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# **INFINITE** INNOVATION QUARTERLY REPORT SEPTEMBER 2016

### **CORPORATE OFFICE**

12th Floor, Centrepoint, Off Shaheed-e-Millat Expressway, Adjacent KPT Interchange, Karachi - 74900 Phone: (+92)-21-35316009, UAN: (+92)-21-111-000-300 Fax: (+92)-21-35316032 Email: tplp@tplholdings.com, Website: www.tpl-property.com











### COMPANY INFORMATION

### **BOARD OF DIRECTORS**

Jameel Yusuf Chairman Ali Jameel Director Bilal Alibhai Director Ziad Bashir Director Zafar-ul-Hasan Nagvi Director Muhammad Shafi Director Yousuf Zohaib Ali Director Ali Asgher Director

### **CHIEF EXECUTIVE OFFICER**

Ali Jameel

### **CHIEF FINANCIAL OFFICER**

Ali Abbas

### **COMPANY SECRETARY**

Mehar Ameer

### **AUDIT COMMITTEE**

Ziad Bashir Chairman Yousuf Zohaib Ali Member Muhammad Shafi Member Naseer Khan Secretary

### **HUMAN RESOURCE & REMUNERATION COMMITTEE**

Zafar-ul-Hasan Naqvi Chairman Ziad Bashir Member Muhammad Ali Jameel Member Nader Nawaz Secretary

### **AUDITORS**

Ernst & Young Ford Rhodes & Co. Chartered Accountants

### **LEGAL ADVISOR**

Mohsin Tayebaly & Co.

### **BANKERS**

Habib Metropolitan Bank Limited United Bank limited Habib Bank Limited JS Bank Limited Burj Bank Limited Summit Bank Limited

### **SHARE REGISTRAR**

THK Associates Ground Floor, State Life Building-3 Dr. Ziauddin Ahmed Road, Karachi-75530, Pakistan. Tel: (021) 35689021, 35686658 UAN: 111-000-322 Fax: (021) 35655595

### **REGISTERED OFFICE**

TPL Properties Limited 12th Floor, Centrepoint, Off-Shaheed-e- Millat Expressway, Adjacent KPT Interchange, Karachi, Postal Code: 74900

### **WEB PRESENCE**

www.tpl-property.com

### **■ DIRECTORS' REPORT**

The Your Directors are pleased to present the unaudited condensed interim financial information for three months period ended September 30, 2016 and a brief review of the Company's operations.

### **▼ ECONOMIC OUTLOOK**

Pakistan's economy continued to perform well during the first three months. Analysts expect the economy to continue growing strongly in FY 2017, boosted by buoyant investment related to the China-Pakistan Economic Corridor (CPEC). It is expected that Pakistani economy to grow by 4.2% in FY 2016-2017, The primary positive indicators are i) lowest discount rate; ii) PSX 100 index achieved a new milestone of 41,000; iii) better security situation and iv) low oil prices.

### **▼ STANDALONE PERFORMANCE**

Comparisons of the un-audited results of the Company with the corresponding period are given below:

Particulars	Three months ended September 30, 2016	Three months ended September 30, 2015
RENTAL INCOME	91,921,881	88,290,970
GROSS PROFIT	89,778,770	85,921,697
PROFIT /(LOSS) BEFORE TAX	29,522,467	(35,635,522)
PROFIT /(LOSS) AFTER TAX	21,557,316	(39,898,541)
NUMBER OF OUTSTANDING		
SHARES-WEIGHTED AVERAGE	208,000,000	113,350,543
EARNINGS/(LOSS ) PER SHARE – PRE TAX	0.14	(0.31)
EARNINGS/(LOSS) PER SHARE-POST TAX	0.10	(0.35)

The Company performed well as compared to the last quarter which is primarily due to increase in rental income and reduction in exchange loss. This exchange loss was incurred in the last quarter due to a foreign currency loan which was discharged by the company. Furthermore, financial charges were also decreased due to repayment of associated company loans and reduction in interest rates.

Administrative and selling expense increased mainly due to increase in salaries and wages, fuel and mobile expenses and computer accessories. Administrative and general expenses increased due to shared services cost allocated for the above expenses. These were necessary in the light of increased operations as the company managed these without hiring additional resource and increasing payroll expense of the Company.

There are no material changes in the commitments or the fair value of investment property as disclosed in respective notes to the annual consolidated financial statements.

### **#TPLProperties**

### **▼ CONSOLIDATED PERFORMANCE**

Comparisons of the un-audited results of the Company with the corresponding period are given

Particulars	Three months ended September 30, 2016	Three months ended September 30, 2015
Revenue	149,694,841	121,044,352
Gross Profit	110,457,639	86,981,407
Profit/(loss) before tax	34,850,642	(65,966,271)
Profit/(loss) after tax	26,306,852	(60,128,412)
Number of outstanding shares	208,000,000	113,350,543
Earnings/(loss )per share – pre tax	0.17	(0.58)
Earnings/(loss) per share-post tax	0.13	(0.53)

On consolidated basis the Company performed well during the guarter. The Company reported profit of Rs. 26.306 million as compared to loss of Rs 60.128 million. Financial results were better mainly due to increase in revenue. The revenue increased due to 100% occupancy. As a result of 100% occupancy its related direct operating cost also increased. Exchange loss of Rs. 57.4 million was incurred in the last quarter due to a foreign currency loan which was fully repaid by the company. Furthermore, financial charges were also decreased due to repayment of associated company loans and reduction in their respective in interest rate.

There are no material changes in the commitments or the fair value of investment property as disclosed in respective notes to the consolidated condensed interim financial statements.

### **▼ CREDIT RATING**

The Pakistan Credit Rating Agency Limited (PACRA) has maintained the long-term and short-term entity ratings of TPL Properties Limited (TPL) at "A+" (Single A plus) and "A1" (A one) respectively with a stable outlook. These ratings denote a low expectation of credit risk emanating from a strong capacity for timely payment of financial commitments.

### **▼ COMPANY OUTLOOK**

The Company is cementing its plan for entering into high-end residential space segment and focusing on exploring development options in Karachi. The negotiation with owners of land banks is in advance stages and the agreements are expected to be signed by next quarter. Additionally initial information has been shared with international design firms to solicit concept papers. The Company has already entered into a Memorandum of Understanding with UBL Funds to explore the development opportunities by way of doing projects under developmental REIT (Real Estate Investment Trust).

Furthermore the Company has also initiated marketing of its developer services to corporates which have requirement to build their office buildings. The company has started presenting this idea of one window solution to the corporates who have such requirement. This is expected to materialize by 3rd quarter of FY17.

### ■ ACKNOWLEDGEMENT

First we would like to thank the almighty Allah for His blessings and to the shareholders of the Company for the confidence they have reposed in us. We also appreciate the valued support and guidance provided by the Securities Exchange and Commission of Pakistan, Federal Board of Revenue and the Pakistan Stock Exchange. We would also express our sincere thanks to the employees, strategic partners, vendors, suppliers and customers for their support in pursuit of our corporate objectives.

Jameel Yusuf (S.St.)

