

2023

CALCORP

CALCORP LIMITED

31ST ANNUAL REPORT 2023

CALCORP LIMITED | D-131, Block 4, Clifton, Karachi

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CORPORATE INFORMATION

Board of Directors:	Mr. Saad Saeed Faruqui Mr. Haider Ali Hilaly Mr. Muhammad Danish Hussain Mr. Shahrukh Saeed Faruqui Mr. Azam Adnan Khan Ms. Sana Shahzad Ms. Sadia Hamid Mr. Yousuf Muhammad Farooq	(Chairman) (Chief Executive Officer)
Audit Committee:	Ms. Sadia Hamid Mr. Shahrukh Saeed Faruqui Mr. Muhammad Danish Hussain	(Chairperson) (Member) (Member)
HR & Remuneration Committee:	Mr. Yousuf Muhammad Farooq Mr. Haider Ali Hilaly Mr. Shahrukh Saeed Faruqui	(Chairman) (Member) (Member)
Chief Executive Officer:	Mr. Haider Ali Hilaly	
Chief Financial Officer:	Mr. Syed Wajahat Alam	
Company Secretary:	Mr. Muhammad Zafar Iqbal	
Head of Internal Audit:	Mr. Muhammad Zafar Iqbal	
Registrar & Share Transfer Office:	F. D. Registrar Services (Pvt.) Limited. 17th Floor, Saima Trade Tower-A, 1. 1. Chundrigar Road Karachi. Tel: +92 (21) 32271905-6; Fax +52 (21) 32621233	
Auditors:	Baker Tilly Mehmood Idrees Qamar, Chartered Accountants.	
Legal Advisor:	Mr. Muhammad Raees	
Bankers:	JS Bank Limited.	
Registered Office	D-131/A, Black 4, Clifton, Karachi. Tele: +52 (21) 38771130 E-mail: cosec@calcorp.com.pk Web: www.calcorp.com.pk	

VISION / MISSION STATEMENTS CALCORP LIMITED

VISION STATEMENT

To be the partner of choice for business owners and management teams that are determined to achieve their full potential, adhere to the highest standards of corporate governance, and maximize value for all stakeholders.

MISSION STATEMENT

Our mission is to add value with active management to enable capital and human resource starved businesses to unlock their potential.

NOTICE OF THE 31ST ANNUAL GENERAL MEETING OF CALCORP LIMITED

Notice is hereby given that the 31st Annual General Meeting of Calcorp Limited (the "Company") will be held on Saturday, October 28, 2023 at 11:30 AM at the C-18, Block 4, Clifton, Karachi and through video link facility to conduct the following business:

ORDINARY BUSINESS

1. To confirm the minutes of the Extra Ordinary General Meeting of the Company held on Saturday, July 01, 2023.
2. To receive, consider and adopt the audited financial statements of the company for the year ended June 30, 2023 together with the Directors, Auditors and Chairman Review Reports thereon.
3. To appoint external auditors for the financial year ending June 30, 2024 and fix their remuneration. The present Auditors, M/s. Baker Tilly Mehmood Idrees Qamar, Chartered Accountants, retire and being eligible, offer themselves for re-appointment.

SPECIAL BUSINESS

4. To approve the circulation of the annual financial statements to the members through QR enabled code and web link by passing an ordinary resolution proposed in the statement of material facts.

To transact any other business, with the permission of the Chair.

By Order of the Board

Date: October 06, 2023
Place: Karachi

Muhammad Zafar Iqbal
Company Secretary

Notes:

Participation Of Shareholders Through Online Facility Participation In The Annual General Meeting.

SECP Through Its Guidelines, Has Directed The Listed Companies To Also Arrange The Provision Of Video Link Facility. Accordingly, In The Best Health Interest Of Our Valued Shareholders And To Ensure Maximum Participation, The Company Has Also Arranged Video Link Facility For Attending This AGM. The Shareholders Interested In Attending AGM Through Video Link Are Requested To Register Their Following Particulars By Sending An Email At cosec@calcorp.com.pk Or Whatsapp No. 03218282632.

Folio/FD Registrar Account No.	Company Name	No. of shares held	Name	CNIC	Cell No	Email Address
	Calcorp Limited					

The video link and login credentials will be shared with the shareholders whose emails, containing all the requested particulars, are received at the above email address by or before the close of business hours

Shareholders can also send their comments / suggestions on cosec@calcorp.com.pk for the agenda items proposed to be conducted at the AGM in the same manner as it is being discussed in the AGM, and later shall be made part of the minutes of the meeting.

The purpose of the aforementioned arrangements is to ensure maximum participation of the shareholders in the AGM through an online facility. Shareholders are also requested to consolidate their attendance through proxies, so that the quorum requirement may also be fulfilled.

Closure of Share Transfer Books

The Share Transfer Books of the Company shall remain closed from October 21, 2023 to October 28, 2023 (both days inclusive). Transfers in the form of physical transfers / FDS Transaction IDs received in order at the Company's Share Registrar, Messrs.' F.D. Registrar Services (Pvt) Ltd, 17th Floor, Saima Trade Tower A, I.I. Chundrigar Road, Karachi, by close of business on October 20, 2023 will be treated in time to attend and vote at the meeting and for the purpose of the above entitlement to the transferees.

Participation in the Meeting

Only those persons, whose names appear in the register of members of the Company as on October 20, 2023 are entitled to attend, participate in, and vote at the Annual General Meeting.

A member of the Company entitled to attend and vote at the Annual General Meeting may appoint another person as his / her proxy to attend and vote instead of him / her. Proxies in order to be effective must be received at the registered office of the Company not less than 48 hours before the time of the Meeting and must be duly stamped, signed and witnessed.

Requirements for appointing Proxies

In case of individuals, the account holder or sub-account holder whose registration details are uploaded as per the Central Depository Company of Pakistan Limited Regulations, shall submit the proxy form as per the above requirement.

The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.

Attested copies of the valid CNICs or the passports of the beneficial owner(s) and the proxy shall be furnished with the proxy form.

The proxy shall produce his/her valid original CNIC or original passport at the time of the Annual General Meeting.

In case of a corporate entity, the Board of Directors' resolution/power of attorney, with specimen signature of the nominee, shall be submitted to the Company along with the proxy form unless the same has been provided earlier.

Pursuant to Companies (Postal Ballot) Regulations 2018, for the purpose of election of Directors and for any other agenda item, subject to the requirements of sections 143 and 144 of the Companies Act 2017, members will be allowed to exercise their right of vote through postal ballot, that is voting by post or through any electronic mode, in accordance with the requirements and procedure contained in the aforesaid Regulations.

Circulation / Transmission of Annual Financial Statements in Electronic Form

In compliance with the section 223(6) of Companies Act 2017, the Company has electronically transmitted the Annual Report 2023 through email to shareholders whose email addresses are available with the Company's Share Registrar. However, the Company would provide hard copies of the Annual Report to the Shareholders on their demand at their registered addresses, free of cost, within one week of such request. The annual financial statements have also been uploaded on the Company's website and are readily accessible to the shareholders.

Conversion of Physical Shares into Book-Entry Form

The SECP, through its letter No. CSD/ED/Misc/2016-639-640 dated March 26,2021, has advised all listed companies to adhere to the provisions of Section 72 of the Companies Act, 2017 (the "Act"), which requires all companies to replace shares issued in physical form to book-entry form within

four years of the promulgation of the Act. Accordingly, all shareholders of the Company having physical folios / share certificates are requested to convert their physical shares in Book Entry Form at the earliest. For this purpose, shareholders may either open an Investor Account with Central Depository Company of Pakistan Limited or a CDC sub-account with any duly recognized brokerage firm. Shareholders may also contact the Company's Share Registrar, Messrs. F.D. Registrar Services (Pvt) Ltd in case they need any further assistance or guidance in this regard.

Change of Address

Members are requested to immediately notify the Company's Share Registrar, Messrs. F.D. Registrar Services (Pvt) Ltd of any change in their registered address.

Statutory Code of Conduct at AGM

Section 215 of the Companies Act, 2017 and Regulation 28 of the Companies (General Provisions and Forms) Regulations 2018, state the Code of Conduct of Shareholders, as follows: Shareholders are not permitted to exert influence or approach the management directly for decisions which may lead to creation of hurdles in the smooth functioning of management. The law states that Shareholders shall not bring material that may cause threat to participants or premises where the AGM is being held, confine themselves to the agenda items covered in the notice of the AGM and shall not conduct themselves in a manner to disclose any political affiliation. Additionally, the Company is not permitted to distribute gifts in any form to its shareholders in its meetings as per Section 185 of Companies Act, 2017.

Polling on Special Business Resolutions

The members are hereby notified that pursuant to Companies (Postal Ballot) Regulations, 2018 ("the Regulations") amended through Notification dated December 05, 2022, issued by the Securities and Exchange Commission of Pakistan ("SECP"), has directed all the listed companies to provide the right to vote through electronic voting facility and voting by post to the members on all businesses classified as special business.

Accordingly, members of CALCORP Limited (the "Company") will be allowed to exercise their right to vote through electronic voting facility or voting by post for the special business in its forthcoming Annual General Meeting to be held on October 28, 2023, in accordance with the requirements and subject to the conditions contained in the aforesaid Regulations.

For the convenience of the Members, ballot paper is annexed to this notice and the same is also available on the Company's website at www.calcorp.com.pk for download.

Procedure for E-Voting:

Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business.

The web address, login details, and password, will be communicated to members via email. The security codes will be communicated to members through SMS from the web portal of F.D. Registrar Services (Pvt) Ltd (being the e-voting service provider).

Identity of the Members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.

E-Voting line will start from October 21, 2023 at 09:00 a.m. and shall close on October 27, 2023 at 5:00 p.m. Members can cast their votes any time during this period. Once the vote on a resolution is cast by a Member, he / she shall not be allowed to change it subsequently.

Procedure for Voting Through Postal Ballot

The members shall ensure that duly filled and signed ballot paper, along with copy of Computerized National Identity Card (CNIC), should reach the Chairman of the meeting through post on the Company's registered address at D-131/A, Block 4, Clifton, Karachi or email at COSEC@CALCORP.COM.PK one day before the Annual General Meeting, during working hours. The signature on the ballot paper shall match the signature on CNIC.

Statement under Section 134(3) of the Companies Act, 2017 Concerning the Special Business to Be Transacted at the Annual General Meeting:

This statement sets out the material facts concerning the Special Business to be transacted at the Annual General Meeting of the Company to be held on October 28, 2023.

To approve the circulation of the annual financial statements to the members through QR enabled code and weblink by passing an ordinary resolution proposed in the statement of material facts.

The Securities and Exchange Commission of Pakistan ("SECP") vide SRO 389(I)/2023 dated 21 March 2023 has allowed the listed companies to circulate the Annual Audited Financial Statements including Annual Balance Sheet and Profit and Loss Account, Auditor's Report and Directors Report, etc. ("annual audited financial statements") to its members through QR enabled code and weblink. This will enable the Company to use of technological advancements and cost saving.

The Company shall circulate the annual audited financial statements through email in case email address has been provided by the member to the Company. The Company shall send the complete financial statements with relevant documents in hard copy to the shareholders, at their registered

addresses, free of cost, within one week if a request has been made by the member on the standard request form available on the website of the Company.

The following resolution is proposed to be passed as ordinary resolution, with or without any modification:

"RESOLVED THAT approval of the shareholders of Calcorp Limited (the "Company") be and is hereby accorded and the Company be and is hereby authorized to circulate the Annual Audited Financial Statements of the Company together with the reports and documents required to be annexed thereto under the Companies Act, 2017 through QR enabled code and weblink instead of circulation through CD/DVD/USB.

FURTHER RESOLVED THAT Mr. Haider Ali Hilaly, Chief Executive Officer and/or Mr. Muhammad Zafar Iqbal, Company Secretary be and is hereby singly empowered and authorized to do all acts, deeds and things, take or cause to be taken all necessary action for the purposes of implementing this resolution."

None of the Directors have any interest, directly or indirectly, in the aforesaid special business.

CHAIRMAN'S REVIEW

In the past fiscal year, the value of the Pakistani rupee has devalued by approximately 40% (after having devalued 30% in the prior year). The KSE 100 index was materially flat over the period and interest rates have risen from 13.75% to 23.00% over the course of the year. In addition to the high interest rates, it is estimated that inflation has exceeded approximately 30% for much of the year, and a special bailout from the IMF was received in the last few days of the fiscal year. Severe restrictions on imports remained in place and industry has suffered greatly. Dollar denominated sovereign debt of Pakistan continued to trade at a substantial discount to face value.

For an additional year, investors continue to place extreme distress / bankruptcy valuations on most listed securities. Earnings and turnover continue to fall, with large scale industries such as automotive, cement and steel industries showing volumetric declines of up to 40% to 60%.

The Board has continued to guide management to focus on deploying capital only in those areas where cash flows are certain, predictable and contractually agreed. As such, the Company has continued to serve the blue-chip corporate vehicle rental market until such time as there is more clarity regarding the future outlook of the economy.

