CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE HALF YEAR ENDED DECEMBER 31, 2022





COMPANY INFORMATION

Board of Directors:				
Independent Director/Chairman	: Mr. Zeshan Afzal			
Independent Directors	: Mr. Muneer Kamal : Ms. Maleeha Humayun Bangash			
Non- Executive Directors	: Mr. Danish Elahi : Mr. Sohail Ilahi : Mrs. Anum Raza			
Executive Director/CEO	: Mr. Misbah Khalil Khan			
Nominee Director (NIT)	: Ms. Ambereen Israr			
Company Secretary	: Mr. Syed Ali Jawwad Jafri			
Chief Financial Officer	: Mr. Wajahat Hussain			
Auditors	: Parker Russell-A.J.S. Chartered Accountants			
Audit Committee	: Ms. Maleeha Humayun Bangash Chair : Mr. Sohail Ilahi Mem : Mrs. Anum Raza Mem			
HR & Remuneration Committee	: Mr. Zeshan Afzal Chair : Mr. Sohail Ilahi Mem : Mrs. Anum Raza Mem			
Investment Committee	: Mr. Muneer Kamal : Mr. Danish Elahi	Chairman Member		
Bankers	: Meezan Bank Ltd. : Dubai Islamic Bank Pak Ltd.			
Registered Office	: Office No. 420, 4 th Floor, Eden Tow Main Boulevard, Gulberg III, Lahor Phone: 042-35790290-2 Email: <u>info@cordobalv.com</u> Website: <u>www.cordobalv.com</u>			
Shares Registrar	: Hameed Majeed Associates (Pvt.) L H.M House, 7-Bank Square, Lahore Tel: 042-37235081-82 Fax: 042-3	•		



DIRECTORS' REPORT

The Directors of the company are pleased to present before you the condensed interim financial statements of the company for the 1H FY2023 ended December 31, 2022.

During the period, the company earned net profit of Rs. 8.614Million during the period against lossof Rs. 1.638Million in the corresponding period. EBITDA of the company stands at Rs. 14.805 Million (before tax & depreciation of Rs. 2.064 Million &Rs. 4.127 Million respectively).

The company has earned Rs 17.444 Million in revenue from logistics services & rental of commercial vehicles during the period.

In order to further expand its business operations, the company during the period, has successfully completed the Rs. 500 Million Rights Issue thus increasing the Paid-up share capital to Rs. 721,052,000 by issuance of 50,000,000 new ordinary shares, having a face value of Rs. 10/- each.

Furthermore, the company has undertaken following commercial activities during the period through investments in:

- Neem Exponential (Pvt.) Ltd. amounting to Rs. 30.79MillionthroughSAFE Note for future equity.
- International Learning Center (Pvt.) Ltd.("Berlitz Pakistan") amounting to Rs. 30.00 Million by purchasing 30% stake in the company.

The Company has also successfully incorporated a wholly owned subsidiary NBFC namely Cordoba Leasing Ltd. ("CLL") for carrying out leasing business (as approved by the Board of Directors) after injection of Rs. 149.99 Million against 14,999,997 (99.99%) ordinary shares (par value Rs. 10/- each) at par.

After obtaining license from SECP in Nov-2022 under NBFC Rules, 2003 forundertaking leasing business as NBFC; CLL is in the process of starting its operations.

We like to place on record our gratitude to the customers, vendors, business partners and the shareholders for their continued support. We also appreciate the efforts and contribution made by employees at all levels.