Chairmar

تمپنی کے غیرآ ڈٹشدہ نتائج کا گزشتہ سال ای مت کے نتائج سے موازنہ مندرجہ ذیل ہے۔

30 تتبر 2015 کوختم ہونے والی سیمائی	30 متمبر 2016 کوشتم ہونے والی سدماہی	تفعيلات
121,044,352	149,694,841	آ يى تىدنى
86,981,407	110,457,639	مجموى منافع
(65,966,271)	34,850,642	منافع/( نقصان) قبل ازئیکس
(60,128,412)	26,306,852	منافع/ (نقصان) بعداز نیکس
113,350,543	208,000,000	آؤےاسٹینڈنگ شیئرز کی تعداد
(0.58)	0.17	فی حصص منافع/( نقصان ) قبل از تیکس
(0.53)	0.13	فی حصص منافع/( نقصان ) - بعد از نیکس

مجموعی بنیا دوں پر کمپنی نے سہ ماہی کے دوران عمدہ کارکرد گی دکھائی۔ 128۔ 60. ملین روپے کے نقصان کے مقالج میں کمپنی کارپورٹ کیا گیامنافع 26.306 ملین روپے تھا۔ مالیاتی نتائج آمد نی میں اضافے کے باعث بہتر تھے۔ آر نی میں اضافہ 2000 حصول کی دجہ ہے ہوا۔ 200% حصول کے نتیجے میں اس سے متعلقہ آرپر پیننگ لاگؤں میں بھی اضافہ ہوا۔ 57.4 ملین روپے ز مبادلہ کا نقصان، گزشتہ سرماہی میں مین الاقوا ی کرنسی میں لئے جانے والوں قرضوں کی وجہ ہے ہوا، جن کی کمپنی نے مکمل ادائیگی کی۔مزید برآس کمپنی ہے متعلقہ خرضوں اوران کی متعلقہ سودی شرح کی کٹوتی کی وجہ سے مالیاتی حیار جزمیں بھی کمی ہوئی۔

کمپنی کی مالیاتی یا بندیوں یا انویسٹنٹ برایرٹی کی فیئر ویلیومیں کوئی تبدیلی نہیں ہوئی، جس کا علان مجموع عبوری مالیاتی المیٹمٹنس کے خلاصے میں کیا گیا تھا۔

### 🖊 کریڈٹ ریٹنگ

یا کتان کر پیٹ ریٹنگ ایجنبی کمیٹیل (PACRA) نے TPL براپر ٹیزلیٹیڈ (TPL) کا مشخکم اندازے کے ساتھ طویل المدتی اوقلیل المدتی ریٹنگ بالتر تیب "+A" (سٹگل اے پلس)اور "A1" (اےون) برقرارر تھی ہے۔ پرینٹنگس بروقت مالی ادائیگیوں کی مضبوط اہلیت ہے کریڈٹ رسک کے امکانات میں کمی کی نشاندہ ہی کرتی ہے۔

کمپنی مبلکترین رہائشی علاقوں میں صدودِ اراضی کے حصول اور کرا چی میں تغیرات کے مواقعوں کی حال میں ہے۔ زمین کے مالکان سے بات جیت اگلے مراحل میں ہے اوراگلی سہ ماہی تک معاہدوں پر دستھ کی تو تع ہے۔علاوہ ازیں ، کانسیب پیپرز کے لئے اعزیشش ڈیز ائن فرمز کوابتدائی معلومات کا تبادلہ کر دیا گیا ہے۔ کمپٹی نے ایولی ایل فنڈ ز کے ساتھ ایک میموریڈم آف انڈراسٹینڈ نگ پر پہلے ہی د شخط کردیئے میں تا کہ REIT (رئیل اسٹیٹ انویسٹمنٹ ٹرسٹ ) کے تحت منصوبوں کے ذریعے قبیرات کے مواقع تلاش کئے جاسکیں۔

مزید برآ کمپنی نے ان کاریوریٹس کولطورڈیلویرا نی خدمات کی مارکیٹنگ جھی شروع کردی ہے جوابے دفاتر کی نارات کی تغییر کےخواہش مند ہیں کمپنی نے ان کاریوریٹس کوون ویڈوسلوژن پیش کرنے کا بھی آغاز کر دیا ہے جنہیں پیضد مات درکار ہیں۔اوراس کی کاغذی کا رروائی مالیاتی سال 2017 کی تیسری سماہی تک کلمل ہونے کی توقع ہے۔

سب سے پہلے ہم خدائے بزرگ دہرتر کے شکر گزار میں اورہم براعتاد کیلئے اپنے تصصی یافتگان کے چھی ممنون میں۔اس کے ساتھ ہی گران قد رتعاون اور رہنمائی کیلئے سیکنے ریٹیز ایٹر ایٹیج پینی آف پاکستان، فیڈرل بورڈ آف ریو نیواور پاکستان اسٹاک ایجینچ کوجھی سراہتے ہیں ۔ہم، بحثیت کارپوریٹ کمپنی اپنے اہداف کےحصول میں تعاون کیلئے اپنے ملاز مین،اسٹر پیٹیک پارٹرز، وینڈرز، سیلائرزاورکسٹمرز کے بھی تہددل سے مشکور ہیں۔

جميل پوسف(السالس ئي)

مجوى كاركردكى

# اسٹینڈالون برفارٹس

ا ۋاترىكىرزى رىودك

سمپنی کے غیرا ڈٹشدہ نتائج کا،گزشتہ سال اس مدت کے نتائج سے مواز ندمندرجہ ذیل ہے۔

30 متبر 2015 کوختم ہونے والی سے ماہی	30 متبر 2016 کوختم ہونے والی سماہی	تفييان ت
88,290,970	91,921,881	کرائے ہے حاصل ہو نیوالی آ مدنی
85,921,697	89,778,770	مجموعى منافع
(35,635,522)	29,522,467	منافع/(نقصان) قبل ازنیکس
(39,898,541)	21,557,316	منافع/( نقصان ) بعداز نیکس
113,350,543	208,000,000	آ وُٺ اسٹینڈ نگ حصص کی تعداد-اوزانی اوسط
(0.31)	0.14	فی حصص منافع/( نقصان ) قبل از نیکس
(0.35)	0.10	فی حصص منافع/ (نقصان) - بعد از نیکس

آپ کے ڈائر کیٹٹرز 30 متمبر 2016 کونتم ہونے والی سہ ماہی کیلیے غیر آؤٹ شدہ عبوری مالیاتی تفصیلات کا خلاصداور کمپنی کے آپریشنز کا مختصر جائز ہو بخوشی پیش کرتے ہیں۔

ii) PSX100 انڈیکس کا 41,000 تک پنجیا; iii) سکیوریٹی کی بہتر صورتحال اور iv) آئل کی کم قیمتیں اس کی ابتدائی شبت علامات میں۔

یا کتانی معیشت ابتدائی تین ماہ کے دوران بہتری کی جانب گامزن رہی۔ تجویہ کار کہ امید میں کہ جا نیا کتان اقتصادی راہداری (CPEC ) کے حوالے ہے ہونے والی تیزترین سرمایہ کاری سے مالیاتی سال 2017 میں بھی معیشت میں بہتری کالشلسل برقر ارر ہےگا۔ مالیاتی سال 2017-2016 میں یا کتنانی معیشت میں 🕊 4.2 تک اضافے کی تو تعے ہے۔ i) و ساؤٹ کی کم ترشرح;

کمپنی نے گزشتہ سہاہی کے مقالبے میں بہتر کار کر دگی دکھائی جس کی غیادی دجہ کرائے ہے حاصل ہونے والی آ مدنی میں اضافداورز رمبادلہ کے نقصان میں کمی تھی۔ زرمبادلہ کا پیغتصان گزشتہ سہاہی میں بین الاقوای کرنی میں لئے جانے والے فرضوں کی وجہ ہے برداشت کرنا پڑا جس کی ادائیگا ہے میپنی بری الذّمہ ہوگئ تھی۔مزید بر آس میپنی سے مسلکہ قرضوں کی اوائیگی اورشرح سود میں کی کی وجہ سے مالیاتی حارجز میں بھی کمی آئی۔

ا نتظامی اورفر وخت ہے متعلق اخراجات بڑھ گئے جس کی بنیادی وجیتخوا ہوں اوروخا ئف، فیول اورمو پاکل کے اخراجات اورکمپیوٹر ہے متعلقہ اشیاء میں اضافہ تھا۔مندرجہ بالا اخراجات کیلیے مختص شدہ رقوم میں اضافے کی وجہ سے انتظامی اورعمومی اخراجات بڑھ گئے کیپنی کے بڑھتے ہوئے آپریشنز کے حوالے سے بیافراجات ضروری تھے چنانچیکٹین نے اس کا سترباب بناکسی اضافی ذرائع کے حصول اورمعاوضوں میں اضافے کے ساتھ کیا۔

سکینی کی مالیاتی یابندیوں یاانویسٹمنٹ برابرٹی کی فیئر ویلیومیں کوئی تبدیلی نبیں ہوئی،جس کا علان غیر مجموعی سالا نداشیٹمنٹس کے متعلقہ نوٹس میں گیا تھا۔

### (Disclaimer) دست برداری

اردواورا گریزی کی رپورٹس میں اگر کسی بھی قتم کی عدم مطابقت یا ئی گئی توانگریزی رپورٹ کو ختمی نضور کیا جائے گا۔

