ACCOUNTS FOR THE HALF YEAR ENDED DECEMBER 31, 2013 (UNAUDITED)



Pak Leather Crafts Limited



CORPORATE PROFILE

BOARD OF DIRECTORS

Muhammad Saleem Ahmed Chairman / Chief Executive

Dr.Muhammad Shoaib Ahmed
Nayyer Ahmed Jalali
Director
Azeem Ahmed
Director
Bilal Ahmed
Director
Umer Ahmed
Director
Syed Fawad Hussain Rizvi
Director

AUDIT COMMITTEE

Dr. Muhammad Shoaib Ahmed Chairman Azeem Ahmed Member Syed Fawad Hussain Rizvi Member

CHIEF FINANCIAL OFFICER & COMPANY SECRETARY

Syed Asif Mahmood Rizvi

BANKERS

Al Baraka Bank Pakistan Limited Habib Bank Limited Industrial Development Bank Ltd NIB Bank Limited United Bank Limited Habib Metropolitan Bank Ltd Faysal Bank Limited Soneri Bank Ltd

EXTERNAL AUDITORS

S. M. Rehan & Co. Chartered Accountants

LEGAL ADVISOR

Shakiel Z. Lari Advocate

REGISTERED OFFICE

Plot 18, Sector 7 - A, Korangi Industrial Area, Karachi



DIRECTORS' REVIEW

The Directors' of your company are pleased to present hereunder to you the un-audited accounts of the company for the half year ended December 31, 2013

The financial results for the half year ended December 31, 2013 are as below.

	December 31, 2013	December 31, 2012
	(Rs. In '000'	
Loss before taxation	(11,524)	(33,541)
Taxation	51	(125)
Loss after tax	(11,473)	(33,666)
Accumulated loss B/F	(346,705)	(300,779)
Accumulated loss C/F	(358,178)	(334,445)
Loss per share after tax (Rupees)	(3.37)	(9.90)

Due to continued recessionary conditions in the international leather market, the bad economic conditions of the country, the net sales of the company during half year ended Dec.31, 2013 restricted to Rs.2.76 (M)

Because of low sales, fixed overhead expenses and provision for markup of the banks, the Company sustained after tax losses of Rs.11.47 (M) during the half year period ended Dec. 31, 2013.

It is hoped that due to the efforts of the management, the company would be able to make export sales and to improve the financial result during the forthcoming half year period of the current year.

On behalf of the Board

MUHAMMAD SALEEM AHMED

Karachi: February 27, 2014 Chief Executive



AUDITORS' REPORT TO THE MEMBERS ON REVIEW OF INTERIM FINANCIAL INFORMATION

INTRODUCTION

We have reviewed the annexed condensed interim balance sheet of PAK LEATHER CRAFTS LIMITED as at December 31, 2012 and the related condensed interim profit and loss account, condensed interim comprehensive income, condensed interim cash flow statement and condensed interim statement of changes in equity together with the notes forming part thereof (here-in-after referred to as the "condensed interim financial information") for the half-year then ended. The management is responsible for the preparation and presentation of this interim financial information in accordance with the approved financial reporting standards as applicable in Pakistan for interim financial reporting. Our responsibility is to express a conclusion on this interim financial information based on our review. The figures of the condensed interim profit and loss account for the quarters ended December 31, 2012 and 2011 have not been reviewed as we are required to review only the cumulative figures for the six months period ended December 31, 2012.

SCOPE OF REVIEW

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

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the annexed interim financial information as of and for the half year ended December 31, 2012 is not prepared, in all material respects in accordance with approved accounting standards as applicable in Pakistan for interim financial reporting.

EMPHASES OF MATTER

Without qualifying our review report, we draw attention to:

 note 9.1.2 to these financial statements, which states that, a petition of winding up against the Company has been filed and in view of the legal counsel and company's official it is not sustainable under the law;



AUDITORS' REPORT TO THE MEMBERS ON REVIEW OF INTERIM FINANCIAL INFORMATION

- ii) note 9.1.1 & 9.1.3 to the financial statements which states that United Bank Limited and Al Baraka Bank (Pakistan) Limited have instituted suits against the company in the High Court of Sindh Karachi for recovery of amounts mentioned in the note 19.1.1 & 9.1.3 to the financial statements. The ultimate liability of the Company is dependent on the decision of the suits; and
- the note 12.2 to the financial statements, which states that the Company incurred a net loss of Rs. 33.666 million (2011: Rs. 21.665 million) during the half year ended December 31, 2012, resulting in accumulated losses of Rs. 334.444 million (2011: Rs. 266.167 million) at the close of half year, and, as of that date, the Company's current liabilities exceeded its current assets by Rs. 281.931 million (2011: Rs.205.060 million). The mitigating factors, however, relating to the above situation, including support from the directors of the Company, as discussed in note 12.2, override the existence of any material uncertainty about the Company's ability to continue as a going concern. Accordingly, the accompanying interim financial statements have been prepared on a going concern basis.

