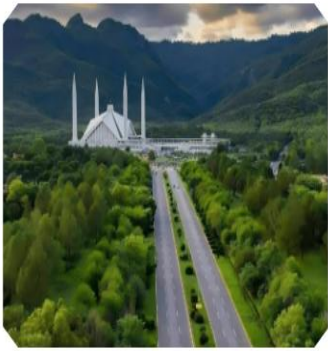
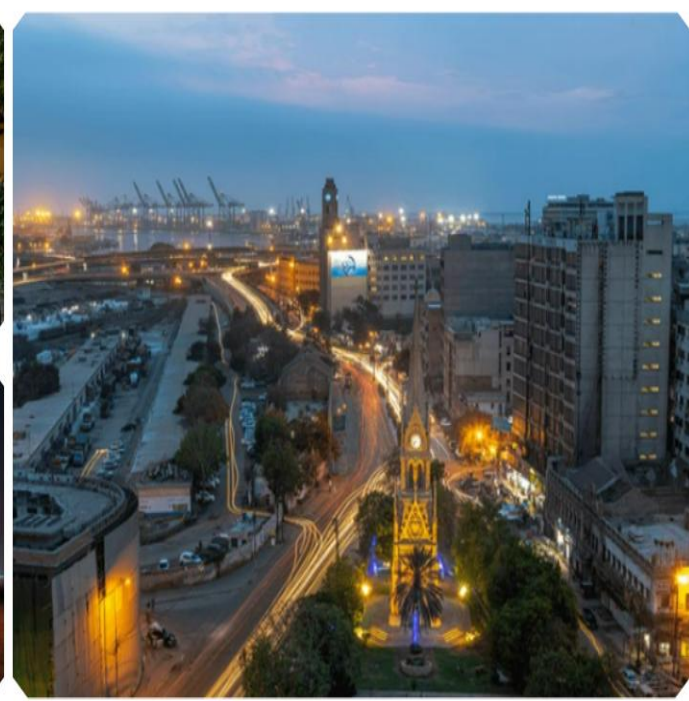




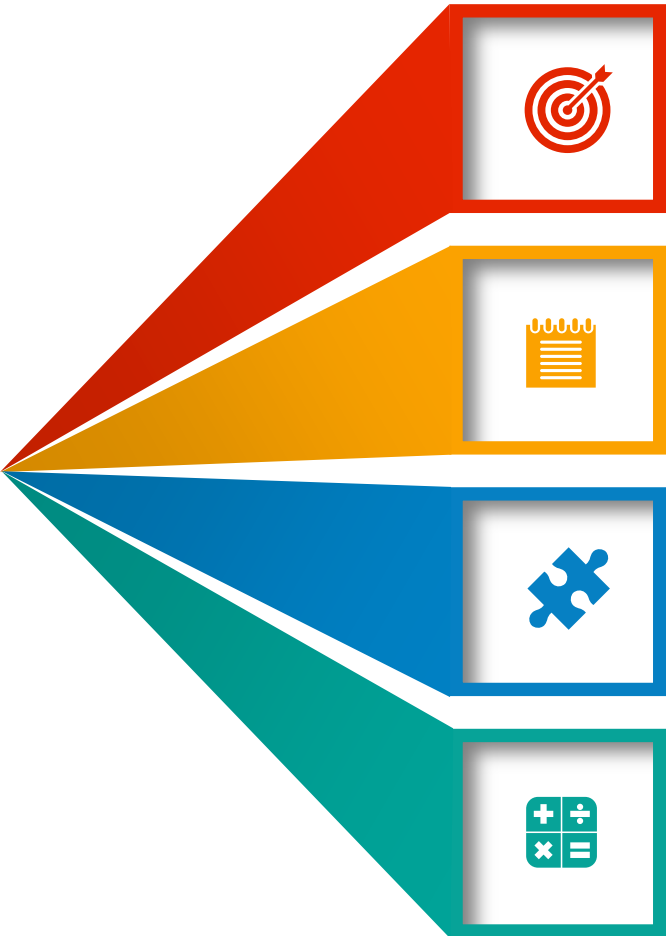
Accelerate Business Potential

List on the Capital Market

بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ



About PSX



Karachi Stock Exchange was established on September 18, 1947 and was formally incorporated on March 10, 1949 under the name of ‘Karachi Stock Exchange’, as a Company limited by Guarantee.

