

**3RD QUARTERLY ACCOUNTS  
FOR NINE MONTHS ENDED  
MARCH 31,2024  
(UN AUDITED)**

**GULSHAN SPINNING MILLS LIMITED**

**GULSHAN SPINNING MILLS LIMITED**  
**COMPANY INFORMATION**

**BOARD OF DIRECTORS**

Mr. Muhammad Akhtar Mirza (Chairman)  
Mr. Sohail Maqsood (Chief Executive)  
Mr. Muhammad Ashraf Khan  
Mr. Abid Sattar  
Mr. Muhammad Arif  
Mrs. Zarqa Asif  
Mr. Muhammad Junaid

**AUDIT COMMITTEE**

Mr. Muhammad Junaid (Chairman)  
Mr. Abid Sattar  
Mr. Muhammad Akhtar Mirza

**HR & REMUNERATION COMMITTEE**

Mr. Muhammad Arif (Chairman)  
Mr. Abid Sattar  
Mr. Muhammad Akhtar Mirza

**CHIEF FINANCIAL OFFICER**

Mr. Muhammad Shahid

**COMPANY SECRETARY**

Mr. Muhammad Ijaz

**AUDITORS**

M/s. Malik Haroon Shahid Safder & Co.  
Chartered Accountants  
Lahore.

**LEGAL ADVISOR**

Akhtar Javed-Advocate

**SHARE REGISTRAR OFFICE**

M/s. Hameed Majeed Associates (Pvt) Ltd.  
Karachi Chamber  
Hasrat Mohani Road Karachi  
Ph. 32424826, 32412754, Fax. 32424835

**REGISTERED OFFICE**

2nd Floor, Finlay House,  
I.I. Chundrigar Road,  
Karachi.

**REGIONAL OFFICE**

2nd Floor, Garden Heights,  
8Aibak Block, New Garden Town,  
Lahore.

**WEB PRESENCE**

<http://www.gulshan.com.pk/corporate/gulshan.html>

# GULSHAN SPINNING MILLS LIMITED

## Director's Report to Shareholders

The Directors of your Company are pleased to present unaudited financial statements of the Company for the nine months ended March 31, 2024.

### Financial Results

Operating indicators	Nine Months Ended	Nine Months Ended
	March 31, 2024	March 31, 2023
	(Rupees)	(Rupees)
Sales	-	-
Gross profit / (loss)	-	-
Pre Tax profit / (loss)	17,331,895	(8,956,159)
Provision for Taxation	-	-
Earnings / (loss) Per Share	0.78	(0.40)

### Overview:

The debt Amortization profile and associated issues have compelled the company to settle the existing financial liabilities of the Company through a Scheme of arrangement under section 279 to 283 and 285 of the Companies Act 2017 ("Scheme of Arrangement") filed before Sindh High Court at Karachi vide J.C.M. Petition No. 14/19. The Sindh High Court vide its order dated February 06, 2020, has sanctioned the Scheme of Arrangement which is being implemented. The pending litigation with the Banks by and against the company shall be withdrawn in terms of the Scheme of Arrangement. Due to cessation of operation of the Company, the value of assets of the company has also depreciated considerably.

### Future Outlook:

The Scheme of Arrangement shall be implemented and legal proceedings with the Banks by and against the Company shall be withdrawn in terms of the Scheme of Arrangement. There after the Company would be in a better position to structure the way forward.

### Acknowledgement:

The Board wishes to place on record its appreciation for the employees members of management team for their efforts, commitment and hard work during this tough time.

