



**HALF YEARLY
REPORT**

DECEMBER

2022





Vision

To be the global leader in providing business process outsourcing services.

Mission

We aim to be the most efficient provider of business process outsourcing services by setting the industry standards for cost and quality of services.

We will grow through acquisition of other business process outsourcing companies that can benefit from our expertise, as well as through organic growth resulting from the strength of our franchise. Our long term success will be driven by our relentless focus on recruiting and developing the most talented pool of human capital in our industry.



Contents

Corporate Information	03
Report of the Directors.....	04
Report on review of Condensed Interim Financial Statements	09
Condensed Interim Financial Statements of TRG Pakistan Limited.....	10





Corporate Information

Board of Directors

Mohammedulla Khan Khaishgi

Chairman

Hasnain Aslam

CEO

Zafar Iqbal Sobani

Waleed Tariq Saigol

John Leone

Yasser Toor

Doina Popescu

Suleman Lalani

Asad Nasir

Abid Hussain

Audit Committee

Doina Popescu - Chairperson

Zafar Iqbal Sobani

Mohammedulla Khan Khaishgi

John Leone

HR Recruitment & Remuneration Committee

Yasser Toor - Chairman

Hasnain Aslam

John Leone

Chief Financial Officer

Rahat Lateef

Company Secretary

Zeeshan Ul Haq

Legal Advisor

Lexium - Attorneys at Law

Auditors

KPMG Taseer Hadi & Co.

Chartered Accountants

Shares Registrar

THK Associates (Pvt.) Ltd.

Share Department,

Plot No. 32-C, Jami Commercial

Street 2, D.H.A. Phase VII,

Karachi-75500, Pakistan.

Phone: +92 (021) 111-000-322

FAX: +92 (021) 34168271

Registered Office

24th Floor, Sky Tower West Wing,

Dolmen, HC-3, Block-4,

Marine Drive, Clifton,

Karachi-75600, Pakistan.

UAN: (021) 111-874-874

Fax: (021) 35184042

Report of the Directors

For the six-month period ended December 31, 2022

Your Directors are pleased to present the condensed interim financial information of TRG Pakistan Limited (“the Company”) for the six-month period ended December 31, 2022.

Key Developments:

Our portfolio company Ibx Limited (Ibx) maintained its strong performance and healthy growth, with continued focus on new clients, operational efficiencies, and a change in business mix towards higher margin service delivery locations. Despite the macroeconomic headwinds and a legacy client exit, revenue growth has sustained with new logo wins, and margin has improved further, resulting in the highest Adjusted EBITDA for Ibx in its history during the six-month period ending December 31, 2022. Ibx also reached its highest ever stock price (and market capitalization) during this period.

Our portfolio company that provides Artificial Intelligence Enterprise Software (AI Software Business) has had strong H1FY23 representing a 23% revenue growth over the same period last year. EBITDA performance was transformational, going from a significantly negative Adjusted EBITDA in H1FY22 to a healthy positive margin in H1FY23. Revenue growth and margin would have been even stronger had it not been for revenue reduction with one material client in a difficult economic environment, where clients face cost pressures to offset inflation. The margins have improved tremendously since early 2022, under new leadership, as a result of much tighter cost controls while continuing to grow revenue. The business remains focused on diversification of its revenues through new logo wins as well as a portfolio of new revenue-generating products in the pipeline.

TRG Pakistan Limited Financial Review:

The most significant item on our balance sheet is the value of the Company’s share in its associate The Resource Group International Limited (TRGIL), our sole operating asset. As of December 31, 2022, the value of our share in TRGIL is Rupees 73.8 billion, representing an increase of Rupees 17.1 billion compared to Rupees 56.7 billion on June 30, 2022. This increase is driven both by profit from our associate as well as exchange gain on our investment due to a weaker PKR to USD exchange rate. In addition to the Company’s stake in TRGIL, it also has other assets of Rupees 0.02 billion and liabilities of Rupees 11.8 billion (primarily relating to deferred taxes) resulting in net assets of Rupees 62 billion.

Our income statement is primarily driven by the changes in value of our share in TRGIL. Our share of the net profit in equity accounted investee (i.e. TRGIL) was Rupees 10.9 billion, before taxation, which was mainly on account of mark-to-market gain of Rupees 9.6 billion booked on IBEX shares. The Company recognized interest income of Rupees 0.6 million in its income statement, whereas it incurred expenses of Rupees 66.1 million. Deferred tax amounting to Rupees 1.6 billion was booked during the period. Overall, the Company posted net profit of Rupees 9.2 billion for the six-month period ended December 31, 2022.

