



INDEPENDENT AUDITORS' REVIEW REPORT

To the members of Haji Mohammad Ismail Mills Limited
Report on review of Interim Financial Statements

Introduction:

We have reviewed the accompanying condensed interim statement of financial position of **Haji Mohammad Ismail Mills Limited** ("the Company") as at December 31, 2018 and the related condensed interim statement of profit or loss, condensed interim statement of comprehensive income, condensed interim statement of changes in equity, condensed interim statement of cash flows and notes to the financial statements for the half year then ended (here-in-after referred to as the "interim financial statements"). Management is responsible for the preparation and presentation of these interim financial statements in accordance with approved accounting and reporting standards as applicable in Pakistan for interim financial reporting. Our responsibility is to express a conclusion on these interim financial statements based on our review.

The figures of the condensed interim statement of profit or loss and condensed interim statement of comprehensive income for the quarters ended December 31, 2018 and December 2017 have not been reviewed, as we are required to review only the cumulative figures for the half year ended December 31, 2018.

Scope of Review:

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

Basis for Adverse Conclusion:

The condensed interim financial statements of the company have been prepared on going concern basis, despite of the facts that the management has disposed off the assets of the Company including land, building, plant & machinery to pay off its major debts during the year ended June 30, 2015. The company has prepared new business plan, however, the underlying assumption for new business plan is not appropriate for the period subsequent to the reporting date. The forgoing conditions indicate material uncertainty which cast a significant doubt on company ability to continue as a going concern.

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The significance of matters discussed in preceding paragraph, lead us to believe that going concern assumption used in preparation of the financial statements of the company is inappropriate consequently the assets and liabilities should have been stated at their realizable and settlement amount respectively.

Conclusion

Based on our review, due to significance of matter described in the preceding paragraph that causes us to believe that the accompanying condensed interim financial statements as at and for the half year ended December 31, 2018 are not prepared, in all material respects, in accordance with approved accounting and reporting standards as applicable in Pakistan for interim financial reporting.

The engagement partner on the audit resulting in this independent auditor's report is **Ahsan Elahi Vohra**.

N20


Chartered Accountants

Karachi

Dated: 25 FEB 2019

HAJI MOHAMMAD ISLMAIL MILLS LIMITED

REVIEWED FINANCIAL STATEMENTS

FOR THE HALF YEAR ENDED

DECEMBER 31, 2018

HAJI MOHAMMAD ISMAIL MILLS LIMITED

COMPANY INFORMATION

Board of Directors	Mr. Gulzar Siddiq Mr. Farrukh Shafiq Mr. Muhammad Sarfraz Mr. Noman Mustafa Zuberi Mr. Mohammad Sadiq Mr. Mohammad Irfan Mr. Ali Asghar	Chairman/Independent Chief Executive/Director Director/Non Executive Director/Non Executive Director/ Non Executive Director/ Non Executive Director/Independent
Audit Committee	Mr. Noman Mustafa Mr. Mohammad Irfan Mr. Muhammad Sadiq	Chairman Member Member
Human Resource & Remuneration Committee.	Mr. Muhammad Sarfraz Mr. Muhammad Sadiq Mr. Ali Asghar	Chairman Member Member
Chief Financial Officer	Mr. Suhail Ahmed	
Company Secretary	Mr. Muhammad Sarfraz	
Auditors	Naveed Zafar Ashfaq Jaffery & Co Chartered Accountants 1 st floor, Modern House Beamount Road Karachi.	
Legal Advisor	Farooq Rashid & Co., Advocates & Corporate Consultants, 403-Commerce Centre, Hasrat Mohani Road, Karachi-74200	
Bankers	Habib Bank Limited National Bank of Pakistan	
Share Registrar and Transfer Office	Najeeb Consultants (Pvt) Ltd 406-Commerce Centre, Hasrat Mohani Road, Karachi-74200	
Registered office	409-Commerce Centre, Hasrat Mohani Road, Karachi-74200	
Phone No.:	92-21-32638521-3	
Fax No.:	92-21-32639843	
E-mail:	info@hmiml.com	
Website	www.hmiml.com	

Business:	Distributor of fast moving Consumers goods.
Status of Company	Public listed company
Company Registration No.	K-0007483
National Tax No.	0231147-0
Contact person:	Mr.Muhammad Sarfraz Phone:92-21-32638521-3 E-mail:sarfrazinfo@hotmail.com

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The engagement partner on the audit resulting in this independent auditor's report is **Ahsan Elahi Vohra**.