For and on behalf of the Board

In Lall La

Chief Executive

Lahore: February 28, 2023



901, Q. M. House, Elander Road, Karachi - Pakistan. Tel: + 92-21-32621701-03 E-mail: khi@parkerrussellajs.com.pk Offices also at Faisalabad, Lahore & Islamabad

Independent Auditors' Review Report to the Members of Cordoba Logistics & Ventures Limited

Report on Review of the Unconsolidated Interim Financial Statements

Introduction

We have reviewed the accompanying unconsolidated condensed interim statement of financial position of Cordoba Logistics & Ventures Limited (the "Company") as at December 31, 2022 and the related unconsolidated condensed interim statement of profit or loss, unconsolidated condensed interim statement of other comprehensive income, unconsolidated condensed interim statement of changes in equity, and unconsolidated condensed interim statement of cash flows and notes to the unconsolidated condensed interim financial statements for the six months period then ended (here-in-after referred to as the "unconsolidated condensed interim financial statements"). Management is responsible for the preparation and presentation of these unconsolidated interim financial statements in accordance with accounting and reporting standards as applicable in Pakistan for interim financial reporting. Our responsibility is to express a conclusion on these unconsolidated condensed interim financial statements based on our review. The figures of the unconsolidated condensed interim statement of profit or loss and the unconsolidated condensed interim statement of other comprehensive income for the three months period ended December 31, 2022 and December 31, 2021 have not been reviewed, as we are required to review only the cumulative figures for the six month period ended December 31, 2022.

Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of unconsolidated condensed 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.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying unconsolidated condensed interim financial statements are not prepared, in all material respects, in accordance with accounting and reporting standards as applicable in Pakistan for interim financial reporting.

The engagement partner on the review resulting in independent auditors' report is Muhammad Shabbir Kasbati.

w Kunsell Ds (Chartered Accountants)

Date: February 28, 2023 Karachi

UDIN: RR2022101926wLKaDMtc

CORDOBA LOGISTICS & VENTURES LIMITED UNCONSOLIDATED CONDENSED INTERIM STATEMENT OF FINANCIAL POSITION AS AT DECEMBER 31, 2022

	N.	(Unaudited) December 31, 2022	(Audited) June 30, 2022
ASSETS	Note	(Rup	ees)
NON-CURRENT ASSETS			
Property and equipment	5	37,252,052	41,378,810
Long term investments	6	307,140,970	109,861,060
Long term deposits		37,500	37,500
CUDDENT AGODTO		344,430,522	151,277,370
CURRENT ASSETS Trade debts			
Short term advances, prepayments and other receivables		356,052	717,600
Taxation - net	7	7,879,929	7,582,198
Cash and bank balances	8	15,508,531	17,030,069
	0	155,937,562	6,769,124 32,098,991
TOTAL ASSETS		524,112,596	183,376,361
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES			
Authorised share capital 100,000,000 (June 30, 2022: 100,000,000) ordinary shares of Rs. 10/-	each	1,000,000,000	1,000,000,000
Issued, subscribed and paid-up capital 72,105,200 (June 30, 2022: 22,105,200) ordinary shares of Rs. 10/- eau			1,000,000,000
fully paid up in cash	,	721,052,000	221,052,000
Advance against future issuance of share capital			172,420,000
Accumulated loss		(206,829,608)	(215,443,419)
NON-CURRENT LIABILITIES		514,222,392	178,028,581
Deferred liabilities (Gratuity)		532,000	210,000
CURRENT LIABILITIES			
Due to director	9	1,995,000	-
Trade and other payables	10	5,204,410	3,324,636
Advance from customer		1,495,650	1,150,000
Unclaimed dividend		415,333	415,333
Short-term borrowings		247,811	247,811
		9,358,204	5,137,780
TOTAL EQUITY AND LIABILITIES		524,112,596	183,376,361
CONTINGENCIES AND COMMITMENTS	11		1

The annexed notes from 1 to 20 form an integral part of these unconsolidated condensed interim financial statements

ku Khu Kly

CHIEF EXECUTIVE OFFICER

Se



CHIEF FINANCIAL OFFICER

Page 1 of 9

CORDOBA LOGISTICS & VENTURES LIMITED UNCONSOLIDATED CONDENSED INTERIM STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME HALF YEAR ENDED DECEMBER 31, 2022 (Unaudited)