LAHORE

Dated:

  
SOHAIL MAQSOOD  
CHIEF EXECUTIVE

**GULSHAN SPINNING MILLS LIMITED**  
**CONDENSED INTERIM BALANCE SHEET**  
**AS AT 31 MARCH 2024**

	NOTE	Un-audited 31 MARCH 2024 (Unaudited) Rupees	Audited 30 JUNE 2023 (Audited) Rupees
<b>ASSETS</b>			
<b>Non Current Assets</b>			
Property, plant and equipment	5	4,622,856	5,056,857
Disposal group under scheme of arrangement	5	347,391,304	321,266,259
Long term Investments		141,387,348	141,387,348
Long term deposits		500,000	500,000
Trade debts		30,248,353	30,248,353
Loans and advances		-	-
Other receivables		12,268,898	11,754,365
Cash and bank balances		17,084,396	17,365,034
<b>Total Assets</b>		<b>553,503,155</b>	<b>527,578,216</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Share Capital and Reserves</b>			
Authorised capital			
25,000,000 (30 June 2019: 25,000,000) ordinary shares of Rs.10/- each		250,000,000	250,000,000
Share Capital		222,250,380	222,250,380
Reserves		272,000,000	272,000,000
Sub-ordinate Loan		250,000,000	250,000,000
(Accumulated loss) / unappropriated profit		(3,854,836,043)	(3,872,167,938)
Surplus on Revaluation of Operating Fixed Assets		181,031,586	181,031,586
		(2,929,554,077)	(2,946,885,972)
<b>Non Current Liabilities</b>			
Payable to banking companies under scheme of arrangement	6	3,165,175,000	3,165,175,000
Loan from associates and other parties		283,393,222	275,262,222
Post employment benefits payables		13,252,400	13,583,400
Trade and other payables		20,199,506	19,406,463
Unclaimed dividend		1,037,104	1,037,103
		3,483,057,232	3,474,464,188
<b>Contingencies and Commitments</b>	8		
<b>Total equity and liabilities</b>		<b>553,503,155</b>	<b>527,578,216</b>

The annexed notes from 1 to 11 form an integral part of this condensed interim financial information.

  
**SOHAIL MAQSOOD**  
**CHIEF EXECUTIVE**


  
**ABID SATTAR**  
**DIRECTOR**



**GULSHAN SPINNING MILLS LIMITED**  
**CONDENSED INTERIM PROFIT AND LOSS ACCOUNT (UN-AUDITED)**  
**FOR THE QUARTER AND NINE MONTHS ENDED MARCH 31, 2024**

Note	Quarter ended		Nine months ended	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
	----- Rupees -----			
Sales - net	-	-	-	-
Cost of sales	-	-	-	-
<b>Gross loss</b>	-	-	-	-
Administrative expenses	(3,638,797)	(2,578,064)	(8,797,366)	(8,966,372)
Other income	5,499	4,367	12,888	15,131
Reversal of impairment loss	-	-	26,125,045	-
	(3,633,298)	(2,573,697)	17,340,567	(8,951,241)
<b>Profit / (loss) from operations</b>	(3,633,298)	(2,573,697)	17,340,567	(8,951,241)
Finance cost	(5,726)	(2,389)	(8,672)	(4,918)
<b>Profit / (loss) before taxation</b>	(3,639,024)	(2,576,086)	17,331,895	(8,956,159)
Taxation	-	-	-	-
<b>Profit / (loss) after taxation</b>	(3,639,024)	(2,576,086)	17,331,895	(8,956,159)
<b>Earnings / (loss) per share</b>				
- basic and diluted	(0.16)	(0.12)	0.78	(0.40)

The annexed notes from 1 to 11 form an integral part of this condensed interim financial information.

  
**SOHAIL MAQSOOD**  
**CHIEF EXECUTIVE**

  
**ABID SATTAR**  
**DIRECTOR**

**GULSHAN SPINNING MILLS LIMITED**  
**CONDENSED INTERIM STATEMENT OF COMPREHENSIVE INCOME (UN-AUDITED)**  
**FOR THE QUARTER AND NINE MONTHS ENDED MARCH 31, 2024**

	Quarter Ended		Nine Months Ended	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
	----- Rupees -----			
Profit / (loss) after taxation	(3,639,024)	(2,576,086)	17,331,895	(8,956,159)
Other comprehensive income	-	-	-	-
<b>Total comprehensive income / (loss) for the period</b>	<b>(3,639,024)</b>	<b>(2,576,086)</b>	<b>17,331,895</b>	<b>(8,956,159)</b>

The annexed notes from 1 to 11 form an integral part of this condensed interim financial information.