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Chartered Accountants

Karachi

Dated: 20/12/2018

HAJI MOHAMMAD ISMAIL MILLS LIMITED
DIRECTORS' REPORT TO THE MEMBERS OF THE COMPANY

The directors are pleased to present the un-audited financial statement for the 2nd quarter/half year ended 31st December, 2018.

1. Sales

There is no sale/purchase or manufacturing activity during the period as compared to the corresponding period sale of Rs. Nil

2. Gross profit

The company has no gross profit/(loss) for the period.

3. Pre-Tax profit

Company's pretax loss for the reported period is Rs2,595,534

4. Earnings per share

The loss per share for the period is Rs.0.22

5. Financial position

There is no outstanding liability against the company. The company is presently involved in small trading activities. Due to adverse market factors, financial position of the company is not encouraging.

6. Current and future summary and prospects

The board focused on new business dimensions as stated in the annual report. Board was in the process of implementation of new business plan for revival of the company. MOU was signed for new business plan with a renewed construction company. Negotiation with banks and prosperous investors were in process for financing. All the above efforts came to halt due to filing of winding up petition of the company by SECP in the High Court of Sindh on 8th Dec.2017. Resultantly PSX suspended the trading of company's shares. Company is defending the case and expecting early decision.

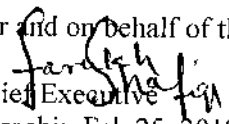
7. Code of Corporate Governance

The company has taken necessary steps to comply with the provisions of Code of Corporate Governance Regulations of Securities & Exchange Commission of Pakistan.

8. Appreciation

We appreciate the hard work of all the staff members of the company and the support of its shareholders and bankers.

For and on behalf of the Board of Directors


Chief Executive
Karachi: Feb.25, 2019

حاجی محمد اسماعیل ملز لمیٹڈ

ڈائریکٹرز رپورٹ برائے حصص یافتگان

کمپنی کے ڈائریکٹرز 31 دسمبر، 2018 کو ختم ہونے والی دوسری سہ ماہی / نصف سال کے لئے غیر آڈٹ شدہ مالی گوشوارے پیش کرنے میں خوشی محسوس کر رہے ہیں۔

1. سیلز

اس مدت کے دوران کوئی فروخت یا خریداری یا مینوفیکچر کی سرگرمی نہیں ہے۔ گزشتہ سال بھی یہی حالت تھی۔

2. مجموعی منافع

اس مدت کے لئے کمپنی کو کوئی مجموعی منافع / نقصان نہیں ہے۔

3. پری ٹیکس منافع

رپورٹ کی مدت کے لئے کمپنی کا پری ٹیکس نقصان 2,595,534 روپے ہے۔

4. فی شیر آمدنی

رپورٹ کی مدت کے لئے فی حصص / نقصان 0.22 روپے ہے۔

5. مالیاتی پوزیشن

کمپنی کے ذمہ کوئی بھاریا جات نہیں ہیں۔ کمپنی اس وقت چھوٹی تجارتی سرگرمیوں میں مصروف ہے۔ منفی مارکیٹ عوامل کی وجہ سے کمپنی کی مالی پوزیشن حوصلہ افزا نہیں ہے۔

6. موجودہ اور مستقبل کے امکانات

بورڈ نے اپنی توجہ نئے کاروباری رجحان کی طرف کی ہوئی ہے جیسا کہ سالانہ رپورٹ میں بیان کیا جا چکا ہے۔ بورڈ کی خواہش ہے کہ نئے بزنس پلان کو عملی جامہ پہنا کر کمپنی کو بحال کیا جائے اسلئے کمپنی نے ایک معروف تعمیراتی کمپنی کے ساتھ MOU پر دستخط کیے تھے۔ بینکوں اور مستحکم سرمایہ کاروں کے ساتھ گفتگو جاری تھی۔ یہ تمام کوششیں رک گئیں جب SECP کی جانب سے سندھ ہائی کورٹ میں کمپنی کو بند کرنے کی درخواست دائر ہوئی اور پاکستان اسٹاک ایکسچینے کمپنی کے حصص کی خرید و فروخت پر پابندی لگا دی۔ کمپنی کیس کا دفاع کر رہی ہے اور جلد فیصلے کی توقع ہے۔

