Interim Financial Report for the quarter ended Septem ber 30,2020 (Un-audited)

TOMORROW'S DENIM. TODAY!

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## COM PANY IN FORM ATION

## BOARD OF DIRECTORS

Mr. Zahid Mahmood Chairman
M r. Ahmed H. Shaikh
Chief Executive
M r. Nasir Ali Khan Bhatti
M s. M aliha Sarda Azam
Mr. Usman Rasheed
Mr. M unir Alam
Mr. Abdul Hamid Ahmed Dagia
Mr. Abid Hussain

## COM PANY SECRETARY

Mr. Muhammad Awais

CHIEF FINANCIAL OFFICER
M r. M uhammad Zahid Rafiq, FCA

AUDIT COM MITTEE
M r. Nasir Ali Khan Bhatti
Chairman
M s. M aliha Sarda Azam
Mr. Usman Rasheed
HR \& REM UNERATION COM MITTEE
M s. M aliha Sarda Azam
Chairperson
M r. Ahmed H. Shaikh
Mr. Usman Rasheed
AUDITORS
Deloitte Yousuf Adil
Chartered Accountants

## SHARES REGISTRAR

M/s. Hameed M ajeed Associates (Pvt.) Ltd.
H. M. House, 7-Bank Square, Lahore.

Ph: +92(0)42 37235081-82
Fax: +92(0)42 37358817

REGISTERED OFFICE
Ismail Aiwan-e-Science
Off: Shahrah-e-Roomi Lahore, 54600.
Ph: +92(0)42 35761794-5
Fax: +92(0)42 35761791

## BANKERS

Relationship with conventional side
JS Bank Limited
MCB Bank Limited
Citibank N.A
Faysal Bank Limited
Habib Bank Limited
M eezan Bank Limited
United Bank Limited
Standard Chartered Bank (Pakistan) Limited
National Bank of Pakistan
Allied Bank Limited
Silkbank Limited
Summit Bank Limited
Askari Bank Limited
Bank Al Habib Limited
Bankislami Pakistan Limited
Bank of Khyber
Relationship with Islamic window operations
Al Baraka Bank Pakistan Limited

## PROJECT LOCATIONS

Textile \& Apparel

Unit I
2.5 KM Off: M anga, Raiwind Road,

District Kasur.
Ph: +92(0)42 35384081
Fax: +92(0)42 35384093

Unit II
Alipur Road, Muzaffaragarh
Ph: +92 (0)661 422503, 422651
Fax: +92 (0)661 422652
Unit III
20 KM Off: Ferozepur Road,
6 KM Badian Road on Ruhi Nala,
Der Khurd, Lahore.
Ph: +92(0)42 38460333, 38488862
Unit IV
Atta Buksh Road, 18-KM, Off: Ferozepur Road, M ouza Atari Saroba, Tehseel Cantt, Lahore.
Ph: +92(0) 333 0427020-1
WEB PRESENCE
E-M AIL
www.azgard9.com info@azgard9.com

## Directors'Review

The Directors of Azgard Nine Limited ("the Company") along with the management team hereby present the Company's Condensed Interim Financial Report for the quarter ended September 30, 2020.

## Principal Activities

The main business of your Company is the production and marketing of denim focused textile and apparel products, ranging from yarn to retail ready goods.

Following are the operating financial results of Azgard Nine Limited (stand alone):

|  | Quarter ended <br> September 30, 2020 <br> (Rupees) | Quarter ended <br> September 30, 2019 <br> (Rupees) |
| :--- | :---: | :---: |
| Sales - net | $5,201,547,384$ | $4,722,761,674$ |
| Operating profit | $585,730,471$ | $439,709,963$ |
| Finance cost | $(325,039,675)$ | $(297,485,576)$ |
| Profit before tax | $270,043,836$ | $177,056,367$ |
| Profit after tax | $219,112,754$ | $130,843,747$ |
| Earnings per share | 0.45 | 0.29 |

## Review of business during this period and future outlook

During this first quarter, sales of the Company were Rs. 5,201.55 million; registering a growth of almost $10 \%$ as compared to the same quarter of last year. Considering the impacts of Covid-19, this growth is better than what was expected.

Operating profit of this quarter is Rs. 585.73 million; an increase of almost $33 \%$ when compared with operating profit of same quarter of last year.

The Company has been able to achieve a net profit after tax of Rs. 219.11 million as compared to profit of Rs. 130.84 million during the same quarter of last year.

