



Johnson & Phillips (Pakistan) Limited

March 31, 2023

03rd Quarterly Account

(Un-Audited)

CONTENTS

Company Information	1
Director's Review (English)	2
Director's Review (Urdu)	3
Condensed Interim Statement of Financial Position	4
Condensed Interim Statement of Profit or Loss	5
Condensed Interim Statement of Cash Flow	6
Condensed Interim Statement of Changes in Equity	7
Notes to the Condensed Interim Financial Statements	8

COMPANY INFORMATION

Board of Directors

Mrs. Zainab Anis Mianoor	Chairman
Mr. Anis Mianoor	Director/CEO
Mr. Umair Mianoor	Director
Mr. Amin Khanani	Director
Mr. Usman Mianoor	Director
Mr. Hanif Chamdia	Director
Mrs. Uroosa Mianoor	Director

Board of Audit Committee

Mr. Amin Khanani	Chairman
Mr. Umair Mianoor	Member
Mrs. Uroosa Mianoor	Member

Board of HR Committee

Mr. Hanif Chamdia	Chairman
Mr. Usman Mianoor	Member
Mrs. Zainab Anis Mianoor	Member

Company Secretary

Mr. Hanif Hussain

Chief Financial Officer (CFO)

Syed Muhammad Shahid

Internal Auditor

Mr. Tariq Ilyas

Legal Advisor

Mr. Muhammad Yousuf (Advocate)

Auditors

M/s. Reanda Haroon Zakaria & Company
Chartered Accountants
Room No. M1-M4, MEZZANINE Floor, Prograsive Plaza,
Plot No. 5-C1-10, Civil Lines Quarter, Beaumont Road,
Near Dawood Centre, Karachi-75530, Pakistan.

Share Registrar

C & K Management Associates(Pvt) Ltd.
404, Trade Tower, Abdullah Haroon Road,
Near Metropole Hotel, Karachi - 75530

Bankers

Habib Metropolitan Bank Ltd.
Silk Bank Ltd.
Soneri Bank Ltd.

Registered Office

C-10, South Avenue, SITE, Karachi - 75700
Tel: 092-21-32560030-7,, Fax: 092-21-32564603
Website: www.johnsonphillips.pk
E-mail: Johnsonphillips@cyber.net.pk

DIRECTORS' REVIEW

The Board of Directors would like to present the condensed, un-audited financial statements of the Company for the nine-months period ended March 31, 2023.

Business Review:

The Sales and service-net for the nine months period ended March 31, 2023 was Rs. Nil million as compared to Rs. 52,225 million for the corresponding period of last year. The cost of sales and services for the period was Rs. 3.258 million as compared to Rs. 36.176 million. The Gross Loss of the Company was Rs. 3.258 million against a profit of Rs. 16.049 million in the corresponding period of last year. The Company's Distribution cost, Administrative expenses, finance and other charges during the nine months period ended March 31, 2023 was Rs. 4.389 million as against Rs.8.878 million in the corresponding period of previous year. A Loss after tax of Rs. 6.566 million was reported for the nine months ended March 31, 2023 compared to a profit after tax of Rs. 6.882 million in the corresponding period.

Future Plan:

The economic/political situation of the country is forecasting a serious challenge to the business community of the country and also creating political un-certainty situation in the country as well. We request our shareholders to pray to resolve the problems being faced by the country now-a-days and also pray for our success. Furthermore, the new management is trying its level best to resolve some legal issues left behind by the previous management.

Further, management is trying to reduce the losses.

Financial Highlights:

The comparative financial highlights of your Company for the nine months period ended March 31, 2023 and March 31, 2022 are as follows:

	<u>2023</u>	<u>2022</u>
	--- Rupees in thousand ---	
Profit / (Loss) for the period before taxation	(7,454)	7,416
Out of which the Directors have accounted for taxation – current	888	(534)
Accumulated Profit / (Losses) brought forward	(6,566)	6,882
Accumulated losses brought forward to Balance Sheet	(442,030)	(466,703)
Earnings per share – basic & diluted - Rupees	(1.20)	1.26

Acknowledgement:

The Board of Directors would like to express its sincere appreciation to the Company's valued client, business partners and other stakeholders. The Board would also like to thank the Securities and Exchange Commission of Pakistan, the Pakistan Stock Exchange and the Central Depository Company of Pakistan for their continued guidance and professional support.