### **▼ UNCONSOLIDATED CONDENSED INTERIM BALANCE SHEET**

AS AT SEPTEMBER 30, 2016 - (UN-AUDITED)		Septembr 30, 2016	June 30, 2016
ASSETS	Note	Rupees (Unaudited)	Rupees (Audited)
NON-CURRENT ASSETS	5	5 200 520	T 5 501 476
Property, plant and equipment	6	5,209,520 4,635,000,000	5,581,476
Investment Property  Long-term investment	7	352,999,990	4,632,000,000
Long-term subordinated loan	8	187,479,777	10,770,709
Long-term deposits	O	186,919	186,919
Interest accrued	7	80,952,664	78,038,053
merest decided	,	5,261,828,870	5,079,577,147
CURRENT ASSETS		5,201,626,676	3,073,377,117
Receivables against rent from tenants	9	63,854,767	20,966,759
Advances and prepayments	10	27,264,477	19,621,854
Taxation - net		98,503,701	97,864,137
Cash and bank balance	11	254,957,482	850,576,013
		444,580,427	989,028,763
TOTAL ASSETS		5,706,409,297	6,068,605,910
FOURTY AND LIABILITIES			
EQUITY AND LIABILITIES SHARE CAPITAL			
Authorised capital			
220,000,000 (June 30, 2016: 220,000,000)		2,200,000,000	2,200,000,000
ordinary shares of Rs. 10/- each			
Issued, subscribed and paid-up capital		2,080,000,000	2,080,000,000
Share premium account		140,497,151	140,497,151
Accumulated Profit		997,091,169	975,533,853
		3,217,588,320	3,196,031,004
NON-CURRENT LIABILITIES			
Long-term financing	12	1,771,051,768	1,948,861,362
Due to related parties	13	339,333,314	275,645,979
Accrued mark-up	14	7,286,545	19,095,500
Deferred tax liability		42,769,989	39,005,393
		2,160,441,615	2,282,608,234
CURRENT LIABILITIES		44=400	
Trade and other payables	15	117,638,113	163,832,637
short-term borrowings		-	200,000,000
Current portion of non-current liabilities	4.5	184,405,776	181,351,134
Advances against rent from tenants	16	26,335,473	44,782,901
CONTINGENCIES AND COMMITMENTS	15	328,379,362	589,966,672
TOTAL EQUITY AND LIABILITIES		5,706,409,297	6,068,605,910
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The annexed notes from 01 to 22 form an integral part of these condensed interim financial statements.

Chief Executive Officer

Director

# **▼ UNCONSOLIDATED CONDENSED INTERIM PROFIT & LOSS ACCOUNT**

FOR THE PERIOD ENDED SEPTEMBER 30, 2016 - (UN-AUDITED)

		September 30, 2016	September 30, 2015
	Note	Rupees (Unaudited)	Rupees (Audited)
Rental Income	18	91,921,881	88,290,970
Direct operating costs		(2,143,111)	(2,369,273)
Gross profit		89,778,770	85,921,697
Administrative & general expenses		(18,307,632)	(16,437,110)
Exchange loss - net		-	(57,400,000)
Finance costs		(47,244,175)	(58,349,522)
Other Income		5,295,504	10,629,413
Profit before taxation		29,522,467	(35,635,522)
Taxation		(7,965,151)	(4,263,018)
Profit for the period		21,557,316	(39,898,541)
Other comprehensive income for the period, net of tax		-	-
Total comprehensive income for the period		21,557,316	(39,898,541)
Earnings per share - Basic and diluted		0.10	(0.35)

The annexed notes from 01 to 22 form an integral part of these condensed interim financial statements.

Chief Executive Officer

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### **▼ UNCONSOLIDATED CONDENSED INTERIM CASH FLOW STATEMENT**

FOR THE PERIOD ENDED SEPTEMBER 30, 2016 - (UN-AUDITED)

Rupes (Junaudited)   Rupes (Audited)   Rupes (		2016	2015
Adjustments for Non-Cash Items  Depreciation Finance Costs Finance Costs Markup on savings account Markup on long-term subordinated loan Exchange loss Working capital Changes  (Increase) / decrease in current assets Advances and deposit Rent Receivable Advance against rent from tenants Trade and other payables Trade and other payables Trade and other payables Net Cash flows used in operating activities  CASH FLOW FROM INVESTING ACTIVITIES  Purchase of property plant and equipment Long term subordinated loan Expenditure incurred on Investment Property Long term subordinated loan Expenditure incurred on Investment Property Long term financing Short Lerm borrowings Due to related parties  Net cash flow used in investing activities  (17,642,623) (36,304,011) (36,304,011) (36,303,003) (33,300,911) (38,300,911) (38,300,911) (38,300,911) (44,994,011) (44,181,226) (44,194,224) (44,181,226) (44,194,224) (44,181,226) (44,181	CASH FLOW FROM OPERATING ACTIVITIES		
Depreciation   395,956   556,473   Finance Costs   47,244,175   58,349,522   Markup on long-term subordinated loan   (2,300,893)   (7,561,644)   Exchange loss   42,344,627   108,744,351   (7,561,644)   Exchange loss   42,344,627   108,744,351   (10,723,740,000)   (10,300,00		29,522,467	(35,635,522)
(Increase) / decrease in current assets	Depreciation Finance Costs Markup on savings account Markup on long-term subordinated loan Exchange loss	47,244,175 (2,380,893) (2,914,611)	58,349,522 - (7,561,644) 57,400,000
Advances and deposit Rent Receivable  (7,642,623) (36,304,011) 3,003,040 (50,530,631) (33,300,971)  Increase / (decrease) in current liabilities Advance against rent from tenants Trade and other payables  (44,6194,524) (44,994,011) (24,181,226) (64,641,952) (69,175,237)  Net Cash flows used in operations  Finance cost paid Markup on savings account received Income tax paid  (4,840,119)  Net cash flows used in operating activities  CASH FLOW FROM INVESTING ACTIVITIES  Purchase of property plant and equipment Long term subordinated loan Expenditure incurred on Investment Property Long-term deposits  Net cash flows used in investing activities  Proceeds from issuance of shares Long term financing Short term borrowings Long term borrowings Long term borrowings Long term borrowings Long term financing Short term borrowings Long term financing (233,808,082) (20,450,000) Long term borrowings Long term financing (24,000) Long term borrowings Long term financing (233,808,082) (20,450,000) Long term borrowings Long term financing (233,808,082) (20,450,000) Long term financing (24,000) Long term financing (24,000) Long term financing (24,000) Long term financing (233,808,082) Long term financing (24,000) Long term financing (233,808,082) Long term financing (24,000) Long ter	Working capital Changes	42,344,627	108,744,351
Advance against rent from tenants Trade and other payables  (44,994,011) (24,181,226) (64,641,952) (64,641,952) (69,175,237)  Net Cash flows used in operations  (43,305,489) (29,367,379)  Finance cost paid Markup on savings account received Income tax paid  (48,40,119) (4,386,351)  Net cash flows used in operating activities  CASH FLOW FROM INVESTING ACTIVITIES  Purchase of property plant and equipment Long term subordinated loan Expenditure incurred on Investment Property Long-term deposits  Net cash flows used in investing activities  (179,733,068)  Froceeds from issuance of shares Long term financing Short term borrowings Due to related parties  Net cash flow from financing activities  Net decrease in cash and cash equivalents Cash and cash equivalents at the beginning of the year  (44,94,911) (24,181,226) (64,641,952) (64,641,91) (64,764,693) (64,641,952) (64,641,95	Advances and deposit	(42,888,008)	3,003,040
Net Cash flows used in operations   (43,305,489)   (29,367,379)	Advance against rent from tenants	(46,194,524)	(24,181,226)
Markup on savings account received Income tax paid       2,380,893 (4,840,119)       (4,386,351)         Net cash flows used in operating activities       (45,764,716)       (283,518,423)         CASH FLOW FROM INVESTING ACTIVITIES         Purchase of property plant and equipment Long term subordinated loan Expenditure incurred on Investment Property (28,976,050)       (176,709,068) (28,976,050)       (28,976,050)         Expenditure incurred on Investment Property Long-term deposits       (179,733,068)       (52,938,787)         Net cash flows used in investing activities       (179,733,068)       (52,938,787)         Proceeds from issuance of shares Long term financing Short term borrowings (200,000,000) (20,450,000) (2	Net Cash flows used in operations		
CASH FLOW FROM INVESTING ACTIVITIES           Purchase of property plant and equipment Long term subordinated loan Expenditure incurred on Investment Property Long-term deposits         (24,000) (176,709,068) (28,976,050) (28,976,050) (28,976,050) (28,976,050) (28,976,050) (28,976,050) (28,976,050) (28,976,050) (28,976,050) (28,976,050) (28,976,076) (100,000)           Net cash flows used in investing activities         (179,733,068) (52,938,787)           Proceeds from issuance of shares Long term financing Short term borrowings (233,808,082) (20,450,000)	Markup on savings account received		-
Purchase of property plant and equipment (24,000) (176,709,068) (28,976,050) (28,976,050) (176,709,068) (28,976,050) (176,709,068) (3,000,000) (18,037,637) (100,000) (18,037,637) (100,000) (18,037,637) (100,000) (18,037,637) (100,000) (18,037,637) (100,000) (18,037,637) (100,000) (18,037,637) (100,000) (18,037,637) (100,000) (18,037,637) (100,000) (100,0	Net cash flows used in operating activities	(45,764,716)	(283,518,423)
Cash flow used in investing activities   Cash flow from financing activities   Cash and cash equivalents at the beginning of the year   Cash and cash equivalents   Cash flow used in curred on linvestment Property   Cash flow (179,733,068)   (28,976,050) (18,037,637) (100,000)   (18,037,637) (100,000)   (19,0733,068)   (52,938,787)   (100,000)   (233,808,082) (200,000,000)   (20,450,000)   (200,000,000)   (200	CASH FLOW FROM INVESTING ACTIVITIES		
Proceeds from issuance of shares  Long term financing Short term borrowings Due to related parties  Net cash flow from financing activities  Net decrease in cash and cash equivalents Cash and cash equivalents at the beginning of the year  A00,306,000 (20,450,000) (20,000,000) (186,578,268) (186,578,268)  (370,120,747) (193,277,732) (143,179,478) (143,179,478) (178,262,171)	Long term subordinated loan Expenditure incurred on Investment Property	(176,709,068)	(28,976,050) (18,037,637)
Long term financing       (233,808,082)       (20,450,000)         Short term borrowings       (200,000,000)       -         Due to related parties       (370,120,747)       193,277,732         Net cash flow from financing activities       (595,618,531)       (143,179,478)         Cash and cash equivalents at the beginning of the year       850,576,013       178,262,171	Net cash flows used in investing activities	(179,733,068)	(52,938,787)
Net cash flow from financing activities         (370,120,747)         193,277,732           Net decrease in cash and cash equivalents         (595,618,531)         (143,179,478)           Cash and cash equivalents at the beginning of the year         850,576,013         178,262,171	Long term financing Short term borrowings	(200,000,000)	(20,450,000)
Cash and cash equivalents at the beginning of the year 850,576,013 178,262,171			
Cash and cash equivalents at the end of the year (Note No. 11) 254,957,482 35,082,693			
	Cash and cash equivalents at the end of the year (Note No. 11)	254,957,482	35,082,693