Earnings per share

The earnings per share of the Company was Rupees 16.79 per share for the six-month period ended December 31, 2022.


Outlook

We remain focused on enhancing the value of our remaining portfolio assets and then monetizing them in due course to maximize value and liquidity to shareholders of the Company.

Acknowledgments

Your Directors close this report by thanking you of your continued confidence in the Company, and for the opportunity to serve you as your fiduciaries in the management of your Company.

For and on Behalf of the Board of Directors



Mohammedulla Khan Khaishgi
Chairman

Karachi:
February 28, 2023



Hasnain Aslam
Chief Executive

ہماری آمدنی کا بیان بنیادی طور پر ٹی آر جی آئی ایل میں ہمارے حصص کی قدر میں ہونے والی تبدیلیوں سے چلتا ہے۔ ایکویٹی اکاؤنٹ انویسٹمنٹی (یعنی ٹی آر جی آئی ایل) میں خالص نقصان میں ہمارا حصہ ٹیکس سے پہلے ۱۰.۹ بلین روپے تھا جس کی بنیادی وجہ آئیٹیکس کے حصص پر بک کیے گئے ۹.۶ بلین روپے کے مارک ٹو مارکیٹ فائدہ کی وجہ سے تھا۔

کمپنی نے اپنی آمدنی کے بیان میں ۰.۶ بلین روپے کی سودی آمدنی کو تسلیم کیا، جبکہ اس نے ۶۶.۱ بلین روپے کے اخراجات کیے ہیں۔ اس عرصے کے دوران ۱-۶ بلین روپے کا موخر ٹیکس بک کیا گیا۔ مجموعی طور پر، کمپنی نے ۳۱ دسمبر ۲۰۲۲ کو ختم ہونے والی ششماہی کے لیے ۹.۲ بلین روپے کا خالص منافع کمایا۔

فی حصص آمدن

۳۱ دسمبر ۲۰۲۲ کو ختم ہونے والی ششماہی کے لیے کمپنی کی فی حصص آمدنی ۱۶.۷۹ روپے فی حصص تھی۔

متواتر امکانات

ہم اپنے ہفتہ پورٹ فولیو اثاثوں کی قدر کو بڑھانے اور پھر کمپنی کے شیئر ہولڈرز کو زیادہ سے زیادہ قدر اور لیکویڈیٹی فراہم کرنے کے لیے مناسب وقت میں ان سے رقم کمانے پر توجہ مرکوز رکھے ہوئے ہیں۔

اعتماد نظر

اس رپورٹ کے اختتام پر ڈائریکٹرز آپ کے مستقل اعتماد اور کمپنی کی انتظامیہ کو امین کے طور پر خدمات کا موقع دینے پر آپ کے تہہ دل سے مشکور ہیں۔

پورڈ آف ڈائریکٹرز کی جانب سے



حسین اعلم
چیف ایگزیکٹو



محمد اللہ خان حنیفی
چیئر مین

کراچی

تاریخ: ۲۸ فروری ۲۰۲۳

ڈائریکٹرز کی رپورٹ

ششماہی اختتام پزیر ۳۱ دسمبر ۲۰۲۳

آپ کے ڈائریکٹرز، ٹی آر جی پاکستان لیٹڈ ("کمپنی") کے معاشی بیانے برائے ششماہی اختتام پزیر ۳۱ دسمبر ۲۰۲۳ انتہائی مسرت کے ساتھ پیش کر رہے ہیں۔