Date: February 28, 2013

Place: Karachi

S. M. REHAN & CO Chartered Accountants S.M. Rehan



CONDENSED INTERIM BALANCE SHEET (UNAUDITED) AS AT DECEMBER 31, 2013

	Note	Unaudited Dec.31, 2013	Audited June 30, 2013
ASSETS		(Rs. in ')00')
Non-current assets Property, plant and equipment Long term deposits	4	20,050 1,410 21,460	20,777 1,410 22,187
Current assets Stores, spares and loose tools Stock - in - trade Trade debts - considered good Loans, advances and other receivables Tax refunds due from Government Cash and bank balances	5	580 60,578 82,248 150 945 191 144,692	755 60,578 84,122 157 859 237 146,708
TOTAL ASSETS		166,152	168,895
EQUITY AND LIABILITIES			
Share capital and reserves			
Authorised Capital 5,000,000 (June 30, 2013: 5,000,000) ordinary shares of Rs. 10 each.		50,000	50,000
Issued, subscribed and paid up capital Accumulated loss		34,000 (358,178) (324,178)	34,000 (346,705) (312,705)
Non-current liabilities Long term finance Long term loans Deferred liabilities	6 7	42,066 1,655 43,721	37,256 1,662 38,918
Current liabilities Trade and other payables Current portion of long term liabilities Short term borrowings Accrued markup	6 8	51,881 62,572 207,529 124,627 446,609	51,849 62,572 207,529 120,732 442,682
Contingencies and Commitments	9		
TOTAL EQUITY AND LIABILITIES		166,152	168,895

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

MUHAMMAD SALEEM AHMED
Chief Executive

MUHAMMAD SHOAIB AHMED

Director



CONDENSED INTERIM PROFIT AND LOSS ACCOUNT (UNAUDITED) FOR THE HALF YEAR ENDED DECEMBER 31, 2013

	Half Yea	r Ended	Quarter	Ended
	Dec. 31, 2013	Dec. 31, 2012	Dec. 31, 2013	Dec. 31, 2012
		(Rs.	In '000')	
Net sales	2,761	12,461	1,428	3,949
Cost of sales	5,388	34,780	2,676	22,394
Gross profit / (loss)	(2,627)	(22,319)	(1,248)	(18,445)
Distribution cost	1,969	5	1,969	4
Administrative expenses	3,182	2,563	2,371	1,526
•	5,151	2,568	4,340	1,530
Operating (loss)/profit	(7,778)	(24,887)	(5,588)	(19,975)
Finance cost	3,896	8,654	1,949	4,088
	(11,674)	(33,541)	(7,537)	(24,063)
Other operating income	150	- 1	150	
Profit / (loss) before taxation	(11,524)	(33,541)	(7,387)	(24,063)
Taxation	51	(125)	64	(39)
Net Profit / (loss) after taxation	(11,473)	(33,666)	(7,323)	(24,102)
(Loss) per share - Basic and Diluted	(3.37)	(9.90)	(2.15)	(7.09)

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

CONDENSED INTERIM STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED) FOR THE HALF YEAR ENDED DECEMBER 31, 2013

	Dec. 31, 2013 (Rs. in	Dec. 31, 2012 '000')
Loss after taxation	(11,473)	(33,666)
Other comprehensive income	-	-
Total comprehensive loss for the year	(11,473)	(33,666)

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

MUHAMMAD SALEEM AHMED
Chief Executive

MUHAMMAD SHOAIB AHMED

Director



CONDENSED INTERIM CASH FLOW STATEMENT (UNAUDITED) FOR THE HALF YEAR ENDED DECEMBER 31, 2013

	Dec. 31, 2013 (Rs	Dec. 31, 2012 . in '000')
Cash generated from operations	•	,
Loss before taxation Adjustment for non-cash charges and other items:	(11,524)	(33,541)
Depreciation	727	823
Provision for write down of inventories - net Finance cost	3,896	2,356 8,654
Provision for doubtful debts	1,969	-
	6,592	11,833
Changes in working capital	(4,932)	(21,708)
(Increase)/decrease in current assets		
Stores , spares and loose tools	175	-
Stock in trade Trade debts	(95)	26,582 (3,993)
Loans, advances, and other receivables	6	(449)
. ,,,	86	22,140
Increase/(decrease) in current liabilities		
Trade and other payables	32	(752)
Cash generated from operations	(4,814)	(320)
Finance cost paid	-	(77)
Gratuity paid Income tax paid	(7)	(17) 446
moone tax paid	. ,	352
	(42)	
Net cash flows from operating activities	(4,856)	32
Cash flows from financing activities		
Long term loan Net cash used in financing activities	4,810 4,810	
iver cash used in initiality activities	4,010	
Net increase/(decrease) in cash and cash equivalents	(46)	32
Cash and cash equivalents at the beginning of the period	237	183
Cash and cash equivalents at the end of the period	191	215

