

ANNUAL REPORT 2019



# CONTEXT

GREETINGS FROM BOARD CHAIRMAN

GENERAL INFORMATION OF THE COMPANY

COMPANY OPERATION

CONSOLIDATED FINANCIAL STATEMENT

# GREETINGS FROM BOARD CHARIMAN



Dear shareholders, client and colleaugues, we are happy to introduce the 2019 results.

We have organized several projects which expanded our operation, improved our service quality and introduced new products to the market in 2019. We have increased our client base by 15% to 280,000 clients and remained the leader company in the market. Introduction of the online system on opening accounts of the client and receiving trade orders mostly helped us to keep the position.

We worked as an underwriter and received approvals from regulatory organizations to issue an IPO of Bodi Insurance LLC which is one of the strongest competitor in the insurance sector.

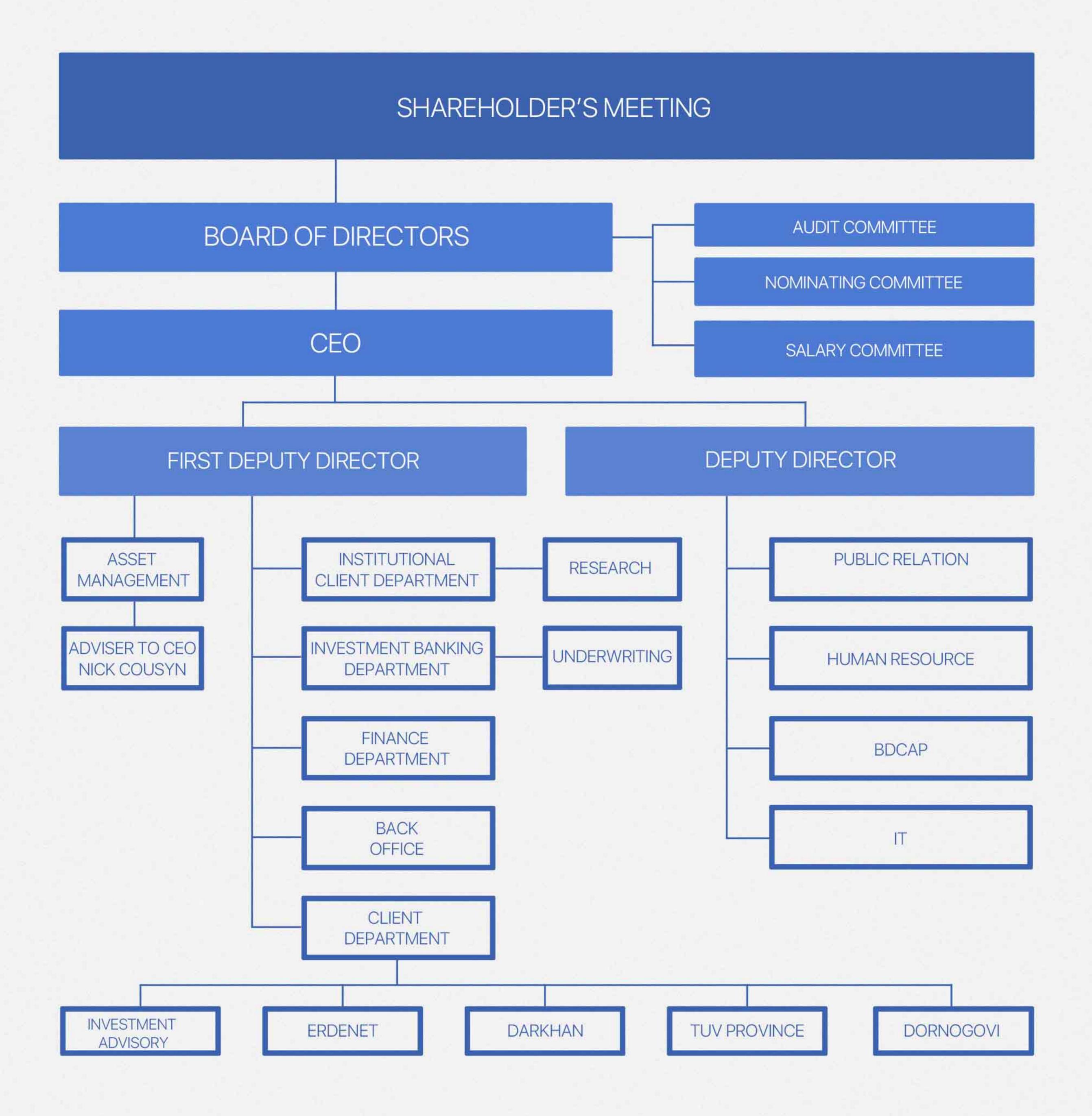
We are overjoyed to inform you that we were selected as a lead underwriter to list Erdenes Tavantolhoi JSC, whose export reached more than USD 1 billion in 2019, on Mongolian Stock Exchange. By implementing this project in 2020, it will push the Mongolian capital market and Mongolian citizens will be able to trade their shares through the MSE trade.

Within the service of introducing broker to the foreign stock exchange trade, we cooperate with one of the most prestigious online brokers - Saxo Group, and we increased our trade volume by 20 times and number of clients by three times in 2019

Within the "shareholders activism" program we have been actively cooperating with four listed companies, in which we own certain percentage, Genco Tour Bureau JSC has operated with the highest net profit of MNT 1.3 billion and decided to distribute MNT 800 million as a dividend which is a historical high dividend for the company.

Our team will strive to work harder based on the economy and capital market growth and changes, our previous projects. Thus, we would like to express our deep gratitude for the client who chose us, investors, colleagues and companies who entrusted us. We are sure that our cooperation will expand furtherly and your business will grow enormously.

# COMPANY STRUCTURE



# BOARD OF DIRECTORS

BOARD CHAIRMAN



B.LKHAGVADORJ
FIRST DEPUTY DIRECTOR
BDSEC JSC

REGULAR MEMBER -



D.DAYANBILGUUN CEO BDSEC JSC



N.BATGEREL
DEPUTY DIRECTOR,
BDSEC JSC



ULUC BINGOL VICE PRESIDENT, IMPERA CAPITAL

INDEPENDENT MEMBER



D.AMGALANBAYAR
DIRECTOR,
MSM LLC



PRESIDENT, EXE GROUP



B.ENKHBAYAR CEO, EXE GROUP



B.AMARSANAA DIRECTOR, HEREEJI LLC



JAMES PASSIN
PORTFOLIO MANAGER
FIREBIRD MANAGEMENT

BOARD SECRETARY



B.TEMUULEN

MANAGER
INSTITUTIONAL CLIENT DEPARTMENT, BDSEC JSC

# BOARD COMMITTEES

- Salary committee
- Audit committee
- Nominating committee

# VISION & MISSION

# VISION

To position ourselves in the market as leading and internationally qualified financial organization, to promote industries through investment and comprehensice financial service.