اہم ترقیات

ہماری پورٹ فولیو کمپنی آئی بیکس لمیٹڈ (آئی بیکس) نے اپنی مضبوط کارکردگی اور صحت مند نمو کو برقرار رکھا، نئے کلائنٹس، آپریشنل افادیت، اور اعلیٰ مارجن سرورس ڈیلیوری مقامات کی طرف کاروباری کس میں تبدیلی پر مسلسل توجہ مرکوز رکھی۔ میکرو اکنامک ہیڈ وینڈز اور لیگیسی کلائنٹ کے اخراج کے باوجود، نئے لوگو کی جیت کے ساتھ ریونیو میں اضافہ برقرار رہا ہے، اور مارجن میں مزید بہتری آئی ہے، جس کے نتیجے میں ۳۱ دسمبر ۲۰۲۲ ختم ہونے والی ششماہی کی مدت کے دوران آئی بیکس کے لیے اس کی تاریخ میں سب سے زیادہ ایڈجسٹ شدہ ایبیلٹا ہے۔ آئی بیکس بھی اس عرصے کے دوران اسٹاک کی اپنی بلند ترین قیمت (اور مارکیٹ کپیمٹلائزیشن) تک پہنچی۔

ماری پورٹ فولیو کمپنی جو آرٹیفیشل انٹیلی جنس انٹرپرائز سافٹ ویئر (آئی سافٹ ویئر) کمپنی فراہم کرتی ہے، اس نے مالی سال ۲۰۲۳ کے پہلی ششماہی میں اچھی کارکردگی دکھائی جو پچھلے سال کی اسی مدت کے مقابلے میں ۲۳ فیصد کی آمدنی میں اضافہ کی نمائندگی کرتا ہے۔ ایبیلٹا میں تبدیلی مالی سال ۲۰۲۲ کی پہلی ششماہی میں نمایاں طور پر منفی ایڈجسٹ شدہ ایبیلٹا سے مالی سال ۲۰۲۳ کی پہلی ششماہی میں صحت مند مثبت مارجن تک جا رہی تھی۔ آمدنی اور مارجن میں اضافہ اور بھی مضبوط ہوتا اگر مشکل معاشی ماحول میں ایک مادی کلائنٹ کے ساتھ آمدنی میں کمی نہ کی جاتی، جہاں کلائنٹس کو افراط زر کو پورا کرنے کے لیے لاگت کے دباؤ کا سامنا کرنا پڑتا ہے۔ آمدنی میں مسلسل اضافہ کرتے ہوئے لاگت پر سخت کنٹرول کے نتیجے میں، نئی قیادت کے تحت، ۲۰۲۲ کے اوائل سے مارجن میں زبردست بہتری آئی ہے۔ کاروبار نئے لوگو جیت کے ساتھ ساتھ پائپ لائن میں آمدنی پیدا کرنے والی نئی مصنوعات کے پورٹ فولیو کے ذریعے اپنی آمدنی کو متنوع بنانے پر مرکوز ہے۔

ٹی آر جی پاکستان لیٹڈ مالیاتی بیانات

ہماری بیلنس شیٹ پر سب سے اہم چیز ٹی آر جی آئی ایل میں کمپنی کے حصہ کی قیمت ہے، جو ہمارا واحد آپریٹنگ ایٹش ہے۔ ۳۱ دسمبر ۲۰۲۲ تک، ٹی آر جی آئی ایل میں ہمارے حصہ کی مالیت ۸-۷۳ بلین روپے ہے، جو کہ ۳۰ جون ۲۰۲۱ کو ۶۹.۶ بلین روپے کے مقابلے میں ۱۷.۱ بلین روپے کے اضافے کی نمائندگی کرتی ہے۔ یہ اضافہ امریکی ڈالر کے مقابلے میں مضبوط ہونے کی وجہ سے ہوا ہے۔ اس کے علاوہ جیسا کہ ٹی آر جی آئی ایل کو مالی سال کے دوران آنے والے پیراگراف میں بیان کردہ وجوہات کی وجہ سے خالص فائدہ ہوا ہے۔ ٹی آر جی آئی ایل میں کمپنی کے حصص کے علاوہ، اس کے پاس ۰.۰۰۲ بلین روپے کے دیگر اثاثے اور ۸-۱۱ بلین روپے کی واجبات (بنیادی طور پر موخر ٹیکسوں سے متعلق) ہیں جس کے نتیجے میں ۶۲ بلین روپے کے خالص اثاثے ہیں۔



Condensed Interim Financial Statements
For the six months period ended
December 31, 2022

**HALF YEARLY
REPORT**

DECEMBER

2022

Independent Auditor's Review Report

To the members of TRG Pakistan Limited

Report on review of Condensed Interim Financial Statements

Introduction

We have reviewed the accompanying condensed interim statement of financial position of TRG Pakistan Limited ("the Company") as at 31 December 2022 and the related condensed interim statement of profit or loss and other comprehensive income, condensed interim statement of changes in equity, and condensed interim statement of cash flows, and notes to the financial statements for the six-months period then ended (here-in-after referred to as the "interim financial statements"). Management is responsible for the preparation and presentation of these interim financial statements in accordance with accounting and reporting standards as applicable in Pakistan for interim financial reporting. Our responsibility is to express a conclusion on these financial statements based on our review.

