



Half Yearly Report June 30, 2015 (Un-audited)



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# **Company Information**

**Board of Directors** 

Chief Justice (R) Mahboob Ahmed

Chairman - Non-Executive

Suleman Lalani

Chief Executive Officer

**Asad Ahmed** 

Director - Independent, Non-Executive

Ali Hussain

Director - Non-Executive

Ali Jehangir Siddiqui

Director - Non-Executive

Munawar Alam Siddiqui

Director - Non-Executive

Saud Ahmed Mirza

Director - Independent, Non-Executive

**Stephen Christopher Smith** 

Director - Non-Executive

**Audit Committee** 

Saud Ahmed Mirza

Chairman

Munawar Alam Siddiqui

Member

**Stephen Christopher Smith** 

Member

**Human Resource &** 

**Remuneration Committee** 

Chief Justice (R) Mahboob Ahmed

Chairman

Munawar Alam Siddiqui

Member

Suleman Lalani

Member

**Executive Committee** 

Munawar Alam Siddiqui

Chairman

Ali Jehangir Siddiqui

Member

Suleman Lalani

Member

**Chief Financial Officer** 

& Company Secretary

**Hasan Shahid** 

**External Auditors** 

**Deloitte Yousuf Adil** 

**Chartered Accountants** 

**Internal Auditors** 

**Grant Thornton Anjum Rahman** 

**Chartered Accountants** 

**Legal Advisor** 

**Bawaney & Partners** 

**Share Registrar** 

**Technology Trade (Private) Limited** 

241-C, Block-2, P.E.C.H.S., Karachi

Pakistan

**Registered Office** 

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### DIRECTORS' REPORT TO THE SHAREHOLDERS

### **Dear Shareholders**

The Board of Directors of Jahangir Siddiqui & Co. Ltd. (the "Company") has reviewed the performance of the Company for the half year ended June 30, 2015. I am pleased to present, on behalf of the Board, the report on the performance of your Company along with consolidated performance of the Company with its subsidiaries for the period under review.

### **Economic Review**

Performance of Pakistan's economy over January-June 2015 (1H2015) was mostly satisfactory with soft inflation statistics, improving external account outlook and contained fiscal deficit. Inflation clocked in at 3.0% YoY during 1H2015, while external account improved on account of lower oil import bill, rising remittances and receipt of IMF tranches - resulting in foreign exchange reserves jumping to ~US \$ 18.5 billion. As a result, the State Bank of Pakistan also cut the policy rate by 300bps to 6.5% during the period. However, GDP growth clocked in lower than expected at 4.2% in FY15 with fiscal deficit contained at around 5% of GDP.

### **Stock Market Review**

The Karachi Stock Exchange (KSE) witnessed an uptrend during Mar-Jun 2015 (2QCY15), as the KSE-100 index closed up by 13.8% vs. regional market's average return of -1.3% during the same period. Trading volumes also improved, averaging 16% higher compared to the preceding quarter (1Q2015) at 277 milling shares per day. The uptrend in the market was mostly driven by (1) improving macro-economic outlook amid soft inflation and rising foreign exchange reserves and (2) presence of strong liquidity in the market.

### **Brief Review of Results**

During the period under review, the Company has improved profitability significantly due to net capital gain of PKR 2,804.34 million on sale of equity investments. The Company has reported a net profit of PKR 2,455.55 million for the half year ended June 30, 2015.

The breakup value per share as of the quarter end also grew to PKR 31.09 per share from PKR 28.12 per share as of December 31, 2014. As a matter of prudence, the Company recognized provision for impairment of PKR 439.23 million against investment in subsidiaries during the period under review.

The basic and diluted earnings per share is PKR 3.22 for the half year ended June 30, 2015.

### **Consolidated Financial Statements**

In the consolidated financial statements the Group (the Company and its subsidiaries) has reported a net profit of PKR 3,129.31 million for the half year ended June 30, 2015 as compared to a net profit of PKR 696.6 million for the comparative period last year.

The revenues from continuing operations have improved by 110.4% over the comparative period last year primarily on account of an increase in return on investment and net gain on sale of investments. However, the total operating, administrative and finance costs have also increased by 71.2%.



The basic and diluted earnings per share from continuing operations is PKR 3.62 for the half year ended June 30, 2015.

As explained in detail in note 3 to the consolidated condensed interim financial statements for the half year ended June 30, 2015, the matter of consolidating mutual funds as required by IFRS 10 has been taken up with the Securities and Exchange Commission of Pakistan (SECP) by various parties including the Mutual Fund Association of Pakistan, which has not yet provided clarification. However, SECP has granted temporary exemption to the Company from consolidation of various funds managed by JS Investments Limited, a sub-subsidiary until such time a conclusion is reached on the matter.

### Significant Events After the Balance Sheet Date

### Investment in shares of BankIslami Pakistan Limited

The Board of Directors of the Company in their meeting held on August 17, 2015 has approved the following long term equity investments in BIPL subject to approval of shareholders pursuant to Section 208 of the Companies Ordinance, 1984, and requisite regulatory permission(s):

- a. PKR 749,349,280 for purchase of up to 74,934,928 shares of BIPL already offered by Dubai Bank PJSC to the Company on proportionate basis at an offer price of PKR 10/- each in terms of Founding Shareholders Agreement; and
- b. PKR 197,703,180 for purchase of up to 13,180,212 shares of BIPL at a price of up to PKR 15/- per share if Dubai Bank PJSC accepts the Company's offer in respect of shares it has proportionately offered to other shareholders of BIPL in terms of Founding Shareholders Agreement.

The aforesaid members of the Company will consider the above recommendation of the Board in their upcoming Extraordinary General Meeting.

### **Right Shares**

In order to raise funds for long term strategic investments, the Board of Directors of the Company in their meeting held on August 17, 2015 has also decided to issue 20% Right Shares (i.e., 20 Right Shares for every 100 existing ordinary shares held) to be offered at Par value of PKR 10/- per share to all the existing shareholders of the Company.

### **Credit Rating**

The Directors are pleased to inform you that the Pakistan Credit Rating Agency (PACRA) has maintained a long term credit rating of AA (Double A) and short term rating of A1+ (A one plus) for the Company. Further, the ratings for the Company's TFC issues of PKR 1,000 million and PKR 750 million are also maintained at AA+ (Double A plus) by PACRA. These ratings denote a very low expectation of credit risk, the strong capacity for timely payment of financial commitments and strong risk absorption capacity.

### **Future Outlook**

A considerable size of Company's investment portfolio comprises of investments in banking sector. Both banking investments, JS Bank and BankIslami are performing as per their business plans.



### Acknowledgement

Your Directors greatly value the continued support and patronage of the Company's clients and business partners. We also wish to appreciate our employees and management for their dedication and hard work. We also acknowledge the efforts of the regulatory agencies to strengthen the financial markets, guidance on good corporate governance and other measures to safeguard investor rights.

For and on behalf of the **Board of Directors** 

Munawar Alam Siddiqui Director

Karachi: August 25, 2015

# INDEPENDENT AUDITORS' REPORT ON REVIEW OF UNCONSOLIDATED CONDENSED INTERIM FINANCIAL INFORMATION TO THE MEMBERS

### Introduction

We have reviewed the accompanying unconsolidated condensed interim balance sheet of Jahangir Siddiqui & Co. Ltd. ("the Company") as at June 30, 2015 and the related unconsolidated condensed interim profit and loss account, unconsolidated condensed interim statement of comprehensive income, unconsolidated condensed interim cash flow statement, unconsolidated condensed interim statement of changes in equity and notes to the accounts for the half year then ended (here-in-after referred to as the "unconsolidated condensed interim financial information"). Management is responsible for the preparation and presentation of this unconsolidated condensed interim financial information in accordance with the approved accounting standards as applicable in Pakistan for interim financial reporting. Our responsibility is to express a conclusion on this unconsolidated condensed interim financial information based on our review.

### **Scope of Review**

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of unconsolidated condensed interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying unconsolidated condensed interim financial information as of and for the half year ended June 30, 2015 is not prepared, in all material respects, in accordance with the approved accounting standards as applicable in Pakistan for interim financial reporting.

### Other matters

The figures of the unconsolidated condensed interim profit and loss account and the unconsolidated condensed interim statement of comprehensive income for the quarter ended June 30, 2015 have not been reviewed, as we are required to review only the cumulative figures for the half year ended June 30, 2015.