In October 1970, a second stock exchange was established in Lahore to meet the stock trading needs of the provincial metropolis.

In October 1989, Islamabad Stock Exchange was established to cater to the investors of the northern parts of the country.

Because the three exchanges had separate management, trading interfaces, indices, and had no mutualized structure, therefore the Stock Exchanges (Corporatization, Demutualization and Integration) Act, 2012 was promulgated by the Government of Pakistan which ultimately resulted in the three exchanges integrating their operations effective January 11, 2016 under the new name ‘**Pakistan Stock Exchange Limited**’ (PSX).

PSX Shareholding



- A demutualized exchange dedicated to the trading, clearing and settlement of financial futures, options and other derivatives
- It is the 18th largest exchange in the world in terms of traded volume



- The Shanghai Stock Exchange was founded in November 1990
- SSE is the 4th largest exchange in the world in terms of market capitalization and trading volume



- The Shenzhen Stock Exchange was established on December 1, 1990
- It is one of the two stock exchanges in mainland China, located in Shenzhen
- In 2017, it ranked 3rd in the world in terms of traded value

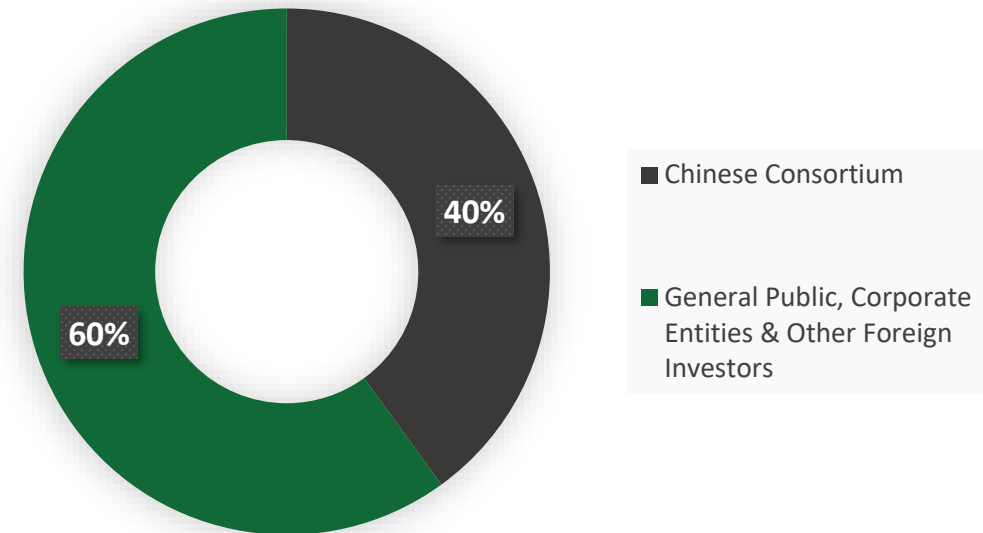


- Joint Investment Company (JIC) of the Government of Pakistan and the Peoples Republic of China
- The Company operates from its Head Office located at Islamabad supported by branch Office in Karachi.



- HBL was the first commercial bank to be established in Pakistan in 1947. With a global presence in over 25 countries spanning four continents, HBL is also the largest domestic multinational.

Pattern of Shareholding



Foreign investors other than Chinese Consortium can hold up to 20% stake of the Exchange.