## MISSION

## SHORT TERM PLAN

Strenghten foreign relationship, inrease stock trading activity, improve company's human resource and provide reliable information to capital market participants and clients

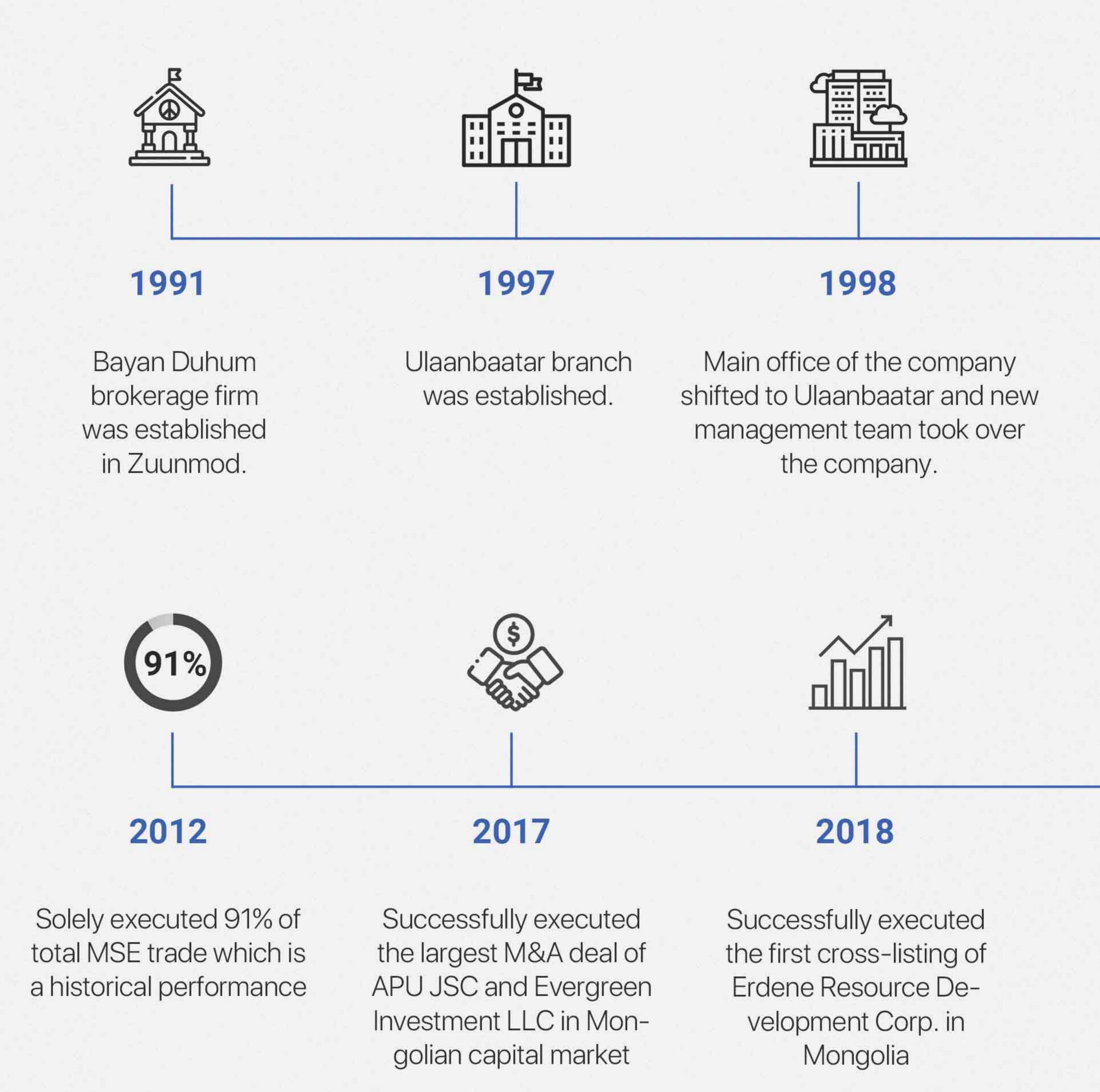
## MID-TERM PLAN

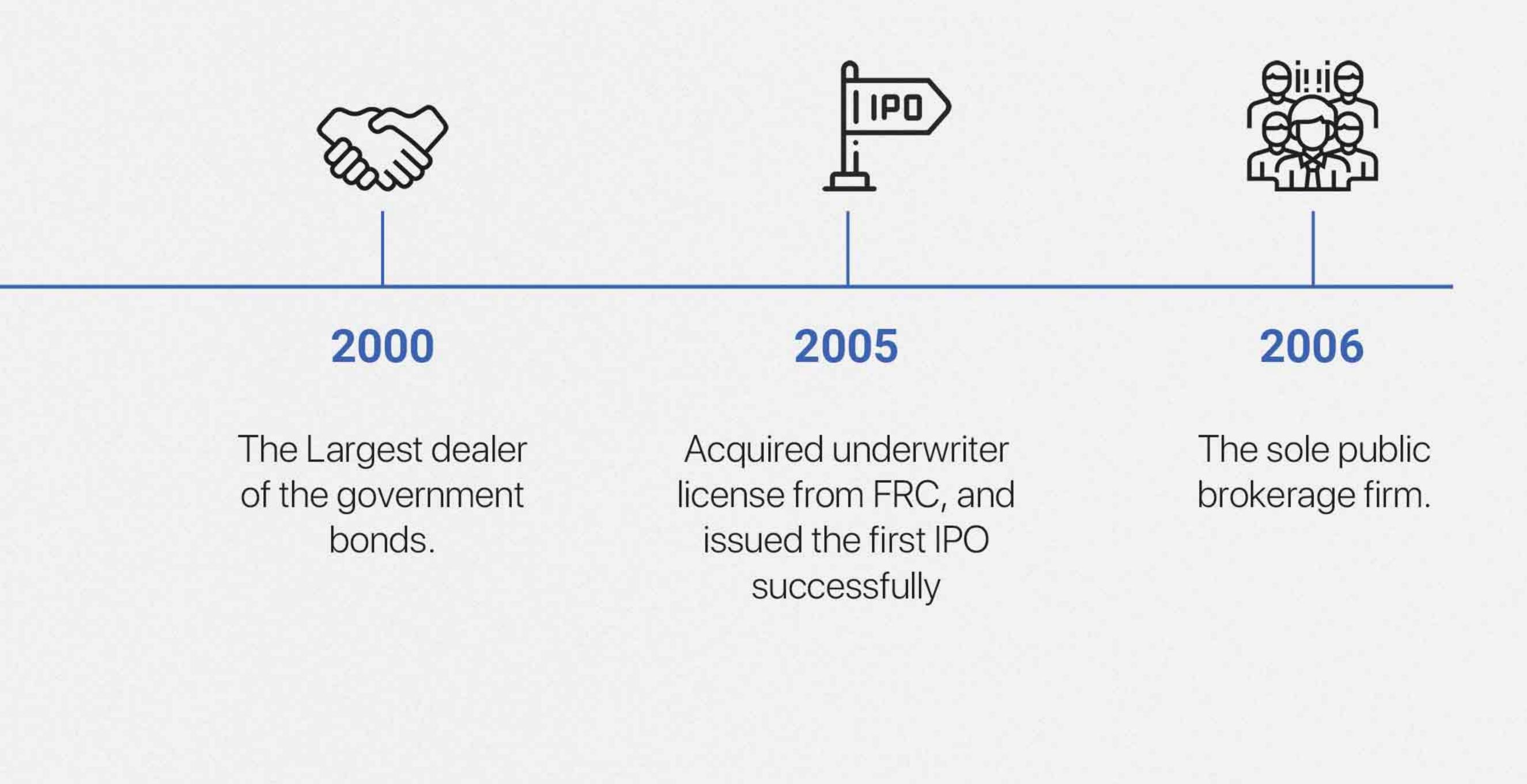
Promote national manufaturers, run business in international markets and increase number of participants of Mongolian capital market

#### LONG TERM PLAN

Develop business operation that matches international standards and creates national public companies

# HISTORICAL MILESTONE I





2019

Erdenes Tavantolgoi JSC's Lead underwriter to local listing

ЭРДЭНЭС ТАВАН ТОЛГОЙ

ERDEVES-TT

# HIGHLIGHTS





Total trade of clients trading on international stock exchange reached USD 1,000,000



Published "Stocks to Watch - 2019"



Was chosen as a lead underwriter to the local listing of Erdenes Tavantolgoi JSC



Number of total clients reached 280,000



Started sending weekly reports to clients including capital market news, financial updates of listed companies.

