



INFINITE INNOVATION

CORPORATE OFFICE

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QUARTERLY
REPORT
MARCH
2017

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Vision

To be region's premier property developer providing world-class infrastructure and quality to investors, supported by the country's leading team of professionals.

Mission

To set the benchmark for other developers to follow.

COMPANY INFORMATION

BOARD OF DIRECTORS

| | |
|--|----------|
| Jameel Yusuf (S.St) | Chairman |
| Ali Jameel | Director |
| Bilal Alibhai | Director |
| Ziad Bashir | Director |
| Maj. Gen (R) Zafar-ul-Hasan Naqvi | Director |
| Vice Admiral (R) Muhammad Shafi HI (M) | Director |
| Yousuf Zohaib Ali | Director |
| Ali Asghar | Director |

CHIEF EXECUTIVE OFFICER

Ali Jameel

CHIEF FINANCIAL OFFICER

Ali Abbas

AUDIT COMMITTEE

| | |
|--|-----------|
| Ziad Bashir | Chairman |
| Yousuf Zohaib Ali | Member |
| Vice Admiral (R) Muhammad Shafi HI (M) | Member |
| Naseer Khan | Secretary |

HUMAN RESOURCE & REMUNERATION COMMITTEE

| | |
|-----------------------------------|-----------|
| Maj. Gen (R) 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
Al Baraka Bank (Pakistan) Limited
Summit Bank Limited

SHARE REGISTRAR

THK Associates
1st Floor, 40-C, Block-6, PECHS,
Karachi-75530, Pakistan.
Tel: (021) 34168270
UAN: 111-000-322
Fax: (021) 34168271

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 Directors are pleased to present the unaudited condensed interim financial information for nine months ended March 31, 2017 and a brief review of the Company's operations:

ECONOMIC REVIEW

The Pakistan economy is on a sustainable growth path with most of the indicators, like inflation and interest rate, the lowest since the last five years. Our Country's GDP is expected to grow at the rate of 5.2% for the fiscal year 2016-2017 as compared to 4.7% of last year. This improved outlook is derived from the cumulative impact of government's economic and structural reform program including gradually improving law and order situation. Further investment in CPEC increased from USD 46 billion jumping more than 30% from its initial commitment which will be used in power generation projects to further strengthen the economy. All these factors have enabled Pakistan to become one of the attractive investment destination for foreign investors.

UPDATE ON THE REAL ESTATE SECTOR

A survey conducted by Zameen.com, an online real estate portal, suggested that Pakistan's real estate sector managed to post an overall growth of 118% over the last five years. All three major cities of Pakistan Karachi, Lahore and Islamabad have posted phenomenal growth over the same period.

According to analysts, Non-resident Pakistanis do not just buy properties for the purpose of living, but also buy these as an investment asset to increase wealth. Population growth has a shortage of housing units and rising disposable income along with falling interest rates have been the key triggers for interest and demand in the real estate sector.

STANDALONE PERFORMANCE

Comparisons of the results of the Company with the corresponding period are given below: brokers to enter the market.

| Particulars | Nine months ended March 31, 2017 | Nine months ended March 31, 2016 |
|--------------------------------------|-------------------------------------|-------------------------------------|
| Rental Income | 275,765,649 | 272,134,720 |
| Gross Profit | 267,709,788 | 264,599,986 |
| Profit /(loss) before tax | 76,539,293 | 3,238,354 |
| Profit /(loss) after tax | 59,430,138 | (3,300,712) |
| Number of outstanding shares | 208,000,000 | 133,912,727 |
| Earnings/(loss) per share - pre tax | 0.37 | 0.02 |
| Earnings/(loss) per share - post tax | 0.29 | (0.02) |

The Company performance has been improved significantly as compared to the last period which is primarily due to reduction in finance cost including exchange loss. This exchange loss was incurred in the last period due to a foreign currency loan which was repaid by the company while other factors in decreased finance cost is reduction in associated company loans and their related interest rates as compared to the prior period.

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

CONSOLIDATED PERFORMANCE

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

| Particulars | Nine months ended March 31, 2017 | Nine months ended March 31, 2016 |
|-------------------------------------|-------------------------------------|-------------------------------------|
| Revenue | 421,568,597 | 372,558,149 |
| Gross Profit | 308,266,022 | 262,625,596 |
| Profit/(loss) before tax | 71,726,290 | (88,490,199) |
| Profit/(loss) after tax | 38,334,977 | (73,757,478) |
| Number of outstanding shares | 208,000,000 | 133,912,727 |
| Earnings/(loss) per share - pre tax | 0.34 | (0.66) |
| Earnings/(loss) per share-post tax | 0.18 | (0.55) |

Profit after tax increased by Rs. 112.092 million mainly due to the increase in revenue by Rs. 49.01 million and decrease in finance costs, revenue increased mainly due to increase in maintenance income. The Company incurred cost of Rs. 3.37 million in direct cost to achieve this increase in revenue. Further reduction in finance cost is achieved by replacing high cost debts with low-priced loans in its subsidiary.

In the light of these financial results we are satisfied that the company is on the progressive path. The new projects when materialized (as discussed in detail below), will add significant value not only to our shareholders but also to our stakeholder and the environment.

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.

COMPANY OUTLOOK

The Company has entered into a Joint Venture agreement with the sponsors / shareholders of HKC Limited. The Company will acquire 90% shares in HKC by issuing its shares at agreed swap ratio. The Company's interest in acquiring a controlling stake in HKC is due to the fact that HKC owns a property measuring 2539.32 Square Yards, located at Homie Katarak Chambers, CL 9-227, Civil Lines Quarters, Hoshang Road, Karachi, which the Company is keen on developing into a high-end mixed-use development including residential units and showrooms. The above will be subject to obtaining the necessary corporate and regulatory approvals

For the development of the above project the Company intends to engage foreign design and consultancy firms to bring the international expertise with quality in Pakistan. This will surely take the construction and development into the next level in the Country which will ultimately fetch best in class living standards for residents.

Further in continuation, of the Company's developer services segment, few locations have been identified for corporates and the design phase on these will commence shortly.

Acknowledgement

We would like to thank 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.)
Chairman

ڈائریکٹرز رپورٹ

ڈائریکٹرز کی جانب سے، میں 31 مارچ، 2017 کو اختتام شدہ نو ماہ کی مدت کے حوالے سے کمپنی کے آپریشنز پر نظر ثانی کے ساتھ غیر آڈٹ شدہ مختصر عبوری مالی گوشوارے نشریہ طور پر آپ کے گوش گزار کرتا ہوں۔

اقتصادی تجزیہ

پاکستان کی اقتصادی صورتحال افزا زراور گزشتہ پانچ سالوں سے کم ترین شرح سود جیسے عوامل کے ساتھ استحکام اور ترقی کی جانب گامزن ہے۔ ہمارے ملک کا GDP گزشتہ سال کے 4.7 فیصد کے مقابلے میں مالی سال 2016-17 میں 5.2% متوقع ہے۔ یہ بہتر صورتحال سرکاری معاشی اور اسٹریٹجی کی از سر نو ترتیب کے پروگرام بشمول امن وامان کی بہتر صورتحال کے مجموعی اثرات کے باعث سامنے آئی۔ CPEC میں 46 بلین امریکی ڈالر کے ابتدائی وعدے سے 30% سے زائد اضافہ ہوا، جو کہ نئی کی پیداوار کے پراجیکٹس میں استعمال کیا جاتا ہے اور اس سے معیشت کو مزید استحکام ملا۔ یہ وہ تمام عوامل ہیں، جن کی بدولت پاکستان بیرونی سرمایہ کاروں کے لیے سرمایہ کاری کے حوالے سے ایک پرنکش جگہ بنا۔