Pakistan's SMEs

at a Glance

5.2M Total SMEs in Pakistan

40% Contribution to GDP

80%+ Non-agri workforce employed

30% Share of exports

90% Of all private businesses

5.2% SME share of bank credit (Sep 2024)

KEY CHALLENGES FACING PAKISTAN'S SMEs

2024–2025 | Sources: SBP, SMEDA, IEA, World Bank



Access to Finance

SME bank credit stagnant at 5.2% of private sector loans (Sep 2024). Avg loan Rs 2.69M — declining from Rs 3.15M in Dec 2023. 5-year growth: Rs 422B → Rs 478B only.



Energy Costs

Industrial electricity tariff: 13.5¢/kWh in Pakistan vs 6.5¢/kWh in India (IEA, 2024) — over 2× higher, eroding competitiveness in manufacturing.



Regulatory Burden

20 plus regulatory bodies and thousands of processes across federal, provincial and local level. Only 12% of workers hold formal employment in Pakistan.



Informality & Records

Most SMEs maintain multiple financial statements for different entities, blocking bank financing. Asymmetric disclosure deters institutional investors.



Skill & Tech Gaps

Low HR capacity leads to disorganized bookkeeping and weak management practices. SMEs rarely invest in R&D or technology despite global competitive pressure.



No Growth Orientation

Avg SME age: 20 years — yet most never grow. High borrowing rates (KIBOR peaked 24.54%) have deterred investment; only recently reduced to ~11.89%.

WHY LIST? THE CASE FOR CAPITAL FORMATION

TRADITIONAL FINANCING PAIN POINTS

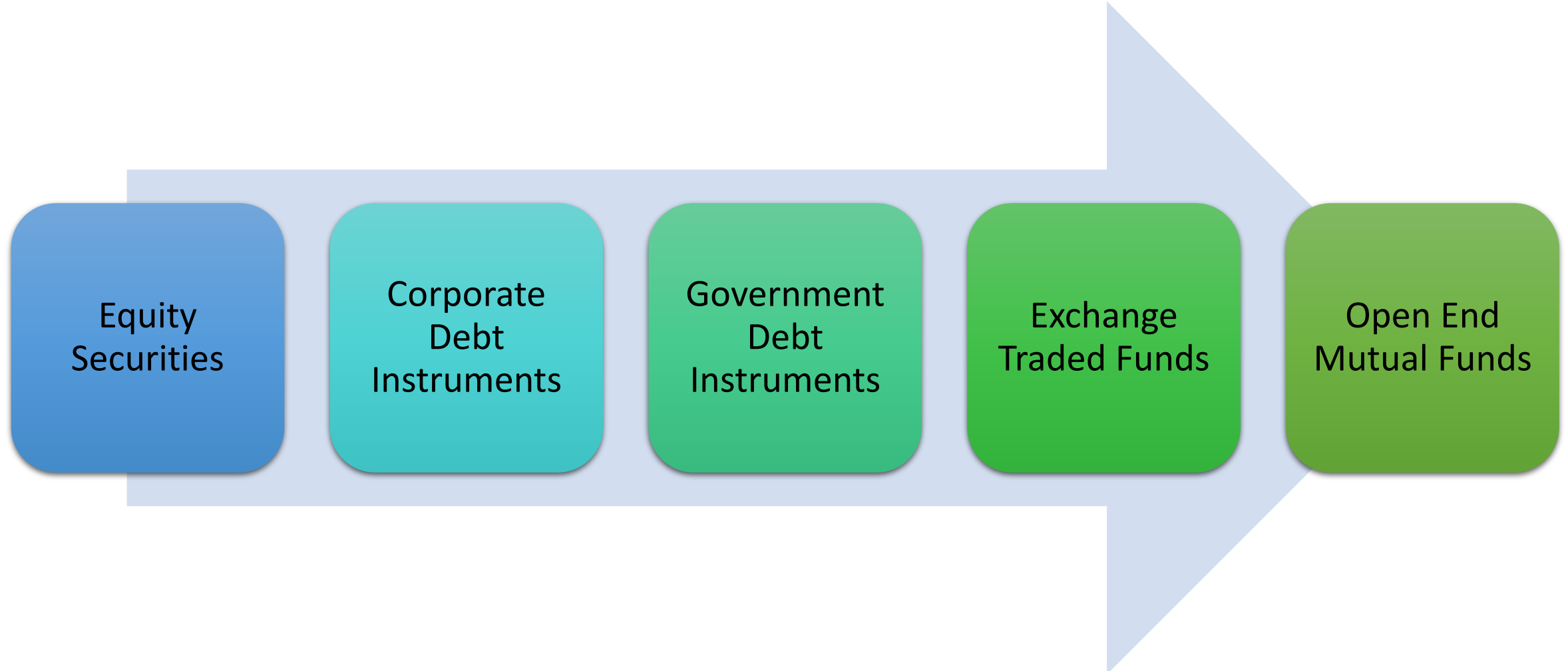
- ✗ High borrowing costs (bank lending rates 18–22%)
- ✗ Collateral requirements restrict growth capital
- ✗ Family equity diluted across generations
- ✗ Limited investor visibility & brand recognition
- ✗ Succession conflicts in family businesses
- ✗ No exit route for early investors/founders