Scope of Review

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

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial statements is not prepared, in all material respects, in accordance with the accounting and reporting standards as applicable in Pakistan for interim financial reporting.

Emphasis of Matter

We draw attention to note 13.1 of the condensed interim financial statements wherein the status of the matters pending with the Securities and Exchange Commission of Pakistan are disclosed.

Our opinion is not modified in respect of this matter.

Other matter

The figures for the three months ended 31 December 2022 in the interim financial statements have not been reviewed and we do not express a conclusion on them.

The engagement partner on the engagement resulting in this independent auditors' report is Zeeshan Rashid.

Date: 1 March 2023

Karachi

UDIN: RR202210188T3FUHWIXP

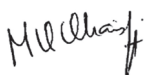
KPMGTaseer Hadi & Co.
Chartered Accountants

Condensed Interim Statement of Financial Position

As at December 31, 2022

		December 31, 2022 (Un-audited)	June 30, 2022 (Audited)
		----- (Rupees in '000) -----	
ASSETS			
Non-current assets			
		251	-
	4	73,847,473	56,717,816
		75	75
		73,847,799	56,717,891
Current assets			
		24	229
		783	198
	5	17,321	34,884
		18,128	35,311
		73,865,927	56,753,202
Total assets			
EQUITY AND LIABILITIES			
Share capital and reserves			
		7,330,000	7,330,000
<i>Share capital</i>			
	6	5,453,907	5,453,907
<i>Revenue reserves</i>			
		15,542,845	10,205,961
		41,046,929	31,889,071
		62,043,681	47,548,939
Non-current liabilities			
		11,739,501	9,170,053
Current liabilities			
		10,697	8,980
	7	52,339	5,414
		19,581	19,581
		128	128
		-	107
		82,745	34,210
		73,865,927	56,753,202
Total equity and liabilities			
Contingencies and commitments			
	8		

The annexed notes 1 to 14 form an integral part of these financial statements.



Director



Chief Financial Officer



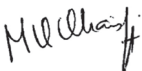
Director

Condensed Interim Statement of Profit or Loss Account and Other Comprehensive Income (Un-audited)

For the six months period ended December 31, 2022

	Six months period ended		Three months period ended	
	December 31,	December 31,	December 31,	December 31,
	2022	2021	2022	2021
Note	----- (Rupees in '000) -----			
Interest Income	600	7,077	225	3,245
Administrative and other expenses	(66,068)	(16,725)	(46,309)	(6,872)
Operating loss	(65,468)	(9,648)	(46,084)	(3,627)
Share of profit/(loss) in equity accounted investee	10,850,972	(16,444,373)	3,945,719	(16,488,627)
Dilution gain on equity accounted investee	-	1,662,269	-	1,662,269
Profit / (loss) before taxation	10,785,504	(14,791,752)	3,899,635	(14,829,985)
Taxation	(1,627,646)	2,217,316	591,858	2,223,954
Profit / (loss) after taxation	9,157,858	(12,574,436)	4,491,493	(12,606,031)
Other comprehensive income				
Items that may be reclassified to statement of profit or loss in subsequent periods				
Effect of translation of net investment in foreign associate - net of tax	5,336,884	4,544,434	(347,140)	860,529
Total comprehensive income / (loss)	14,494,742	(8,030,002)	4,144,353	(11,745,502)
	----- (Rupees) -----			
Earnings / (loss) per share - basic and diluted	16.79	(23.06)	8.24	(23.11)

The annexed notes 1 to 14 form an integral part of these financial statements.



