

ANNUAL REPORT 2022



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Vision

To become the service provider of choice in the express and logistics industry, delivering pioneering technological solutions by flexibly responding to evolving customer needs.

Mission

We are committed to providing exceptional customized solutions to meet our client's unique logistics challenges and customer care. We tackle each challenge in a multifaceted way using creativity, logic, technology and technical expertise to provide the most innovative, cost-effective logistical and specialized supply chain solutions. We aim to be the leading express services provider in Pakistan with a focus on expanding and strengthening our operational network.

Values

Committed to Customer

We are committed toward providing a delighted customer service experience to build long-lasting relationships with our customers.

Innovation

We focused toward architectural innovation to address the evolving customer needs

Integrity

We upholds the highest standards of integrity in all our actions

Team Work

We work together across different communities to meet the need of our customers and to help the company wins.

Transparency

We encourage a culture of open dialogue and sharing and embraces transparency among all our processes

Respect

We value our people, our community and customers are at the core of everything we do.

Code of Conduct

“Guiding you to make the right decisions.”

Commitment to the code is a shared framework of professional responsibility that affirms our pledge to the core values of our organization and therefore its compliance is obligatory.

Compliance with the rules and regulations

All employees are bound to comply with the rules and regulation of the organization; all actions should be within the parameters of the rules and regulations. Any action against the guidelines should be reported to concern Manager/Head of HR or one can refer to the Whistleblowing Policy in our Employee Handbook.

Safe, Secure and Healthy Working Conditions

We are committed to providing safe and healthy working conditions at all our premises. Safety and health are paramount in all business decisions and must be an integral part of our culture. It is the duty of every employee to follow the safety & health guidelines.

Anti-bribery and Corruption

We are committed to implementing fair and ethical business practices, and avoiding corruption of all kinds, including bribery, commission, kickbacks or any malpractices from the vendors, suppliers or within the organization with any staff member. The company, its employees and anyone acting on our behalf, must abide and follow.

Business Gifts and Entertainment

Business gifts, entertainment and hospitality on a modest scale are commonly used to build goodwill. However, Blue EX forbids any unethical gifts, entertainment or hospitality. The limitation of gift acceptance is clearly mentioned in the business, gifts and entertainment policy in our Employee Handbook.

Equality and Fair Treatment

We commit to ensuring fair treatment for all employees based on merit in our process and procedures. We continuously strive to promote a work environment that is free of harassment, bullying and abusive conduct – whether physical, verbal or visual. Every employee is bound to follow the equality and fair treatment guidelines provided in HR manual.

Company Assets and Information

We act with integrity and responsible to prevent the misuse or loss of company resources and assets by being cautions and alert in our work. We treat company's information as one of the most valued assets and handle confidential and sensitive information with utmost care which includes software, logos, letterheads, laptops, visiting cards, uniforms or any other material that is company's property.

Conflict of Interest

Acting with integrity requires being free from conflicts of interest in all decision making. A conflict of interest occurs whenever the prospect of direct or indirect personal gain may influence our judgement or actions while conducting company business. We expect our employees to uphold the letter and spirit of our code of conduct in all their dealings and abide by the guidelines mentioned within. To this effect, willful violations of the code shall result in appropriate and just disciplinary action.

Social Media/Internet Community

At Blue EX, we understand that social media can be fun and rewarding way to share your opinions with co-workers. In particular, uploading, posting, forwarding or posting a link to any of the following types of material on a social media website such as our logos, a false defamatory statement about any person or organization or any material.

Attendance & Punctuality

All employees are bound to comply with the rules of attendance and punctuality. Employees should be at their work station by the start of each workday at the time designated by the department.

Uniform & Presentation

Employees should always be dressed neatly and appropriately for the type of work they perform. This includes wearing appropriate uniforms, footwear and the identification of badges/cards. Avoid using abusive language and smoking, chewing of pan, gutka or drugs inside the office.

Harassment

We do not tolerate harassment in the workplace. This applies whether the person being harassed or doing the harassing to employee or a non-employee. Harassment involves a pattern of abusive and degrading conduct (such as verbal abuse, sexually explicit or derogatory comments or images, mimicry, unwanted touching, or lewd or offensive

gestures, bullying or jokes) Such harassment can occur in or outside the office, or through social media which should be reported on immediate basis.

CONCLUSION

We are committed to a supportive work environment, where employees have the opportunity to reach their fullest potential. Blue EX is expected to do their utmost to create a workplace culture that is free of harassment, intimidation, bias, and unlawful discrimination. In the case of non-compliance with this Code, BLUE EX shall have the right and/or obligation to take disciplinary action, including but not limited to one or more of the following actions:

- Warnings (verbal and/or written).
- Termination of employment/services.
- Financial penalties.
- Declaration to regulators.
- Legal action and/or lawsuits.

The level and type of disciplinary action is driven by the non- compliance's nature, scope, intent and materiality of potential consequences.

COMPANY INFORMATION

BOARD OF DIRECTORS

Mr. Arif Elahi - Chairman / Non-Executive Director
Ms. Safina Danish Elahi - Non-Executive Director
Mr. Imran Baxamoosa – CEO / Director
Mr. Ali Aamer Baxamoosa - Executive Director
Mr. Asfandiyar Farrukh - Independent Director
Ms. Nadine Malik Almani - Independent Director
Mr. Mirza Qamar Beg - Independent Director

AUDIT COMMITTEE

Mr. Mirza Qamar Beg - Chairman
Mr. Arif Elahi
Ms. Nadine Malik Almani
Mr. Asfandiyar Farrukh
Mr. Ahsan Iqbal - Secretary

HUMAN RESOURCE & REMUNERATION COMMITTEE

Ms. Nadine Malik Almani - Chairperson
Ms. Safina Danish Elahi
Mr. Imran Baxamoosa
Ms. Anam Saleem – Secretary

COMPANY SECRETARY

Mr. Ahsan Iqbal

CHIEF FINANCIAL OFFICER

Mr. Salman Hameed

AUDITORS

M/s. Crowe Hussain Choudhury & Co.
Chartered Accountants

LEGAL ADVISOR

Mohsin Tayebaly & Co.

TAX ADVISOR

M/s. Crowe Hussain Choudhury & Co.
Chartered Accountants

BANKERS

Dubai Islamic Bank
Meezan Bank
Standard Chartered Bank (Pakistan) Limited
Habib Bank Limited
Bank Alfalah
Al Baraka Bank (Pakistan) Limited
Silk Bank Limited
Summit Bank Limited
United Bank Limited
JS Bank Limited
MCB Bank Limited
Habib Metropolitan Bank Limited

SHARE REGISTRAR

CDC Share Registrar Services Limited
CDC House, 99-B, Block B, S.M.C.H.S.,
Main Shahra-e-Faisal, Karachi – 74400.
Tel: (92-21) 111-111-500
Fax: (92-21) 34326034
Email: info@cdcrsl.com Website: www.cdcrsl.com

REGISTERED OFFICE

Bangalow No. 5, Banglore Town,
Main Shahrah-e-Faisal, Karachi
Tel: (92-21) 111-Blue Ex (258339)
Email: ask@blue-ex.com
website: www.blue-ex.com

SYMBOL AT PAKISTAN STOCK EXCHANGE LIMITED
GEMUNSL

UNIVERSAL NETWORK SYSTEMS LIMITED
NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting ("AGM") of Universal Network Systems Limited ("Company") will be held on Friday, October 28, 2022 at 04:00 p.m. at the registered office of the Company situated at Plot # 5, Banglore Town, Near Awami Markaz, Shahrah-e-Faisal, Karachi Pakistan, and through video link facility to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2022 together with the Auditors' and Directors' Reports thereon and Chairman's Review Report.

In accordance with Section 223(7) of the Companies Act, 2017, the financial statements of the Company have been uploaded on the Company's website which can be downloaded from the link: <https://www.blue-ex.com/corporate/financial-report>

2. To appoint Auditors for the year ending June 30, 2023 and to fix their remuneration. The present Auditors, M/s. Crowe Hussain Chaudhury & Co. Chartered Accountants, retire and being eligible offer themselves for re-appointment.

SPECIAL BUSINESS:

3. To consider and if thought fit, amend the Articles of Association of the Company to bring the same in line with current industry standards and the existing laws of Pakistan, subject to obtaining all necessary regulatory approvals, and in that connection to pass the following resolutions with or without modification as special resolutions:

"RESOLVED THAT the amendments to the Articles of Association of the Company, as proposed by the Directors be and are hereby approved, subject to any modifications as may be required by the Securities and Exchange Commission of Pakistan and the fulfilment of all formalities / procedures required under applicable laws."

FURTHER RESOLVED THAT the Chief Executive Officer and the Company Secretary of the Company be and are hereby, singly authorized and empowered to do all acts, deeds and things, take any or all necessary actions, including to complete all legal formalities and file all necessary documents, as may be necessary or incidental for the purpose of implementing the aforesaid resolution, as well as carry out any other act or step which may be ancillary and / or incidental to do the above and necessary to fully achieve the objects of the aforesaid resolutions."

ANY OTHER BUSINESS

4. To transact any other business with the permission of the Chairman.

Attached to this notice is the Statement of Material Facts covering the above mentioned Special Business, as required under Section 134(3) of the Companies Act, 2017 regarding comparative statement of changes in Articles of Association is annexed to the notice of AGM sent to the shareholders.

By Order of the Board

Ahsan Iqbal
Company Secretary

Karachi, October 07, 2022

Notes:

1. Closure of Share Transfer Books:

The Share Transfer Book of the Company will remain closed from Saturday, October 22, 2022 to Friday, October 28, 2022 (both days inclusive). Transfers received in order at the office of the Company's Share Registrar, Messrs. CDC Share Registrar Services Limited, CDC House, 99-B, Block 'B', S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74400, by close of business on Friday, October 21, 2022, will be considered in time to attend and vote at the AGM.

2. Participation in the Meeting:

All members of the Company are entitled to attend the meeting and vote there at through Proxy. A proxy duly appointed shall have such rights as respect to the speaking and voting at the meeting as are available to a member. Duly filled and signed Proxy Form must be received at the Registrar of the Company Messrs. CDC Share Registrar Services Limited, CDC House, 99-B, Block 'B', S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74400. Pakistan, or at the registered address of the Company i.e. Karachi Plot # 5, Banglore Town, Near Awami Markaz, Shahrah-e-Faisal, Karachi, Pakistan not less than 48 hours before the Meeting.

An individual beneficial owner of shares must bring his / her original CNIC or Passport, Account and Participant's I.D. numbers to prove his / her identity. A representative of corporate members, must bring the Board of Directors' Resolution and / or Power of Attorney and the specimen signature of the nominee. CDC account holders will further have to follow the guidelines as laid down in Circular No. 1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.

3. Participation through video link facility

In order to facilitate members to attend and participate in the general meeting through video link facility, Members are required to register their particulars by sending an email at ahsan.iqbal@blue-ex.com. The Members registering to connect through video-link facility are required to mention their Name, Folio Number, CNIC and Number of Shares held in their name in the email with subject 'Registration for UNSL's AGM. Video link and login credentials will be shared with the Members whose emails, containing all the required particulars, are received at the given email address at least 24 hours before the time of the AGM. The Members can also send their comments and questions for the agenda items of the AGM on the email address mentioned above.

4. Postal Ballot and E-voting:

Pursuant to the Companies (Postal Ballot) Regulations, 2018 for the purpose of election of directors and for any other agenda item subject to the requirements of sections 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 or through any electronic mode, in accordance with the requirements and procedure contained in the aforesaid Regulations.

5. Consent for Video Conference Facility:

Pursuant to Section 132(2) of the Companies Act, 2017, Members may avail video conference facility for this AGM, provided the Company receives consent from the members residing in a city holding aggregate 10% or more shareholding at least 7 days prior to the date of the meeting.

In this regard, please send a duly signed request as per the following format at the Registered Office of the Company within prescribed timeline.

I/ We, _____ of _____ being a member of Universal Network Systems Limited holder of _____ Ordinary Share(s) as per Folio / CDC Account No. _____ hereby opt for video conference facility at _____.

Signature of member

The Company will intimate members regarding venue of video conferencing facility at least 5 days before the date of Annual General Meeting along with complete information necessary to enable them to access such facility.

6. Electronic Transmission of Annual Report 2022:

In compliance with section 223(6) of the Companies Act, 2017, the Company has electronically transmitted the Annual Report 2022 through email to shareholders whose email addresses are available with the Company's Share Registrar, M/s. CDC Share Registrar Services Limited. However, in cases, where email addresses are not available with the Company's Share Registrar, printed copies of the notices of AGM along-with the web link to download the Annual Report 2022 (containing the financial statements), have been dispatched.

Notwithstanding the above, the Company will provide hard copies of the Annual Report 2022, to any Member on their request, at their registered address, free of cost, within one (1) week of receiving such request.

STATEMENT OF MATERIAL FACTS UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017 RELATING TO THE SPECIAL BUSINESS TO BE TRANSACTED AT THE ANNUAL GENERAL MEETING

COMPARATIVE STATEMENT OF EXISTING AND PROPOSED CLAUSES OF ARTICLES OF ASSOCIATION OF UNIVERSAL NETWORK SYSTEMS LIMITED

Existing	Proposed
45. The remuneration of the directors shall from time to time be determined by the company in general meeting subject to the provisions of the Act.	45. The remuneration of the directors shall from time to time be determined by the company in Board meeting subject to the provisions of the Act.
61. A copy of the draft minutes of meeting of board of directors shall be furnished to every director within seven working days of the date of the meeting.	61. A copy of the draft minutes of meeting of Board shall be furnished to every director within fourteen days of the date of meeting.

یونیورسل نیٹ ورک سسٹمز لمیٹڈ

سالانہ عام اجلاس کا نوٹس

اطلاع دی جاتی ہے کہ یونیورسل نیٹ ورک سسٹمز لمیٹڈ ("کمپنی") کی سالانہ جنرل میٹنگ ("AGM") جمعہ 28 اکتوبر 2022 کو شام 4:00 بجے، پلاٹ نمبر 5، بنگلور ٹاؤن، نزدعوامی مرکز، شاہراہ فیصل، کراچی پاکستان میں واقع کمپنی کے رجسٹرڈ آفس میں اور ویڈیولنک کی سہولت کے ذریعے درج ذیل کاروباروں کو لین دین کرنے کے لیے منعقد ہوگی۔

عام کاروبار

1- 30 جون 2022 کو ختم ہونے والے سال کے لیے کمپنی کے آڈٹ شدہ مالیاتی گوشواروں کو وصول کرنے، غور کرنے اور اپنانے کے لیے اس پر آڈیٹرز اور ڈائریکٹرز کی رپورٹس اور چیئرمین کی جائزہ رپورٹ۔

کمپنیز ایکٹ 2017 کے سیکشن 223(7) کے مطابق، کمپنی کے مالیاتی گوشواروں کو کمپنی کی ویب سائٹ پر اپ لوڈ کر دیا گیا ہے جسے لنک سے ڈاؤن لوڈ کیا جاسکتا ہے <https://www.blue-ex.com/corporate/financial-report>

2- 30 جون 2023 کو ختم ہونے والے سال کے لیے آڈیٹرز کا تقرر کرنا اور ان کے معاوضے کا تعین کرنا۔ موجودہ آڈیٹرز، M/s. Crowe، Hussain Chaudhury & Co. Chartered Accountants، ریٹائر ہو رہے ہیں اور اہل ہونے کی وجہ سے دوبارہ تقرری کی پیشکش کرتے ہیں۔

خصوصی کاروبار:

3- غور کرنے کے لیے اور اگر مناسب سمجھا جائے تو، کمپنی کی ایسوسی ایشن کے آرٹیکلز میں ترمیم کریں تاکہ اسے موجودہ صنعتی معیارات اور پاکستان کے موجودہ قوانین کے مطابق لایا جائے، تمام ضروری ریگولیٹری منظوری حاصل کرنے کے ساتھ، اور اس سلسلے میں درج ذیل کو منظور کرنا۔ خصوصی قراردادوں کے طور پر ترمیم کے ساتھ یا اس کے بغیر قراردادیں:

"حل کیا گیا کہ" کمپنی کے آرٹیکلز آف ایسوسی ایشن میں ترمیم، جیسا کہ ڈائریکٹرز کی طرف سے تجویز کیا گیا ہے اور اس کی منظوری دی گئی ہے، کسی بھی ترمیم سے مشروط ہے جو کہ سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی طرف سے درکار ہو اور تمام رسمی کارروائیوں/ طریقہ کار کی تکمیل قابل اطلاق قوانین کے تحت ہو۔

"مزید یہ حل کیا گیا کہ" کمپنی کے چیف ایگزیکٹو آفیسر اور کمپنی سیکرٹری ہوں گے اور اس کے ذریعے، تمام کاموں، اعمال اور چیزوں کو کرنے، کوئی بھی یا تمام ضروری کارروائیاں کرنے، بشمول تمام قانونی رسمی کارروائیوں کو مکمل کرنے اور تمام ضروری دستاویزات فائل کرنے کے لیے اکیلے مجاز اور باختیار ہیں۔ جیسا کہ مذکورہ قرارداد پر عمل درآمد کے مقصد کے لیے ضروری یا اتفاقی ہو، نیز کسی دوسرے عمل یا اقدام کو انجام دے جو مندرجہ بالا کرنے کے لیے ذیلی اور/یا اتفاقی ہو اور مذکورہ قراردادوں کے مقاصد کو مکمل طور پر حاصل کرنے کے لیے ضروری ہو۔

کوئی اور کاروبار

4۔ چیئرمین کی اجازت سے کوئی دوسرا کاروبار کرنا۔

اس نوٹس کے ساتھ منسلک ہے مادی حقائق کا بیان جس میں مذکورہ خصوصی کاروبار کا احاطہ کیا گیا ہے، جیسا کہ کمپنیز ایکٹ 2017 کے سیکشن 134(3) کے تحت ضروری ہے جیسا کہ آرٹیکلز آف ایسوسی ایشن میں تبدیلیوں کا تقابلی بیان اس نوٹس کے ساتھ منسلک ہے۔

بورڈ کے حکم سے

احسن اقبال

کمپنی کا سیکریٹری

کراچی، 07 اکتوبر، 2022

نوٹس:

1۔ شیئر ٹرانسفر کتب کی بندش:

کمپنی کی شیئر ٹرانسفر بک ہفتہ، 22 اکتوبر 2022 سے جمعہ 28، اکتوبر 2022 (دونوں دن سمیت) بند رہے گی۔ کمپنی کے شیئر رجسٹرار، میسرز۔ سی ڈی سی شیئر رجسٹرار سروسز لمیٹڈ، سی ڈی سی ہاؤس، B-99، بلاک 'B'، S.M.C.H.S، مین شاہراہ فیصل، کراچی-74400، کاروبار کے اختتام پر منتقلی آرڈر کے مطابق موصول ہوں گے جمعہ، 21 اکتوبر 2022 کو AGM میں شرکت اور ووٹ دینے کے لیے وقت پر غور کیا جائے گا۔

2۔ میٹنگ میں شرکت:

کمپنی کے تمام ممبران میٹنگ میں شرکت کرنے اور وہاں پر کسی کے ذریعے ووٹ دینے کے حقدار ہیں۔ تقریباً مقرر کردہ افراد کو میٹنگ میں بولنے اور ووٹ دینے کے حوالے سے ایسے حقوق حاصل ہوں گے جو رکن کے لیے دستیاب ہوں۔ صحیح طریقے سے بھرا ہوا اور دستخط شدہ پراکسی فارم رجسٹرار آف کمپنی میسرز۔ سی ڈی سی شیئر رجسٹرار سروسز لمیٹڈ، سی ڈی سی ہاؤس، B-99، بلاک بی، ایس ایم سی ایچ ایس، مین شاہراہ فیصل، کراچی-74400 پاکستان یا رجسٹرڈ ایڈریس کمپنی کا یعنی کراچی پلاٹ نمبر 5، بنگلور ٹاؤن، عوامی مرکز کے قریب، شاہراہ فیصل، کراچی، پاکستان، میٹنگ سے کم از کم 48 گھنٹے پہلے موصول ہونا چاہیے۔

شیئر کے انفرادی فائدہ مند مالک کو اپنا اصل CNIC یا پاسپورٹ، اکاؤنٹ اور حصہ لینے والے کی شناخت لانی ہوگی۔ اس کی شناخت ثابت کرنے کے لیے نمبر۔ کارپوریٹ ممبران کے نمائندے کو بورڈ آف ڈائریکٹرز کی قرارداد اور/یا پاور آف اٹارنی اور نامزد شخص کے نمونے کے دستخط ساتھ لانا ہوں گے۔ سی ڈی سی اکاؤنٹ ہولڈرز کو مزید ہدایات پر عمل کرنا ہوگا جیسا کہ سرکلر نمبر 1 مورخہ 26 جنوری 2000 کو پاکستان کے سکیورٹیز اینڈ ایکسچینج کمیشن نے جاری کیا تھا۔

3۔ ویڈیولنک کی سہولت کے ذریعے شرکت:

ویڈیولنک کی سہولت کے ذریعے اراکین کو عام اجلاس میں شرکت اور شرکت کرنے میں سہولت فراہم کرنے کے لیے، اراکین کو ahsan.iqbal@blue-ex.com پر ای میل بھیج کر اپنی تفصیلات رجسٹر کرنے کی ضرورت ہے۔ ویڈیولنک کی سہولت کے ذریعے رابطہ کرنے کے لیے رجسٹر کرنے والے ممبران کو اپنا نام، فوینمبر، CNIC اور اپنے نام پر رکھے گئے حصص کی تعداد کا تذکرہ کرنا ہوگا جس کا موضوع 'UNSL's AGM' کے لیے رجسٹریشن ہے۔ ویڈیولنک اور لاگ ان کی اسنادان ممبران کے ساتھ شیئر کی جائیں گی جن کی ای میلز، تمام مطلوبہ تفصیلات پر مشتمل، دیے گئے ای میل ایڈریس پر AGM کے وقت سے کم از کم 24 گھنٹے پہلے موصول ہوتی ہیں۔ ممبران AGM کے ایجنڈا آئٹمز کے لیے اپنے تبصرے اور سوالات مذکورہ ای میل ایڈریس پر بھی بھیج سکتے ہیں۔

4۔ پوسٹل بیلٹ اور ای ووٹنگ:

کمپنیز (پوسٹل بیلٹ) ریگولیشنز، 2018 کے مطابق ڈائریکٹرز کے انتخاب کے مقصد کے لیے اوکٹوبر 2017 کے سیکشن 143 اور 144 کے تقاضوں سے مشروط کسی دوسرے ایجنڈے کے لیے، اراکین کو اپنے ووٹ کا حق استعمال کرنے کی اجازت ہوگی۔ پوسٹل بیلٹ کے ذریعے، جو کہ مذکورہ ضوابط میں موجود تقاضوں اور طریقہ کار کے مطابق، ڈاک کے ذریعے یا کسی بھی الیکٹرانک موڈ کے ذریعے ووٹنگ کر رہا ہے۔

5۔ ویڈیو کانفرنس کی سہولت کے لیے رضامندی:

کمپنیز ایکٹ 2017 کے سیکشن 132 (2) کے مطابق، ممبران اس AGM کے لیے ویڈیو کانفرنس کی سہولت حاصل کر سکتے ہیں، بشرطیکہ کمپنی کو ایسے شہر میں رہنے والے ممبران سے رضامندی حاصل ہو جس میں مجموعی طور پر 10% یا اس سے زیادہ شیئر ہولڈنگ ہو، کم از کم 7 دن پہلے میٹنگ کی تاریخ سے ہو۔ اس سلسلے میں، براہ کرم مقررہ ٹائم لائن کے اندر کمپنی کے رجسٹرڈ آفس میں درج ذیل فارمیٹ کے مطابق دستخط شدہ درخواست بھیجیں۔

میں/ہم، فوینمبر/ای سی ڈی سی اکاؤنٹ نمبر کے مطابق ----- کے یونیورسل نیٹ ورک سسٹمز لمیٹڈ ہولڈر کے ----- کے رکن ہونے کے -----

ناٹے ----- پروڈیو کانفرنس کی سہولت کا انتخاب کرتے ہیں۔

ممبر کے دستخط

کمپنی ممبران کو ویڈیو کانفرنسنگ کی سہولت کے مقام کے بارے میں سالانہ جنرل میٹنگ کی تاریخ سے کم از کم 5 دن پہلے مطلع کرے گی اور اس کے ساتھ اس طرح کی سہولت تک رسائی کے قابل بنانے کے لیے ضروری مکمل معلومات فراہم کرے گی۔

6۔ سالانہ رپورٹ 2022 کی الیکٹرانک ٹرانسمیشن:

کمپنیز ایکٹ، 2017 کے سیکشن 223 (6) کی تعمیل میں، کمپنی نے سالانہ رپورٹ 2022 کو الیکٹرانک طور پر ای میل کے ذریعے ان شیئر ہولڈرز تک پہنچا دیا ہے جن کے ای میل پتے کمپنی کے شیئر رجسٹرار، میسرز سی ڈی سی شیئر رجسٹرار سروسز لمیٹڈ کے پاس دستیاب ہیں۔ تاہم، ایسے معاملات میں، جہاں کمپنی کے شیئر رجسٹرار کے پاس ای میل ایڈریس دستیاب نہیں ہیں، AGM کے نوٹسز کی پرنٹ شدہ کاپیاں، سالانہ رپورٹ 2022 (مالی گوشواروں پر مشتمل) کو ڈاؤن لوڈ

کرنے کے لیے ویب لنک کے ساتھ بھیج دی گئی ہیں۔

مذکورہ بالا کے باوجود، کمپنی سالانہ رپورٹ 2022 کی ہارڈ کاپیاں، کسی بھی ممبر کو ان کی درخواست پر، ان کے رجسٹرڈ پتے پر، ایسی درخواست موصول ہونے کے ایک (1) ہفتے کے اندر مفت فراہم کرے گی۔

کمپنیز ایکٹ 2017 کے سیکشن 134(3) کے تحت مادی حقائق کا بیان جو کہ سالانہ عام اجلاس میں لین دین کیے جانے والے خصوصی کاروبار سے متعلق ہے۔

یونیورسل نیٹ ورک سسٹمز لمیٹڈ کی ایسوسی ایشن کے آرٹیکلز کی موجودہ اور مجوزہ شقوں کا تقابلی بیان

موجودہ	مجوزہ
45۔ ڈائریکٹرز کے معاوضے کا تعین کمپنی کی طرف سے وقتاً فوقتاً ایکٹ کی دفعات کے تحت جنرل میٹنگ میں کیا جائے گا۔	45۔ ڈائریکٹرز کے معاوضے کا تعین کمپنی کی طرف سے وقتاً فوقتاً ایکٹ کی دفعات کے تحت بورڈ میٹنگ میں کیا جائے گا۔
61۔ بورڈ آف ڈائریکٹرز کی میٹنگ کے ڈرافٹ منٹس کی ایک کاپی میٹنگ کی تاریخ کی تاریخ کے ساتھ کام کے دنوں کے اندر ہر ڈائریکٹر کو فراہم کی جائے گی۔	61۔ بورڈ کی میٹنگ کے ڈرافٹ منٹس کی ایک کاپی میٹنگ کی تاریخ کے چودہ دنوں کے اندر ہر ڈائریکٹر کو فراہم کی جائے گی۔

Directors' Report

The Board of Directors are pleased to present the Annual Report of the company together with the audited financial statements for the financial year ended June 30, 2022.

Economy Review

Pakistan's economy continued to demonstrate cycles of boom and bust. Impressive GDP growth rate of almost 6% was overshadowed by ballooning twin fiscal and current account deficits towards the end of financial year 2021-22. Political instability, high international fuel & commodity prices and bludgeoning trade deficit exerted immense pressure on foreign exchange reserves resulting in significant depreciation of PKR against USD which in turn contributed towards high inflation. Recent steps by the government such as partial withdrawal of fuel subsidies and commitment for gradual withdrawal of subsidies on electricity & other utilities are expected to revive the IMF program which is critical to bring back the confidence in Pakistan's economy.

The online market size of e-commerce for domestic consumers is still growing and as per Statista, at an average CAGR of 6%, it is anticipated to reach over USD 9 billion by 2025. However, the higher cost of doing business, fiscal challenges and battered infrastructure has created numerous issues for logistics industry. The overall growth of e-commerce market is encouraging and is expected to continue in the coming years due to an average buyer age of around 28 – 35 years with more dependence on latest technologies.

Sector Review

During the last 2 years of pandemic & post-pandemic situation, sensing the high potential growth of online businesses in Pakistan, a large number of companies have ventured into the e-commerce courier business using either venture capital or private equity-based funds. Those new entrants immediately started burning the equity they raised by starting an untenable price war to create space for themselves which made a temporary impact on business dynamics for existing companies. The increased competition not only resulted in a price war on service charges but coupled with the increases in fuel costs led to a significant increase in resource costs over the last year which put immense pressure on running expenses.

The Logistics & Courier Services Sector is highly dependent on external cost-based fundamentals and unlike other sectors cannot immediately pass on any price/inflation impact to its customers. Therefore, after surviving the covid-19 pandemic effects, there was hope that from 2022 onward, it will be a smoother journey for the sector in general. However, the Russia Ukraine war plus political instability in Pakistan, USD to PKR steep increase, exorbitant increase in fuel, electricity and overall super-inflation in the domestic economy which peaked to 25%, highest since 2008, resulted in a huge increase in overall costs. The uncertainty in these economic indicators would remain during the next six to 12 months and impact the already very fine margins of the sector.

The Company strived with a prudent approach to address all those fundamental implications on its business whilst ensuring that quality of service was not compromised. Even the company's customers, realized that price was not the only economic benefit to look at and having seen low quality service provision by competitors, chose to move back to companies like UNSL for a higher quality of services, wider geographical reach and technological edge.

One of the most important factors which distinguishes UNSL from other companies in the sector and the reason why it is in a significantly better position than its competitors is the diversification of business lines into international markets. UNSL's IATA Certification and International Freight Business and its International Express Courier Business alliance with Aramex LLC, the Dubai listed international courier company, provides a sustainable growth trajectory for the company in the mid to long term. Having a significant alliance with Aramex provides the Company with a big opportunity to take its domestic e-commerce customers to international markets, providing them a full roundup of services that help in

building new businesses and allows UNSL better volumes and margins. The company has maintained its focus on the international segment and has been able to grow its international business despite the domestic pressures mentioned above. Seeing the potential in this segment the company is renewing focus on new geographies and sectors and is looking into a potential partnership in Nepal to setup a new logistics entity.

Overall, the business revenue and expenses remained stable despite all kinds of unprecedented events during the last 6 months which is demonstrated by the Company's Earnings before Income Tax, Depreciation and Amortization (EBITDA) for 2022 and 2021.

	2022	2021
Earnings	1,134,885,072	1,009,869,014
Expenses	1,068,779,172	939,153,279
EBITDA	66,105,900	70,715,735

Company Performance

During the year 2021-22 profit after tax stood at Rs. 15.95 million as compared to Rs.33.22 million reported last year.

The brief summary of the financial highlights for the year ended June 30, 2022 and 2021 is as under:

	2022	2021
Courier and allied services		
- Income	1,028,519,073	960,482,394
- CBC handling charges income	23,677,827	25,657,978
- Cost of sales	(949,271,679)	(854,244,718)
Total courier and allied services	102,925,221	131,895,654
International freight	46,931,273	4,567,551
Commission income	1,017,607	1,740,347
	150,874,101	138,203,552
General and administrative expenses	(131,638,292)	(86,115,471)
Marketing and selling expenses	(4,564,750)	(3,482,125)
	(136,203,042)	(89,597,596)
Operating profit	14,671,059	48,605,956
Other income	16,894,121	2,025,326
Finance costs	(7,821,861)	(12,526,769)
	9,072,260	(10,501,443)
Profit before taxation	23,743,319	38,104,513
Taxation	(7,797,663)	(4,883,966)
Profit after tax	15,945,656	33,220,547
		(Restated)
Earning per share - basic & diluted	0.65	1.35

Earnings per Share

During the year the company posted earnings per share of Rs. 0.65 compared to Rs. 1.35 (restated) last year.

Appropriation

The Company's profit after tax for the year ended June 30, 2022 stood at Rs.15.95 million compared to Rs. 33.22 million last year.

Objectives and Corporate Strategy

We are committed to mounting good asset quality portfolio and continuously build the Company at sound footing with diversified pool of income stream. The key elements of our corporate strategy have been to effectively employ available resources and maximize profitability while managing and mitigating related risks.

The Company is following up to explore local e-commerce segment with better services, adding new products and a much wider reach to provide sound and satisfactory services to its customers. Further, it is more focused and aimed towards international segment with Aramex for capturing a larger market share for both inbound and outbound services.

Liquidity, Cash Flows and financing arrangement

The Company has an effective cash management system, powered by a team of dedicated and competent employees, preparing forecasts and regularly monitoring Company's cash needs. Inflows and outflows of cash and other liquid assets, including investments, are managed on net adjusted return basis.

Capital Structure

In the current year the Company has issued shares in IPO which increased paid-up capital of the Company to Rs. 274 million. Shareholders' fund at the year-end totaled Rs. 785.8 million. The liquidity position of the Company remains strong with a year-end current ratio of 4.

Risk management & Strategy for Mitigating Risks

Company also manages a portfolio of short-term investments, made after thorough financial evaluation. The credit risk in short term investments is minimized through diversification in investments among highly rated money market mutual funds. Short term investments include highly rated money market mutual funds and certain A rated musharika investments.

Credit risk

Credit risk represents the risk of a loss if the counterparties fail to perform as contracted. The Company's credit risk mainly arises from deposits with banks, loan to employees, Investments in mutual funds and trade and other receivables. For banks and financial institutions, management keeps deposits with reputed institutions. For investment in mutual funds, management keeps surplus funds in high rated mutual funds. Credit risk on account of dividend receivable is minimal due to the statutory protection. The risk of default in these transactions is considered minimal due to inherent systematic measures taken therein. Further, risk of investment in mutual funds is also minimal as Company is exposed to high rated money market funds for liquidity management.

Market risk

Market risk is the risk of change in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return. However, the Company is exposed to interest rate risk and equity price risk.

The Company is exposed to market risk with respect to its investments, long term loans, short term deposits and bank balances. The Company limits market risk by maintaining a diversified portfolio and by continuous monitoring of developments in the equity market. The market risks associated with the Company's business activities are interest rate risk and price risk. The Company is not exposed to material currency risk.

Foreign currency risk

The Company is not exposed to risk from foreign currency exchange rate fluctuations.

Relationships with Stakeholders

The Company recognizes and respects the rights of each and every stakeholder including shareholders, employees, creditors, local communities and others. The Company encourages active participation of shareholders in all general meetings of the Company and values their views towards better governance and operational management. The Company is also aware of its legal and constructive obligations towards its stakeholders where it operates and takes proper actions to timely respond to their expectations after taking into account a realistic view of their interests associated with the Company.

Information Technology

We strongly believe that future of logistics & courier sector is highly linked to the best use of technological advancement. The Company is well invested in developing newer solutions for its external and internal users to achieve better market share, for better work experience and implementations of sound techniques for controls of risks. This focus on better technological solutions which have become benchmark for industry, the operational capabilities of the Company continuously improve with much effective internal controls and management information system.

Human Resources Development & Succession Planning

The business model of the Company is human resource intensive. The Company has employed experienced and qualified human resources to meet the challenges ahead. Company also plans to strengthen its team, use employee performance evaluation methods and benchmark surveys to further strengthen organization structure and effectiveness.

The Company not only attracts the best talent but also grooms and develops their abilities for future leadership roles. The Company believes in empowering employees by providing them with challenging opportunities to enhance their potential and develop their abilities. Clear roles and job descriptions are defined, based on which, succession plan will be prepared for sensitive and critical positions in the Company.

Internal Control

The internal control framework has been effectively implemented through an outsource partner (KPMG) for Internal Audit function which is independent of the External Audit function. The Company's system of internal control is sound in design and has been continually evaluated for effectiveness and adequacy. The Audit Committee has ensured the achievement of operational, compliance, risk management, financial reporting and control objectives, safeguarding of the assets of the Company and the shareholders' wealth at all levels within the Company.

The Internal Audit function has carried out its duties under the Audit Plan defined by the Board Audit Committee. The Audit Committee has reviewed material Internal Audit findings, taking appropriate action or bringing the matters to the Board's attention where required. Coordination between the External and Internal Auditors was facilitated to ensure efficiency and contribution to the Company's objectives, including a reliable financial reporting system and compliance with laws and regulations.

Energy Conservation

The Company's energy conservation measures include usage of LEDs all around the Company areas and shutting down auxiliaries and equipment's wherever possible.

Occupational Health, Safety & Environment Protection

We are committed to achieve excellence in health, safety and environment across our business. The Company maintains a safe working environment and takes responsibility for the health and wellbeing of its staff and stakeholders.

Corporate Relations

Corporate relations promote efficiency, productivity and decent work. Indeed, a participative and mutually respecting relations, advance cooperation, enhance productivity and promote trust thereby reducing dislike and exploitation. During the year recreational and motivational activities in the form of football matches were organized with other institutions.

Business Ethics and Anti-Corruption Measures

It is a fundamental policy of the Company to conduct its business with honesty, integrity and in accordance with the highest ethical and legal standards. Unethical practices of any sort are not to find their way into our business. All employees must act at all times in the interest of Company's shareholders and no employee shall ever commit an illegal or an unethical act, or instruct and encourage another employee to do so.

The Company has communicated the Code of Conduct to all its directors and employees and has also placed it on its website.

Related Party Transactions

During the year, all transactions made with associated companies/related parties were duly recommended by Board's Audit Committee and approved by the Board of Directors of the Company. All transactions with related parties are on arm's length basis.

Board of Directors

The total numbers of Directors are seven (07) as per the following:

- a. Male: 05
- b. Female: 02

The composition of board is as follows:

Category	Names
Non-executive Directors	Arif Elahi Safina Danish Elahi
Independent Directors	Mirza Qamar Beg Nadine Malik Almani Asfandyar Farrukh
Executive Directors	Imran Baxamoosa Ali Aamer Baxamoosa
Female Directors	Safina Danish Elahi Nadine Malik Almani

Conflict of Interest among BOD Members

Any conflict of interest is managed as per provisions of the Company's Code of Conduct for Directors, Acts, and rules and regulations of SECP and Pakistan Stock Exchange.

CEO Performance Review

The Board continuously review performance of the CEO against pre-determined operational and strategic goals. The Board adopts the monitoring role, giving full authority to the CEO to manage the Company, implement strategic decisions and policies of the Board and align the Company's direction.

Directors' Remuneration Policy

The remuneration of the directors shall from time to time be determined by the company in accordance with the articles of association and subject to the provisions of the Companies Act, 2017.