PSX LISTING UNLOCKS

- ✓ **Low-Cost Equity Capital**
No debt repayment obligation
- ✓ **Fair Market Valuation**
Often higher than book value
- ✓ **Enhanced Brand Visibility**
Public profile & media coverage
- ✓ **Transparent Governance**
Structured succession planning
- ✓ **Lower Cost of Capital**
Equity vs bank debt at 18–22% rates
- ✓ **Liquidity for Founders**
Exit or partial monetization route

Exchange / Board	Key Profile	Listing Requirements	Process & Governance	Investor Access	Success Factor
HKEX – GEM (Hong Kong)	Capital raising for small & mid-sized issuers with lower eligibility criteria than main board	Positive cash flow ≥ HK\$30M over 2 years; Market cap ≥ HK\$150M	Formal application to Exchange & SFC; Sponsor for IPO; Compliance Adviser for 2+ years post-listing	Both Retail & Professional Investors; high visibility & diverse investor base	Rigorous governance; clear migration path to Main Board — respected 'steppingstone'
LSE – AIM (United Kingdom)	4,000+ companies; £136B raised since 1995; £104M avg market cap; 33% international companies	No minimum market cap or track record; must appoint a Nominated Adviser (Nomad)	Disclosure-based; Admission Document required; Nomad acts as primary ongoing regulator	Institutional & sophisticated private investors familiar with high-growth company risk	Nomad system: flexible regulation + high professional standards = core differentiator
NSE – Emerge (India)	Dedicated platform for SMEs, startups & high-growth companies not yet eligible for main board	3-year track record; operating profit in 2 of 3 prior years; positive net worth	Exchange-led vetting (not SEBI); Prospectus filed with NSE; Merchant Banker appointed	Retail investors allowed; minimum lot size Rs.1 Lakh to manage risk	Mandatory Market Making for 3 years ensures two-way quotes & investor liquidity
SGX – Catalyst (Singapore)	Sponsor-led board for dynamic enterprises; listing via IPO or reverse takeover	No quantitative entry requirements; Sponsor performs due diligence & remains responsible	Sponsor-supervised; Exchange reviews but does not 'approve'; Sponsor decides readiness	Primarily Institutional & Accredited; retail technically allowed but limited in practice	Sponsor-led regime enables very fast time-to-market — ideal for tech & healthcare startups
BSE SME (India)	Dedicated SME segment; access to public capital; visibility, liquidity & growth alternatives	Post-issue paid-up capital ≥ Rs.3 Cr; 3-year track record; Net Tangible Assets ≥ Rs.1.5 Cr	Exchange-led vetting; Merchant Banker as sponsor; market making for 3 years required	Open to Retail & Institutional; minimum lot Rs.1 Lakh protects smaller investors	Largest SME board globally by listings; strong market maker ecosystem & clear Main Board path

Listing Products





Main Board

Main Board

A Prospectus is required.