The annexed notes from 01 to 22 form an integral part of these condensed interim financial statements.

# **■ UNCONSOLIDATED CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY**

FOR THE PERIOD ENDED SEPTEMBER 30, 2016 - (UN-AUDITED)

	Issued, subscribed and paid up capital	Share premium	Accumulated Profit/Loss	Total
		(Rup	ees)	
Balance at June 30, 2015	1,100,000,000	-	684,863,802	1,784,863,802
Issue of share for cash consideration (Loss) for the year	342,500,000	57,806,000	(39,898,540)	400,306,000 (39,898,540)
Balance at September 30, 2015	1,442,500,000	57,806,000	644,965,262	2,145,271,262
Balance at June 30, 2016	2,080,000,000	140,497,151	975,533,853	3,196,031,004
Profit for the period	-	-	21,557,316	21,557,316
Balance at September 30, 2016	2,080,000,000	140,497,151	997,091,169	3,217,588,320

The annexed notes from 01 to 22 form an integral part of these condensed interim financial statements.

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Chief Executive Officer

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Director

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Chief Executive Officer

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# ■ NOTES TO THE UNCONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS

FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2016 (UN-AUDITED)

### 1. LEGAL STATUS AND OPERATIONS

- 1.1. TPL Properties (Private) Limited was incorporated in Pakistan as a private limited company on February 14, 2007 under the Companies Ordinance, 1984. Subsequently the Company has changed its status from private limited company to public company. Accordingly, the Company name is changed to TPL Properties Limited. The principal activity of the Company is to invest, purchase, develop and build real estate and to sell, rent out or otherwise dispose off in any manner the real estate including commercial and residential buildings, houses, shops, plots or other premises. The registered office of the Company is situated at Centrepoint Building, Off Shaheed-e-Millat Expressway, Near KPT Interchange Flyover, Karachi.
- **1.2.** On September 15, 2015 and June 8, 2016, the Company issued 34.25 million and 8 million ordinary shares having face value of Rs. 10 each at premium, for cash consideration.
- **1.3.** On June 30, 2016, the Pakistan Stock Exchange Limited (PSEL) approved the listing of the Company through issuance of 55.75 million ordinary shares subscribed through book building process by High Net Worth Individuals and Institutions. However, the trading in Company shares on PSEL started from July 04, 2016.
- **1.4.** These condensed interim financial statements are the separate financial statements of the Company, in which investment in the subsidiary company namely Centrepoint Management Services (Private) Limited has been accounted for at cost less accumulated impairment losses, if any.

### 2. STATEMENT OF COMPLIANCE

These condensed interim financial statements 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 (IASB) 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. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### 3.1. Basis of preparation

This condensed interim financial statements has been prepared in accordance with approved accounting standards as applicable in Pakistan for Interim Financial Reporting. This condensed interim financial statements does not contain information required for full financial statements and should be read in conjunction with the financial statements of the Company for the year then ended June 30, 2016.

This condensed interim financial statements comprise of the condensed interim unconsolidated balance sheet as at September 30, 2016, condensed interim unconsolidated profit and loss account, condensed interim cash flow statement, condensed interim unconsolidated statement of changes in equity and notes thereto for the three months ended September 30, 2016.

The comparative condensed interim balance sheet, presented in the condensed interim financial statements, as at June 30, 2016 has been extracted from the annual audited unconsolidated financial statements of the Company for the year then ended whereas the comparative condensed interim unconsolidated profit and loss, condensed interim unconsolidated cash flow statement and condensed statement of changes in equity is for the three months ended September 30, 2015. The comparative condensed interim unconsolidated profit and loss account, condensed interim unconsolidated cash flow statement and condensed statement of changes in equity for the three months ended September 30, 2015 which is included in this condensed interim unconsolidated financial information is audited by the external auditors.

### 4. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies and the methods of computation adopted in the preparation of these condensed interim financial statements are the same as those applied in the preparation of the annual financial statements (unconsolidated) for the year ended June 30, 2016 as follows;

### New / Revised Standards, Interpretations and Amendments

The Company has adopted the following amendment to IFRSs which became effective for the current period: IFRS 10 Consolidated Financial Statements, IFRS 12 Disclosure of Interests in Other Entities and IAS 28

Investment in Associates – Investment Entities: Applying the Consolidation Exception (Amendment)

IFRS 11 Joint Arrangements - Accounting for Acquisition of Interest in Joint Operation (Amendment)

IAS 1 – Presentation of Financial Statements - Disclosure Initiative (Amendment)

IAS 16 - Property, Plant and Equipment and IAS 38 Intangible assets - Clarification of Acceptable Method of Depreciation and Amortization (Amendment)

IAS 16 - Property, Plant and Equipment IAS 41 Agriculture - Agriculture: Bearer Plants (Amendment)
IAS 27 – Separate Financial Statements – Equity Method in Separate Financial Statements (Amendment)

### Improvements to Accounting Standards Issued by the IASB

 $IFRS\ 5\ Non-current\ Assets\ Held\ for\ Sale\ and\ Discontinued\ Operations\ -\ Changes\ in\ methods\ of\ disposal$ 

IFRS 7 Financial Instruments: Disclosures - Servicing contracts

IFRS 7 Financial Instruments: Disclosures - Applicability of the offsetting disclosures to condensed interim financial

IAS 19 Employee Benefits - Discount rate: regional market issue

IAS 34 Interim Financial Reporting - Disclosure of information 'elsewhere in the interim financial report'
The adoption of the above amendments, revisions, improvements to accounting standards and interpretations did not have any effect on the condensed interim financial statements.