For and on behalf of the Board.


Muhammad Anis Mianoor
 Managing Director / CEO


Zainab Anis Mianoor
 Chairman

Karachi: April 26, 2023

ڈائریکٹرز جائزہ

بورڈ آف ڈائریکٹرز 31 مارچ 2023ء کو ختم ہونے والے 9 ماہ کے عرصے کے دوران کمپنی کے غیر آڈٹ شدہ مالیاتی مختصر جائزے کی تفصیل پیش کرنا چاہیں گے۔

9 ماہ کے عرصے میں فروخت اور خرید (خالص) برائے 31 مارچ 2023ء صفر (0) تھی جو کہ پچھلے سال 52.225 ملین روپے تھا۔ کمپنی کا خام نقصان برائے 31 مارچ 2023ء کو 3.258 ملین روپے تھا جو کہ پچھلے سال اسی مدت میں 36.176 ملین روپے رہا۔ کمپنی کا خام نقصان 3.258 ملین روپے تھا جبکہ خام منافع 16.049 ملین روپے رہا۔ کمپنی کا 9 ماہ کے دوران تقسیم لاگت انتظامی اخراجات مالیت کی لاگت اور دیگر اخراجات برائے 31 مارچ 2023ء 4.389 ملین روپے رہا جو کہ پچھلے سال اسی مدت میں 8.878 ملین روپے تھا۔ نقصان بعد از ٹیکس 6.566 ملین روپے رہا۔ جبکہ پچھلے سال منافع 6.882 ملین روپے تھا۔

مستقبل کا جائزہ

ملک کی معاشی/سیاسی صورتحال ملک کی تاجر برادری کے لیے ایک سنگین چیلنج کی پیش گوئی کر رہی ہے اور ملک میں سیاسی غیر یقینی کی صورتحال بھی پیدا کر رہی ہے۔ ہم اپنے شیئر ہولڈرز سے درخواست کرتے ہیں کہ وہ آج کل ملک کو درپیش مسائل کے حل کے لیے دعا کریں اور ہماری کامیابی کے لیے بھی دعا کریں۔ مزید برآں، نئی انتظامیہ پچھلی انتظامیہ کے پیچھے چھوڑے گئے کچھ قانونی مسائل کو حل کرنے کے لیے اپنی سطح پر پوری کوشش کر رہی ہے۔

مزید یہ کہ انتظامیہ نقصانات کو کم کرنے کی کوشش کر رہی ہے۔

مالیاتی جائزہ

کمپنی کے 9 ماہ کے مالیاتی جائزہ برائے 31 مارچ 2023ء اور 31 مارچ 2022ء کی تفصیل درج ذیل ہے۔

(...000... روپے میں)		
2022	2023	
7,416	(7,454)	نقصان / منافع ٹیکس سے پہلے
(534)	888	اس میں ڈائریکٹرز کا اکاؤنٹ میں ٹیکس کے لیے موجود
6,882	(6,566)	نفع / نقصان آگے بڑھے
(466,703)	(442,030)	بیلنس شیٹ پر جمع کردہ نقصانات
1.26	(1.20)	آمدنی فی حصہ بنیادی اور پتی

اعتراف :

بورڈ آف ڈائریکٹرز کمپنی کے معتبر موکل کاروباری شراکت دار اور دیگر حصہ داروں کا شکر گزار ہے بورڈ سیکورٹیز اینڈ اسٹاک ایکسچینج کمیشن آف پاکستان، اسٹاک ایکسچینج اور سینٹرل ڈیپازٹری کمپنی کی ہم تن راہنمائی اور تعاون کو بھی قدر کی نگاہ سے دیکھتی ہے۔