		Half year	r ended	Quarter	ended
		Decemb	per 31,	Decem	ber 31,
		2022	2021	2022	2021
	Note		Rupees	5	
Revenue	12	17,444,350	3,000,000	7,469,167	2,500,000
Direct cost	13	(5,915,635)	(800,000)	(2,657,817)	(800,000)
Gross profit		11,528,715	2,200,000	4,811,350	1,700,000
Administrative expenses		(10,681,040)	(3,952,413)	(5,388,181)	(1,306,943)
Operating profit / (loss)		847,675	(1,752,413)	(576,831)	393,057
Income on disposal of long term investment	6.5	5,000,000	-	5,000,000	-
Other income		4,833,248	114,684	3,051,108	53,899
Finance cost		(2,838)	(424)	-	
Profit / (loss) before taxation		10,678,085	(1,638,153)	7,474,277	446,956
Taxation	14	(2,064,274)	-	(2,064,274)	-
Profit / (loss) after taxation		8,613,811	(1,638,153)	5,410,003	446,956
Other comprehensive income		-	-	-	_ *
Total comprehensive income / (loss)		8,613,811	(1,638,153)	5,410,003	446,956
Earning / (loss) per share - basic and diluted (Rs.)	15	0.12	(0.07)	0.08	0.02

The annexed notes from 1 to 20 form an integral part of these unconsolidated condensed interim financial statements

all Khu Kly

CHIEF EXECUTIVE OFFICER

PRAS DIRECTOR

CHIEF FINANCIAL OFFICER

CORDOBA LOGISTICS & VENTURES LIMITED UNCONSOLIDATED CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY HALF YEAR ENDED DECEMBER 31, 2022 (Unaudited)

	Issued subscribed and paid-up share capital	Accumulated loss	Advance against future issuance of shares	Total
		Rupees	s in '000'	
Balance as at July 01, 2021	221,052,000	(207,358,878)		13,693,122
Loss for the period Other comprehensive income	-	(1,637,541)	-	(1,637,541)
Total comprehensive loss for the period	-	(1,637,541)	-	(1,637,541)
Classification of long term loan to equity	-	-	118,540,000	118,540,000
Balance as at December 31, 2021	221,052,000	(208,996,419)	118,540,000	130,595,581
Balance as at July 01, 2022	221,052,000	(215,443,419)	172,420,000	178,028,581
Issuance of shares	500,000,000	-	(172,420,000)	327,580,000
Net profit for the period	-	8,613,811	-	8,613,811
Other comprehensive income	-	-	-	-
Total comprehensive profit for the period	-	8,613,811	-	8,613,811
Balance as at December 31, 2022	721,052,000	(206,829,608)	-	514,222,392

The annexed notes from 1 to 20 form an integral part of these unconsolidated condensed interim financial statements

Ih Khu Kb

CHIEF EXECUTIVE OFFICER



CHIEF FINANCIAL OFFICER

CORDOBA LOGISTICS & VENTURES LIMITED UNCONSOLIDATED CONDENSED INTERIM STATEMENT OF CASH FLOWS FOR THE HALF YEAR ENDED DECEMBER 31, 2022 (Unaudited)

		December 31, 2022	December 31, 2021
	Note	(Rup	
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit / (loss) before taxation		10,678,085	(1,638,153)
Adjustment for non cash items:			
Depreciation		4,126,758	6,460
Provision for gratuity		322,000	
Finance costs		2,838	(1.621.602)
Operating profit / (loss) before working capital changes		15,129,681	(1,631,693)
Changes in working capital			
(Increase) / decrease in current assets		261.540	(107 000)
Trade debts		361,548	(197,800)
Short term advances, prepayments and other receivables		(297,731)	(410,832) 368,832
Tax refunds due from government		63,817	(239,800)
Increase / (decrease) in current liabilities		05,017	(259,000)
Trade and other payables		1,879,774	808,255
Advance from customer		345,650	-
		2,225,424	568,455
Cash generated from / (used in) operations		17,418,922	(1,063,238)
Finance costs paid		(2,838)	
Income tax paid		(542,736)	(3,777)
		(545,574)	(3,777)
Net cash generated from / (used in) operating activities		16,873,348	(1,067,016)
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of property and equipment		-	(164,616)
Investments made		(197,279,910)	(96,346,000)
Net cash used in investing activities		(197,279,910)	(96,510,616)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issuance of right shares		327,580,000	
Sponsor's loan		1,995,000	93,540,000
Net cash generated from financing activities		329,575,000	93,540,000
Net decrease in cash and cash equivalents		149,168,438	(4,037,631)
Cash and cash equivalents at the beginning of the period		6,769,124	11,542,505
Cash and cash equivalents at the end of the period	8	155,937,562	7,504,874

