

FORM-7

Ref: ILP/PSX/49/2020

Date: 28/10/2020

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.

PUCARS/TCS

Subject: Financial Results for the 1st Quarter Ended September 30, 2020

Dear Sir,

We would like to inform you that the Board of Directors of our Company in their meeting held on October 28, 2020 (Wednesday) at 02:00 P.M at the Interloop Executive Club, Interloop Industrial Park located at 7-K.M Khurrianwala-Jaranwala Road, Khurrianwala, Faisalabad, recommended the following:

- | | | |
|-------|---|-------|
| (i) | CASH DIVIDEND | : NIL |
| (ii) | BONUS SHARES | : NIL |
| (iii) | RIGHT SHARES | : NIL |
| (iv) | ANY OTHER ENTITLEMENT/CORPORATE ACTION | : NIL |
| (v) | ANY OTHER PRICE-SENSITIVE INFORMATION: | |

1. The Board of Directors of Interloop Limited ("Interloop") has passed a resolution approving a scheme of amalgamation under Section 284(1) of the Companies Act, 2017, to amalgamate its wholly owned subsidiary, IL Apparel (Private) Limited with and into the Interloop Limited. As such, as of the Completion Date of January 31, 2021, the entire undertaking IL Apparel (Private) Limited will stand merged with and into the Interloop Limited.

An extract of the Board Resolutions dated October 28, 2020 are given as **Annexure A**, for your information and record.

2. The Board of Directors of Interloop Limited ("Interloop") has also passed a resolution approving disinvestment of entire shareholding (31,825,000 Ordinary Shares representing 31.61% of total shareholding therein) in IL Bangla Limited, a Bangladesh based Associated Company, subject to the approval of the members of the Company and all other regulatory approvals as may be necessary in this regard.



Page 1 of 12

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F: +92-41-2639400

Factory:

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Khurrianwala, Faisalabad - Pakistan
T: +92-41-4360400
F: +92-41-2428704, 2428698, 2428697

THE FINANCIAL RESULTS OF THE COMPANY ARE AS UNDER: -

The Unconsolidated Condensed Interim Profit & Loss Account (un-audited) for the period ended September 30, 2020 of the Company are given as **Annexure 1**.

The Consolidated Condensed Interim Profit & Loss Account (un-audited) for the period ended September 30, 2020 of the Company are given as **Annexure 2**.

The Quarterly Report of the Company for the period ended September 30, 2020 will be transmitted through PUCARS separately, within the specified time.

Disclosure form in terms of Section 96 & 131 of the Securities Act 2015, is attached for information and circulation amongst the TRE certificate holders of the Exchange.

Thanking you,

Yours Truly,



(Navid Fazil)
Chief Executive Officer



Copy to:

The Director / HOD
Surveillance, Supervision and Enforcement Department
Securities & Exchange Commission of Pakistan
NIC Building, 63 Jinnah Avenue, Blue Area,
Islamabad

Annexure A

EXTRACT OF THE RESOLUTIONS PASSED BY THE BOARD OF DIRECTORS OF INTERLOOP LIMITED (INTERLOOP) AT ITS MEETING HELD ON OCTOBER 28, 2020

RESOLVED THAT the amalgamation of IL Apparel (Private) Limited (ILA), a wholly owned subsidiary of Interloop Limited (INTERLOOP) with and into Interloop, in accordance with the Scheme of Amalgamation effective from the Completion Date, i.e. January 31, 2021, as defined in the Scheme of Amalgamation under section 284 read with all other enabling provisions of the Companies Act, 2017 (the Act), be and is hereby approved.

FURTHER RESOLVED THAT the Board of Directors is satisfied that INTERLOOP (as the transferee Company the purpose of section 284 of the Act) will be able to pay its debts as they fall due during the period of one year as immediately after the date on which the amalgamation is to become effective from Completion Date, i.e. January 31, 2021 and a declaration to this effect verified by an affidavit shall be filed on behalf of INTERLOOP by the Company Secretary with the Registrar, Company Registration Office, Securities and Exchange Commission of Pakistan, Faisalabad together with a copy of Scheme of Amalgamation.