Zainab

زینب انیس میاں نور
Chairman

Mahamud

محمد انیس میاں نور
CEO/MD

کراچی : 26 اپریل 2023ء

JOHNSON & PHILLIPS (PAKISTAN) LIMITED

Condensed Interim Statement of Financial Position - Un-Audited

As At March 31, 2023

	March 31, 2023 Un-audited	June 30 2022 Audited
Note (Rupees in '000)	
ASSETS		
Non-Current Assets		
Property, plant and equipments	464,867	468,153
Intangible assets	-	
Long term Investments	-	
Long term deposits	317	317
	465,184	468,470
Current Assets		
Stock-in-Trade	7,600	7,600
Loans, advances and prepayments	1,290	1,302
Tax refunds due from government	10,124	9,841
Cash and bank balances	5,341	8,355
	24,355	27,098
Total Assets	489,539	495,568
EQUITY AND LIABILITIES		
Share Capital And Reserves		
Authorised capital	80,000	80,000
Issued, subscribed and paid-up capital	54,500	54,500
Share premium reserve	29,727	29,727
General reserve	23,073	23,073
Surplus on revaluation of property, plant & equipment - Net of Tax	459,830	462,005
Accumulated loss	(442,030)	(437,639)
	125,100	131,666
Non-Current Liabilities		
Long term loans	-	-
Deferred liabilities	4,042	4,930
	4,042	4,930
Current Liabilities		
Current maturity of long term loans	-	31,831
Trade and other payables	68,967	68,820
Short term borrowings	287,043	218,999
Accrued mark-up	-	34,011
Unpaid / unclaimed dividend	4,268	4,268
Income tax payable	119	1,043
	360,397	358,972
Contingencies and Commitments	-	-
Total Equity And Liabilities	489,539	495,568

The annexed notes 1 to 8 form an integral part of this condensed interim consolidated financial information.


Muhammad Anis Mianoor

Chief Executive


Muhammad Usman Mianoor

Director

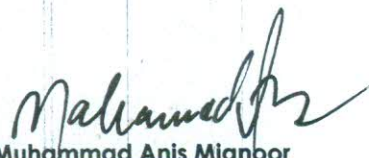

Syed Muhammad Shahid

Chief Financial Officer

JOHNSON & PHILLIPS (PAKISTAN) LIMITED
CONDENSED INTERIM PROFIT OR LOSS ACCOUNT - UN-AUDITED
FOR THE NINE MONTHS PERIOD ENDED MARCH 31, 2023

Note	Nine months period ended		Quarter ended	
	March 31, 2023	March 31, 2022	March 31, 2023	March 2022
	---Rupees in thousand---			
Revenue from sales and services-net	-	52,225	-	-
Cost of sales and services	(3,258)	(36,176)	(1,087)	(109)
Gross Profit / (Loss)	(3,258)	16,049	(1,087)	(109)
Operating expenses				
Distribution cost	-	(2,063)	-	(2,063)
Administrative expenses	(4,388)	(4,451)	(1,237)	(1,103)
Operating profit / (loss)	(7,646)	9,535	(2,324)	(3,275)
Finanacial cost	(1)	(102)	-	(16)
Other charges - Exchange loss	-	(2,262)	-	-
Other income	193	245	-	130
Profit / (Loss) before taxation	(7,454)	7,416	(2,324)	(3,161)
Taxation	888	(534)	94	607
Profit / (Loss) after taxation	(6,566)	6,882	(2,230)	(2,554)
Profit / (Loss) per share-basic and diluted	(1.20)	1.26	(0.41)	(0.47)

The annexed notes from 1 to 14 form an integral part of this condensed interim financial information


Muhammad Anis Mianoor
Chief Executive


Muhammad Usman Mianoor
Director


Syed Muhammad Shahid
Chief Financial Officer


JOHNSON & PHILLIPS (PAKISTAN) LIMITED


CONDENSED INTERIM STATEMENT OF CASH FLOW UN-AUDITED


FOR THE NINE MONTHS PERIOD ENDED MARCH 31, 2023

	March 31 2023	March 31 2022
Note	Rupees in thousand	
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit / (Loss) before taxation	(7,454)	7,416
Adjustments for:		
Depreciation	3,287	3,287
Exchange loss net	-	2,262
Provision for doubtful debts	-	102
	3,287	5,651
Operating loss before working capital changes	(4,167)	13,068
Decrease / (increase) in current assets		
Stock-in-trade	-	(11,828)
Trade debts	-	-
Loans, advances and prepayments	12	97
Sales tax refundable	(283)	(3,172)
	(271)	(14,903)
Decrease in current liabilities		
Trade and other payables	147	29,541
	(4,291)	27,706
Income tax (paid) / refunded	(924)	(900)
Finance cost paid	(34,012)	(102)
	(34,936)	(1,002)
Net cash used in operating activities	(39,227)	26,703
CASH FLOWS FROM INVESTING ACTIVITIES		
Fixed capital expenditure incurred	-	23,653
Net cash used in investing activities	-	23,653
CASH FLOWS FROM FINANCING ACTIVITIES		
Long term borrowings (repaid) / received - net	(31,831)	-
Short term borrowings	68,044	(41,876)
Net cash from financing activities	36,213	(41,876)
Net decrease in cash and cash equivalents	(3,014)	8,480
Cash and cash equivalents at beginning of the period	8,355	6,197
Cash and cash equivalents at end of the period	5,341	14,677