ریٹیل اسٹیٹ کے شعبے سے متعلق تازہ ترین معلومات

آن لائن ریٹیل اسٹیٹ پورٹل، zameen.com کی جانب سے منعقدہ ایک سروے میں یہ بتایا گیا کہ پاکستان میں ریٹیل اسٹیٹ کے شعبے میں گزشتہ پانچ سالوں میں مجموعی طور پر 118% بڑھوتری اور ترقی مشاہدے میں آئی۔ اس مدت کے دوران پاکستان کے تین بڑے شہروں کراچی، لاہور اور اسلام آباد میں غیر معمولی ترقی دیکھنے میں آئی۔ تجزیہ کاروں کے مطابق، پاکستانی شہریت نہ رکھنے والے صرف رہائش کے لیے جائیداد نہیں خریدتے ہیں بلکہ اپنی دولت کو بڑھانے کے لیے اثاثہ جات میں سرمایہ کاری کے لیے بھی یہ جائیدادیں خریدتے ہیں۔ برہنہ ہوئی آبادی اور ہائٹی ٹینس کی ادائیگی کا شکار شرح سود کے ساتھ قابل فروخت آمد کے بڑھتے ہوئے رجحان کا سامنا ہے، جو ریٹیل اسٹیٹ کے شعبے میں دلچسپی اور طلب کے اہم اسباب میں سے ایک ہے۔

انفرادی کارکردگی

مشابہتی مدت میں کمپنی کے موازناتی نتائج درج ذیل ہیں:

| کوائف | 31 مارچ، 2017 کو ختم ہونے والے نو ماہ | 31 مارچ، 2016 کو ختم ہونے والے نو ماہ |
|---|--|--|
| کرائے سے حاصل ہونے والی آمدنی | 275,765,649 | 272,134,720 |
| مجموعی منافع | 267,709,788 | 264,599,986 |
| قبل از ٹیکس منافع / (نقصان) | 76,539,293 | 3,238,354 |
| بعد از ٹیکس منافع / (نقصان) | 59,430,138 | (3,300,712) |
| آؤٹ اسٹینڈنگ شیئرز کی تعداد - ویبڈ ایوریج | 208,000,000 | 133,912,727 |
| قبل از ٹیکس فی حصص منافع / (نقصان) | 0.37 | 0.02 |
| بعد از ٹیکس فی حصص منافع / (نقصان) | 0.29 | (0.02) |

گزشتہ مدت کے مقابلے میں کمپنی کی کارکردگی میں خاطر خواہ اضافہ ہوا ہے، جس کی بنیادی وجہ مالیاتی لاگت بشمول زرمبادلہ کے نقصان میں کمی ہے۔ فارن کرنسی لون کے باعث زرمبادلہ کے اس نقصان کو گزشتہ سال میں برداشت کیا گیا تھا، جس کی کمپنی کی جانب سے ادائیگی کر دی گئی تھی۔ جبکہ مالیاتی لاگت میں کمی کا باعث بننے والے دیگر عوامل میں شریک کمپنی کے قرضہ جات اور متعلقہ شرح سود میں سابقہ مدت کے مقابلے میں کمی شامل ہیں۔

جیسا کہ مختصر عبوری مالیاتی گوشواروں کے متعلقہ نوٹس میں واضح کیا گیا ہے کہ گئے عزم نیز سرمایہ کاری کی جائیداد کی فیئر ویلیو میں کمی کی صورت میں ترمیمات نہیں کی گئی ہیں۔

مجموعی کارکردگی:

مشابہتی مدت میں کمپنی کے موازناتی نتائج درج ذیل ہیں:

| 2016، مارچ، 31 کو ختم ہونے والے نو ماہ | 2017، مارچ، 31 کو ختم ہونے والے نو ماہ | کوائف |
|---|---|----------------------------------|
| 372,558,149 | 421,568,597 | آمدن |
| 262,625,596 | 308,266,022 | مجموعی نفع |
| (88,490,199) | 71,726,290 | قبل از محصول نفع (تقصان) |
| (73,757,478) | 38,334,977 | بعد از محصول نفع (تقصان) |
| 133,912,727 | 208,000,000 | بتایا حصص کی تعداد |
| (0.66) | 0.34 | فی حصص آمدن (تقصان) قبل از محصول |
| (0.55) | 0.18 | فی حصص آمدن (تقصان) بعد از محصول |

بعد از محصول نفع میں 112.092 ملین روپے تک کا اضافہ ہوا، جس کی اہم وجہ آمدن میں 49.01 ملین روپے کا اضافہ اور مالیاتی لاگتوں میں کمی ہے۔ آمدن میں ہونے والا یہ اضافہ مینٹیننس کی آمدن میں بڑھوتری کے باعث ہوا۔ آمدن میں اس اضافے کے حصول کے لیے کمپنی نے براہ راست لاگت میں 3.37 ملین روپے کی لاگت برداشت کی۔ مالیاتی لاگت میں مزید کمی بلانڈ لاگت کے قرضہ جات کے ساتھ اس کے ذیلی ادارے میں کم لاگت کے قرضوں کی تبدیلی کے ذریعے حاصل ہوئی۔ ان مالیاتی نتائج کی روشنی میں ہمیں اطمینان ہے کہ کمپنی ترقی کی راہ پر گامزن ہے۔ نئے پراجیکٹس، اپنی شروعات (تفصیل ذیل میں درج ہے) کے ساتھ نہ صرف ہمارے حصص یافتگان کے لیے اضافی فائدے کا باعث بنیں گے بلکہ یہ ہمارے اسٹیک ہولڈرز اور کئی طور پر اس ماحول کے لیے بھی سود مند ہوں گے۔

جیسا کہ مختصر عبوری مالیاتی گوشواروں کے متعلقہ نوٹس میں واضح کیا گیا ہے کہ گئے عزم نیز سرمایہ کاری کی جانیداری فیبرو لیو میں کسی قسم کی سوداگری ترمیمات نہیں کی گئی ہیں۔

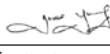
کمپنی کا موقف

کمپنی نے HKC لمیٹڈ کے اسپانسرز اسٹیک ہولڈرز کے ساتھ ایک مشترکہ شرائطی معاہدہ کیا ہے۔ کمپنی منظور شدہ شرح مبادلہ پر اپنے حصص کے اجراء کے ذریعے HKC میں 90% حاصل کرے گی۔ HKC کا انتظام و انصرام سنبھالنے کی حد تک اس کے اسٹیک کے حصول میں کمپنی کی دلچسپی کی بنیادی وجہ HKC کی زیر ملکیت Homie Katarak چیئرمن، CL 9-227 سول لانڈز کوارٹرز، ہوشنگ روڈ کراچی پر واقع 2539.32 مربع گز کی وہ جائیداد ہے جسے کمپنی مختلف استعمال کے لیے اعلیٰ پائے کے ترقیاتی کاموں بشمول رہائشی پوسٹ اور شورومز میں استعمال کرنے میں بھرپور دلچسپی رکھتی ہے۔ یہ تمام معاملات کارپوریشن اور ضابطے کی منظور یوں سے مشروط ہوں گے۔ مذکورہ بالا پراجیکٹس کی ڈیولپمنٹ کے لئے کمپنی فارن ڈیزائن اور مشاورتی فرمز کو اس میں شامل کرنے کا ارادہ رکھتی ہے تاکہ پاکستان میں اعلیٰ معیار کے بین الاقوامی تجربات سے استفادہ حاصل کیا جائے۔ یقینی طور پر یہ تمام امور ملک میں تعمیراتی اور ترقیاتی کاموں کو اعلیٰ مقام سے ہمکنار کریں گے اور نتیجے میں رہائشیوں کو اعلیٰ معیار کی بہترین سہولیات میسر آئیں گی۔

اسی سلسلے میں کمپنی کی ڈیولپر سروسز کے شعبے نے کارپوریشن کے حوالے سے چند مقامات کی نشاندہی کی ہے اور ان پر ڈیزائن کا عمل مختصر عرصے میں شروع کر دیا جائے گا۔