  
**SOHAIL MAQSOOD**  
**CHIEF EXECUTIVE**

  
**ABID SATTAR**  
**DIRECTOR**

**GULSHAN SPINNING MILLS LIMITED**  
**CONDENSED INTERIM CASH FLOW STATEMENT (UN-AUDITED)**  
**FOR THE NINE MONTHS ENDED MARCH 31, 2024**

	NOTE	Nine months ended	
		March 31, 2024	March 31, 2023
-----Rupees-----			
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>	9	(8,084,855)	(8,673,216)
Cash generated from operations			
Finance cost paid		(8,672)	(4,918)
Interest received		12,888	15,131
Staff retirement benefits- gratuity paid		(331,000)	(514,310)
<b>Net cash used in operating activities</b>		<b>(8,411,638)</b>	<b>(9,177,313)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Proceeds from sale of operating fixed assets		-	-
Net cash used in investing activities		-	-
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Loan from associates and other parties- net		8,131,000	7,887,000
Net cash generated from financing activities		8,131,000	7,887,000
Net (decrease) / increase in cash and cash equivalents		(280,638)	(1,290,313)
<b>Cash and cash equivalents - at beginning of the year</b>		<b>17,365,034</b>	<b>18,950,494</b>
<b>Cash and cash equivalents - at end of the year</b>		<b>17,084,396</b>	<b>17,660,181</b>

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**SOHAIL MAQSOOD**  
**CHIEF EXECUTIVE**

  
**ABID SATTAR**  
**DIRECTOR**

**GULSHAN SPINNING MILLS LIMITED**  
**CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY (UN-AUDITED)**  
**FOR THE NINE MONTHS ENDED MARCH 31, 2024**

	Capital reserve			Revenue reserve		sub-ordinated loan	Total
	Share Capital	Share Premium	Revaluation surplus	General reserve	Accumulated losses		
	----- Rupees -----						
<b>Balance as at 01 July 2022</b>	222,250,380	66,000,000	181,031,586	206,000,000	(3,838,560,035)	250,000,000	(2,913,278,069)
Total Comprehensive loss for the nine months ended Mar 31, 2023		-	-	-	(8,956,159)		(8,956,159)
Surplus on revaluation of operating fixed assets realised during the period :							
- on account of incremental depreciation for the period	-	-	-	-	(8,956,159)	-	(8,956,159)
<b>Balance as at 31 Mar 2023</b>	<b>222,250,380</b>	<b>66,000,000</b>	<b>181,031,586</b>	<b>206,000,000</b>	<b>(3,847,516,194)</b>	<b>250,000,000</b>	<b>(2,922,234,228)</b>
<b>Balance as at 01 July 2023</b>	222,250,380	66,000,000	181,031,586	206,000,000	(3,872,167,938)	250,000,000	(2,946,885,972)
Total Comprehensive loss for the nine months ended Mar 31, 2024		-	-	-	17,331,895		17,331,895
Surplus on revaluation of operating fixed assets realised during the period :							
- on account of incremental depreciation for the period	-	-	-	-	17,331,895	-	17,331,895
<b>Balance as at 31 Mar 2024</b>	<b>222,250,380</b>	<b>66,000,000</b>	<b>181,031,586</b>	<b>206,000,000</b>	<b>(3,854,836,043)</b>	<b>250,000,000</b>	<b>(2,929,554,077)</b>

The annexed notes from 1 to 11 form an integral part of this condensed interim financial information.