Directors' Training Program

All seven directors have a minimum of fourteen years of education. All the directors have obtained certification under the directors' training program stipulated in the Listed Companies (Code of Corporate Governance) Regulations, 2019 except one director whose director training program is in progress at PICG.

Board Meetings

During the year under review, five (5) meetings of the Board of Directors were held, which were presided over by the Chairman. The Chief Financial Officer and Company Secretary also attended the meetings required by the Listed Companies (Code of Corporate Governance) Regulations, 2019. Attendance by each director was as follows:

Name of Director	No. of meetings held	No. of meetings attended
Arif Elahi (Chairman / Director)	5	4
Mrs. Safina Danish Elahi (Director)	5	5
Mr. Mirza Qamar Beg (Director)	5	5
Mrs. Nadine Malik Almani (Director)	5	4
Mr. Asfandiyar Farrukh (Director)	5	5
Mr. Imran Baxamoosa (CEO/Director)	5	5
Mr. Ali Aamer Baxamoosa (Director)	5	5

Board Audit Committee Meetings

Name of Member	No. of meetings held	No. of meetings attended
Mirza Qamar Beg (Chairman)	2	2
Arif Elahi (Member)	2	1
Nadine Malik Almani (Member)	2	2
Asfandiyar Farrukh (Member)	2	2

Board HR & Remuneration Committee Meetings

Name of Member	No. of meetings held	No. of meetings attended
Nadine Malik Almani (Chairperson)	1	1
Safina Danish Elahi (Member)	1	1
Imran Baxamoosa (Member)	1	1

Code of Conduct

The board of directors adopted the Code of Conduct for Directors and for employees and the same has been circulated to board members and employees in terms of requirement of the Listed Companies (Code of Corporate Governance) Regulations, 2019. The code of conduct is also placed at the company's website.

Corporate and Financial Reporting Framework

- a) The financial statements prepared by the management of the Company, present fairly its State of Affairs, the Results of its Operations, Cash Flows and Statement of Changes in Equity.
- b) The Company has maintained proper books of accounts as required under the Companies Act, 2017.
- c) The Company has followed consistent and appropriate accounting policies in the preparation of the financial statements. All changes, wherever made during the year have been adequately disclosed and accounting estimates are on the basis of prudent and reasonable judgment.
- d) The International Financial Reporting Standards (IFRS), as applicable in Pakistan, have been followed in the preparation of financial statements and any departure there from has been adequately disclosed.
- e) The system of internal control is sound in design and has been effectively implemented and monitored.
- f) The fundamentals of the Company are strong and it has the ability to continue as a going concern free from uncertainties.
- g) The Company has followed the best practices of the Corporate Governance as laid down in the Listed Companies (Code of Corporate Governance) Regulations, 2019 and there has been no material departure there from.
- h) There are no statutory payments on account of taxes, duties, levies and charges which are outstanding except in the ordinary course of business and described in the financial statements.
- i) The fair value of investments of the Provident Fund as maintained by the Company disclosed in accounts as on June 30, 2022 is Rs. 12.83 million.
- j) All of the company directors are Certified Directors under Directors' Training Program (DTP) from approved institutes as prescribed by SECP except one director whose DTP course is in progress.

Ownership

As at June 30, 2022, there were 399 shareholders on the record of the Company.

Pattern of Shareholding

The pattern of Shareholding of the Company as at June 30, 2022, along with pattern of shareholding of certain classes of shareholders whose disclosure is required under the reporting framework is shown in the shareholding section of this report.

Auditors

The present auditors M/s. Crowe Hussain Chaudhury & Co. Chartered Accountants being eligible, has provided their consent for appointment at the forthcoming annual general meeting. The Audit Committee has recommended the appointment of M/s. Crowe Hussain Chaudhury & Co. Chartered Accountants as Statutory Auditors of the company for the year ending June 30, 2023. The Board has endorsed this recommendation.

Key operating and financial data

A Statement summarizing the key financial and operating data for the last five years along with the current year is included in the report.

Forward Looking Information

Pakistan's economy is on track with CPEC turning from a dream to reality, Pakistan has attained serious attention from the world at large. There is optimism within the business community and overall improved economic activity. The Company is actively undertaking portfolio management business and corporate finance advisory business and the outlook is positive. The management team under its CEO is fully committed to deliver a superior risk adjusted return to the shareholders.

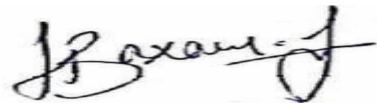
Acknowledgement

We would like to thank all our stakeholders, especially our valued investors, who have placed their confidence in us and also appreciate the efforts put in by the management team for their unswerving commitment and hard work. The Board would also like to place its appreciation for the Securities & Exchange Commission of Pakistan, State Bank of Pakistan and the management of the Pakistan Stock Exchange for their continued support and cooperation.

On behalf of the Board



Arif Elahi
Chairman



Imran Baxamoosa
CEO

Karachi: October 05, 2022

Chairman's Review

We are pleased to present the first Annual Report of Universal Network Systems Limited for the year ended June 30, 2022 after becoming a public listed courier company on Pakistan Stock Exchange Limited (PSX).

The momentous achievement for the Company during the year was its successful public listing of shares on PSX in December 2021 and it got a significant response from stakeholders. The shares were oversubscribed 1.6x of asking value. The transition of the company to a public listed company is quite successful and during the year, the Board of Directors of Universal Network Systems Limited performed its duties diligently and in conformity with the Companies Act 2017, the Listed Companies (Code of Corporate Governance) Regulations, 2019 and the Rule Book of Pakistan Stock Exchange, where the Company is listed.

The Board and management are engaged and focused upon devising the best possible strategies to address the current economic challenges and enhance efficiency for key business drivers to achieve key milestones. The Board is fully conversant with operational & reputational risks affecting current business scenario and addressing all significant issues through itself or its committees to strengthen and formalize the corporate decision-making process for better results for its shareholders and other stakeholders in the coming years.

Going ahead, your Board is hopeful that it's focused approach and best business practices shall help in addressing the current business and economic environment on both domestic and international segments in coming periods. The Company's inherent strength and in its strong management's multi-thronged approach were able to mitigate the impact of international inflationary pressures, post Covid-19 supply chain disruptions, recent floods in our country and the price war in the courier business especially by the new competitors. I have however advised the management to be more cautious and vigilant in curtailing non-operational expenses especially in these trying times.

I would like to conclude by extending my gratitude to the regulators for their support in making UNSL the first public listed company in courier segment and thanks to Board, management team and entire staff of the Company for their untiring efforts & contribution in the Company's endeavors.



Arif Elahi
Chairman

Karachi: October 05, 2022

OPERATING HIGHLIGHTS (SIX YEARS SUMMARY)

	PARTICULARS	UNIT	2017	2018	2019	2020	2021	2022
A) STATEMENT OF FINANCIAL POSITION								
1	Total Assets	Rs. In (000)	348,729	350,237	392,545	453,758	747,306	1,029,216
2	Current Assets	Rs. In (000)	280,989	273,082	317,793	357,120	511,725	729,279
3	Current Liabilities	Rs. In (000)	275,969	276,234	309,819	364,512	279,200	205,616
4	Paid Up Capital	Rs. In (000)	5,714	5,714	5,714	5,714	205,714	274,284
5	Shareholders Equity	Rs. In (000)	68,452	68,797	76,293	78,301	412,244	785,802
6	No. of Ordinary Shares	In (000)	57	57	57	57	24,686	24,667
B) STATEMENT OF PROFIT OR LOSS								
1	Sales Value	Rs. In (000)	542,242	741,115	516,978	786,114	992,448	1,100,146
2	Gross Profit / (Loss)	Rs. In (000)	99,713	85,076	120,458	107,360	138,204	150,874
3	Finance Cost	Rs. In (000)	2,106	3,113	8,355	10,738	12,527	7,822
4	Operating Profit / (Loss)	Rs. In (000)	26,647	15,109	33,142	22,601	50,631	31,565
5	Profit / (Loss) Before Taxation	Rs. In (000)	24,541	11,996	24,787	11,863	38,105	23,743
6	Profit / (Loss) After Taxation	Rs. In (000)	21,856	345	7,496	2,007	33,221	15,946
C) STATEMENT OF CASH FLOWS								
1	Net Cash Flow from Operating Activities	Rs. In (000)	33,755	(56,967)	31,572	(10,175)	49,321	(120,835)
2	Net Cash Flow from Investing Activities	Rs. In (000)	(16,594)	(21,946)	(8,765)	(33,035)	(58,426)	(95,715)
3	Net Cash Flow from Financing Activities	Rs. In (000)	42,972	(1,713)	(3,572)	4,603	162,410	334,196
D) RATIO ANALYSIS								
1	Gross Profit / (Loss)	%	18.39%	11.48%	23.30%	13.66%	13.93%	13.71%
2	Net Profit / (Loss)	%	4.03%	0.05%	1.45%	0.26%	3.35%	1.45%
3	Return on Equity	%	62.40%	0.50%	10.33%	2.60%	13.54%	2.66%
4	Return on Capital Employed	%	38.93%	21.96%	43.44%	28.86%	12.28%	4.02%
5	Current Ratio	Time	1.02	0.99	1.03	0.98	1.83	3.55
6	Quick / Acid Test Ratio	Time	0.85	0.78	0.80	0.80	1.57	3.16
7	Earning / (Loss) Per Share (2017 - 2020 face value Rs. 100/-)	Rs.	382.47	6.04	131.19	35.13	1.35	0.65
8	Fixed Asset Turnover	Time	8.36	10.23	6.81	9.17	5.97	4.11
9	Asset Turnover	Time	1.90	2.12	1.39	1.86	1.65	1.24
10	Break Up Value	Rs.	1,197.90	1,203.94	1,335.13	1,370.26	20.04	28.65
11	Debt to equity ratio (Gearing)	Time	0.49	1.10	0.64	1.17	0.15	0.07
12	Debt ratio	Time	0.33	0.52	0.39	0.54	0.13	0.06
13	Interest coverage ratio	Time	17.53	7.95	5.23	3.09	6.65	9.45
14	Debtors Turnover	Days	100.97	94.81	155.78	120.86	118.26	135.63
15	Creditors Turnover	Days	110.40	82.97	126.96	88.06	88.15	78.34
16	Price Earning Ratio	Time	-	-	-	-	-	75.78
E) OTHERS								
1	Capital Expenditure	Rs. In (000)	20,977	25,495	13,257	16,631	23,392	70,895

STATEMENT OF VALUE ADDITION AND DISTRIBUTION

(Rs. In 000)

	2022		2021	
	Rs.	%	Rs.	%
Wealth Generated				
Total revenue	<u>1,117,040</u>	100.00%	<u>994,474</u>	100.00%
Wealth Distributed				
To Services				
Cost of revenue (excluding employees' salaries and benefits)	657,534	58.86%	654,866	65.85%
Administration & other expenses (excluding employees' salaries and benefits)	66,745	5.98%	47,877	4.81%
To Providers of Capital				
Mark-up / interest expense	7,822	0.70%	12,527	1.26%
To Government				
Taxes	7,798	0.70%	4,884	0.49%
To Employees Salaries and benefits	361,196	32.34%	241,099	24.24%
Retained in the Business				
	<u>15,946</u>	1.43%	<u>33,221</u>	3.34%
	<u>1,117,040</u>	100.00%	<u>994,474</u>	100.00%

**Independent Auditor's Review Report
To the Members of Universal Network Systems 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 Board of Directors of **Universal Network Systems Limited** (the 'Company'), for the period from December 06, 2021 to June 30, 2022 in accordance with the requirements of regulation 36 of the Regulations.

The responsibility for compliance with the Regulations is that of the Board of Directors of 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 and also ensure compliance with the requirements of section 208 of the Companies Act, 2017. 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. We have not carried out procedures to assess and determine the Company's process for identification of related parties and that whether the related party transactions were undertaken at arm's length price or not.

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 for and on behalf of the Company, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the period from December 06, 2021 to June 30, 2022.



Crowe Hussain Chaudhury & Co.
Chartered Accountants

Karachi.
Dated: **06 OCT 2022**

UDIN: CR202210207P5JM1LXNr

Statement of Compliance with Listed Companies (Code of Corporate Governance) Regulations, 2019

UNIVERSAL NETWORK SYSTEMS LIMITED YEAR ENDED JUNE 30, 2022*

* Universal Network Systems Limited got listed on Pakistan Stock Exchange Limited on December 06, 2021. Hence, this Statement of Compliance with Listed Companies (Code of Corporate Governance) Regulations, 2019 relates to period from December 06, 2021 to June 30, 2022.

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

1. The total number of directors are seven (07) as per the following:

- a. Male: 05
- b. Female: 02

2. The composition of board is as follows:

Category	Names
Non-executive Directors	Arif Elahi Safina Danish Elahi
Independent Directors	Mirza Qamar Beg Nadine Malik Almani Asfandyar Farrukh
Executive Directors	Imran Baxamoosa Ali Aamer Baxamoosa
Female Director	Safina Danish Elahi Nadine Malik Almani

3. The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this company;
4. 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;
5. 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 the significant policies along with their date 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 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 have a formal policy and transparent procedures for remuneration of directors in accordance with the Act and these Regulations;
9. The company is compliant in respect of certification of all directors under the Director's Training program (DTP) except one director whose DTP course is in progress at PICG ;
10. The Board has approved appointment of company secretary and head of internal audit, including their remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations;
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:

a) Audit Committee

Name	Designation	Category
Mr. Mirza Qamar Beg	Chairman	Independent Director
Mr. Arif Elahi	Member	Non-Executive Director
Mr. Asafandyar Farrukh	Member	Independent Director
Ms. Nadine Malik Almani	Member	Independent Director

b) Human Resource and Remuneration Committee

Name	Designation	Category
Ms. Nadine Malik Almani	Chairperson	Independent Director
Ms. Safina Danish Elahi	Member	Non-Executive Director
Mr. Imran Baxamoosa	Member	Executive Director

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 (quarterly/half yearly/ yearly) of the committee were as per following:
 - a) Audit Committee: 02 meetings held during the year ended on June 30, 2022.
 - b) HR and Remuneration Committee: 01 meeting held during the year ended on June 30, 2022.
15. The Board has set up an effective internal audit function managed by a suitably qualified and experienced professional who is conversant with the policies and procedures 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; and
18. We confirm that all requirements of regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations have been complied with.



Arif Elahi
Chairman

Karachi: **October 05, 2022**

**Independent Auditor's Report
To the members of Universal Network Systems Limited
Report on the Audit of the Financial Statements**

Opinion

We have audited the annexed financial statements of the **Universal Network Systems Limited (the Company)** which comprise the statement of financial position as at June 30, 2022 and the statement of profit or loss and other comprehensive income, the statement of changes in equity, the statement of cash flows for the period ended, and notes to the financial statements, including a summary of significant accounting policies 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 profit and loss statement, the statement of changes in equity and the 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 June 30, 2022 and of its profit and other comprehensive income, the changes in equity and its cash flows for the period 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 Accountants' 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 judgement, 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 are the Key audit matters:

S.NO	Key Audit Matter	How the matter was addressed in our audit
01	<p>Revenue Recognition</p> <p>Refer gross revenue under the profit or loss statement</p> <p>The Company has recognized the revenue amounting Rs 1,100.146 million during the year ended June 30, 2022.</p> <p>The Company's revenue stream is derived from multiple sources out of which major key streams include courier and allied services and international freight. Each stream has its own revenue recognition policies based on the nature of the revenue and underlying contractual arrangement.</p> <p>We identified revenue recognition as a key audit matter as it is one of the key performance indicators of the Company and because of the potential risk that revenue transactions may not be appropriately recorder and disclosed in the financial statements.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> • Obtained an understanding, evaluated the design and tested the controls over the process of capturing, processing and recording of revenue; • Assessed the appropriateness of the Company's accounting policy for recording of revenue in line with requirements of applicable accounting and reporting standards; • Performing tests of control to confirm our understanding of the process by which revenue is calculated. • Compare, on a sample basis, specific revenue transactions recorded before and after the reporting date with underlying documentation to assess whether revenue has been recognized in the appropriate accounting period • Evaluated the appropriateness of the disclosures provided under the revenue standard IFRS-15 and assessed the completeness and mathematical accuracy of the relevant disclosures

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Responsibilities of Management and Board of Directors for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the accounting and reporting standards as applicable in Pakistan and the requirements of 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.

Board of directors are 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.

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

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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.

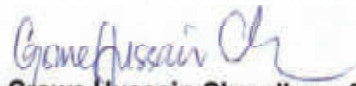
We communicate with the board of directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on Other Legal and Regulatory Requirements

Based on our audit, we further report that in our opinion:

- a) proper books of account 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 and other 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 account 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 (XVIII of 1980).

The engagement partner on the audit resulting in this independent auditor's report is Imran Shaikh.



Crowe Hussain Chaudhury & Co.
Chartered Accountants

Karachi

Date:

06 OCT 2022

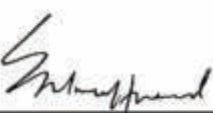
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UNIVERSAL NETWORK SYSTEMS LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT JUNE 30, 2022

		2 0 2 2	2 0 2 1
		-----Rupees-----	
	Note		
Non-current assets			
Property and equipment	4	155,333,920	105,158,980
Intangible assets	5	83,229,223	59,133,150
Right of use assets	6	48,627,045	60,043,079
Long term deposits	7	12,746,728	11,245,728
		299,936,916	235,580,937
Current assets			
Trade debts	8	455,744,899	361,855,656
Packaging material		2,101,092	2,662,889
Short term loans and advances	9	21,440,805	8,740,884
Short term deposits, prepayments and advance income tax	10	35,043,921	39,667,316
Tax refund due from Government		20,483,731	21,979,070
Short term investments	11	131,686,290	-
Cash and bank balances	12	62,778,606	76,819,150
		729,279,343	511,724,965
		1,029,216,258	747,305,902
Share capital and Reserves			
Authorized			
50,000,000 ordinary shares of Rs.10/- each		500,000,000	500,000,000
Issued, subscribed and paid-up share capital			
27,428,430 ordinary shares of Rs. 10/- each (2021: 20,571,430 ordinary shares of Rs. 10/- each) fully paid in cash	13	274,284,300	205,714,300
Share Premium		402,328,868	43,286,074
Revaluation surplus on property, plant & equipment		23,044,649	27,845,460
Sponsors' loan		-	70,000,000
Unappropriated profit		86,144,583	65,398,115
		785,802,400	412,243,950
Non-current liabilities			
Lease liabilities	14	25,298,396	39,456,951
Deferred tax liabilities - net	15	12,499,107	16,405,413
		37,797,503	55,862,364
Current liabilities			
Trade and other payables	16	165,764,385	241,727,500
Due to related parties		-	2,434,610
Accrued mark-up		-	57,587
Current portion lease liabilities	14	25,867,487	22,187,718
Provision for taxation	23	13,984,475	12,792,175
		205,616,347	279,199,590
Contingencies and Commitments	17	1,029,216,258	747,305,902

The annexed notes from 1 to 37 form an integral part of these financial statements.