# OPERATION

We are delivering complex service to our clients and investors which includes introducing clients to buying and selling equity, bonds on the Mongolian Stock Exchange, providing with ongoing information and advisory as well as introducing to the international stock exchange trading.

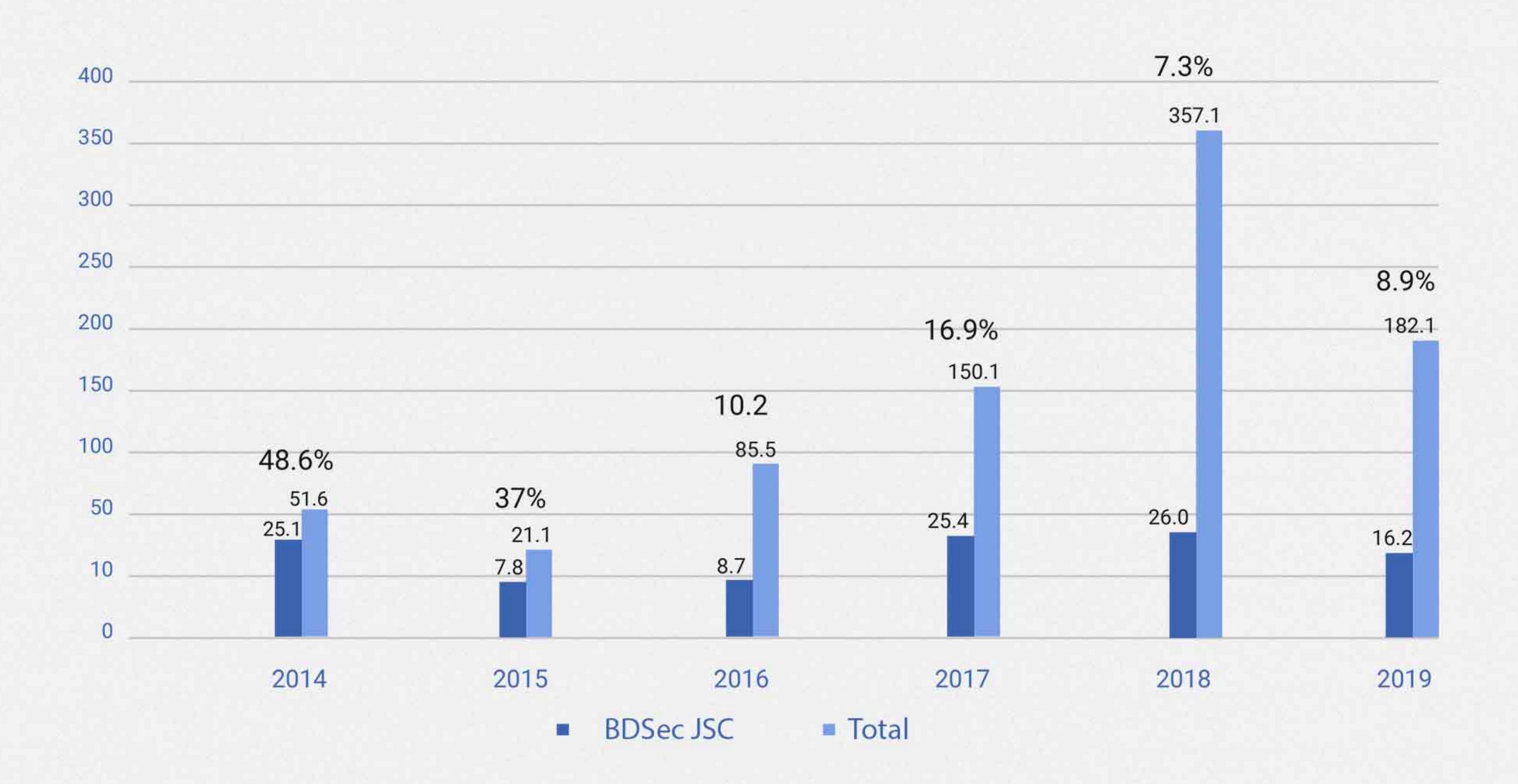
## NUMBER OF CLIENTS

BDSec JSC has opened 27,360 accounts in 2019 and our total clients reached 280,000. We are currently delivering our service to 15% of total registered clients.



## SECONDARY MARKET TRADING AMOUNT

BDSec JSC executed 24.5% of secondary market trade in average for the last 8 years.



# BROKERAGE SERVICE

#### ONLINE BROKER SERVICE

The service provides with an opportunity to trade online and see current balance, previous trades for a client using an web browser, computer or smart phone. It has simplified client's access to their account and efficient for the investors.

#### ONLINE ACCOUNT OPENING

By introducing online account opening service in 2019, local clients will no longer spend time by coming to the office, instead, they can open their securities account online from everywhere.



#### TRADING HALL

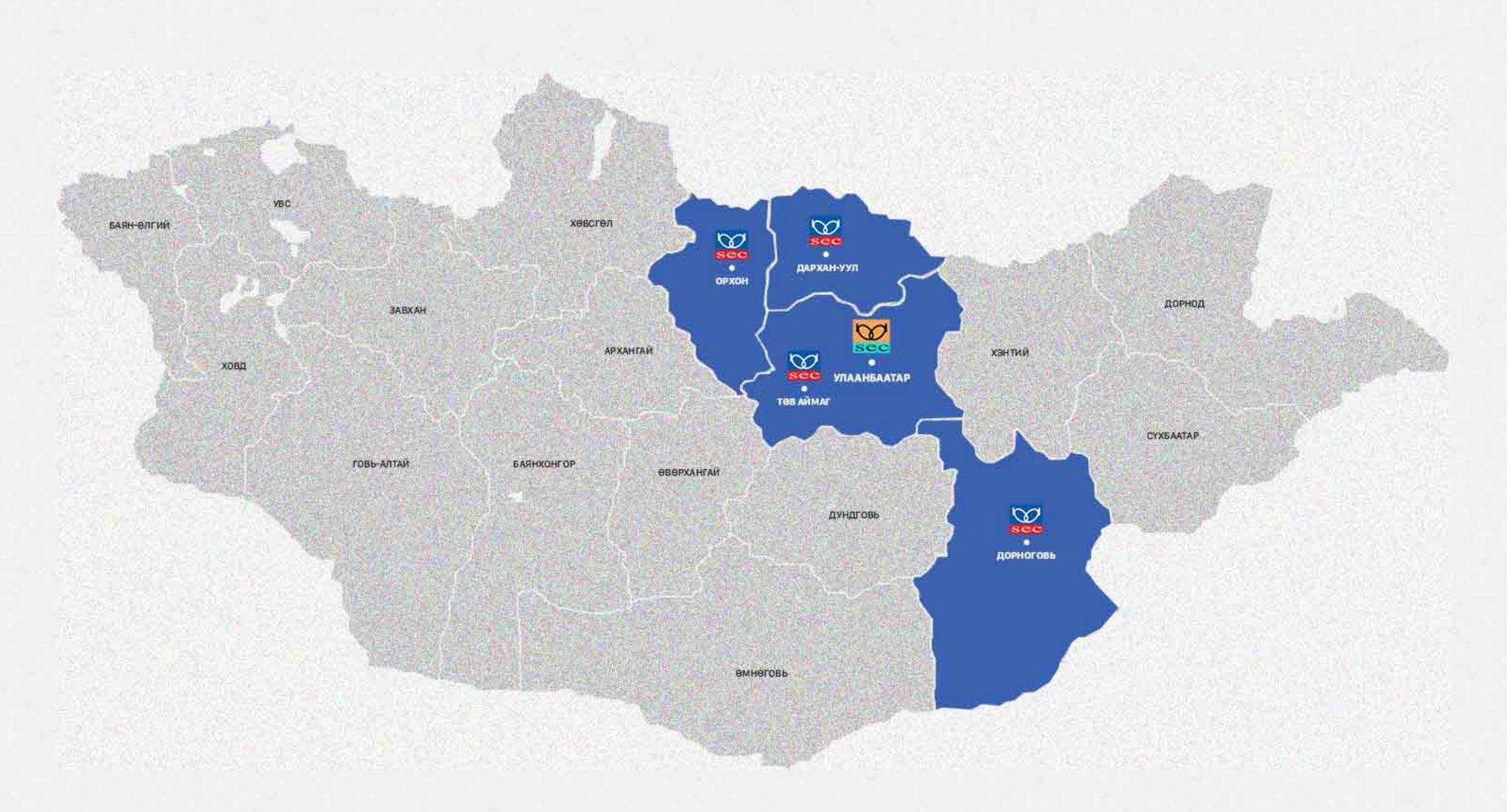
We created an opportunity for clients to directly participate in the MSE trading by providing trading hall dedicate for the clients to see stock prices and give trade orders to brokers straightly. Number of clients visit our trading hall during the trade hours.