Code of Corporate Governance applies

General public can invest

Initial listing fees capped at PKR 1.5 Million

Minimum post issuance paid up capital of PKR 200 Million

Only approved TREC Holders by the SECP can act as Advisors to the Issue.

GEM Board

GEM Board

Information Memorandum (IM) OR Prospectus as per PO Regulations is required.

Limited Code of Corporate Governance is applicable as per approval of SECP

Eligible investors & general public can participate

Initial listing fees capped at PKR 50,000

Minimum post issuance paid up capital of PKR 25 Million but not exceeding PKR 250 million

All TREC Holders can act as Advisors to the Issue. Audit firms, Banks are also eligible to act as GEM Board listing Advisor.

PSX GEM Board – Listing Requirements



Growth Enterprise Market (GEM) Board | Source: psx.com.pk / Rule Book Chapter 5A (09 Feb 2026)

Core Eligibility

Company Type

Public Ltd (incorporated under Companies Act 2017)

Min. Paid-Up Capital

PKR 25 million (post-issue)

Max. Paid-Up Capital

PKR 250 million cap
(above → Main Board)

Track Record

No mandatory profit history required

SECP Approval

Not required for GEM listing (faster process)

Audited Accounts

Latest 2 years of audited financials

Float, Investors & Fees

Public Free Float

Min 10% of paid-up capital

Min. Subscribers

Min 10 accredited investors
(Min 50 through prospectus/offer for sale)

Investor Type

Accredited Investors or General Public

Initial Listing Fee

0.05% of post-issue capital
Capped at PKR 50,000

Annual Listing Fee

PKR 50K (cap ≤50M) | PKR 100K (≤100M)
PKR 200K (>100M paid-up capital)

Prospectus Model

Information Memorandum (IM) route
simplified Prospectus /offer for sale document

4-Step Listing Process

- 1 Appoint Advisor –**
SECP-licensed CTI, bank, broker or audit firm
- 2 Prepare IM / Prospectus –**
Due diligence, business valuation, PSX application
- 3 Roadshow to Accredited Investors –**
Market to eligible investors via formal roadshow
- 4 IPO & Formal Listing –**
Fixed price or book building method; list on PSX

Migration → Main Board

- ✓ Post-issue paid-up capital ≥ PKR 200 million
- ✓ Listed on GEM Board for at least 1 year
- ✓ Minimum 500 shareholders (excl. sponsors)
- ✓ Conducted a public offering of securities
- ✓ Not in Defaulters' Segment of PSX
- ✓ CCG compliance per GEM Board requirements

WORK PHASES & KEY IPO ACTIVITIES

1

Initial Preparations

- › Update Road Map & Task Sheet for IPO
- › Transaction Structuring for IPO
- › Project Cost & Means of Financing

2

Detailed Projections

- › Financial model, valuation & pricing
- › Corporate Governance plan & tasks
- › Draft Prospectus & Info Memorandum
- › Preparation of Listing Application

3

Regulatory Approvals (I)

- › Audited Accounts for Listing
- › Management, Board & Shareholder approvals
- › Conversion of Status & Auth. Capital
- › Appoint Lead Arranger & Underwriter
- › Complete Listing Application filing

4

Regulatory Approvals (II)

- › Submit application to PSX & SECP
- › Follow up & present case to regulators
- › Corporate Governance completion
- › Clearance PSX | SECP Prospectus approval
- › Publication of Prospectus

5

Initial Public Offering

- › PSX & SECP approval for book building
- › Marketing process with Lead Arranger
- › IPO Book Building & General Public offer
- › Post-IPO process till completion
- › Share issues, filings & notices

ROLE OF CONSULTANTS TO THE ISSUE (CTI)

Due Diligence

Legal, financial & business review of the company

Prospectus / IM

Prepares Offer Document or Information Memorandum

Valuation & Pricing

Sets floor price; book-building coordination

CTI Consultant to the Issue

Roadshow Support

Investor presentations & marketing support

PSX Filing

Submits listing application to PSX Listing Dept.