Chief Executive Officer


Chief Financial Officer


Director

UNIVERSAL NETWORK SYSTEMS LIMITED
STATEMENT OF PROFIT OR LOSS
FOR THE YEAR ENDED JUNE 30, 2022

		2 0 2 2	2 0 2 1
	Note	-----Rupees-----	
Courier and allied services			
- Courier income		1,028,519,073	960,482,394
- CBC handling charges income		23,677,827	25,657,978
		1,052,196,900	986,140,372
- Cost of sales	18	(949,271,679)	(854,244,718)
Total courier and allied services		102,925,221	131,895,654
International freight		46,931,273	4,567,551
Commission income		1,017,607	1,740,347
		150,874,101	138,203,552
General and administrative expenses	19	(131,638,292)	(86,115,471)
Marketing and selling expenses	20	(4,564,750)	(3,482,125)
		(136,203,042)	(89,597,596)
Operating profit		14,671,059	48,605,956
Other income	21	16,894,121	2,025,326
Finance costs	22	(7,821,861)	(12,526,769)
		9,072,260	(10,501,443)
Profit before taxation		23,743,319	38,104,513
Taxation	23	(7,797,663)	(4,883,966)
Profit after tax		15,945,656	33,220,547
Earning per share - basic & diluted	24	0.65	(Restated) 1.35

The annexed notes from 1 to 37 form an integral part of these financial statements.


Chief Executive Officer


Chief Financial Officer


Director


UNIVERSAL NETWORK SYSTEMS LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED JUNE 30, 2022

	2 0 2 2	2 0 2 1
	-----Rupees-----	
Profit after taxation	15,945,656	33,220,547
Items not to be reclassified to profit or loss in subsequent period:		
Surplus on revaluation of property, plant equipment	-	45,030,204
Deferred tax on property and equipment	-	(12,717,384)
Accelerated depreciation on property and equipment	-	(3,290,204)
	-	29,022,616
Total comprehensive income for the year	<u>15,945,656</u>	<u>62,243,163</u>

The annexed notes from 1 to 37 form an integral part of these financial statements.



 Chief Executive Officer



 Chief Financial Officer



 Director

UNIVERSAL NETWORK SYSTEMS LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED JUNE 30, 2022

Balance as at June 30, 2020

Conversion of loans from directors into 10,089,209 ordinary shares @ Rs. 10/- each
Issue of 9,910,971 shares on cash @ Rs. 10/- each
Profit after tax
Sponsors' loan

Other comprehensive income for the year

Surplus on revaluation of property and equipment - net of deferred tax
Realized revaluation surplus on derecognition - net of deferred tax
Reversal of amortization on software

Balance as at June 30, 2021

Conversion of loans from directors into 10,089,209 ordinary shares @ Rs. 10/- each
Issuance of 6,857,000 ordinary share @ 10/- each
Premium @ 55 per share on issue of 6,857,000 ordinary shares
Transaction cost on issuance of shares*

Profit after tax

Sponsor Loan's

Other comprehensive income for the year

Surplus on revaluation of property and equipment - net of deferred tax
Realized revaluation surplus on derecognition- net of deferred tax
Transfer of revaluation surplus on incremental depreciation - net of deferred tax
Reversal of amortization on software

Balance as at June 30, 2022

* Utilization as transaction cost on issuance of shares are allowed under Section 81 of the Companies Act 2017.

The annexed notes from 1 to 37 form an integral part of these financial statements.


Chief Executive Officer


Chief Financial Officer


Director

	Issued, subscribed and paid-up capital	Share Premium	Unappropriated profit	Surplus on revaluation of property, plant & equipment	Sponsors' Loan	Total
	5,714,300	43,286,074	29,300,412	-	-	78,300,786
	100,890,291	-	-	-	-	100,890,291
	99,109,709	-	-	-	-	99,109,709
	-	-	33,220,547	-	-	33,220,547
	-	-	-	-	70,000,000	70,000,000
	-	-	-	29,022,616	-	29,022,616
	-	-	1,177,156	(1,177,156)	-	-
	-	-	1,700,000	-	-	1,700,000
Balance as at June 30, 2020	205,714,300	43,286,074	65,398,115	27,845,460	70,000,000	412,243,949
	-	-	-	-	-	-
	68,570,000	-	-	-	-	68,570,000
	-	377,135,000 (18,092,206)	-	-	-	377,135,000 (18,092,206)
	-	-	15,945,656	-	-	15,945,656
	-	-	-	-	(70,000,000)	(70,000,000)
	-	-	-	-	-	-
	-	-	533,111	(533,111)	-	-
	-	-	4,267,700	(4,267,700)	-	-
	-	-	-	-	-	-
Balance as at June 30, 2021	68,570,000	359,042,794	20,746,467	(4,800,811)	(70,000,000)	373,558,450
Balance as at June 30, 2022	274,284,300	402,328,868	86,144,583	23,044,649	-	785,802,399

UNIVERSAL NETWORK SYSTEMS LIMITED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED JUNE 30, 2022

	Note	June 30, 2022 -----Rupees-----	June 30, 2021
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		23,743,319	38,104,513
Adjustment for non cash changes and other items:			
Depreciation - Property and equipment		18,653,080	10,487,530
Depreciation - ROUA		24,354,488	22,123,692
Allowance for expected credit losses		1,543,346	3,531,593
Amortization of Intangibles		1,333,416	-
Finance costs	22	7,821,861	12,526,769
Amortization of deferred income		-	-
Gain on sale of property and equipment		(43,576)	(1,425,762)
Cash flows from operating activities		77,405,934	85,348,335
(Increase)/ decrease in current assets			
Trade debts	8	(95,432,589)	(71,930,468)
Packaging Material		561,797	(2,662,889)
Short term loans and advances	9	(12,699,921)	(4,744,632)
Short term deposits and prepayments	10	7,014,274	(6,898,130)
		(100,556,439)	(86,236,119)
		(23,150,504)	(887,784)
Increase/(Decrease) in current liabilities			
Trade and other payables	16	(75,963,114)	70,841,754
Due to related parties		(2,434,610)	1,234,610
		(78,397,724)	72,076,364
Cash (used)/generated from operations		(101,548,229)	71,188,580
Income tax paid		(11,407,001)	(9,016,330)
Finance cost paid		(7,879,448)	(12,851,275)
Net cash (used)/generated in operating activities		(120,834,678)	49,320,975
CASH FLOWS FROM INVESTING ACTIVITIES			
Property, plant and equipment's	4	(70,894,645)	(23,391,965)
Intangibles	5	(25,429,489)	(42,133,150)
Sale proceeds from property, plant and equipment		2,110,000	8,040,000
Long term deposits	7	(1,501,000)	(941,050)
Net cash flows used in investing activities		(95,715,134)	(58,426,165)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issuance of shares - net		427,612,794	104,232,824
Sponsors' loan		(70,000,000)	70,000,000
Lease liability	14	(23,417,236)	(11,822,803)
Net cash flows generated from financing activities		334,195,558	162,410,021
Net (decrease) / increase in cash and cash equivalents		117,645,746	153,304,831
Cash and cash equivalents at the beginning of the period		76,819,150	(76,485,681)
Cash and cash equivalents at the end of the period		194,464,896	76,819,150
Cash and bank balances	25	194,464,896	76,819,150
		194,464,896	76,819,150

The annexed notes from 1 to 37 form an integral part of these financial statements.


 Chief Executive Officer


 Chief Financial Officer


 Director

UNIVERSAL NETWORK SYSTEMS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2022

1. The Company and its operation

Universal Network Systems Limited (The Company) was incorporated as a private limited company in Pakistan on December 12, 2005 under the repealed Companies Ordinance, 1984 (now Companies Act, 2017). On February 18, 2021 the Company was converted to "Public Limited" under Companies Act, 2017. On December 6, 2021, the Company became listed on GEM Board of Pakistan Stock Exchange Limited.

The registered office of the Company is situated at Bungalow No. 5, Bangalore Town, Main Shahrah-e-Faisal, Karachi, Pakistan, 74550. The principal activities of the Company are to act as a cargo forwarder, provide domestic and international courier and allied services.

During the period, the Company increased its ordinary share capital by issuing 6,857,000 fresh shares through Pakistan Stock Exchange. After this issue of fresh shares, the issued share capital was Rs. 274,284,300 as of June 30, 2022. Rs. 180,664,275/- was utilized from issue of fresh share as of June 30, 2022.

2. BASIS OF PREPARATION

2.1 Statement of compliance

The earlier financial statements of the Company, being a private limited company, were prepared in accordance with the guidelines of 'Revised Accounting and Financial Reporting Standard for the Small-sized Entities (Revised AFRs for SSEs) issued by the Institute of Chartered Accountants of Pakistan (ICAP) as notified under the Companies Act, 2017.

After the conversion of the Company from private limited to a public limited company having issued share capital of over Rs. 200 million, the Company has prepared its financial statements 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 (IFRSs) issued by International Accounting Standard Board (IASB) and Islamic Financial Accounting Standards (IFAS) issued by Institute of Chartered Accountants of Pakistan (ICAP), as notified under Companies Act, 2017 (the Act) and provisions of and directives issued under the Act. Where the provisions of and directives issued under the Act differ from the IFRSs, the provisions of and directives issued under the Act have been followed.

There is no impact of this change on the previous financial statements, except where identified in the respective notes to the financial statements.

2.2 Basis of Measurement

These financial statements have been prepared under the historical cost convention, except for the measurement of certain financial instruments at fair value.

2.3 Presentation and functional currency

These financial statements are presented in Pakistan Rupee (Rs. / Rupees) which is the Company's functional currency. Amounts presented in the financial statements have been rounded off to the nearest of Rs. / Rupees, unless otherwise stated.

2.4 ACCOUNTING ESTIMATES AND JUDGEMENTS AND FINANCIAL RISK MANAGEMENT

The preparation of these financial statements in conformity with accounting and reporting standards requires the management to make estimates, judgments and assumptions that affect the reported amounts of assets and liabilities, income and expenses.

It also requires the management to exercise judgment in application of its accounting policies. The estimates, judgments and associated assumptions are based on the management's experience and various other factors that are believed to be reasonable under the circumstances.

These estimates and assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of revision and future periods if the revision affects both current and future periods.

In preparing these financial statements, the significant judgment made by the management in applying accounting policies include:

- (a) - Current and deferred taxation (Note 15 and 23)
- (b) - Impairment (Note 3.1.1)
- (c) - Provisions, commitment and contingent liabilities (Note 3.1.9 and 17.1)
- (d) - Depreciation and amortization on fixed and intangible assets (Note 4.1)

3. SUMMARY OF SIGNIFICANT TRANSACTIONS AND EVENTS DURING THE YEAR

A novel strain of coronavirus (COVID-19) that first surfaced in China was classified as a pandemic by the World Health Organization on 11 March 2020, impacting countries globally including Pakistan. Government of Pakistan has taken certain measures to reduce the spread of the COVID-19 including lockdown of businesses, suspension of flight operations, intercity movements, cancellation of major events etc. These measures have resulted in an overall economic slowdown, disruptions to various business and significant volatility in the Pakistan Stock Exchange (PSX). However, currently, the potential impacts from COVID-19 remain uncertain, including, among other things, on economic conditions, businesses and consumers. The extent of these impacts on the Company are unclear. The Company is conducting business with some modifications to employee working and cancellation of certain events, among other modifications while following all necessary Standard Operating Procedures (SOPs). The Company will continue to actively monitor the situation and may take further actions that alter its business operations as may be required by federal, provincial or local authorities or that are in the best interests of our employees, customers, partners, suppliers and stockholders. However, the management based on its assessment considered that there would be no significant impact that will adversely affect its businesses, results of operations and financial condition in future period.

NEW STANDARDS, INTERPRETATIONS AND AMENDMENTS TO PUBLISHED APPROVED ACCOUNTING STANDARDS

During the year certain new accounting and reporting standards / amendments / interpretations became effective and applicable to the Company. However, such updates were not considered to be relevant to these financial statements and accordingly the same have not been presented.

Standards, interpretations and amendments to approved accounting standards that are not yet effective

The following standards, amendments and interpretations with respect to the approved accounting standards as applicable in Pakistan would be effective from the dates mentioned below against the respective standard or interpretation:

Standard or Interpretation	Effective date (Annual periods beginning on or after)
- IAS 1 - Classification of Liabilities as Current or Non-current (Amendments)	January 01, 2023
- IAS 1 - Disclosure of Accounting Policies (Amendments)	January 01, 2023
- IAS 8 - Definition of Accounting Estimates (Amendments)	January 01, 2023
- IAS 12 - Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments)	January 01, 2023

Standards, amendments to approved accounting standards and interpretations that are not yet effective and have not been early adopted by the Company

The following new standards, amendments to published standards and interpretations would be effective from the dates mentioned below against the respective standard or interpretation.

Standard or Interpretation	Effective Date (Annual periods beginning on or after)
IAS 1 - Classification of Liabilities as Current or Non-current	January 01, 2023
IAS 1 - Disclosure of Accounting Policies (Amendments)	January 01, 2023
IAS 8 - Definition of Accounting Estimates (Amendments)	January 01, 2023
IAS 12 - Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments)	January 01, 2023

There are number of other standards, amendments and interpretations to the approved accounting standards that are not yet effective and are also not relevant to the Company and therefore, have not been presented here.

3.1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Standards, amendments, interpretations and improvements adopted during the period

The accounting policies adopted in the preparation of these financial statements are consistent with those of the previous financial year ended, except as described below which are amended or recently implemented/adopted by the Company after conversion to public limited company.

3.1.1 Fixed assets

Property and equipment

These are stated at cost less accumulated depreciation and impairment, if any. Depreciation is charged to income applying the reducing balance method at the rates specified in the relevant note. Depreciation on additions is charged from the month at which asset is available for use and on disposals no charge for the month in which asset disposed. Depreciation is charged to profit and loss account applying reducing balance method at the rate mentioned in relevant note. Full depreciation is charged to profit or loss and the difference of accelerated depreciation is charged to statement of changes in equity.

Normal repairs & maintenance are charged to income as and when incurred. Major renewals and improvements if any are capitalized when it is probable that respective future economic benefits will flow to the Company

An item of fixed assets is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Gains and losses on disposals are determined by comparing proceeds with carrying amount of relevant assets. These are included in the profit and loss account.

Intangible Assets

Intangible assets other than goodwill and marketing related intangible assets are stated at cost less accumulated amortization and accumulated impairment losses, if any.

Goodwill and marketing related intangible assets are stated at cost less accumulated impairment losses, if any, as their useful life is indefinite and are tested for impairment annually. For other intangibles, amortization is charged to the profit or loss applying the straight line method, whereby, the cost of intangible asset is written off over its useful economic life.

The amortization rate of the intangible assets are stated in note 5 & 6 to these financial statements. Full month's amortization is charged in the month of addition when the asset is available for use, whereas, amortization on disposals is charged upto the month in which the disposal takes place.

Capital work-in-progress

Capital work-in-progress, if any, is stated at cost (less impairment losses, if any) and represents expenditure on fixed assets in the course of construction and installation and advances for capital expenditure. Transfers are made to relevant operating fixed assets when the assets are available for intended use.

Impairment

The Company assesses at each reporting date whether there is any indication that operating fixed assets may be impaired. If such indication exists, the carrying amounts of such assets are reviewed to assess whether they are recorded in excess of their recoverable amount. Where carrying values exceed the respective recoverable amounts, assets are written down to their recoverable amounts and the resulting impairment charge is recognized in the statement of profit or loss and other comprehensive income. The recoverable amount of property and equipment is the greater of fair value less cost to sell and value in use.

Surplus on revaluation on Property and equipment

A revaluation surplus is recorded in other comprehensive income and credited to the asset revaluation surplus in equity. However, to the extent that it reverses a revaluation deficit of the same asset previously recognised in profit or loss, the increase is recognised in profit or loss. A revaluation deficit is recognised in the profit or loss, except to the extent that it offsets an existing surplus on the same asset recognised in the asset revaluation surplus.

An annual transfer from the asset revaluation surplus to unappropriated profit is made for the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the asset's original cost. Additionally, accumulated depreciation as at the revaluation date is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Upon disposal, any revaluation surplus relating to the particular asset being sold is transferred to unappropriated profit.

3.1.2 IFRS 9 - Financial instruments

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments. The Company derecognizes a financial asset or a portion of financial asset when, and only when, the Company loses control of the contractual rights that comprise the financial asset or portion of financial asset.

A financial liability or part of financial liability is derecognized from the balance sheet when, and only when, it is extinguished i.e. when the obligation specified in the contract is discharged, cancelled or expired.

Any gain or loss on the recognition or de-recognition of the financial assets and financial liabilities is taken to statement of profit or loss and other comprehensive income.

Financial assets

Classification

The Company classifies its financial assets at fair value through profit or loss (FVTPL). The classification depends on the business model in which the financial asset is managed and its contractual cash flows. The management determines the appropriate classification of its financial assets at initial recognition and it evaluates this classification on a regular basis.

Financial asset at fair value through profit or loss

Debt investment

Debt investments that do not qualify for measurement at either amortized cost or FVOCI are classified as financial asset at fair value through profit or loss.

Equity investment

Equity investments that are held for trading, and equity investments for which the entity has not elected to recognize fair value gains and losses through other comprehensive income are classified as financial asset at fair value through profit or loss.

Allowance for Expected Credit Loss (Provisions)

The Company recognises loss allowances for Expected Credit Losses (ECLs) in respect of financial assets. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company uses a simplified approach to consider reasonable and supportable information that is relevant and available without undue cost or effort.

The Company considers a financial asset in default when contractual payments are past due over the agreed credit terms. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience of actual credit losses over past years and informed credit assessment and including forward-looking information. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company.

Such assets are written off when there is no reasonable expectation of recovery.

Provision are reviewed at each balance sheet and adjusted to reflect the current best estimates.

Financial liabilities

Offsetting of financial assets and liabilities

Financial assets and financial liabilities are offset when the Company has a legally enforceable right to offset the recognized amounts and intends either to settle these on net basis or to realize the assets and settle the liabilities simultaneously.

The legally enforceable right must not be contingent on future events and must be enforceable in normal course of business and in the event of default, insolvency or winding up of the Company or the counterparties.

3.1.3 Stores and Supplies

Store and Supplies including packaging materials are valued at the average cost of purchase at each period end. Items in transit are valued at cost comprising invoice value plus other charges incurred thereon.

3.1.4 Cash & cash equivalents

Cash and cash equivalents are carried in the balance sheet at cost and include cash in hand, at bank and short term highly liquid investments that are readily available convertible to known amounts of cash. For the purpose of cash flow statement, cash and cash equivalents include bank balances including short-term deposits net of bank overdraft, if any.

3.1.5 Fair Value Measurement

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.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. The fair value for financial instruments traded in active markets at the reporting date is based on their quoted price, without any deduction for transaction costs.

For all other financial instruments not traded in an active market, the fair value is determined by using valuation techniques deemed to be appropriate in the circumstances. Valuation techniques include the market approach (i.e., using recent arm's length market transactions adjusted as necessary and reference to the current market value of another instrument that is substantially the same) and the income approach (i.e., discounted cash flow analysis making as much use of available and supportable market data as possible).

All assets and liabilities for which fair value is measured or disclosed in these financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value:

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities that the Company can access at measurement date.

Level 2: Inputs other than quoted prices included in level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the assets or liability that are not based on observable market data (observable inputs).

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting year during which the change occurs.

3.1.6 Taxation

Current taxation

Provision for current taxation is based on taxable income at the current rates of taxation after considering tax credits and rebates available, if any.

Deferred taxation

Deferred tax is recognized using the balance sheet liability method, providing for all temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have enacted or substantively enacted by the reporting date.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Impairment of non-financial assets other than operating fixed assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's fair value less costs to sell and its value in use. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. 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. The fair value less costs to sell calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs to sell of the asset.

In determining fair value less costs to sell, the recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other fair value indicators.