The annexed notes from 1 to 14 form an integral part of this condensed interim financial information


Muhammad Anis Mianoor
 Chief Executive



Muhammad Usman Mianoor
 Director


Syed Muhammad Shahid
 Chief Financial Officer

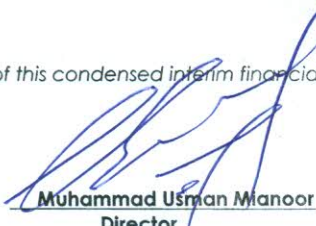
JOHNSON & PHILLIPS (PAKISTAN) LIMITEDCONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY - UN-AUDITED
FOR THE NINE MONTHS PERIOD ENDED MARCH 31, 2023

	Share Capital	Share Premium Reserve	Surplus on revaluation of property, plant and equipment	General Reserve	Accumulated losses	Total shareholders' equity
-----Rupees in thousand-----						
Balance as at July 01, 2021	54,500	29,727	465,521	23,073	(475,072)	97,749
Total comprehensive loss for the period						
Loss after taxation for the quarter ended March 31, 2022	-	-	-	-	6,882	6,882
Transfer from surplus on revaluation of property, plant and equipment - net of deferred tax	-	-	(1,487)	-	1,487	-
Balance as at March 31, 2022	<u>54,500</u>	<u>29,727</u>	<u>464,034</u>	<u>23,073</u>	<u>(466,703)</u>	<u>104,631</u>
Balance as at July 01, 2022	54,500	29,727	462,005	23,073	(437,639)	131,666
Total comprehensive loss for the period						
Loss after taxation for the quarter ended March 31, 2023	-	-	-	-	(6,566)	(6,566)
Transfer from surplus on revaluation of property, plant and equipment - net of deferred tax	-	-	(2,175)	-	2,175	-
Balance as at March 31, 2023	<u>54,500</u>	<u>29,727</u>	<u>459,830</u>	<u>23,073</u>	<u>(442,030)</u>	<u>125,100</u>

The annexed notes from 1 to 14 form an integral part of this condensed interim financial information



Muhammad Anis Mianoor
Chief Executive



Muhammad Usman Mianoor
Director



Syed Muhammad Shahid
Chief Financial Officer

JOHNSON & PHILLIPS (PAKISTAN) LIMITED

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UN-AUDITED)

FOR THE NINE MONTHS PERIOD ENDED MARCH 31, 2023

1 STATUS AND NATURE OF BUSINESS

- 1.1 Johnson & Phillips (Pakistan) Limited ("the Company") was incorporated in Pakistan as a public limited company on April 15, 1961 under the repealed Companies Act, 1913 (now the Companies Act, 2017). Its shares are quoted on Pakistan Stock Exchange Limited - PSX. The trading in the shares held by the sponsors of the Company was suspended and the Company had been placed on the Defaulters' Segment by the PSX w.e.f. November 15, 2019 due to the non-compliance of certain provisions of the PSX Rule Book. However, the Company's name was shifted from Defaulter Segment to normal counter by PSX w.e.f. April 13, 2022.

The Company is principally engaged in manufacturing, installation and selling of electrical equipments. However, the Company has made amendments in its memorandum, after obtaining approval from the members in the EOGM held on July 05, 2021, and included textile manufacturing and allied activities including trading of textile machineries as its principal line of business. The register office of the Company and its manufacturing facilities are situated at C-10, South Avenue, SITE, Karachi.

