MND INVESTMENT (PVT) LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2014

AMIN, MUDASSAR & CO.

Chartered Accountants



AUDITORS' REPORT TO THE MEMBERS

We have audited the annexed balance sheet of **MND Investment (Pvt) Limited** as at June 30, 2014 and the related profit and loss account, statement of comprehensive income, cash flow statement and statement of changes in equity, together with the notes forming part thereof, for the year then ended and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purpose of our audit.

It is the responsibility of the company's management to establish and maintain a system of internal control, and prepare and present the above said statements in conformity with the approved accounting standards and the requirements of the Companies Ordinance, 1984. Our responsibility is to express an opinion on these statements based on our audit.

We conducted our audit in accordance with the auditing standards as applicable in Pakistan. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the above said statements are free of any material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the above said statements. An audit also includes assessing the accounting policies and significant estimates made by management, as well as, evaluating the overall presentation of the above said statements. We believe that our audit provides a reasonable basis for our opinion and, after due verification, we report that:

- in our opinion, proper books of account have been kept by the company as required by the Companies Ordinance, 1984;
- (b) in our opinion:
 - (i) the balance sheet and profit and loss account, together with the notes thereon, have been drawn up in conformity with the Companies Ordinance, 1984, and are in agreement with the books of account and are further in accordance with accounting policies consistently applied;
 - (ii) the expenditure incurred during the year was for the purpose of the company's business; and
 - (iii) the business conducted, investments made and the expenditure incurred during the year were in accordance with the objects of the company;
- (c) in our opinion and to the best of our information and according to the explanations given to us, the balance sheet, profit and loss account, statement of comprehensive income, cash flow statement and statement of changes in equity, together with the notes forming part thereof, conform with approved accounting standards as applicable in Pakistan, and, give the information required by the Companies Ordinance, 1984, in the manner so required and respectively give a true and fair view of the state of the company's affairs as at June 30, 2014 and of the loss, its comprehensive income, its cash flows and changes in equity for the year then ended; and

in our opinion, no Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980.

MUHAMMAD AMIN

TERED ACCOUNTANT

Lahore:

29 SFP 2014

MND INVESTMENT (PVT) LIMITED BALANCE SHEET AS AT JUNE 30, 2014

AS AT JUNE 30, 2014	Note	2014 Rupees	2013 Rupees
ASSETS			
NON CURRENT ASSETS			
Property and equipment	3	309,787	397,725
Intangible assets	4	11,000,000	11,000,000
Long term investments	5	9,553,797	9,553,797
		20,863,584	20,951,522
CURRENT ASSETS			
Account receivables		11,876,394	5,891,008
Investment at fair value through profit and loss Trade deposits ,short term prepayments and current	6	2,274,812	2,176,515
account balance with statutory authorities	7	710,526	658,417
Cash and bank balances	8	2,199,626	1,663,375
		17,061,358	10,389,315
		37,924,942	31,340,837
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES			
Share capital	9	38,680,000	38,680,000
Share deposit money		11,500,000	-
Accumulated loss		(21,676,355)	(17,949,319)
		28,503,645	20,730,681
NON CURRENT LIABILITIES			
Deferred Liabilities	10		14,909
Deferred taxation	10		14,909
CURRENT LIABILITIES			
Trade and other payables	11	9,421,297	10,595,247
CONTINGENCIES AND COMMITMENTS	12	-	
		37,924,942	31,340,837
			0

The annexed notes form an integral part of these financial statement.

CHIEF EXECUTIVE

DIRECTOR

Lehren Uma.

MND INVESTMENT (PVT) LIMITED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED JUNE 30, 2014

	Note	2014 Rupees	2013 Rupees
Brokerage and commission Capital loss	13	4,402,164 261,353 4,140,811	1,026,741 - 1,026,741
Direct cost	14	536,338	307,303
		3,604,473	719,438
Operating expenses	15	4,040,599	655,592
OPERATING PROFIT/(LOSS)		(436,126)	63,846
OTHER OPERATING INCOME / (EXPENSES)	16	(3,056,886)	(112,909)
Impairment loss	17	-	4,853,608
Finance cost	18	196,471	712
LOSS BEFORE TAXATION		(3,689,483)	(4,903,383)
Provision for taxation - Current - Deferred		52,462 (14,909)	5,134 14,909
		37,553	20,043
LOSS FOR THE YEAR		(3,727,036)	(4,923,426)
LOSS PER SHARE- BASIC	19	(0.96)	(1.27)

The annexed notes form an integral part of these financial statement.