7. کوڈ آف کارپوریٹ گورننس کی تعمیل

کمپنی نے سیکورٹیز اینڈ ایکسچین کمیشن آف پاکستان کے کارپوریٹ گورننس کے قوانین کی تعمیل کے لئے ضروری اقدامات کئے ہیں۔

8. خدمات کا اعتراف

ہم کمپنی کے تمام عملے کے ارکان کی خدمات کو سراہتے ہیں اور کمپنی کے حصے داران اور بینکوں کے تعاون کی تعریف کرتے ہیں۔

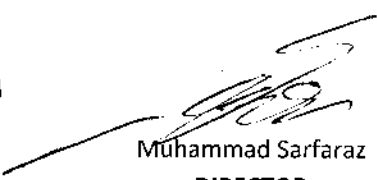
منجانب بورڈ آف ڈائریکٹرز
چیف ایگزیکٹو
کراچی: فروری 25، 2019

Haji Mohammad Ismail Mills Limited
Condensed Interim Statement of Financial Position
As at December 31, 2018

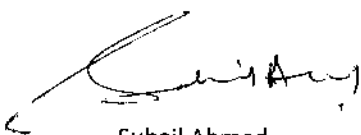
	Note	December 31, 2018 Rupees (Un-Audited)	June 30, 2018 Rupees (Audited)
ASSETS			
NON-CURRENT ASSETS			
Long term deposits		50,000	50,000
CURRENT ASSETS			
Short term investments		17,422,874	24,026,530
Advances tax-net of provision		807,199	804,158
Other receivables		4,756,312	5,042,196
Cash and bank balances		7,756,606	7,504,794
		30,742,991	37,377,678
TOTAL ASSETS		30,792,991	37,427,678
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES			
Authorized Capital			
12,000,000 (June 30,2018: 12,000,000) ordinary shares of Rs. 10 each		<u>120,000,000</u>	<u>120,000,000</u>
Issued, subscribed and paid up capital	5	119,750,400	119,750,400
Accumulated losses		<u>(89,128,776)</u>	<u>(82,479,090)</u>
		30,621,624	37,271,310
CURRENT LIABILITIES			
Accrued and other liabilities		171,367	156,368
TOTAL EQUITY AND LIABILITIES		30,792,991	37,427,678
CONTINGENCIES AND COMMITMENTS	6		

The annexed notes form an integral part of these condensed financial statements.


Farrukh Shafiq
CHIEF EXECUTIVE


Muhammad Sarfaraz
DIRECTOR

N210


Suhail Ahmed
CHIEF FINANCIAL OFFICER

HAJI MOHAMMAD ISMAIL MILLS LIMITED
CONDENSED INTERIM PROFIT OR LOSS
FOR THE HALF YEAR ENDED DECEMBER 31, 2018 (UN-AUDITED)


	Note	Half year ended		Quarter ended	
		December 31,	December 31,	December 31,	December 31,
		2018	2017	2018	2017
		Rupees	Rupees	Rupees	Rupees
Operating expenses					
Administrative expenses		(1,343,928)	(1,507,917)	(664,049)	(664,167)
Other expenses		(1,549,483)	(563,765)	(230,237)	(405,321)
		<u>(2,893,411)</u>	<u>(2,071,682)</u>	<u>(894,286)</u>	<u>(1,069,488)</u>
Other income		297,912	827,769	296,516	756,427
		<u>(2,595,499)</u>	<u>(1,243,913)</u>	<u>(597,770)</u>	<u>(313,061)</u>
Finance cost		(35)	(1,035)	(35)	(35)
Loss before taxation		<u>(2,595,534)</u>	<u>(1,244,948)</u>	<u>(597,805)</u>	<u>(313,096)</u>
Taxation	7	(38,275)	(65,837)	(38,275)	(65,837)
Loss for the period		<u>(2,633,809)</u>	<u>(1,310,785)</u>	<u>(636,080)</u>	<u>(378,933)</u>
Loss per share - basic and diluted		<u>(0.22)</u>	<u>(0.11)</u>	<u>(0.05)</u>	<u>(0.03)</u>

The annexed notes form an integral part of these condensed financial statements.