**Deloitte Yousuf Adil Chartered Accountants** 

**Engagement Partner:** Nadeem Yousuf Adil

Dated: August 25, 2015

Place: Karachi

# **UNCONSOLIDATED** CONDENSED **INTERIM FINANCIAL INFORMATION**



# **Unconsolidated Condensed Interim Balance Sheet**

As at June 30, 2015

	Note	June 30, 2 0 1 5 (Un-audited) (Rupees	December 31, 2 0 1 4 (Audited) s in '000)
ASSETS			
Non-current assets			
Property and equipment Investment property Long term investments Long term loans and advances Long term security deposits	6 7	7,023 2,080 21,675,615 4,938 779	6,656 2,192 22,320,615 2,476 779
Current assets		21,690,435	22,332,718
Short term loans and advances Short term prepayments and other receivables Interest accrued Other financial assets - Short term investments Taxation - net Cash and bank balances	8	879 11,054 8,505 1,546,011 360,297 2,000,344 3,927,090 25,617,525	1,030 13,123 2,255 79,321 356,841 135,281 587,851 22,920,569
EQUITY AND LIABILITIES			
Share capital and reserves			
Share capital			
Authorised capital		65,000,000	65,000,000
Issued, subscribed and paid-up share capital Reserves	9	7,632,853 16,102,245	7,632,853 13,831,048
		23,735,098	21,463,901
Non-current liability			
Long term financing	10	1,215,355	893,776
Current liabilities			
Trade and other payables Accrued interest on borrowings Current portion of long term financing	11	278,024 47,369 341,679	209,857 30,929 322,106
Contingencies and commitment	12	667,072 25,617,525	562,892 22,920,569
The annexed notes 1 to 18 form an integral part of these unconsolidated	condense	d interim financial	information

The annexed notes 1 to 18 form an integral part of these unconsolidated condensed interim financial information.

Munawar Alam Siddiqui Director

# **Unconsolidated Condensed Interim Profit and Loss Account**

For the Half Year Ended June 30, 2015 (Un-audited)

		Half Ye	Half Year Ended		Ended
	Note	June 30, 2 0 1 5	June 30, 2 0 1 4	June 30, 2 0 1 5	June 30, 2 0 1 4
		••••••	(Rupees	s in '000)	• • • • • • • • • • • • • • • • • • • •
Income					
Return on investments		500,369	247,038	323,740	39,798
Gain on sale of investments - net	13	2,804,280	17,386	1,163,396	16,441
Income from long term loans and fund placements	3	83,400	34,999	49,151	14,319
Commission		1,440	3,056	-	-
Other income		17,902	16,920	7,458	8,439
Gain on revaluation of investments at fair value					
through profit and loss - held for trading		3,364	377	4,930 1,548,675	376
		3,410,755	319,776	1,548,675	79,373
Expenditure					
Operating and administrative expenses		123,109	62,658	64,282	33,470
Finance cost		93,683	79,082	43,585	45,948
Provision for workers' welfare fund		55,095	3,051	27,364	(245)
Provision for impairment - net		439,226	25,490	72,638	15,490
1		711,113	170,281	207,869	94,663
Profit / (loss) before taxation		2,699,642	149,495	1,340,806	(15,290)
Taxation					
Current		244,094	23,732	127,263	3,586
Profit / (loss) for the period		2,455,548	125,763	1,213,543	(18,876)
			(Run	ees)	
Earnings / (loss) per share	14		(2 <b>tu</b> p	,	
Basic and diluted		3.22	0.16	1.59	(0.02)

The annexed notes 1 to 18 form an integral part of these unconsolidated condensed interim financial information.



# **Unconsolidated Condensed Interim Statement of Comprehensive Income**

For the Half Year Ended June 30, 2015 (Un-audited)

	Half Year Ended		Quarter	Ended
	June 30, 2 0 1 5	June 30, 2 0 1 4	June 30, 2 0 1 5	June 30, 2 0 1 4
	••••••	(Rupees	s in '000)	•••••
PROFIT / (LOSS) FOR THE PERIOD	2,455,548	125,763	1,213,543	(18,876)
OTHER COMPREHENSIVE INCOME:				
Items that will not be reclassified to profit and loss	-	-	-	-
Items that may be reclassified subsequently to profit and loss				
Fair value gain on available for sale investments during the period - net	2,615,994	5,652,201	2,683,126	3,323,917
Reclassification adjustment relating to sale of investments	(2,800,345)	(17,446)	(1,160,904)	(17,224)
Total items that may be reclassified subsequently to profit and loss	(184,351)	5,634,755	1,522,222	3,306,693
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	2,271,197	5,760,518	2,735,765	3,287,817

The annexed notes 1 to 18 form an integral part of these unconsolidated condensed interim financial information.

Munawar Alam Siddiqui Director

# **Unconsolidated Condensed Interim Statement of Changes in Equity**

For the Half Year Ended June 30, 2015 (Un-audited)

			Unrealised	Revenue Reserve		
	Issued, subscribed and paid-up capital	Ordinary share premium	gain/(loss) on revaluation of available for sale investments - net	Accumulated (loss)/ Unappropriated profit	Sub-total	Total
			(Rupees in	'000)		
Balance as at December 31, 2013	7,632,853	4,497,894	3,518,282	(1,880,077)	6,136,099	13,768,952
Profit for the period	-	-	-	125,763	125,763	125,763
Other comprehensive income	-	-	5,634,755	-	5,634,755	5,634,755
Total comprehensive income	-	-	5,634,755	125,763	5,760,518	5,760,518
Balance as at June 30, 2014	7,632,853	4,497,894	9,153,037	(1,754,314)	11,896,617	19,529,470
Balance as at December 31, 2014	7,632,853	4,497,894	11,024,854	(1,691,700)	13,831,048	21,463,901
Profit for the period	-	-	-	2,455,548	2,455,548	2,455,548
Other comprehensive loss	-	-	(184,351)	-	(184,351)	(184,351)
Total comprehensive loss / (income)	-	-	(184,351)	2,455,548	2,271,197	2,271,197
Balance as at June 30, 2015	7,632,853	4,497,894	10,840,503	763,848	16,102,245	23,735,098

The annexed notes 1 to 18 form an integral part of these unconsolidated condensed interim financial information.



# **Unconsolidated Condensed Interim Cash Flow Statement**

For the Half Year Ended June 30, 2015 (Un-audited)

Note		June 30, 2 0 1 4 s in '000)
CASH FLOWS FROM OPERATING ACTIVITIES	(Rupees	, iii 000)
Profit before taxation for the period	2,699,642	149,495
Adjustment for non cash charges and other items:  Depreciation Gain on sale of property and equipment Gain on remeasurement of investments through profit and loss - held for trading Provision for impairment - net Dividend income Finance cost	1,600 (605) (3,364) 439,226 (488,622) 93,683 41,918	1,657 (22) (377) 25,490 (229,623) 79,082 (123,793)
Operating profit before working capital changes	2,741,560	25,702
(Increase) / decrease in current assets:		
Loans and advances Short term prepayments and other receivables Interest accrued Long term loans, advance and security deposits	151 2,069 (6,250) 330	30 (5,837) 6,804 317,971
Increase in trade and other payables	(3,700) 68,291	318,968 14,013
Net cash generated from operations	2,806,151	358,683
Mark-up paid Taxes paid Dividend paid	(74,340) (247,550) (124)	(61,074) (27,920) (380)
Net cash generated from operating activities	2,484,137	269,309
CASH FLOWS FROM INVESTING ACTIVITIES		
Capital expenditure incurred Proceeds from sale of property and equipment Dividend received Investments acquired - net of sales  Net cash used in investing activities	(5,175) 1,133 488,622 (1,441,903) (957,323)	(2,678) 51 229,623 (2,331,547) (2,104,551)
	(301)020)	(=)101)001)
CASH FLOWS FROM FINANCING ACTIVITIES	(150.100)	222 200
(Redemption) / proceeds from issue of term finance certificates - net Long term loan obtained from bank - net Net cash generated from financing activities	(153,126) 491,375 338,249	332,398 - 332,398
Net increase / (decrease) in cash and cash equivalents	1,865,063	(1,502,844)
Cash and cash equivalents at the beginning of the period	135,281	1,541,814
Cash and cash equivalents at the end of the period 15	2,000,344	38,970

The annexed notes 1 to 18 form an integral part of these unconsolidated condensed interim financial information.

Munawar Alam Siddiqui Director

For the Half Year Ended June 30, 2015 (Un-audited)

#### 1. THE COMPANY AND ITS OPERATIONS

Jahangir Siddiqui & Co. Ltd. (the Company) was incorporated under the Companies Ordinance, 1984 (the Ordinance) on May 4, 1991 as a public unquoted company. The Company is presently listed on Karachi Stock Exchange Limited. The registered office of the Company is situated at 6th Floor, Faysal House, main Shahrae-Faisal, Karachi. The principal activities of the Company are trading of securities, maintaining strategic investments, consultancy services etc.

#### 2. STATEMENT OF COMPLIANCE

This unconsolidated condensed interim financial information has been prepared in accordance with the requirements of International Accounting Standard 34 - Interim Financial Reporting (IAS 34), provisions of the Companies Ordinance, 1984 and directives issued by the Securities and Exchange Commission of Pakistan (SECP). Wherever requirements of the Companies Ordinance and the SECP directives differ, the requirements of the Companies Ordinance and directives issued by the SECP shall prevail.