Implementation process of this scheme for Company's 2nd financial restructuring after approval of Lahore High Court on July 31, 2019 is ongoing. In this regards, right issue has been completed. Now the sale of non-core assets is being done. Once sale process and other formalities are accomplished, settlement of debt obligations would start. Post restructuring, it is hoped that the Company's debt levels will become sustainable and Company should be able to meet its debt obligations in a timely manner.

Future outlook of business of the Company at present depends on impacts of 2nd wave of Covid-19. At present, uncertainty is still there and we are cautious about the future.

Status of Disclosure in respect of M ontebello S.R.L.(M BL) as mentioned in financial statements for year ended June 30, 2020, on the appeal of the Company, the matter of Company's claim is in Italian Supreme Court and now decision of the Court is awaited.

Disclosure in respect of consolidation of financial statements is provided in note 2.1 to the condensed interim financial report.

The Board would like to acknowledge the support of all the stakeholders through difficult times and hope that with their continued backing, the Company's performance should continue in a positive direction.

## On behalf of the Board of Directors



Date: October 28, 2020

| Interim F in ancial Report | 5 |
| :--- | :--- |


|  |  |  |
| :---: | :---: | :---: |
|  |  |  |
|  |  |  |
|  |  |  |
| 4,722,761,674 | 5,201,547,384 |  |
| 439,709,963 | 585,730,471 |  |
| $(297,485,576)$ | $(325,039,675)$ |  |
| 177,056,367 | 270,043,836 | -فنّ |
| 130,843,747 | 219,112,754 | - |
| 0.29 | 0.45 | - |
|  |  |  |












6
Azgard Nine Lim ited
(MBL)Montebello S.R.L. , .




إرورّآن



8
Azgard N ine Lim ited
Condensed Interim S tatem ent of P rofit or Loss (Un-audited) For the quarter ended S eptem ber 30,2020
$\left.\begin{array}{lllll} & \begin{array}{c}\text { (Un-audited) } \\ \text { July 2020 to } \\ \text { September 2020 }\end{array} & \begin{array}{c}\text { (Un-audited) } \\ \text { July 2019 to }\end{array} \\ \text { September 2019 }\end{array}\right)$

The annexed notes from 1 to 12 form an integral part of this condensed interim unconsolidated financial information.



Condensed Interim S tatem ent of Cash F low s (Un-audited) For the quarter ended $S$ eptem ber 30,2020

| July 2020 to <br> September 2020 |  |
| :--- | :--- | | July 2019 to |
| :---: |
| September 2019 |$~\left(\begin{array}{cl}\text { Rupees } & \text { Rupees }\end{array}\right.$

Cash flow from operating activities

| Profit before taxation | 270,043,836 | 177,056,367 |
| :---: | :---: | :---: |
| Adjustments | 481,586,609 | 428,181,073 |
| Operating profit before working capital changes | 751,630,445 | 605,237,440 |
| Changes in working capital | $(931,684,032)$ | $(402,792,387)$ |
| Cash (used in) / generated from operations | $(180,053,587)$ | 202,445,053 |
| Payments for: |  |  |
| Finance cost | $(88,086,196)$ | $(121,509,420)$ |
| Income tax | $(36,337,119)$ | $(55,666,756)$ |
| Post retirement benefits | $(42,648,189)$ | $(10,193,091)$ |
| Net cash (used in) / generated from operating activities | $(347,125,091)$ | 15,075,786 |
| Cash flows from investing activities |  |  |
| Capital expenditure | (8,554,794) | $(62,565,755)$ |
| Proceeds from disposal of fixed assets | $(45,902,258)$ |  |
| Net cash used in investing activities | $(54,457,052)$ | $(62,565,755)$ |
| Cash flows from financing activities |  |  |
| Repayment of long term finances |  | (8,418,294) |
| Lease liabilities | $(727,182)$ | $(537,709)$ |
| Short term borrowings-net | 93,861,393 | $(126,728,498)$ |
| Net cash generated from / (used in) financing activities | 93,134,211 | $(135,684,501)$ |
| Net decrease in cash and cash equivalents | $(308,447,932)$ | $(183,174,470)$ |
| Cash and cash equivalents at the beginning of period | 787,189,396 | 447,992,814 |
| Cash and cash equivalents at the end of period | 478,741,464 | 264,818,344 |

The annexed notes from 1 to 12 form an integral part of this condensed interim unconsolidated financial information.