2 GOING CONCERN

The Company has incurred gross loss of Rs. 3.258 million during the 3rd Quarter ended March 31, 2023 (Profit March 31, 2022: Rs. 16.049 million) and loss after taxation amounting to Rs. 6.566 million (Profit March 31, 22: Rs. 6.882 million) which has decreased accumulated losses to Rs. 442.030 million (June 30, 2022: Rs. 437.639 million) and has resulted in positive equity of Rs. 25.100 million (June 30, 2022: Rs. 131.666 million).

as the Company's production is ceased, hence, no continues sale has been reported

The management of the Company is confident that the the Company will continue as going concern in foreseeable future; hence, these financial statements have been prepared on going concern assumption.

3 BASIS OF PREPARATION

3.1 Statement of Compliance

This condensed interim financial information for the nine months period ended 31 March 2023 has 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 Act, 2017. In case where requirements differ, the provisions of or directives issued under the Companies Act, 2017 have been followed.

This condensed interim financial information is un-audited and is being submitted to the shareholders as required by listing regulations of Pakistan Stock Exchange Limited and under Section 237 of the Companies Act, 2017.

This condensed interim financial information does not include all of the information required for full Annual Financial statements and should be read in conjunction with the Audited Annual Financial statements as at and for the year ended 30 June 2022.

3.2 Basis of measurement

This condensed interim financial information has been prepared under the historical cost convention except leasehold land, building and plant and machinery which are stated at revalued amount and the Company's liability under its defined benefit plan (gratuity) which is determined on the present value of the defined benefit obligations determined by an independent actuary.

3.3 Functional and presentation currency

This condensed interim financial information is presented in Pakistani Rupees which is also the Company's functional currency.

4 SIGNIFICANT ACCOUNTING POLICIES

The accounting policies and methods of computation adopted in the preparation of this condensed interim financial information are the same as those applied in the preparation of Audited Annual Financial statements of the Company as at and for the year ended 30 June 2022. Amendments to certain existing standards and interpretations on approved accounting standards effective during the period were not relevant to the Company's operations and did not have any impact on the accounting policies of the Company.

5 ACCOUNTING ESTIMATES, JUDGEMENTS AND FINANCIAL RISK MANAGEMENT

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

The significant judgments made by management in applying the Company's accounting policies and the key sources of estimating the uncertainty were the same as those that applied to the Audited Annual Financial statements as at and for the year ended 30 June 2022.

The financial risk management objectives and policies adopted by the Company are consistent with those disclosed in the Audited Annual Financial statements as at and for the year ended 30 June 2022.

	Un-audited March 31 2023 ... (Rupees in "000") ...	Audited June 30 2022 ... (Rupees in "000") ...
6 PROPERTY, PLANT AND EQUIPMENT		
Owned		
Opening written down value	6.1 464,867	468,153
Capital work in progress	-	-
	<u>464,867</u>	<u>468,153</u>
6.1 Opening written down value	468,153	472,535
Depreciation during the period	(3,287)	(4,382)
	<u>464,867</u>	<u>468,153</u>
7 STOCK-IN-TRADE		
Raw material and components		
In hand - gross	34,158	34,158
Work-in-process	4,386	4,386
Machinery in stock for sale	7,600	7,600
	<u>46,144</u>	<u>46,144</u>
Less: Sold / Consumed	(38,544)	(38,544)
	<u>7,600</u>	<u>7,600</u>
8 LOANS, ADVANCES AND PREPAYMENTS		
Loans to subsidiary companies - unsecured		
Considered doubtful		
Advances - Unsecured, Considered good		
To suppliers	881	881
To employees	272	272
Against purchase of land	2,717	2,717
Others	71	71
	<u>3,941</u>	<u>3,941</u>
Less: Provision for doubtful advances	(3,941)	(3,941)
	-	-
Short-term deposits & prepayments	4	16
Other receivable	1,286	1,286
	<u>1,290</u>	<u>1,302</u>
9 SURPLUS ON REVALUATION OF FIXED ASSETS		
Opening balance	462,005	464,905
Transferred to accumulated loss in respect of incremental depreciation on revalued assets for the period / year	(2,175)	(2,900)
	<u>459,830</u>	<u>462,005</u>