#### **BASIS OF PREPARATION** 3.

- This unconsolidated condensed interim financial information is un-audited but subject to limited scope review 3.1 by the auditors. These are being submitted to the shareholders as required under section 245 of the Companies Ordinance, 1984 and the Rule Book of Karachi Stock Exchange Limited.
- 3.2 This unconsolidated condensed interim financial information does not include all the information and disclosures required in the annual financial statements; therefore should be read in conjunction with the Company's unconsolidated financial statements for the year ended December 31, 2014.
- 3.3 The comparative balance sheet presented in this unconsolidated condensed interim financial information has been extracted from the annual unconsolidated financial statements of the Company for the year ended December 31, 2014 whereas the comparative unconsolidated condensed interim profit and loss account, unconsolidated condensed interim statement of comprehensive income, unconsolidated condensed interim statement of changes in equity and unconsolidated condensed interim cash flow statement have been taken from unconsolidated condensed interim financial information for the half year ended June 30, 2014.
- 3.4 This unconsolidated condensed interim financial information is separate financial statements of the Company in which investments in subsidiaries and associates are stated at cost less impairment, if any, and have not been accounted for on the basis of reported results and net assets of the investee companies.
- This unconsolidated condensed interim financial information is prepared in Pak Rupees, which is also the 3.5 functional and presentation currency of the Company, and rounded off to rupees in thousand.

#### 4. **ACCOUNTING POLICIES**

The accounting policies adopted in the preparation of these unconsolidated condensed interim financial information are consistent with those followed in the preparation of the Company's annual financial statements for the year ended December 31, 2014 except for the following:



For the Half Year Ended June 30, 2015 (Un-audited)

### IFRS 10 - Consolidated Financial Statements

IFRS - 10 Consolidated Financial Statements was made applicable from period beginning on or after 1 January 2015 vide SECP circular 633(I)/2014. SECP has granted exemption to the Company from application of the requirements of this standard with respect to the investment in mutual funds managed by JS Investments Limited (Sub-subsidiary). Accordingly, the requirements of this standard have not been applied in the preparation of these unconsolidated condensed interim financial statements to the extent of their applicability to these mutual funds.

#### SIGNIFICANT ACCOUNTING JUDGEMENT AND ESTIMATES 5.

The preparation of unconsolidated condensed interim financial information in conformity with approved accounting standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. Estimates and judgments are continually evaluated and are based on historic experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected. The significant judgments made by the management in applying the Company's accounting polices and the key sources of estimation and uncertainty were same as those applied to the annual unconsolidated financial statements for the year ended December 31, 2014.

			June 30, 2 0 1 5 (Un-audited)	June 30, 2 0 1 4 (Un-audited)
6.	PROPERTY AND EQUIPMENT		,	s in '000)
	The details of additions and disposals during the p	eriod are as follows:		
	Additions – cost			
	Office equipment Motor vehicles		149 2,234	43 2,635
			2,383	2,678
	Disposals – cost			
	Motor vehicles		2,619	101
		Note	June 30, 2 0 1 5 (Un-audited)	December 31, 2014 (Audited)
7.	LONG TERM INVESTMENTS		(Rupees	s in '000)
	Investments in related parties:			
	Investment in subsidiaries Other related parties - Available for sale	7.1 7.2	6,541,132 15,134,391	6,980,358 15,340,184
	Other investments	7.3	21,675,523 92	22,320,542 73
			21,675,615	22,320,615

For the Half Year Ended June 30, 2015 (Un-audited)

### 7.1 Investment in subsidiaries - at cost

These shares are Ordinary shares of Rs.10/- each, unless stated otherwise.

Numl	ber of shares	_			Н	lolding	(Un-audited)	(Audited)
June 30, 2 0 1 5	December 31, 2 0 1 4	_	Note	Activity	June 30, 2 0 1 5	December 31, 2 0 1 4	June 30, 2 0 1 5	December 31, 2 0 1 4
2015	2011				0/0	%		s in '000)
		Quoted						
755,245,007*	755,245,007*	JS Bank Limited		Commercial	70.42	70.42	4,673,400	4,673,400
		Market value Rs. 5,573.71 million		Banking				
		(December 31, 2014: Rs.5,392.45 million	n)					
		Un-quoted						
145,374,878*	145,374,878*	JS Bank Limited		Commercial	96.92	96.92	1,453,749	1,453,749
		Convertible Preference Shares		Banking				
73,736,250	73,736,250	JS Infocom Limited		Telecom	100.00	100.00	708,490	708,490
		Net assets value Rs. 98.40 million		Media &				
		(December 31, 2014: Rs. 246.09 million)		Technology				
		based on un-audited						
		financial statements for the						
		period ended June 30, 2015 Less: Impairment					(612,416)	(462,472)
							96,074	246,018
10,000	10,000	JS International Limited		Investment	100.00	100.00	294,882	294,882
		Ordinary Shares of US\$ 1/- each		services				
		having net assets value Rs. 4.00 million						
		(September 30, 2014: Rs. 5.11 million)						
		based on un-audited financial						
		statements for the period ended						
		March 31, 2015 Less: Impairment					(294,882)	(294,882)
							-	-
63,000,000	63,000,000	<b>Energy Infrastructure Holding</b>	7.1.1	Power	100.00	100.00	630,000	630,000
		(Private) Limited		Generation &				
		Net assets value Rs.317.91 million		Distribution				
		(December 31, 2014: Rs.629.19 million)						
		based on un-audited						
		financial statements for the						
		period ended June 30, 2015 Less: Impairment					(312,091)	(22,809)
		*					317,909	607,191
							6,541,132	6,980,358

<sup>\*</sup> These represent sponsor shares which are blocked for trading as per the requirements of the State Bank of Pakistan.



For the Half Year Ended June 30, 2015 (Un-audited)

7.1.1 Net assets of Energy Infrastructure Holding (Private) Limited (EIHPL), a subsidiary company, includes investments in shares of carrying value of Rs. 538.56 million (December 31, 2014: Rs. 432.027 million) that are pledged with a bank (inclusive of 40% margin) as collateral in respect of exposure against guarantees issued on behalf of Gujranwala Energy Limited (GEL), a joint venture (JV). During the year ended June 30, 2010, the JV was not able to meet the financial close mandated with National Bank of Pakistan and was not allowed to make amendments in the power purchase agreement by Private Power and Infrastructure Board (PPIB). Accordingly, the operations of GEL were ceased. Further, it was not able to raise the requisite funds and deposit initial mobilization advance with Wartsila Finland. In the meantime, GEL filed petition in the High Court of Sindh to protect the Company from encashment of guarantees. The High Court of Sindh ordered the GEL to keep the guarantees alive and restricted PPIB and Wartsila Finland from encashing the same till the adjudication of the above petition. The stay order is still valid; however, the matter pertaining to encashment of guarantees is reserved for order. The management of EIHPL, as a matter of prudence, has made a provision amounting to Rs. 443.07 million against the aforesaid guarantees. Accordingly, the Company has also recorded provision for impairment against investment in EIHPL.

#### 7.2 Other related parties

### Available for sale

These shares are ordinary shares of Rs.10/- each, unless stated otherwise.

Num	ber of shares				Holding		(Un-audited)	(Audited)
June 30, 2 0 1 5	December 31, 2 0 1 4	_	Note	Activity	June 30, 2 0 1 5 %	December 31, 2 0 1 4	June 30, 2 0 1 5 (Rupee	December 31, 2 0 1 4 s in '000)
		Quoted - at fair value						
18,930,000	132,300,000	<b>Hum Network Limited</b> Ordinary shares of Re. 1 each		Television Network	2.00	14.00	304,584	1,943,487
214,258,460*	122,416,897*	BankIslami Pakistan Limited	7.2.1	Islamic Banking	21.26	21.26	2,185,436	1,200,910
25,983,302	25,983,302	EFU General Insurance Limited	7.2.3	General Insurance	16.24	16.24	3,819,545	3,972,587
20,047,708	20,047,708	EFU Life Assurance Limited	7.2.3	Life Assurance	20.05	20.05	3,959,422	3,405,103
112,157,863	112,157,863	Azgard Nine Limited		Textile Composite	24.96	24.96	651,637	660,610
117,493,500	159,850,000	Pakistan International Bulk Terminal Limited	7.2.2	Bulk Terminal	15.49	21.07	4,206,267	3,946,696
-	7,897,860	Singer Pakistan Limited	7.2.3	Household goods	-	17.39	-	203,291
		Un-quoted - at cost						
750,000	750,000	EFU Services (Private) Limited		Investment company	37.50	37.50	7,500	7,500
							15,134,391	15,340,184

<sup>\*</sup> These represent sponsor shares which are blocked for trading as per the requirements of the State Bank of Pakistan.

For the Half Year Ended June 30, 2015 (Un-audited)

- 7.2.1 During the period, BankIslami Pakistan Limited made a right issue of 432.04 million ordinary shares of Rs. 10/each. The Company subscribed 91.842 million ordinary shares of the right issue as per its proportionate shareholding amounting to Rs. 918.42 million.
- Subsequent to the period end, on July 16, 2015, Pakistan International Bulk Terminal has issued 189,653,626 7.2.2 ordinary shares to International Finance Corporation by way of other than right. This has resulted in dilution of holding of the Company to 12.39%.
- 7.2.3 During the period, Singer Pakistan Limited, EFU General Insurance Limited and EFU Life Assurance Limited have seized to be associated companies of the Company on account of resignation of major shareholder of the Company as Director of these investee companies.