Intangible assets with indefinite useful lives are tested for impairment annually at year end either individually or at cumulative group level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

For such assets, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Company estimates the asset's recoverable amount.

A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years.

Such reversal is recognised in the profit or loss.

3.1.7 Segment reporting

All business segments of the company are distinguishable components which are engaged in revenue generating activities and its results are regularly reviewed by the Company. The senior management decides to allocate the resources to the respective segment and assess its performance. Furthermore, related financial information is available for each segment.

Based on internal management reporting structure, the Company is organized into the following operating segments:

- Domestic Courier and Cargo
- International Freight

Management monitors the operating results of above mentioned segments separately for the purpose of making decisions about resources to be allocated and assessing performance.

3.1.8 Related party transactions

Related parties comprises of major shareholders, associated companies with or without common directorship, other companies with common directorship, directors of the Company, key management personnel and their close family members. The Company continues to have a policy whereby transactions with related parties are entered into; at commercial terms, approved policy or at rate agreed under a contract/arrangement/agreement.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company. The Company considers its Chief Executive Officer, Chief Financial Officer, Chief Strategy Officer, Company Secretary and departmental heads to be its key management personnel.

3.1.9 Contingent liabilities

A contingent liability is disclosed when the Company has a possible obligation as a result of past events, 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 the Company has a present legal or constructive 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.

3.1.10 Staff retirement benefits

The Company operates a defined contribution plan (i.e. recognized provident fund scheme) for all its permanent employees. Equal monthly contributions at the rate of 8.3% of the base salary are made to the fund, both by the Company and by its employees. The assets of the fund are held separately under the control of the Trustees.

Contributions made by the Company are charged to statement of profit or loss and other comprehensive income for the year.

3.1.11 Foreign currency transactions

Transactions in foreign currencies are translated into PKR (the functional currency) using the exchange rates prevailing at the date of transactions. Monetary assets and liabilities denominated in foreign currencies are translated into PKR using the exchange rate at the reporting date. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translations of monetary assets and liabilities denominated in foreign currencies are recognized in the statement of profit or loss and other comprehensive income.

3.1.12 Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable in the normal course of business.

-Courier, cargo and allied services are recorded as and when the invoices are raised.

-Commission income is recognized on accrual basis.

-Profit on saving accounts, short term investments and other income is recognized on accrual basis using effective interest rate method.

3.1.13 Reclassification of prior year presentation

Certain prior year amounts have been reclassified for consistency with the current year presentation. These reclassifications had no effect on the reported results of operations.

4 PROPERTY AND EQUIPMENT**2022****2021****Fixed Assets****Capital Work in progress**

4.1	150,523,336	105,158,980
4.2	4,810,584	-
	155,333,920	105,158,980

4.1 Fixed Assets

Description	Owned				Leased	Total
	Leasehold improvement	Furniture, fixtures and fittings	Office and electrical equipment	Computers and accessories	Vehicles	

Cost

Balance as at July 01, 2020	28,346,063	10,405,694	20,706,653	19,242,683	32,729,487	117,987,079
Additions	634,332	4,202,462	3,545,911	1,731,260	5,930,000	16,043,965
Disposals			(66,493)		(9,621,169)	(9,687,662)
Revaluation surplus	9,955,647	4,203,153	7,242,389	3,348,469	20,280,546	45,030,204
Reclassified to right-of-use assets on initial application of IFRS 16	-	-	-	-	(6,556,499)	(6,556,499)
Balance as at June 30, 2021	38,936,042	18,811,309	31,428,460	24,322,412	49,318,864	162,817,087

Balance as at July 01, 2021

Balance as at July 01, 2021	38,936,042	18,811,309	31,428,460	24,322,412	49,318,864	162,817,087
Additions	22,939,681	5,127,512	9,039,285	8,111,714	20,865,869	66,084,061
Disposals			(60,000)	(1,509,294)	(1,906,390)	(3,475,684)
Balance as at June 30, 2022	61,875,723	23,938,821	40,407,745	30,924,832	68,278,343	225,425,464

Accumulated depreciation

Balance as at July 01, 2020	8,827,093	3,445,826	9,110,413	12,462,591	13,107,875	46,953,798
Charge for the year	2,459,422	1,672,180	2,525,377	2,663,565	4,457,190	13,777,734
On disposals			(43,669)		(3,029,755)	(3,073,424)
Balance as at June 30, 2021	11,286,515	5,118,006	11,592,121	15,126,156	14,535,310	57,658,108

Balance as at July 01, 2021

Balance as at July 01, 2021	11,286,515	5,118,006	11,592,121	15,126,156	14,535,310	57,658,108
Charge for the period	3,385,281	2,374,029	3,575,302	3,855,722	5,462,746	18,653,080
On disposals			(6,675)	(573,042)	(829,343)	(1,409,060)
Balance as at June 30, 2022	14,671,796	7,492,035	15,160,748	18,408,836	19,168,713	74,902,128

CARRYING AMOUNT - 2022

CARRYING AMOUNT - 2022	47,203,927	16,446,786	25,246,997	12,515,996	49,109,630	150,523,336
RATE OF DEPRECIATION (%)	10%	15%	15%	30%	15%	15%

4.2 Capital Work in progress

2 0 2 2 **2 0 2 1**

-----Rupees-----

Note

Opening	-	-
Additions	19,375,247	-
Transfer	(14,564,663)	-
Closing	4,810,584	-

4.3 Detail of disposal of property and equipment**As of Jun 30, 2022**

Disposal of fixed asset during the year having written down value of more than Rs. 500,000/- is Rs. 1,077,047/- are as follows:

Particulars	Original cost	Accumulated depreciation	Written down value	Sales proceeds	Gain/ (Loss)	Sold to	Relationship with company	Mode of disposal
Vehicle - SUZUKI	1,906,390	829,343	1,077,047	1,000,000	(77,047)	Third Party	None	Bank
Total	1,906,390	829,343	1,077,047	1,000,000	(77,047)			

2022 **2021**
Note **-----Rupees-----**

5 INTANGIBLE ASSETS

Software	5.1	18,657,834	17,000,000
Software under development	5.2	64,571,389	42,133,150
		83,229,223	59,133,150

5.1		2021									
		Cost				Amortization					
		Opening	Addition	Disposal	Closing	Opening	Charge for the year	Disposal	Closing	Book value	Rate %
	Software	17,000,000	-	-	17,000,000	-	-	-	-	17,000,000	-
		2022									
		Cost				Amortization					
		Opening	Addition/t ransfer	Disposal	Closing	Opening	Charge for the year	Disposal	Closing	Book value	Rate %
	Software	17,000,000	2,991,250	-	19,991,250	-	1,333,416	-	1,333,416	18,657,834	6.67%

5.2	Software under development	Note	2,022	2021
			-----Rupees-----	
	Opening		42,133,150	-
	Additions		25,429,489	42,133,150
	Transfer		(2,991,250)	-
			64,571,389	42,133,150

6 RIGHT OF USE ASSETS

The carrying amounts of right-of-use assets recognized and movement during the year is as follows:

	Vehicles	Rental Properties	Total
	------(Rupees)-----		
6.1 Net carrying value basis			
Reclassified from operating fixed assets on initial application of IFRS 16	6,556,499	-	6,556,499
Right-of-use assets recognised on initial application of IFRS 16	7,348,000	68,262,272	75,610,272
Less: Accumulated depreciation	<u>(1,194,696)</u>	<u>(20,928,996)</u>	<u>(22,123,692)</u>
Closing net book value Jun 30, 2021	12,709,803	47,333,276	60,043,079
Addition: during the year	-	12,938,454	12,938,454
Less: Depreciation charge for the year	<u>(1,906,470)</u>	<u>(22,448,018)</u>	<u>(24,354,488)</u>
Closing net book value June 30, 2022	10,803,333	37,823,712	48,627,045
Depreciation rate (%)	<u>15%</u>	<u>5-Years</u>	

6.2 Gross carrying value basis

Cost	13,904,499	81,200,726	95,105,225
Less: Accumulated Depreciation	<u>(3,101,166)</u>	<u>(43,377,014)</u>	<u>(46,478,180)</u>
Net book value June 30, 2022	<u>10,803,333</u>	<u>37,823,712</u>	<u>48,627,045</u>

	2022	2021
Note	-----Rupees-----	

7 LONG TERM DEPOSITS

Security deposit against		
- Utilities	162,500	162,500
- Rent	11,580,028	10,079,028
- Leased vehicles	500,000	500,000
- Others	504,200	504,200
	<u>12,746,728</u>	<u>11,245,728</u>

8 TRADE DEBTS - Unsecured

Trade debts - unsecured	459,442,680	353,159,327
Due from related parties - Trade related	1,377,158	12,227,922
Allowances for expected credit losses	<u>(5,074,939)</u>	<u>(3,531,593)</u>
	<u>455,744,899</u>	<u>361,855,656</u>

8.1

8.1 These amounts are related to services provided by related companies.

8.2 Maximum balance at any time during the year from the related party amount to Rs. 1,744,189 (2021: Rs 12,227,992)

	Note	2 0 2 2 -----Rupees-----	2 0 2 1
8.3 Aging analysis of related party receivable Not over due		<u>1,377,158</u>	<u>12,227,922</u>

9 SHORT TERM LOANS AND ADVANCES - unsecured, considered good

Employees	9.1	3,137,926	2,813,640
Executives	9.1	1,832,546	676,180
Advance against services		16,470,333	5,251,064
		<u>21,440,805</u>	<u>8,740,884</u>

9.1 Loans given to employees are of short term nature, for personal use and carries interest charge on an average rate 14.75%. These are recovered on monthly basis from staff salary.

	Note	2 0 2 2 -----Rupees-----	2 0 2 1
10 SHORT TERM DEPOSITS, PREPAYMENTS AND ADVANCE INCOME TAX			
Bank guarantee margin	10.1	21,844,308	22,928,362
Prepayments		1,792,405	7,722,625
Advance tax			
-Income tax		11,407,208	9,016,329
		<u>35,043,921</u>	<u>39,667,316</u>

10.1 The Company has provided bank guarantee to Serene Air in respect of the cargo general sales agency agreement.

	Note	2 0 2 2 -----Rupees-----	2 0 2 1
11 SHORT TERM INVESTMENT			
11.1 Held For Trading			
Mutual Funds			
Opening Balance		-	-
Add: additions to mutual funds		62,600,000	-
Add: unrealized gain on revaluation of investment		9,086,290	-
Closing Balance	11.1.1	<u>71,686,290</u>	
11.2 Certificates of Musharaka			
Modaraba Al- Mali (short term rating A2)	11.2.1	<u>60,000,000</u>	-
		<u>131,686,290</u>	-

11.1.1 Mutual fund certificates

2022	2021	2022	Name of the entity	2,022	2021
Number of Units		Unit price		----- RUPEES -----	
687,274.82	-	50.47	MCB - Arif Habib	34,685,248	-
84,792.33	-	100.00	Faysal Islamic Cash Fund	8,479,233	-
8,111.89	-	102.17	Faysal Money Market Fund	828,773	-
268,913.18	-	101.07	UBL Liquidity Plus Fund(ULPF)	27,179,611	-
5,091.14	-	100.85	UBL Al-Ameen Islamic Cash Plan	513,426	-
				71,686,290	-

11.1.2 Cost of Mutual fund certificates as at June 30, 2022 is Rs. 62,600,000 /-.

11.1.3 These investments represent mutual funds of various banks. These carry profit at rate of 10.41% to 12.52%per annum (2021: NIL)

11.2.1 This amount represent investment in musharaka having tenure of 89 days. These carry profit at rate of 6 months KIBOR+3.5%.

	Note	2,022	2021
		----- RUPEES -----	
12 CASH AND BANK BALANCES			
Cash in hand		3,364,020	3,438,381
Cash at bank			
- in current account		30,904,588	15,552,239
- in saving account	12.1	28,509,998	57,828,530
		62,778,606	76,819,150

12.1 These carry markup rates of 9.50% (2021: 5%) per anum.

13 ISSUED, SUBSCRIBED AND PAID UP CAPITAL

2022	2021		2,022	2021
(Number of shares)				
27,428,430	20,571,430	Ordinary shares of Rs. 10 each fully paid in cash	274,284,300	205,714,300
27,428,430	20,571,430		274,284,300	205,714,300

- 13.1** During the year, the Company increased its ordinary share capital by issuing 6,857,000 fresh shares through Pakistan Stock Exchange. After this issue of fresh shares, the issued share capital was Rs. 274,284,300 as of June 30, 2022.

	Note	2,022 ----- RUPEES -----	2021
14 LEASE LIABILITIES			
14.1 Lease liabilities			
Current maturity		25,867,487	22,187,718
Non-current		25,298,396	39,456,951
		51,165,883	61,644,669

14.1.1 Reconciliation

Opening balance	61,644,669	5,205,200
Additions	12,938,450	74,663,072
Paid during the	(23,417,236)	(18,223,603)
Closing balance	51,165,883	61,644,669

- 14.1.2** The Company has entered into conventional lease agreement for different vehicles. Further the Company has adopted requirements of IFRS 16 related to rental properties in prior year. Lease rentals are payable on monthly basis and include finance charges are applied at the respective discount rates applicable to different kind of transactions including Right of Use Assets. The Company has the option to purchase vehicle upon completion of lease period and has the intention to exercise such option. The Company has intention to continue operations from rental properties which are currently available from July 1, 2022 to June 30, 2026.

	Note	2 0 2 2 -----Rupees-----	2 0 2 1
15 DEFERRED TAX LIABILITIES - Net			
Deferred tax liabilities on taxable temporary			
- accelerated tax depreciation:			
- Property and equipment		9,683,280	8,862,495
- right of use assets		14,101,843	13,726,650
- surplus on revaluation of plant and equipmer		6,682,948	12,717,384
- short term investment		2,635,024	-
		33,103,096	35,306,529
Deferred tax assets on deductible temporary differences:			
- trade debts		1,471,732	1,024,162
- lease liabilities		14,838,106	17,876,954
-minimum tax		4,294,150	-
		20,603,988	18,901,116
		12,499,107	16,405,413

		2 0 2 2	2 0 2 1
	Note	-----Rupees-----	
16 TRADE AND OTHER PAYABLES			
Creditors		111,882,667	195,436,648
Accrued liabilities		46,609,201	38,951,975
Advance from customers		2,205,112	1,712,308
Income tax payable		1,793,914	787,843
Sales tax payable		2,670,647	4,235,881
Workers welfare fund		602,845	602,845
		165,764,386	241,727,500

17 CONTINGENCIES AND COMMITMENTS

17.1 Contingencies

There are no contingencies during the year (2021: Nil)

17.2 Commitments

17.2.1 The Company has Ijarah from various financial institutions for vehicles and those are payable till 2025. Further the company has long term rental property contracts across the country which are due to mature by 2026.

17.2.2 Corporate Guarantees given by the Company in favour of Serene Air (Private) Limited aggregating to Rs. 18.95 million (2021: 20 million).

		2 0 2 2	2 0 2 1
	Note	-----Rupees-----	
18 COST OF SALES			
Freight forwarding expenses		380,581,091	460,463,615
Operational expenses		1,993,312	4,554,649
Delivery expense		121,295,262	76,740,888
Fuel expense		43,094,613	33,639,049
Packing material		27,377,429	9,281,274
Entertainment expense		5,651,988	5,239,567
Staff salaries & other benefits		291,737,753	199,378,266
Royalty expense		2,756,250	1,044,250
Rent, rates & taxes		4,531,986	2,283,203
Repair & maintenance		10,616,840	9,135,012
Printing and stationery		4,886,182	4,720,224
Insurance		3,449,772	3,901,794
Security		5,212,740	5,145,838
Communication		13,316,702	9,810,049
Utilities		8,450,413	6,026,730
Travelling expense		3,849,731	1,951,314
Depreciation - ROUA		20,469,615	20,928,996
		949,271,679	854,244,718

	Note	2 0 2 2 -----Rupees-----	2 0 2 1
19 GENERAL AND ADMINISTRATIVE EXPENSES			
Salaries, allowances and other benefits		69,458,116	41,720,752
Rent, rates and taxes		8,845,084	8,306,299
Allowance for expected credit losses		1,543,346	3,531,593
Insurance		1,375,678	777,277
Repairs and maintenance		3,802,699	1,851,891
Fuel		2,075,212	2,385,078
Printing and stationery		707,318	246,963
Postage and telegram		39,405	85,807
Telephone, internet and mobile charges		2,794,464	876,971
Electricity, gas and water charges		7,068,314	3,644,232
Entertainment		2,826,601	2,147,601
Fees and subscription		1,398,789	1,537,443
Books and periodicals		17,470	16,690
Travelling and conveyance		2,248,930	960,921
Auditors remuneration	19.1	885,000	354,000
Vehicle and generator maintenance		1,036,087	4,253,508
Security expense		1,159,157	801,263
Depreciation - PPE		18,653,080	10,487,530
Depreciation - ROUA		1,906,470	1,194,696
Amortization		1,333,416	-
Legal and professional		2,463,656	934,956
		131,638,292	86,115,471
	Note	2 0 2 2 -----Rupees-----	2 0 2 1
19.1 Auditors' remuneration			
Audit fee		750,000	300,000
Out of pocket expenses		75,000	30,000
SRB		60,000	24,000
		885,000	354,000
20 MARKETING AND SELLING EXPENSES			
Sales promotion		1,032,305	661,656
Advertisement and publicity		3,532,445	2,820,469
		4,564,750	3,482,125

		2 0 2 2	2 0 2 1
	Note	-----Rupees-----	
21 OTHER INCOME			
- From non-financial assets			
Gain on sale of fixed assets		43,576	1,425,762
- From financial assets			
Profit on placements		7,764,255	599,564
Unrealized gain on short term investment		9,086,290	-
		16,894,121	2,025,326
22 FINANCE COSTS			
Mark up on leases		6,906,431	6,658,776
Mark up on running finance		412,303	796,317
Mark up on loan from directors		-	4,690,686
Bank charges		503,127	380,990
		7,821,861	12,526,769
23 TAXATION			
Current		13,984,475	(12,792,175)
Prior		(2,280,507)	4,609,640
Deferred		(3,906,305)	3,298,569
		7,797,663	(4,883,966)
24 EARNING PER SHARE - basic and diluted			
Profit after tax for the period		15,945,656	33,220,547
Weighted average number of shares outstanding during the period		24,685,630	24,685,630
Earning per share - basic and diluted		0.65	(Restated) 1.35
25 CASH AND CASH EQUIVALENTS			
Short Term Investment		131,686,290	-
Cash and bank balances		62,778,606	76,819,150
		194,464,896	76,819,150

	Note	2 0 2 2	2 0 2 1
		-----Rupees-----	
26 FINANCIAL INSTRUMENTS BY CATEGORY			
Financial assets as per statement of financial position			
At amortised cost			
Short term deposits and prepayments		23,636,713	30,650,987
Short term loans and advances		21,440,805	8,740,884
Long term deposit's		12,746,728	11,245,728
Trade debt		455,744,899	361,855,656
Cash and bank balances		62,778,606	76,819,150
		576,347,751	489,312,405
Fair value through other comprehensive income			
Short term Investments		-	-
Fair value through profit or loss			
Short term Investments		131,686,290	-
		708,034,041	489,312,405
Financial liabilities as per statement of financial position			
Loans and receivables at amortised cost			
Lease liability		51,165,883	61,644,669
Markup / interest accrued		-	57,587
Accrued expenses and other payables		160,696,980	236,100,931
		211,862,863	297,803,187

27 FINANCIAL RISK MANAGEMENT

Financial risk

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, interest rate risk, other market price risk), credit risk and liquidity risk. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance.