#### INFORMATION, RESEARCH

We are delivering daily, weekly information of the capital market, updates on the joint stock companies and new IPO valuation to clients in both online and printed versions.

#### BRANCHES

We have been constantly delivering services to clients and investors through our branches which includes Orkhon province, Darkhan-Uul province, Tuv province, Dornogovi province and Ulaanbaatar city and they are all licensed by Financial Regulatory Commission.

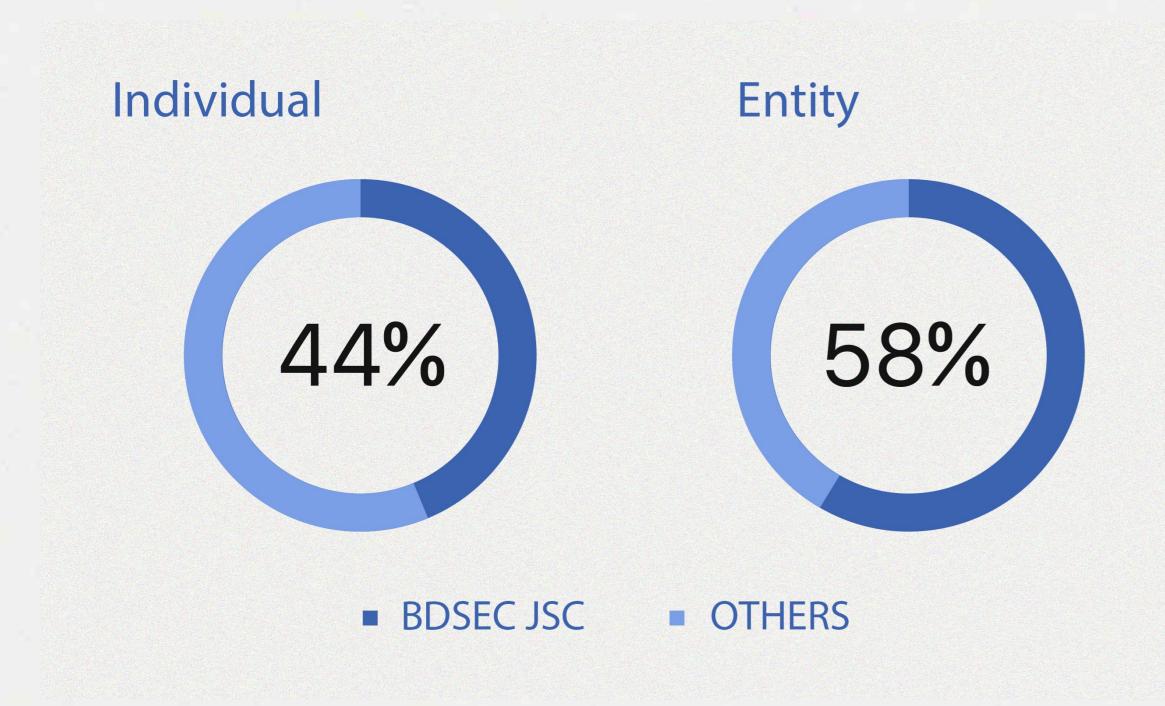


# OPERATION

#### INSTITUTIONAL CLIENT DEPARTMENT

Institutional client department is dedicated for providing brokerage service to institutional clients and foreign clients and introduce local investors to foreign stock exchange trading.

#### **FOREIGN CLIENTS**



We deliver our service to 45% of total foreign investors whom have account with Central Securities Depositary of Mongolia.

#### **RESEARCH & ANALYSIS**

We have published research report "Stocks to Watch - 2019" which is a report of TOP-15 companies listed on Mongolian Stock Exchange.



## **INVESTOR MEETINGS**

We constantly organize meetings between foreign investors, clients whom are interested in investing in Mongolia with local public companies, government organizations and institutions. In 2019, we organized over 40 meetings.

## INTRODUCING BROKER TO THE FOREIGN STOCK EXCHANGE



BDSec JSC has acquired its license as an introducing broker to trading on foreign stock exchange on May 11, 2017 and have established an opportunity for clients to trade not even on local stock exchange but also internationally. The company cooperates with Saxo Bank within the service. Saxo Bank was established in 1992 developing its own online trading platform for the first time and enabled trades not only for institutional clients but also for individuals.

The cooperation of our company and BDSec JSC started since 2017 and have been expanding furtherly year by year.

## **OUR PERFORMANCE:**

We have executed **USD 1,000,000** trade through Saxo Bank's platform on the international stock exchange in 2019 which is an increase by 20 times than 2018 while the number of clients increased three times.



"PARTICPATING IN FOREIGN TRADE" seminar was organized successfully with Saxo Bank.

# I UNDERWRITING OPERATION

BDSec JSC strives to support local entities which are important for the further economic growth of Mongolia by helping them to raise capitals from the capital market in forms of equity or bonds and working as an underwriter to the project.

We also cooperate with SMEs and start-up companies by investing in their private and public bonds or holding a certain percentage of the company.

#### 2005

## THE FIRST IPO / MNT 0.8 billion /



Worked as underwriter on the project to raise capitals for the financing of tourism complex of Hotel Mongolia JSC

#### 2006

## THE LARGEST STATUE COMPLEX / MNT 8.3 billion /



Gento Tour Bureau JSC was listed to MSE in 2006 and raised 8.3 billion MNT from the IPO. The proceeds was used to initiate the development of Chinggis Khaan Statue Complex which was finished in 2008.

#### 2018

## THE BIGGEST M&A DEAL / MNT 338 billion /

APU COMPANY
Absolute, Pure, Unique.