## 1 Reporting entity

Azgard Nine Limited ("the Company") is incorporated in Pakistan as a public limited company and is listed on Pakistan Stock Exchange Limited. The Company is a composite spinning, weaving, dyeing and stitching unit engaged in the manufacturing of yarn, denim and denim products. The registered office of the Company is situated at Ismail Aiwan-i-Science, off Shahrah-i-Roomi, Lahore. The Company has four units with Unit I located at 2.5 km off Manga, Raiwind Road, District Kasur, Unit II at Alipur Road, M uzaffargarh, Unit III at 20 km off Ferozpur Road, 6 km Badian Road on Ruhi Nala, Der Khurd, Lahore and Unit IV at Atta Buksh Road, 18 km , off Ferozpur Road, M ouza Atari Saroba, Tehseel Cantt, Lahore. Unit IV is rented facility. Unit I is operational while IV is partially restarted, Unit II and III are non-operational and are being held for sale.

## 2 Basis of preparation

### 2.1 Separate financial statements

This condensed interim financial report is the separate financial report of the Company. Consolidated financial report of the Company is not prepared as the management, based on advice from the Company's legal counsel, has concluded that as a result of ongoing bankruptcy proceedings and management of affairs of M/S M ontebello S.r.I ("M BL") by the Court appointed trustee, the Company has ceased to exercise control over activities of M BL. Furthermore, in view of the guidance in International Financial Reporting Standard 10 "Consolidated Financial Statements", the management has concluded that the Company does not have power to direct the relevant activities of M BL. Resultantly, the Company has ceased recognising and presenting M BLas its subsidiary.

### 2.2 Statement of compliance

These condensed interim financial statements have been prepared in accordance with the accounting and reporting standards as applicable in Pakistan for interim financial reporting. The accounting and reporting standards as applicable in Pakistan for interim financial reporting comprise of:

- International Accounting Standard (IAS) 34, Interim Financial Reporting, issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017; and
- Provisions of and directives issued under the Companies Act, 2017.

Where the provisions of and directives issued under the Companies Act, 2017 differ with the requirements of IAS 34, the provisions of and directives issued under the CompaniesAct, 2017 have beenfollowed.

This condensed interim financial information does not include all the information required for annual financial statements including financial risk management information and therefore should be read in conjunction with the annual financial statements for the year ended June 30, 2020.

Comparative statement of financial position is extracted from annual audited financial statements for the year ended June 30, 2020 whereas comparative statement of profit or loss, statement of changes in equity and statement of cash flows are stated from un-audited condensed interim financial information for the quarter ended on September 30, 2019.

This condensed interim financial information is being submitted to the shareholders as required by Section 237 of the Companies Act, 2017.

### 2.3 Going concern assumption

During the period, current liabilities exceeded its current assets by Rs. 8,530.67 million, financial liabilities include Rs. 15,665.8 million relating to overdue principal and mark-up thereon, and its accumulated loss stood at Rs. 11,534.19 million. These conditions cast doubt about the Company's ability to continue as a going concern. This financial information has, however, been prepared on a going concern basis. The assumption that the Company would continue as a going concern is based on the fact that operationally the position of the Company is improving which is evident from the financial results of the Company for the period.

In addition to above, the ongoing financial restructuring of the Company is in the final stages and is expected to significantly reduce the debt burden and finance cost of the Company. In this respect, the creditors' scheme of arrangement was approved by the Honorable Lahore High Court (LHC) vide order dated July 31, 2019. In accordance with the court approved scheme of the arrangement, the Company is required to raise funds through right issue and disposal of its two secondary units. In this respect proceeds from right issues have been received and advance for sale of one of the units is also received.

Proceeds from sale of these units and right issue would be utilized for repayment of loans of the Company. Post restructuring, it is anticipated that the Company's debt levels shall be sustainable and resultantly the debt obligations of the Company would be met on time, subject to impact, if any, of uncontrollable external factors such as the local and global market conditions.

## 3 Accounting policies and estimates

3.1 The accounting policies and methods of computation adopted in the preparation of this condensed interim unconsolidated financial information are the same as those applied in the preparation of the financial statements for the year ended June 30, 2020.
3.2 Judgments and estimates made by the management in the preparation of the condensed interim financial information are the same as those applied in preparation of annual published financial statements of the Company for the year ended June 30, 2020.