Today, the Board comprises of Directors with diverse and extensive experience in their respective fields, which enables the Board to perform its duties effectively and provide the requisite support to enable management to drive the company's performance. The objective of the Board is to provide strategic direction to the company and effective oversight over the responsibilities of the management team. The Board performed its duties as required under the Companies Act, 2017 and the Code of Corporate Governance Regulations, 2019 including approval of significant policies, related party transactions, establishing a system of internal controls and approving budgets and financial results. The Board has carried out a self-assessment of its performance and deemed its performance to be satisfactory.

The Board has received agendas and supporting written material, including follow up materials, in sufficient time prior to the Board and respective committee meetings and meets frequently enough to adequately discharge its responsibilities. Finally, on behalf of the Board, I would like to express my sincerest gratitude to our shareholders for their continued support and confidence in the company's abilities.

Date: October 6, 2023
Place: Karachi



Saad Saeed Faruqui
Chairman

DIRECTORS' REPORT

On behalf of the Board of Directors, we are pleased to present the 31st annual report along with the audited accounts of CALCORP Limited for the year ended June 30, 2023.

Over the past year, we have liquidated out portfolio of stocks and shares and used the funds for the purpose of purchasing vehicles.

Vehicle Segment:

Over the course of the year, as previously disclosed, as the market for rental vehicles has returned, we began the process to re-fleet. However, as this happened towards the end of the financial year, our income from these vehicles plying for hire was substantially lower. In addition, over the course of the year we sold a number of vehicles for a gain of approximately Rs. 18.9mm, and this has been recorded in other income.

Investment Income:

The investment portfolio has generated a net positive return of Rs. 5.5mm. Over the course of the year, we have liquidated our public markets portfolio and invested the proceeds into new vehicles. Other income also includes approximately Rs. 11.0mm in interest and trading gains.

Financial Highlights

	June 2023 Rupees	June 2022 Rupees
Income		
Income from vehicle plying for hire	10,362,993	20,704,555
Net loss on investments	(27,710,962)	(7,974,225)
Other income	30,045,081	59,743,036
	<u>12,697,112</u>	<u>72,473,366</u>
Unrealised diminution on re-measurement of investments classified measured at fair value through profit or loss - net	33,275,414	(30,725,193)
	<u>45,972,526</u>	<u>41,748,173</u>
Expenses		
Administrative and operating expenses	(14,612,575)	(32,557,438)
Financial charges	(4,569,961)	(13,557,788)
	<u>(19,182,536)</u>	<u>(46,115,226)</u>
Profit / (loss) before taxation	26,789,990	(4,367,053)
Taxation	(6,845,206)	(4,291,013)
Profit / (loss) after taxation	19,944,784	(8,658,066)
Other comprehensive income	-	-
Total comprehensive income / (loss)	19,944,784	(8,658,066)
Earnings / (Loss) per share	1.86	(0.81)

Outlook

We continue to see demand for our fleet business, however, rampant inflation and near record high interest rates have curtailed the market size. Nevertheless, as bank borrowing has been restricted by limits placed on individual borrowers by the State Bank of Pakistan, the demand for vehicle rentals has increased. We continue to be able to find customers both in the corporate and commercial markets who are choosing to rent vehicles rather than pay high interest rates and finance them. For the foreseeable future, we intend to continue to cater to this multiuser market.

Dividend

Considering the capital deployment opportunities available to the Company, the Board of Directors has not recommended a dividend for the year.

Subsequent Events

There are no subsequent events that materially impact the performance, objectives, or strategy of the Company. Moreover, there is no material change or commitment impacting the financial position of the Company.

Corporate Governance

The Board of Directors is committed to uphold the highest standards of corporate governance and transparency. The Company has implemented the provisions of the Code of Corporate Governance. A review report on compliance with the Code of Corporate Governance by the statutory auditors is annexed with the Annual Report.

Remuneration of Executives and Non-Executives

The Company has well documented policies and procedures for directors' remuneration (note 28 of the financial statements) in accordance with the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2019.

The Fee of the Non-Executive and Independent Directors for attending the Board and committee meetings of the Company is determined by the Board from time to time.

Directors' Declarations

The Directors confirm that the Company is compliant with the Corporate and Financial Reporting Framework for the following:

- i) The financial statements prepared by the management of the Company present fairly its state of affairs, the results of its operations, comprehensive income, cash flows and changes in equity;
- ii) The Company has maintained proper books of accounts as required under the Companies Act, 2017;
- iii) The Company has followed consistent and appropriate accounting policies in the preparation of the financial statements and accounting estimates are based on reasonable and prudent judgement;
- iv) The International Accounting Standards, as applicable in Pakistan, have been followed in the preparation of financial statements and any departure therefrom has been adequately disclosed and explained;
- v) The system of internal controls is sound in design and has been effectively implemented and monitored;

- vi) There are no significant doubts about the Company's ability to continue as a going concern;
- vii) There has been no material departure from the best practices of Corporate Governance as detailed in the Code of Corporate Governance Regulations, 2019;
- viii) Key operating and other financial data for the last six years in summarized form is included in the Annual Report;
- ix) There are no statutory payments on account of taxes, duties, levies and charges which are outstanding except in the ordinary course of business as described in the financial statements.

Board of Directors

The Board of Directors met five times during the financial year ended June 30, 2023. Details of attendance is as detailed below. Leave of absence was granted to those directors who were not able to attend.

Name of Members	Meetings Attended
Saad Saeed Faruqui (Chairman)	5
Haider Ali Hilaly	5
Muhammad Danish Hussain	5
Shahrukh Saeed Faruqui	5
Azam Adnan Khan	5
Yousuf Muhammad Farooq	4
Sana Shahzad	5
Sadia Hamid	3

Board Audit Committee

The Board Audit Committee met four times during the financial year ended June 30, 2023. Details of attendance are as follows:

Name of Members	Meetings Attended
Sadia Hamid (Chairperson)	3
Muhammad Danish Hussain	4
Shahrukh Saeed Faruqui	4

Board HR & Remuneration Committee

The Board HR & Remuneration Committee met once during the financial year ended June 30, 2023. Details of attendance are as follows:

Name of Members	Meetings Attended
Yousuf Muhammad Farooq (Chairman)	1
Haider Ali Hilaly	1
Shahrukh Saeed Faruqui	1

Related Party Transactions

During the year, all transactions with associated companies / related parties were duly recommended by the Board's Audit Committee and approved by the Board of Directors of the Company. All transactions with related parties were carried out on an arm's length basis.

Holding Company

Optimus limited, a privately held company, holds 83.95% of the shares of the Company.

Auditors

The current auditors of the Company, M/s Baker Tilly Mehmood Idress Qamar, Chartered Accountants, retire and being eligible, offer themselves for reappointment for the year ending June 30, 2024. On the recommendation of the Audit Committee, the Board of Directors has recommended and approved that the present auditors be appointed for the year ending June 30, 2024.

Pattern of Shareholding

The pattern of shareholding of the Company as on June 30, 2023 is annexed with this report.

Acknowledgements

We take this opportunity to place on record our appreciation for the Securities and Exchange Commission of Pakistan and the Pakistan Stock Exchange and other regulatory authorities for their continued support and professional guidance. We would also like to thank our shareholders for their continued support.

For and on behalf of the Board of Directors of CALCORP Limited

Haider Ali Hilaly
Chief Executive Officer



Shahrukh Saeed Faruqi
Director

Date: October 6, 2023

Place: Karachi

ڈائریکٹرز کی رپورٹ

بورڈ آف ڈائریکٹرز کی جانب سے، ہمیں 30 جون 2023 کو ختم ہونے والے سال کے لیے کیل کارپ لمیٹڈ کے آڈٹ شدہ اکاؤنٹس کے ساتھ 31 ویں سالانہ رپورٹ پیش کرتے ہوئے خوشی ہو رہی ہے۔

پچھلے سال کے دوران، ہم نے اسٹاک اور شیئرز کے پورٹ فولیو کو ختم کر دیا ہے اور گاڑیوں کی خریداری کے مقصد کے لیے فنڈز کا استعمال کیا ہے۔

گاڑی کا حصہ:

سال کے دوران، جیسا کہ پہلے انکشاف کیا گیا تھا، جیسا کہ کرائے کی گاڑیوں کی مارکیٹ واپس آگئی ہے، ہم نے دوبارہ بیڑے کا عمل شروع کیا۔ تاہم، جیسا کہ یہ مالی سال کے آخر میں ہوا، کرایہ پر لینے والی ان گاڑیوں سے ہماری آمدنی کافی کم تھی۔ اس کے علاوہ، سال کے دوران ہم نے تقریباً 18.9 ملین روپے کے منافع میں متعدد گاڑیاں فروخت کیں اور یہ دوسری آمدنی میں ریکارڈ کیا گیا ہے۔

سرمایہ کاری کی آمدنی:

سرمایہ کاری کے پورٹ فولیو نے 5.5 ملین روپے کا خالص مثبت منافع حاصل کیا ہے۔ سال کے دوران، ہم نے اپنے عوامی مارکیٹ کے پورٹ فولیو کو ختم کر دیا ہے اور اس سے حاصل ہونے والی رقم کو نئی گاڑیوں میں لگا دیا ہے۔ دیگر آمدنی میں تقریباً 11 ملین روپے سود اور تجارتی فوائد بھی شامل ہیں۔

جون 2022 روپے	جون 2023 روپے	آمدنی
20,704,555	10,362,993	کرایہ پر چلنے والی گاڑی سے آمدنی
(7,974,225)	(27,710,962)	سرمایہ کاری پر خالص نقصان
59,743,036	30,045,081	دوسری آمدنی
72,473,366	12,697,112	
(30,725,193)	33,275,414	منافع یا نقصان کے ذریعے منصفانہ قیمت پر ناپی جانے والی سرمایہ کاری کی درجہ بندی کی دوبارہ پیمائش پر غیر حقیقی کمی
41,748,173	45,972,526	
		اخراجات
(32,557,438)	(14,612,575)	انتظامی اور آپریٹنگ اخراجات
(13,557,788)	(4,569,961)	مالیاتی چارجز
(46,115,226)	(19,182,536)	
(4,367,053)	26,789,990	ٹیکس سے پہلے منافع / (نقصان)
(4,291,013)	(6,845,206)	ٹیکس
(8,658,066)	19,944,784	ٹیکس کے بعد منافع / (نقصان)
-	-	دیگر جامع آمدنی
(8,658,066)	19,944,784	کل جامع آمدنی / (نقصان)
(0.81)	1.86	آمدنی / (نقصان) فی شیئر

آؤٹ لک

ہم اپنے بیڑے کے کاروبار کی مانگ کو دیکھتے رہتے ہیں، تاہم، بے تحاشہ افراط زر اور ریکارڈ بلند شرح سود نے مارکیٹ کے سائز کو گھٹا دیا ہے۔ اس کے باوجود، چونکہ اسٹیٹ بینک آف پاکستان کی جانب سے انفرادی قرض دہندگان پر مقرر کردہ حدود کے ذریعے بینک سے قرض لینے پر پابندی لگا دی گئی ہے، گاڑیوں کے کرائے کی مانگ میں اضافہ ہوا ہے۔ ہم کارپوریٹ اور تجارتی دونوں بازاروں میں ایسے گاہکوں کو تلاش کرنے کے قابل ہوتے رہتے ہیں جو زیادہ شرح سود ادا کرنے اور ان کی مالی اعانت کرنے کے بجائے گاڑیاں کرائے پر لینے کا انتخاب کر رہے ہیں۔ مستقبل قریب کے لیے، ہم اس ملٹی یوزر مارکیٹ کو پورا کرنے کا ارادہ رکھتے ہیں۔

ڈیویڈنڈ

کمپنی کے لیے دستیاب سرمائے کی تعیناتی کے مواقع پر غور کرتے ہوئے، بورڈ آف ڈائریکٹرز نے سال کے لیے ڈیویڈنڈ کی سفارش نہیں کی ہے۔

بعد کے واقعات

اس کے بعد کے کوئی واقعات نہیں ہیں جو کمپنی کی کارکردگی، مقاصد، یا حکمت عملی کو مادی طور پر متاثر کرتے ہوں۔ مزید برآں، کمپنی کی مالی حالت پر اثر انداز ہونے والی کوئی مادی تبدیلی یا عزم نہیں ہے۔

کارپوریٹ گورننس

بورڈ آف ڈائریکٹرز کارپوریٹ گورننس اور شفافیت کے اعلیٰ ترین معیارات کو برقرار رکھنے کے لیے پرعزم ہے۔ کمپنی نے کوڈ آف کارپوریٹ گورننس کی دفعات کو نافذ کیا ہے۔ قانونی آڈیٹرز کے ذریعہ کارپوریٹ گورننس کے ضابطہ کی تعمیل پر ایک جائزہ رپورٹ سالانہ رپورٹ کے ساتھ منسلک ہے۔

ایگزیکٹوز اور غیر ایگزیکٹوز کا معاوضہ

کمپنی نے کمپنیز ایکٹ، 2017 اور لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019 کے مطابق ڈائریکٹرز کے معاوضے (مالی بیانات کا نوٹ 28) کے لیے پالیسیوں اور طریقہ کار کو اچھی طرح سے دستاویز کیا ہے۔