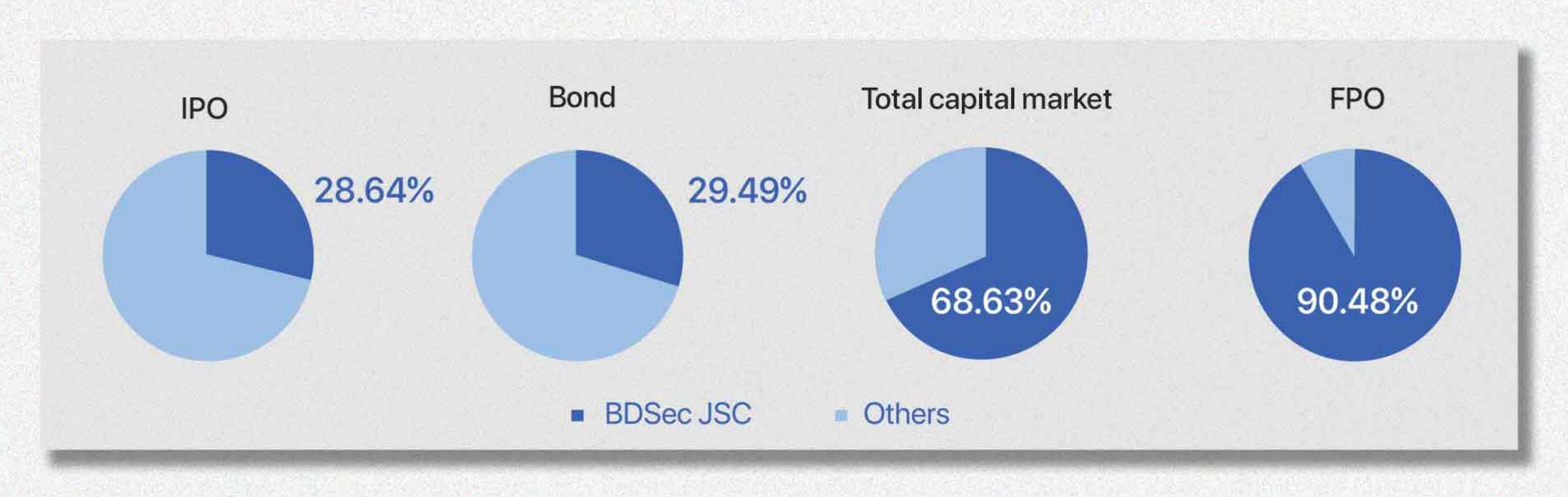
APU JSC's, one of the large beverage producer in Mongolia, merger with Evergreen Investment LLC has become the largesr M&A deal in Mongolia. After the merger, the share price increased by three times and APU JSC has become the first joint stock company to have market capitalization of MNT 1 trillion.

## 2018

# THE FIRST CROSS LISTING / MNT 2.49 billion /



We have executed the first cross listing of Erdene Resource Development Corporation JSC on MSE which was already listed on Toronto Stock Exchange.



# PROJECTS WE WORKED ON

## **ERRDENES TAVANTOLGOIJSC**

BDSec JSC was chosen as a lead underwriter to the listing of Erdenes Tavantolgoi JSC to Financial Regulatory Commision and Mongolian Stock Exchange and we are working on the project as of 2020.

The base conditions to implement the resolution No.181 of 2012 made by the government of Mongolia, the resolution No. 57 of 2011 made by the Parliament of Mongolia will be completed upon the registration of the company to MSE and FRC as a public company. Furthermore, the complete implementations of the resolutions will enable Mongolian entities and local citizens to trade on the Mongolian Stock Exchange and sell its Erdenes Tavantolgoi shares and get profits out of the company.

## **BODI INSURANCE IPO**

The company is working as an underwriter to the Bodi Insurance LLC, which is one of the largest insurance company in Mongolia and acquired its approval from MSE and FRC in 2019 to become a public company. t

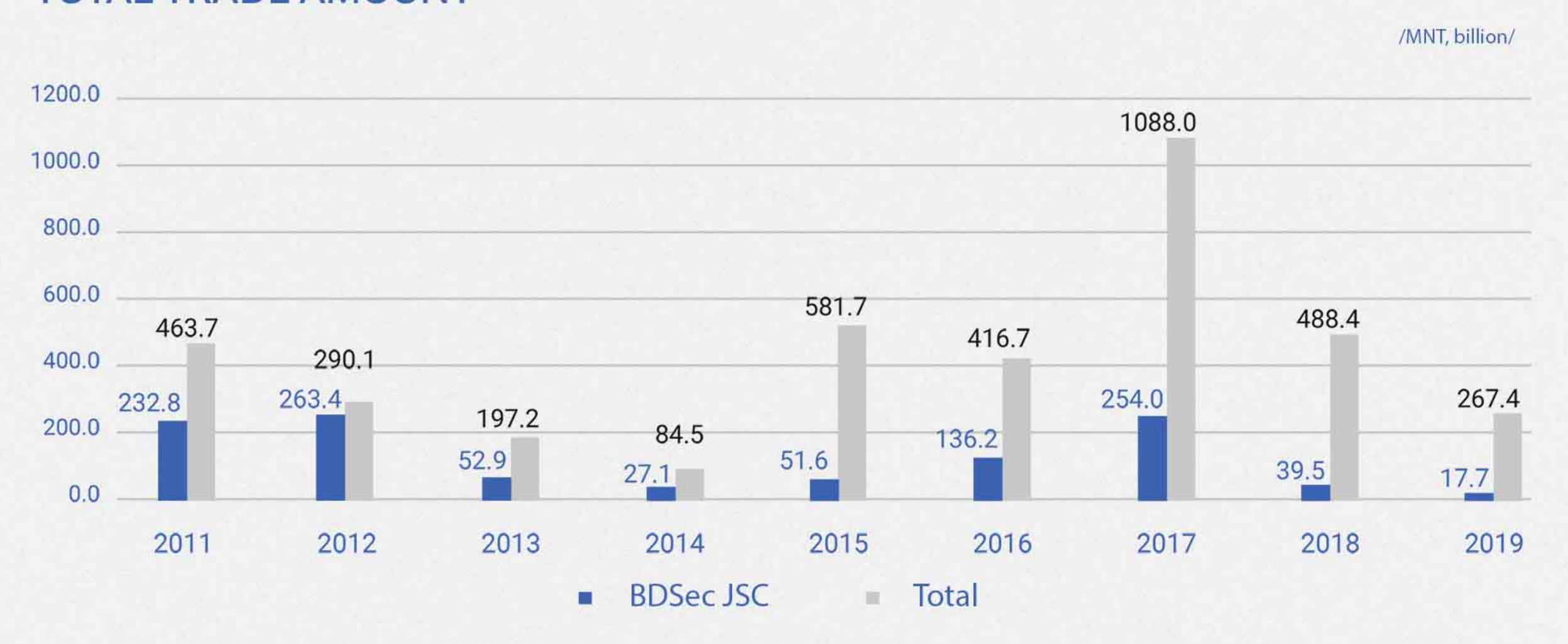
#### ACHIT ZES JSC

Within the social responsibility, Achit Ikht LLC has issued preffered shares for the first time in Mongolia and employers of Erdenet factory LLC and Achit Ikht LLC could own the shares through its subsidiary company named Achit Zes JSC.