  
**SOHAIL MAQSOOD**  
**CHIEF EXECUTIVE**

  
**ABID SATTAR**  
**DIRECTOR**



**GULSHAN SPINNING MILLS LIMITED**  
**NOTES TO THE CONDENSED INTERIM FINANCIAL INFORMATION (UN-AUDITED)**  
**FOR THE NINE MONTHS ENDED MARCH 31, 2024**

**1 THE COMPANY AND ITS OPERATIONS**

**1.1** Gulshan Spinning Mills Limited ("the Company") was incorporated on June 13, 1979, as a public limited company in Pakistan under the Companies Ordinance, 1984 (now Companies Act, 2017). The shares of the Company are listed on Pakistan Stock Exchange Limited (PSX). Its main business is manufacturing and sale of yarn.

**1.2 Scheme of arrangement with secured creditors**

The Company along with its restructuring agent – United Bank Limited and majority of the lending financial institutions signed a "Scheme of Arrangement" under sections 279 to 283 read with section 285 of the Companies Act, 2017 ("the Act"). The Scheme of Arrangement has been sanctioned by the Hon'ble High Court of Sindh at Karachi vide order dated February 06, 2020, passed in J. C. M. Petition No. 14 of 2019. The Scheme of Arrangement, after its sanction by the Court has become binding on the Company, along with all the shareholders, creditors, stakeholders and any other regulatory / statutory bodies of/ or with respects to the Company. Under the Scheme of Arrangement, the existing financial obligations / liabilities of the Company towards the secured creditors shall be settled by way of sale of charged assets ("disposal group and stock in trade") the Company and payment of the proceeds thereof shall be paid to the secured creditors as contemplated under the Scheme of arrangement. All the pending litigation shall be withdrawn in terms of the Scheme of Arrangement.

**2 BASIS OF PREPARATION**

**2.1 Statement of compliance**

This condensed interim financial information is un-audited and is being submitted to the members in accordance with section 237 of the Companies Act, 2017. It has been prepared in accordance with the requirements of the International Accounting Standard 34 - 'Interim Financial Reporting' and provisions of and directives issued under the Companies Act, 2017. In case where requirements differ, the provisions of or directives issued under the Companies Act, 2017 have been followed. This condensed interim financial information does not include all the information required for annual financial statements and therefore, should be read in conjunction with the audited annual financial statements of the Company for the year ended June 30, 2023.

**2.2 Basis of measurement**

Due to the Scheme as described in note 1.2 to these financial statements, the directors have determined that the going concern basis of preparation of financial statements is no longer appropriate. Accordingly, these financial statements have been prepared on liquidation/break-up value basis, following the intention of the parties to settle the liabilities through proceeds of disposal of assets of the company as contemplated in the scheme.

**3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The accounting policies adopted for the preparation of this condensed interim financial information are same as those applied in the preparation of preceding audited annual financial statements of the Company for the year ended June 30, 2023.

**4 ACCOUNTING ESTIMATES AND JUDGEMENTS**

The preparation of this condensed interim financial information in conformity with the approved accounting standards requires the use of certain critical accounting estimates and assumptions. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. Estimates and judgements are continually evaluated and are based on historical

experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances. However, actual results may differ from these estimates. Estimation and judgements made by the management in the preparation of this condensed interim financial information were the same as those that were applied to the audited annual financial statements for the year ended June 30, 2023.

## 5. PROPERTY, PLANT AND EQUIPMENT

		Un-audited March 31, 2024	Audited June 30, 2023
	Note	(Rupees)	
Operating fixed assets	5.1	4,622,856	5,056,857
Classified as held for sale	5.2	347,391,304	321,266,259
		<u>352,014,160</u>	<u>326,323,116</u>

### 5.1 Operating fixed assets

Book value at beginning of the period / year	5,056,857	5,720,095
Depreciation charge for the period / year	(434,001)	(663,238)
Book value at end of the period / year	<u>4,622,856</u>	<u>5,056,857</u>

### 5.2 Disposal group under scheme of arrangement

The Company along with its restructuring agent – United Bank Limited and majority of the lending financial institutions has signed a “Scheme of Arrangement” under sections 279 to 283 read with section 285 of the Companies Act, 2017 (“the Act”) as detailed in note 1.2. Hence, the assets as mentioned below have been classified and presented under disposal group under scheme of arrangement.