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CHIEF EXECUTIVE

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MND INVESTMENT (PVT) LIMITED -STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED JUNE 30, 2014

	2014 Rupees	2013 Rupees
Loss for the year	(3,727,036)	(4,923,426)
Impairment on long term investment - Available for sale	-	11,592,595
Total comprehensive loss for the year	(3,727,036)	(16,516,021)

The annexed notes form an integral part of these financial statements.

Letown Von. **CHIEF EXECUTIVE**

MND INVESTMENT (PVT) LIMITED CASH FLOW STATEMENT FOR THE YEAR ENDED JUNE 30, 2014

FOR THE YEAR ENDED JUNE 30, 2014		2014	2013
	Note	Rupees	Rupees
CASH FLOWS FROM OPERATING ACTIVITIES			
Loss before taxation		(3,689,483)	(4,903,383)
Adjustments of items not involving movements of cash:	-	87,938	117,199
Depreciation Finance cost		196,471	712
Impairment loss Unrealised (gain) / loss on remeasurement of investment		(98,297)	4,853,608 112,909
Citicalised (gain) / 1035 of Temedate Metal of all Columnia	,	186,112	5,084,428
Operating cash Flows Before Working capital changes		(3,503,371)	181,045
(Increase) / Decrease in Working Capital			
(Increase) / decrease in current assets	- 1		
Account receivables Trade deposits and short term prepayments		(5,985,386) (52,109)	(5,891,008) (651,000)
Increase / (decrease) in current liabilities			10,498,347
Trade and other payables	ı	(1,173,950) (7,211,445)	3,956,340
Cash Generated From Operations		(10,714,817)	4,137,385
Taxes paid		(52,462)	(9,243)
Finance cost paid	ı	(196,471)	(712)
		(248,933)	(9,955)
Net cash Flows From Operating Activities		(10,963,749)	4,127,430
CASH FLOWS FROM INVESTING ACTIVITIES			
Fixed capital expenditure Investment made during the year			(33,000) (2,289,424)
Net cash Flows From Investing Activities		-	(2,322,424)
CASH FLOWS FROM FINANCING ACTIVITIES			
Share deposit money received		11,500,000	
Director's loan (repayment)/receipt		-	(256,156)
Net Cash Flows From Financing Activities		11,500,000	(256,156)
NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS		536,251	1,548,850
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR		1,663,375	114,525
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	A	2,199,626	1,663,375
A Cash and Cash Equivalents			
Cash and bank balances	9	2,199,626	1,663,375
		2,199,626	1,663,375
The annexed notes form an integral part of these financial statement.			
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CHIEF EXECUTIVE

MND INVESTMENT (PVT) LIMITED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED JUNE 30, 2014

	Paid up capital	Accumulated loss	Total	Share deposit money	Total
		(R	u p e	e s)	
Balance as at June 30, 2012	38,680,000	(1,433,298)	37,246,702	F1.	37,246,702
Total comprehensive loss for the year	-	(16,516,021)	(16,516,021)	-	(16,516,021)
Balance as at June 30, 2013	38,680,000	(17,949,319)	20,730,681	-	20,730,681
Total comprehensive loss for the year		(3,727,036)	(3,727,036)	-	(3,727,036)
Share deposit money received	-			11,500,000	11,500,000
Balance as at June 30, 2014	38,680,000	(21,676,355)	17,003,645	11,500,000	28,503,645

The annexed notes form an integral part of these financial statement.

CHIEF EXECUTIVE

MND INVESTMENT (PVT) LIMITED NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED JUNE 30, 2014

1 COMPANY AND ITS OPERATION

1.1 The company was incorporated as Private Limited Company on June 22, 2007 under the Companies Ordinance, 1984. The company is engaged in the business of share brokerage and investment in securities. The registered office of the company is situated at Room No. 509, 5th Floor, Lahore Stock Exchange Building, 19-Khyayaban-e-Aiwan-e-Iqbal, Lahore.

The company is a holder of Trading Right Entitlement Certificate (TREC) Holder of Lahore Stock Exchange.

1.2 The company has accumulated loss Rs.21.638 millions And loss for the year Rs.3.689 millions. The company has been operated for the whole year. The overall performance of stock exchanges of the country was not well. However, the management of the company is committed to provide the continue financial support to the company.