#### 7.3 Other investments

### Available for sale

These shares are ordinary shares of Rs.10/- each, unless stated otherwise.

Number of shares				(Un-audited)	(Audited)
June 30,	December 3	1,	Note	June 30,	December 31,
2015	2014			2015	2014
				(Rupee	es in '000)
		Quoted - at fair value			
1,000	-	Singer Pakistan Limited		19	-
		Un-quoted - at cost			
4,007,383	4,007,383	Karachi Stock Exchange Limited	7.3.1	73	73
				92	73

Pursuant to demutualization of the Karachi Stock Exchange Limited (KSE), the ownership rights in a Stock 7.3.1 Exchange were segregated from the right to trade on an exchange. As a result of such demutualization, the Company received shares and Trading Right Entitlement Certificate (TREC) from the KSE against its membership card which was carried at Rs. 100,000 in the books of the Company.

Based on the technical guide dated May 29, 2013 issued by the Institute of Chartered Accountants of Pakistan, the Company had allocated its carrying value of the membership card of Rs.100,000 in the ratio of 0.73 to shares and 0.27 to TREC. Consequently, the investments have been recognized at Rs. 73,000 and TREC at Rs. 27,000. During the year ended December 31, 2014, TRECs have lapsed and were therefore written off by the Company.

2,404,430 shares kept blocked in CDC Sub-Account maintained with the Karachi Stock Exchange as per the requirement of Stock Exchanges (Corporatization, Demutualization and Integration) Act, 2012.



For the Half Year Ended June 30, 2015 (Un-audited)

June 30,	December 31,			
2015	2014			
(Un-audited)	(Audited)			
(Rupees in '000)				

#### OTHER FINANCIAL ASSETS - SHORT TERM INVESTMENTS 8.

### Available for sale - at fair value

Government securities Listed equity securities	26,056 1,236,870 1,262,926	25,617 3,794 29,411
Assets at fair value through profit & loss - held for trading		
Listed equity securities	283,085	49,910
	1,546,011	79,321

#### 9. ISSUE OF RIGHT PREFERENCE SHARES

Pursuant to the proposal of the Board of Directors of the Company in their meeting held on August 20, 2014 to issue 114,492,798 (15%) right shares as non-voting, non-participatory, cumulative, transferable and redeemable or convertible Class "A" Preference Shares of Rs. 10 each to the existing ordinary shareholders of the Company by way of rights, the shareholders of the Company in their Extraordinary General Meeting held on September 19, 2014 through special resolution have approved the issuance of aforesaid preference shares subject to the approval of the Securities and Exchange Commission of Pakistan (SECP). Accordingly, the Company applied to SECP for approval of the same. However, some of the shareholders of the Company filed a suit with the Honourable Hight Court of Sindh. The Court issued order wherein, the SECP has been restrained from permitting the Company from approving the issuance of Class "A" Preference Shares. The Company believes that the case is not maintainable and has therefore filed appeal before the Honourable Court. The matter is pending adjudication before the Court.

#### **10.** LONG TERM FINANCING

Included herein is term loan amounting to Rs. 491.37 million net of issue cost of Rs. 8.63 million obtained during the period from a commercial bank. The mark-up on this term loan is payable semi-annually, based on the six month KIBOR average rate plus 150 basis points per annum. This loan has a tenor of five years i.e. 2015-2020 including a grace period of twelve (12) months. The principal is payable in eight (08) equal semi-annual installments starting from 18th month of the drawdown date. This loan is secured by pledge of marketable securities having market value of Rs. 885.95 million with 40% margin.

#### 11. TRADE AND OTHER PAYABLES

Included herein is an amount of Rs. 119.94 million relating to the provision of Workers' Welfare Fund which pertains to certain amendments made through the Finance Acts of 2006 & 2008 whereby Worker Welfare Fund (WWF) was levied at 2% of the total income assessable under the Income Tax Ordinance, 2001 excluding incomes falling under the Final Tax Regime (FTR). Through Finance Act, 2008, an amendment was made in Section 4(5) of the WWF Ordinance, 1971 (the Ordinance) whereby WWF liability is applicable at 2% of the higher of the profit before taxation as per the accounts or declared income as per the return.

For the Half Year Ended June 30, 2015 (Un-audited)

Aggrieved by the amendments made through the Finance Act, certain stakeholders filed petition against the changes in the Lahore High Court which struck down the aforementioned amendments to the WWF Ordinance in 2011. However, some stakeholders also filed the petition in the Sindh High Court which, in 2013, decided the petition against stakeholders. On prudent basis, the Company has recognized current year provision of Rs. 55.10 million and aggregate provision amounting to Rs.119.94 million for the years from July 2011 to June 2015.

Further, pursuant to the show cause notice dated June 28, 2014 issued by the Deputy Commissioner of Inland Revenue (DCIR) under section 221(3) for rectification under section 221(1) of the Income Tax Ordinance, 2001 in respect of Tax Year 2013 for non-payment of WWF of Rs. 53.06 million under the provisions of section 4 of the Workers Welfare Fund Act, 1971, read with FBR circular # 13 of 2008, the Company has filed Writ Petition under Article 199 of the Constitution of Islamic Republic of Pakistan before the High Court of Sindh challenging the levy and demand for payment of WWF and obtained interim relief. The order has been reserved for judgement by the court.

#### 12. **CONTINGENCIES AND COMMITMENTS**

#### 12.1 **Contingencies**

There were no material changes in the status of contingencies as reported in the annual unconsolidated financial statements for the year ended December 31, 2014.

June 30,	December 31,				
2015	2014				
(Un-audited)	(Audited)				
(Rupees in '000)					

#### 12.2 **Commitments**

Commitment in respect of Future transaction of listed equity securities	271,108	50,595
Commitment in respect of Term Loan from Commercial Bank		500,000

Note -	Half Yea	r Ended	Quarter Ended		
Note	June 30,	June 30, June 30,		June 30,	
	2015 2014		2015	2014	
	(Un-au	dited)	(Un-rev	riewed)	
	(Rupees in '000)				

#### 13. **GAIN ON SALE OF INVESTMENTS**

Financial assets at fair value through profit and loss	13.1	3,935	(60)	2,492	(783)
Available for sale		2,800,345	17,446	1,160,904	17,224
		2,804,280	17,386	1,163,396	16,441

13.1 This includes net gain on sale of investments in related parties amounting to Rs. 2,784.12 (June 30, 2014: Rs. Nil) million.



For the Half Year Ended June 30, 2015 (Un-audited)

		Half Year Ended		Quarter Ended June 30, June 30,		
		June 30, 2 0 1 5			June 30, 2 0 1 4	
		(Un-au	ıdited)	(Un-rev	viewed)	
			(Rupees	in '000)	• • • • • • • • • • • • • • • • • • • •	
14.	BASIC AND DILUTED EARNINGS PER SHARE					
	Profit / (loss) after taxation attributable to ordinary shareholders	2,455,548	125,763	1,213,543	(18,876)	
			/Number	r in '000)		
	Weighted average number of ordinary shares		(Number	i iii 000)		
	Weighted average number of ordinary shares outstanding during the period	763,285	763,285	763,285	763,285	
	Earnings / (loss) per share:		(Rup	ees)		
	- Basic and diluted	3,22	0.16	1.59	(0.02)	
			2 0	e 30, 1 5 (Un-audit (Rupees in	,	
15.	CASH AND CASH EQUIVALENTS					
	Cash and bank balances Term deposit receipts			500,344 500,000	38,970	
			2,0	000,344	38,970	

### 16. RELATED PARTY TRANSACTIONS

The Company has related party relationship with its associates, subsidiaries, companies having common directorship, employee benefit plan and its key management personnel (including their associates).

Contributions to the account in respect of staff retirement benefit are made in accordance with terms of the contribution plan. Remuneration of the key management personnel is in accordance with the terms of their employment. Other transactions are at agreed terms.