کمپنی کے بورڈ اور کمیٹی کے اجلاسوں میں شرکت کے لیے غیر ایگزیکٹو اور آزاد ڈائریکٹرز کی فیس کا تعین بورڈ وقتاً فوقتاً کرتا ہے۔

ڈائریکٹرز کے اعلانات

ڈائریکٹرز اس بات کی تصدیق کرتے ہیں کہ کمپنی درج ذیل کے لیے کارپوریٹ اور مالیاتی رپورٹنگ فریم ورک کے مطابق ہے:

(i) کمپنی کی انتظامیہ کی طرف سے تیار کردہ مالیاتی بیانات اس کی حالت، اس کے کاموں کے نتائج، جامع آمدنی، نقد بہاؤ اور ایکویٹی میں تبدیلیوں کو کافی حد تک پیش کرتے ہیں۔

(ii) کمپنی نے کمپنیز ایکٹ، 2017 کے تحت اکاؤنٹس کی مناسب کتابوں کو برقرار رکھا ہے؛

(iii) کمپنی نے مالیاتی گوشواروں کی تیاری میں مستقل اور مناسب اکاؤنٹنگ پالیسیوں کی پیروی کی ہے اور اکاؤنٹنگ کے تخمینے معقول اور دانشمندانہ فیصلے پر مبنی ہیں۔

(iv) بین الاقوامی اکاؤنٹنگ اسٹینڈرڈز، جیسا کہ پاکستان میں لاگو ہوتا ہے، مالیاتی گوشواروں کی تیاری میں پیروی کی گئی ہے اور وہاں سے کسی بھی روانگی کے بارے میں مناسب طور پر انکشاف اور وضاحت کی گئی ہے۔

(v) اندرونی کنٹرول کا نظام ڈیزائن میں درست ہے اور اسے مؤثر طریقے سے لاگو کیا گیا ہے اور اس کی نگرانی کی گئی ہے۔

(vi) جاری تشویش کے طور پر جاری رکھنے کی کمپنی کی اہلیت کے بارے میں کوئی خاص شک نہیں ہے۔

(vii) کوڈ آف کارپوریٹ گورننس ریگولیشنز، 2019 میں تفصیل کے مطابق کارپوریٹ گورننس کے بہترین طریقوں سے کوئی مادی اخراج نہیں ہوا ہے۔

(viii) کلیدی آپریٹنگ اور پچھلے چھ سالوں کے دیگر مالیاتی اعداد و شمار کو خلاصہ شکل میں سالانہ رپورٹ میں شامل کیا گیا ہے۔

(ix) ٹیکسز، ڈیوٹی، لیویز اور چارجز کی مد میں کوئی قانونی ادائیگیاں نہیں ہیں جو بقایا ہیں سوائے کاروبار کے عام کورس کے جیسا کہ مالی بیانات میں بیان کیا گیا ہے۔

بورڈ آف ڈائریکٹرز

30 جون 2023 کو ختم ہونے والے مالی سال کے دوران بورڈ آف ڈائریکٹرز کا اجلاس پانچ مرتبہ ہوا۔ حاضری کی تفصیلات ذیل میں دی گئی ہیں۔ ان ڈائریکٹرز کو غیر حاضری کی چھٹی دے دی گئی جو حاضری کے قابل نہیں تھے۔

اجلاس میں شرکت کی۔	اراکین کے نام
5	سعد سعید فاروقی (چیئرمین)
5	حیدر علی ہلالی
5	محمد دانش حسین
5	شاہ رخ سعید فاروقی
5	اعظم عدنان خان
4	یوسف محمد فاروق
5	ثنا شہزاد
3	سعدیہ حامد

بورڈ آڈٹ کمیٹی

بورڈ آڈٹ کمیٹی کا اجلاس 30 جون 2023 کو ختم ہونے والے مالی سال کے دوران چار مرتبہ ہوا۔ حاضری کی تفصیلات درج ذیل ہیں:

اجلاس میں شرکت کی۔	اراکین کے نام
3	سعدیہ حامد (چیئرپرسن)
4	محمد دانش حسین
4	شاہ رخ سعید فاروقی

بورڈ ایچ آر اینڈ رینومیریشن کمیٹی

30 جون 2023 کو ختم ہونے والے مالی سال کے دوران بورڈ کی HR اور Renumeration کمیٹی کا اجلاس ایک بار ہوا۔ حاضری کی تفصیلات درج ذیل ہیں:

اجلاس میں شرکت کی۔	اراکین کے نام
1	یوسف محمد فاروق (چیئرمین)
1	حیدر علی ہلالی
1	شاہ رخ سعید فاروقی

متعلقہ پارٹی ٹرانزیکشنز سال کے دوران، متعلقہ کمپنیوں/متعلقہ پارٹیوں کے ساتھ تمام لین دین کی بورڈ کی آڈٹ کمیٹی نے سفارش کی تھی اور کمپنی کے بورڈ آف ڈائریکٹرز کی طرف سے منظوری دی گئی تھی۔ متعلقہ فریقوں کے ساتھ تمام لین دین بازو کی لمبائی کی بنیاد پر کیے گئے تھے۔

ہولڈنگ کمپنی

آپٹیمس لمیٹڈ، ایک نجی کمپنی ہے، جس کے پاس کمپنی کے 83.95% حصص ہیں۔

آڈیٹرز کمپنی کے موجودہ آڈیٹرز، میسرز بیکر ٹلی محمود ادیس قمر، چارٹرڈ اکاؤنٹنٹس، ریٹائر ہونے اور اہل ہونے کے بعد، 30 جون 2024 کو ختم ہونے والے سال کے لیے دوبارہ تقرری کے لیے خود کو پیش کرتے ہیں۔ آڈٹ کمیٹی کی سفارش پر، بورڈ آف ڈائریکٹرز نے سفارش اور منظوری دی ہے کہ موجودہ آڈیٹرز 30 جون 2024 کو ختم ہونے والے سال کے لیے مقرر کیے جائیں۔

شیئر ہولڈنگ کا طرز
30 جون 2023 تک کمپنی کے شیئر ہولڈنگ کا پیٹرن اس رپورٹ کے ساتھ منسلک
ہے۔

اعترافات

ہم اس موقع سے فائدہ اٹھاتے ہوئے سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان اور
پاکستان اسٹاک ایکسچینج اور دیگر ریگولیٹری اتھارٹیز کی مسلسل حمایت اور پیشہ
ورانہ رہنمائی کے لیے ان کی تعریف کرتے ہیں۔ ہم اپنے شیئر ہولڈرز کی مسلسل حمایت
کے لیے ان کا شکریہ بھی ادا کرنا چاہیں گے۔

کیل کارپ لمیٹڈ کے بورڈ آف ڈائریکٹرز کے لیے اور اس کی جانب سے



حیدر علی ہلالی
چیف ایگزیکٹو آفیسر



شاہ رخ سعید فاروقی
ڈائریکٹر

تاریخ: 6 اکتوبر 2023
مقام: کراچی

**STATEMENT OF COMPLIANCE WITH LISTED COMPANIES
(CODE OF CORPORATE GOVERNANCE) REGULATIONS, 2019**

CALCORP LIMITED

For the year ended June 30, 2023

The company has complied with the requirements of the Regulations in the following manner:

1. There is a total of eight (8) directors on the Board as follows:

Male	Six (6)
Female	Two (2)

2. The composition of Board is as follows:

Category	Names
Non-Executive Directors	Saad Saeed Faruqui
	Shahrukh Saeed Faruqui
	Sana Shahzad (Female Director)
	Azam Adnan Khan
	Muhammad Danish Hussain
Independent Directors	Sadia Hamid (Female Director)
	Yousuf Muhammad Farooq
Executive Director	Haider Ali Hilaly*

* Mr. Haider Ali Hilaly is a deemed director as defined in Section 188(3) of the Companies Act, 2017.

In a board comprising Seven (7) members, one third works out to be 2.33, which is below half (i.e., 0.5). The fraction contained in such one-third is not rounded up to one as the Company has experienced and well – rounded independent directors on the Board who perform and carry out their responsibilities diligently.

The independent Directors meets the criteria of independence as laid down under the Code and the Regulations.

3. The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this Company (excluding the listed subsidiaries of listed holding companies where applicable).
4. The Company has prepared a Code of Conduct and has ensured that appropriate steps have been taken to disseminate it throughout the Company along with its supporting policies and procedures.
5. The Board has developed a vision / mission statement, overall corporate strategy, and significant policies of the company. A complete record of particulars of significant policies along with the dates on which these were approved or amended has been maintained.
6. All the powers of the Board have been duly exercised and decisions on relevant matters have been

taken by Board / shareholders as empowered by the relevant provisions of the Companies Act 2017 ("the Act) and these Regulations.

7. The meetings of the Board were presided over by the Chairman and, in his absence, by a director elected by the board for this purpose. The board has complied with the requirements of Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of board.
8. The Board of directors have a formal policy and transparent procedures for remuneration of directors in accordance with the Act and these Regulations. However, during the year, no director has been paid any fees.
9. Out of the eight continuing directors, the following directors have undergone a Director's Training Program
 - a) Shahrukh Saeed Faruqui
 - b) Azam Adnan Khan
 - c) Sadia Hamid
 - d) Muhammad Danish Hussain
 - e) Haider Ali Hilaly
10. The Board has approved the change in remuneration of chief financial officer, chief executive officer and company secretary with appointment of company secretary. No new appointment or change in remuneration and terms and conditions of head of internal audit took place during the year. The Board has complied with relevant requirements of the regulations.
11. Chief financial officer and Chief executive officer duly endorsed the financial statements before approval of the board.
12. The board has formed committees comprising of members given below:

a) Audit Committee

Sadia Hamid	Chairperson
Muhammad Danish Hussain	Member
Shahrukh Saeed Faruqui	Member

b) HR and Remuneration Committee

Yousuf Muhammad Farooq	Chairman
Haider Ali Hilaly	Member
Shahrukh Saeed Faruqui	Member

13. The terms of reference of the aforesaid committees have been formed, documented, and advised to the committee for compliance.
14. Four Audit Committee meetings were held during the year, and one Human Resource and Remuneration Committee meeting was held during the year.
15. The board has set up an effective internal audit function which is comprised of a professional who is considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the Company.

16. The statutory auditors of the company have confirmed that they have been given a satisfactory rating under the Quality Control Review program of the Institute of Chartered Accountants of Pakistan and registered with Audit Oversight Board of Pakistan, that they and all their partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the chief executive officer, chief financial officer, head of internal audit, company secretary or director of the Company;
17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard.
18. We confirm that all mandatory requirements of regulations 3, 6, 7, 8, 27,32, 33 and 36 of the Regulations have been complied with.
19. Explanation for requirements, other than regulations 3, 6, 7, 8, 27, 32, 33 and 36 are below:

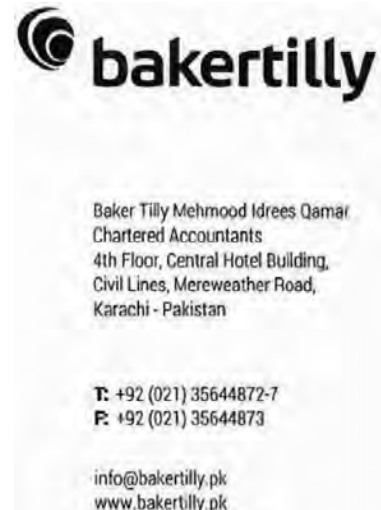
Committee	Reg No	Explanation
Nomination Committee:		
The Board may constitute a separate committee, designated as the nomination committee, of such number and class of directors, as it may deem appropriate in its circumstances.	29 (1)	The Board effectively discharges all the responsibilities of Nomination Committee as recommended by the Code. It regularly monitors and assesses the requirements with respect to any changes needed on Board's committees including chairmanship of those committees. The Board also actively monitors requirements regarding its structure, size and composition and timely reviews and adapts any necessary changes in that regard.
Risk Management Committee:		
The Board may constitute the risk management committee, of such number and class of directors, as it may deem appropriate in its circumstances, to carry out a review of effectiveness of risk management procedures and present a report to the Board.	30 (1)	The Board itself and through its Audit Committee annually reviews business risks facing the Company to ensure that a sound system of risk identification, risk management and related systemic and internal controls is being maintained to safeguard assets. All material controls (financial, operational, compliance) are monitored and reviewed. The Board ensures that risk mitigation measures are robust.



Haider Ali Hilaly
Chief Executive Officer



Saad Faruqui
Chairman



**TO THE MEMBERS OF CALCORP LIMITED
REVIEW REPORT ON STATEMENT OF COMPLIANCE CONTAINED IN LISTED COMPANIES
(CODE OF CORPORATE GOVERNANCE) REGULATIONS, 2019**

We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 (“the Regulations”) prepared by the Board of Directors of **CALCORP Limited** (the Company), for the year ended **June 30, 2023** in accordance with the requirements of regulation 36 of the Regulations.

The responsibility for compliance with the Regulations is that of the Board of Directors of the Company. Our responsibility is to review whether the Statement of Compliance reflects the status of the Company’s compliance with the provisions of the Regulations and report if it does not and to highlight any non-compliance with the requirements of the Regulations. A review is limited primarily to inquiries of the Company’s personnel and review of various documents prepared by the Company to comply with the Regulations.