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	Un-audited March 31 2023 ... (Rupees in "000") ...	Audited June 30 2022
10 LONG TERM BORROWINGS		
<i>- Unsecured and interest bearing</i>		
<i>From related parties</i>		
Close family member of former director	-	8,408
Former director	-	20,377
Associated company	-	3,046
	-	31,831
<i>Less: Current portion of long term loan</i>	-	(31,831)
	-	-
11 TRADE AND OTHER PAYABLES		
Trade creditors	46,278	46,528
Advance from customers - unsecured	10,240	8,638
Accrued liabilities	9,368	10,593
Payable to ex-employees	802	802
Provident fund payable	725	725
Unclaimed gratuity payable	745	745
With holding tax payable	560	540
Others	249	249
	<u>68,967</u>	<u>68,820</u>
12 SHORT TERM BORROWINGS		
<i>From related parties</i>		
New sponsor	281,593	210,152
Former directors	4,950	8,847
From Associated Company	500	-
	<u>287,043</u>	<u>218,999</u>
13 CONTINGENCIES AND COMMITMENTS		
Contingencies		
There are no contingencies other than those as disclosed in the annual financial statements for the year ended June 30, 2022.		
13.1 Guarantees		
The banks have issued guarantees, on behalf of the Company as detailed below:		
Guarantees against performance bond	<u>1,657</u>	<u>1,657</u>
13.2 Labour		
Some legal cases are pending against the Company filed by ex-workers to re-instate them on their jobs. No definite outcome of the cases can be anticipated, however, in the opinion of legal advisors, the Company has good case in its favour.		
13.3 Others		
Pursuant to a recovery suit filed by the National Bank of Pakistan against Johnson & Phillips Transformers (Pvt.) Limited (Defendant No.1) and Johnson & Phillips (Pakistan) Limited (Defendant No.2), the Banking Court No. III, Lahore passed a compromise decree.		
The Bank agreed that prior to executing the Decree against the Defendant No.2 as guarantor, the Bank will execute against all assets of the Defendant No. 1. The entire amount of loan has been settled by the subsidiary company, however, the bank has not yet issued No Obligation Certificate (NOC) to the subsidiary company. Further, after the year end the court has confirmed the sale of property in favour of Mr. Sarwer Sukhera and further proceedings in this connection are pending with the executing court.		

= 10 =

13.4 The Company had filed a suit for the recovery of insurance claim of Rs 3.735 million (2019: Rs 3.735 million) in Honorable High Court of Sindh at Karachi against the EFU General Insurance Limited and M/s Hanilay & Co. (Private) Limited. However, the Honorable High Court of Sindh dismissed the suit for want of jurisdiction. The Company has filed appeal against the impugned judgment which is currently at the stage of regular hearing.

14 TRANSACTIONS WITH RELATED PARTIES

The related parties comprise associated companies, directors, key management personnel and post employment benefit plans. The Company in the normal course of business carries out transactions with various related parties. Amounts due from and to related parties, contribution of staff benefit funds, return on loans, amounts due from executives and remuneration of directors and executives alongwith other transactions with related parties are given below:

Un-audited	Audited
March 31	June 30
2023	2022
... (Rupees in "000") ...	

Close family member of former director of the Company

Faisal Bilal Qureshi

Accrued markup written back - 12,969

Bilal Qureshi - former director of the Company

Accrued markup written back - 12,757

Key Management Personnel of the Company

Anis Mianoor - New Sponsor (79.82% shareholding)

Loan obtained 71,441 7,919

Umair Mianoor - Director (0.01% shareholding)

Loan obtained - -
Repayment of loan - 23,500

Usman Mianoor - Director (0.01% shareholding)

Loan obtained - -
Repayment of loan - 24,000

Associated Undertaking - from CEO of the Company

Gulf Tex Machine FZCO

Aquisition of machinery (including exchange loss) - 21,933
Payment made during the year - 11,184
Sales of machinery - 86,580
Receipt against sales during the year - 86,580

AMS Enterprise

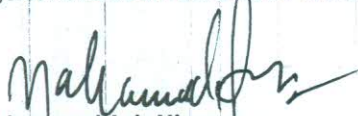
Loan obtained 500 -

15 DATE OF AUTHORIZATION

This condensed interim financial information was authorized for issue on April 26, 2023 by the Board of Directors of the Company.

16 GENERAL

Figures have been rounded off to the nearest thousand rupees.


Muhammad Anis Mianoor
Chief Executive


Usman Mianoor
Director


Syed Muhammad Shahid
Chief Financial Officer