For the Half Year Ended June 30, 2015 (Un-audited)

	June 30, 2 0 1 5 (Un-audited)	June 30, 2 0 1 4 (Un-audited)
	(Rupees	in '000)
TRANSACTIONS		
Carloridians and Carlo subsidians Communica		
Subsidiary and Sub-subsidiary Companies Dividend income	151,031	
Brokerage expense	7,421	289
Purchase of government securities	5,597,021	465,069
Sale of government securities	3,623,501	400,000
Markup paid on TFCs issued by the Company	7,722	1,054
Investment in term deposit receipts	3,000,000	-,
Maturity of term deposit receipts	1,500,000	_
Capital gain tax paid for onward submission to NCCPL	190,503	-
Rent income	18,492	17,317
Market maker fee paid	518	522
Redemptions of TFCs issued by the Company	6,150	1,313
Profit received on fund placements and deposit accounts	76,900	42,939
Investment in convertible preference right shares	-	1,453,749
Investment in TFCs issued by the Company	-	169,000
Bank charges paid	1	3
Reimbursement of expenses by the Company	211	540
Reimbursement of expenses to the Company	7,497	6,967 3,056
Underwriting commission received Convertible preference shares received (No. of Shares)	-	3,056 145,374,878
Convertible preference shares received (No. of Shares)	-	140,374,676
Common Directorship		
Dividend income	17,388	34,545
Advance against subscription of right shares	-	84,290
Reimbursement of expenses to the Company	260	-
Payment against subscription of right shares	918,416	-
Underwriting commission received	1,440	-
Donation paid	3,000	8,000
Shares received against right subscription (No. of shares)	91,841,563	-
Sale of shares (No. of shares)	113,370,000	2 420 000
Bonus shares received during the period (No. of shares)	-	3,430,000
Other Related Parties		
Dividend income	311,234	192,686
Interest / markup paid	8,122	4,722
Redemptions of TFCs issued by the Company	15,763	13,125
Insurance premium paid	1,875	1,554
Proceeds against insurance claim / cancellation	1,444	1
Royalty paid	4,125	4,950
Advisory fee paid	2,500	3,000
Investment in TFCs issued by the Company Investment in right shares	-	4,500 1,083,500
Investment in right shares Bonus units received during the period (No. of Units)	- -	208,694
Bonus shares received during the period (No. of shares)		5,683,847
Contributions to Staff Provident Fund	1,816	1,624
Sale of shares (No. of shares)	50,253,360	1,024
2 2. 2	30,203,000	



For the Half Year Ended June 30, 2015 (Un-audited)

	June 30, 2015 (Un-audited) (Rupees	June 30, 2 0 1 4 (Un-audited) s in '000)
Key Management Personnel		
Remuneration to Chief Executive Officer Advisory fee to Director Fee paid to directors for directors / committee meetings Remuneration to Executives Interest on long term loans to executives Loan and advances disbursed during the period Loan and advances repayments from executives Proceeds from sale of vehicle	7,503 2,500 1,500 4,512 93 500 947 326	4,970 3,000 1,763 4,409 92 560 322
	June 30, 2 0 1 5 (Un-audited)	December 31, 2014 (Audited)
	(Rupees	s in '000)
BALANCES		
Subsidiary and Sub-subsidiary Companies		
Receivable against expenses incurred on their behalf Cash at bank accounts Profit receivable on deposit accounts Investment in term deposit receipts Receivable against sale of equity securities - net Payable against purchase of equity securities Principal outstanding of TFCs issued by the Company Markup payable on TFCs issued by the Company	7,161 499,026 7,240 1,500,000 - 1,635 123,263 2,745	5,287 39,057 4,312 - 16,310 50,052 175,563 4,780
Common Directorship		
Donation Payable	92,746	46,635
Other Related Parties		
Principal outstanding of TFCs issued by the Company Markup payable on TFCs issued by the Company	117,975 2,445	70,125 1,525
Key Management Personnel		
Loans and advances Payable against fee for attending meetings	1,892 2,800	2,476

For the Half Year Ended June 30, 2015 (Un-audited)

#### 17. **DATE OF AUTHORISATION**

This unconsolidated condensed interim financial information was authorised for issue by the Board of Directors in their meeting held on August 25, 2015.

#### 18. **OTHERS**

#### 18.1 **Subsequent Event**

Subsequent to the period end, the Board of Directors of the Company in their meeting held on August 17, 2015 at 6th Floor, Faysal House, Shahra-e-Faisal, Karachi has approved the following long-term equity investments in BankIslami Pakistan Limited (BIPL) subject to approval of shareholders pursuant to Section 208 of the Companies Ordinance, 1984, and requisite regulatory permission(s):

- a. Rs. 749,349,280 for purchase of up to 74,934,928 shares of BIPL already offered by Dubai Bank PJSC to the Company on proportionate basis at an offer price of Rs. 10/- each in terms of Founding Shareholders Agreement; and
- b. Rs. 197,703,180 for purchase of up to 13,180,212 shares of BIPL at a price of up to Rs. 15/- per share if Dubai Bank PJSC accepts the Company's offer in respect of shares it has proportionately offered to other shareholders of BIPL in terms of Founding Shareholders Agreement.

The Board of Directors of the Company has also decided to issue 20% Right Shares (i.e., 20 Right Shares for every 100 existing ordinary shares held) to be offered at Par value of Rs. 10/- per share to all the existing shareholders of the Company.

#### 18.2 General

Figures have been rounded off to the nearest thousand rupees.

Munawar Alam Siddiqui Director



# **CONSOLIDATED CONDENSED INTERIM FINANCIAL INFORMATION**



# **Consolidated Condensed Interim Balance Sheet**

As at June 30, 2015

ASSETS	Note	June 30, 2 0 1 5 (Un-audited) (Rupees	December 31, 2 0 1 4 (Audited) in '000)
Non-Current Assets			
Property and equipment Intangible assets Investment property Long term investments Long term loans, advances and other receivables Long term deposits	6 7	2,629,468 310,505 2,080 102,557,174 10,208,219 10,885 115,718,331	2,278,807 255,859 2,192 72,486,421 6,498,826 10,358 81,532,463
Current Assets		, ,	, ,
Short term investments Trade debts Loans and advances Accrued markup Short-term prepayments, deposits, and other receivables Other financial assets - fund placements Taxation - net Cash and bank balances Assets classified as held for sale	8	24,837,917 980,372 52,978,881 5,065,885 966,661 2,947,017 354,351 9,225,842 97,356,926 141,900 97,498,826	29,350,832 595,962 51,286,718 4,849,839 938,466 15,755,061 514,475 9,551,165 112,842,518 141,900 112,984,418
EQUITY AND LIABILITIES		213,217,157	194,516,881
Share Capital and Reserves			
Share capital Reserves Equity attributable to equity holders' of the parent Non-controlling interests	9	7,632,853 20,276,669 27,909,522 6,209,090	7,632,853 16,947,084 24,579,937 5,615,494
Total equity		34,118,612	30,195,431
Non-Current Liabilities  Long term financing Long-term deposits and other accounts Deferred liability - employee benefit Deferred taxation  Current Liabilities	10	1,105,091 901,370 35,429 1,190,142 3,232,032	778,480 117,164 21,349 300,375 1,217,368
Trade and other payables Accrued interest / mark-up on borrowings Short term borrowings Current deposits and current portion of long term liabilities	11	5,259,669 810,798 43,937,045 125,859,001 175,866,513	3,932,662 1,150,628 50,537,973 107,482,819 163,104,082
Contingencies and Commitments	12	213,217,157	194,516,881
			1

The annexed notes 1 to 18 form an integral part of these consolidated condensed interim financial information.

Munawar Alam Siddiqui Director

# **Consolidated Condensed Interim Profit and Loss Account**

For the Half Year Ended June 30, 2015 (Un-audited)

Note   June 30, 2 0 1 5   June 30, 2 0 1 4   2 0 1 5	June 30, 2 0 1 4
CONTINUING OPERATIONS  Income  (Rupees in '000)	
Income	••••••
Return on investments 4.818.426 2.313.818 2.698.224	
	2,074,875
Gain on sale of investments - net <b>4,005,294</b> 481,439 <b>1,662,898</b>	306,944
Income from long term loans and fund placements 3,177,517 2,593,096 1,412,504	439,265
Fee, commission and brokerage       894,535       655,411       510,145         Other income       203,285       245,874       65,185	346,483 136,287
Gain / (loss) on remeasurement of investments	100,207
through profit and loss - held for trading - net <u>116,023</u> (9,289) <u>75,047</u>	(66,439)
13,215,080 6,280,349 6,424,003	3,237,415
Expenditure	
Administrative and other expenses <b>4,177,689 2,315,189 2,054,765</b>	
Finance cost 4,965,704 3,024,374 2,293,235	1,619,271
Workers' Welfare Fund       82,001       19,277       40,932         Provision for impairment on investments - net       184,115       11,796       105,799	9,102 (3,190)
9,409,509 5,370,636 4,494,731	2,847,965
Profit before taxation from continuing operations 3,805,571 909,713 1,929,272	389,450
Taxation	
405.005	(2.720
- Current 405,095 124,451 207,314 - Prior 10,531 - 10,531	63,728 (69)
- Deferred 260,632 81,818 138,973	
<b>676,258</b> 206,269 <b>356,818</b>	106,004
Profit after taxation from continuing operations 3,129,313 703,444 1,572,454	283,446
DISCONTINUED OPERATIONS	
Loss after taxation from discontinued operations - (6,843) -	(1,736)
PROFIT FOR THE PERIOD         3,129,313         696,601         1,572,454	281,710
Attributable to:	
Equity holders of the parent <b>2,761,164</b> 394,278 <b>1,394,334</b>	95,183
Non-controlling interests <b>368,149</b> 302,323 <b>178,120</b>	186,527
<b>3,129,313</b> 696,601 <b>1,572,454</b>	281,710
(Rupees)	
EARNINGS / (LOSS) PER SHARE 13	
Basic and diluted	
Continuing operations 3.62 0.52 1.83	0.12
Discontinued operations $ (0.01)$ $-$	0.10
<u>3.62</u> <u>0.51</u> <u>1.83</u>	0.12

The annexed notes 1 to 18 form an integral part of these consolidated condensed interim financial information.