As part of our audit of the financial statements, we are required to obtain an understanding of the accounting and internal control systems sufficient to plan the audit and develop an effective audit approach. We are not required to consider whether the Board of Directors’ statement on internal control covers all risks and controls or to form an opinion on the effectiveness of such internal controls, the Company’s corporate governance procedures and risks.

The Regulations require the Company to place before the Audit Committee, and upon recommendation of the Audit Committee, place before the Board of Directors for their review and approval, its related party transactions and also ensure compliance with the requirements of section 208 of the Companies Act, 2017. We are only required and have ensured compliance of this requirement to the extent of the approvals of the related party transactions



by the Board of Directors upon recommendation of the Audit Committee. We have not carried out procedures to assess and determine the Company's process for identification of related parties and that whether the related party transactions were undertaken at arm's length price or not.

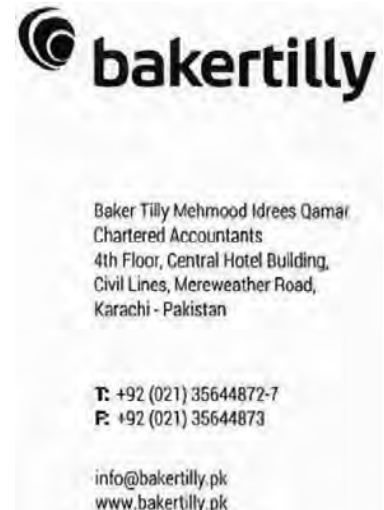
Based on our review, nothing has come to our attention, which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the year ended June 30, 2023.


Engagement Partner: Mehmoed A. Razzak

.. ..
Karachi.

Date: October 6, 2023

UDIN: CR202310151vFeyPBVgl



**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF CALCORP LIMITED**

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the annexed financial statements of **CALCORP LIMITED** (the Company), which comprise of the statement of financial position as at **June 30, 2023**, and the statement of profit or loss and other comprehensive income, the statement of changes in equity, the cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information, 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 purposes of the audit.

In our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the cash flow statement together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan and give the information required by the Companies Act, 2017 (XIX of 2017), 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, 2023 and of the profit and total comprehensive income, the changes in equity and its cash flows for the year then ended.


Basis for Opinion


We conducted our audit in accordance with the International Standards on Auditing (ISAs) as applicable in Pakistan. Our responsibilities under those standards are further described in the *Auditor’s Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants’ *Code of Ethics for Professional Accountants* as adopted by the Institute of Chartered Accountants of Pakistan (the Code) and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Following are the Key audit matters:

S. No.	Key Audit Matters	How the matter was addressed in our audit
1.	Capitalization of property and equipment	
	<p>Property and equipment constitutes 45.95% (2022: 13.65%) of total assets.</p> <p>This significant level of capital expenditure requires consideration of the nature of costs incurred to ensure that capitalization of property, plant and equipment meets the specific recognition criteria in IAS 16, ‘Property, Plant and Equipment’ (IAS 16), the application of the directors’ judgment in assigning appropriate useful economic lives and residual values. As a result, this was noted as a key audit matter, with the risk focused on areas where the risk of material misstatement was deemed higher as a result of the complexity of the specific application of recognition criteria</p> 	<p>We obtained an understanding of the design and implementation of management controls over capitalization and performed tests of control over authorization of capital expenditure.</p> <p>We tested controls in place over the fixed asset cycle, evaluated the appropriateness of capitalization policies and performed tests of details on assets capitalized. There were no exceptions noted from our testing.</p> <p>Our audit work included assessing the nature of property and equipment capitalized by the Company to test the validity of amounts capitalized and evaluating whether assets capitalized meet the recognition criteria set out in IAS 16.</p> <p>We considered whether capitalization of assets ceased when the asset is in the location and condition necessary for it to be</p>

S. No.	Key Audit Matters	How the matter was addressed in our audit
		<p>capable of operating in the manner intended by the Company and that a consistent approach was applied by the Company across all significant operations.</p> <p>We discussed the useful economic lives and residual value assigned with reference to the Company's historical experience, our understanding of the future utilization of assets by the Company and by reference to the depreciation policies applied by third parties operating similar assets.</p> <p>The capitalization of assets in the year, the residual value assigned, and the useful economic lives assigned were assessed to be appropriate based on the evidence obtained. We did not identify any assets capitalized in prior years where we considered the useful economic lives originally assigned needed revision in the year.</p>
2.	Transactions with a related party	
	<p>Optimus Limited (holding 83.96% equity interest in the Company) is the largest customer of the Company. During the year ended June 30, 2023, the revenue earned by the Company from its business with Optimus Limited amounts to Rs. 11.802 million which constitutes approximately 85.49% of the total revenue of the Company.</p> <p>Transactions with Optimus Limited also include disposals of vehicles to Optimus Limited amounted to Rs. 38.865 million and purchase of vehicle from Optimus Limited amounted to Rs. 118.800 million during the year.</p> 	<p>Our key audit procedures with respect to related party transactions with Optimus Limited included review of the agreements with Optimus Limited which sets out the terms and conditions of such transactions and also pricing mechanism to be followed for the same, obtaining confirmation from Optimus Limited for transactions and balance at the year end, approval of the said agreement and the pricing policies by the Board of Directors of the respective companies, and compliance with the relevant requirements of the Companies Act and Code of Corporate Governance Regulations with respect to such related party transactions.</p> <p>We also evaluated the appropriateness of the accounting and disclosures of such related party transactions in accordance with the requirements of the applicable financial</p>

S. No.	Key Audit Matters	How the matter was addressed in our audit
	<p>While the above related party transactions are undertaken in the normal course of business, the pricing mechanism may potentially impact the operating results of the Company in a significant manner.</p> <p>Accordingly due to the significant impact and volume of transactions with Optimus Limited (a related party), we have considered it to be a key audit matter.</p> <p>The transactions with Optimus Limited and the other related balances with such party are disclosed in notes 6.2 and 27 to the accompanying financial statements.</p>	<p>reporting standards. In doing so, we considered the adequacy and the relevance of the information disclosed in the financial statements to comply with the requirements of 'IAS 24 -Related Party Disclosures'.</p>

Information Other than the Financial Statements and Auditor’s Report Thereon

Management is responsible for the other information. The other information obtained at the date of this auditor’s report is information included in the Director’s report, but does not include the financial statements of the company and our auditor’s report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



Responsibilities of Management and Board of Directors for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the accounting and reporting standards as applicable in Pakistan and the requirements of Companies Act, 2017 (XIX of 2017) and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Board of directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs as applicable in Pakistan will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs as applicable in Pakistan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the board of directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the board of directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the board of directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

Based on our audit, we further report that in our opinion:

- a) proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);
- b) the statement of financial position, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the cash flow statement together with the notes thereon have been drawn up in conformity with the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of account and returns;
- c) investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and



d) no Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980).

The engagement partner on the audit resulting in this independent auditor's report is **Mehmood A. Razzak**.


Engagement Partner: Mehmood A. Razzak

· Baker Tilly Mehmood Idrees Qamar
Chartered Accountants

Karachi

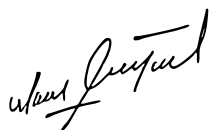
Date: October 6, 2023

UDIN: AR20230151kEVGCslhz


CALCORP LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT JUNE 30, 2023

ASSETS	Note	June 2023 Rupees	June 2022 Rupees
Non - Current Asset			
Property and equipment	6	131,509,338	50,006,050
Long term deposits and prepayments	7	256,537	1,162,821
		131,765,875	51,168,871
Current Assets			
Trade receivable	8	15,633,004	53,333,312
Short term investments	9	-	138,726,697
Advances, deposits, prepayments and other receivables	10	138,585,263	98,548,755
Cash and bank balances	11	200,878	24,490,916
		154,419,145	315,099,680
TOTAL ASSETS		286,185,020	366,268,551
LIABILITIES AND EQUITY			
Authorised Share Capital			
20,000,000 (2022: 20,000,000) Ordinary shares of Rs. 10/- each		200,000,000	200,000,000
Issued, subscribed and paid-up share capital			
Reserves	12	107,444,130	107,444,130
	13	167,196,987	147,252,203
		274,641,117	254,696,333
Non - Current Liabilities			
Diminishing musharakah financing	14	-	4,153,745
Deferred tax liability	15	1,416,986	96,897
		1,416,986	4,250,642
Current Liabilities			
Short term borrowing	16	-	88,563,398
Current portion of diminishing musharakah financing	14	-	1,458,600
Unclaimed dividend		625,215	625,215
Taxation - net		5,964,669	1,093,278
Accrued and other liabilities	17	3,537,033	15,581,085
		10,126,917	107,321,576
Contingencies and Commitments			
	18	-	-
TOTAL LIABILITIES AND EQUITY		286,185,020	366,268,551

The annexed notes 1 to 32 form an integral part of these financial statements.



Chief Financial Officer



Chief Executive Officer



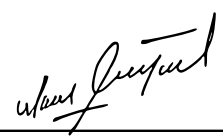
Director



CALCORP LIMITED
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED JUNE 30, 2023

	Note	June 2023 Rupees	June 2022 Rupees
Income			
Income from vehicle plying for hire	19	10,362,993	20,704,555
Net loss on investments	20	(27,710,962)	(7,974,225)
Other income	21	30,045,081	59,743,036
		<u>12,697,112</u>	<u>72,473,366</u>
Unrealised diminution on re-measurement of investments classified measured at fair value through profit or loss - net		33,275,414	(30,725,193)
		<u>45,972,526</u>	<u>41,748,173</u>
Expenses			
Administrative and operating expenses	22	(14,612,575)	(32,557,438)
Financial charges	23	(4,569,961)	(13,557,788)
		<u>(19,182,536)</u>	<u>(46,115,226)</u>
Profit / (loss) before taxation		26,789,990	(4,367,053)
Taxation	24	(6,845,206)	(4,291,013)
Profit / (loss) after taxation		19,944,784	(8,658,066)
Other comprehensive income		-	-
Total comprehensive income / (loss)		19,944,784	(8,658,066)
Earnings / (Loss) per share	26	<u>1.86</u>	<u>(0.81)</u>

The annexed notes 1 to 32 form an integral part of these financial statements.



Chief Financial Officer



Chief Executive Officer

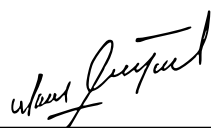


Director

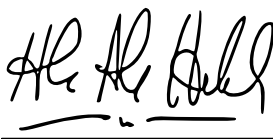
CALCORP LIMITED
CASH FLOW STATEMENT
FOR THE YEAR ENDED JUNE 30, 2023

	Note	June 2023 Rupees	June 2022 Rupees
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit / (Loss) before taxation		26,789,990	(4,367,053)
Adjustments for non cash items:			
Depreciation	6	3,204,075	8,702,966
Financial charges	23	4,569,961	13,557,788
Un-realized gain / loss on marketable securities		(33,275,414)	30,725,193
Gain on disposal of property and equipment	21	(18,962,363)	(57,102,492)
Cash used in operations before working capital changes		(17,673,751)	(8,483,598)
(Increase) / decrease in current assets			
Advances, deposits, prepayments and other receivables		(40,036,508)	(52,487,413)
Trade receivable		37,700,309	(920,306)
		(2,336,200)	(53,407,719)
(Decrease) / increase in current liabilities			
Accrued and other liabilities		(6,728,320)	2,262,292
Cash used in operations		(26,738,271)	(59,629,025)
Financial charges paid		(9,885,693)	(8,398,705)
Taxes paid		(653,726)	(4,988,792)
Net cash used in operating activities		(37,277,690)	(73,016,522)
CASH FLOWS FROM INVESTING ACTIVITIES			
Additions in property and equipment		(119,050,000)	(40,786,884)
Long term deposits and prepayments		906,284	924,279
Short term Investment - net		172,002,111	(54,921,704)
Proceeds from sale of property and equipment		53,305,000	137,038,119
Net cash inflow from investing activities		107,163,395	42,253,811
CASH FLOWS FROM FINANCING ACTIVITIES			
Diminishing musharakah financing		(5,612,345)	(32,840,375)
Net cash used in financing activities		(5,612,345)	(32,840,375)
Net increase / (decrease) in cash and cash equivalents		64,273,360	(63,603,086)
Cash and cash equivalents at the beginning of the year		(64,072,482)	(469,396)
Cash and cash equivalents at the end of year	25	200,878	(64,072,482)

The annexed notes 1 to 32 form an integral part of these financial statements.



Chief Financial Officer



Chief Executive Officer

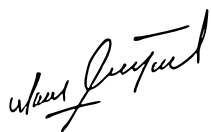


Director


**CALCORP LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED JUNE 30, 2023**

	Issued, subscribed and paid-up share capital	General reserves	Unappropriated profit	Total
----- Rupees -----				
Balance as at July 01, 2021	107,444,130	48,540,340	107,369,929	263,354,399
Total comprehensive loss for the year	-	-	(8,658,066)	(8,658,066)
Balance as at June 30, 2022	107,444,130	48,540,340	98,711,863	254,696,333
Total comprehensive income for the year	-	-	19,944,784	19,944,784
Balance as at June 30, 2023	<u>107,444,130</u>	<u>48,540,340</u>	<u>118,656,647</u>	<u>274,641,117</u>

The annexed notes 1 to 32 form an integral part of these financial statements.