Freehold land	128,129,000	128,129,000
Factory buildings	125,312,524	125,312,524
Plant and machinery	116,296,836	116,296,836
Impairment of disposal group	(22,347,056)	(48,472,101)
	<u>347,391,304</u>	<u>321,266,259</u>

## 6. PAYABLE TO BANKING COMPANIES UNDER SCHEME OF ARRANGEMENT

Principal payable to banking companies under scheme of arrangement	2,207,467,000	2,207,467,000
Mark-up payable under scheme of arrangement	957,708,000	957,708,000
	<u>3,165,175,000</u>	<u>3,165,175,000</u>

This represents payable to banking companies under scheme of arrangement as detailed below:

The Company along with its restructuring agent – United Bank Limited and majority of the lending financial institutions have signed a “Scheme of Arrangement” under sections 279 to 283 read with section 285 of the Companies Act, 2017 (“the Act”). Under this Scheme, the existing financial obligations / liabilities of the Company towards the secured creditors shall be settled by way of sale of moveable and immovable assets of the Company including land, building & plant and machinery and payment of the proceeds thereof to the secured creditors as contemplated under the Scheme of arrangement.



The Honorable High Court of Sindh at Karachi (SHC) has approved the said "Scheme of Arrangement" vide judgement dated : February 06,2020, and now the Scheme has become binding on the Company, along with all the shareholders, creditors, stakeholders and any other regulatory / statutory bodies of / or with respects to the Company. The Scheme seeks to record the terms and conditions of a legally binding compromise and arrangement between the secured creditors on one part and the Company and its directors and sponsors on the other part, for ensuring, inter alia, the settlement of the existing liabilities and ancillary measures as mentioned in note 1.2 to the annual financial statements for the year ended June 30, 2023..

## 8. CONTINGENCIES AND COMMITMENTS

### 8.1 Contingencies

There is no change in the matter detailed in note 19.1.1 to 19.1.9, 19.2.1 to 19.2.3 & 19.3.1 to 19.3.2 to the Company's published annual financial statements for the year ended June 30, 2023.

### 8.2 Commitments

There is no change in the matter as detail in note 19.4 to the Company's published annual financial statements for the year ended June 30, 2023.

		(Un-audited)	
		Nine months ended	
		March 31, 2024	March 31, 2023
		-----Rupees-----	
<b>9. CASH GENERATED FROM OPERATIONS</b>	<b>Note</b>		
(Loss) / profit before taxation		17,331,895	(8,956,159)
<b>Adjustments for non-cash charges and other items</b>			
Depreciation of operating fixed assets		434,001	497,427
Finance cost		8,672	4,918
Interest income		(12,888)	(15,131)
Reversal of impairment loss		(26,125,045)	-
Working capital changes	9.1	278,510	(204,271)
		<u>(8,084,855)</u>	<u>(8,673,216)</u>
<b>9.1 Movement in working capital</b>			
(Increase) / decrease in current assets:			
Loans and advances		-	8,000
Other receivables		(514,533)	(2,271)
		<u>(514,533)</u>	<u>5,729</u>
Increase / (decrease) in trade and other payables		793,043	(210,000)
		<u>278,510</u>	<u>(204,271)</u>

## 10. RELATED PARTY TRANSACTIONS

10.1 The related parties comprises associated companies, directors and key management personnel. Transaction with related parties are carried out on arm's length basis. Aggregate transactions with associated companies during the period were as follow:

Name of party	Relationshi	Transaction	Amount
Mr. Tanveer Ahmad	Shareholder	Loan received	(8,131,000)

## 11. GENERAL

11.1 Figures have been rounded off to the nearest rupee except stated otherwise.

11.2 This condensed interim financial information has been authorized for issue by the Board of Directors of the Company on 26/11/2024.

  
SOHAIL MAQSOOD  
CHIEF EXECUTIVE

  
ABID SATTAR  
DIRECTOR