Accordingly, these financial statements have been prepared on going concern basis and do not include any adjustment relating to the recoverability and classification of recorded assets and liabilities that may be necessary should the company not be able to continue as a going concern.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION

These financial statements have been prepared in accordance with the approved accounting standards, as applicable in Pakistan. Approved accounting standards comprise of such Accounting and Financial Reporting Standards for Small Sized Entities issued by the Institute of Chartered Accountants of Pakistan and 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.

2.2 ACCOUNTING CONVENTION

These accounts have been prepared under the historical cost convention.

2.3 PROPERTY AND EQUIPMENT AND DEPRECIATION

Property and equipment are stated at cost less accumulated depreciation.

Depreciation is charged on reducing balance method at the rates mentioned in the note no. 3. Depreciation on addition is charged from the month the asset is available for use while no depreciation is charged in the month in which the asset is disposed off.

Normal repair and maintenance is charged to revenue as and when incurred, while major renewals and replacement are capitalized.

Gain or loss on disposal of property and equipment, if any is taken to profit and loss account.



2.4 INTANGIBLE ASSETS

Intangible assets with finite useful life are stated at cost less amortization and impairment, if any. The carrying amount is reviewed at each balance sheet date to assess whether it is in excess of its recoverable amount, and where carrying value exceeds estimated recoverable amount, it is written down to estimated recoverable amount.

2.5 FINANCIAL ASSETS

Financial assets are classified in the following categories: Held-to-maturity, at fair value through profit or loss, available-for-sale and loans and receivables. The classification depends on the purpose for which the financial assets were acquired. The company determines the classification of its financial assets at initial recognition and, where allowed and appropriate, re-evaluates the designation at each balance sheet date.

2.5.1 Held to Maturity

The investments with fixed maturity, if any, that the company has to positive intent and ability to hold to maturity. Held to maturity investments are initially measured at fair value plus transaction costs and are subsequently stated at amortized cost using the effective interest rate method less impairment, if any. These are classified as current and non-current assets in accordance with criteria set out by

2.5.2 At fair value through profit

Investments classified as held for trading are included in the category of financial assets at fair value through profit and loss. These are listed securities that are acquired principally for the purpose of generating a profit from short term fluctuations in price or dealer's margin.

All investments are initially recognized at cost, being the fair value of the consideration given excluding acquisition charges with the investment. After initial recognition, investments are measured at their fair values. Unrealized gains and losses on investments are recognized in profit and loss account of the period.

Fair values of these securities representing listed equity and debt securities are determined by reference to stock exchange quoted market prices at the close of the business on balance sheet date.

2.5.3 Available-for-sale

Investments which are intended to be held for an undefined period of time but may be sold in response to the need for liquidity or changes in interest rates are classified as available-for-sale

Subsequent to initial recognition at cost, these are remeasured at fair value. The Company uses latest stock exchange quotations to determine the fair value of its quoted investments whereas fair value of investments in un-quoted companies is determined by applying the appropriate valuation techniques as permissible under IAS 39 (Financial Instruments: Recognition and Measurement). Gains or losses on available-for-sale investments are recognized directly in other comprehensive income until the investments are sold or disposed-off, or until the investments are determined to be impaired, at that time cumulative gain or loss previously recognized in other comprehensive income, is re-classified from equity to profit and loss as re-classification adjustment. Lahore Stock Exchange Limited issued shares to the TREC Holder 843,975 as referred in note no. 5.1 out of which 506,385 shares are in the name of Ex. chief executive of the company as per SECP direction.

2.6 ACCOUNT RECEIVABLES

These are stated at net of provision for doubtful debts, if any. Account receivables are reviewed at each balance sheet date. Full provision is made against the debts considered doubtful. Bad debts and other receivables are written off as and when identified.

2.7 TRADE AND OTHER PAYABLES

These are stated at cost.

2.8 REVENUE RECOGNITION

- Brokerage income is recorded on the date of transaction.
- Capital gains or losses on sale of marketable securities are accounted for the year in which they arise.
- Dividend income is recognized on receipt basis.

2.9 TAXATION

Current

Provision for current taxation is based on taxable income at the applicable rates of taxation after taking into account tax credits and tax rebates available, if any, or minimum tax as envisaged u/s 233A of the Income Tax Ordinance, 2001, whichever is higher.

Deferred

The company accounts for deferred taxation using the liability method on all timing differences which are considered reversible in the foreseeable future.