Chief Financial Officer



Chief Executive Officer



Director



**CALCORP LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2023**

1. LEGAL STATUS AND OPERATIONS

1.1 The Company, CALCORP Limited was incorporated on April 1, 1992 in Pakistan as a public limited company and its shares are quoted on the Pakistan Stock Exchange ("PSX"). The registered office of the company is situated at D-131/A, Block 4, Clifton, Karachi. The company is a subsidiary of M/s. Optimus Limited which holds 83.96% of the ordinary share capital of the Company. The Company is involved in investments in vehicles plied for hire and in debt and equity instruments.

2. BASIS OF PREPARATION

2.1 Statement of compliance

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

- International Financial Reporting Standards (IFRS Standards) 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 provisions of and directives issued under the Companies Act, 2017 differ from the IFRS Standards, the provisions of and directives issued under the Companies Act, 2017 have been followed.

2.2 Critical accounting estimates and judgments

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. Estimates and judgments are continually evaluated and are based on historical experience, including expectations of future events that are believed to be reasonable under the circumstances. The matters involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant which have been disclosed in the respective notes to the financial statements include:

- Useful life, depreciation and residual value of property and equipment (Note 5.1)
- Taxation (Note 5.7)

2.3 New and amended standards and interpretations

2.3.1 Standards, amendments and interpretations to the published standards that are relevant to the Company and adopted in the current year

There are no standards, amendments and interpretations of IFRSs which became effective and relevant to the company during the current year.

2.3.2 Standards, amendments and interpretations to the published standards that may be relevant but not yet effective and not early adopted by the Company

The following new standards, amendments to published standards and interpretations would be effective from the dates mentioned below against the respective standard or interpretation.



Standard or interpretation	Effective date (Annual periods beginning on or after)
Classification of Liabilities as Current or Non-current (Amendments to IAS 1)	January 1, 2023
Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)	January 1, 2023
Definition of Accounting Estimates (Amendments to IAS 8)	January 1, 2023
Disclosure Initiative—Accounting Policies	January 1, 2023

The Company is in the process of assessing the impact of these Standards, amendments and interpretations to the published standards on the financial statements of the Company.

2.3.3 Standards, amendments and interpretations to the published standards that are not yet notified by the Securities and Exchange Commission of Pakistan (SECP)

Following new standards have been issued by the International Accounting Standards Board (IASB) which are yet to be notified by the SECP for the purpose of applicability in Pakistan.

Standard or interpretation	Effective date (Annual periods beginning on or after)
IFRS 17 'Insurance Contracts'	January 1, 2023
Amendments to IFRS 17 Insurance Contracts	January 1, 2023

3. BASIS OF MEASUREMENT

The financial statements are prepared under the historical cost convention except as disclosed in the accounting policies below.

4. FUNCTIONAL AND PRESENTATION CURRENCY

These financial statements are presented in Pakistan Rupees, which is the Company's functional and presentation currency.

5. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

5.1 Property and equipment

5.1.1 Owned

Tangible

These are stated at cost less accumulated depreciation. Depreciation is charged to income applying the straight line method. The rates of depreciation are given in note 6 with respect to Vehicles plying for hire, a residual value has been estimated equal to expected recoverable value at the end of its useful life while for other assets residual value is considered zero.

On additions, depreciation is charged from the month in which assets are put to use and on disposals up to the month immediately preceding the disposal. Maintenance and normal repairs are charged to income as and when incurred. Major renewals and improvements are capitalized and the assets so replaced, if any, are retired. Gains or losses on disposal of assets are taken to the income statement.

Intangible

Intangibles are stated at cost less accumulated amortization and impairment, if any. These costs are amortized over their estimated useful life of three years using the straight-line method.



5.1.2 Leased

Finance leases, which transfer to the Company substantially all the risks and benefits incidental to the ownership of the leased item, are capitalised at inception of the lease at fair value of the leased property or, if lower, at present value of the minimum lease payments. Lease payments are apportioned between the finance charges and reduction of lease liability so as to produce a constant rate of return on the remaining balance of lease liability. Finance charges on lease liability are reflected in statement of profit or loss.

Assets acquired under finance lease are depreciated over the useful life of the assets on the same basis as that of owned assets.

A sale and leaseback transaction is one where the Company sells an asset and immediately reacquires the use of that asset by entering into a lease with the buyer. The accounting treatment of the sale and leaseback depends upon the substance of the transaction and whether or not the sale was made at the asset's fair value.

For sale and finance leasebacks, any gain from the sale is deferred and amortised over the lease term. For sale and operating leasebacks, generally the assets are sold at fair value, and accordingly the profit or loss from the sale is recognised immediately in the Company's statement of profit or loss.

5.2 Diminishing musharakah financing

Diminishing Musharakah Financing is recognized initially at cost less attributable transaction cost. Subsequent to initial recognition, this is stated at original cost less principal repayments.

5.3 Trade and other receivables

Trade and other receivables are recognized at fair value of consideration receivable. The Company applies the simplified approach to recognise lifetime expected credit losses for trade and other receivables.

5.4 Trade, accrued and other payables

Liabilities for trade and other amounts payable are carried at cost which is the fair value of the consideration to be paid in future for goods and services.

5.5 Staff retirement benefits

The company operates an approved defined contribution plan covering all its permanent employees. Equal monthly contribution to the fund are made both by the company and by the employee at rate of 10% of basic pay.

5.6 Revenue recognition**5.6.1 Return on investments**

Dividend income on equity securities is recognised in the profit or loss when the right to receive the dividend is established.

Realised capital gain / (losses) arising on sale of investments classified as financial assets 'at fair value through profit or loss' are recognised in the profit or loss on the date at which the transaction takes place using FIFO basis.

Unrealised capital gains / (losses) arising on mark to market of investments classified as 'financial assets at fair value through profit or loss' are recognised in the profit or loss in the period in which they arise.

5.6.2 Income from vehicle plying for hire

Income from hire of vehicles is recognised upon performance of service based on the terms of the rental contract.

5.6.3 Income on bank deposits is recognized on accrual basis.**5.7 Taxation****5.7.1 Current**

The charge for the current taxation is based on taxable income at the current rates of taxation after taking into account tax credits, rebates available, if any and adjustments for prior years.

5.7.2 Deferred

Deferred tax asset is provided using the balance sheet liability method for all temporary differences at the balance sheet date between tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax asset is recognized for all deductible temporary differences and carry forward of unused tax losses, if any, to the extent that it is probable that taxable profit will be available against which such temporary differences and tax losses 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 profit will be available to allow all or part of the deferred income tax asset to be utilized.

5.8 Cash and cash equivalents

Cash and cash equivalents are carried in the balance sheet at cost. For the purposes of the cash flow statement, cash and cash equivalents comprise cash in hand, with banks on current and savings accounts, term deposits with maturities of three months or less and short term running finance.

5.9 Impairment

The carrying values of assets or cash-generating units are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. If any such indication exists and where the carrying values exceed the estimated recoverable amount, the assets or cash-generating units are written down to their recoverable amount and the resulting impairment is charged to profit and loss account.

5.10 Financial instruments**Financial assets**

The Company classifies its financial assets in the following categories: at fair value through profit or loss, loans and receivables, available for sale and held to maturity. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

a) Financial assets at amortised cost

Financial assets at amortised cost are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Interest income from these financial assets, impairment losses, foreign exchange gains and losses, and gain or loss arising on derecognition are recognized directly in profit or loss.



b) Fair value through other comprehensive income

Financial assets at fair value through other comprehensive income are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c) Fair value through profit or loss

Financial assets at fair value through profit or loss are those financial assets which are either designated in this category or not classified in any of the other categories. A gain or loss on debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss in the period in which it arises.

Financial assets are initially measured at cost, which is the fair value of the consideration given and received respectively. These financial assets and liabilities are subsequently remeasured to fair value, amortized cost or cost as the case may be. Any gain or loss on the recognition and de-recognition of the financial assets and liabilities is included in the profit or loss for the period in which it arises.

Equity instrument financial assets / mutual funds are measured at fair value at and subsequent to initial recognition. Changes in fair value of these financial assets are normally recognised in profit or loss. Dividends from such investments continue to be recognised in profit or loss when the Company's right to receive payment is established. Where an election is made to present fair value gains and losses on equity instruments in other comprehensive income there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment.

Derecognition of financial assets

Financial assets are derecognised when the rights to receive cash flows from the assets have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

Financial liabilities

All financial liabilities are recognised at the time when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities at amortised cost are initially measured at fair value minus transaction costs. Financial liabilities at fair value through profit or loss are initially recognised at fair value and transaction costs are expensed in the profit or loss.

Financial liabilities, other than those at fair value through profit or loss, are subsequently measured at amortised cost using the effective yield method.

Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expired. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange and modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in respective carrying amounts is recognised in the profit or loss.

Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its financial assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk. The Company applies the simplified approach to recognise lifetime expected credit losses for trade and other receivables.

Off-setting of financial assets and financial liabilities

A financial asset and financial liability is off-set and the net amount is reported in the statement of financial position when there is a legally enforceable right to set-off the transaction and also there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

5.11 Transactions with related parties

Transactions and contracts with the related parties are carried out at an arm's length price determined in accordance with permissible method of pricing.

6. PROPERTY AND EQUIPMENT

	Office machines and equipment	Computers and allied equipment	Motor vehicle plying for hire	Tracker system	Vehicles held under musharakah	Total
----- Rupees -----						
As at June 30, 2021						
Cost	319,191	689,936	47,747,780	2,211,371	90,971,510	141,939,788
Accumulated depreciation	(191,580)	(598,955)	(17,461,866)	(2,211,371)	(23,618,256)	(44,082,028)
Net book value	127,611	90,981	30,285,914	-	67,353,254	97,857,760
Year ended June 30, 2022						
Opening net book value	127,611	90,981	30,285,914	-	67,353,254	97,857,760
Additions (at cost)	1,586,884	-	39,200,000	-	-	40,786,884
Transfer						
Cost	-	-	78,412,180	-	(78,412,180)	-
Accumulated depreciation	-	-	(22,666,057)	-	22,666,057	-
	-	-	55,746,123	-	(55,746,123)	-
Disposals						
Cost	-	-	(108,212,706)	-	(3,496,500)	(111,709,206)
Accumulated depreciation	-	-	30,462,385	-	1,311,193	31,773,578
	-	-	(77,750,321)	-	(2,185,307)	(79,935,628)
Depreciation charge for the year	(224,298)	(55,349)	(5,222,694)	-	(3,200,625)	(8,702,966)
Net book value	1,490,197	35,632	42,259,022	-	6,221,199	50,006,050
As at June 30, 2022						
Cost	1,906,075	689,936	57,147,254	2,211,371	9,062,830	71,017,466
Accumulated depreciation	(415,878)	(654,304)	(14,888,232)	(2,211,371)	(2,841,631)	(21,011,416)
Net book value	1,490,197	35,632	42,259,022	-	6,221,199	50,006,050
Year ended June 30, 2023						
Opening net book value	1,490,197	35,632	42,259,022	-	6,221,199	50,006,050
Additions (at cost)	-	250,000	118,800,000	-	-	119,050,000
Transfer						
Cost	-	-	(111,400)	-	111,400	-
Accumulated depreciation	-	-	-	-	-	-
	-	-	(111,400)	-	111,400	-
Disposals						
Cost	-	-	(37,997,289)	-	(9,174,230)	(47,171,519)
Accumulated depreciation	-	-	9,604,862	-	3,224,020	12,828,882
	-	-	(28,392,427)	-	(5,950,210)	(34,342,637)
Depreciation charge for the year	(285,894)	(72,249)	(2,463,543)	-	(382,389)	(3,204,075)
Net book value	1,204,303	213,383	130,091,652	-	-	131,509,338
As at June 30, 2023						
Cost	1,906,075	939,936	137,838,565	2,211,371	-	142,895,947
Accumulated depreciation	(701,772)	(726,553)	(7,746,913)	(2,211,371)	-	(11,386,609)
Net book value	1,204,303	213,383	130,091,652	-	-	131,509,338
Rate of depreciation	15%	30%	20-25%	25%	20-33%	

6.1 Allocation of depreciation:

	Note	2023 Rupees	2022 Rupees
Income from vehicle plying for hire	19	2,845,932	8,423,319
Administrative and operating expenses	22	358,143	279,647
		3,204,075	8,702,966