Risk management is carried out by the Board of Directors (the Board). The Board provides principles for overall risk management as well as policies covering specific areas such as currency risk, other price risk, interest rate risk, credit risk and liquidity risk.

The Company's overall risk management procedures, to minimize the potential adverse effects of financial market on the Company's performance, are as follows:

(a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign currency, interest rate, commodity price and equity price that will affect the Company's income or the value of its holdings of financial instruments.

(i) 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. Currency risk arises mainly from future commercial transactions or receivables and payables that exist due to transactions in foreign currencies.

The Company is exposed to currency risk arising from various currency exposures, primarily with respect to United States Dollar (USD) and Euro (EUR). Currently, the Company's foreign exchange risk exposure is restricted to the amounts payable to foreign entities and foreign currency bank balances.

At June 30, 2022, if the Rupee had weakened / strengthen by 5% against the US dollar and Euro with all other variables held constant, pre-tax profit for the year would have been Rs. 4,203,722 lower / higher, mainly as a result of foreign exchange losses / gains on translation of US dollar and Euro-denominated financial assets and liabilities.

(ii) Interest rate

This represents the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

As the Company has no significant floating interest rate assets, the Company's income is substantially independent of changes in market interest rates. The Company's interest rate risk arises from short term borrowings and long term financings. These financing, issued at variable rates, expose the Company to cash flow interest rate risk. The Company analyses its interest rate exposure on a dynamic basis taking into consideration refinancing, renewal of existing positions and alternative financing.

Cash flow

If interest rates at the reporting date fluctuate by 10% higher / lower with all other variables held constant, profit before tax for the year would have been Rs. 1,226,000 lower / higher, mainly as a result of higher / lower interest expense on floating rate borrowings. This analysis is prepared assuming the amounts of liabilities outstanding at the reporting date are outstanding for the entire year.

(iii) Other market price risk

Other price risk represents the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market.

The Company is not exposed to any market price risk.

(b) Credit risk

Credit risk represents the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Carrying amounts of financial assets represent the maximum credit exposure.

Credit risk of the Company arises from deposits with banks, long term deposits, short term deposits, trade receivables and other receivables. The management assesses the credit quality of the customers, taking into account their financial position, past experience and other factors. The utilization of credit limits is regularly monitored. For banks and financial institutions, only independently rated parties with a strong credit rating are accepted.

The Company monitors the credit quality of its financial assets with reference to historical performance of such assets and available external credit ratings, if any. Carrying values of financial assets exposed to credit risk, which are neither past due nor impaired are as under:

	Note	2 0 2 2	2 0 2 1
		-----Rupees-----	
Trade debts		455,744,899	361,855,656
Long term		12,746,728	11,245,728
Short term deposits and other receivables		23,636,713	30,650,987
Loans to employees		3,137,926	2,813,640
Bank balances		62,778,606	76,819,150
		558,044,872	483,385,161

The aging of receivables as at reporting date is as follows:

Neither past due nor impaired

Past due but not impaired

1 - 30 days	122,761,595	84,758,238
31 - 90 days	106,224,639	109,479,391
More than 90 days	230,456,449	158,921,697
	459,442,683	353,159,327

The credit risk on liquid funds is limited because the counter parties are banks with reasonably high credit ratings. The Company believes that it is not exposed to major concentration of credit risk as its exposure is spread over a large number of counter parties and trade receivables are subject to specific credit ceilings based on customer credit history.

The management estimates the recoverability of trade receivables on the basis of financial position and past history of its customers based on the objective evidence that it shall not receive the amount due from the particular customer. The provision is written off by the Company when it expects that it cannot recover the balance due. Any subsequent repayments in relation to amounts written off are credited directly to the statement of profit or loss.

The credit quality of bank balances that are neither past due nor impaired can be assessed by reference to external credit ratings (if available) or to historical information about counterparty default rate:

	Rating		Rating Agency	2 0 2 2	2 0 2 1
	Short term	Long term		Rupees	Rupees
AL BARAKA BANK	A-1	A+	JCR-VIS	10,457,919	6,217,763
Bank Al Falah	A1+	AA+	PACRA	3,033,899	1,020,088
Habib Bank Limited	A1+	AAA	PACRA	36,691	144,656
MCB Bank Limited	A1+	AAA	PACRA	1,292	1,292
Meezan Bank	A-1+	AAA	JCR-VIS	7,650,866	6,107,174
Silk Bank Limited	A-2	A-	JCR-VIS	2,842,739	2,150,968
Standard Chartered Bank (Pakistan) Limited	A1+	AAA	PACRA	4,294,961	887,457
Summit Bank	-	-	PACRA	37,472	6,733

(c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due.

The Company's approach to manage liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company ensures that it has sufficient cash on demand to meet expected cash outflows during its operating cycle, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

The Company monitors rolling forecasts of the liquidity reserve (comprising undrawn borrowing facilities and cash and cash equivalents) on the basis of expected cash flows.

In addition, the Company's liquidity management policy involves projecting cash flows in each quarter and considering the level of liquid assets necessary to meet its liabilities and maintaining debt financing plans. The table below analyses the Company's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date, to the contractual maturity dates. The amounts disclosed in the table are the contractual undiscounted cash flows and also include the impact of estimated future interest payments.

Description	Carrying amount	Contractual cash	Within one year	After one year
	Rupees	Rupees	Rupees	Rupees

Contractual maturities of financial liabilities as at June 30, 2022:

Lease liabilities	51,165,883	51,165,883	25,867,487	25,298,396
Trade and other payables [trade creditors and accrued expenses]	160,696,980	160,696,980	-	160,696,980
	<u>211,862,863</u>	<u>211,862,863</u>	<u>25,867,487</u>	<u>185,995,376</u>

Description	Carrying amount	Contractual cash flows	Within one year	After one year
	Rupees	Rupees	Rupees	Rupees

Contractual maturities of financial liabilities as at June 30, 2021:

Lease liabilities	61,644,669	61,644,669	22,187,718	39,456,951
Trade and other payables [trade creditors and accrued expenses]	236,100,931	236,100,931	-	236,100,931
Markup accrued on running finance	57,587	57,587	57,587	-
	<u>297,803,187</u>	<u>297,803,187</u>	<u>22,245,305</u>	<u>275,557,882</u>

The contractual cash flows relating to the above financial liabilities have been determined on the basis of interest rates / mark up rates effective as at the reporting date. The rates of interest / mark up have been disclosed in relevant notes to these financial statements.

(d) Fair value of financial instruments

Fair value is an amount for which an asset could be exchanged, or a liability settled, between knowledgeable willing parties in an arm's length transaction. Consequently, differences may arise between the carrying value and the fair value estimates.

Financial assets which are tradable in an open market are revalued at the market prices prevailing on the reporting date. Fair value is determined on the basis of objective evidence at each reporting date. The carrying values of financial assets and financial liabilities approximate their fair values.

28 CAPITAL RISK MANAGEMENT

The Company's objectives when managing capital are to safeguard Company's ability to continue as a going concern in order to provide returns for shareholders and benefit for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Company finances its operations through equity, management of working capital with a view to maintain an appropriate mix between various sources of finance to minimise risk.

29 RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

	As at June 30, 2021	Non-cash changes	Cash Flows	As at June 30, 2022
	← Rupees →			
Lease liabilities	61,644,669		(10,478,786)	51,165,883
	<u>61,644,669</u>	<u>-</u>	<u>(10,478,786)</u>	<u>51,165,883</u>

30 REMUNERATION OF CHIEF EXECUTIVES, DIRECTORS AND EXECUTIVES

	2022			2021		
	Chief Executive Officer	Executive Director	Executives	Chief Executive Officer	Executive Director	Executives
	----- Rupees -----					
Managerial Remuneration	4,743,505	4,679,368	32,906,567	2,368,725	2,368,725	19,559,600
Allowances	1,897,390	1,871,734	13,162,557	2,131,853	2,131,853	7,823,840
Medical	474,347	467,928	3,290,657	236,873	236,873	1,955,960
Retirement Benefit	-	-	689,196	-	-	500,930
	<u>7,115,241</u>	<u>7,019,029</u>	<u>50,048,976</u>	<u>4,737,451</u>	<u>4,737,451</u>	<u>29,840,330</u>
Number of Persons	1	1	20	1	1	15

30.1 The Chief Executive and certain executives are provided with Company maintained vehicles.

31 TRANSACTIONS WITH RELATED PARTIES

The related parties comprise associated undertakings, key management personnel and retirement benefit schemes. The Company in the normal course of business carries out transactions with various related parties. Amounts due from and to associated undertakings, executives and remuneration of directors and executives are disclosed in the relevant notes. Transactions with related parties other than disclosed elsewhere in these financial statements are as follows:

Transactions with related parties:

Name of the related party	Relationship	Transactions during the period	June 30, 2022	June 30, 2021
			-----Rupees-----	
Universal Freight Systems (Pvt.) Ltd.	Common directorship	Sales of services	5,299,993	3,301,800
		Purchase of services	8,892,621	16,156,680
UNS Employee's Provident Fund Trust	Staff Benefits Plan	Net change in respect of staff benefit plan	1,379,307	1,240,706
Directors & Executives	Executives	Remuneration	63,494,050	38,814,300

32 PROVIDENT FUND RELATED DISCLOSURE

A joint provident fund is maintained by the Company. The following information is based on the latest financials statements:

Note	(UnAudited) 2022	(UnAudited) 2021
	-----Rupees-----	
Size of the Funds - Total Assets	15,791,533	17,833,884
Cost of investment made	12,831,171	15,637,668
Percentage of investment as size of the fund	81%	88%
Fair value of investment	12,831,171	15,637,668

32.1 The breakup of fair value of investment is

	2022		2021	
	Investment	Percentage as of size of the fund	Investment	Percentage as of size of the fund
	Rupees	%	Rupees	%
Bank Balance	2,831,171	18%	4,637,668	26%
Investment in term deposit receipts	10,000,000	63%	<u>11,000,000</u>	62%
	<u>12,831,171</u>	81%	<u>15,637,668</u>	88%

32.2 The investments out of provident fund have been made in accordance with the provision of Section 218 of the Companies Act, 2017 and the rules formulated for this purpose.

33 SEGMENT INFORMATION

The Company primary business segments for reporting purposes namely Courier and allied services and International freight.

33.1 Segment Information

	Courier and allied services Jun/22	International freight Jun/22	Total Jun/22
Revenue			
- Internal	1,052,196,900	65,794,051	1,117,990,951
- External	15,364,217	1,529,904	16,894,121
Total	1,067,561,117	67,323,955	1,134,885,072
Operating Expenses			
General & Admin Expenses	928,802,064	17,845,171	946,647,235
Marketing & selling Expenses	79,992,715	29,752,611	109,745,326
Finance costs	4,564,750	-	4,564,750
EBITDA	6,355,346	1,466,515	7,821,861
Depreciation & Amortization	47,846,242	18,259,658	66,105,900
EBIT	39,911,080	2,451,501	42,362,581
Assets	7,935,162	15,808,157	23,743,319
Liabilities	707,415,419	321,800,841	1,029,216,260
	206,889,549	36,524,303	243,413,852

33.1.2 Reconciliation Of Segment Information to Company's Trail

	Reportable Segment Total	Other than Reportable Segment Total	Total
Revenue	1,067,561,117	67,323,955	1,134,885,072
Operating Expenses	(1,019,714,875)	(49,064,297)	(1,068,779,172)
EBITDA	47,846,242	18,259,658	66,105,900
Depreciation & Amortization	39,911,080	2,451,501	42,362,581
EBIT	7,935,162	15,808,157	23,743,319
Assets	707,415,419	321,800,841	1,029,216,260
Liabilities	206,889,549	36,524,303	243,413,852

33.2 Segment Information

	Courier and allied services Jun/21	International freight Jun/21	Total Jun/21
Revenue			
- Internal	987,221,220	22,048,230	1,009,269,450
- External	389,496	210,068	599,564
Total	987,610,716	22,258,298	1,009,869,014
Operating Expenses	833,315,722	15,395,418	848,711,140
General & Admin Expenses	72,343,403	2,089,842	74,433,245
Marketing & selling Expenses	3,443,225	38,900	3,482,125
Finance costs	10,515,362	2,011,407	12,526,769
EBITDA	67,993,004	2,722,731	70,715,735
Depreciation & Amortization	30,741,302	1,869,920	32,611,222
EBIT	37,251,702	852,811	38,104,513
Assets	475,505,761	271,800,142	747,305,903
Liabilities	298,269,077	36,792,877	335,061,954

33.2.1 Reconciliation Of Segment Information to Company's Trail

	Reportable Segment Total	Other than Reportable Segment Total	Total
Revenue	987,610,716	22,258,298	1,009,869,014
Operating Expenses	(919,617,712)	(19,535,562)	(939,153,279)
EBITDA	67,993,004	2,722,731	70,715,735
Depreciation & Amortization	30,741,302	1,869,920	32,611,222
EBIT	37,251,702	852,811	38,104,513
Assets	475,505,761	271,800,142	747,305,903
Liabilities	298,269,077	36,792,877	335,061,954

	Note	2 0 2 2 -----Rupees-----	2 0 2 1
34 NUMBER OF EMPLOYEES			
Total number of employees as at June 30		<u>112</u>	<u>129</u>
Average number of factory employees during the year		<u>126</u>	<u>124</u>

35 AUTHORIZATION FOR ISSUE

These financial statements were authorized for issue on **October 5, 2022** by the Board of Directors of the Company.

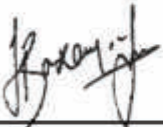
36 RECLASSIFICATION

Corresponding figure have been reclassified for better presentation, in respect of following;

Nature of head	Amount (RS)	From	To
Depreciation - ROUA	20,928,996	General and administrative expense	Cost of sales

37 GENERAL

Figures have been rounded off to the nearest rupee.



 Chief Executive Officer



 Chief Financial Officer



 Director

Pattern of Shareholding

The Companies Act, 2017 (Section 227 (2) (f))

Universal Network Systems Limited

Pattern of holding of the shares held by the Shareholders as at June 30, 2022.

Number of Shareholders	Shareholdings' Slab			Total Shares Held
9	1	to	100	287
179	101	to	500	88,031
82	501	to	1,000	82,000
76	1,001	to	5,000	169,189
16	5,001	to	10,000	122,708
5	10,001	to	15,000	68,033
2	15,001	to	20,000	34,729
1	20,001	to	25,000	22,058
3	25,001	to	30,000	82,936
1	35,001	to	40,000	35,700
1	50,001	to	55,000	52,639
1	60,001	to	65,000	64,214
2	90,001	to	95,000	182,149
2	100,001	to	105,000	205,714
1	105,001	to	110,000	108,310
2	205,001	to	210,000	411,428
1	215,001	to	220,000	217,500
1	255,001	to	260,000	257,500
1	265,001	to	270,000	267,895
1	400,001	to	405,000	404,329
1	445,001	to	450,000	446,975
1	670,001	to	675,000	670,462
2	890,001	to	895,000	1,785,578
1	895,001	to	900,000	896,852
1	1,000,001	to	1,005,000	1,004,500
5	1,025,001	to	1,030,000	5,142,885
1	14,600,001	to	14,605,000	14,603,829
399	Total			27,428,430

Pattern of Shareholding**The Companies Act, 2017 (Section 227 (2) (f))**

S.No.	Categories of Shareholders	Shares held	Percentage
1	Directors, Chief Executive Officer, and their spouse and minor children	16,870,213	61.51%
2	Associated Companies, undertakings and related parties.	-	0.00%
3	NIT and ICP	-	0.00%
4	Banks Development Financial Insititutions, Non Banking Financial Institutions.	-	0.00%
5	Insurance Companies	26,049	0.09%
6	Modarabas and Mutual Funds	673,478	2.46%
7	Shareholders holding 10%	14,603,829	53.24%
8	General Public		
	a. Local	6,075,720	22.15%
	b. Foreign	189,431	0.69%
9	Others	3,593,539	13.10%
	Total (excluding : share holder holding 10%)	27,428,430	100%

Pattern of Shareholding
Categories of Shareholding

Disclosure Requirement under Listed Companies (Code of Corporate Governance) Regulations, 2019 (CCG) as on June 30, 2022.

Categories of Shareholders	Shareholders	Shares Held	Percentage
Directors and their spouse(s) and minor children			
Arif Elahi	1	500	0.00%
Safina Danish Elahi	1	14,603,829	53.24%
Mirza Qamar Beg	1	500	0.00%
Asfandiyar Farrukh	1	205,714	0.76%
Nadine Malik Almani	1	500	0.00%
Imran Baxamoosa	1	1,028,580	3.75%
Ali Aamer Baxamoosa	1	1,028,590	3.75%
Salman Hameed	1	2,000	0.01%
Associated Companies, undertakings and related parties	-	-	0.00%
NIT & ICP	-	-	0.00%
Public Sector Companies and Corporations	-	-	0.00%
Banks, development finance institutions, non-banking finance companies, insurance companies, takaful and pension funds			
Dawood Family Takaful Limited	1	26,049	0.09%
Modaraba and Mutual Funds			
Modaraba Al-Mali	1	267,895	0.98%
B.R.R. Guardian Modaraba	1	1,254	0.01%
CDC - Trustee Faysal Islamic Dedicated Equity Fund	1	404,329	1.47%
General Public			
a. Local	315	6,075,720	22.15%
b. Foreign	63	189,431	0.69%
Others			
Roomi Enterprises (Pvt) Limited.	1	896,852	3.27%
Masood Spinning Mills Limited	1	670,462	2.44%
Trustees of Hamdard Laboratories (Waqf) Pakistan.	1	892,789	3.26%
Maple Leaf Capital Limited	1	1,028,572	3.75%
MRA Securities Limited	1	97	0.00%
Arif Habib Limited	1	475	0.00%
Trustee-First Dawood Inv. Bank Ltd. & Other Employees P.Fund	1	3,219	0.01%
B. R. R. Investment (Private) Limited	1	9,024	0.03%
Sarena Textile Industries (Private) Limited	1	92,049	0.34%
Total	399	27,428,430	100.00%

Share holders holding 10% or more	Shares Held	Percentage
Safina Danish Elahi	14,603,829	53.24%

ڈائریکٹرز کی رپورٹ

بورڈ آف ڈائریکٹرز کو 30 جون 2022 کو ختم ہونے والے مالی سال کے آڈٹ شدہ مالیاتی گوشواروں کے ساتھ کمپنی کی سالانہ رپورٹ پیش کرنے پر خوشی ہے۔

معیشت کا جائزہ

پاکستان کی معیشت تیزی سے عروج و زوال کا شکار رہی۔ مالی سال 2021-22 کے اختتام تک جڑواں مالیاتی اور کرنٹ اکاؤنٹ خسارے کے غبارے سے تقریباً 6 فیصد کی متاثر کن جی ڈی پی کی شرح نمو پر چھائی ہوئی تھی۔ سیاسی عدم استحکام، ایندھن اور اجناس کی بلند بین الاقوامی قیمتوں اور بڑھتے ہوئے تجارتی خسارے نے زرمبادلہ کے ذخائر پر بہت زیادہ دباؤ ڈالا جس کے نتیجے میں امریکی ڈالر کے مقابلے میں PKR کی قدر میں کمی واقع ہوئی جس کے نتیجے میں مہنگائی میں اضافہ ہوا۔