تعمیراتی کمالات

ہم کمپنی کے حصص یافتگان کے بے حد مشکور ہیں کہ انہوں نے ہم پر عمل اعتماد کیا۔ ہم سیکورٹی کی پیشکش ایڈجسٹمنٹ آف پاکستان، فیڈرل بورڈ آف ریویو اور پاکستان اسٹاک ایکسچینج کی جانب سے بھرپور معاونت و رہنمائی کو بھی سراہتے ہیں۔ اس کے ساتھ ہم اپنے ملازمین، اسٹریٹیجک پارٹنرز، ویڈیوز، ڈیزائنرز، فراہم کنندگان، مالیاتی اداروں اور صارفین کا بھی تہہ دل سے شکریہ ادا کرتے ہیں کہ انہوں نے ہمارے کارپوریشن کی تکمیل میں ہماری بھرپور معاونت کی۔


جمیل یوسف (ایس ایس ٹی)
چیئر مین

UNCONSOLIDATED CONDENSED INTERIM BALANCE SHEET

AS AT MARCH 31, 2017 - (Unaudited)

| | Note | March 31, 2017 Rupees (Unaudited) | June 30, 2016 Rupees (Audited) |
|---|------|---|--------------------------------------|
| ASSETS | | | |
| NON-CURRENT ASSETS | | | |
| Property, plant and equipment | 6 | 6,809,468 | 5,581,476 |
| Investment Property | 7 | 4,655,575,207 | 4,632,000,000 |
| Long-term investment | | 352,999,990 | 352,999,990 |
| Long-term subordinated loan | | 4,123,440 | 10,770,709 |
| Long-term deposits | | 186,919 | 186,919 |
| Interest accrued | | 50,650,079 | 78,038,053 |
| | | 5,070,345,103 | 5,079,577,147 |
| CURRENT ASSETS | | | |
| Receivables against rent from tenants | 8 | 13,114,403 | 20,966,759 |
| Advances and prepayments | | 14,971,558 | 19,621,854 |
| Taxation - net | | 96,901,650 | 97,864,137 |
| Cash and bank balance | | 270,371,555 | 850,576,013 |
| | | 395,359,166 | 989,028,763 |
| TOTAL ASSETS | | 5,465,704,269 | 6,068,605,910 |
| EQUITY & LIABILITIES | | | |
| SHARE CAPITAL | | | |
| Authorised capital | | | |
| 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 profits | | 1,034,963,991 | 975,533,853 |
| | | 3,255,461,142 | 3,196,031,004 |
| NON-CURRENT LIABILITIES | | | |
| Long-term financing | 9 | 1,659,587,157 | 1,948,861,362 |
| Due to related parties - unsecured | 10 | 135,674,322 | 275,645,979 |
| Accrued mark-up | | 897,620 | 19,095,500 |
| Deferred tax liability | 11 | 43,076,916 | 39,005,393 |
| | | 1,839,236,015 | 2,282,608,234 |
| CURRENT LIABILITIES | | | |
| Trade and other payables | 12 | 77,202,701 | 163,832,637 |
| short-term borrowings | | - | 200,000,000 |
| Current portion of non-current liabilities | | 211,252,129 | 181,351,134 |
| Advances against rent from tenants | 13 | 82,552,281 | 44,782,901 |
| | | 371,007,111 | 589,966,672 |
| CONTINGENCIES & COMMITMENTS | | | |
| TOTAL EQUITY & LIABILITIES | | 5,465,704,269 | 6,068,605,910 |

The annexed notes from 1 to 22 form an integral part of these condensed interim financial statements.


Chief Executive Officer


Director

UNCONSOLIDATED CONDENSED INTERIM PROFIT & LOSS ACCOUNT

FOR THE NINE MONTHS ENDED MARCH 31, 2017 - (Unaudited)

| Note | Nine months ended | | Quarter ended | |
|---|--------------------|--------------------|--------------------|--------------------|
| | March 31, 2017 | March 31, 2016 | March 31, 2017 | March 31, 2016 |
| | Rupees (Unaudited) | Rupees (Unaudited) | Rupees (Unaudited) | Rupees (Unaudited) |
| Rental income | 275,765,649 | 272,134,720 | 91,921,884 | 91,921,960 |
| Direct operating costs | (8,055,861) | (7,534,734) | (2,328,671) | (2,106,168) |
| Gross profit | 267,709,788 | 264,599,986 | 89,593,213 | 89,815,792 |
| Administrative & general expenses | (68,875,445) | (63,736,563) | (22,656,481) | (19,574,519) |
| Exchange loss - net | - | (57,400,000) | - | - |
| Other operating expenses | - | (382,663) | - | - |
| Finance cost | (135,878,433) | (171,828,941) | (41,365,356) | (59,809,765) |
| Other Income | 13,583,382 | 31,986,536 | 3,061,909 | 11,625,572 |
| Profit before taxation | 76,539,293 | 3,238,354 | 28,633,286 | 22,057,079 |
| Taxation | (17,109,154) | (6,539,065) | (6,854,275) | - |
| Profit / (loss) for the period | 59,430,138 | (3,300,712) | 21,779,009 | 22,057,079 |
| Other comprehensive income for the period, net of tax | - | - | - | - |
| Total comprehensive income / (loss) for the period | 59,430,138 | (3,300,712) | 21,779,009 | 22,057,079 |
| Earnings / (loss) per share - Basic and diluted | 0.29 | (0.02) | 0.10 | 0.15 |

The annexed notes from 1 to 22 form an integral part of these condensed interim financial statements.


Chief Executive Officer


Director


UNCONSOLIDATED CONDENSED INTERIM CASH FLOW STATEMENT

FOR THE NINE MONTHS ENDED MARCH 31, 2017 - (Unaudited)

| | March 31, 2017 | March 31, 2016 |
|---|----------------------|----------------------|
| | Rupees (Unaudited) | Rupees (Unaudited) |
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Profit / (Loss) before taxation | 76,539,293 | 3,238,354 |
| Adjustments for Non-Cash Items | | |
| Depreciation | 1,954,557 | 1,719,599 |
| Finance Costs | 135,878,433 | 171,828,941 |
| Profit on savings account | (7,044,479) | - |
| Markup on long-term subordinated loan | 27,387,974 | - |
| Exchange loss - net | - | 57,400,000 |
| | 158,176,483 | 230,948,540 |
| Working capital Changes | | |
| Decrease / (increase) in current assets | | |
| Receivables against rent from tenants | 7,852,356 | (40,537,821) |
| Advances and prepayments | 4,650,296 | (7,192,536) |
| | 12,502,653 | (47,730,357) |
| (Decrease) / increase in current liabilities | | |
| Trade and other payables | (86,629,937) | (39,602,664) |
| Advances against rent from tenants | 37,769,380 | (42,687,037) |
| | (48,860,556) | (82,289,700) |
| Cash flows used in operations | 198,357,872 | 104,166,837 |
| Finance costs paid | - | (249,764,693) |
| Markup on savings account received | 7,044,479 | - |
| Income taxes paid | (12,075,144) | (30,441,575) |
| Net cash flows from / (used in) operating activities | 193,327,207 | (176,039,430) |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Additions to operating fixed assets | (3,182,549) | (6,216,875) |
| Expenditure incurred on investment property | (15,817,113) | (52,916,536) |
| Additions to capital work in progress | (7,758,094) | - |
| Long term subordinated loan - net | 6,647,269 | (105,549,100) |
| Long-term deposits | - | (100,000) |
| Net cash flows used in investing activities | (20,110,487) | (164,782,511) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Proceeds from issuance of share capital | - | 342,500,000 |
| Share issue cost | - | 57,806,000 |
| Long-term financing - net | (413,449,522) | (100,768,288) |
| Short-term borrowings - net | (200,000,000) | 200,000,000 |
| Due to related parties | (139,971,657) | (321,065,898) |
| Net cash flows (used in) / from financing activities | (753,421,179) | 178,471,813 |
| Net decrease in cash and cash equivalents | (580,204,458) | (162,350,128) |
| Cash and cash equivalents at the beginning of the year | 850,576,013 | 178,262,172 |
| Cash and cash equivalents at the end of the year | 270,371,555 | 15,912,044 |

The annexed notes from 1 to 22 form an integral part of these condensed interim financial statements.