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax assets to be utilized.

Deferred tax is calculated at the rates expected to apply to the period when the related temporary differences reverse, based on tax rates that have been enacted or substantially enacted by the balance sheet date.

MND INVESTMENT (PVT) LIMITED NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED JUNE 30, 2014

3. PROPERTY AND EQUIPMENT

Particulars As at June 30, 2013 As at June 30, 2014 Rate 30, 2014 Rate 30, 2014 % OWNED - 90,000 - 90,000 10 Furniture and fittings 36,000 - 36,000 10 Office equipment 36,000 - 977,000 30 Vehicles 600,000 - 977,000 20 Rupees 1,703,000 - 1,703,000 20				Cost			Dep	Depreciation		WDV
nd fittings 90,000 - 90,000 2,000 36,000 - 36,000 977,000 - 977,000 600,000 1,703,000 1,703,000 1,703,000	Particulars		As at June 30, 2013	Additions	As at June 30, 2014	Rate %	As at June 30, 2013	Charge for the year	As at June 30, 2014	As at June 30, 2014
nd fittings 90,000 - 90,000 Diment 36,000 - 36,000 P77,000 - 977,000 G00,000 - 600,000 Rupees 1,703,000 - 1,703,000	WNED									
ment 36,000 - 36,000 977,000 - 977,000 600,000 - 600,000 1,703,000 - 1,703,000	rniture and fittin	sgi	000'06	•	000'06	10	39,956	5,004	44,961	45,039
977,000 - 977,000 600,000 - 600,000 Rupees 1,703,000 - 1,703,000	fice equipment		36,000	1	36,000	10	15,982	2,002	17,984	18,016
600,000 - 600,000 Rupees 1,703,000 - 1,703,000	mputers		677,000	1	000'226	30	823,007	46,198	869,205	107,795
1,703,000	hicles		000'009		000'009	20	426,330	34,734	461,064	138,936
	H	Rupees	1,703,000	1	1,703,000		1,305,275	82,938	1,393,213	309,787
2013 Rupees 1,670,000 33,000 1,703,000		Rupees	1,670,000	33,000	1,703,000		1,188,076	117,199	1,305,275	397,725



		Note	2014 Rupees	2013 Rupees
4.	INTANGIBLE ASSETS		7 000 000	7,000,000
	Rights of room Trading right entitlement certificate	4.1	7,000,000 4,000,000	4,000,000
			11,000,000	11,000,000

4.1 It represents Trading Right Entitlement Certificate (TREC) received from Lahore Stock Exchange Limited (LSE) in accordance with the requirements of the Stock Exchanges (Corporatization, Demutualization and Integration) Act, 2012 (the Act). The Company has also received shares of LSE after completion of demutualization process. For details, refer note 5.1

		Note	2014 Rupees	Rupees
i.	LONG TERM INVESTMENTS			
	Available for sale investment			
	Unquoted - Shares of Lahore Stock Exchange Limited (LS	5.1	9,553,797	9,553,797.00

5.

5.1 Pursuant to the promulgation of the Stock Exchanges (Corporation, Demutualization and Integration) Act, 2012 (The Act), the ownership in a Stock Exchange had been segregated from the right to trade on the Exchange. Accordingly, the company had received equity shares of LSE and a Trading Right Entitlement Certificate (TREC) in lieu of its membership card of LSE. The company's entitlement in respect of LSE's share is determined on the basis of valuation of assets and liabilities of LSE as approved by the SECP and the company had been allotted 843,975 shares of the face value of Rs. 10 each out of which 506,385 shares are kept in blocked account and the divestment of the same will be made in accordance with the requirements of the Act within two years from the date of Demutualization.

The cost/book value of the LSE membership card amounts to Rs. 30 million as at June 30, 2013. In the absence of an active market of the shares of LSE and TREC, the allocation of the carrying value of the membership card between the shares (financial asset) and TREC (intangible asset) had been made by the company proportionately on the basis of latest break-up value of ordinary shares of LSE and the TREC value assigned by the LSE for the minimum capital requirement purposes applicable to the Stock Exchange brokers currently.