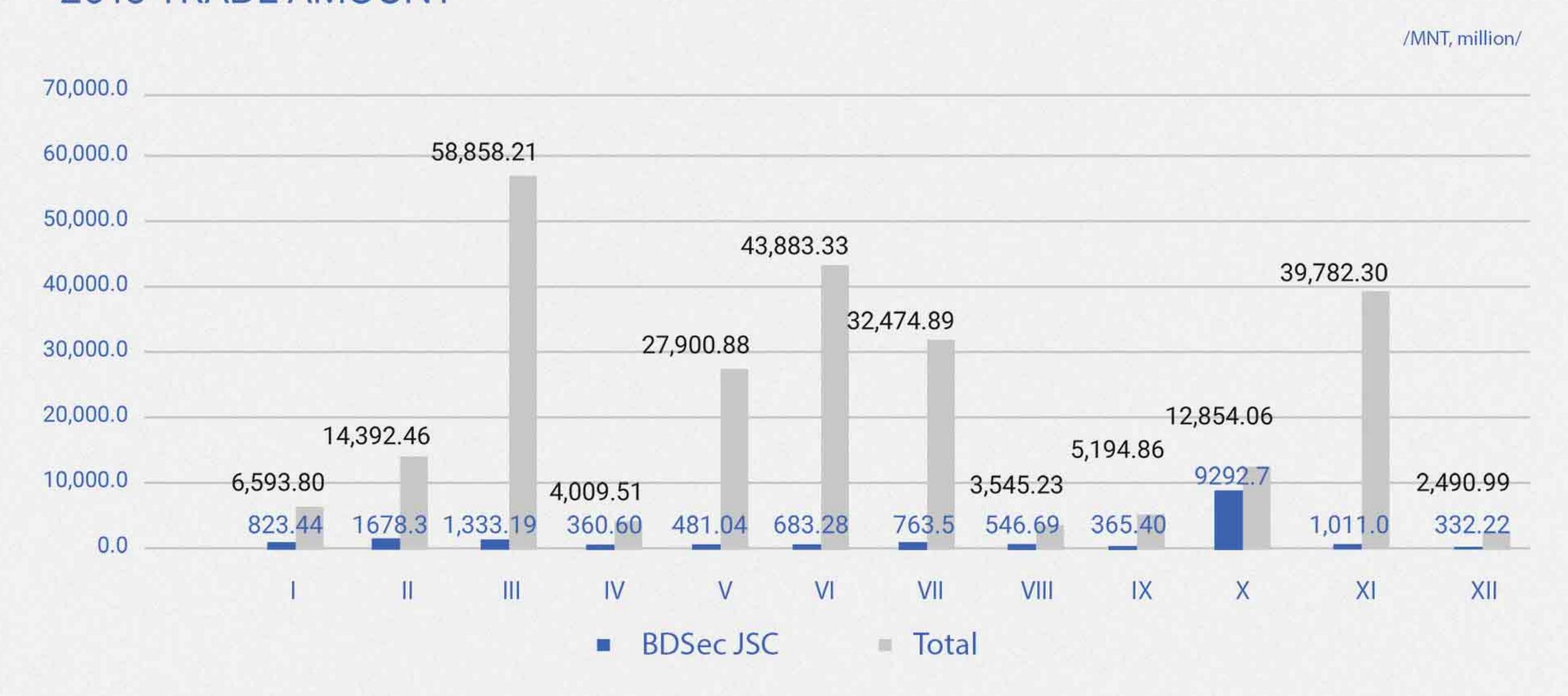
Within its advisory service, BDSec JSC is organizing the secondary market trade of the preffered shares of Achit Zes JSC.