Chief Executive Officer


Director

UNCONSOLIDATED CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY

FOR THE NINE MONTHS ENDED MARCH 31, 2017 - (Unaudited)

| | Share capital | Share premium | Accumulated Profit/Loss | Total |
|---|-----------------------------|---------------------------|-----------------------------|-----------------------------|
| | ----- (Rupees) ----- | | | |
| Balance at June 30, 2015 (Audited) | 1,100,000,000 | - | 684,863,802 | 1,784,863,802 |
| Issue of ordinary shares for cash consideration | 342,500,000 | 57,806,000 | - | 400,306,000 |
| Loss for the year | - | - | (3,300,711) | (3,300,711) |
| Other comprehensive income for the period, net of tax | - | - | - | - |
| Total comprehensive loss for the period | - | - | (3,300,711) | (3,300,711) |
| Balance at March 31, 2016 (Unaudited) | <u>1,442,500,000</u> | <u>57,806,000</u> | <u>681,563,091</u> | <u>2,181,869,091</u> |
| Balance at June 30, 2016 (Audited) | 2,080,000,000 | 140,497,151 | 975,533,853 | 3,196,031,004 |
| Profit for the period | - | - | 59,430,138 | 59,430,138 |
| Other comprehensive income for the period, net of tax | - | - | - | - |
| Total comprehensive income for the period | - | - | 59,430,138 | 59,430,138 |
| Balance at March 31, 2017 (Un-audited) | <u>2,080,000,000</u> | <u>140,497,151</u> | <u>1,034,963,991</u> | <u>3,255,461,142</u> |

The annexed notes from 1 to 22 form an integral part of these condensed interim financial statements.



Chief Executive Officer



Director

NOTES TO THE UNCONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS

FOR THE NINE MONTHS ENDED MARCH 31, 2017 - (Unaudited)

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. In September 2015, the Company changed its status from private limited company to public company. Accordingly, the Company name was 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. TPL Trakker Limited and TPL Holdings (Private) Limited are the parent and ultimate parent company respectively, as of balance sheet date.

1.2. These financial statements are the separate financial statements of the Company, in which investment in the subsidiary company namely Centrepoint Management Services (Private) Limited (the Subsidiary Company) has been accounted for at cost less accumulated impairment losses, if any."

2. STATEMENT OF COMPLIANCE

These condensed interim financial statements of the Company for the nine months ended March 31, 2017 have been prepared in accordance with the requirements of the International Accounting Standard 34 - Interim Financial Reporting and provisions of and directives issued under the Companies Ordinance, 1984. In case where requirements differ, the provisions of or directives issued under the Companies Ordinance, 1984 have been followed.

3. BASIS OF PREPARATION

These condensed interim financial statements are un-audited and are prepared in accordance with approved accounting standards as applicable in Pakistan. These condensed interim financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the financial statements (unconsolidated) of the Company for the year ended June 30, 2016.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted in the preparation of these condensed interim financial statements are consistent with those followed in the preparation of the Company's annual financial statements (unconsolidated) for the year ended June 30, 2016 except for the adoption of new and amended standards and interpretations as stated below:

4.1. New amended and revised standards and interpretations of IFRSs

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 27 Separate Financial Statements: 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 and IAS 41 Agriculture: Agriculture - Bearer Plants (Amendment)

IAS 27 - Separate Financial Statements: Equity Method in Separate Financial Statements (Amendment)

The adoption of the above amendment to accounting standards did not have any effect on the condensed interim financial statements.

In addition to the above standards and amendments, improvements to various accounting standards have also been issued by the IASB in September 2014. Such improvements are generally effective for accounting periods beginning on or after January 01, 2016. The Company expects that such improvements to the standards will not have any material impact on the Company's financial statements in the period of initial application.

5. ACCOUNTING ESTIMATES AND FINANCIAL RISK MANAGEMENT

The preparation of these condensed interim financial statements require management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing these condensed interim financial statements, the significant judgements made by the management in applying the Company's accounting policies and areas where assumptions and estimates are significant are same as those applied to the financial statements as at and for the year ended June 30, 2016. The company's financial risk management objectives and policies are consistent with those disclosed in the financial statements (unconsolidated) as at and for the year ended June 30, 2016.

NOTES TO THE UNCONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS

FOR THE NINE MONTHS ENDED MARCH 31, 2017 - (Unaudited)

| | | March 31, 2017 | June, 30 2016 |
|---|-------|-----------------------------|-----------------------------|
| | Note | Rupees (Unaudited) | Rupees (Audited) |
| 6. PROPERTY, PLANT AND EQUIPMENT | | | |
| The movement in operating fixed assets during the period / year are as follows: | | | |
| Opening balance (WDV) | | 5,581,476 | 1,584,109 |
| Add: Additions during the period / year | 6.1 | <u>3,182,549</u> | <u>6,322,378</u> |
| | | 8,764,025 | 7,906,487 |
| Depreciation Charge for the period / year | | <u>(1,954,557)</u> | <u>(2,325,011)</u> |
| | | <u>6,809,468</u> | <u>5,581,476</u> |
| 6.1 Additions including transfers during the period / year | | | |
| Computer and accessories | | 459,900 | 340,778 |
| Furniture | | - | 5,801,600 |
| Vehicles | | 2,628,649 | - |
| Mobile phones | | <u>94,000</u> | <u>180,000</u> |
| | | <u>3,182,549</u> | <u>6,322,378</u> |
| 7. INVESTMENT PROPERTY | | | |
| Investment property | 7.1 | 4,647,817,113 | 4,632,000,000 |
| Capital work in process | 7.2 | <u>7,758,094</u> | <u>-</u> |
| | | <u>4,655,575,207</u> | <u>4,632,000,000</u> |
| 7.1 The movement in investment property during the period / year is as follows: | | | |
| Opening balance | | 4,632,000,000 | 4,319,000,000 |
| Add: Additions during the period / year | | <u>15,817,113</u> | <u>38,782,113</u> |
| | | <u>4,647,817,113</u> | <u>4,357,782,113</u> |
| Remeasurement adjustment | | - | 274,217,887 |
| Closing balance | 7.1.1 | <u>4,647,817,113</u> | <u>4,632,000,000</u> |
| 7.1.1 An independent valuation of Centrepoint Project was carried out by an independent professional valuer on June 30, 2016. As of balance sheet date, the management expects no material change in the aforementioned fair value of investment property. | | | |
| 7.2 Capital work in process | | | |
| Represents expenses incurred and advances made by the Company in respect of development of investment properties. | | | |
| 8. RECEIVABLES AGAINST RENT FROM TENANTS – unsecured, considered good | | | |
| TPL Trakker Limited – the parent company | | - | 16,150,330 |
| Others | | <u>13,114,403</u> | <u>4,816,429</u> |
| | | <u>13,114,403</u> | <u>20,966,759</u> |