Munawar Alam Siddiqui Director



# **Consolidated Condensed Interim Statement of Comprehensive Income**

For the Half Year Ended June 30, 2015 (Un-audited)

	Half Ye	ar Ended	Quarter Ended		
	June 30, 2 0 1 5	June 30, 2 0 1 4	June 30, 2 0 1 5	June 30, 2 0 1 4	
		(Rupees			
		(Itapec	, iii 000,		
PROFIT AFTER TAX FOR THE PERIOD	3,129,313	696,601	1,572,454	281,710	
OTHER COMPREHENSIVE INCOME					
Items that will not be reclassified to profit and loss account	-	-	-	-	
Items that may be reclassified subsequently to profit and loss account:					
Fair value gain on revaluation of available for sale					
investments during the period - net	4,445,206	5,755,253	3,274,528	3,316,222	
Reclassification adjustments relating to available for sale investments disposed off during the period -net	(3,018,855)	-	(1,289,511)	-	
Impairment on investments - net	-	-	78,316	-	
Related deferred tax	(629,888)	-	(191,526)	-	
	796,463	5,755,253	1,871,807	3,316,222	
Exchange difference of translation					
of net assets of foreign					
subsidiaries	2,210	(29,821)	3,321	(16,981)	
Total items that may be reclassified subsequently					
to profit and loss - net of tax	798,673	5,725,432	1,875,128	3,299,241	
TOTAL COMPREHENSIVE INCOME					
FOR THE PERIOD	3,927,986	6,422,033	3,447,582	3,580,951	
Attributable to:					
Equity holders of the parent	3,329,585	6,042,704	3,164,541	3,428,387	
Non-controlling interests	598,401	379,329	283,041	152,564	
	3,927,986	6,422,033	3,447,582	3,580,951	

The annexed notes 1 to 18 form an integral part of these consolidated condensed interim financial information.

Munawar Alam Siddiqui Director

# **Consolidated Condensed Interim Statement of Changes In Equity**

For the Half Year Ended June 30, 2015 (Un-audited)

		ATTRI	BUTABLE TO	E PARENT					
				Reserves		Parramua Pacawra	_		
	Issued, subscribed and paid-up capital	Ordinary share premium	Foreign exchange translation reserve	Unrealised gain on revaluation of available for sale nvestments - net	Statutory	Accumu- lated (loss) / Unappro- priated profit	Sub-total	Non- controlling interests	Total
		• • • • • • • • • • • • • • • • • • • •		(Rup		000)			
Balance as at December 31, 2013	7,632,853	4,497,894	127,591	3,763,732	207,821	(1,406,105)	14,823,786	4,277,080	19,100,866
Profit for the period	-	-	-	-	-	394,278	394,278	302,323	696,601
Other comprehensive (loss) / income	-	-	(29,821)	5,678,247	-	-	5,648,426	77,006	5,725,432
Total comprehensive (loss) / income for the period	-	-	(29,821)	5,678,247	-	394,278	6,042,704	379,329	6,422,033
Transfer to statutory reserves	-	-	-	-	38,740	(38,740)	-	-	-
Dividend paid to non-controlling interests	-	-	-	-	-	-	-	(24,475)	(24,475)
Covertible preference shares issued to non-controlling interests	-	-	-	-	-	-	-	46,251	46,251
Balance as at June 30, 2014	7,632,853	4,497,894	97,770	9,441,979	246,561	(1,050,567)	20,866,490	4,678,185	25,544,675
Balance as at December 31, 2014	7,632,853	4,497,894	6,377	12,381,111	361,752	(300,050)	24,579,937	5,615,494	30,195,431
Profit for the period	-	-	-	-	-	2,761,164	2,761,164	368,149	3,129,313
Other comprehensive income	-	-	2,210	566,211	-	_	568,421	230,252	798,673
Total comprehensive income for the period	-	-	2,210	566,211	-	2,761,164	3,329,585	598,401	3,927,986
Transfer to statutory reserve	-	-	-	-	79,853	(79,853)	-	-	-
Dividend paid to non-controlling interests	-	-	-	-	-	-	-	(4,805)	(4,805)
Balance as at June 30, 2015	7,632,853	4,497,894	8,587	12,947,322	441,605	2,381,261	27,909,522	6,209,090	34,118,612

The annexed notes 1 to 18 form an integral part of these consolidated condensed interim financial information.

Munawar Alam Siddiqui Director



# **Consolidated Condensed Interim Cash Flow Statement**

For the Half Year Ended June 30, 2015 (Un-audited)

	Note	June 30, 2 0 1 5	June 30, 2014
		(Rupees i	in '000)
CASH FLOWS FROM OPERATING ACTIVITIES  Profit before taxation from continuing operations Loss before taxation from discontinued operations		3,805,571	909,713 (6,882)
2035 before taxation from discontinued operations		3,805,571	902,831
Adjustments for non cash charges and other items: Depreciation Amortisation on intangible assets		220,532 21,918	174,288 16,776
Gain on sale of property and equipment Provision for doubtful debts, loans and advances Charge for defined benefit plan Provision for impairment on investments - net		(15,311) 576,176 35,429 184,115	(18,562) 131,970 26,438 11,796
(Gain) / loss on remeasurement of investments through profit and loss - held for trading - net Finance cost		(116,023) 4,968,607	9,289 3,024,374
		5,875,443	3,376,369
Operating profit before working capital changes		9,681,014	4,279,200
Decrease / (increase) in operating assets:  Trade debts Loans and advances Long term loans, advances, deposits and other receivables Fund placements Deposits, prepayments, accrued mark-up and other receivables		(384,410) (2,268,339) (3,709,920) 12,808,044 (244,241)	(671,367) (8,559,219) (2,230,064) 12,391,946 (1,507,383)
		6,201,134	(576,087)
Increase in operating liabilities: Trade and other payables Deposits and other accounts Net cash generated from operations		1,327,132 19,139,697 36,348,977	1,376,709 14,583,911 19,663,733
Interest / mark-up paid Gratuity paid Taxes paid Dividend paid (including non-controlling interests)		(5,305,534) (21,349) (255,502) (4,930)	(2,999,796) (139,796) (25,860)
Net cash generated from operating activities		30,761,662	16,498,281
CASH FLOWS FROM INVESTING ACTIVITIES			,
Capital expenditure incurred Intangible assets acquired Proceeds from sale of property and equipment Investments acquired - net of sale Net cash used in investing activities		(594,204) (76,564) 38,434 (24,198,121) (24,830,455)	(308,915) (71,717) 25,370 (1,453,499) (1,808,761)
CASH FLOWS FROM FINANCING ACTIVITIES  Proceeds from issuance of term finance certificates - net Long term loan obtained from bank Proceeds from issuance of convertible preference shares by subsidiary Securities repurchased under repurchase agreements Net cash used in financing activities		(146,977) 491,375 - (9,317,086) (8,972,688)	187,989 - 46,251 (15,632,649) (15,398,409)
NET DECREASE IN CASH AND CASH EQUIVALENTS		(3,041,481)	(708,889)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD		5,890,006	5,443,584
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	14	2,848,525	4,734,695
The approved notes 1 to 18 form an integral part of these consolidated cond	1.		

The annexed notes 1 to 18 form an integral part of these consolidated condensed interim financial information.

Munawar Alam Siddiqui Director

For the Half Year Ended June 30, 2015 (Un-audited)

#### 1. THE GROUP AND ITS OPERATIONS

Jahangir Siddiqui & Co. Ltd. (the Holding Company) and its subsidiary companies (together the Group) are 1.1 involved in trading of securities, managing strategic investments, investment advisory, asset management, agency telecommunication, commercial banking and other businesses. The Group is mainly operating in Pakistan but also provides services in United Kingdom and Cayman Islands.

The Holding Company was incorporated under the Companies Ordinance, 1984 (the Ordinance) on May 4, 1991 as a public unquoted company. The Holding Company is presently listed on Karachi Stock Exchange Limited. The registered office of the Holding Company is situated at 6th Floor, Faysal House, Main Shahra-e-Faisal, Karachi. The principal activities of the Holding Company are trading of securities, maintaining strategic investments, consultancy services, etc.

The Group comprises of the Holding Company and the following subsidiary companies that have been 1.2 consolidated in these financial statements on the line by line basis. All material inter-company balances, transactions and resulting unrealised profits / losses have been eliminated:

Subsidiary Companies Nature of Business		Date of Acquisition /Disposal	Holding (including indirect holding)		
			June 30, 2 0 1 5	December 31, 2 0 1 4	
JS Bank Limited (JSBL)	Commercial Banking	December 30, 2006	70.42%	70.42%	
JS Investments Limited (JSIL) (Sub-subsidiary)	Investment Advisor and Asset Manager	November 1, 2012	36.79%	36.79%	
JS Global Capital Limited (Sub-subsidiary)	Brokerage, advisory and consultancy services	December 21, 2011	35.95%	35.95%	
JS Infocom Limited	Telecom, Media and Technology	August 25, 2003	100.00%	100.00%	
JS International Limited	Investment Advisory Services	July 14, 2005	100.00%	100.00%	
JS International LLP (Sub-subsidiary)	Investment Advisory Services	April 11, 2006	100.00%	100.00%	
JS ABAMCO Commodities Limited (Sub-subsidiary)	Commodity brokerage	November 1, 2012	36.79%	36.79%	
Energy Infrastructure Holding (Private) Limited	Power generation	July 07, 2008	100.00%	100.00%	

#### 2. **BASIS OF PREPARATION**

These consolidated condensed interim financial information are un-audited and are being submitted to the shareholders as required under Section 245 of the Companies Ordinance, 1984 and the Listing Regulations of the Karachi Stock Exchange. These consolidated condensed interim financial information have been prepared in accordance with the requirements of the International Accounting Standard - 34 "Interim Financial Reporting" as applicable in Pakistan. These consolidated condensed interim financial information do not include all the information and disclosures required in the annual consolidated financial information, and should be read in conjunction with the Company's annual consolidated financial information for the year December 31, 2014.