FURTHER RESOLVED THAT Scheme of Amalgamation between INTERLOOP and ILA for amalgamation of undertaking/operations and all assets, liabilities and obligations of ILA and vesting of the same with and into INTERLOOP under section 284 read with all other enabling provision of the Act, considered by this meeting and initialed by the Chairman of this meeting for the purpose of identification, be and is hereby approved, adopted and agreed. The said Scheme of Amalgamation shall become binding and effective by operation of law from the Completion Date i.e. January 31, 2021.

FURTHER RESOLVED THAT from the Completion Date, the entire issued and paid up capital of ILA, the Transferor Company, comprising of Rs. 1,045,000,000 divided into 104,500,000 ordinary shares of Rs.10 each shall stand cancelled without any payment or other consideration.

FURTHER RESOLVED THAT on the Completion Date i.e. January 31, 2021, the following person will cease to be the directors of ILA:

- (i) Mr. Muhammad Maqsood
- (ii) Mr. Zain Sadiq
- (iii) Mr. Azhar Sadiq
- (iv) Mr. Adeel Tahir
- (v) Mr. Muhammad Naeem Javaid
- (vi) Mr. Tayyab Masood



FURTHER RESOLVED THAT there shall be no change in the director of the Transferee Company i.e. INTERLOOP and they shall continue to hold their respective offices after amalgamation. Their names are as under:

- | | | |
|-------|--------------------------|-------------------------|
| (i) | Mr. Musadaq Zulqarnain | Chairman |
| (ii) | Mr. Navid Fazil | Chief Executive Officer |
| (iii) | Mr. Muhammad Maqsood | Director |
| (iv) | Mr. Jahan Zeb Khan Banth | Director |
| (v) | Mrs. Shereen Aftab | Director |
| (vi) | Mr. Saeed Ahmad Jabal | Director |
| (vii) | Mr. Tariq Iqbal Khan | Director |

FURTHER RESOLVED THAT Mr. Navid Fazil, Chief Executive Officer, Mr. Muhammad Maqsood, Director and/or Rana Ali Raza, Company Secretary of INTERLOOP jointly or singly, be and are hereby authorized, to take or cause to be taken any or all acts, deeds and things as may be considered necessary or appropriate for the implementation of the Amalgamation of ILA with and into INTERLOOP and all actions necessary in this respect and without prejudice to the generality of this authority:

- a) To institute and file applications and affidavits and the make statements;
- b) To modify the Scheme of Amalgamation in the context of the main objective and theme of the Scheme or in view of any suggestion or requirements by the Registrar, Company Registration Office, Securities and Exchange Commission of Pakistan, Faisalabad;
- c) To file certified copy of the Scheme of Amalgamation and a declaration under section 284 of the Act, verified by an affidavit by the Company Secretary with the Registrar, Company Registration Office, Securities and Exchange Commission of Pakistan, Faisalabad;
- d) To issue notices to the secured creditors of the INTERLOOP under section 284 (3) of the Act and take such other steps and execute such other documents as may be necessary or expedient for the purpose of giving effect to the spirit and intent of the above resolutions;
- e) To provide/submit generally all such documents as may be required by the Registrar, Company Registration Office, Securities and Exchange Commission of Pakistan, Faisalabad in relation to the amalgamation, executing all such certificates, applications, notices, reports, letters and any other documents or instruments including any amendments or substitutions to any of the foregoing as may be required in respect of the amalgamation or any action incidental thereto;
- f) To engage Consultant(s)/Counsel(s) for representing INTERLOOP before Registrar/SECP for the purposes of filing/acceptance/approval of the Scheme of Amalgamation and its implementation; and
- g) To delegate all or any powers herein granted to the Consultant(s) and Counsel(s) and to authorize them to exercise such powers on behalf of INTERLOOP.