| Note | March 31, 2017 | June 30 2016 |
|--|-----------------------|----------------------|
| | Rupees (Unaudited) | Rupees (Audited) |
| 9. LONG-TERM FINANCING | | |
| Musharika Finance | 1,864,337,157 | 2,074,861,362 |
| Current Portion shown under current liabilities | 204,750,000 | 126,000,000 |
| 9.1 | <u>1,659,587,157</u> | <u>1,948,861,362</u> |
| 9.1 There is no material changes in the terms and conditions as disclosed in the annual financial statements (Unconsolidated) of the Company for the year ended June 30, 2016. | | |
| Note | March 31, 2017 | June 30 2016 |
| | Rupees (Unaudited) | Rupees (Audited) |
| 10. DUE TO RELATED PARTIES - unsecured | | |
| TPL Holdings (Private) Limited - an ultimate parent Company | 82,872,176 | 32,338,178 |
| TPL Trakker Limited - the parent Company | 52,802,146 | 243,307,801 |
| 10.1 | <u>135,674,322</u> | <u>275,645,979</u> |
| 10.1 There is no material change in the terms and conditions as disclosed in the annual financial statements (unconsolidated) of the Company for the year ended June 30, 2016 | | |
| Note | March 31, 2017 | June 30 2016 |
| | Rupees (Unaudited) | Rupees (Audited) |
| 11. DEFERRED TAX LIABILITY | | |
| Deferred tax liability on taxable temporary differences: Advance against rent from tenants (net of receivables) | 43,076,918 | 39,005,393 |
| 12. TRADE & OTHER PAYABLES | | |
| Creditors | 24,669,156 | 67,179,093 |
| Accrued expenses | 24,315,676 | 56,291,707 |
| Retention Money | 18,446,352 | 30,360,795 |
| Payable to employees | 480,571 | 710,096 |
| Workers' Welfare Fund | 9,290,946 | 9,290,946 |
| | <u>77,202,701</u> | <u>163,832,637</u> |
| 13. ADVANCE AGAINST RENT FROM TENANTS | | |
| Related parties: | | |
| TPL Trakker Limited - the parent company | 4,376,867 | - |
| TPL Direct Insurance Limited - an associated company | 30,057,635 | 19,110,536 |
| Others | 48,117,779 | 25,672,365 |
| | <u>82,552,281</u> | <u>44,782,901</u> |
| 14. CONTINGENCIES AND COMMITMENTS | | |

As of balance sheet date, there is no significant change in the status of contingencies and commitments as reported in annual financial statements for the year ended 30 June 2016.

| Note | Nine months ended | | Quarter ended | |
|---|-----------------------|-----------------------|-----------------------|-----------------------|
| | March 31, 2017 | March 31, 2016 | March 31, 2017 | March 31, 2016 |
| | Rupees (Unaudited) | Rupees (Unaudited) | Rupees (Unaudited) | Rupees (Unaudited) |
| 15. RENTAL INCOME | | | | |
| Related parties: | | | | |
| TPL Trakker Limited - the parent company | 31,443,170 | 31,443,170 | 10,481,056 | 10,481,056 |
| TPL Direct Insurance Limited - an associated company | 34,067,403 | 34,067,403 | 11,355,802 | 11,355,878 |
| | 65,510,573 | 65,510,573 | 21,836,858 | 21,836,934 |
| Others | 210,255,076 | 206,624,146 | 70,085,026 | 70,085,025 |
| | <u>275,765,649</u> | <u>272,134,720</u> | <u>91,921,884</u> | <u>91,921,960</u> |
| 16. DIRECT OPERATING COSTS | | | | |
| Repairs and maintenance | 1,182,606 | 1,177,748 | 86,969 | 78,950 |
| Insurance | 6,086,451 | 6,081,302 | 2,192,762 | 1,996,554 |
| Advertisement and promotional | 786,804 | 275,684 | 48,940 | 30,664 |
| | <u>8,055,861</u> | <u>7,534,734</u> | <u>2,328,671</u> | <u>2,106,168</u> |
| 17. FINANCE COST | | | | |
| Markup on: | | | | |
| Long term financing | 120,896,944 | 118,322,425 | 39,272,761 | 43,246,192 |
| Short-term borrowing | - | 8,823,123 | - | 7,736,000 |
| Due to related parties | 14,114,533 | 44,325,946 | 2,077,674 | 8,822,545 |
| | 135,011,477 | 171,471,494 | 41,350,435 | 59,804,737 |
| Bank Charges | 866,956 | 357,447 | 14,921 | 5,028 |
| | <u>135,878,433</u> | <u>171,828,941</u> | <u>41,365,356</u> | <u>59,809,765</u> |
| 18. OTHER INCOME | | | | |
| Profit on saving account | 7,044,479 | 3,048,540 | 3,011,264 | 527,259 |
| Markup on long-term subordinated loan | 6,025,487 | 27,266,021 | 37,229 | 10,298,438 |
| Others | 513,416 | 1,671,974 | 13,416 | 799,874 |
| | <u>13,583,382</u> | <u>31,986,536</u> | <u>3,061,909</u> | <u>11,625,572</u> |
| 19. TAXATION | | | | |
| Current | 13,037,630 | 6,122,609 | 4,809,616 | - |
| Deferred | 4,071,525 | 416,456 | 2,044,660 | - |
| | <u>17,109,154</u> | <u>6,539,065</u> | <u>6,854,275</u> | <u>-</u> |
| 19.1. The Company has filed income tax return for the tax year 2016, which is deemed to be assessed under Section 120 of Income Tax Ordinance, 2001 unless selected for audit. Current tax charge is based on minimum tax under Section 113C of the Income Tax Ordinance, 2001. | | | | |

20. TRANSACTIONS WITH RELATED PARTIES

The related parties comprise of the ultimate parent company, parent company and group company, associated companies, subsidiary company, directors of the Company, companies where directors also hold directorship, key employees and staff retirement funds. Details of transactions with related parties, other than those which have been specifically disclosed elsewhere in these unconsolidated financial statements are as follows:

| Relationship with the company | Nature of Transaction | March 31, 2017 (Unaudited) | March 31, 2016 (Unaudited) |
|--|---|-------------------------------|-------------------------------|
| | | ----- (Rupees) ----- | |
| The Ultimate Parent Company | | | |
| TPL Holdings (Private) Limited [THL] | Amount received from THL by the Company | 192,000,000 | 111,050,000 |
| | Mark-up on current account | 3,747,878 | 24,887,760 |
| | Payment made to THL on account of current account | 141,466,002 | 580,300,000 |
| | Payment made to THL on account of accrued mark-up | 8,682,902 | 146,193,368 |
| The Parent Company | | | |
| TPL Trakker Limited [TTL] | Amount received from TTL | 119,245,997 | - |
| | Payment made to TTL on account of accrued mark-up | 23,629,500 | - |
| | Payment made by the Company | 320,370,500 | 20,000,000 |
| | Mark-up on current account | 10,366,656 | 19,428,793 |
| | Expenses incurred / paid by TTL on behalf of the Company | 16,911,437 | 16,138,238 |
| | Expenses incurred / paid by the Company on behalf of TTL | 810,000 | - |
| | Adjustments of advance receivable for rent from TTL by the Company: | | |
| | - due to related parties balance of TTL | 5,482,590 | 16,921,139 |
| | - accrued markup payable balance of TTL | - | 14,147,504 |
| | Amount received from TTL on account of rent | 51,970,368 | - |
| | Services acquired by the Company | 31,443,170 | 31,443,170 |
| Subsidiary Company | | | |
| Centrepoint Management Services (Private) Limited [CMS] | Long-term sub-ordinated loan: | | |
| | - received during the period | 242,401,560 | 22,441,000 |
| | - repaid during the period | 235,754,291 | 100,728,029 |
| | - Mark-up for the period | 6,025,487 | 27,266,021 |
| | - Payment received from CMS on account of accrued mark-up | 33,413,461 | - |
| Common Directorship | | | |
| TPL Direct Insurance Limited [TDI] | Amount received from TDI on account of rent | 45,014,501 | 34,289,331 |
| | Services acquired by the Company | 34,067,403 | 34,067,403 |

21. DATE OF AUTHORIZATION

These condensed interim financial statements were authorised for issue on April 25, 2017 by the Board of Directors of the Company.

22. GENERAL

22.1 Corresponding figures have been reclassified for the purpose of better presentation and comparison, wherever necessary. However, there are no material reclassifications to report.