Director



Chief Financial Officer



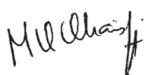
Director

Condensed Interim Statement of Changes in Equity (Un-audited)

For the six months period ended December 31, 2022

	Issued, subscribed and paid-up capital	Revenue Reserves		Total
		Foreign currency translation reserve	Unappropriated profit	
----- (Rupees in '000) -----				
Balance as at July 1, 2021	5,453,907	(815,095)	36,869,797	41,508,609
Total comprehensive income				
Loss after tax for the six months period ended December 31, 2021	-	-	(12,574,436)	(12,574,436)
Foreign currency translation difference - net of tax	-	4,544,434	-	4,544,434
	-	4,544,434	(12,574,436)	(8,030,002)
Balance as at December 31, 2021	5,453,907	3,729,339	24,295,361	33,478,607
Total comprehensive income				
Loss after tax for the six months period ended June 30, 2022	-	-	7,593,710	7,593,710
Foreign currency translation difference - net of tax	-	6,476,622	-	6,476,622
	-	6,476,622	7,593,710	14,070,332
Balance as at June 30, 2022	5,453,907	10,205,961	31,889,071	47,548,939
Total comprehensive income				
Profit after tax for the six months period ended December 31, 2022	-	-	9,157,858	9,157,858
Foreign currency translation difference - net of tax	-	5,336,884	-	5,336,884
	-	5,336,884	9,157,858	14,494,742
Balance as at December 31, 2022	5,453,907	15,542,845	41,046,929	62,043,681

The annexed notes I to I4 form an integral part of these financial statements.



Director



Chief Financial Officer



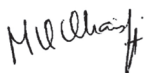
Director

Condensed Interim Statement of Cash Flows (Un-audited)

For the six months period ended December 31, 2022

		December 31, 2022	December 31, 2021
	Note	----- (Rupees in '000) -----	
CASH FLOW FROM OPERATING ACTIVITIES			
Net cash used in operations	10	(18,004)	(400,672)
Interest income received		805	16,829
Income tax paid		(106)	(150,631)
Net cash flows used in from operating activities		(17,305)	(534,474)
CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of fixed assets		(258)	-
Net cash used in investing activities		(258)	-
Net decrease in cash and cash equivalents during the period		(17,563)	(534,474)
Cash and cash equivalents at the beginning of the period		34,884	598,429
Cash and cash equivalents at end of the period		17,321	63,955

The annexed notes 1 to 14 form an integral part of these financial statements.



Director



Chief Financial Officer



Director

Notes to the Condensed Interim Financial Statements (Un-audited)

For the six months period ended December 31, 2022

I. LEGAL STATUS AND NATURE OF BUSINESS

- 1.1 TRG Pakistan Limited ("the Company") was incorporated in Pakistan as a public limited company on December 2, 2002 under the repealed Companies Ordinance, 1984 and is listed on the Pakistan Stock Exchange Limited. The registered office of the Company is situated at 24th Floor, Sky Tower, West Wing, Dolmen, HC-3, Block- 4, Marine Drive, Clifton, Karachi, Pakistan. On May 14, 2003 the Company obtained a license from the Securities and Exchange Commission of Pakistan ("SECP") to undertake venture capital investment as a Non-Banking Finance Company in accordance with the Non-Banking Finance Companies (Establishment and Regulation) Rules, 2003 (NBFC Rules). On January 18, 2012 the Company exited from NBFC regime and continues to operate as a listed company.
- 1.2 The principal activity of the Company, through its associate, The Resource Group International Limited (TRGIL) is to invest in a portfolio of investments primarily in the technology and IT enabled services sectors.

2. BASIS OF PREPARATION

These condensed interim financial statements of the Company 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 from the requirements of IAS 34, the provisions of and directives issued under the Companies Act, 2017 have been followed.

These condensed interim financial statements do not include all of the information required for full financial statements and should therefore be read in conjunction with the annual audited financial statements of the Company for the year ended June 30, 2022.

These condensed interim financial statements comprise of condensed interim statement of financial position as at December 31, 2022, condensed interim statement of profit or loss and other comprehensive income, condensed interim statement of changes in equity, condensed interim statement of cash flows and notes thereto for the six months period then ended.

The comparative condensed interim statement of financial position, presented in these condensed interim financial statements as at June 30, 2022 has been extracted from the annual audited financial statements of the Company for the year then ended, whereas the comparative condensed interim statement of profit or loss and other comprehensive income, condensed interim statement of changes in equity and condensed interim statement of cash flows are extracted from the unaudited condensed interim financial statements for the six months period ended December 31, 2022.