# OPERATION

## TOTAL TRADE AMOUNT



## 2019 TRADE AMOUNT

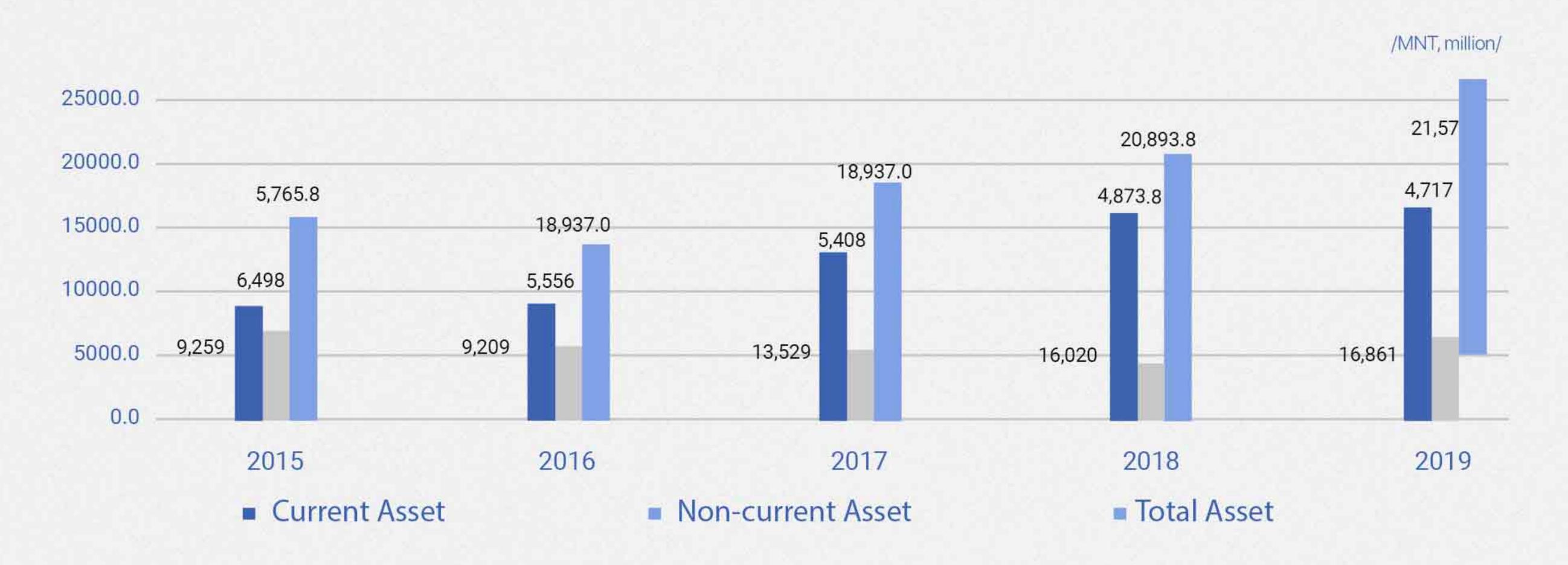


**Σ280,000**TOTAL CLIENTS

+27,360
OPENED ACCOUNTS

# FINANCIAL PERFORMANCET

## TOTAL ASSET

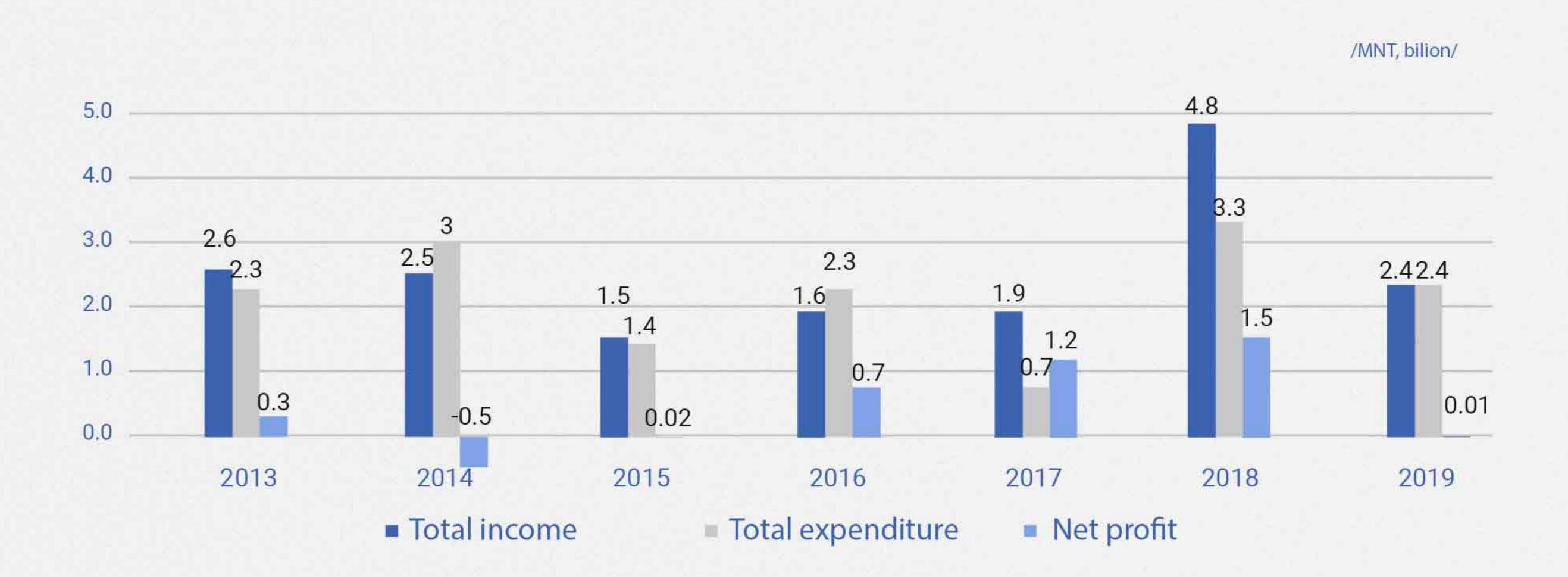


## **EQUITY AND LIABILITY**



# FINANCIAL PERFORMANCE

#### INCOME



## **ROA AND ROE**



0.080 0.080 0.060 0.070 0.040 0.020 0.001 0.001 0.000 2017 2015 2016 2018 2019 -0.020 -0.040 \_ -0.049 -0.060

**RETURN ON ASSET** 

RETURN ON EQUITY

AUDIT STATEMENT

# AUDIT STATEMENT



Amarsanaa street-5, Bayangol district
Ulaanbaatar-16066, Mongolia
Phones:70005401, 70005404,70005405
Fax:+976-70005403
E-mail:info@dalaivanaudit.mn
Web site: www.dalaivanaudit.mn

#### INDEPENDENT AUDITOR'S REPORT

#### TO: THE SHAREHOLDERS OF BDSEC UTsk LLC

#### Unqualified opinion

We have audited the consolidated financial statements of BDSEC UTsK JSC which comprise the statements of financial position as at December 31, 2019, the statements of profit or loss and other comprehensive income, the statements of changes in equity, the statements of cash flow for the year then ended and the notes to the financial statements including highly significant accounting policies of BDSEC UTsK JSC and its subsidiaries BDCAP LLC and IKH GENGHIS KHANY KHOMROG LLC.

In our opinion, under the consideration that if the issues reported in the unqualified opinion basis may not affect the financial statements, the statement of financial position, profit or loss and other comprehensive income, changes in equity and cash flow of BDSEC UTsK LLC as at December 31, 2019 present fairly and are, in all material respects, in compliance with the International Financial Reporting Standards and the regulations and guidelines issued by the Ministry of Finance and the Financial Regulatory Commission of Mongolia.

#### Unqualified opinion basis

The receivable of 484,982,400MNT, which is included in trade and other receivables of the company, is still uncertain that it can be repaid and therefore, the company had not assessed the impairment of the receivable and reported the net value. Auditors could not measure the fair value of this receivable and make adjustment by performing additional audit procedures.

The investment with carrying amount of 350,708,300MNT from BDCAP LLC for BDSEC UTsK JSC was reported as financial assets measured at fair value through profit or loss. In order to prepare the consolidated financial statements, the company did not follow the consolidation procedure for this investment and therefore it caused the increase in the financial assets measured at fair value through profit or loss and the balance of owner's equity of the consolidated financial statements by above amount.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



# INDEPENDENT AUDITOR'S REPORT (continued)

#### Audit key issues

We declare that there is no any audit issues in respect of materials from the auditors opinion.

#### Other information

The company prepares the operational statement for the year after receiving the audited consolidated financial statements and provides them to the shareholders' meeting. The management confirmed to deliver the subsequent financial statements after the receiving the audited consolidated financial statements, therefore, during the audit; we do not need to report over other information.

#### The responsibilities of the management and governing management for the financial statements

The management is responsible for preparation and fair presentation of financial statements in accordance with the IFRS, whereas these responsibilities include identifying the internal control relevant to the preparation and fair presentation of financial statements that are free from fraud and error incurred from material misstatement.

The management is responsible for conducting the operations in accordance with the principle of continuous financial statement preparation based on going concern and constantly evaluating the company's ability management financial statements, except the cases of insolvency, or ceasing its activities, and to have to disclose additional clarification relevant to continuity of the accounting basis used for accounting.

Corporate governance is responsible for supervision of the financial reporting process.

#### Auditor's responsibility in financial statement audit

Our goal is to prepare the auditor's report indicating our opinion with assurance that financial statements in whole that are free from fraud and error incurred from material misstatement. Most reasonable assurance is highest guarantee with high level of assurance, but it does not detect all misstatements upon audit conducted in accordance with ISA. If it is considered that error or fraud is in substantial amount, then it may influence the economic decisions of users of financial statements.

According to ISA, we had a professional skeptical approach throughout the audit. And we have performed the following tasks:

We have assessed whether the financial statements have material misstatement incurred from fraud or error, undertaken audit procedures to determine its response, obtained sufficient appropriate audit evidence as basis for opinion. An alleged conspiracy to forging operations, and deliberate neglect, ignorance of internal controls has risks of not detecting material misstatements and misreporting, instead of one error.

# AUDITED STATEMENT

# INDEPENDENT AUDITOR'S REPORT (continued)

- In order to develop appropriate audit procedures we have gained an understanding of the company's internal control system, but we have no intention to evaluate the effectiveness of internal control.
- We have assessed the appropriateness of the Company's accounting policies and accounting estimates and disclosures used.
- If the company is going concern has a material uncertainty, then we will focus on in the relevant disclosure of financial statements. If this is enough to mention the relevant disclosures, we shall change our opinions. Our audit report related to the audit findings based on evidence until the date of the auditor's report. Therefore, their ability to influence the situation on a going concern basis the company may arise in the future.
- We reviewed the entire structure, content, presentation and disclosure of the consolidated financial statements and assessed the the accuracy of transactions and events financial statement presentation.
- In order to make opinion for the consolidated financial statements, we have obtained significant and sufficient audit evidence regarding the financial information of the business and operations of the company and its subsidiaries.

We had communicated with the governing management in regard of the audit scope, timing, and other related issues, and in addition to significant and important issues during the audit and the internal control weaknesses observed during the audit.

And we have notified governing management with the relevant ethical requirements regarding independence of the auditor, and discussed any relationships that may affect our independence, and possibilities of preventive measures, and other issues.

We have identified most important audit issues that are considered as most important and communicated with the governing management. We have shown in the auditor's report most important key issues, since public disclosure may result the negative consequences these foreseen by laws, and we have states these in the auditor's report.

#### Other

This report is intended only for the shareholders of BDSEC UTsK LLC in accordance with Article 94 of the Law on company and we shall not be liable to any third party in regard of this report framework.