Rupees	Rupees
2,176,515 98,297	2,289,424 (112,909)
2,274,812	2,176,515
	98,297



		2014 Rupees	2013 Rupees
7.	TRADE DEPOSITS, SHORT TERM REPAYMENTS AND CURRENT ACCOUNT BALANCE WITH STATUTORY AUTHORITIES		
	Deposits with:		
	Lahore Stock Exchange	251,000	251,000
	National Clearing Company	300,000	300,000 100,000
	Central Depository Company	100,000 59,526	7,417
	Tax deducted source	39,320	7,417
	_	710,526	658,417
8.	CASH AND BANK BALANCES		
	These were held as under:		
	In hand	109,950	109,950
	At bank - on current accounts	2,089,676	1,553,425
	_	2,199,626	1,663,375
9.	SHARE CAPITAL		
	Authorized	45.000.000	45,000,000
	4,500,000 (2013:4,500,000) ordinary shares of Rs.10/- each	45,000,000	45,000,000
	Issued, subscribed and paid up		
	1,000 (2013:1,000) ordinary shares of Rs.10/- each	10,000	10,000
	3,867,000 (2013: 3,867,000) ordinary shares of Rs.10/- each fully paid for consideration other than cash	38,670,000	38,670,000
		38,680,000	38,680,000
10.	DEFERRED TAXATION		
	Deferred credits/(debits) arising due to:		
	Accelerated tax depreciation	14,502	21,632
	Brought forward losses	(1,169,842)	(6,723)
		(1,155,340)	14,909
	Balance as at July 01,	14,909	
	Add: charge for the year	(14,909)	14,909
		<u> </u>	14,909
			B

			2014 Rupees	2013 Rupees
11.	TRADE AND OTHER PAYABLES			
	Creditors for sale of shares on behalf of clients Accrued expense		8,899,479 521,818	10,174,681 420,566
			9,421,297	10,595,247
12.	CONTINGENCIES AND COMMITMENTS			
	Contingencies and commitments as at balance sheet de	ate were Rs. Nil (2013: Rs. Nil).	
			2014	2013
		Note	Rupees	Rupees
13.	BROKERAGE AND COMMISSION			
	Commission income		4,402,164	1,026,741
14.	DIRECT COST			
	Lahore Stock Exchange Limited		32,032	_
	National Clearing Company trade fee		27,483	177,382
	Commission paid		413,871	93,811
	Central Depository Company charges		62,952	36,110
			536,338	307,303
15.	OPERATING EXPENSES			
	Staff salaries and benefits		1,647,449	229,794
	Rent, rates and taxes		30,000	4
	Communication expenses		309,608	46,869
	Electricity charges		213,487	41,738
	Postage and courier charges		32,628	9,975
	Printing and stationery		64,761	7,356
	Repair and maintenance		101,660	24,550
	Legal and professional charges		149,197	3,000
	Fee and subscription		74,395	121,900
	Insurance		9,916	-
	Books and newspapers		16,723	2,431
	Entertainment		248,040	28,280
	Advertisement		91,580	-
	Donation		747,900	•
	Depreciation	3	87,938	117,199
	Others		215,317	22,500
			4,040,599	655,592



16.	OTHER OPERATING INCOME / (EXPENSES)	2014 Rupees	2013 Rupees
	Dividend income	84,397	-
	Profit/(loss) on remeasurement of		(
	investment at fair value through profit & loss	98,297	(112,909)
	Old balances written off	(3,239,580)	
		(3,056,886)	(112,909)
17.	IMPAIRMENT LOSS		
	Value assigned to Trading Right Entitlement Certificate (TREC)	4,000,000	8,853,608
	Fair value as at June 30,	4,000,000	4,000,000
	Impairment loss	_	4,853,608
18.	FINANCE COST		
	Bank charges	196,471	712
		196,471	712
19.	LOSS PER SHARE		
	Loss for the year-Rupees	(3,727,036)	(4,923,426)
	Weighted Average Number of ordinary shares	3,868,000	3,868,000
	Loss per share	(0.96)	(1.27)
20.	NUMBER OF EMPLOYEES		
	Total number of employees at the end of year:		
		2014	2013
		(Num	ber)
		7	7
21.	DATE OF AUTHORISATION FOR ISSUE		

21. DATE OF AUTHORISATION FOR ISSUE

29 SEP 2014

These financial statements were authorized for issue on ______ by the Board of Directors of the Company.

22. GENERAL

- Figures have been rounded off to the nearest of rupee.
- Comparative figures have been rearranged wherever needed for comparison purpose, however, there were no material rearrangements need to be disclosed.

 Lehun Lan.

CHIEF EXECUTIVE