Original cost	Accumulated depreciation	Written down value	Sales proceeds	Profit / (loss) on disposal	Mode of disposal	Particulars of buyer	Relationship	
----- Rupees -----								
Motor vehicles under Musharakah Financing								
Suzuki Cultus	1,518,660	379,671	1,138,989	2,350,000	1,211,011	Negotiation	Optimus Limited	Holding Company
Toyota Fortuner	4,600,000	2,108,338	2,491,662	6,700,000	4,208,338	Negotiation	Optimus Limited	Holding Company
Suzuki WagonR	111,400	-	111,400	1,400,000	1,288,600	Negotiation	Third Party	No Relationship
Faw X-PV	981,390	245,337	736,053	450,000	(286,053)	Negotiation	Optimus Limited	Holding Company
Faw X-PV	981,390	245,337	736,053	450,000	(286,053)	Negotiation	Optimus Limited	Holding Company
Faw X-PV	981,390	245,337	736,053	450,000	(286,053)	Negotiation	Optimus Limited	Holding Company
	9,174,230	3,224,020	5,950,210	11,800,000	5,849,790			
Motor vehicle plying for hire								
Honda Civic	2,703,938	675,984	2,027,954	3,100,000	1,072,046	Negotiation	Optimus Limited	Holding Company
Honda Civic	2,703,938	675,984	2,027,954	3,200,000	1,172,046	Negotiation	Optimus Limited	Holding Company
Honda Civic	2,616,224	654,051	1,962,173	3,270,000	1,307,827	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	654,051	1,962,173	2,950,000	987,827	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	654,051	1,962,173	3,220,000	1,257,827	Negotiation	Third Party	No Relationship
Honda Civic	3,200,000	133,333	3,066,667	3,600,000	533,333	Negotiation	Third Party	No Relationship
Toyota Hilux	3,200,000	2,900,000	300,000	300,000	-	Negotiation	Optimus Limited	Holding Company
Toyota Hilux	2,340,741	2,040,741	300,000	300,000	-	Negotiation	Optimus Limited	Holding Company
Honda Civic	3,200,000	216,667	2,983,333	4,050,000	1,066,667	Negotiation	Optimus Limited	Holding Company
Honda Civic	3,200,000	233,333	2,966,667	4,365,000	1,398,333	Negotiation	Optimus Limited	Holding Company
Honda Civic	3,200,000	250,000	2,950,000	4,300,000	1,350,000	Negotiation	Optimus Limited	Holding Company
Honda Civic	3,200,000	250,000	2,950,000	4,200,000	1,250,000	Negotiation	Optimus Limited	Holding Company
Honda Civic	3,200,000	266,667	2,933,333	4,650,000	1,716,667	Negotiation	Optimus Limited	Holding Company
	37,997,289	9,604,862	28,392,427	41,505,000	13,112,573			
June 30, 2023	47,171,519	12,828,882	34,342,637	53,305,000	18,962,363			

6.3 Particulars of Disposal of Property and Equipment for the year ended June 30, 2022

Original cost	Accumulated depreciation	Written down value	Sales proceeds	Profit / (loss) on disposal	Mode of disposal	Particulars of buyer	Relationship	
----- Rupees -----								
Motor vehicles under Musharakah Financing								
Toyota Hilux	3,496,500	1,311,193	2,185,307	4,030,000	1,844,693	Negotiation	Third Party	No Relationship
	3,496,500	1,311,193	2,185,307	4,030,000	1,844,693			
Motor vehicle plying for hire								
Honda Civic	2,616,224	654,051	1,962,174	3,130,000	1,167,827	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	654,051	1,962,174	3,265,000	1,302,827	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	654,051	1,962,174	3,260,000	1,297,827	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	654,051	1,962,174	2,930,000	967,827	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	654,051	1,962,174	3,130,000	1,167,827	Negotiation	Third Party	No Relationship
Honda Civic	3,200,000	33,333	3,166,667	3,210,000	43,333	Negotiation	Third Party	No Relationship
Honda Civic	3,200,000	33,333	3,166,667	3,250,000	83,333	Negotiation	Third Party	No Relationship
Honda Civic	3,200,000	33,333	3,166,667	2,800,000	(366,667)	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	640,424	1,975,800	3,265,000	1,289,200	Negotiation	Third Party	No Relationship
Honda Civic	2,703,938	633,735	2,070,203	3,200,000	1,129,797	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	654,051	1,962,174	2,750,000	787,827	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	654,051	1,962,174	3,010,000	1,047,827	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	654,051	1,962,174	3,100,000	1,137,827	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	654,051	1,962,174	3,055,419	1,093,246	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	654,051	1,962,174	3,160,000	1,197,827	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	654,051	1,962,174	3,230,000	1,267,827	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	654,051	1,962,174	2,930,000	967,827	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	654,051	1,962,174	2,900,000	937,827	Negotiation	Third Party	No Relationship
Honda Civic	2,616,224	654,051	1,962,174	2,955,000	992,827	Negotiation	Third Party	No Relationship
Honda Civic	2,703,938	675,984	2,027,954	3,105,000	1,077,046	Negotiation	Third Party	No Relationship
Honda Civic	2,637,500	659,376	1,978,124	3,100,000	1,121,876	Negotiation	Third Party	No Relationship
Honda Civic	2,585,500	646,370	1,939,130	2,950,000	1,010,870	Negotiation	Optimus Limited	Holding Company
Honda Civic	2,616,224	654,051	1,962,174	2,815,000	852,827	Negotiation	Optimus Limited	Holding Company
Honda Civic	2,616,224	654,051	1,962,174	2,900,000	937,827	Negotiation	Optimus Limited	Holding Company
Honda Civic	2,616,224	654,051	1,962,174	3,000,000	1,037,827	Negotiation	Optimus Limited	Holding Company
Honda Civic	2,616,224	654,051	1,962,174	2,900,000	937,827	Negotiation	Optimus Limited	Holding Company
Toyota Corolla Altis	2,229,000	1,054,500	1,174,500	1,174,500	-	Negotiation	Third Party	No Relationship
Suzuki Mehran	74,200	-	74,200	313,200	239,000	Negotiation	Third Party	No Relationship
Toyota Hilux	2,340,741	804,635	1,536,106	3,500,000	1,963,894	Negotiation	Third Party	No Relationship
Toyota Hilux	2,340,741	804,635	1,536,106	3,500,000	1,963,894	Negotiation	Third Party	No Relationship
Toyota Hilux	2,340,741	926,549	1,414,192	3,300,000	1,885,808	Negotiation	Third Party	No Relationship
Toyota Hilux	3,200,000	1,600,000	1,600,000	3,500,000	1,900,000	Negotiation	Optimus Limited	Holding Company
Toyota Hilux	2,340,741	902,166	1,438,575	3,400,000	1,961,425	Negotiation	Optimus Limited	Holding Company
Toyota Hilux	2,340,741	902,166	1,438,575	3,530,000	2,091,425	Negotiation	Optimus Limited	Holding Company
Toyota Hilux	2,340,741	902,166	1,438,575	3,500,000	2,061,425	Negotiation	Optimus Limited	Holding Company
Toyota Hilux	2,340,741	902,166	1,438,575	3,500,000	2,061,425	Negotiation	Optimus Limited	Holding Company
Toyota Hilux	2,340,741	902,166	1,438,575	3,400,000	1,961,425	Negotiation	Optimus Limited	Holding Company
Toyota Hilux	2,340,741	975,314	1,365,427	3,560,000	2,194,573	Negotiation	Optimus Limited	Holding Company
Toyota Hilux	2,340,741	902,166	1,438,575	3,500,000	2,061,425	Negotiation	Optimus Limited	Holding Company
Toyota Hilux	2,340,741	902,166	1,438,575	3,200,000	1,761,425	Negotiation	Optimus Limited	Holding Company
Toyota Hilux	2,340,741	975,314	1,365,427	3,730,000	2,364,573	Negotiation	Optimus Limited	Holding Company
Toyota Hilux	2,340,741	975,314	1,365,428	3,600,000	2,234,572	Negotiation	Optimus Limited	Holding Company
Toyota Hilux	2,340,741	902,166	1,438,575	3,500,000	2,061,425	Negotiation	Optimus Limited	Holding Company
	108,212,706	30,462,385	77,750,321	133,008,119	55,257,799			
June 30, 2022	111,709,206	31,773,578	79,935,628	137,038,119	57,102,492			

	Note	2023 Rupees	2022 Rupees
7. LONG TERM DEPOSITS AND PREPAYMENTS			
Security deposits		25,000	1,729,884
Less: Current portion	10	-	(798,600)
		<u>25,000</u>	<u>931,284</u>
Prepayments		246,537	451,617
Less: Current portion		(15,000)	(220,080)
		<u>231,537</u>	<u>231,537</u>
		<u>256,537</u>	<u>1,162,821</u>
8. TRADE RECEIVABLE			
Receivable from related parties	8.1	15,633,004	53,333,312
		<u>15,633,004</u>	<u>53,333,312</u>

8.1 Age analysis of trade receivables from related parties:

	----- Past due -----					Total gross amount due	
	Not yet due	1-30 days	31-60 days	61-90 days	90-365 days		Over 365 days
	----- Rupees -----						
Bottleco (Pvt) Limited	92,000	92,000	92,000	92,000	1,741,261	-	2,109,261
Cloud Cooked (Pvt) Limited	-	-	-	44,000	396,000	-	440,000
Optimus Limited	754,390	827,990	975,190	1,048,790	9,477,383	-	13,083,743
June 30, 2023	846,390	919,990	1,067,190	1,184,790	11,614,644	-	15,633,004

	----- Past due -----					Total gross amount due	
	Not yet due	1-30 days	31-60 days	61-90 days	90-365 days		Over 365 days
	----- Rupees -----						
Bottleco (Pvt) Limited	219,999	219,999	219,999	219,999	439,997	-	1,319,991
Cloud Cooked (Pvt) Limited	88,000	-	44,000	44,000	-	-	176,000
Optimus Limited	1,135,436	1,315,236	1,457,916	2,210,988	30,716,658	15,001,087	51,837,321
June 30, 2022	1,443,435	1,535,235	1,721,915	2,474,987	31,156,655	15,001,087	53,333,312

	Note	2023 Rupees	2022 Rupees
9. SHORT TERM INVESTMENTS			
Investments carried at fair value through profit or loss			
- Quoted shares	9.1	-	138,726,697
		<u>-</u>	<u>138,726,697</u>

9.1 Quoted shares

Name of investee company	Pledged		Position owned		Cost		Market value	
	2023	2022	2023	2022	2023	2022	2023	2022
	----- Number of shares -----				----- Rupees -----			
Automobile Assembler								
- Ghandhara Industries Limited	-	2,500	-	2,500	-	753,775	-	394,925
Automobile Parts & Accessories								
- Agriauto Industries Limited	-	-	-	-	-	-	-	-
Cable & Electrical Goods								
- Waves Singer Pakistan Limited	-	25,500	-	25,500	-	653,221	-	324,615
Cement								
- Gharibwal Cement Limited	-	-	-	368,500	-	10,834,139	-	7,185,750
- Pioneer Cement Limited	-	264,202	-	264,202	-	24,207,191	-	15,939,307
- Kohat Cement Company Limited	-	-	-	-	-	-	-	-
- Maple Leaf Cement Factory Limited	-	40,000	-	40,000	-	1,841,015	-	1,094,000
- Cherat Cement Company Limited	-	5,000	-	5,000	-	839,420	-	465,200
Commercial Banks								
- Habib Metropolitan Bank Limited	-	391,500	-	391,500	-	16,467,524	-	15,288,075
- United Bank Limited	-	186,056	-	186,056	-	26,575,444	-	21,048,515
- BankIslami Pakistan Limited	-	560,000	-	560,000	-	7,136,149	-	6,742,400
- JS Bank Limited	-	-	-	-	-	-	-	-
- Habib Bank Limited	-	-	-	-	-	-	-	-
Food & Personal Care Products								
- Shezan International Limited	-	21,010	-	21,010	-	7,014,386	-	3,571,700
- Murree Brewery Company Limited	-	3,500	-	3,500	-	1,894,957	-	1,417,465
- Nestle Pakistan Limited	-	20	-	20	-	120,203	-	116,000
Glass & Ceramics								
- Tariq Glass Limited	-	10,000	-	10,000	-	1,040,677	-	1,038,100
Pharmaceuticals								
- Abbott Laboratories (Pakistan) Limited	-	53,000	-	53,000	-	41,598,534	-	34,695,920
- Sanofi-Aventis Pakistan Limited	-	15,250	-	15,250	-	13,191,619	-	16,292,490
Oil & Gas Marketing Companies								
- Hi-Tech Lubricants Limited	-	48,000	-	48,000	-	3,018,883	-	1,903,200
Technology & Communication								
- Hum Network Limited	-	-	-	-	-	-	-	-
- Air Link Communication Limited	-	-	-	51,600	-	3,432,000	-	2,084,125
Textile Composite								
- Kohinoor Textile Mills Limited	-	-	-	-	-	-	-	-
- Towellers Limited	-	-	-	34,000	-	4,362,327	-	3,109,300
- Nishat Chunian Limited	-	134,307	-	134,307	-	7,020,645	-	6,015,611
	-	1,759,845	-	2,213,945	-	172,002,111	-	138,726,697

9.2 These shares have been pledged with JS Bank Limited as collateral against running finance facility which is settled during the year as disclosed under note 16 of these financial statements.