22.2 All figures have been rounded off to the nearest rupee, unless otherwise stated.

Chief Executive Officer

Director

CONSOLIDATED CONDENSED INTERIM BALANCE SHEET

AS AT MARCH 31, 2017 - (Unaudited)

| | Note | March 31, 2017 Rupees (Unaudited) | June 30, 2016 Rupees (Audited) |
|---|------|---|--------------------------------------|
| ASSETS | | | |
| NON-CURRENT ASSETS | | | |
| Property, plant and equipment | 4. | 362,311,053 | 375,806,971 |
| Investment property | 5. | 4,655,575,207 | 4,632,000,000 |
| Long-term deposits | | 186,919 | 5,727,863 |
| Deferred tax asset | 6. | 43,593,092 | 54,968,187 |
| | | 5,061,666,271 | 5,068,503,021 |
| CURRENT ASSETS | | | |
| Tools | | - | 286,473 |
| Receivable against rent, maintenance and other services | 7. | 45,269,365 | 51,477,998 |
| Advances and prepayments | | 42,553,894 | 30,318,768 |
| Taxation - net | | 106,177,254 | 107,307,694 |
| Cash and bank balances | | 276,221,599 | 852,543,314 |
| | | 470,222,112 | 1,041,934,247 |
| TOTAL ASSETS | | 5,531,888,383 | 6,110,437,268 |
| EQUITY AND LIABILITIES | | | |
| SHARE CAPITAL | | | |
| Authorised capital | | | |
| 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 | | 760,471,989 | 722,137,012 |
| | | 2,980,969,140 | 2,942,634,163 |
| NON-CURRENT LIABILITY | | | |
| Long-term financing | 8. | 1,899,279,402 | 2,022,611,362 |
| Liabilities against assets subject to finance lease | | - | 9,500,045 |
| Due to related parties | 9. | 135,674,322 | 275,645,979 |
| Accrued mark-up | | 11,235,668 | 19,095,500 |
| | | 2,046,189,392 | 2,326,852,886 |
| CURRENT LIABILITIES | | | |
| Trade and other payables | 10. | 135,862,381 | 228,074,341 |
| Short term borrowings | | - | 200,000,000 |
| Current portion of non-current liabilities | | 238,752,129 | 342,383,916 |
| Advance against rent, maintenance and other services | 11. | 130,115,340 | 70,491,962 |
| | | 504,729,851 | 840,950,219 |
| CONTINGENCIES AND COMMITMENTS | | | |
| TOTAL EQUITY AND LIABILITIES | | | |
| | | 5,531,888,383 | 6,110,437,268 |

The annexed notes from 01 to 15 form an integral part of these consolidated condensed interim financial statements.

Chief Executive Officer

Director

CONSOLIDATED CONDENSED INTERIM PROFIT & LOSS ACCOUNT

FOR THE NINE MONTHS ENDED MARCH 31, 2017 - (Unaudited)

| | Nine Months ended | | Quarter ended | |
|---|--------------------|---------------------|--------------------|--------------------|
| | March 31, 2017 | March 31, 2016 | March 31, 2017 | March 31, 2016 |
| | Rupees (Unaudited) | Rupees (Unaudited) | Rupees (Unaudited) | Rupees (Unaudited) |
| Revenue | 421,568,597 | 372,558,149 | 135,711,889 | 129,499,075 |
| Direct operating costs | (113,302,575) | (109,932,553) | (36,099,752) | (50,010,897) |
| Gross Profit | 308,266,022 | 262,625,596 | 99,612,137 | 79,488,178 |
| Administrative and general expenses | (97,002,911) | (93,890,155) | (33,917,706) | (16,219,585) |
| Exchange loss - net | - | (57,400,000) | - | - |
| Other operating expenses | - | (382,663) | - | - |
| Finance costs | (147,806,784) | (204,590,420) | (46,937,270) | (69,287,186) |
| Other Income | 8,269,963 | 5,147,444 | 2,801,972 | 1,339,671 |
| Profit / (loss) before tax | 71,726,290 | (88,490,199) | 21,559,133 | (4,678,923) |
| Taxation | (33,391,313) | 14,732,721 | (12,591,695) | - |
| Profit / (loss) for the period | 38,334,977 | (73,757,478) | 8,967,438 | (4,678,923) |
| Other comprehensive income for the period, net of tax | - | - | - | - |
| Total comprehensive income for the period | 38,334,977 | (73,757,478) | 8,967,438 | (4,678,923) |
| EPS | 0.18 | (0.55) | 0.04 | (0.03) |

The annexed notes from 01 to 15 form an integral part of these consolidated condensed interim financial statements.

Chief Executive Officer

Director

CONSOLIDATED CONDENSED INTERIM CASH FLOW STATEMENT

FOR THE NINE MONTHS ENDED MARCH 31, 2017 - (Unaudited)

| | March 31, 2017 | March 31, 2016 |
|---|----------------------|----------------------|
| | Rupees (Unaudited) | Rupees (Unaudited) |
| CASH FLOW FROM OPERATING ACTIVITIES | | |
| Profit / (loss) before taxation for the period | 71,726,290 | (88,490,199) |
| Adjustment for non cash charges and other items | | |
| Depreciation | 27,665,768 | 26,387,210 |
| Finance Costs | 153,795,042 | 171,828,941 |
| Markup on savings account | (7,044,479) | - |
| Exchange loss - net | - | 57,400,000 |
| | 174,416,330 | 255,616,152 |
| Changes in working capital (Increase) / decrease in current assets | | |
| Tools | 286,473 | (11,000) |
| Advances, prepayments and other receivables | (12,235,125) | (7,404,636) |
| Receivable against rent, maintenance and other services | 6,208,632 | (45,848,839) |
| | (5,740,021) | (53,264,475) |
| Increase / (decrease) in current liabilities | | |
| Current portion of Lease Finance | - | (8,176,670) |
| Current portion of Demand Finance | - | (31,875,000) |
| Due to related parties | (23,294,409) | 50,500,000 |
| Advance against rent, maintenance and other services | 59,623,378 | (53,565,326) |
| Trade and other payables | (84,663,814) | (25,105,741) |
| | (48,334,845) | (68,222,738) |
| Cash used in operations | 192,067,755 | 45,638,740 |
| Finance cost paid | (27,056,539) | (249,764,693) |
| Markup on savings account received | 7,044,479 | (35,808,359) |
| Income tax - net | (20,885,782) | (35,808,359) |
| Net cash used in operating activities | 151,169,913 | (239,934,312) |
| CASH FLOW FROM INVESTING ACTIVITIES | | |
| Purchase of property, plant and equipment | (14,169,850) | (7,332,865) |
| Expenditure incurred on Investment Property | (31,123,342) | (52,916,536) |
| Long term loan | - | (27,266,021) |
| Long term deposits | 5,540,944 | (100,000) |
| Net cash used in investing activities | (39,752,248) | (87,615,422) |
| CASH FLOW FROM FINANCING ACTIVITIES | | |
| Long term financing | (413,449,522) | (100,768,288) |
| Due to related parties | (139,971,657) | (321,065,898) |
| Short term borrowings repaid | (200,000,000) | 200,000,000 |
| Proceeds from Issue of shares | - | 342,500,000 |
| Share issue cost | - | 57,806,000 |
| Accrued markup | - | 29,679,703 |
| Lease Liability paid | (100,260,448) | (12,963,722) |
| Demand Finance-repaid | 165,942,247 | (31,874,998) |
| Net cash flow from financing activities | (687,739,380) | 163,312,796 |
| Net decrease in cash and cash equivalents | (576,321,715) | (164,236,937) |
| Cash and cash equivalents at the beginning of the period | 852,543,314 | 180,697,046 |
| Cash and cash equivalents at the end of the period | 276,221,599 | 16,460,109 |

The annexed notes from 01 to 15 form an integral part of these consolidated condensed interim financial statements.