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Farrukh Shafiq
CHIEF EXECUTIVE


Muhammad Sarfaraz
DIRECTOR


Suhail Ahmed
CHIEF FINANCIAL OFFICER

HAJI MOHAMMAD ISMAIL MILLS LIMITED
CONDENSED INTERIM STATEMENT OF COMPREHENSIVE INCOME
FOR THE HALF YEAR ENDED DECEMBER 31, 2018 (UN-AUDITED)

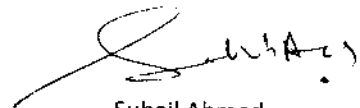
	December 31, 2018 Rupees	December 31, 2017 Rupees	December 31, 2018 Rupees	December 31, 2017 Rupees
Loss for the period	(2,633,809)	(1,310,785)	(636,080)	(378,933)
Other Comprehensive loss for the period				
Loss on re-measurement on investments available for sale to fair value	(4,015,877)	(3,167,793)	(2,774,449)	(1,201,437)
Total comprehensive loss for the period	<u>(6,649,686)</u>	<u>(4,478,578)</u>	<u>(3,410,529)</u>	<u>(1,580,370)</u>

The annexed notes form an integral part of these condensed financial statements.

N210


 Farrukh Shafiq
 CHIEF EXECUTIVE


 Muhammad Sarfaraz
 DIRECTOR


 Suhail Ahmed
 CHIEF FINANCIAL OFFICER

HAJI MOHAMMAD ISMAIL MILLS LIMITED
CONDENSED INTERIM STATEMENT OF CASHFLOW
FOR THE HALF YEAR ENDED DECEMBER 31, 2018 (UN-AUDITED)

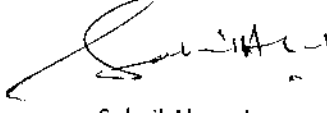
	December 31, 2018 Rupees	December 31, 2017 Rupees
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss before taxation	(2,595,534)	(1,244,948)
Adjustments for:		
Finance cost	35	1,035
Fair value adjustment of investment	(4,015,877)	(3,167,793)
	(4,015,842)	(3,166,758)
Loss before working capital changes	(6,611,376)	(4,411,706)
Decrease in current assets:		
Short term investment - net	6,603,656	2,315,117
Trade deposit	-	-
Other receivables	285,884	(31,498)
	6,889,540	2,283,619
Increase/ (Decrease) in current liabilities:		
Accrued and other liabilities	14,999	(44,619)
Cash used in operations	293,163	(2,172,706)
Taxes paid	(41,316)	(81,844)
Finance cost paid	(35)	(1,035)
	(41,351)	(82,879)
Net Increase/ (decrease) in cash and cash equivalents	251,812	(2,255,585)
Cash and cash equivalents at beginning of the period	7,504,794	15,445,806
Cash and cash equivalents at end of the period	7,756,606	13,190,221

The annexed notes form an integral part of these condensed financial statements.

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Farrukh Shafiq
CHIEF EXECUTIVE


Muhammad Sarfaraz
DIRECTOR



Suhail Ahmed
CHIEF FINANCIAL OFFICER

HALI MOHAMMAD ISMAIL MILLS LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE HALF YEAR ENDED DECEMBER 31, 2018 (UN-AUDITED)

	Reserves				Total	
	Issued, subscribed and paid-up capital	Capital	Revenue			
		Share premium	Fair value reserve	Accumulated Losses	Sub total	
----- Rupees -----						
Balance as at July 01, 2017	119,750,400	6,912,000	(7,881,714)	(71,671,465)	(72,641,179)	47,109,221
Loss for the period	-	-	-	(1,310,785)	(1,310,785)	(1,310,785)
Other comprehensive loss for the period	-	-	(3,167,793)	-	(3,167,793)	(3,167,793)
Total Comprehensive loss for the Period	-	-	(3,167,793)	(1,310,785)	(4,478,578)	(4,478,578)
Balance as at December 31, 2017	<u>119,750,400</u>	<u>6,912,000</u>	<u>(11,049,507)</u>	<u>(72,982,250)</u>	<u>(77,119,757)</u>	<u>42,630,643</u>
Balance as at July 01, 2018	119,750,400	6,912,000	(11,583,241)	(77,807,849)	(82,479,090)	37,271,310
Loss for the period	-	-	-	(2,633,809)	(2,633,809)	(2,633,809)
Other comprehensive loss for the period	-	-	(4,015,877)	-	(4,015,877)	(4,015,877)
Total Comprehensive loss for the Period	-	-	(4,015,877)	(2,633,809)	(6,649,686)	(6,649,686)
Balance as at December 31, 2018	<u>119,750,400</u>	<u>6,912,000</u>	<u>(15,599,118)</u>	<u>(80,441,658)</u>	<u>(89,128,776)</u>	<u>30,621,624</u>

The annexed notes form an integral part of these condensed financial statements.