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

MUHAMMAD SALEEM AHMED

Chief Executive

MUHAMMAD SHOAIB AHMED

Director



CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY (UNAUDITED) FOR THE HALF YEAR ENDED DECEMBER 31, 2013

			(Rs. in '000')
	Issued subscribed and paid up capital	Unappropriated Profit/ (Loss)	Total
Balance as at June 30, 2012	34,000	(300,778)	(266,778)
Loss for the period Other comprehensive (loss) Total comprehensive (loss)		(33,666) - (33,666)	(33,666)
Balance as at December 31, 2012	34,000	(334,444)	(300,444)
Balance as at June 30, 2013	34,000	(346,705)	(312,705)
Loss for the period Other comprehensive (loss)		(11,473) - (11,473)	(11,473) - (11,473)
Balance as at December 31, 2013	34,000	(358,178)	(324,178)

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

MUHAMMAD SALEEM AHMED
Chief Executive

MUHAMMAD SHOAIB AHMED
Director



SELECTED NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) FOR THE HALF YEAR ENDED DECEMBER 31, 2013

1. STATUS AND NATURE OF BUSINESS

The Company is a public limited Company incorporated in Pakistan under the Companies Ordinance, 1984 and is quoted on Karachi, Lahore and Islamabad Stock Exchanges. The principal activity of the Company is leather tanning, manufacturing of leather garments and export of leather and leather garments. The registered office of the Company is situated at Plot 18, Sector 7-A, Korangi Industrial Area, Karachi.

2. BASIS OF PREPARATION

- 2.1 This condensed interim financial report of the Company for the six months period ended December 31, 2013 has been prepared in accordance with the requirements of the International Accounting Standards 34- "Interim financial Reporting" and provisions of and directives issued under the Company Ordinance, 1984 (the Ordinance). In case where requirements differ, the provisions of or directives issued under the companies Ordinance, 1984 have been followed.
- 2.2 The figures of the condensed interim profit and loss account for the quarters ended December 31, 2013 and 2012 have not been reviewed by the auditors of the Company as they have reviewed the cumulative figures for the half years ended December 31, 2013 and 2012. These condensed 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, 2013.
- **2.3** These condensed interim financial information is presented in Pakistan Rupees which is also the company's functional currency.

2.4 ESTIMATES, JUDGMENTS AND FINANCIAL RISK MANAGEMENT

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

In preparing this condensed interim financial information, the significant judgments made by the management in applying the companies accounting policy and the key source of estimation uncertainty were the same as those applied to the financial statements as at and for the year ended June 30, 2013.

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted in the preparation of these interim condensed financial statements are consistent with those followed in the preparation of the Company's annual financial statements for the year ended June 30, 2013.



SELECTED NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) FOR THE HALF YEAR ENDED DECEMBER 31, 2013

4 PROPERTY, PLANT AND EQUIPMENT

4.1 There is no addition of any asset during the period.

Unaudited Audited Dec 31, 2013 Jun 30, 2013 (Rs. in '000')

5 STOCK-IN-TRADE

OTOOK-IN-TIXADE		
Raw material	8,871	8,871
Work in process	41,260	41,260
Finished goods (5.1)	66,447	66,447
	116,578	116,578
Provision for write down of inventory (5.2)	(56,000)	(56,000)
	60 578	60 578

5.1 This includes stock of Rs. 42.803 million (2013: Rs. 42.803 million) pledged with bank against export refinance facility. Provision of Rs. 25.854 million (2013: Rs. 25.854 million) has been made against this pledged stock.