Chief Executive Officer

Director

CONSOLIDATED CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY

FOR THE NINE MONTHS ENDED MARCH 31, 2017 - (Unaudited)

| | Issued, subscribed and paid up capital | Share premium | Accumulated Profit/Loss | Total |
|--|---|---------------------------|----------------------------|-----------------------------|
| ----- (Rupees) ----- | | | | |
| Balance at June 30, 2015 (Audited) | 1,100,000,000 | - | 491,512,326 | 1,591,512,326 |
| Issue of ordinary share for cash consideration | 342,500,000 | 57,806,000 | - | 400,306,000 |
| Loss for the period | - | - | (73,757,478) | (73,757,478) |
| Other comprehensive income for the period | - | - | - | - |
| Total comprehensive loss for the period | 342,500,000 | 57,806,000 | (73,757,478) | 326,548,522 |
| Balance at March 31, 2016 (Unaudited) | <u>1,442,500,000</u> | <u>57,806,000</u> | <u>417,754,848</u> | <u>1,918,060,848</u> |
| Balance at June 30, 2016 (Audited) | 2,080,000,000 | 140,497,151 | 722,137,012 | 2,942,634,163 |
| Profit for the year | - | - | 38,334,977 | 38,334,977 |
| Other comprehensive income for the period | - | - | - | - |
| Total comprehensive loss for the period | - | - | 38,334,977 | 38,334,977 |
| Balance at March 31, 2017 (Unaudited) | <u><u>2,080,000,000</u></u> | <u><u>140,497,151</u></u> | <u><u>760,471,989</u></u> | <u><u>2,980,969,140</u></u> |

The annexed notes from 01 to 15 form an integral part of these consolidated condensed interim financial statements.

Chief Executive Officer

Director

NOTES TO THE CONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS

FOR THE NINE MONTHS ENDED MARCH 31, 2017 - (Unaudited)

1. LEGAL STATUS AND OPERATIONS OF THE GROUP

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 financial statements:

1.1. Holding Company

TPL Properties Limited [the Holding Company]

TPL Properties (Private) Limited was incorporated in Pakistan as a private limited company on February 14, 2007 under the Companies Ordinance, 1984. In September 2015, the Company changed its status from private limited company to public company. Accordingly, the Company name was 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. TPL Trakker Limited and TPL Holdings (Private) Limited are the parent and ultimate parent company respectively, as of balance sheet date.

These financial statements are the separate financial statements of the Company, in which investment in the subsidiary company namely Centrepoint Management Services (Private) Limited (the Subsidiary Company) has been accounted for at cost less accumulated impairment losses, if any.

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 condensed interim financial statements of the Company for the nine months ended March 31, 2017 have been prepared in accordance with the requirements of the International Accounting Standard 34 - Interim Financial Reporting and provisions of and directives issued under the Companies Ordinance, 1984. In case where requirements differ, the provisions of or directives issued under the Companies Ordinance, 1984 have been followed.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

3.1. Basis of preparation

This unaudited condensed interim consolidated financial information has been prepared in condensed form in accordance with approved accounting standards as applicable in Pakistan for interim financial reporting and is being submitted to the shareholders as required under Section 245 of the Company Ordinance, 1984. This condensed interim financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the annual financial statements of the Company for the year ended June 30, 2016.

This consolidated financial statements have been prepared under historical cost convention except for investment property which has been measured at fair value.

3.2. Basis of consolidation

These consolidated financial statements comprise of the financial statements of the Holding Company and its subsidiary company, CMS as at March 31, 2017, here-in-after referred to as 'the Group'.

3.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted in the preparation of these consolidated condensed interim financial statements are consistent with those followed in the preparation of the Company's annual financial statements (consolidated) for the year ended June 30, 2016 except for the adoption of new and amended standards and interpretations as stated below:

New amended and revised standards and interpretations of IFRSs

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 27 Separate Financial Statements: 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 and IAS 41 Agriculture: Agriculture - Bearer Plants (Amendment)

IAS 27 - Separate Financial Statements: Equity Method in Separate Financial Statements (Amendment)

The adoption of the above amendment to accounting standards did not have any effect on the condensed interim financial statements.

In addition to the above standards and amendments, improvements to various accounting standards have also been issued by the IASB in September 2014. Such improvements are generally effective for accounting periods beginning on or after January 01, 2016. The Company expects that such improvements to the standards will not have any material impact on the Company's financial statements in the period of initial application.

3.4 ACCOUNTING ESTIMATES AND FINANCIAL RISK MANAGEMENT

The preparation of these consolidated condensed interim financial statements require management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing these consolidated condensed interim financial statements, the significant judgments made by the management in applying the Company's accounting policies and areas where assumptions and estimates are significant are same as those applied to the consolidated financial statements as at and for the year ended June 30, 2016. The company's financial risk management objectives and policies are consistent with those disclosed in the consolidated financial statements as at and for the year ended June 30, 2016.

| | | March 31, 2017 | June 30 2016 |
|--|-------|-----------------------|----------------------|
| | Note | Rupees (Unaudited) | Rupees (Audited) |
| 4. PROPERTY, PLANT AND EQUIPMENT | | | |
| The movement in operating fixed assets during the period / year are as follows: | | | |
| Opening balance (WDV) | | 375,806,971 | 401,955,345 |
| Additions during the period / year | 4.1 | 14,169,850 | 9,111,969 |
| | | 389,976,821 | 411,067,314 |
| Depreciation charge for the period / year | | (27,665,768) | (35,260,343) |
| | | 362,311,053 | 375,806,971 |
| 4.1 Additions including transfers during the period / year | | | |
| Computer & Accessories | | 4,240,211 | 340,778 |
| Motor Vehicle | | 2,628,649 | - |
| Mobile Phones | | 134,000 | 543,140 |
| Furniture & fixtures | | - | 6,463,439 |
| Electrical Equipments | | 1,451,342 | 1,764,602 |
| Power Generation Unit | | 5,715,648 | - |
| | | 14,169,850 | 9,111,959 |
| 5. INVESTMENT PROPERTY | | | |
| Investment Property | 5.1 | 4,647,817,113 | 4,632,000,000 |
| Capital work in-progress | 5.2 | 7,758,094 | - |
| | | 4,655,575,207 | 4,632,000,000 |
| 5.1 Opening balance | | 4,632,000,000 | 4,319,000,000 |
| Add: Additions during the period / year | | 15,817,113 | 38,782,113 |
| | | 4,647,817,113 | 4,357,782,113 |
| Remeasurement adjustment | | - | 274,217,887 |
| Closing balance | 5.1.1 | 4,647,817,113 | 4,632,000,000 |
| 5.1.1 An independent valuation of Centrepont Project was carried out by an independent professional valuer on June 30, 2016. As of balance sheet date, the management expects no material change in the aforementioned fair value of investment property. | | | |
| 5.2 Represents expenses incurred and advances made by the Company in respect of development of investment properties. | | | |
| | | March 31, 2017 | June 30 2016 |
| | | Rupees (Unaudited) | Rupees (Audited) |
| 6. DEFERRED TAX ASSET | | | |
| Deferred tax assets on deductible temporary differences: | | | |
| Unused tax loss | | 157,974,545 | 158,002,592 |
| Liabilities against assets subject to finance leases | | - | 11,124,489 |
| | | 157,974,545 | 169,127,081 |
| Deferred tax liability on taxable temporary differences: | | | |
| Property, plant and equipment - owned | | (71,304,537) | (75,153,501) |
| Advance against rent from tenants | | (43,076,916) | (39,005,393) |
| | | (114,381,453) | (114,158,894) |
| | | 43,593,092 | 54,968,187 |

| Note | March 31, 2017 Rupees (Unaudited) | June, 30 2016 Rupees (Audited) |
|---|--|---|
| 7. Receivable against rent, maintenance and other services | | |
| Receivable against rent | 13,114,403 | 20,966,759 |
| Receivable against maintenance services | 5,468,098 | - |
| Receivable against electricity and air conditioning services | 24,111,322 | 12,614,131 |
| Receivable against water supply services | 2,575,543 | 16,066,952 |
| Receivable against IT Services | - | 1,830,156 |
| | 45,269,365 | 51,477,998 |

8. LONG TERM FINANCING

| | | | |
|--|-----|---------------|---------------|
| Musharika Finance (Islamic) | 8.1 | 2,131,529,402 | 2,074,861,362 |
| Demand finance facility (conventional) | 8.2 | - | 109,375,000 |
| Diminishing musharika - I (Islamic) | 8.3 | - | 18,750,000 |
| Diminishing musharika - II (Islamic) | 8.4 | - | 37,500,000 |

Less: Current portion shown under current liabilities

| | | |
|--|----------------------|----------------------|
| | 2,131,529,402 | 2,240,486,362 |
| | (232,250,000) | (217,875,000) |
| | 1,899,279,402 | 2,022,611,362 |

8.1 The Holding Company had entered into the Musharaka 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 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.