For the Half Year Ended June 30, 2015 (Un-audited)

These consolidated condensed interim financial information have been prepared under the accrual basis of accounting except for cash flow statement.

The comparative balance sheet presented in these consolidated condensed interim financial information has been extracted from the audited consolidated financial information of the Group for the year ended December 31, 2014, whereas the comparative profit and loss account, statement of comprehensive income, statement of changes in equity and cash flow statement are extracted from the un-audited consolidated condensed interim financial information for the half year ended June 30, 2014.

### 2.1 Statement of compliance

These consolidated financial information have been prepared in accordance with approved accounting standards as applicable in Pakistan. Approved accounting standards comprise of such International Financial Reporting Standards (IFRSs) issued by the International Accounting Standards Board as are notified under the Companies Ordinance, 1984, provisions of and directives issued under the Companies Ordinance, 1984. In case requirements differ, the provisions or directives of the Companies Ordinance, 1984 shall prevail.

### 3. ACCOUNTING POLICIES

The accounting policies adopted in the preparation of these consolidated condensed interim financial information are consistent with those followed in the preparation of the Company's annual consolidated financial information for the year ended December 31, 2014, except for the followings:

### IFRS 10 - Consolidated Financial Statements

The Securities and Exchange Commission of Pakistan (SECP), though SRO 633(1) 2014 dated July 30, 2014, notified applicability of various International Financial Reporting Standards (IFRSs), including IFRS 10 - Consolidated Financial Statements. IFRS 10 became effective from accounting period beginning on or after January 1, 2015, with earlier adoption allowed. IFRS 10 provides more robust definition of control and requires entities to make the 'control' assessment including assessment of mutual funds managed by fund manager i.e. asset management company (AMC) and in case control exists, mutual funds need to be consolidated by fund manager/parent as its subsidiaries. Section 237 of the Companies Ordinance, 1984, (the Ordinance) also requires a Holding Company having one or more subsidiary companies to present consolidated financial information. However, as per section 3 of the Ordinance, a subsidiary needs to be a company or body corporate. Since mutual funds do not fall in definition of company or body corporate, it appears that these should not be consolidated under local laws which prevail over IFRSs.

The matter of consolidating mutual funds has been taken up and under consideration with the SECP by various forums including Mutual Funds Association of Pakistan (MUFAP). Further, the SECP has also granted exemption to the Holding Company, by its letter no. EMD/233/644/2002-1359 dated May 14, 2015, from consolidation of funds of its sub-subsidiary, JS Investment Limited till such time a conclusion is reached on the subject matter. Therefore, the Holding Company has continued with existing accounting policy / treatment for mutual funds i.e. not to consolidate the funds in these consolidated condensed interim financial information.

### 4. FINANCIAL RISK MANAGEMENT

The financial risk management objectives and policies are consistent with those disclosed in the annual consolidated financial information of the Company for the year ended December 31, 2014.

For the Half Year Ended June 30, 2015 (Un-audited)

#### 5. SIGNIFICANT ACCOUNTING JUDGEMENT AND ESTIMATES

The preparation of consolidated condensed interim financial information in conformity with approved accounting standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. Estimates and judgments are continually evaluated and are based on historic experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected. The significant judgements made by the management in applying the Company's accounting polices and the key sources of estimation and uncertainty were same as those applied to the consolidated financial information for the year ended December 31, 2014.

#### PROPERTY AND EQUIPMENT 6.

7.

The details of additions in and disposals of operating assets during the period are as follows:

		(Un-audited)
	(Rupees	s in '000)
Additions - cost		
Owned:		
- Office premises - freehold	136,182	271,544
- Leasehold improvements	65,662	31,565
- Office equipment	213,441	103,791
- Office furniture and fixtures	30,240	21,238
- Motor vehicles	92,626	101,555
	538,151	529,693
Disposals - cost		
- Office equipment	17,165	7,221
- Office furniture and fixtures	1,219	_
- Motor vehicles	48,502	26,899
	66,886	34,120
	June 30,	December 31,
	2 0 1 5 (Un-audited)	2 0 1 4 (Audited)
	(Rupees	s in '000)
LONG TERM INVESTMENTS		
Related parties:		
- Other related parties - Available for sale	15,134,391	15,340,184
Oth or investments	87,422,783	57,146,237
Other investments	01,122,100	



For the Half Year Ended June 30, 2015 (Un-audited)

		June 30, 2 0 1 5 (Un-audited)	December 31, 2014 (Audited)
8.	SHORT TERM INVESTMENTS	(Rupees	in '000)
	Assets at fair value through profit or loss Available for sale	9,411,971 15,425,946	25,424,823 3,926,009
		24,837,917	29,350,832

### 9. ISSUE OF RIGHT PREFERENCE SHARES

Pursuant to the proposal of the Board of Directors of the Holding Company in their meeting held on August 20, 2014 to issue 114,492,798 (15%) right shares as non-voting, non-participatory, cumulative, transferable and redeemable or convertible Class "A" Preference Shares of PKR 10 each to the existing ordinary shareholders of the Holding Company by way of rights, the shareholders of the Holding Company in their Extraordinary General Meeting held on September 19, 2014 through special resolution have approved the issuance of aforesaid preference shares subject to the approval of the Securities and Exchange Commission of Pakistan (SECP). Accordingly, the Holding Company has applied to SECP for approval of the same. However, some of the shareholders of the Holding Company have filed a suit with the Honourable High Court of Sindh. The Court has issued order wherein, the SECP has been restrained from permitting the Holding Company from approving the issuance of Class "A" Preference Shares. The Holding Company believes that the case is not maintainable and has therefore filed appeal before the Honourable Court. The matter is pending adjudication before the Court.

### 10. LONG TERM FINANCING

Included herein is term loan amounting to Rs. 491.37 million net of issue cost of Rs. 8.63 million obtained from a commercial bank during the period by the Holding Company. The mark-up on this term loan is payable semi-annually, based on the six month KIBOR average rate plus 150 basis points per annum. This loan has a tenor of five years i.e. 2015-2020 including a grace period of twelve (12) months. The principal is payable in eight (08) equal semi-annual installments starting from 18th month of the drawdown date. This loan is secured by pledge of marketable securities having market value of Rs. 885.95 million with 40% margin.

		June 30, 2 0 1 5 (Un-audited)	December 31, 2 0 1 4 (Audited)
		(Rupees	s in '000)
1.	CURRENT DEPOSITS AND CURRENT PORTION OF LONG TERM LIABILITIES		
	Long term financing - Term finance certificates	328,679	307,988
	Deposits and other accounts	97,381,912	79,803,423
	Current accounts - Non-remunerative	28,148,410	27,371,408
		125,859,001	107,482,819

For the Half Year Ended June 30, 2015 (Un-audited)

#### 12. **CONTINGENCIES AND COMMITMENTS**

#### 12.1 **Contingencies**

There were no material changes in the status of contingencies as reported in the annual consolidated financial statements for the year ended December 31, 2014.

