies (Code of Corporate Governance) Regulations, 2019 requires the Bank to disclose the composition of all Committees of the Board, viz. Audit Committee, Human Resource & Remuneration Committee, Credit Risk Management Committee, Risk Management Committee, IT Committee, and IFRS 9 Committee.

During the year, seven meetings of the Audit Committee, six meetings of Credit Risk Management Committee and four meetings of Human Resource & Remuneration Committee, Risk Management Committee, IT Committee, and IFRS 9 Committee were held, and the attendance of members was as follows:

Audit Committee			Human Resource & Remuneration Committee		
Name of Director	Meetings Held	Meetings Attended	Name of Director	Meetings Held	Meetings Attended
Mr. Mohammad Rafiquddin, Mehkari, Chairman*	7	4	Mr. Arshad Nasar, Chairman	4	4
Mr. Anwar Haji Karim	7	7	Mr. Abbas D. Habib	4	4
Mr. Arshad Nasar	7	7	Ms. Farhana Mowjee Khan		



Credit Risk Management Committee			Risk Management Committee		
Name of Director	Meetings Held	Meetings Attended	Name of Director	Meetings Held	Meetings Attended
Syed Mazhar Abbas, Chairman	6	6	Mr. Adnan Afridi, Chairman	4	4
Mr. Arshad Nasar*	6	4	Mr. Anwar Haji Karim	4	4
Mr. Mohammad Rafiquddin Mehkari**	6	4	Ms. Farhana Mowjee Khan	4	4
Mr. Murtaza H. Habib	6	6	Mr. Mohammad Rafiquddin Mehkari**	4	2
Mr. Qumail R. Habib	6	6	Mr. Qumail R. Habib	4	3
Syed Hasan Ali Bukhari***	6	1	Mr. Safar Ali Lakhani****	4	1
Mr. Safar Ali Lakhani****	6	1			
* Mr. Arshad Nasar attended all Credit Risk Management Committee meetings after his nomination.					
** Mr. Mohammad Rafiquddin Mehkari attended all Credit Risk Management Committee and Risk Management Committee meetings after his nomination.					
*** Syed Hasan Ali Bukhari ceased to be the member of Credit Risk Management Committee during the year. He attended all meetings of Credit Risk Management Committee while he was its member.					
**** Mr. Safar Ali Lakhani ceased to be the member of Credit Risk Management Committee and Risk Management Committee during the year. He attended all meetings of Credit Risk Management Committee and Risk Management Committee while he was member of the committees.					

IT Committee			IFRS 9 Committee		
Name of Director	Meetings Held	Meetings Attended	Name of Director	Meetings Held	Meetings Attended
Mr. Abbas D. Habib, Chairman	4	4	Mr. Arshad Nasar, Chairman	4	4
Mr. Arshad Nasar	4	4	Mr. Qumail R. Habib	4	3
Mr. Javed Iqbal*	4	2	Syed Hasan Ali Bukhari***	4	1
Mr. Qumail R. Habib	4	3			



Directors' Remuneration Policy

The shareholders of the Bank have approved a 'Policy & Procedure for Fixing Remuneration of Directors', which states that:

- The remuneration of Non-Executive Directors for attending Board and Committee meetings shall be decided by the Board within the maximum limit as specified by the State Bank of Pakistan from time to time.
- The Chairman of the Board is also entitled to have 20% additional remuneration fee of the remuneration set for him for attending Board and its Committee meeting considering the Chairman's vast knowledge, experience, insight, sense of judgement and market contacts. The Chairman of the Board shall also monitor the performance of the Bank's management and implementation of the Business Plan of the Bank on behalf of the Board.
- A full time Director shall receive such remuneration as the members (shareholders) may fix.
- The Chairman of the Board (in case of individual Directors) and Independent Directors with the help of other Directors (in case of Chairman of the Board) shall decide regarding reconsideration in remuneration of underperforming Director/Chairman if the overall performance of the Director/Chairman consistently remains in "Needs Improvement" category for the two consecutive years as per Annual Performance Evaluation of the Board members.

Credit Rating

Alhamdolillah, Pakistan Credit Rating Agency Limited (PACRA) has maintained the Bank's long term entity and short term entity ratings at **AAA** (Triple A) and **A1+** (A One plus), respectively. This long term credit rating **AAA** (Triple A) denotes the highest credit quality with the lowest expectation of credit risk, and indicates exceptionally strong capacity for timely payment of financial commitments.

The ratings of our unsecured, subordinated Term Finance Certificates (TFCs) are **AAA** (Triple A) for TFC-2018, TFC-2021 and TFC-2022, and **AA+** (Double A plus) for TFC-2017 (perpetual) and TFC-2022 (perpetual). These ratings denote a very low expectation of credit risk emanating from a very strong capacity for timely payment of financial commitments.

Future Outlook

In the fiscal year 2022, GDP of Pakistan recorded a growth of 6%. It was broad-based growth across all sectors - agriculture, industry, and services. Growth in large-scale manufacturing was particularly impressive at over 10%.

Soon after, current account and budget deficits rose to high levels and the country's foreign exchange reserves declined significantly, mainly because of increase in current account deficit and external debt repayments.

The current year, 2023, will be a very challenging for the country due to decline in foreign exchange reserves, depreciation of Pak Rupee, rise in inflation rate and delay in finalization of IMF program. Restrictions on import of raw materials may adversely affect the industrial production and consequently the GDP growth rate is likely to decline significantly. The Government and the State Bank are taking fiscal and monetary measures, together with ensuring compliance of the IMF program, with the aim of stabilizing the economy.

Given the Bank's consistent conservative approach, our emphasis during the year will be on consolidation combined with prudent growth and vigilant monitoring, which will InshaAllah enable us to steer through these difficult times.



8. Value of investments of Provident Fund and Gratuity Fund Schemes based on latest audited financial statements as at December 31, 2021 was as follows:

	(Rupees in '000)
Provident Fund	9,261,904
Gratuity Fund	4,134,826

9. The pattern of shareholding and additional information regarding pattern of shareholding is given on pages 137, 138 & 139.

10. The Board has approved a formal process for its performance evaluation. The Bank has adopted In-House Approach and Quantitative Technique with scored questionnaires for Board evaluation. Scope of Board evaluation covers evaluation of the full Board, Individual Directors, Board Committees, the Chairman, and the Chief Executive. Consolidated results/findings will be discussed with the relevant parties. Any areas of improvement identified during the evaluation will be noted for appropriate action. Evaluation process for each calendar year will be completed latest by March 31 of the next year. Additionally, performance evaluation of the Board will be conducted by an external independent evaluator at least every three years. We have appointed Pakistan Institute of Corporate Governance (PICG) for external independent evaluation of the Board.

There is no conflict of interest between the experts hired by the Bank and any Board member or Key Executive.

11. No trade in the shares of the Bank was carried out by the Directors, CEO, CFO, Head of Internal Audit, Company Secretary, and Executives and their spouses and minor children, during the year, except the following:

- 2,215 shares sold by an Executive.

For the purpose of this disclosure, the definition of "Executive" includes Assistant General Managers and above, in addition to officials already mentioned in the Rule Book of the Pakistan Stock Exchange regulations.

General

We wish to thank our customers, for their continued trust and support, local and foreign correspondents for their confidence and cooperation, and the State Bank of Pakistan for their guidance. We also thank all our staff members for their sincerity, dedication and hard work.

MANSOOR ALI KHAN
Chief Executive

ABBAS D. HABIB
Chairman
Board of Directors

Karachi: February 15, 2023