During the period CMS has entered into Musharika facility of Rs. 275 million with a commercial bank through an supplemental Masaryk agreement dated December 6, 2016. It carries mark up at the rate of 6 months KIBOR plus 2 percent per annum (with floor 5% and cap 25%), and is repayable semi-annually in arrears over a period of 6.3 years. First installment will become due after on Oct 16, 2017. The facility is secured against hypothecation charge over present and future current and fixed assets of the Company of Rs. 367 million and by was of personal and corporate guarantee of Chief executive and related party.

8.2 During the period, the CMS has repaid the entire financing facility of Rs. 175 million obtained from a conventional commercial bank. The company availed the facility for a period of 5 years. The loan carried mark up at the rate of six months KIBOR plus 3 percent per annum payable semi annually percent per annum payable semi-annually in arrears and is repayable in 8 equal semi-annual installments of Rs.21.875 million each latest by April 19, 2018. The first installment became due after 18 months i.e. on September 19, 2014, from the date of first disbursement date i.e. April 19, 2013. This facility was secured against exclusive charge on machinery and equipment of Rs.251.497 million, personal guarantees of directors and ordinary shares investment of TPL Holdings (Private) Limited (an ultimate parent company) in TPL Trakker Limited.

8.3 During the period CMS has repaid the entire Diminishing Musharika financing Facility of Rs. 30 million from a commercial bank for a period of five years for refinancing of CAPEX incurred by CMS for Chillers. This was paid from the Musharika Financing facility of Rs. 275 million as mentioned in the respective note. The facility carried mark up at the rate of 6 months KIBOR plus 3 percent per annum and was subject to revision on semi annual basis. The musharika units were 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 was 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 guarantees of the directors of the subsidiary company.

8.4 During the period CMS has repaid the entire Diminishing Musharika financing Facility of Rs. 50 million from a commercial bank for a period of five years for refinancing of CAPEX incurred by CMS for its assets. This was paid from the Musharika Financing facility of Rs. 275 million as mentioned in the respective note. The facility carried mark up at the rate of 6 months KIBOR plus 3 percent per annum and was subject to revision on semi annual basis. The musharika units were 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 latest by December 26, 2018. The facility was 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.

| Note | March 31, 2017 Rupees (Unaudited) | June, 30 2016 Rupees (Audited) |
|----------------------------------|--|---|
| 9. DUE TO RELATED PARTIES | | |
| TPL Trakker Limited | 9.1 | 52,802,146 |
| TPL Holdings (Pvt) Ltd | 9.1 | 82,872,176 |
| Loan from Director | 9.2 | - |
| | | 243,307,801 |
| | | 32,651,583 |
| | | 22,981,004 |
| | 135,674,322 | 298,940,388 |
| Less: Current portion | | - |
| | | (23,294,409) |
| | 135,674,322 | 275,645,979 |

9.1 There is no material change in the terms and conditions as disclosed in the annual financial statements (consolidated) of the company for the year ended June 30, 2016.

9.2 During the year CMS repaid the loan from Director which was repayable on demand. It carried mark up ranging from 6.35 percent to 18 percent per annum.

10. TRADE & OTHER PAYABLES

| | March 31, 2017 Rupees (Unaudited) | June, 30 2016 Rupees (Audited) |
|------------------------|--|---|
| Trade Creditors | 32,217,291 | 67,179,093 |
| Payable to contractors | 24,208,733 | 44,962,971 |
| Accrued expenses | 47,514,113 | 71,866,065 |
| Retention Money | 22,150,727 | 34,065,170 |
| Workers' welfare fund | 9,290,946 | 9,290,946 |
| Payable to employees | 480,571 | 710,096 |
| | 135,862,381 | 228,074,341 |

Included herein payable to TPL Security Services (Pvt.) Limited, a related party amounting to Rs 2.438mn (June 30, 2016: Rs 22.88mn) on account of security services provided.

11. ADVANCE AGAINST RENT AND MAINTENANCE SERVICES

| | | |
|------------------------|--------------------|-------------------|
| Advance Against: | | |
| - rent from tenants | 82,552,281 | 44,782,901 |
| - maintenance services | 47,563,058 | 25,709,061 |
| | 130,115,340 | 70,491,962 |

12. CONTINGENCIES AND COMMITMENTS

As of balance sheet date, there is no significant change in the status of contingencies and commitments as reported in annual financial statements for the year ended 30 June 2016.

13. TRANSACTIONS WITH RELATED PARTIES

The related parties comprise of the ultimate company, parent company and group company, associated companies, subsidiary company, directors of the Company, companies where directors also hold directorship, key employees and staff retirement funds. Details of transactions with related parties, other than those which have been specifically disclosed elsewhere in these consolidated condensed interim financial statements are as follows:

| | March 31, 2017 | March, 31 2016 |
|--|-----------------------|-----------------------|
| | Rupees (Unaudited) | Rupees (Unaudited) |
| The Ultimate Parent Company | | |
| TPL Holdings (Private) Limited [THL] | | |
| Amount received from THL by Holding Company | 192,000,000 | 111,050,000 |
| Mark-up for the period on current account given to Holding Company | 3,747,878 | 24,887,760 |
| Payment made to THL | 141,466,002 | 580,300,000 |
| Payment made to THL on account of accrued mark-up | 8,682,902 | 146,193,368 |
| Loan paid to THL by CMS | 313,405 | - |
| Loan received from THL by CMS | - | 50,500,000 |
| Mark up accrued for the year by CMS | 851 | 7,844,559 |
| Markup adjusted for the period | 13,405 | - |
| The Parent Company | | |
| TPL Trakker Limited [TTL] | | |
| Loan received from TTL on behalf of the Holding Company | 119,245,997 | - |
| Payment made to TTL by the Holding Company on account of accrued mark-up | 23,629,500 | - |
| Payment made to TTL by the Holding Company | 320,370,500 | 20,000,000 |
| Mark-up for the period on current account given to the Holding Company | 10,366,656 | 19,428,793 |
| Expenses incurred / paid by TTL on behalf of the Holding Company | 16,911,437 | 16,138,238 |
| Expenses incurred / paid by Holding Company on behalf of the TTL | 810,000 | - |
| Adjustment of advance receivable for rent from TTL by the company against: | | |
| - due to related parties balance of TTL | 5,482,590 | 16,921,139 |
| - accrued markup payable balance of TTL | - | 14,147,504 |
| Amount received from TTL on account of rent | 51,970,368 | - |
| Services rendered by Holding company | 31,443,170 | 31,443,170 |
| Advance received by CMS against maintenance and other services | 31,110,703 | 20,333,127 |
| Services rendered by CMS against maintenance and other services | 38,501,978 | 36,003,126 |
| Common Directorship | | |
| TPL Direct Insurance Limited [TDI] | | |
| Amount received from TDI on account of rent | 45,014,501 | 34,289,331 |
| Services rendered by Holding company | 34,067,403 | 34,067,403 |
| Amount Received against Maintenance and other Services by CMS | 20,156,355 | 9,317,066 |
| Services rendered by CMS | 12,400,819 | 7,481,005 |
| TPL Security Services (Private) Limited [TSS] | | |
| Services received by CMS | 6,816,766 | 6,558,200 |
| Amount Paid against Services | 21,500,000 | - |

14. 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 April 25, 2017.

15. GENERAL

15.1 Corresponding figures have been reclassified for the purpose of better presentation and comparison, wherever necessary. However, there are no material reclassifications to report.

15.2 All figures have been rounded off to the nearest rupee, unless otherwise stated.



Chief Executive Officer



Director