4 Contingencies and commitments

### 4.1 Contingencies

There is no material change in the contingencies from preceding audited published financial statements of the Company for the year ended June 30, 2020.

|  |  |  | (Un-audited) | (Audited) |
| :---: | :---: | :---: | :---: | :---: |
|  |  |  | September 30 | June 30 |
|  |  |  | 2020 | 2020 |
| 4.2 | Commitments | Note | Rupees | Rupees |

### 4.2.1 Commitments under irrevocable letters of credit for:

| - purchase of stores, spare and loose tools | $\mathbf{1 0 , 5 1 0 , 2 4 1}$ | $33,199,186$ |
| :--- | :---: | :---: |
| - purchase of machinery | $\mathbf{5 2 , 2 3 8 , 9 3 8}$ | - |
| - purchase of raw material | $\underline{\underline{10,946,821}}$ | $27,599,517$ |

4.2.2 Commitments for capital expenditure

| 5 |  |  | (Un-audited) September 30 2020 | (Audited) June 30 2020 |
| :---: | :---: | :---: | :---: | :---: |
|  | Property, plant and equipment | Note | Rupees | Rupees |
|  | Operating fixed assets | 5.1 | 9,904,311,669 | 9,996,709,467 |
|  | Right of use asset |  | 8,899,159 | 9,367,534 |
|  | Capital work in progress |  | 297,435,737 | 247,931,712 |
|  |  |  | 10,210,646,565 | 10,254,008,713 |

### 5.1 Operating fixed assets

| Net book value as at the beginning of the period |  | 10,006,077,001 | 10,078,765,729 |
| :---: | :---: | :---: | :---: |
| Additions during the period / year | 5.1.1 | 12,453,025 | 312,688,535 |
| Disposals during the period / year - Net book value |  | $(12,142,319)$ | $(4,499,195)$ |
| Depreciation charged during the period / year |  | $(93,176,879)$ | $(380,878,068)$ |
| Net book value as at the end of the period/ year |  | 9,913,210,828 | 10,006,077,001 |

5.1.1 Additions- Cost

Assets owned by the Company

| Building on freehold land |  | 23,751,887 |
| :--- | ---: | ---: |
| Plant and M achinery | $\mathbf{5 , 7 0 0 , 0 0 0}$ | $187,980,912$ |
| Furniture, fixtures and office equipment | $\mathbf{7 9 3 , 6 3 0}$ | $17,223,139$ |
| Vehicles | $\mathbf{1 , 9 3 5 , 0 0 0}$ | $8,983,301$ |
| Tools and equipments | $\mathbf{3 , 4 5 7 , 1 8 1}$ | $28,815,060$ |
| Electric installations | $\mathbf{5 6 7 , 2 1 4}$ | $43,151,236$ |
| Right of use asset | $\mathbf{-}$ | $2,783,000$ |

## 6 Finance cost

Interest / mark-up on:
Redeemable capital \& long term finances
Liabilities against assets subject to finance lease
Short term borrowings

| (Un-audited) <br> July 2020 to <br> September 2020 | (Un-audited) <br> July 2019 to <br> September 2019 |
| :---: | :---: |
| Rupees | Rupees |


|  | 225,021,652 | 250,578,775 |
| :---: | :---: | :---: |
| Amortization of transaction costs and unwinding effect of present value | 703,746 | 3,337,888 |
| Exchange loss / (gain) on foreign currency borrowings | 40,958,302 | $(18,484,491)$ |
| Bank discounting and other charges | 58,355,975 | 62,053,404 |
|  | 325,039,675 | 297,485,576 |

7 Transactions and balances with related parties
Related parties from the Company's perspective comprise associated undertakings, key management personnel (including chief executive and directors), post employment benefit plan and other related parties. The Company in the normal course of business carries out transactions with various related parties and continues to have a policy whereby all such transactions are carried out on permissible basis.

During the year ended June 30, 2020, the holding of Jahangir Siddiqui and Company Limited (JSCL) in the Company has increased from $19.96 \%$ to $24.86 \%$ and consequently JSCL and its group companies are now considered as related parties. Comparative disclosure of transactions and balances with related parties have been amended accordingly.