# ■ NOTES TO THE UNCONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS

FOR THE PERIOD ENDED SEPTEMBER 30, 2016 - (UN-AUDITED)

		September 30, 2016	June, 30 2016
N	ote	Rupees (Unaudited)	Rupees (Audited)
5 PROPERTY, PLANT AND EQUIPMENT			
Property, plant and equipment 5	5.1	5,209,520	5,581,476
5.1 The movement in property, plant and equipment during the pe	eriod / year are as fo	ollows:	
Opening balance Add: Additions during the period 5.	.1.1 _	5,581,476 24,000	1,584,109 6,322,378
Less: Depreciation Charge for the period	_	<b>5,605,476</b> (395,956)	<b>7,906,487</b> (2,325,011)
5.1.1 Additions during the period	=	5,209,520	5,581,476
Furniture Computer and accessories Mobile phones	_	24,000	5,801,600 340,778 180,000
6. INVESTMENT PROPERTY	=	24,000	6,322,378
Investment property 6	5.1	4,635,000,000	4,632,000,000
6.1 The movement in investment property during the period / year	r are as follows:		
Opening balance Add: Additions during the period	_	4,632,000,000 3,000,000	4,319,000,000 38,782,113
Remeasurement adjustment	-	4,635,000,000	<b>4,357,782,113</b> 274,217,887 <b>4,632,000,000</b>

6.1 An independent valuation of Centrepoint Project was last carried out by an independent professional valuer in June 2016 and the fair value of Rs.4,632 million (2015: Rs.4,319 million) was determined with reference to market based evidence, active market prices and relevant information. As of balance sheet date, there is no material change in the aforementioned fair value of investment property. The fair value of investment property fall under Level 2 of fair value hierarchy. (i.e. significant observable inputs)

### 7 LONG-TERM INVESTMENT

The Company has initially made an investment of Rs.999,990/- in its wholly owned subsidiary, Centrepoint Management Services (Private) Limited which was incorporated in Pakistan on August 10, 2011. Subsequently the Company has made a further investment of Rs.352,000,000/- in its subsidiary company.

The book value per share is Rs.3/- (2015: Rs. Nil) based on the latest available audited financial statements for the year ended June 30, 2016. Currently, the subsidiary company is in start-up phase and fully supported by the financial support of the Company to activate its full potential in order to make adequate profits and generate positive cashflows. Accordingly, no impairment in value of investments is recognized as of balance sheet date.

### ${\bf 8} \qquad {\bf LONG\text{-}TERM\ SUBORDINATED\ LOAN-unsecured, considered\ good}$

The Company had granted conventional loan to its subsidiary company i.e. Centrepoint Management Services (Private) Limited under the agreement dated February 02, 2012 on account of procurement of equipments for Centrepoint Project (the Project). Under the aforesaid loan agreement, the maximum facility limit is Rs.85 million carrying mark-up at the rate of 15 percent per annum and is repayable latest by August 31, 2019.

The Company had signed a supplemental agreement dated September 29, 2012 to original loan agreement dated February 02, 2012, whereby, the long-term loan granted to subsidiary company's subordinated to all other loans representing the principal, markup and other amounts that may be payable by the subsidiary company to banks/financial institution pursuant to the financing facilities availed and to be availed. Further, the Company signed the supplemental agreement dated June 28, 2014 to original loan agreement dated February 02, 2012, whereby, the maximum facility limit has been increased up to Rs.200 million.

The Company had signed the supplemental agreement dated July 01, 2015 and January 01, 2016 to original loan agreement dated February 02, 2012, whereby, the maximum facility limit has been increased up to Rs.300 million and rate of mark-up has been changed from fixed rate of 15 percent to variable rate of 6 months KIBOR plus 1.75 percent per annum respectively.

		September 30, 2016	June, 30 2016
	Note	Rupees	Rupees
		(Unaudited)	(Audited)
9.	RECEIVABLES AGAINST RENT FROM TENANTS – unsecured, consider	ered good	
	Related parties:		
	TPL Trakker Limited – the parent company	26,631,387	16,150,330
	Others	37,223,379 <b>63,854,767</b>	4,816,429 <b>20,966,759</b>
10.	ADVANCES & PREPAYMENTS- Secured	03,834,707	20,900,739
	Advances		
	Suppliers and Contractors	23,253,932	13,133,343
	Prepayments		
	Insurance	3,010,545	4,988,511
	Security trustee fee	500,000	750,000
	Agency fee	500,000	750,000
11	CACH O CACH FOUNTAL ENTS	27,264,477	19,621,854
11	CASH & CASH EQUIVALENTS		
	Cash in hand	3,960	-
	Cash at banks in local currency		
	- current accounts		
	- islamic banking	381,720	106,033,745
	- conventional banking	40,931,400	700,255,211
	- savings accounts		
	- islamic banking	6,899	27,028,001
	- conventional banking	213,633,502 <b>254,957,482</b>	17,259,056
12.	LONG-TERM FINANCING	234,937,482	850,576,013
	Musharika finance - Habib Bank Limited 12.1	1,949,551,768	2,074,861,362
	Less : Current Portion shown under current liabilities	178,500,000	126,000,000
		1,771,051,768	1,948,861,362
	TI 6 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	2 400 :11: ::1	

12.1 The Company had entered into the Musharika facility agreement of Rs.2,400 million with a commercial bank through an agreement dated May 26, 2015. Out of which the Company has utilized facility upto Rs.2,100 million as at balance sheet date. It carries mark-up at the rate of 6 months KIBOR plus 1.75 percent per annum, and is repayable semi-annually in arrears over a period of seven years including 1 year grace period i.e. the first installment will become due after 12 months from the date of disbursement dated September 16, 2015. The facility is secured against hypothecation charge over hypothecated fixed and current assets of Rs.2,800 million and by way of personal and corporate guarantee of Chief Executive and a related party.

		September 30, 2016	June, 30 2016
		Rupees (Unaudited)	Rupees (Audited)
13.	DUE TO RELATED PARTIES		
	TPL Trakker Limited TPL Holdings (Pvt) Ltd	248,995,136 90,338,178 339,333,314	243,307,801 32,338,178 275,645,979

This Loan is unsecured and is payable to TPL Trakker Ltd and TPL Holdings (Pvt) Ltd is subject to markup @ 3 months KIBOR plus 4% per annum & 3 months KIBOR per annum respectively.



		September 30, 2016	June, 30 2016
		Rupees (Unaudited)	Rupees (Audited)
14.	ACCRUED MARK-UP		
	Long-term financing Due to related parties:	5,905,776	52,433,260
	TPL Trakker Limited	1,152,052	13,482,945
	TPL Holdings (Pvt) Ltd	6,134,493	5,612,555
		7,286,545	19,095,500
	Short-term borrowings		2,917,874
		13,192,321	74,446,634
	Less: Current portion shown under current liabilities	5,905,776	55,351,134
		7,286,545	19,095,500
15.	TRADE & OTHER PAYABLES		
	Creditors	35,195,885	67,179,093
	Accrued expenses	48,142,204	56,000,194
	Retention Money	23,152,429	30,360,795
	Workers' Welfare Fund	9,290,946	9,290,946
	Payable to employees	1.056.640	710,096
	Withholding Income Tax Payable	1,856,649	291,513
16.	ADVANCE AGAINST RENT	117,638,113	163,832,637
10.	TPL Direct Insurance Ltd - related party	7.754.735	19,110,536
	Others	18.580.738	25,672,365
	Others	26,335,473	44,782,901
		20,333,473	77,702,301

### 17. CONTINGENCIES AND COMMITMENTS

There are no major changes in the status of contingencies and commitments as reported in the annual financial statements (unconsolidated) of the company for the year ended June 30, 2016.