N20


 Farrukh Shafiq
 CHIEF EXECUTIVE


 Muhammad Sarfaraz
 DIRECTOR


 Suhail Ahmed
 CHIEF FINANCIAL OFFICER

HAJI MOHAMMAD ISMAIL MILLS LIMITED
NOTES TO THE CONDENSED FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED DECEMBER 31, 2018

1 THE COMPANY AND ITS OPERATIONS

- 1.1 The Company was incorporated in Pakistan as a Private Limited Company on February 5, 1980 under the then Companies Act, 1913 and subsequently converted to public limited company on October 15, 1987 under the repealed Companies Ordinance 1984 (now replaced with the enactment of Companies Act, 2017). Shares of the company were subsequently listed on the Stock Exchange on November 29, 1994. The main objective of the company was manufacturing and sale of yarn and power generation. Subsequently during the Year ended June 30, 2017 management has added new object clauses in Memorandum of Association from Textile / Power Generation to trading/distribution of fast moving consumer goods.

The registered address of the company is situated at 409-Commerce Centre, Hasrat Mohani Road, Karachi 74200.

1.2 GOING CONCERN ASSUMPTION

The management has disposed off the assets of the Company including land, building, plant & machinery during the year 2013 and pay off its major debts during the year ended June 30, 2015. The management of the company has changed the business dimensions of the company from textile and power generation to fast moving consumer goods. Subsequent to the year ended June 30, 2017 management has added new business object clauses in Memorandum of Association.

Management is planning to get involve in distribution business itself or through merger, corporate restructuring or through prosperous investors for revival of the company as sufficient funds are required to implement new business plan. The management is also negotiating with financial institutions for financing of the proposed business plan. The company is presently involve in trading activities. In view of the new business dimensions, the company shall remain as a going concern company.

2 BASIS OF PREPARATION

2.1 Statement of compliance

These condensed interim financial information have been prepared in accordance with International Accounting Standard - 34 'Interim Financial Reporting' and provisions of and directives issued under the Companies Act, 2017.

These interim financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Company's annual financial statements for the year ended June 30, 2018.

3 SIGNIFICANT ACCOUNTING POLICIES

The accounting policies, estimates, judgments and methods of computation adopted in the preparation of this condensed interim financial information are the same as those applied in the preparation of annual audited financial statements of the Company for the year ended June 30, 2018.

4 FINANCIAL RISK MANAGEMENT

The Company's financial risk objectives and policies are consistent with those disclosed in the annual audited financial statements as at and for the year ended June 30, 2018.

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5 ISSUED, SUBSCRIBED AND PAID UP CAPITAL

	(Unaudited)	(Audited)
	December 31, 2018	June 30, 2018
9,576,240 (June 30, 2018: 9,576,240) Ordinary shares of Rs.10 each fully paid in cash	95,762,400	95,762,400
2,398,800 (June 30, 2018 : 2,398,800) Ordinary shares of Rs.10 each issued as fully paid bonus share	23,988,000	23,988,000
	<u>119,750,400</u>	<u>119,750,400</u>

6 CONTINGENCIES AND COMMITMENTS

6.1 Contingencies

SECP has issued order dated 13th April, 2017 u/s.309 read with section 305 of the Companies Ordinance, 1984 for winding up of the company. The company has filed appeal against the order before the Appellate Bench of the SECP. Pending the decision by the Appellate Bench, SECP filed winding up petition in the High Court of Sindh consequently Pakistan Stock Exchange Limited suspended the trading of company's shares on 11th December, 2017 under PSX Regulations till the rectification of default.

6.2 Commitments

There is no commitments as at December 2018 (June 2018: NIL)

	(Unaudited)	(Unaudited)
	December 31, 2018	December 31, 2017
7 TAXATION		
Current	<u>38,275</u>	<u>65,837</u>

8 DATE OF AUTHORISATION FOR ISSUE

These financial information have been authorized for issue on 25-02-19 by the Board of Directors of the Company

9 GENERAL

Figures have been rounded off to the nearest rupee.


Farrukh Shafiq
CHIEF EXECUTIVE


Muhammad Sarfaraz
DIRECTOR


Suhail Ahmed
CHIEF FINANCIAL OFFICER