Detail of transactions and balances with related parties is as follows:

| (Un-audited) <br> July 2020 to <br> September 2020 | (Un-audited) <br> July 2019 to <br> September 2019 |
| :---: | :---: |

7.1 Transactions with related parties
7.1.1 Other related parties

## JS Bank Limited

| M ark-up expense | $\mathbf{1 , 5 8 3 , 7 6 0}$ | $13,858,960$ |
| :--- | :---: | ---: |
| M ark-up Paid | - | $9,927,468$ |

JS Value Fund Limited

| M ark-up expense | 661,825 | 638,467 |
| :---: | :---: | :---: |
| Unit Trust of Pakistan |  |  |
| M ark-up expense | 723,534 | 1,139,987 |
| JS Large Cap Fund |  |  |
| M ark-up expense | 2,305,696 | 2,305,696 |

JS Global Capital Limited
M ark-up expense
9,051,333 9,051,333
JS Principal Secure Fund
M ark-up expense
928,267 928,267
JS Income Fund
$\begin{array}{lll}\text { M ark-up expense } & \mathbf{9 7 3 , 3 7 3} & \mathbf{1 , 3 8 1 , 0 0 9}\end{array}$
JS Growth Fund
$\begin{array}{lll}\text { M ark-up expense } \quad 2,331,532 & 2,312,067\end{array}$
7.1.2 Key management personnel

Short-term employee benefits
73,239,127 91,541,041

| $16 \left\lvert\, \begin{gathered}\text { Azg } \\ \\ \\ \\ \mathbf{7 . 2} \\ \\ 7.2 .1\end{gathered}\right.$ |  | rd N ine Lim ited |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  |  |  | (Un-audited) | (Audited) |
|  |  |  | September 30 | June 30 |
|  |  |  | 2020 | 2020 |
|  |  |  | Rupees | Rupees |
|  |  | Balances with related parties |  |  |
|  |  | Other related parties |  |  |
|  |  | JS Bank Limited |  |  |
|  |  | Redeemable capital - PPTFC IV | 65,021,777 | 65,021,777 |
|  |  | M ark-up payable | 59,557,668 | 57,983,213 |
|  |  | JS Value Fund Limited |  |  |
|  |  | Redeemable capital - TFC II | 19,523,024 | 19,523,024 |
|  |  | Redeemable capital - TFC VI | 12,900,000 | 12,900,000 |
|  |  | M ark-up payable | 19,274,469 | 18,665,687 |
|  |  | Unit Trust of Pakistan |  |  |
|  |  | Redeemable capital - TFCV | 31,980,766 | 31,980,766 |
|  |  | Redeemable capital - PPTFC VI | 19,265,000 | 19,265,000 |
|  |  | M ark-up payable | 28,658,923 | 27,935,389 |
|  |  | JS Large Cap Fund |  |  |
|  |  | Redeemable capital - PPTFCs | 83,160,000 | 83,160,000 |
|  |  | M ark-up payable | 50,349,393 | 50,349,393 |
|  |  | JS Global Capital Limited |  |  |
|  |  | Redeemable capital - PPTFCs | 326,456,184 | 326,456,184 |
|  |  | M ark-up payable | 197,653,567 | 197,653,567 |
|  |  | JS Principal Secure Fund |  |  |
|  |  | Redeemable capital - PPTFCs | 33,480,000 | 33,480,000 |
|  |  | M ark-up payable | 20,270,535 | 20,270,535 |
|  |  | JS Pension Savings Fund |  |  |
|  |  | Redeemable capital - PPTFC VI | 3,850,000 | 3,850,000 |
|  |  | JS Income Fund |  |  |
|  |  | Redeemable capital - TFC II | 7,369,942 | 7,369,942 |
|  |  | Redeemable capital - TFC V | 31,980,766 | 31,980,766 |
|  |  | Redeemable capital - PPTFC VI | 24,135,000 | 24,135,000 |
|  |  | M ark-up payable | 35,935,035 | 34,981,685 |
|  |  | JS Growth Fund |  |  |
|  |  | Redeemable capital - TFC II | 16,269,187 | 16,269,187 |
|  |  | Redeemable capital - TFCVI | 10,750,000 | 10,750,000 |
|  |  | Redeemable capital - PPTFCs | 64,200,000 | 64,200,000 |
|  |  | M ark-up payable | 54,932,080 | 54,424,761 |
| 7.2.2 |  | Key M anagement Personnel |  |  |
|  |  | Short term employee benefits payable | 17,008,605 | 17,105,095 |





20 Azgard Nine Lim ited

## 10 Corresponding figures

Corresponding figures have been rearranged, where necessary, for the purpose of comparison

11 Date of authorization

This condensed interim unconsolidated financial information was authorized for issue by the Board of Directors of the Company on October 28, 2020.

12 General
Figures have been rounded off to the nearest rupee.

Lahore
Chief Executive Officer



Chief Financial Officer