#### **Transaction-related Contingent Liabilities** 12.2

Includes performance bonds, bid bonds, warranties, advance payment guarantees, shipping guarantees and standby letters of credit related to particular transactions:

	June 30, 2 0 1 5 (Un-audited)	December 31, 2014 (Audited)
	(Rupees	s in '000)
<ul><li>Government</li><li>Banking companies and other financial institutions</li><li>Others</li></ul>	6,756,070 362,074 2,561,293 9,679,437	4,733,516 362,326 1,387,650 6,483,492
Other Contingencies		
Claims not acknowledged as debts	66,819	66,791
Trade related contingent liabilities documentary credits	8,973,021	7,828,275
Commitments		
Commitments in respect of:		
Forward exchange contracts:		
- Purchase	7,398,034	6,110,485
- Sale	6,122,929	7,142,322
Forward commitments to extend credit	3,472,883	2,420,850
Other Commitments		
Forward commitments in respect of purchase	98,598	2,018,228
Forward commitments in respect of sale	1,034,268	6,644,737
Commitments in respect of capital expenditure	696,265	88,872
Commitments in respect of Term Loan from a commercial bank		500,000
Cross currency swaps	1,588,850	1,588,850
	- Banking companies and other financial institutions - Others  Other Contingencies  Claims not acknowledged as debts  Trade related contingent liabilities documentary credits  Commitments  Commitments  Commitments in respect of:  Forward exchange contracts:  - Purchase  - Sale  Forward commitments to extend credit  Other Commitments  Forward commitments in respect of purchase  Forward commitments in respect of sale  Commitments in respect of capital expenditure  Commitments in respect of Term Loan from a commercial bank	Commitments  - Sale  - Sowernment  - Banking companies and other financial institutions  - Sale  - Sommitments  - Sale  - Sommitments  - Sale  - Sale  - Sommitments  - Sommitments  - Sale  - Sommitments  - Sommitments  - Sommitments  - Sale  - Sommitments  - Sale  - Sommitments  - Sommitments  - Sommitments  - Sale  - Sommitments  - Sommitments



For the Half Year Ended June 30, 2015 (Un-audited)

		Half Year Ended		<b>Quarter Ended</b>	
		June 30, 2 0 1 5	June 30, 2 0 1 4	June 30, 2015	June 30, 2014
			(Un-au	dited)	
		••••••	(Rup	ees)	•••••
13.	BASIC AND DILUTED EARNINGS / (LOSS) PER SHARE				
	Attributable to equity holders' of the parent: Profit from continuing operations Loss after taxation from discontinued operations	2,761,164 -	399,989 (5,711)	1,394,334	94,899 284
	Profit after taxation attributable to Ordinary shareholders	2,761,164	394,278	1,394,334	95,183
			(Number	in '000)	
	Weighted average number of Ordinary shares outstanding during the period	763,285	763,285	763,285	763,285
	Earnings / (loss) per share:		(Rup	ees)	
	Basic and Diluted				
	Continuing operations Discontinued operations	3.62	0.52 (0.01)	1.83	0.12
	•	3.62	0.51	1.83	0.12
				e 30, 1 5	June 30, 2014
				(Un-audit (Rupees i	
14.	CASH AND CASH EQUIVALENTS				
	Cash and bank balances Borrowings from banks / NBFCs			225,842 377,317)	6,800,646 (2,065,951)
	borrowings from banks / TNDPCs		(0)	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	(2)000)501)

#### **15. RELATED PARTY TRANSACTIONS**

Related parties comprise of associates, companies under common directorship, joint ventures, directors, key management personnel and provident fund schemes.

Significant transactions with related parties during the period ended are as follows:

For the Half Year Ended June 30, 2015 (Un-audited)

	June 30, 2 0 1 5 (Un-audited)	June 30, 2 0 1 4 (Un-audited)
	(Rupees	s in '000)
Brokerage and commission expense Purchase of money market instruments Sale of money market instruments Purchase of units Letter of credits	44,339 3,916,781 13,313,950 778,915 16,139	4,984 15,933,723 73,233,378 1,956,010
Sale of units Call borrowing / repurchase transactions / encashment of fund placements Commission income Foreign exchange purchases transaction	s 13,800,000 - 4,274,732	1,004,662 - 233
Foreign exchange sale transaction Rental income Interest / markup earned	3,931,858 7,966	560 1,431
Interest / markup earned Interest / markup earned from key management personnel Interest / markup paid Principal redemptions made against TFCs	93 8,122 15,763	92 4,722 13,125
Rent expense Royalty paid Advisory fee paid	9,125 14,000	299 9,950 15,000
Insurance premium paid Insurance claim received Investments disposed off in funds under management - at cost	93,251 7,121 1,063,442	56,965 6,379
Investments made in funds under management Proceeds from sale of property and equipment Advance against subscription of shares	1,070,634	- - 84,290
Donations paid to Mahvash and Jahangir Siddiqui Foundation  – common directorship and key management personnel Sale of shares	48,255 624,104	13,025
Advance against term finance certificates and share subscription Remuneration and commission income from funds Contribution to provident fund	81,473 45,078	4,500 - 5,718
Contribution to gratuity fund Acquisition of operating assets Ijarah rentals	21,349	31,772 1,438 304
Dividend received Loan repayment from executives / others Loans disbursed to executives / others	370,434 2,172 1,135	227,231 1,147,291 1,263,282
Letter of Guarantees Subscription of right shares Director fee Sale of Sukuk / Ijara Sukuk	92,123 918,416 3,725 5,040	19,784 - 3,255
Remuneration to key management personnel Reimbursement of expenses to the Company Reimbursement of expenses by the Company	218,578 - -	87,436 330 1,418
	(N	umber)
Bonus shares/units received from related parties Sale of shares Right Shares Received (No. of shares)	163,623,360 91,841,563	9,371,657 - -



For the Half Year Ended June 30, 2015 (Un-audited)

### 16. SEGMENT INFORMATION

For management purposes the Group is organised into following major business segments:

Capital market & brokerage

Principally engaged in trading of equity securities, maintaining strategic and trading portfolios and earning share brokerage and money market, forex and commodity

brokerage.

**Banking** Principally engaged in providing investment and commercial banking.

Investment advisor/ assets manager Principally providing investment advisory and asset management services to

different mutual funds and unit trusts.

Others Other operations of the Group comprise of telecommunication and information

technology, underwriting and consultancy services, research and corporate finance

and power generation.

The following tables present revenue and profit information for the Group's operating segments for the half year ended June 30, 2015 and 2014 respectively.

	CONTINUING OPERATIONS							
	Capital Market & Brokerage	Banking	Investment Advisor/ Assets Manager	Others	DISCONTINUED OPERATIONS	TOTAL SEGMENTS	ADJUSTMENTS AND ELIMINATIONS	CONSOLIDATED
					(Rupees in '0	00)		
Half year ended June 30, 2015								
Revenue								
Segment revenues	3,849,821	9,277,154	330,126	147,62	- 8	13,604,729	(389,649)	13,215,080
Inter-segment revenues	(368,080)	(983)	(9,911)	(10,675	5) -	(389,649)	389,649	-
Total revenue	3,481,741	9,276,171	320,215	136,95	3 -	13,215,080		13,215,080
Results								
Net profit /(loss) for the period	2,216,030	565,592	189,214	(474,762	2)	2,496,074	633,239	3,129,313
Half year ended June 30, 2014								
Revenue								
Segment revenues	629,090	5,377,096	356,001	1,43	6 728	6,364,351	(83,274)	6,281,077
Inter-segment revenues	(20,373)	(62,223)	(678)	-	-	(83,274)	83,274	-
Total revenue	608,717	5,314,873	355,323	1,43	6 728	6,281,077		6,281,077
Results								
Net profit/(loss) for the period	212,394	212,843	240,591	(49,328	8) (6,843)	609,658	86,944	696,601

For the Half Year Ended June 30, 2015 (Un-audited)

The following tables present assets and liabilities information for the Group's operating segments for the half year ended June 30, 2015 and year ended December 31, 2014 respectively.

	CONTINUING OPERATIONS							
	Capital Market & Brokerage	Banking	Investment Advisor/ Assets Manager	Others	DISCONTINUED OPERATIONS  (Rupees in '00	TOTAL SEGMENTS	ADJUSTMENTS AND ELIMINATIONS	CONSOLIDATED
Assets					()	,		
June 30, 2015	29,013,550	193,826,591	2,641,794	1,465,742	<u>-</u>	226,947,677	(13,730,520)	213,217,157
December 31, 2014	26,217,461	176,716,817	2,617,244	1,466,328	3 -	207,017,850	(12,500,969)	194,516,881
<u>Liabilities</u>								
June 30, 2015	2,517,369	179,180,967	165,588	456,420	<u>-</u>	182,320,344	(3,221,799)	179,098,545
December 31, 2014	2,127,298	163,637,271	163,885	9,79	7 -	165,938,251	(1,616,801)	164,321,450

#### 17. DATE OF AUTHORISATION FOR ISSUE

These consolidated condensed interim financial information were authorised for issue by the Board of Directors of the Holding Company in its meeting held on August 25, 2015.

#### 18. **OTHERS**

#### 18.1 **Subsequent Event**

Subsequent to the period end, the Board of Directors of the Holding Company in their meeting held on August 17, 2015 at 6th Floor, Faysal House, Shahra-e-Faisal, Karachi has approved the following long-term equity investments in BankIslami Pakistan Limited (BIPL) subject to approval of shareholders pursuant to Section 208 of the Companies Ordinance, 1984, and requisite regulatory permission(s):

- Rs. 749,349,280 for purchase of up to 74,934,928 shares of BIPL already offered by Dubai Bank PJSC to the Holding Company on proportionate basis at an offer price of Rs. 10/- each in terms of Founding Shareholders Agreement; and
- b. Rs. 197,703,180 for purchase of up to 13,180,212 shares of BIPL at a price of up to Rs. 15/- per share if Dubai Bank PJSC accepts the Holding Company's offer in respect of shares it has proportionately offered to other shareholders of BIPL in terms of Founding Shareholders Agreement.

The Board of Directors of the Holding Company has also decided to issue 20% Right Shares (i.e., 20 Right Shares for every 100 existing ordinary shares held) to be offered at Par value of Rs. 10/- per share to all the existing shareholders of the Holding Company.

#### 18.2 General

Figures have been rounded off to the nearest thousand rupees.

Munawar Alam Siddiqui Director



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