		September 30, 2016	September 30, 2015
		Rupees (Unaudited)	Rupees (Audited)
18.	RENTAL INCOME		
	TPL Trakker Ltd - related party TPL Direct Insurance Ltd - related party Others	10,481,057 11,355,801 70,085,023 91,921,881	10,481,057 11,355,801 66,454,112 88,290,970

### 19 TRANSACTIONS WITH RELATED PARTIES

The related parties of the Company comprise ultimate parent company, parent company, associated companies, major shareholders, directors and key management personnel. The Company has a policy whereby transactions with related parties are entered into at arm's length basis. The transactions with related parties other than those disclosed elsewhere in these condensed interim financial statements are as follows:

	September 30, 2016	September 30, 2015
	Rupees (Unaudited)	Rupees (Audited)
The Ultimate Parent Company		
TPL Holdings (Private) Limited [THL] Amount received from THL by the Company Mark-up on current account Payment made to THL	58,000,000 521,938 	67,000,000 17,232,602 259,379,866
The Parent Company_		
TPL Trakker Limited [TTL] Amount received from TTL Payment made to TTL on account of accrued mark-up Payment made by the Company Mark-up on current account Expenses incurred / paid by TTL on behalf of the Company Amount paid to TDI on behalf of the Company by TTL	54,000,000 18,298,885 52,501,115 5,968,003 4,188,448	9,212,181 - 8,551,086 5,801,599 10,787,189
Subsidiary Company		
Centrepoint Management Services (Private) Limited [CMS] Long-term sub-ordinated loan received during the year Long-term sub-ordinated loan paid during the year Mark-up on long-term subordinated loan	10,820,000 187,529,068 2,914,611	4,853,950 33,830,000 7,561,644
Common Directorship		
TPL Direct Insurance Limited [TDI] Amount received from TTL on behalf of the company		10,787,189

### 20 DATE OF AUTHORIZATION OF ISSUE

These condensed interim financial statements have been authorized for issue by the Board of Directors of the Company on October 26, 2016.

### 21 CORRESPONDING FIGURES

Certain prior period's figures have been rearranged consequent upon certain changes in the current period's presentation for more appropriate comparison, where necessary.

### 22 GENERAL

Figures in these condensed interim financial statements have been rounded off to the nearest rupee.

**Chief Executive Officer** 

### **▼ CONSOLIDATED CONDENSED INTERIM BALANCE SHEET**

AS AT SEPTEMBER 30, 2016 - (Un-audited)		Septembr 30, 2016	June 30, 2016
ASSETS	Note	(Unaudited) Rupees	(Audited) Rupees
NON-CURRENT ASSETS			
Property, plant and equipment	5	373,555,791	375,806,971
Investment property	6	4,635,000,000	4,632,000,000
Long-term deposits		5,727,863	5,727,863
Deferred tax asset		51,203,590	54,968,187
CURRENT ASSETS Tools		5,065,487,244	5,068,503,021
	7	101 022 052	286,473
Receivable against rent, maintenance and other services	8	101,933,852	51,477,998
Advances and prepayments	8	50,038,271	30,318,768
Taxation – net  Cash and bank balances	9	109,353,431	107,307,694
Cash and bank balances	9	256,830,178	852,543,314
TOTAL ASSETS		518,155,732	1,041,934,247
TOTAL ASSETS		5,583,642,976	6,110,437,268
EQUITY AND LIABILITIES			
SHARE CAPITAL			
<b>Authorised capital</b> 220,000,000 (June 30, 2016: 220,000,000) ordinary			
shares of Rs. 10/- each		2,200,000,000	2,200,000,000
Issued, subscribed and paid-up capital		2,080,000,000	2,080,000,000
Share premium account		140,497,151	140,497,151
Accumulated Profit		748,443,864	722,137,012
		2,968,941,015	2,942,634,163
NON-CURRENT LIABILITY			
Long-term financing	10	1,801,051,768	2,022,611,362
Liabilities against assets subject to finance lease		-	9,500,045
Due to related parties	11	339,333,314	275,645,979
Accrued mark-up	12	17,053,232	19,095,500
		2,157,438,314	2,326,852,886
CURRENT LIABILITIES Trade and other payables	13	190,557,631	228,074,341
Short term borrowings	13	1,0,557,051	200,000,000
Current portion of non-current liabilities		236,121,521	342,383,916
Advance against rent, manitenance and other services	14	30,584,495	70,491,962
against rein, mannerfulled and other services	• •	457.263.647	840.950.219
CONTINGENCIES AND COMMITMENTS	15	137/203/047	010,730,217
TOTAL EQUITY AND LIABILITIES		5,583,642,976	6,110,437,268

The annexed notes from 01 to 20 form an integral part of these condensed interim financial statements.

# **▼ CONSOLIDATED CONDENSED INTERIM PROFIT & LOSS ACCOUNT**

FOR THE PERIOD ENDED SEPTEMBER 30, 2016 - (Un-audited)

		September 30, 2016	September 30, 2015
	Note	(UnAudited) Rupees	(Audited) Rupees
Revenue	16	149,694,841	121,044,352
Direct operating cost		(39,237,202)	(34,062,945)
Gross Profit		110,457,639	86,981,407
Administrative and general expenses		(26,347,100)	(28,636,627)
Exchange loss		-	(57,400,000)
Finance cost		(51,681,703)	(70,201,781)
Other Income		2,421,806	3,290,730
Profit / (loss) before taxation		34,850,642	(65,966,271)
Taxation		(8,543,790)	5,837,859
Profit / (loss) for the period		26,306,852	(60,128,412)
Other comprehensive income for the period, net of tax		-	-
Total comprehensive income for the period		26,306,852	(60,128,412)
Earning per Share - Basic and Diluted		0.13	(0.53)

The annexed notes from 01 to 20 form an integral part of these condensed interim financial statements.

Director

**Chief Executive Officer** 

Way I Director

Chief Executive Officer

### **▼ CONSOLIDATED CONDENSED INTERIM CASH FLOW STATEMENT**

FOR THE PERIOD ENDED SEPTEMBER 30, 2016 - (Un-audited)

	2016	2015
	Rupees	Rupees
CASH FLOW FROM OPERATING ACTIVITIES		
Profit / (loss) before taxation for the period  Adjustment for non cash charges and other items	34,850,642	(65,966,271)
Depreciation	8,918,569	8,802,971
Finance Costs  Markup on savings acccount	54,596,314 (2,380,893)	70,201,781
Exchange loss - net	(2,300,033)	57,400,000
Markup on due from related party	(2,914,611)	-
	58,219,379	136,404,752
Changes in working capital (Increase) / decrease in current assets		
Loose tools	286,473	(11,000)
Advances, prepayments and other receivables Receivable against rent, maintenace and other services	(19,719,503) (50,455,855)	2,311,427 (37,276,380)
Other receivables	(50,455,655)	(203,000)
	(69,888,886)	(35,178,953)
Increase / (decrease) in current liabilities		
Trade and other payables	(37,516,699)	(53,090,110)
Due to related parties	(18,110,086)	49,500,000
Advance against rent, maintenance and other receivables	(39,907,467)	(34,689,383)
Cash used in operations	(95,534,252) (72,353,117)	(38,279,493) (3,019,965)
Finance cost paid	(14,148,810)	(264,578,288)
Markup on savings acccount received	2,380,893	(204,370,200)
Income tax paid	(6,824,934)	(4,867,937)
Net cash used in operating activities	(90,945,969)	(272,466,190)
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(6,667,389)	(5,864,750)
Expenditure incurred on investment property	(3,000,000)	(18,037,637)
Long term deposits  Net cash used in investing activities	(9,667,389)	(100,000)
CASH FLOW FROM FINANCING ACTIVITIES	(9,007,309)	(24,002,367)
Proceeds from Issue of shares Long term financing	(277,558,082)	400,306,000 (52,325,000)
Short term finance	(200,000,000)	(32,323,000)
Lease Finance	(81,229,030)	(8,837,555)
Due to related parties	63,687,335	(186,578,268)
Net cash flow from financing activities	(495,099,777)	152,565,177
Net decrease in cash and cash equivalents	(595,713,136)	(143,903,400)
Cash and cash equivalents at the beginning of the year	852,543,314	180,697,046
Cash and cash equivalents at the end of the year (Note No. 09)	256,830,178	36,793,646

The annexed notes from 01 to 20 form an integral part of these condensed interim financial statements.