Post-Listing

Ongoing compliance guidance for first 2 years

Methods of Public Offering



Fixed Price

The offer price is set by the Issuer in consultation with the Consultant to the Issue



Book Building

Mechanism of price discovery of shares through bidders who make Bids at Floor Price or within the Price Band. The Strike Price is determined through the Dutch Auction Method

Post-listing restriction on Sponsor Shareholding



As per regulation 5(1) of the PO Regulations, the Sponsors of the Company shall retain their entire shareholding in the Company for a period of not less than twelve months from the last date for public subscription;



As per regulation 5(2) of the PO Regulations, the Sponsors of the Company shall retain not less than twenty-five percent of the Post Issue Paid Up Capital of the Company for not less than three financial years from the last date for the public subscription;



As per regulation 5(3) of the PO Regulations, the shares of the Sponsors mentioned at (1) and (2) above shall be kept unencumbered in a blocked account with the CDC;



As per regulation 5(4) of the PO Regulations, subject to compliance with sub-regulation 1 and 2 of Regulation 5, and with the prior approval of the securities exchange, the Sponsors of the Company may sell their shareholding through block-sale to any other person who shall be deemed Sponsor for the purposes of the PO Regulations.

IPO process flow & timeframe



#	Role of Different Parties	Timeline (working days)	Cumulative Timeline (working days)
1	Appointment of Market Intermediaries by the Issuer where applicable, e.g. Consultant to the Issue, Book Runner, Bankers to the Issue, etc.	0	0
2	Submission of the CEO-signed Listing Application along with the Draft Prospectus by the CTI/Issuer, simultaneously to PSX and the SECP through PRIDE	0	0
3	Placement of Prospectus by PSX on its website for seeking public comments	0	0
4	Parallel review by SECP and PSX to evaluate the IPO application and conveying observations, if any, to the CTI/Issuer	5	5
5	CTI/Issuer response on the public comments and the regulators' observations along with a due diligence certificate	5	10
6	PSX Approval to the Listing Application & the Prospectus	2	12
7	SECP Approval to the Listing Application & the Prospectus	2	14



01

The Listing process used to be completely manual and involved significant amounts of allied documentation in the form of hard copies. The Pakistan Stock Exchange Limited (PSX), in order to facilitate its stakeholders, developed the **PRIDE (Public offerings Revolutionized through an Integrated and Digitized Experience)** Portal.

02

Through PRIDE, market stakeholders such as Consultants, Advisors, and Lead managers can electronically submit listing applications and all relevant accompanying documentation to the Exchange.

03

The portal facilitates the Exchange and the SECP through the listing application process without requiring the applicant to submit hard copy of the document.

Preliminary Evaluation

Preliminary Evaluation Sheet

In Collaboration with P@SHA | Company Information Collection Form

Please fill in all applicable fields. All financial figures should be stated in PKR (Pakistani Rupees).

SECTION 1 — COMPANY PROFILE

Company Name			
CEO Name			
Year of Incorporation			
Current Ownership Structure (e.g. Private, Family-Owned, Partnership or AOP)			
Business Sector / Industry			
Primary Business Activity			
Website			

SECTION 2 — PARTICIPANT CONTACT DETAILS

Full Name			
Designation / Title			
Email Address			
Phone / Mobile			

SECTION 3 — CAPITAL STRUCTURE (PKR in Millions — Last 3 Financial Years)

	FY 2025	FY 2024	FY 2023
Authorized Capital			
Paid-up Capital			

SECTION 4 — FINANCIAL PERFORMANCE (PKR in Millions — Last 3 Financial Years)

Financial Metric	FY 2025	FY 2024	FY 2023
Revenue / Net Sales			
Gross Profit			
Net Profit			
EPS			
Shareholder Equity			
Price-to-Book (P/B) Ratio			

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