5.2 PROVISION FOR WRITE DOWN OF INVENTORY

Opening balance	56,000	53,644
Charge for the period	-	12,247
-	56,000	65,891
Reversal of provision due to sale of inventory		(9,891)
Ending balance	56,000	56,000

6. LONG TERM FINANCE

From Banking Companies:		
Demand/Term finance (Note no. 6.1)	62,572	62,572
Current portion of demand/term finance	(62,572)	(62,572)
	-	-

6.1 This demand/term finance was obtained by the company from commercial banks at a markup rate based on 6 months KIBOR plus 2% to 4% payable quarterly. The total limit of the loan was 68.00 millions (June 30, 2013 : 68.00 millions). The installments are payable on monthly and quarterly basis which have become overdue. The period of loan is 3 to 5 years and is secured against first equitable mortgage and 1st charge over factory's land and building at plot No.18 Sector 7-A, Korangi Industrial Area Karachi and pari passu hypothecation charge over stock & book debts and lien on TDR of director and other for Rs. 15 million under pledge and personal guarantee of the directors of the Company.



SELECTED NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) FOR THE HALF YEAR ENDED DECEMBER 31, 2013

7.	LONG TERM LOANS	Unaudited Dec 31, 2013 (Rs. in	Audited Jun 30, 2013 '000')
	Unsecured (note7.1)		
	From Directors	32,822	28,012
	From Others	9,244	9,244
		42,066	37,256

7.1 These represent non-interest bearing subordinated loans from directors and others. This include amount of Rs. 33.857 million (June 30, 2013 Rs. 33.857 million) which were created during the years ending 2002 and 2003 as a result of adjustment of personal deposits of directors made by the banks against export refinance loans and other dues of the Company. These personal deposits of directors were held by the banks as collateral against financial facilities allowed to the Company. These loans are subordinated to all banking loans.

8. SHORT TERM BORROWINGS

From banking companies: Secured		
Export re-finance (Note no.8.1 & 8.3)	202,850	202,850
Running Finance (Note no. 8.2 & 8.3)	4,679	4,679
	207,529	207,529

- 8.1 The Company had arranged export re-finance facilities from various commercial banks on mark-up rates prescribed by State Bank of Pakistan from time to time, which remained 9.3% (June 30, 2013: 9.3%) per annum payable on quarterly basis. Except Habib Bank Limited and IDBP Rs. 7.850 million (June 30, 2013: Rs. 7.850 million) and Rs. 10.250 million (June 30, 2013: Rs. 10.250 million) other banks have filed suits for recovery as more elaborately explained in Note Nos. 9.1.1, 9.1.3 and 9.1.4 of these financial statements
- **8.2** The running finance facility was provided by Habib Bank Limited at markup rate equivalent to 6 months KIBOR plus 2%. The utilized limit was Rs. 4.679 million (June 30, 2013: 4.679 million).
- 8.3 These arrangements are secured by first pari passu hypothecation charge over stocks & book debts, 1st Mortgage charge on building, Plant and Machinery installed at Plot # 18, Sector 7/A, Korangi Industrial Area, Karachi, personal guarantee of directors, Pledge over stocks and hypothecation on Machinery, lien over import and export documents, lien on TDR of Directors of Rs. 15.00 million under Pledge and Lien over export bill under Lcs. These loans have not been renewed by banks and have become overdue for payment.



SELECTED NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) FOR THE HALF YEAR ENDED DECEMBER 31, 2013

9. CONTINGENCIES AND COMMITMENTS

9.1 Contingencies

9.1.1 United Bank Limited has filed a suit under the Provision of the Financial Institutes (Recovery of Finances) Ordinance, 2001 and seeks the recovery of Rs. 135.54 million plus cost of funds (June 30, 2013: 135.54 million) from the company and its Directors / Shareholders in their capacity as guarantors of the Company's liability. The liability is booked by the Company and the case is pending before the High Court of Sindh. According to the legal counsel of the Company evidences provided by the bank are not sufficient to establish the bank's entitlement to the amount claimed. Therefore, bank's case against the Company and its Directors / Shareholders will be difficult to establish.

The total markup on outstanding balance of United bank limited Rs. 34.829 million June 30, 2013: Rs. 34.829 million) is booked by the company and no further markup is provided as the case is pending before the High Court of Sindh.

- 9.1.2 United Bank Limited has filed a winding up petition against the Company under Section 305 of the Companies Ordinance, 1984 on the basis of non compliance of Section 234 and 408 of the said Ordinance in the above stated transaction. NIB Bank Limited filed an application to be joined as party to the proceedings on the bais of the recovery proceedings as stated in note no. 9.1.4 below. The appliction of NIB Bank Limited granted by the Hon'ble Court. The legal counsel of the Company has filed a roboust defence to this winding up petition and is confident that the petition is not sustainable in fact or in law.
- 9.1.3 Al Baraka Bank (Pakistan) Limited has filed a suit under the Provision of the Financial Institutes (Recovery of Finances) Ordinance, 2001 and seeks the recovery of Rs. 50.543 million along with profit, cost of fund and charity (June 30, 2013: Rs. 50.543 million) from the company and its Directors / Shareholders in their capacity as guarantors of the Company's liability. The liability is booked by the Company and the case is pending before the High Court of Sindh. Legal Counsel of the Company is of the opinion that this suit will eventually be dismissed as against the Company.