DALAIVAN AUDIT LLC
ULAANBAATAR
MONGOLIA

**FEBRUARY 28, 2020** 

#### CONSOLIDATED STATEMENT OF FINANCIAL POSITION

#### December 31, 2019

Items	Notes	2019.12.31 MNT thousands	2018.12.31 MNT thousands
ASSETS			
Current assets			
Cash and cash equivalents	5.1	51,974.9	63,771.2
Trade and other receivables	5.5	1,973,921.4	1,733,787.6
Other financial assets	5.2-5.3	14,794,484.0	14,181,486.2
Total current assets		16,820,380.3	15,979,045.0
Non-current assets			
Property, plant, and equipment - net	5.6	4,665,347.4	4,801,467.3
Intangible assets – net	5.7	16,259.5	18,106.9
Long-term investments	5.4	1,000.0	1,000.0
Long-term receivables	5.8	34,195.1	53,284.0
Total non-current assets		4,716,802.0	4,873,858.1
TOTAL ASSETS		21,537,182.3	20,852,903.0
LIABILITIES			
Short-term liabilities			
Trade and other payables	5.9	235,714.2	331,154.0
Short-term loans from banks	5.10	173,437.3	861,312.8
Income tax payables	5.12	7,373.6	169,180.7
Other tax and contribution payables	5.12	61,127.7	83,553.6
Interest payables	5.11	19,140.3	17,485.0
Unearned revenue	5.13	242.2	242.2
Total short-term liabilities		497,035.3	1,462,928.2
Long-term liabilities Long-term loans from banks	5.10	3,828,062.0	2,197,824.6
Total long-term liabilities		3,828,062.0	2,197,824.6
TOTAL LIABILITIES		4,325,097.3	3,660,752.8
EQUITY	E 1 4	1 260 400 2	1 2 (0 400 2
Share capital	5.14	1,369,488,3	1,369,488,3
Paid-in capital	5.14	7,957,309.3	7,957,309.3
Revaluation surplus	5.14	3,824,524.4	3,824,524.4
Retained earnings	5.14	4,060,763.0	4,040,828.3
TOTAL EQUITY		17,212,085.0	17,192,150.3
TOTAL LIABILITIES AND EQUITY		21,537,182.3	20,852,903.1

# AUDITED STATEMENT

BDSEC UTsK JSC

Consolidated financial statements as at December 2019

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND COMPREHENSIVE INCOME

#### December 31, 2019

Items	Notes	2019.12.31 MNT thousands	2018.12.31 MNT thousands
Operating income Other operating income Operating expense Operating profit (loss)	5.15 5.16 5.17	1,395,207.4 133,339.1 1,849,572.2 (321,025.7)	4,868,545.2 132,217.9 (3,563,652.6) 1,437,110.5
Finance income Finance expense Dividends from subsidiaries that are reported as equities Non-operating income (expense)  Profit (loss) before tax	5.18 5.18	1,086,144.5 (655,606.1) - (81,520.3) 27,992.4	481,058.9 (438,991.8) 116,445.9 95,944.1 1,691,567.6
Income tax expense  Profit (loss) for the year – net	5.20	8,057.7 19,934.7	180,780.3 1,510,787.3
Other comprehensive income:  Items that are not reclassified as profit or			
loss: Revaluation surplus Items that are reclassified as profit or loss: Unrealized gain (loss) on short-term investments Deferred tax assets on unrealized gain			
Other comprehensive income			_
Total comprehensive income (expense)		19,934.7	1,510,787.3
Earnings per share Base (MNT)		1.5	110.3

DALAIVAN AUDIT LLC 5

BDSEC UTsK JSC Consolidated financial statements as at December 2019

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Total	MNT thousands	15,684,567.7	1,510,787.3 (3,204.7) 17,192,150.3	17,212,085.0
	Retained	MNT thousands	2,533,245.7	1,510,787.3 (3,204.7) 4,040,828.3	4,060,763.0
	Revaluation	MNT thousands	3,824,524.4	3,824,524.4	3,824,524.4
December 31, 2019	Paid-in capital	MNT thousands	7,957,309.3	7,957,309.3	7,957,309.3
	Share capital	MNT thousands	1,369,488.3	1,369,488.3	1,369,488.3
	Items		Balance as at December 31, 2017	Issued shares Treasury shares Paid-in capital Revaluation surplus Gains (losses) not recognized in income statements Issued dividends Profit (loss) for the year – net Adjustments Balance as at December 31, 2018 Issued shares Treasury shares Paid-in capital Revaluation surplus Gains (losses) not recognized in income statements Issued dividends Profit (loss) for the year – net Adjustments	Balance as at December 31, 2019

DALAIVAN AUDIT LLC

Auditor's Report

#### CONSOLIDATED STATEMENT OF CASH FLOWS

#### December 31, 2019

<u>Items</u>	2019.12.31 MNT thousands	2018.12.31 MNT thousands
CASH FLOW FROM OPERATING ACTIVITIES		
Total cash received	2,750,673.2	8,753,643.0
Revenue from sales of goods and services rendered	2,713,952.1	8,752,694.4
Revenue from royalties, fees and commissions		
Revenue from insurance claims		
Other revenues	36,721.1	948.5
Total cash paid	3,562,661.8	14,052,493.8
Cash paid for acquisition of financial assets	1,324,509.6	9,549,946.4
Cash paid to employees	548,554.4	557,680.2
Cash paid to social insurance organization	143,460.1	136,073.1
Cash paid for acquisition of raw materials	38,640.7	61,088.2
Cash paid as utility expense	86,436.2	25,573.2
Cash paid to spare parts and fuel	17,989.4	21,131.1
Interest paid	573,512.8	261,610.6
Cash paid to tax organization	210,520.5	203,366.0
Cash paid as fees and commissions	0	99,184.6
Cash paid as insurance premiums	2,147.7	2,707.8
Cash paid as other expense	613,438.8	3,134,132.6
Cash flow from operating activities – net	(811,988.7)	(5,298,850.8)
CASH FLOW FROM INVESTING ACTIVITIES	EE 1/2/	10115570
Total cash received	55,163.6	1,911,557.9
Proceeds from sales of property, plant, and equipment Proceeds from sales of intangible assets	U	501,600.0
Proceeds from interest revenue	35,903.6	271,203.0
Proceeds from sales of other long-term investments	19,260.0	2/1,205.0
Repayment of loans lent to borrowers	17,200.0	1,138,754.9
Total cash paid	150,651.0	1,221,507.2
Cash paid for acquisition of property, plant, and equipment	13,476.7	24,336.2
Cash paid for acquisition of other long-term assets	137,174.3	27,550.2
Loans lent to borrowers	157,177.5	1,197,171.0
Cash flow from investing activities – net	(95,487.4)	690,050.7
Custification from the contracts and	() 5, 40 7.4)	0709050.7
CASH FLOW FROM FINANCING ACTIVITIES		
Total cash received	6,820,769.8	7,668,520.5
Proceeds from loans borrowed and bonds issued	6,720,769.8	7,654,684.5
Other cash received	100,000.0	13,836.0
Total cash paid	5,925,305.0	5,011,769.6
Repayment of loans borrowed and bonds issued	5,925,305.0	5,011,769.6
Cash paid as dividends	e Xa se sika sikana	
Cash flow from financing activities - net	895,464.8	2,656,750.9
Currency exchange rates difference	175.0	590.1
CASH FLOWS - NET	(11,836.3)	(1,951,459.1)
Cash and cash equivalents at 1 January	63,811.2	2,015,230.3
Cash and cash equivalents at 31 December	51,974.9	63,771.2
	=======================================	

DALAIVAN AUDIT LLC

Auditor's Report



Монгол Улс, Улаанбаатар хот, Сүхбаатар дүүрэг, 8-р хороо, Залуучуудын өргөн чөлөө 27/1, "БиДиСЕК ҮЦК" ХК.

Утас: 7555 1919 И-Мэйл: info@bdsec.mn