Chief Executive Officer

Director

# **▼** CONSOLIDATED CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY

FOR THE PERIOD ENDED SEPTEMBER 30, 2016 - (Un-audited)

	Issued, subscribed and paid up capital	Share premium	Accumulated Profit/Loss	Total
		(Rup	ees)	
Balance at June 30, 2015	1,100,000,000	-	491,512,326	1,591,512,326
Share issue Loss for the period	342,500,000	57,806,000	(60,128,412)	400,306,000 (60,128,412)
Balance at September 30, 2015	1,442,500,000	57,806,000	431,383,914	1,931,689,914
Balance at June 30, 2016	2,080,000,000	140,497,151	722,137,012	2,942,634,163
Profit for the year Other comprehensive income for the year	-	-	26,306,852	26,306,852
Balance at September 30, 2016	2,080,000,000	140,497,151	748,443,864	2,968,941,015

The annexed notes from 01 to 20 form an integral part of these condensed interim financial statements.

Chief Executive Officer

Director

23

# ■ NOTES TO THE CONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS

FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2016 (UN-AUDITED)

### 1. LEGAL STATUS AND OPERATIONS

The Group comprises TPL Properties Limited and its wholly owned subsidiary company i.e. Centrepoint Management Services (Private) Limited, that have been consolidated in these condensed interim financial statements:

### 1.1 Holding Company

### TPL Properties Limited [the Holding Company]

TPL Properties (Private) Limited (the Holding Company) was incorporated in Pakistan as a private limited company on February 14, 2007 under the Companies Ordinance, 1984. Subsequently, the Holding Company has changed its status from private limited company to public company. Accordingly, the Holding Company name is changed to TPL Properties Limited. The principal activity of the Holding Company is to invest, purchase, develop and build real estate and to sell, rent out or otherwise dispose off in any manner the real estate including commercial and residential buildings, houses, shops, plots or other premises. The registered office of the Holding Company is situated at Centrepoint Building, Off Shaheed-e-Millat Expressway, Near KPT Interchange Flyover, Karachi.

On September 15, 2015 and June 08, 2016, the Holding Company issued 34.25 million and 8 million ordinary shares, having a face value of Rs.10 each at premium, for cash consideration.

On June 30, 2016, the Pakistan Stock Exchange Limited (PSEL) approved the listing of the Holding Company through issuance of 55.75 million ordinary shares subscribed through book building process by High Net Worth Individuals and Institutions. However, the trading in Company shares on PSEL started from July 04, 2016.

### 1.2. Subsidiary Company

### Centrepoint Management Services (Private) Limited [CMS]

CMS was incorporated in Pakistan as a private limited company on August 10, 2011 under the Companies Ordinance, 1984. The principal activity of CMS is to provide building maintenance services to all kinds and description of residential and commercial buildings. The registered office of CMS is situated at Centrepoint Building, Off Shaheed-e-Millat Expressway, Near KPT Interchange Flyover, Karachi.

CMS had started its business activities and operations in year 2014 by providing maintenance and other services under the terms of an agreement to the Centrepoint Project of the Holding Company. Currently, the CMS is in start-up phase and fully supported by the financial support of the holding company to achieve its full potential in order to make adequate profits and generate positive cash flows.

### 2. STATEMENT OF COMPLIANCE

These unaudited condensed interim consolidated financial statement 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 (IASB) and Islamic Financial Accounting Standards (IFAS) issued by Institute of Chartered Accountants of Pakistan (ICAP) 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. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### 3.1. Basis of preparation

These unaudited condensed interim consolidated financial statements have been prepared under the historical cost convention except for investment property which has been measured at fair value.

### 3.2. Basis of consolidation

These unaudited condensed interim consolidated financial statements comprise of the financial statements of the Holding Company and its subsidiary company, CMS as at September 30, 2016, here-in-after referred to as 'the Group'.

### 4. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies and methods of computation followed for the preparation of this unaudited condensed interim consolidated financial statements are the same as those applied in preparing the consolidated financial statements for the year ended 30 June 2016 as follows;

### New / Revised Standards, Interpretations and Amendments

The Company has adopted the following amendment to IFRSs which became effective for the current period: IFRS 10 Consolidated Financial Statements, IFRS 12 Disclosure of Interests in Other Entities and IAS 28 Investment in Associates – Investment Entities: Applying the Consolidation Exception (Amendment) IFRS 11 Joint Arrangements - Accounting for Acquisition of Interest in Joint Operation (Amendment) IAS 1 – Presentation of Financial Statements - Disclosure Initiative (Amendment) IAS 16 - Property, Plant and Equipment and IAS 38 Intangible assets - Clarification of Acceptable Method of

Depreciation and Amortization (Amendment)
IAS 16 - Property, Plant and Equipment IAS 41 Agriculture - Agriculture: Bearer Plants (Amendment)
IAS 27 - Separate Financial Statements - Equity Method in Separate Financial Statements (Amendment)

### Improvements to Accounting Standards Issued by the IASB

IFRS 5 Non-current Assets Held for Sale and Discontinued Operations - Changes in methods of disposal IFRS 7 Financial Instruments: Disclosures - Servicing contracts

IFRS 7 Financial Instruments: Disclosures - Applicability of the offsetting disclosures to condensed interim financial IAS 19 Employee Benefits - Discount rate: regional market issue

IAS 34 Interim Financial Reporting - Disclosure of information 'elsewhere in the interim financial report'
The adoption of the above amendments, revisions, improvements to accounting standards and interpretations did not have any effect on the condensed interim financial statements.



			September 30, 2016	June, 30 2016
		Note	Rupees (Unaudited)	Rupees (Audited)
5	PROPERTY, PLANT AND EQUIPMENT	5.1	373,555,791	375,806,971
5.1	The movement in property, plant and equipment dur	ing the period / year ar	re as follows:	
	Opening balance Add: Additions during the period Less: Depreciation Charge for the period	5.1.1	375,806,971 6,667,389 382,474,360 (8,918,569)	401,955,345 9,111,969 411,067,314 (35,260,343)
	Less. Depreciation charge for the period		373,555,791	375,806,971
5.1.	1 Additions during the period			
	Furniture Computer and accessories Mobile phones Electrical Equipments Power Generation Unit		1,561,611 24,000 2,981,250 2,100,528 6,667,389	6,463,439 340,778 543,150 1,764,602 - 9,111,969
6.	INVESTMENT PROPERTY			
	Investment property	6.1	4,635,000,000	4,632,000,000
6.1	The movement in investment property during the per	riod / year are as follow	/S:	
	Opening balance Add: Additions during the period		4,632,000,000 3,000,000 4,635,000,000	4,319,000,000 38,782,113 4,357,782,113
	Remeasurement adjustment		4,635,000,000	4,557,782,113 274,217,887 4,632,000,000

An independent valuation of Centrepoint Project was last carried out by an independent professional valuer in June 2016 and the fair value of Rs.4,632 million (2015: Rs.4,319 million) was determined with reference to market based evidence, active market prices and relevant information. As of balance sheet date, there is no no material change in the aforementioned fair value of investment property. The fair value of investment property fall under Level 2 of fair value hierarchy. (i.e. significant observable inputs)

	September 30, 2016	June, 30 2016
	Rupees (Unaudited)	Rupees (Audited)
7. Receivable against rent, maintenance and	other services	
Rent Electricity and air conditioning services Water supply IT Services	63,854,767 15,053,284 14,591,663 8,434,138 101,933,852	20,966,759 12,614,131 16,066,952 1,830,156 51,477,998
8. Advance and prepayment		
Suppliers and contractors Against salary	45,550,492 362,138 45,912,630	23,547,999 282,258 23.830.257
Prepayments Insurance Agency fee Security trustee fee PNRA	3,010,545 500,000 500,000 115,096 4,125,641 50,038,271	4,988,511 750,000 750,000 