Total profit and charity of Rs. 7.234 million (June 30, 2013: Rs. 7.234) on Al Baraka Bank loans is booked by the company and no further profit and charity is provided as the case is pending before the High Court of Sindh.

- 9.1.4 NIB Bank Limited has filed a suit under Financial Institutions (Recovery of Finances) Ordinance, 2001 for recovery of Rs. 114.287 million (June 30, 2013 Rs. 114.287 million) plus markup and cost of funds from the company and its Directors and financial institutions. The company has booked Rs. 115.244 million (June 30, 2013 Rs. 115.244 million) Principal plus markup. No further markup is being provided as case is pending before the High Court of Sindh. Application seeking leave to defend has been filed by the company. In the opinion of company's legal counsel leave to defend should be granted in the circumstances.
- 9.1.5 The Securities and Exchange Commission of Pakistan has initiated investigation u/s. 263 of the Companies Ordinance 1984, relating to the affairs of the company vide order dated April 24, 2012. The outcome of the proceeding are still awaited till date.

9.2 Commitments

There was no commitment as at balance sheet date.



SELECTED NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) FOR THE HALF YEAR ENDED DECEMBER 31, 2013

10. RELATED PARTY TRANSACTIONS

The related parties comprise of staff retirement benefits plans, directors and key management personnel. Transactions with related parties are made under normal commercial terms and conditions. Details of transactions with related parties are as follows

ioliows.	Half Year Ended	
	Dec. 31, 2013	Dec. 31, 2012
	(Rs. in '000')	
Staff Retirement Benefit Plans Gratuity paid	7	17
Key Management Personnel Loan from director Other benefits	4,810 75	- 5
Pheonix Leather (Pvt) Ltd. Job work Income Advance from customer	- -	1,454 835

11. OPERATING SEGMENT

- **11.1** These condensed interim financial information have been prepared on the basis of a single reportable segment.
- **11.2** Revenue from job order processing represents 100% of the total revenue. The company does not consider job order processing as a separate reportable segment as the plant of Company is installed primarily for the manufacturing of leather products.
- 11.3 All non current assets of the Company as at December 31, 2013 are located in Pakistan.
- 11.4 100% job work income of the Company are local.

12. GOING CONCERN ASSUMPTION

- 12.1 United Bank Limited has filed a winding up petition against the Company for the sale of plot under mortgage of a financial institution to settle its liability, under Section 305, 234 and 408 of the Companies Ordinance, 1984. On the basis of which the petitioner has alleged that it is just and equitable to windup the Company. However, the legal counsel of the Company has filed a robust defence to this winding up petition and in view of legal counsel, it is not sustainable in fact or in law.
- 12.2 During the six months period, the Company incurred a net loss of Rs. 11.473 million (2012: Rs. 33.666 million) resulting in accumulated losses of Rs. 358.178 million (2012: Rs. 334.444 million) as of the balance sheet date. Further, as of that date the current liabilities of the Company exceeded its current assets by Rs. 301.917 million (2012: Rs. 281.931 million) resulting in negative equity of Rs. 324.180 million (2012: Rs 300.444 million). The directors of the company would extend all necessary support and would



SELECTED NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) FOR THE HALF YEAR ENDED DECEMBER 31, 2013

- assure the going concern status of the Company at all times. The directors of the company have deposited 4.810 million during the period to the company to finance all liquidity problems. Besides, negotiations with foreign customers have also been started and it is expected that in near future export sales will be started.
- 12.3 The above mentioned factors and eroded cash flow position of the Company resulted uncertainties which may casts a significant doubt over the Company's ability to continue as a going concern. However, considering the measures mentioned in note 12.2 along with these uncertainties and the commitment provided by the Directors to financially support the Company as and when needed; the management is quite confident that the Company will be able to continue as a going concern. Accordingly these interim financial statements are prepared on going concern basis.

13 DATE OF AUTHORISATION FOR ISSUE

These interim condensed financial statements have been authorised for issue by the Board of Directors of the company on February 27, 2014.

14 GENERAL

Figures have been rounded off to the nearest thousand rupees.

MUHAMMAD SALEEM AHMED
Chief Executive

MUHAMMAD SHOAIB AHMED
Director

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