حکومت کے حالیہ اقدامات جیسے ایندھن کی سبسڈی کی جزوی واپسی اور بجلی اور دیگر یوٹیلیٹیز پر سبسڈی بتدریج واپس لینے کے عزم سے آئی ایم ایف پروگرام کو بحال کرنے کی امید ہے جو پاکستان کی معیشت میں اعتماد کو واپس لانے کے لیے اہم ہے۔

ڈومیسٹ صارفین کے لیے ای کامرس کی آن لائن مارکیٹ کا سائز اب بھی بڑھ رہا ہے اور اسٹیٹا (Statista) کے مطابق، امید ہے کہ اوسطاً 6% CAGR کے ساتھ، یہ 2025 تک USD 9 بلین سے زیادہ ہو جائے گا۔ انفراسٹرکچر نے لاجسٹک انڈسٹری کے لیے بے شمار مسائل پیدا کیے ہیں۔ ای کامرس مارکیٹ کی مجموعی نمو حوصلہ افزا ہے اور امید ہے کہ یہ آنے والے سالوں میں اسی طرح جاری رہے گی کیونکہ خریدار کی اوسط عمر 28-35 سال ہے جس میں جدید ترین ٹیکنالوجیز پر زیادہ انحصار ہے۔

سیکٹر کا جائزہ:

کوویڈ-19 وبائی مرض کے بعد کی صورتحال کے گزشتہ 2 سالوں کے دوران، پاکستان میں آن لائن کاروبار کی اعلیٰ ممکنہ نمو کو محسوس کرتے ہوئے، بڑی تعداد میں کمپنیوں نے وٹنچر کمپیٹل یا پرائیوٹ اکیویٹی پر مبنی فنڈز کا استعمال کرتے ہوئے ای کامرس کو ریز کے کاروبار میں قدم رکھا ہے۔ ان نئے آنے والوں نے اپنے لیے جگہ پیدا کرنے کے لیے قیمتوں کی ناقابل برداشت جنگ چھیڑ کر ہی مارکیٹ پر اثر ڈالا اور نتیجتاً سرمایہ کو تیز رفتاری سے جلاتے رہے۔

پڑھتی ہوئی مسابقت کے نتیجے میں نہ صرف سروس چارجز پر قیمتوں کی جنگ ہوئی بلکہ ایندھن کی قیمتوں میں اضافے کے ساتھ پچھلے سال کے دوران وسائل کی لاگت میں نمایاں اضافہ ہوا جس سے چلنے والے اخراجات پر بہت زیادہ دباؤ پڑا۔

لاجسٹک اور کوریئر سروسز کا شعبہ بیرونی لاگت پر مبنی بنیادی اصولوں پر بہت زیادہ انحصار کرتا ہے اور مینوفیکچرنگ یا دیگر شعبوں کے برعکس قیمت/افراط زر کا کوئی اثر فوری طور پر اپنے صارفین تک نہیں پہنچا سکتا۔ لہذا، پچھلے 2 سالوں کے دوران، یہ کوویڈ 19 کی وبا سے باہر نکلنے میں کامیاب رہا اور امید تھی کہ 2022 کے بعد سے، یہ عام طور پر اس شعبے کے لیے ایک ہموار سفر ہوگا۔ تاہم، روس یوکرین جنگ کے علاوہ پاکستان میں سیاسی عدم استحکام، ڈالر کے مقابلے میں پاکستانی روپے کی گراوٹ، حد سے زیادہ ایندھن کی لاگت میں اضافہ، بجلی کی لاگت میں اضافہ اور ملکی معیشت میں بے پناہ افراط زر جو نہ صرف 25% تک پہنچا بلکہ یہ 2008 کے بعد بلند ترین افراط زر رہا، ان سب کے نتیجے میں تمام قسم کے لاگت انتہائی بلند سطح پر جا پہنچے۔

کمپنی نے اپنے کاروبار پر ان تمام بنیادی مضمرات کو دور کرنے کے لئے پرحکمت طریقے سے کوشش کی جب کہ اس بات کو یقینی بناتے ہوئے کہ سروس کے معیار پر کوئی سمجھوتہ نہ کیا جائے۔ تاہم اس بات کا احساس کرتے ہوئے کہ قیمت ہی واحد اقتصادی فائدہ نہیں تھا، صارفین نے ان نئے لباسوں کے مقابلے میں وسیع تر جغرافیائی رسائی اور تکنیکی برتری کے لیے UNSL جیسی کمپنیوں کے لیے واپس جانے کا انتخاب کیا۔

سب سے اہم عوامل میں سے ایک جو UNSL کو اس شعبے میں دیگر کمپنیوں سے ممتاز کرتا ہے اور اس کی وجہ سے کی وجہ یہ ہے کہ یہ اپنے حریفوں کے مقابلے میں نمایاں طور پر بہتر پوزیشن میں ہے، بین الاقوامی منڈیوں میں کاروباری لائنوں کا تنوع ہے۔ UNSL کا IATA سرٹیفیکیشن اور بین الاقوامی فریٹ بزنس اور ڈبئی کی فہرست میں شامل بین الاقوامی کوریئر کمپنی، Aramex LLC کے ساتھ اس کا بین الاقوامی ایکسپریس کوریئر بزنس اتحاد، وسط سے طویل مدت تک کمپنی کے لئے پائیدار ترقی کا راستہ فراہم کرتا ہے۔ Aramex کے ساتھ اہم اتحاد کمپنی کو اپنے گھریلو ای کامرس صارفین کو بین الاقوامی تک لے جانے کا ایک بڑا موقع فراہم کرتا ہے، انہیں خدمات کا ایک مکمل راؤنڈ اپ فراہم کرتا ہے جو نئے کاروبار کی تعمیر میں مدد کرتی ہے اور UNSL کو بہتر حجم اور مارجن کی اجازت دیتی ہے۔

کمپنی کے بین الاقوامی طبقہ پر اپنی توجہ برقرار رکھی ہے اور مذکورہ گھریلو دباؤ کے باوجود اپنے بین الاقوامی کاروبار کو بڑھانے میں کامیاب رہی ہے۔ اس سیگمنٹ کی صلاحیت کو دیکھتے ہوئے کمپنی کئے جغرافیوں اور شعبوں پر توجہ مرکوز کر رہی ہے اور نیپال میں ایک فی لاجسٹک ہستی کے قیام کے لئے ممکنہ شراکت داری کی تلاش کر رہی ہے۔

مجموعی طور پر، گزشتہ 6 مہینوں کے دوران تمام قسم کے بے مثال واقعات کے باوجود کاروبار کی آمدنی اور اخراجات مستحکم رہے جس کا مظاہرہ کمپنی کی آمدنی ٹیکس سے پہلے کی آمدنی فرسودگی اور امور ٹائزیشن (EBITDA) برائے 2021 اور 2022 سے ہوتا ہے۔

	2022	2021
Earnings	1,134,885,072	1,009,869,014
Expenses	1,068,779,172	939,153,279
EBITDA	66,105,900	70,715,735

کمپنی کی کارکردگی:

سال 2021-22 کے دوران بعد از ٹیکس منافع 15.95 ملین روپے رہا جو کہ گزشتہ سال 33.22 ملین روپے تھا۔
30 جون 2022 اور 2021 کو ختم ہونے والے سال کے لیے مالیاتی جھلکیوں کا مختصر خلاصہ حسب ذیل ہے:

2022	2021	
		کوریئر اور متعلقہ خدمات
1,028,519,073	960,482,394	- آمدنی

23,677,827	25,657,978	- CBC ہینڈلنگ چارجز آمدنی
1,052,196,900	986,140,372	
(949,271,679)	(854,244,718)	- فروخت کی قیمت
102,925,221	131,895,654	
46,931,273	4,567,551	بین الاقوامی مال برداری
1,017,607	1,740,347	کمیشن کی آمدنی
150,874,101	138,203,552	
(131,638,292)	(86,115,471)	عمومی اور انتظامی اخراجات
(4,564,750)	(3,482,125)	مارکیٹنگ اور فروخت کے اخراجات
(136,203,042)	(89,597,596)	
14,671,059	48,605,956	آپریٹنگ منافع
16,894,121	2,025,326	دوسری آمدنی
(7,821,861)	(12,526,769)	مالیاتی اخراجات
9,072,260	(10,501,443)	
23,743,319	38,104,513	ٹیکس سے پہلے منافع
(7,797,663)	(4,883,966)	ٹیکس لگانا
15,945,656	33,220,547	ٹیکس کے بعد منافع
	(دوبارہ بیان کیا گیا)	
0.65	1.35	فی شیئر کمائی basic & diluted

فی شیئر آمدنی

سال کے دوران کمپنی نے گزشتہ سال کے 1.35 روپے (دوبارہ بیان کیا گیا) کے مقابلے میں 0.65 روپے فی شیئر کی آمدنی پوسٹ کی۔

مقاصد اور کارپوریٹ حکمت عملی:

ہم اچھے اثاثہ جات کے معیار کے پورٹ فولیو کو بڑھانے اور آمدنی کے متنوع پول کے ساتھ کمپنی کو مستقل بنیادوں پر بنانے کے

لیے پر عزم ہیں۔ ہماری کارپوریٹ حکمت عملی کے اہم عناصر دستیاب وسائل کو مؤثر طریقے سے استعمال کرنا اور متعلقہ خطرات کا انتظام اور ان میں تخفیف کرتے ہوئے منافع کو زیادہ سے زیادہ کرنا ہے۔

کمپنی بہتر خدمات کے ساتھ مقامی ای کامرس سیگمنٹ کو تلاش کرنے کے لیے پیروی کر رہی ہے، نئی مصنوعات شامل کر رہی ہے اور اپنے صارفین کو اچھی اور تسلی بخش خدمات فراہم کرنے کے لیے وسیع تر رسائی حاصل کر رہی ہے۔ مزید یہ کہ، یہ زیادہ توجہ مرکوز ہے اور اس کا مقصد امریکس کے ساتھ بین الاقوامی طبقہ کی طرف ہے تاکہ ان باؤنڈ اور آؤٹ باؤنڈ دونوں سروسز کے لیے زیادہ مارکیٹ شیئر حاصل کیا جاسکے۔

لیکویڈیٹی، کیش فلو اور فنانسنگ کا انتظام:

کمپنی کے پاس کیش مینجمنٹ کا ایک موثر نظام ہے، جو وقف اور قابل ملازمین کی ایک ٹیم کے ذریعے تقویت یافتہ ہے، پیشن گوئیاں تیار کرتا ہے اور کمپنی کی نقدی کی ضروریات کی باقاعدگی سے نگرانی کرتا ہے۔ سرمایہ کاری سمیت نقد اور دیگر مائع اثاثوں کی آمد اور اخراج کا انتظام خالص ایڈجسٹ شدہ واپسی کی بنیاد پر کیا جاتا ہے۔

کیپٹل سٹرکچر

موجودہ سال میں کمپنی نے آئی پی او میں حصص جاری کیے ہیں جس سے کمپنی کا ادا شدہ سرمایہ بڑھ کر 274 ملین روپے ہو گیا ہے۔ سال کے آخر میں شیئر ہولڈرز کا فنڈ کل 785.8 ملین روپے تھا۔ کمپنی کی لیکویڈیٹی پوزیشن سال کے آخر میں 4 کے موجودہ تناسب کے ساتھ مضبوط ہے۔

رسک مینجمنٹ اور خطرات کو کم کرنے کی حکمت عملی:

کمپنی مختصر مدتی سرمایہ کاری کے پورٹ فولیو کا بھی انتظام کرتی ہے، جو مکمل مالیاتی جانچ کے بعد کی جاتی ہے۔ قلیل مدتی سرمایہ کاری میں کریڈٹ رسک کو انتہائی درجہ بندی والے منی مارکیٹ میوچل فنڈز میں سرمایہ کاری میں تنوع کے ذریعے کم کیا جاتا ہے۔ قلیل مدتی سرمایہ کاری میں اعلیٰ درجہ کی منی مارکیٹ میوچل فنڈز اور بعض A ریٹڈ مشریکا سرمایہ کاری شامل ہیں۔

قرض کا خطرہ:

کریڈٹ رسک نقصان کے خطرے کی نمائندگی کرتا ہے اگر ہم منصب معاہدے کے مطابق کارکردگی کا مظاہرہ کرنے میں ناکام رہتے ہیں۔ کمپنی کا کریڈٹ رسک بنیادی طور پر بینکوں کے پاس جمع رقم، ملازمین کو قرض، میوچل فنڈز میں سرمایہ کاری اور تجارت اور دیگر قابل وصول چیزوں سے پیدا ہوتا ہے۔ بینکوں اور مالیاتی اداروں کے لیے، انتظامیہ معروف اداروں کے پاس ڈپازٹ رکھتی ہے۔ میوچل فنڈز میں سرمایہ کاری کے لیے، انتظامیہ سرپلس فنڈز کو ہائی ریٹڈ میوچل فنڈز میں رکھتی ہے۔ قانونی تحفظ کی وجہ سے قابل وصول ڈیویڈنڈ کی وجہ سے کریڈٹ رسک کم سے کم ہے۔ ان ٹرانزیکشنز میں ڈیفالٹ کے خطرے کو اس میں اٹھائے گئے موروثی منظم اقدامات کی وجہ سے کم سے کم سمجھا جاتا ہے۔ مزید برآں، میوچل فنڈز میں سرمایہ کاری کا خطرہ بھی کم ہے کیونکہ کمپنی کو لیکویڈیٹی مینجمنٹ کے لیے اعلیٰ درجہ بندی والے منی مارکیٹ فنڈز کا سامنا ہے۔

مارکیٹ کا خطرہ:

مارکیٹ کا خطرہ مارکیٹ کی قیمتوں میں تبدیلی کا خطرہ ہے، جیسے کہ زر مبادلہ کی شرحیں، شرح سود اور ایکویٹی کی قیمتیں کمپنی کی آمدنی یا اس کے مالیاتی آلات کی ہولڈنگز کی قدر کو متاثر کریں گی۔ مارکیٹ رسک مینجمنٹ کا مقصد ریٹرن کو بہتر بناتے ہوئے قابل قبول پیرامیٹرز کے اندر مارکیٹ رسک ایکسپوزرز کو منظم اور کنٹرول کرنا ہے۔ تاہم، کمپنی سود کی شرح کے خطرے اور ایکویٹی قیمت کے خطرے سے دوچار ہے۔

کمپنی اپنی سرمایہ کاری، طویل مدتی قرضوں، مختصر مدت کے ذخائر اور بینک بیلنس کے حوالے سے مارکیٹ کے خطرے سے دوچار ہے۔ کمپنی متنوع پورٹ فولیو کو برقرار رکھنے اور ایکویٹی مارکیٹ میں ہونے والی پیش رفت کی مسلسل نگرانی کے ذریعے مارکیٹ کے خطرے کو محدود کرتی ہے۔ کمپنی کی کاروباری سرگرمیوں سے وابستہ مارکیٹ کے خطرات شرح سود اور قیمت کا خطرہ ہیں۔ کمپنی مادی کرنسی کے خطرے سے دوچار نہیں ہے۔

غیر ملکی کرنسی کا خطرہ

کمپنی غیر ملکی کرنسی کی شرح مبادلہ کے اتار چڑھاؤ کے خطرے سے دوچار نہیں ہے۔

اسٹیک ہولڈرز کے ساتھ تعلقات:

کمپنی ہر اسٹیک ہولڈر کے حقوق کو تسلیم کرتی ہے اور ان کا احترام کرتی ہے بشمول شیئر ہولڈرز، ملازمین، قرض دہندگان، مقامی کمیونیز اور دیگر۔ کمپنی کمپنی کے تمام عام اجلاسوں میں حصص یافتگان کی فعال شرکت کی حوصلہ افزائی کرتی ہے اور بہتر نظم و نسق اور آپریشنل انتظام کے حوالے سے ان کے خیالات کی قدر کرتی ہے۔ کمپنی اپنے اسٹیک ہولڈرز کے تئیں اپنی قانونی اور تعمیری ذمہ داریوں سے بھی آگاہ ہے جہاں وہ کام کرتی ہے اور کمپنی سے وابستہ ان کے مفادات کے حقیقت پسندانہ نظریہ کو مد نظر رکھتے ہوئے ان کی توقعات پر بروقت جواب دینے کے لیے مناسب اقدامات کرتی ہے۔

انفارمیشن ٹیکنالوجی:

ہم پختہ یقین رکھتے ہیں کہ لاجسٹکس اور کوریئر سیکٹر کا مستقبل تکنیکی ترقی کے بہترین استعمال سے جڑا ہوا ہے۔ کمپنی نے اپنے بیرونی اور اندرونی صارفین کے لیے بہتر مارکیٹ شیئر حاصل کرنے، کام کے بہتر تجربے اور خطرات پر قابو پانے کے لیے درست تکنیکوں کے نفاذ کے لیے نئے حل تیار کرنے میں اچھی طرح سے سرمایہ کاری کی ہے۔ یہ توجہ بہتر تکنیکی حل پر ہے جو صنعت کے لیے معیار بن چکے ہیں، کمپنی کی آپریشنل صلاحیتیں بہت زیادہ موثر اندرونی کنٹرولز اور مینجمنٹ انفارمیشن سسٹم کے ساتھ مسلسل بہتر ہوتی جا رہی ہیں۔

انسانی وسائل کی ترقی اور جانشینی کی منصوبہ بندی:

کمپنی کا کاروباری ماڈل انسانی وسائل پر مشتمل ہے۔ کمپنی نے آنے والے چیلنجوں کا مقابلہ کرنے کے لیے تجربہ کار اور اہل انسانی وسائل کو ملازمت دی ہے۔ کمپنی اپنی ٹیم کو مضبوط کرنے، ملازمین کی کارکردگی کے جائزے کے طریقوں اور ہینچ مارک سروے کو مزید مضبوط بنانے کے لیے تنظیم کے ڈھانچے اور تاثیر کو مزید مضبوط کرنے کا منصوبہ رکھتی ہے۔

کمپنی نہ صرف بہترین ٹیلنٹ کو اپنی طرف متوجہ کرتی ہے بلکہ مستقبل میں قائدانہ کرداروں کے لیے ان کی صلاحیتوں کو تیار بھی

کرتی ہے۔ کمپنی ملازمین کو ان کی صلاحیتوں کو بڑھانے اور ان کی صلاحیتوں کو بڑھانے کے لیے چیلنجنگ مواقع فراہم کر کے انہیں بااختیار بنانے میں یقین رکھتی ہے۔ واضح کردار اور ملازمت کی تفصیل بیان کی گئی ہے، جس کی بنیاد پر کمپنی میں حساس اور اہم عہدوں کے لیے جانشینی کا منصوبہ تیار کیا جائے گا۔

اندرونی کنٹرول:

اندرونی کنٹرول کے فریم ورک کو مؤثر طریقے سے ایک آؤٹ سورس پارٹنر (KPMG) کے ذریعے اندرونی آڈٹ فنکشن کے لیے نافذ کیا گیا ہے جو کہ بیرونی آڈٹ فنکشن سے آزاد ہے۔ کمپنی کا اندرونی کنٹرول کا نظام ڈیزائن کے لحاظ سے درست ہے اور تاثیر اور مناسبت کے لیے اس کا مسلسل جائزہ لیا جاتا ہے۔ آڈٹ کمیٹی نے کمپنی کے اندر تمام سطحوں پر آپریشنل، تعمیل، رسک مینجمنٹ، مالیاتی رپورٹنگ اور کنٹرول کے مقاصد، کمپنی کے اثاثوں کی حفاظت اور شیئر ہولڈرز کی دولت کے حصول کو یقینی بنایا ہے۔