2.1 Judgments and estimates

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

The significant judgments made by management in applying accounting policies and the key sources of estimation and uncertainty were the same as those that were applied to annual audited financial statements of the Company for the year ended June 30, 2022.

2.2 Risk management

Risk management policies are consistent with those disclosed in the annual audited financial statements of the Company for the year ended June 30, 2022.

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted for the preparation of the condensed interim financial statements are consistent with those followed in the preparation of the Company's annual audited financial statements for the year ended June 30, 2022.

4. LONG TERM INVESTMENT

	Note	December 31, 2022 (Un-audited) ---- (Rupees in '000) ----	June 30, 2022 (Audited)
The Resource Group International Limited (TRGIL)			
Unquoted 60,450,000 (June 30, 2022: 60,450,000)			
Series B Preferred Shares			
- Equity accounted investee	4.1 & 4.2	<u>73,847,473</u>	<u>56,717,816</u>

- 4.1 This represents investment in TRGIL, an associate incorporated in Bermuda having par value and additional paid up share capital of US\$0.01 and US\$ 0.99 per share respectively. The registered office of TRGIL is situated at Crawford House 50, Cedar Avenue, Hamilton HM 11, Bermuda. The Company holds 60,450,000 shares in TRGIL representing 68.8% of the total shares in issue (June 30, 2022: 68.8%) with voting power of 45.3% (June 30, 2022: 45.3%) making it an associate. The percentage holding for share of associate accounting is calculated after taking into account the features of each class of shares and assets that have been earmarked for respective shareholders, which has resulted in 100% effective beneficial interest over its residual net assets after taking into account the interest accruing to other shareholders (June 30, 2022: 100%).

4.2 Reconciliation of carrying amount of investment

	December 31, 2022 (Un-audited) ---- (Rupees in '000) ----	June 30, 2022 (Audited)
Opening balance	56,717,816	49,620,244
Share of profit / (loss)	10,850,972	(14,732,069)
Dilution gain on equity accounted investee	-	8,863,693
Exchange translation impact	6,278,685	12,965,948
Closing balance	<u>73,847,473</u>	<u>56,717,816</u>

5. CASH AND BANK BALANCES

Balances with banks in		
- Current accounts	15,515	15,515
- Savings account	1,788	19,328
	<u>17,303</u>	<u>34,843</u>
Cash in hand	18	41
	<u>17,321</u>	<u>34,884</u>

6. SHARE CAPITAL

	December 31, 2022 (Un-audited)		June 30, 2022 (Audited)	
	Number of shares	(Rupees in '000)	Number of shares	(Rupees in '000)
Authorized share capital				
- Ordinary class 'A' shares of Rs.10 each	720,000,000	7,200,000	720,000,000	7,200,000
- Ordinary class 'B' shares of Rs.10 each	13,000,000	130,000	13,000,000	130,000
	733,000,000	7,330,000	733,000,000	7,330,000
Issued, subscribed and paid-up capital				
Ordinary class 'A' shares of Rs. 10 each				
- allotted for consideration paid in cash	535,765,687	5,357,657	535,765,687	5,357,657
- allotted for consideration other than cash (note 6.1)	9,624,978	96,250	9,624,978	96,250
	545,390,665	5,453,907	545,390,665	5,453,907

- 6.1 These shares were issued in exchange of 1,636,000 shares of The Resource Group International Limited of US\$1 each in 2003.

7. PAYABLE TO RELATED PARTY

This represents payables to TRGIL, an associate of the Company, for funds advanced by TRGIL to the Company for meeting its expenses for its day to day operations. During the current period, funds amounting to US\$0.2 million (Rs. 45.3 million) were advanced by TRGIL, whereas, foreign exchange loss of Rs. 1.6 million was incurred.

8. CONTINGENCIES AND COMMITMENTS

There is no change in contingencies and commitments as reported in note 13 to the annual audited financial statements for the year ended June 30, 2022 or disclosed elsewhere in these condensed interim financial statements.