INTERLOOP LIMITED

UNCONSOLIDATED CONDENSED INTERIM STATEMENT OF PROFIT OR LOSS
FOR THE QUARTER ENDED SEPTEMBER 30, 2020

	Quarter ended	
	Un-audited	Un-audited
	September 30, 2020	September 30, 2019
	Rupees in '000	Rupees in '000
Sales - net	12,909,587	9,356,423
Cost of sales	(9,800,737)	(7,208,831)
Gross profit	3,108,850	2,147,592
Distribution cost	(617,915)	(724,015)
Administrative expenses	(631,939)	(516,401)
Other operating expenses	(208,563)	(53,856)
Other income	23,519	4,644
Profit from operations	(1,434,898)	(1,289,628)
Finance cost	(225,122)	(167,985)
Profit before taxation	1,448,830	689,979
Taxation	(66,480)	(70,987)
Profit for the period	1,382,350	618,992
Earnings per share - basic and diluted (Rupees)	1.5849	0.7097



Annexure 2

INTERLOOP LIMITED AND ITS SUBSIDIARY
CONSOLIDATED CONDENSED INTERIM STATEMENT OF PROFIT OR LOSS
FOR THE QUARTER ENDED SEPTEMBER 30, 2020

	Quarter ended	
	Un-audited September 30, 2020 Rupees in '000	Un-audited September 30, 2019 Rupees in '000
Sales - net	13,100,714	9,429,707
Cost of sales	(9,970,800)	(7,328,987)
Gross profit	3,129,914	2,100,720
Distribution cost	(629,446)	(736,190)
Administrative expenses	(669,813)	(542,278)
Other operating expenses	(209,856)	(53,856)
Other income	23,519	4,644
	(1,485,596)	(1,327,680)
Profit from operations	1,644,318	773,040
Finance cost	(239,235)	(176,811)
Share of loss from associate	-	(33,429)
Profit before taxation	1,405,083	562,800
Taxation	(69,702)	(71,725)
Profit for the period	1,335,381	491,075
Attributable to:		
Shareholders of parent company	1,335,381	491,075
Non- controlling interest	-	-
	1,335,381	491,075
Earnings per share - basic and diluted (Rupees)	1.5311	0.5630



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DISCLOSURE FORM

INTERMS OF SECTION 96 & 131 OF THE SECURITIES ACT, 2015

Name of the Company	Interloop Limited
Date of report (Date of earliest event reported if applicable)	N/A
Address	7-K.M Khurrianwala-Jaranwala Road, Khurrianwala Faisalabad
Contact Information	Company Secretary 15-A, Peoples Colony No.1, Faisalabad. T: 041-4360400 / 041-8543941 Ext:3180

Disclosure of inside information by Listed Company in terms of Section 96 & 131 of the Securities Act, 2015.

The Board of Directors Interloop Limited in their meeting held on October 28, 2020 (Wednesday) at 02:00 P.M at the Interloop Executive Club, Interloop Industrial Park located at 7-K.M Khurrianwala-Jaranwala Road, Khurrianwala, Faisalabad, recommended the followings:

ANY OTHER PRICE-SENSITIVE INFORMATION:-

1. The Board of Directors of Interloop Limited ("Interloop") has passed a resolution approving a scheme of amalgamation under Section 284(1) of the Companies Act, 2017, to amalgamate its wholly owned subsidiary, IL Apparel (Private) Limited with and into the Interloop Limited. As such, as of the Completion Date of January 31, 2021, the entire undertaking IL Apparel (Private) Limited will stand merged with and into the Interloop Limited.

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THE FINANCIAL RESULTS OF THE COMPANY ARE UNDER: -

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Signatures

In case of company, pursuant to the requirements of the Section 96 & 131 of the Securities Act, 2015 the Company has duly caused this form/statement to be signed on its behalf by the undersigned hereunto duly authorized.

October 28, 2020



(Rana Ali Raza)
Company Secretary



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INTERLOOP LIMITED

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Finance cost	1,673,952	857,964
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Profit for the period	(66,480)	(70,987)
Earnings per share - basic and diluted (Rupees)	1,382,350	618,992
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