اندرونی آڈٹ فنکشن نے بورڈ آڈٹ کمیٹی کی طرف سے بیان کردہ آڈٹ پلان کے تحت اپنے فرائض سرانجام دیے ہیں۔ آڈٹ کمیٹی نے اندرونی آڈٹ کے مواد کا جائزہ لیا ہے، مناسب کارروائی کی ہے یا جہاں ضرورت ہو بورڈ کی توجہ میں معاملات کو لایا ہے۔ ایک قابل اعتماد مالیاتی رپورٹنگ سسٹم اور قوانین و ضوابط کی تعمیل سمیت کمپنی کے مقاصد میں کارکردگی اور شراکت کو یقینی بنانے کے لیے بیرونی اور اندرونی آڈیٹرز کے درمیان ہم آہنگی کو آسان بنایا گیا۔

توانائی کا تحفظ:

کمپنی کے توانائی کی بات چیت کے اقدامات میں کمپنی کے تمام علاقوں میں ایل ای ڈی کا استعمال اور جہاں بھی ممکن ہو معاون آلات اور آلات کو بند کرنا شامل ہے۔

پیشہ ورانہ صحت، حفاظت اور ماحولیاتی تحفظ:

ہم اپنے پورے کاروبار میں صحت، حفاظت اور ماحول میں عہدگی حاصل کرنے کے لیے پرعزم ہیں۔ کمپنی کام کرنے کا ایک محفوظ ماحول برقرار رکھتی ہے اور اپنے عملے اور اسٹیک ہولڈرز کی صحت اور بہبود کی ذمہ داری لیتی ہے۔

کارپوریٹ تعلقات:

کارپوریٹ تعلقات کارکردگی، پیداواریت اور مہذب کام کو فروغ دیتے ہیں۔ درحقیقت، شراکت دار اور باہمی احترام کے ساتھ تعلقات، تعاون کو آگے بڑھانا، پیداواری صلاحیت میں اضافہ اور اعتماد کو فروغ دینا اس طرح ناپسندیدگی اور استحصال کو کم کرتا ہے۔ سال کے دوران دیگر اداروں کے ساتھ فٹ بال میچوں کی شکل میں تفریحی اور تحریر کی سرگرمیاں منعقد کی گئیں۔

کاروباری اخلاقیات اور انسداد بدعنوانی کے اقدامات:

یہ کمپنی کی ایک بنیادی پالیسی ہے کہ وہ اپنے کاروبار کو ایمانداری، دیانتداری اور اعلیٰ ترین اخلاقی اور قانونی معیارات کے مطابق چلائے۔ کسی بھی قسم کے غیر اخلاقی عمل ہمارے کاروبار میں اپنا راستہ تلاش کرنے کے لیے نہیں ہیں۔ تمام ملازمین کو کمپنی کے شیئر ہولڈرز کے مفاد میں ہر وقت کام کرنا چاہیے اور کوئی بھی ملازم کبھی بھی غیر قانونی یا غیر اخلاقی فعل کا ارتکاب نہیں کرے گا، یا کسی دوسرے ملازم کو ایسا

کرنے کی ہدایت اور حوصلہ افزائی نہیں کرے گا۔

کمپنی نے اپنے تمام ڈائریکٹرز اور ملازمین کو ضابطہ اخلاق سے آگاہ کر دیا ہے اور اسے اپنی ویب سائٹ پر بھی رکھ دیا ہے۔

متعلقہ پارٹی لین دین:

سال کے دوران، متعلقہ کمپنیوں/متعلقہ جماعتوں کے ساتھ کیے گئے تمام لین دین کی بورڈ کی آڈٹ کمیٹی نے سفارش کی تھی اور کمپنی کے بورڈ آف ڈائریکٹرز نے اس کی منظوری دی تھی۔ متعلقہ فریقوں کے ساتھ تمام لین دین Arm's Length کی بنیاد پر ہوتے ہیں۔

بورڈ آف ڈائریکٹرز

مندرجہ ذیل کے مطابق ڈائریکٹرز کی کل تعداد سات (07) ہیں۔

a- مرد : 05

b- خواتین : 02

بورڈ کی ساخت مندرجہ ذیل ہے:-

نام	عہدہ
عارف الہی سفینہ دانش الہی	نان ایگزیکٹو ڈائریکٹر
مرزا قمر بیگ نادین ملک المانی اسفندیار فرخ	آزاد ڈائریکٹر
عمران بکسا موسیٰ علی عامر بکسا موسیٰ	ایگزیکٹو ڈائریکٹر
سفینہ دانش الہی نادین ملک المانی	خاتون ڈائریکٹر

BOD ممبران کے درمیان مفادات کا ٹکراؤ:

مفادات کے کسی بھی ٹکراؤ کا انتظام کمپنی کے ضابطہ اخلاق برائے ڈائریکٹرز، ایکٹ، اور SECP اور پاکستان اسٹاک ایکسچینج کے

تواضع و ضوابط کے مطابق کیا جاتا ہے۔

سی ای او کی کارکردگی کا جائزہ:

بورڈ پہلے سے طے شدہ آپریشنل اور اسٹریٹجک اہداف کے خلاف سی ای او کی کارکردگی کا مسلسل جائزہ لیتا ہے۔ بورڈ مانیٹرنگ کا کردار اہمیت رکھتا ہے، سی ای او کو کمپنی کا انتظام کرنے، بورڈ کے اسٹریٹجک فیصلوں اور پالیسیوں کو نافذ کرنے اور کمپنی کی سمت کو ہم آہنگ کرنے کا مکمل اختیار دیتا ہے۔

ڈائریکٹرز کے معاوضے کی پالیسی:

ڈائریکٹرز کے معاوضے کا تعین کمپنی کی طرف سے وقتاً فوقتاً ایسوسی ایشن کے آرٹیکلز کے مطابق اوکینیڈا ایکٹ، 2017 کی دفعات کے تحت کیا جائے گا۔

ڈائریکٹرز کا تربیتی پروگرام:

تمام سات ڈائریکٹرز کی کم از کم چودہ سال کی تعلیم ہے۔ تمام ڈائریکٹرز نے لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019 میں درج ڈائریکٹرز کے تربیتی پروگرام کے تحت سرٹیفیکیشن حاصل کیا ہے، سوائے ایک ڈائریکٹر کے جن کا ڈائریکٹر ٹریننگ پروگرام PICG میں جاری ہے۔

بورڈ میٹنگز

زیر نظر سال کے دوران بورڈ آف ڈائریکٹرز کے پانچ (5) اجلاس منعقد ہوئے جن کی صدارت چیئرمین نے کی۔ چیف فنانشل آفیسر اور کمپنی سیکرٹری نے لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 کے لیے درکار میٹنگز میں بھی شرکت کی۔ ہر ڈائریکٹر کی حاضری حسب ذیل تھی:

اجلاس میں شرکت کی تعداد	منعقد اجلاسوں کی تعداد	
4	5	عارف الہی (چیئرمین / ڈائریکٹر)
5	5	مسز سفینہ دانش الہی (ڈائریکٹر)
5	5	جناب مرزا قمر بیگ (ڈائریکٹر)
4	5	مسز نادین ملک المانی (ڈائریکٹر)
5	5	جناب اسفندیار فرخ (ڈائریکٹر)
5	5	جناب عمران بکساموسی (سی ای او / ڈائریکٹر)
5	5	جناب علی عامر بکساموسی (ڈائریکٹر)

بورڈ آڈٹ کمیٹی کے اجلاس:

منعقدہ اجلاسوں کی تعداد	اجلاس میں شرکت کی تعداد	
2	2	مرزا قمر بیگ (چیئر مین)
2	1	عارف الہی (ممبر)
2	2	نادین ملک المانی (ممبر)
2	2	اسفندیار فرخ (ممبر)

بورڈ HR اور معاوضہ کمیٹی کے اجلاس:

منعقدہ اجلاسوں کی تعداد	اجلاس میں شرکت کی تعداد	
1	1	نادین ملک المانی (چیئر پرسن)
1	1	سفینہ دانش الہی (ممبر)
1	1	عمران بکساموسی (ممبر)

ضابطہ اخلاق:

بورڈ آف ڈائریکٹرز نے ڈائریکٹرز اور ملازمین کے لیے کوڈ آف کنڈکٹ کو اپنایا اور اسے لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019 کی ضرورت کے لحاظ سے بورڈ ممبران اور ملازمین کو بھیجا گیا ہے۔ ضابطہ اخلاق بھی رکھا گیا ہے کمپنی کی ویب سائٹ پر۔

کارپوریٹ اور مالیاتی رپورٹنگ فریم ورک:

(a) کمپنی کی انتظامیہ کی طرف سے تیار کردہ مالیاتی بیانات، اس کی حالت، اس کے کاموں کے نتائج، نقد بہاؤ اور ایکویٹی میں تبدیلیوں کے بیان کو منصفانہ طور پر پیش کرتے ہیں۔

(b) کمپنی نے انکپینیز ایکٹ، 2017 کے تحت اکاؤنٹس کی مناسب کتابیں رکھی ہیں۔

(c) کمپنی نے مالی بیانات کی تیاری میں مستقل اور مناسب اکاؤنٹنگ پالیسیوں پر عمل کیا ہے۔ سال کے دوران جہاں کہیں بھی کی گئی

تمام تبدیلیاں مناسب طور پر ظاہر کی گئی ہیں اور حساب کتاب کے تخمینے دانشمندانہ اور معقول فیصلے کی بنیاد پر ہیں۔

(d) بین الاقوامی مالیاتی رپورٹنگ کے معیارات (IFRS)، جیسا کہ پاکستان میں لاگو ہوتا ہے، مالیاتی گوشواروں کی تیاری میں پیروی کی گئی ہے اور وہاں سے کسی بھی روانگی کا مناسب طور پر انکشاف کیا گیا ہے۔

(e) اندرونی کنٹرول کا نظام ڈیزائن میں درست ہے اور اسے مؤثر طریقے سے لاگو کیا گیا ہے اور اس کی نگرانی کی گئی ہے۔

(f) کمپنی کے بنیادی اصول مضبوط ہیں اور اس میں یہ صلاحیت ہے کہ وہ غیر یقینی صورتحال سے پاک ایک جاری تشویش کے طور پر جاری رکھے۔

(g) کمپنی نے لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019 میں بیان کردہ کارپوریٹ گورننس کے بہترین طریقوں پر عمل کیا ہے اور وہاں سے کوئی مواد نہیں نکلا ہے۔

(h) ٹیکسز، ڈیوٹی، لیویز اور چارجز کی مد میں کوئی قانونی ادائیگیاں نہیں ہیں جو بقایا ہیں سوائے عام کاروبار کے اور مالی بیانات میں بیان کی گئی ہیں۔

(i) 30 جون 2022 کو اکاؤنٹس میں ظاہر کردہ کمپنی کے ذریعہ پراویڈنٹ فنڈ کی سرمایہ کاری کی مناسب قیمت 12.83 ملین روپے ہے۔

(j) کمپنی کے تمام ڈائریکٹرز SECP کی طرف سے تجویز کردہ منظور شدہ اداروں سے ڈائریکٹرز ٹریننگ پروگرام (DTP) کے تحت سرٹیفائیڈ ڈائریکٹرز ہیں سوائے ایک ڈائریکٹر کے جن کا DTP کورس جاری ہے۔

ملکیت:

30 جون 2022 تک، کمپنی کے ریکارڈز پر 399 شیئر ہولڈرز تھے۔

شیئر ہولڈنگ کا نمونہ:

30 جون 2022 تک کمپنی کے شیئر ہولڈنگ کا پیٹرن، حصص یافتگان کے مخصوص طبقے کے شیئر ہولڈنگ کے پیٹرن کے ساتھ جن کا انکشاف رپورٹنگ فریم ورک کے تحت ضروری ہے اس رپورٹ کے شیئر ہولڈنگ سیکشن میں دکھایا گیا ہے۔

آڈیٹرز:

موجودہ آڈیٹرز میسرز کرو حسین چوہدری اینڈ کمپنی چارٹرڈ اکاؤنٹنٹس کے اہل ہونے کی وجہ سے، آئندہ سالانہ جنرل میٹنگ میں تقرری کے لیے اپنی رضامندی فراہم کر دی ہے۔ آڈٹ کمیٹی نے میسرز کرو حسین چوہدری اینڈ کمپنی چارٹرڈ اکاؤنٹنٹس کی تقرری کی سفارش کی ہے۔ 30 جون 2023 کو ختم ہونے والے سال کے لیے کمپنی کے قانونی آڈیٹرز کے طور پر بورڈ نے اس سفارش کی توثیق کی ہے۔

کلیدی آپریٹنگ اور مالیاتی ڈیٹا:

رپورٹ میں حالیہ سال کے ساتھ ساتھ گزشتہ نو سالوں کے اہم مالیاتی اور آپریٹنگ ڈیٹا کا خلاصہ کرنے والا بیان بھی شامل ہے۔

آگے کی تلاش میں معلومات:

سی پیک ایک خواب سے حقیقت میں بدلنے کے ساتھ پاکستان کی معیشت ٹریک پر ہے، پاکستان نے پوری دنیا کی توجہ حاصل کی

REQUEST FORM FOR HARD COPY OF ANNUAL AUDITED ACCOUNTS

The Securities and Exchange Commission of Pakistan, vide S.R.O 470(I)/2016 dated May 31, 2016, has allowed companies to circulate their annual balance sheet, profit and loss account, auditor's report, directors' report and ancillary statements/notes/documents ("Annual Audited Accounts") along with notice of general meeting to the registered addresses of its shareholders in electronic form.

However, Shareholders may request a hard copy of the Annual Audited Accounts along with notice of general meetings to be sent to their registered address instead of receiving the same in electronic form. If you require a hard copy of the Annual Audited Accounts, please fill the following form and send it to our Share Registrar or Company Secretary at the address given below.

Date: _____

I/We _____ request that a hard copy of the Annual Audited Accounts along with notice of general meetings be sent to me through post. My/our particulars in this respect are as follows:

Folio /CDC A/c No.	
Postal Address:	
Email Address:	
Contact No:	
CNIC No.	
Signature	

The form may be sent directly to Universal Network Systems Limited Share Registrar or Company Secretary at the following address:

Central Depository Company of Pakistan
CDC House, 99-B, Block -B, S.M.C.H.S.,
Main Shahra-e-Faisal, Karachi -74400
Tel #: (92-21) 111-111-500
Website: www.cdcpakistan.com
E-mail: info@cdcpak.com

Universal Network Systems Limited
Plot # 5, Banglore Town, Near Awami Markaz,
Shahrah-e-Faisal, Karachi Pakistan
Tel: 021-111-BlueEX(258339)
Website: www.blue-ex.com
E-mail: ahsan.iqbal@blue-ex.com

PROXY FORM

The Company Secretary,
Universal Network Systems Limited
Plot # 5, Banglore Town,
Near Awami Markaz, Shahrah-e-Faisal,
Karachi.

I/We _____ of _____ being member(s) of **Universal Network Systems Limited** holding _____ Ordinary Shares as Folio / CDC Account No. _____ hereby appoint _____ of _____ as my proxy to vote for me and on my/our behalf at the Annual General Meeting (AGM) of the company to be held at Plot No.5, Banglore Town, Near Awami Markaz, Shahrah-e-Faisal, Karachi and through video link facility on October 28, 2022 at 04:00 p.m. and at any adjournment thereof.

Signed this _____ day of _____ 2022

Witness 1

Signature _____
Name _____
CNIC No. or _____
Passport No. _____
Address _____

Signature

Signature should agree with specimen
registered with the Company

Witness 2

Signature _____
Name _____
CNIC No. or _____
Passport No. _____
Address _____

Notes:

- A member entitled to attend and vote at the meeting may appoint any member as his/her proxy to attend the meeting and vote.
- If a member is unable to attend the meeting, they may complete and sign this form and send it to the Company Secretary, Universal Network Systems Limited at the registered office Plot # 5, Banglore Town, Near Awami Markaz, Shahrah-e-Faisal, Karachi so as to reach not less than 48 hours before the time appointed for holding the Meeting.
- **For CDC Account Holders / Corporate Entities**
In addition to the above the following requirements have to be met.
 - (i) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be stated on the form.
 - (ii) Scanned copies of CNIC or the passport of the beneficial owners and the proxy shall be submitted with the proxy form.
 - (iii) In case of corporate entity, the Board of Directors resolution / power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form.

پراکسی فارم

جناب کمپنی سیکریٹری صاحب،

یونیورسل نیٹ ورک سسٹمز لمیٹڈ،

پلاٹ نمبر 5، بنگلور ٹاؤن،

نزدعوامی مرکز، شاہراہ فیصل، کراچی۔

[illegible][illegible]

طرح مجھے ووٹ دینے کے لیے بطور پراکسی مقرر کریں۔ اور میری/ ہماری طرف سے کمپنی کی سالانہ جنرل میٹنگ (AGM) جو پلاٹ نمبر 5، بنگلور ٹاؤن، نزد

عوامی مرکز، شاہراہ فیصل، کراچی میں منعقد ہوگی اور کسی بھی صورت میں ملتوی ہونے پر ویڈیولنک کی سہولت کے ذریعے 28 اکتوبر 2022 کو شام

04:00 بجے ہوگی۔

گواہ 1:

گواہ 2:

دستخط:

دستخط:

نام:

نام:

شناختی کارڈ نمبر:

شناختی کارڈ نمبر:

یا سپورٹ نمبر

یاسپورٹ نمبر:

ایڈریس :-

ایڈریس:

دستخط

دستخط کمپنی کے ساتھ رجسٹرڈ نمونہ کے ساتھ متفق ہونا چاہیے۔

نوٹس:

میٹنگ میں شرکت اور ووٹ دینے کا حقدار ممبر کسی بھی ممبر کو میٹنگ میں شرکت اور ووٹ دینے کے لیے اپنا پر کسی مقرر کر سکتا ہے۔

اگر کوئی ممبر مینٹنگ میں شرکت کرنے سے قاصر ہے تو وہ اس فارم کو مکمل کر کے دستخط کر کے کمپنی سیکرٹری، یونیورسل نیٹ ورک سسٹمز لمیٹیڈ کو رجسٹرڈ آفس پلاٹ نمبر

5، بنگلور ٹاؤن، نزدعوامی مرکز، شاہراہ فیصل، پر بھیج سکتے ہیں۔ کراچی تا کہ میٹنگ کے انعقاد کے لیے مقررہ وقت سے کم از کم 48 گھنٹے پہلے پہنچ جائیں۔

سی ڈی سی اکاؤنٹ ہولڈرز/کارپوریٹ اداروں کے لیے

مذکورہ بالا کے علاوہ درج ذیل تقاضوں کو بھی پورا کرنا ہوگا۔

(i) پراکسی فارم پر دو افراد گواہ ہوں گے جن کے نام، پتے اور CNIC نمبر فارم پر درج ہوں گے۔

(ii) CNIC کی اسکیں شدہ کاپیاں پافائدہ اٹھانے والے مالکان کے پاسپورٹ اور پراسی کو پراسی فارم کے ساتھ جمع کرایا جائے گا۔

(iii) کارپوریٹ ادارے کی صورت میں، بورڈ آف ڈائریکٹرز کی قرارداد/ مابور آف انٹرنی کو نمونہ کے دستخط کے ساتھ جمع کرایا جائے گا (جب تک یہ پہلے

فراہم نہ کیا گیا ہو) پراسی فارم کے ساتھ۔



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