10. ADVANCES, DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES	Note	2023 Rupees	2022 Rupees
Unsecured advances - considered good			
Advances to employees		-	50,000
Deposits			
Long term security deposits - current portion	7	-	798,600
Prepayments			
Prepaid rent and subscription		15,000	220,080
Other receivables - considered good	10.1 & 10.2	132,449,028	95,451,210
Others			
Others - considered good	21.1	6,121,235	2,028,865
		138,585,263	98,548,755

10.1 This represents receivable from Optimus Limited (Parent Company) and interest income charged on overdue balance at the rate of 3 Months Kibor plus 3% (2022: NIL) as per terms of agreement.

10.2 Age analysis of other receivables from related parties

	Past due 0-30 days	Past due 31-60 days	Past due 61-90 days	Past due 91-365 days	Past due 365 days	Total gross amount due
	----- Rupees -----					
Optimus Limited	9,542,868	-	6,715,000	24,039,950	92,151,210	132,449,028
June 30, 2023	9,542,868	-	6,715,000	24,039,950	92,151,210	132,449,028

	Past due 0-30 days	Past due 31-60 days	Past due 61-90 days	Past due 91-365 days	Past due 365 days	Total gross amount due
	----- Rupees -----					
Optimus Limited	-	-	10,770,245	45,945,000	35,435,965	92,151,210
Ithaca Capital (Pvt) Limited	1,650,000	1,650,000	-	-	-	3,300,000
June 30, 2022	1,650,000	1,650,000	10,770,245	45,945,000	35,435,965	95,451,210

11. CASH AND BANK BALANCES

Cash in hand		13,150	49,430
Cash at banks:			
- In PLS accounts	11.1	187,389	24,430,761
- In current accounts		339	110
- Balance with State Bank of Pakistan		-	10,615
		200,878	24,490,916

11.1 Profit rates on deposit accounts ranges from 12.25% to 16.70% per annum (June 2022: from 4.90% to 12.25% per annum).

12. ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL

Number of shares		Note	2023 Rupees	2022 Rupees
2023	2022			
10,744,413	10,744,413	12.1	107,444,130	107,444,130

12.1 Ordinary shares of Rs. 10/- each fully paid in cash.

12.2 As on June 30, 2023, Optimus Limited owns 9,020,473 shares (2022: 9,020,473 shares) which is equivalent to 83.96% (2022: 83.96%) of the Company.

13. RESERVES

	2023 Rupees	2022 Rupees
Revenue reserve		
General reserves	48,540,340	48,540,340
Unappropriated profit	118,656,647	98,711,863
	<u>167,196,987</u>	<u>147,252,203</u>

14. DIMINISHING MUSHARAKAH FINANCING

Financial Institution	2023		2022		Mark up arrangement / repayment period	Security
	Amount outstanding	Current portion	Amount outstanding	Current portion		
Popular Islamic Modaraba	-	-	5,612,345	1,458,600	One year KIBOR plus 2.75% - 3% per annum payable monthly.	Hypothecation on title of vehicles
	-	-	<u>5,612,345</u>	<u>1,458,600</u>		<u>4,153,745</u>

The above liability represents assets acquired under Diminishing Musharaka arrangements. The cost of operating and maintaining the assets is borne by the company. This facility is settled during the year.

15. DEFERRED TAX LIABILITY	Note	2023 Rupees	2022 Rupees
Credit balance arising in respect of:			
Accelerated tax depreciation		7,528,460	6,527,178
Debit balances arising in respect of:			
Marketable securities		(6,111,474)	(6,430,281)
		<u>1,416,986</u>	<u>96,897</u>
16. SHORT TERM BORROWING			
Running finance	16.1 & 9.2	-	70,883,398
Short term loan	16.2	-	17,680,000
		<u>-</u>	<u>88,563,398</u>

16.1 This represents running finance facility upto Rs Nil (2022: Rs 200 million) which is settled during the year under markup arrangements with JS Bank Limited (JSBL). The facility carried markup at 3 month KIBOR plus 2.5% (2022: 3 month KIBOR plus 2.5%). This amount was secured by pledge of shares listed on PSX and held in Central Depository Company (CDC) under JSBL's approved list of shares with requisite margin there against and corporate guarantees of the ultimate holding company Ithaca Capital (Pvt) Limited.

16.2 This represents short term finance facility settled during the period which was against company fleet of vehicles (2022: 45 million) under markup arrangements with JSBL. The facility carries markup @ 3 month KIBOR + 3% (2022: 3 month KIBOR + 3%). This amount was secured by HPA in favour of JSBL over title of vehicles and corporate guarantees of the ultimate holding company Ithaca Capital (Private) Limited.

17. ACCRUED AND OTHER LIABILITIES	Note	2023 Rupees	2022 Rupees
Accrued expenses	17.1	2,735,626	3,250,899
Mark up payable		-	5,315,732
Payable against purchase of vehicles	17.2	-	4,000,000
Taxes payable		743,140	492,809
Payable to provident fund		-	2,407,868
Others		58,267	113,777
		<u>3,537,033</u>	<u>15,581,085</u>

17.1 This includes amount payable to Mustang Eye (Pvt) Limited an associated company amounting which is paid during the year (2022: Rs. 12,000).

17.2 This represents amount payable to Mustang HRMS (Pvt) Limited an associated company against purchase of vehicles which is settled during the year.

18. CONTINGENCIES AND COMMITMENTS

There are no contingencies and commitment as at June 30, 2023.



		2023	2022
	Note	Rupees	Rupees
19. INCOME FROM VEHICLE PLYING FOR HIRE			
Rentals		13,805,210	30,699,586
Less: Cost of services			
Road tax / registration and other charges		-	135,220
Vehicle service and maintenance-VPFH		596,285	314,100
Tracker monitoring cost		-	278,193
Insurance		-	844,199
Depreciation	6.1	2,845,932	8,423,319
		3,442,217	9,995,031
		10,362,993	20,704,555
20. NET LOSS ON INVESTMENTS			
Dividend income		3,013,998	10,192,610
Loss on sale of investment		(30,724,960)	(18,166,835)
		(27,710,962)	(7,974,225)
21. OTHER INCOME			
Gain on sale of property and equipment	6.2	18,962,363	57,102,492
Other income		4,518,375	2,382,273
Interest income	21.1	6,105,498	-
Return on bank deposit		458,845	258,271
		30,045,081	59,743,036
21.1	This represents interest income charged at the rate of 3 Months Kibor + 3% (2022: NIL) on overdue balance of Optimus Limited as per terms of agreement.		
22. ADMINISTRATIVE AND OPERATING EXPENSES			
Salaries, allowances and benefits		9,319,005	23,847,438
Contribution to provident fund		-	1,550,655
Rent		1,155,000	1,890,000
Fees and subscription		539,371	1,120,291
Brokerage and commission expense		171,800	568,926
Legal and professional charges		1,163,803	1,348,463
Printing and stationery		113,000	115,000
Auditors' remuneration	22.1	579,506	535,350
Travelling and conveyance charges		752,748	1,032,389
Director training program		-	175,000
Depreciation	6.1	358,143	279,647
Telephone and postage expenses		1,420	7,290
Entertainment expenses		458,779	8,600
Insurance expenses		-	78,389
		14,612,575	32,557,438



	Note	2023 Rupees	2022 Rupees
22.1 Auditors' remuneration			
Audit fee		333,500	290,000
Half yearly audit / review		180,000	180,000
Code of corporate governance		30,000	30,000
Out of pocket expenses		36,006	35,350
		579,506	535,350
23. FINANCIAL CHARGES			
Mark up on short term borrowings		4,332,598	12,740,469
Bank charges		237,363	817,319
		4,569,961	13,557,788
24. TAXATION			
Current	24.1	5,525,117	16,887,422
Deferred		1,320,089	(12,596,409)
		6,845,206	4,291,013

24.1 Income tax has been charged at 29% on taxable income and 15% on dividend income for the year.

	Note	2023 Rupees	2022 Rupees
25. CASH AND CASH EQUIVALENTS			
Cash and bank balances	11	200,878	24,490,916
Short term borrowing	16	-	(88,563,398)
		200,878	(64,072,482)
26. EARNINGS / (LOSS) PER SHARE			
Profit / (Loss) after taxation	Rupees	19,944,784	(8,658,066)
Weighted average number of ordinary shares	Numbers	10,744,413	10,744,413
Earnings / (Loss) per share - basic and diluted	Rupees	1.86	(0.81)

27. TRANSACTIONS WITH RELATED PARTIES

The related parties comprise of entities over which the directors are able to exercise significant influence, entities with common directors, major shareholders, directors, key management and employees provident fund. The company has a policy whereby all transactions with related parties are entered into at arm's length prices using the permissible method of pricing. Balance with related parties are disclosed in respective notes of these financial statements. The transaction with related parties are as follows:



Related Party	Nature of relationship	Nature of transaction	2023	2022
			----- Rupees -----	
Optimus Limited	Parent Company	Rental services rendered	11,802,367	28,627,046
		Vehicle maintenance service received	596,285	314,100
		Purchase of motor vehicles	118,800,000	32,200,000
		Sale of motor vehicles	38,865,000	56,485,000
		Interest income	6,105,498	-
Bottleco (Pvt) Limited	Common management	Rental services rendered	1,642,843	1,912,540
Cloud Cooked (Pvt) Limited	Common management	Rental services rendered	360,000	160,000
Mustang HRMS (Pvt) Limited	Common management	Purchase of motor vehicles	-	7,000,000

28. REMUNERATION OF EXECUTIVE

28.1 The aggregate amount charged in the financial statements for the period in respect of remuneration and benefits to the Executives are as follows:

	Chief Executive		Executives	
	2023	2022	2023	2022
	----- Rupees -----			
Managerial remuneration	5,805,216	11,610,432	4,650,933	13,760,000
Travelling and conveyance charges	752,748	1,032,389	-	-
Total	6,557,964	12,642,821	4,650,933	13,760,000
Number of person	1	1	4	3

28.2 The Chairman and Director have neither charged any remuneration nor any other benefits from the company.



29. FINANCIAL INSTRUMENTS RELATED DISCLOSURES

29.1 Financial risk management objectives

The company's activities expose to a variety of financial risks, including the effects of changes in foreign exchange rates, credit and liquidity risk associated with various financial assets and liabilities. The company finances its operations through equity and management of working capital with a view to maintain reasonable mix between various sources of finance to minimize risk. Taken as a whole, risk arising from the company's financial instruments is limited as there is no significant exposure to market risk in respect of such instruments.

29.2 Liquidity risk

Liquidity risk is the risk that the company will encounter difficulties in raising funds to meet commitments associated with Financial Instruments. The company is not exposed to any significant risk.

MATURITIES OF ASSETS AND LIABILITIES

June 30, 2023					
Descriptions	Total	Up to 3 months	Over 3 months to 1 year	Over 1 year to 5 years	Over 5 years
----- Rupees -----					
Financial assets					
Long term deposits	25,000	-	-	25,000	-
Cash and bank balances	200,878	200,878	-	-	-
Other receivables	138,570,263	138,570,263	-	-	-
Trade receivables	15,633,004	15,633,004	-	-	-
	154,429,145	154,404,145	-	25,000	-
Financial liabilities					
Accrued and other liabilities	3,537,033	3,537,033	-	-	-
Unclaimed dividend	625,215	625,215	-	-	-
	4,162,248	4,162,248	-	-	-
Net - financial assets	150,266,897	150,241,897	-	25,000	-
Share capital	107,444,130				
Reserve	167,196,987				
Net - non financial (liabilities)	(124,374,220)				
	150,266,897				



June 30, 2022					
Descriptions	Total	Up to 3 Months	Over 3 Months to 1 Year	Over 1 Year to 5 years	Over 5 years
	----- Rupees -----				
Financial assets					
Long term deposits	931,284	-	-	931,284	-
Cash and bank balances	24,490,916	24,490,916	-	-	-
Deposits and other receivables	98,328,675	98,328,675	-	-	-
Short term Investment	138,726,697	138,726,697	-	-	-
Trade receivables	53,333,312	38,332,225	-	15,001,087	-
	315,810,884	299,878,513	-	15,932,371	-
Financial liabilities					
Accrued and other liabilities	15,581,085	15,581,085	-	-	-
Short term borrowing	88,563,398	-	88,563,398	-	-
Unclaimed dividend	625,215	625,215	-	-	-
Diminishing musharakah financing	5,612,345	-	1,458,600	4,153,745	-
	110,382,043	16,206,300	90,021,998	4,153,745	-
Net - Financial assets	205,428,841	283,672,213	(90,021,998)	11,778,626	-
Share capital	107,444,130				
Reserve	147,252,203				
Net - non financial (liabilities)	(49,267,491)				
	205,428,842				

29.3 Interest rate risk management

Interest rate risk is the risk that the value of the financial instrument will fluctuate due to changes in the market mark-up/interest rates. Sensitivity to interest/mark up rate risk arises from mismatches of financial assets and financial liabilities that mature or repriced in a given period. The company manages these mismatches through risk management strategies where significant changes in gap position can be adjusted. The company is exposed to mark -up / interest rate risk in respect of the following:

June 30, 2023							
Interest rates	Interest / mark-up bearing			Non Interest / mark-up bearing			Total
	Maturity up to one year	Maturity after one year	Subtotal	Maturity up to one year	Maturity after one year	Subtotal	
----- Rupees -----							
FINANCIAL ASSETS							
Long term deposits	-	-	-	-	25,000	25,000	25,000
Trade receivable	-	-	-	15,633,004	-	15,633,004	15,633,004
Deposits and other receivables	24.82%	132,449,028	-	132,449,028	-	-	132,449,028
Cash and bank balances	12.25% to 16.70%	187,389	-	187,389	13,489	-	200,878
				132,636,417	25,000	15,671,493	148,307,910
FINANCIAL LIABILITIES							
Accrued and other liabilities	-	-	-	3,537,033	-	3,537,033	3,537,033
Unclaimed dividend	-	-	-	625,215	-	625,215	625,215
				4,162,248	-	4,162,248	4,162,248
Total interest rate sensitivity gap				132,636,417	25,000	11,509,245	
Cumulative interest rate sensitivity gap				132,636,417	132,636,417		

June 30, 2022							
Interest rates	Interest / Mark-up bearing			Non interest bearing			Total
	Maturity up to one year	Maturity after one year	Subtotal	Maturity up to one year	Maturity after one year	Subtotal	
----- Rupees -----							
FINANCIAL ASSETS							
Long term deposits	-	-	-	-	931,284	931,284	931,284
Trade receivable	-	-	-	53,333,312	-	53,333,312	53,333,312
Short term investments	-	-	-	138,726,697	-	138,726,697	138,726,697
Deposits and other receivables	-	-	-	98,278,675	-	98,278,675	98,278,675
Cash and bank balances	4.90% to 12.25%	24,430,761	-	24,430,761	60,155	-	24,490,916
				24,430,761	931,284	291,330,123	315,760,884
FINANCIAL LIABILITIES							
Accrued and other liabilities	-	-	-	15,581,085	-	15,581,085	15,581,085
Unclaimed dividend	-	-	-	625,215	-	625,215	625,215
Short term borrowings	10.01% to 14.39%	88,563,398	-	88,563,398	-	-	88,563,398
Diminishing musharakah financing	11.18% to 15%	1,458,600	4,153,745	5,612,345	-	-	5,612,345
				90,021,998	4,153,745	16,206,300	110,382,043
Total interest rate sensitivity gap				(65,591,237)	(4,153,745)	(69,744,982)	274,192,539
Cumulative interest rate sensitivity gap				(65,591,237)	(69,744,982)		

29.4 Financial assets and liabilities are approximate to their fair values.

29.5 Financial instruments by category	2023 Rupees	2022 Rupees
Financial assets		
Measured at fair value through profit or loss		
Investment in quoted equity shares	-	138,726,697
Measured at amortized cost		
Long term deposits	25,000	931,284
Cash and bank balances	200,878	24,490,916
Other receivables	138,570,263	98,328,675
Trade receivables	15,633,004	53,333,312
	<u>154,429,145</u>	<u>315,810,884</u>
Financial liabilities		
Financial liabilities carried at amortized cost		
Accrued and other liabilities	3,537,033	15,581,085
Short term borrowing	-	88,563,398
Unclaimed dividend	625,215	625,215
Diminishing musharakah financing	-	5,612,345
	<u>4,162,248</u>	<u>110,382,043</u>

29.6 Fair value of financial instruments

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable willing parties in an arm's length transaction. Consequently differences may arise between carrying values and the fair value estimates.

Underlying the definition of fair value is the presumption that the Company is a going concern without any intention or requirement to curtail materially the scale of its operations or to undertake a transaction on adverse terms.

The fair value of financial assets and liabilities traded in active markets are based on the quoted market prices at the close of trading on the period end date. The quoted market price used for financial assets held by the Company is current bid price.

A financial instrument is regarded as quoted in an active market if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1: fair value measurements using quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: fair value measurements using inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3: fair value measurements using inputs for assets or liability that are not based on observable market data (i.e. unobservable inputs)

As at June 30, 2023, the Company held the following financial instruments measured at fair value:

	Level 1	Level 2	Level 3	Total
Measured at fair value through profit or loss				
Quoted shares	-	-	-	-



As at June 30, 2022, the Company held the following financial instruments measured at fair value:

	Level 1	Level 2	Level 3	Total
Measured at fair value through profit or loss				
Quoted shares	138,726,697	-	-	138,726,697

29.7 Credit risk

The Company's credit risk exposure is not significantly different from that reflected in the financial statements. The management monitors and limits company's exposure to credit risk through monitoring of clients' credit exposure, review and conservative estimates of provisions for potential lease losses and doubtful receivables. The management is of the view that it is not exposed to significant concentration of credit risk as its financial assets are adequately diversified in different avenues.

Breakdown of credit risk exposure by class of business is follows:

Class of business	2023	2022
	Morabaha and short term finance	
	%	%
Trading	99.00	82.64
Packaging	-	11.09
Miscellaneous	1.00	6.28
	100	100

	Marketable Securities	
	%	%
Pharmaceuticals	-	36.75
Commercial Banks	-	31.05
Cement	-	17.79
Textile Composite	-	6.58
Food & Personal Care Products	-	3.68
Information Technology	-	1.50
Oil & Gas Marketing Companies	-	1.37
Glass & Ceramics	-	0.75
Automobile Assembler	-	0.28
Technology & Communication	-	-
Cable & Electrical Goods	-	0.23
	-	100



30. NUMBERS OF EMPLOYEES	2023	2022
Total number of employees at the end of year	<u>-</u>	<u>4</u>
Average number of employees during the year	<u>2</u>	<u>4</u>

31. DATE OF AUTHORIZATION FOR ISSUE

October 6, 2023

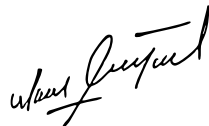
These financial statements were authorized for issue on _____ by the Board of Directors of the Company.

32. GENERAL

32.1 Figures have been rounded off to the nearest rupee.

32.2 Figures have been reclassified and re-arranged where necessary.

M



Chief Financial Officer



Chief Executive Officer



Director

SIX YEARS AT GLANCE

PARTICULARS	2023	2022	2021	2020	2019	2018
FINANCIAL POSITION						
Balance Sheet Size	286,185,020	366,268,551	351,376,787	345,751,115	381,433,837	407,372,413
Paid-Up Capital	107,444,130	107,444,130	107,444,130	107,444,130	107,444,130	107,444,130
Statutory Reserves	-	-	-	48,540,340	46,806,884	42,777,408
General Reserves	48,540,340	48,540,340	48,540,340	-	-	-
Un-Appropriated Profits	118,656,647	98,711,863	107,369,929	95,693,464	88,759,634	72,641,735
Fixed Assets (Net)	131,509,338	50,006,050	97,857,760	160,799,469	217,715,391	268,819,089
Net Investment In Lease & Hire Purchase Finance.	-	-	-	-	9,291,481	9,291,481
Lease Obligations	-	-	-	-	-	-
Diminishing Musharaka Financing	-	5,612,345	38,452,720	67,241,111	105,965,451	160,431,536
Long Term Deposits	256,537	1,162,821	2,813,100	13,731,826	9,311,420	9,311,420
Current Assets	154,419,145	315,099,680	250,705,927	171,219,830	146,362,846	112,794,258
Current Liabilities	10,126,917	107,321,576	62,585,175	19,614,140	60,563,038	67,303,683
INCOMES AND EXPENSES						
Income From Operations	10,362,993	20,704,555	19,761,034	31,899,362	50,369,409	43,704,893
Other Income	2,334,119	51,768,811	22,418,992	8,975,548	8,277,265	20,755,440
Administrative & Operating Expenses	14,612,575	32,557,438	19,561,830	17,310,865	16,627,396	8,234,019
Financial Charges	4,569,961	13,557,788	6,291,336	11,364,742	14,639,994	15,465,963
Other Charges	-	-	-	-	-	-
Provision / (Reversal) For Losses	-	-	-	-	-	-
Profit/(Loss) Before Tax	26,789,990	(4,367,053)	13,776,638	12,199,303	27,379,284	40,760,351
Taxation	6,845,206	4,291,013	2,100,173	3,532,016	7,231,910	6,966,676
Profit (Loss) After Tax	19,944,784	(8,658,066)	11,676,465	8,667,287	20,147,374	33,793,675

**Pattern Of Share Holding Held By The
Shareholders As At June 30, 2023**

Number Of Share Holders	Share Holding			Total Shares Held
	From	-	To	
341	1	-	100	13,137
126	101	-	500	38,752
166	501	-	1000	109,697
91	1001	-	5000	186,314
5	5001	-	10000	30,300
2	10001	-	15000	23,550
3	15001	-	20000	50,879
2	25001	-	30000	55,346
1	30001	-	35000	32,000
1	45001	-	50000	50,000
1	50001	-	55000	52,000
1	95001	-	100000	100,000
1	180001	-	185000	181,000
1	205001	-	210000	207,465
1	590001	-	595000	593,500
1	9020001	-	9025000	9,020,473
744				10,744,413

**CATEGORIES OF SHAREHOLDER
AS AT 30 JUNE 2023**

S. No.	Categories of Shareholders	Percentage	Shares Held
Directors, CEO Their Spouse and Minor Children			
1	Mr. Saad Saeed Faruqi	0.00%	500
2	Mr. Shahrukh Saeed Faruqui	0.00%	500
3	Mr. Yousuf Muhammad Farooq	0.03%	3,500
4	Mr. Muhammad Danish Hussain	0.00%	500
5	Mr. Azam Adnan Khan	0.00%	500
6	Ms. Sana Shahzad	0.00%	500
7	Ms. Sadia Hamid	0.00%	500
8	Mr. Haider Ali Hilaly	1.98%	213,000
		2.04%	219,500
Associated Companies			
1	Optimus Limited	83.96%	9,020,473
Other Companies			
1	State Life Insurance Corp. Of Pakistan	1.93%	207,456
2	Pyramid Investments (Pvt) Ltd.	0.17%	17,912
3	Beaming Invest & Securities(Pvt.) Ltd.	0.17%	17,900
4	Dr. Arslan Razaque Securities (Pvt.) Limited	0.14%	15,067
5	Escorts Investment Bank Limited	0.11%	11,800
6	Nh Securities (Pvt) Limited.	0.03%	3,150
7	Al-Haq Securities (Pvt) Ltd.	0.02%	2,350
8	Sherman Securities (Private) Limited	0.01%	1,500
9	Gulf Insuracne Company Ltd	0.01%	1,175
10	Prudential Securities Limited	0.01%	750
11	Sarfaz Mehmoood (Private) Ltd	0.01%	617
12	S.H. Bukhari Securities (Pvt) Limited	0.01%	587
13	Lse Financial Services Limited	0.01%	587
14	Mam Securities (Pvt) Limited	0.00%	87
15	Azee Securities (Private) Limited	0.00%	55
16	Maple Leaf Capital Limited	0.00%	1
		2.62%	280,994
	Shares Held by the General Public	11.39%	1,223,446
	Total:	100.00%	10,744,413

PROXY FORM

I/We _____ of _____ being a Shareholder of CALCORP Limited and holding _____ Ordinary Shares as per Register Folio No. _____ or "CDC" Participant's I.D. No. _____ A/c No. _____ hereby appoint Mr. / Mrs. _____ of _____ or failing him/her Mr. / Mrs. _____ of _____ as my/our Proxy in my/our absence to attend and vote for me/us and on my/our behalf at the 31st Annual General Meeting of the Company to be held on Saturday October 28th, 2023 and at any adjournment thereof.

Affix Revenue Stamp(s) of Rupees five
 Executant's Signature on Revenue Stamp(s)
 (Signature should agree with the Specimen Signature registered with the Company).

Executant's Computerized National Identity Card Number (CNIC) or Passport Number

_____ First Witness Signature	_____ Second Witness Signature
_____ Name in Block letters and Address	_____ Name in Block letters and Address
_____ Computerized National Identity Card Number or Passport Number of Witness	_____ Computerized National Identity Card Number or Passport Number of Witness

 Proxy's Signature

Notes:

1. A member entitled to attend and vote at the Meeting may appoint any other member as his/her proxy to attend and vote on his/her behalf. A proxy must be a member of the Company; however, corporations may appoint a person who is not a member.
2. This form should be signed by the member or by his/her attorney duly authorized in writing. If the member is a corporation, its common seal should be affixed to the instrument. The proxy form must be witnessed by two persons.
3. The form of the proxy together with the power of attorney, if any, under which it is signed or a notarized certified copy thereof, must be deposited duly completed in all respects at the Company's registered office at least 48 hours before the scheduled time at which the Meetings will be held.
4. The member's signature must match the specimen registered with the Company.
5. The following requirements must be met by CDC Account holders/Corporate entities:
 - i. The proxy form must be witnessed by two persons whose names, addresses and Computerized National Identity Card (CNIC) numbers must be included on the form. In case a person does not have a CNIC, that person's Passport number may be used instead.
 - ii. Attested copies of the CNIC or Passport of the beneficial owner must be furnished with the proxy form.
 - iii. The proxy may be required to produce his/her original CNIC or Passport at the time of the meeting.

The Company Secretary

Calcorp Limited
D-131/A, Block 4, Clifton
Karachi

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Web: www.calcorp.com.pk