9. INTEREST INCOME

	Note	December 31, 2022 ----- (Un-audited) ----- ----- (Rupees in '000) -----	December 31, 2021
On bank balances		600	7,077

10. NET CASH USED IN OPERATIONS

Net profit / (loss) before taxation		10,785,504	(14,791,752)
Adjustments for :			
Depreciation		7	17
Interest income on bank balances	9	(600)	(7,077)
Share of (profit) / loss in equity accounted investee	4.2	(10,850,972)	16,444,373
Dilution gain on equity accounted investee		-	(1,662,269)
Effect on cash flows of working capital changes	10.1	48,057	(383,964)
		(10,803,508)	14,391,080
		(18,004)	(400,672)

December 31, December 31,
2022 2021
----- (Un-audited) -----
----- (Rupees in '000) -----

10.1 Working capital changes

Increase in current assets:

Prepayments	(585)	(783)
-------------	-------	-------

Increase / (decrease) in current liabilities:

Accrued and other liabilities	1,717	(386,508)
Payable to related parties	46,925	3,327
	48,642	(383,181)
	48,057	(383,964)

11. FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES

Fair value is the price that would be received to sell an asset or paid to transfer the liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Company has access at that date. As the accompanying financial statements are prepared under the historical cost method, differences may arise between the book values and the fair value estimates. Management believes that fair values of the Company's financial assets and liabilities are not materially different from their carrying values since all of the financial instruments of the Company are classified as amortized cost or are repriced frequently.

12. RELATED PARTY DISCLOSURES

Related parties comprise of associates, subsidiaries, directors and their close family members, staff retirement benefit fund and key management personnel of the Company. Transactions with related parties are carried out on agreed basis and are settled in ordinary course of business. Remuneration and benefits to executives of the Company are in accordance with the terms of the employment while contribution to the provident fund is in accordance with Staff Service Rules.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company. The Company considers its Chief Executive Officer, Chief Financial Officer, Company Secretary, Non-Executive Directors and departmental heads to be its key management personnel. There are no transactions with key management personnel other than their terms of employment / entitlement.

Related party transactions and balances other than those disclosed elsewhere in these financial statements are as follows:

TRANSACTIONS WITH RELATED PARTIES

Name of related party	Nature of transaction	December 31, 2022	December 31, 2021
		----- (Un-audited) -----	
		----- (Rupees in '000) -----	
Chairman	Remuneration	400	-
Directors	Board and other meeting fees	3,200	-
Key management personnel	Remuneration	13,200	-
Staff retirement fund - TRG Pakistan			
Staff Employees Provident Fund	Contribution	934	72
		17,734	72

No remuneration (December 31, 2021: Nil) was paid to the Chief Executive Officer of the Company during the period.

12.1 The investments out of provident fund of the Company have been made in accordance with the provisions of Section 218 of the Companies Act, 2017 and the rules formulated for this purpose.

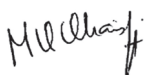
13. UPDATE ON LITIGATION AND REGULATORY CASES

13.1 With respect to note 27.2 to the annual audited financial statements for the year ended June 30, 2022, it may be noted that that the Company has filed Suit no. 1584 of 2022 before the Sindh High Court at Karachi, challenging, inter alia, various notices issued by the Securities and Exchange Commission of Pakistan ("SECP") against the Company. The Honorable High Court of Sindh was pleased to pass an interim order dated October 21, 2022 in the proceedings and has restrained the SECP from taking any coercive action against the Company. Such order continues to remain in force till date.

13.2 On October 24, 2022 Jahangir Siddiqui & Co. Limited, JS Bank Limited, JS Infocom Limited, Energy Infrastructure Holding Private Limited, The Trustees of JS Bank Staff Gratuity Fund, Mr. Suleman Lalani and Mr. Asad Nasir (collectively "plaintiffs") filed a suit against the Company and others, whereby they had sought, inter alia, that the twentieth Annual General Meeting (the AGM) of the Company be postponed until such time as the plaintiffs can fully participate as per their shareholding in such meeting, and pursuant to such suit, The Honorable Sindh High Court passed an interim order, restraining the Company from conducting the AGM till further orders. The AGM of the Company has accordingly been adjourned in compliance with such order.

14. DATE OF AUTHORISATION FOR ISSUE

These condensed interim financial statements were authorised for issue on February 28, 2023 by the board of directors of the Company.



Director



Chief Financial Officer



Director







TRG PAKISTAN LTD.

24TH FLOOR, SKY TOWER WEST WING,
DOLMEN, HC-3, BLOCK-4, MARINE DRIVE,
CLIFTON, KARACHI-75600, PAKISTAN.

UAN # +92.21.1111.TRG.TRG

FAX: 021-35184042

<http://trgpcorp.com>