			September 30, 2016	June, 30 2016
		Note	Rupees (Unaudited)	Rupees (Audited)
9	CASH & CASH EQUIVALENTS			
	Cash in hand		41,020	-
	Cash at banks in local currency - current accounts			
	- islamic banking		399,820	107.889.704
	- conventional banking		42,058,255	700,255,511
	J. Control of the con		42,458,075	808,145,215
	- savings accounts - islamic banking - conventional banking		6,899 214,324,184 214,331,083 256,830,178	27,028,001 17,370,098 44,398,099 852,543,314
10.	LONG TERM FINANCING			
	Musharika Finance (Islamic) Demand finance facility (conventional) Diminishing musharika - I (Islamic) Diminishing musharika - II (Islamic)	10.1 10.2 10.3 10.4	1,949,551,768 - 18,750,000 31,250,000	2,074,861,362 109,375,000 18,750,000 37,500,000
	Less: Current portion shown under current liabilities		1,999,551,768 (198,500,000)	2,240,486,362 (217,875,000)
			1,801,051,768	2,022,611,362

- 10.1 The Holding Company had entered into the Musharika facility agreement of Rs.2,400 million with a commercial bank through an agreement dated May 26, 2015. Out of which, the Holding Company has utilized facility upto Rs. 2,100 million as at balance sheet date. It carries mark-up at the rate of 6 months KIBOR plus 1.75 percent per annum, and is repayable semiannually in arrears over a period of seven years including 1 year grace period i.e. the first installment will become due after 12 months from the date of disbursement dated September 16, 2015. The facility is secured against hypothecation charge over hypothecated fixed and current assets of Rs.2,800 million and by way of personal and corporate guarantee of Chief Executive and a related party.
- 10. 2 CMS had obtained a demand finance facility of Rs.175 million from a conventional commercial bank for a period of 5 years including one year grace period. The said facility was fully repaid during the period.
- 10.3 CMS had obtained diminishing musharika financing facility of Rs.30.0 million from a commercial bank for a period of 5 years for refinancing of CAPEX already incurred by the subsidiary company on Chillers. The facility carries mark-up at the rate of 6 months KIBOR plus 3 percent per annum and is subject to revision on semi-annually basis. The musharika units are to be purchased in 8 equal semi-annual installments starting from the 18th month of disbursement date i.e. April 08, 2015 during the period of 4 years latest by October 08, 2018. The facility is secured against first exclusive charge over the asset (Chillers) with 10% risk margin over market value, ranking hypothecation charge over fixed assets of Rs.40 million and personal quarantees of the directors of the subsidiary company.
- 10.4 CMS had obtained diminishing musharika financing facilities aggregating to Rs.50.0 million from a commercial bank for a period of 5 years including one year grace period to refinance CAPEX incurred on assets by CMS. The facility carries markup at the rate of 6 months KIBOR plus 3 percent per annum and is subject to revision on semi-annually basis. The musharika units are to be purchased in 8 equal semi-annual installments starting from the 18th month of disbursement date i.e. June 26, 2015 during the period of 4 years from the date of disbursement latest by December 26, 2018. The facility is secured against pledge over shares of TPL Trakker Limited held by TPL Holdings (Private) Limited (an ultimate parent company) with 40% risk margin, ranking hypothecation charge over fixed assets with 10% risk margin and personal guarantees of the directors of the subsidiary company.



		September 30, 2016	June, 30 2016
	Note	Rupees (Unaudited)	Rupees (Audited)
11. DUE TO RELATED PARTIES			
TPL Trakker Limited TPL Holdings (Pvt) Ltd Loan from Director	11.1 11.2 11.3	248,995,136 90,338,178 5,184,323	243,307,801 32,651,583 22,981,004
Less: Current portion		344,517,637 (5,184,323) 339,333,314	298,940,388 (23,294,409) 275,645,979

- 11.1 Represents loan financing facility having a limit of Rs.250 million carrying mark-up at the rate of 10.35 percent (2016: 10.35 percent) per annum and is repayable on or before August 31, 2021. On June 07, 2016 the rate of mark-up has been changed from fixed rate of 14 percent to variable rate of 6 months KIBOR plus 4 percent, which was effective from May 01, 2016.
- 11.2 Represents loan financing facility provided to the Holding Company having a limit of Rs.400 million carrying mark-up at the rate of 6.35 percent (2015: 6.35 percent) per annum and is repayable on or before 31 August 2021. On June 01, 2016 the rate of mark-up has been changed from fixed rate of 18 percent to variable rate of 3 months KIBOR which was effective from March 01, 2016.
- 11.3 Represents an unsecured, loan from a director, which is repayable on demand. It carries mark-up ranging from 6.35 percent per annum (2015: 6.35 percent to 18 percent per annum).

		September 30, 2016	June, 30 2016
		Rupees (Unaudited)	Rupees (Audited)
12.	ACCRUED MARK-UP		
	Accrued mark-up on: Long-term financing Related party balance	6,208,063	60,517,625
	TPL Trakker Limited TPL Holdings (Pvt) Ltd Loan from Director	1,152,052 15,571,394 27,499	13,482,945 15,035,200 1,970,959
	Short term borrowing	16,750,945	30,489,104 2,917,874
	Less: Current portion	<b>22,959,008</b> (5,905,776) <b>17,053,232</b>	93,924,603 (74,829,103) 19,095,500
13.	TRADE & OTHER PAYABLES		
	Trade Creditors Payable to contractors	86,576,672	67,179,093 44,962,971
	Accrued expenses Retention Money	52,502,745 26,856,804	65,090,149 34,065,170
	Workers' welfare fund Withholding Income Tax Payable	9,290,946 8,520,269	9,290,946 408,827
	Payable to employees Sales tax payable	6,810,195	710,096 6,367,089
		190,557,631	228,074,341
14.	ADVANCE AGAINST RENT AND MAINTENANCE SERVICES Advance Against:		
	<ul> <li>rent from tenants</li> <li>maintenance services</li> </ul>	26,335,473 4,249,022	44,782,901 25,709,061
		30,584,495	70,491,962

### 15. CONTINGENCIES AND COMMITMENTS

There are no major changes in the status of contingencies and commitments as reported in the annual financial statements (consolidated) of the company for the year ended June 30, 2016.

	September 30, 2016	September 30, 2015
	Rupees (Unaudited)	Rupees (Audited)
Revenue Rental income Revenue from maintenance and other services:	91,921,881	88,290,970
enance city and HVAC	24,713,456 25,512,946	10,750,232 13,303,150
rges	4,949,980 2,596,578	8,700,000
	149,694,841	121,044,352

### 17. TRANSACTIONS WITH RELATED PARTIES

The related parties of the Group comprise associated companies, major shareholders, directors and key management personnel. The Group has a policy whereby transactions with related parties are entered into at arm's length basis. The transactions with related parties other than those disclosed elsewhere in these consolidated condensed interim financial statements are as follows:

financial statements are as follows:		
	September 30, 2016	September 30, 2015
	Rupees (Unaudited)	Rupees (Audited)
The Ultimate Parent Company		
TPL Holdings (Private) Limited [THL] Amount received from THL by Holding Company Mark-up for the period on current account given to Holding Company Payment made to THL by the Holding Company Loan received from THL by CMS Mark-up for the period on current account given to CMS	58,000,000 521,938 - - 851	67,000,000 19,735,994 259,379,866 49,500,000
The Parent Company		
TPL Trakker Limited [TTL] Loan received from TTL on behalf of the Holding Company Amount paid to TDI on behalf of the Company by TTL Payment made to TTL by the Holding Company Payment made to TTL by the Holding Company on account of accrued mark-up Mark-up for the period on current account given to the Holding Company Expenses incurred / paid by TTL on behalf of the Holding Company Advance received by CMS against maintenance and other services	54,000,000 - 52,501,115 18,298,885 5,968,003 4,188,448 920,000	10,787,189 - 9,212,181 8,551,086 5,801,086
Common Directorship		
TPL Direct Insurance Limited [TDI] Amount received from TTL on behalf of the company		10,787,189
TPL Security Services (Private) Limited [TSS] Services received by CMS	3,610,200	3,610,200

### 18. DATE OF AUTHORIZATION OF FINANCIAL STATEMENTS

These consolidated condensed interim financial statements have been authorized for issue by the Board of Directors of the Company on October 26, 2016.

### 19. CORRESPONDING FIGURES

Certain prior period's figures have been rearranged consequent upon certain changes in the current period's presentation for more appropriate comparison, where necessary.

### 20 GENERAL

Figures in these consolidated condensed interim financial statements have been rounded off to the nearest rupee.

Chief Executive Officer

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