The annexed notes from 1 to 20 form an integral part of these unconsolidated condensed interim financial statements

Auxinki

CHIEF EXECUTIVE OFFICER

CHIEF FINANCIAL OFFICER

DIRECTOR

Page 4 of 9

CORDOBA LOGISTICS & VENTURES LIMITED NOTES TO THE UNCONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS HALF YEAR ENDED DECEMBER 31, 2022 (Unaudited)

1. COMPANY AND ITS OPERATIONS

Cordoba Logistics & Ventures Limited (the Company) was incorporated in Pakistan on December 01, 1986 as a Public Limited Company under the Companies Ordinance, 1984 (the Ordinance), [Repealed with the enactment of Companies Act, 2017]. In the year 2021, the Company changed its principal line of business from manufacturing, sale and export of textile products to logistics and other ventures and accordingly, Memorandum and Articles of Association of the Company was altered. Securities and Exchange Commission of Pakistan has issued a new Certificate of Incorporation dated August 09, 2021 pursuant to change of name from Mian Textile Industries Limited to Cordoba Logistics & Ventures Limited.

These unconsolidated condensed interim financial statements are separate financial statements of the Company in which investments in subsidiaries and an associated company have been accounted for at cost less accumulated impairment losses, if any.

2. BASIS OF PREPARATION

2.1 Statement of compliance

These unconsolidated condensed interim financial statements of the Company for the half year ended December 31, 2022 have been prepared in accordance with the accounting and reporting standards as applicable in Pakistan for interim financial reporting. The accounting and reporting standards as applicable in Pakistan for interim financial reporting comprises of:

- International Accounting Standard (IAS) 34, Interim Financial Reporting, 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 the provisions of and directives issued under the Companies Act, 2017 differ with the requirements of IAS 34, the provisions of and directives issued under the Companies Act, 2017 have been followed.

These unconsolidated condensed interim financial statements do not include all the information and disclosures required in the unconsolidated annual audited financial statements, and should be read in conjunction with the Company's unconsolidated annual audited financial statements for the year ended June 30, 2022.

These unconsolidated condensed interim financial statements are un-audited and are being submitted to the shareholders as required under section 237 of the Companies Act, 2017 and the Listing Regulation of Pakistan Stock Exchange Limited.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies and methods of computation adopted in the preparation of these unconsolidated condensed interim financial statements are consistent with those applied in the preparation of the unconsolidated annual audited financial statements for the year ended June 30, 2022.

3.1 Change in accounting standards, interpretations and amendments to published accounting and reporting standards

a) Amendments to published accounting and reporting standards which became effective during the period:

There were certain amendments to accounting and reporting standards which became mandatory for the Company during the period. However, the amendments did not have any significant impact on the financial reporting of the Company and, therefore, have not been disclosed in these unconsolidated condensed interim financial statements.

PRAJS

(Ilmoudited)

(Audited)

b) Amendments to published accounting and reporting standards that are not yet effective:

There are certain amendments to the accounting and reporting standards that will be mandatory for the Company's annual accounting periods beginning on or after July 1, 2023. However, these amendments will not have any significant impact on the financial reporting of the Company and, therefore, have not been disclosed in these unconsolidated condensed interim financial statements.

4. ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of unconsolidated condensed interim financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts. Actual results may differ from these judgements, estimates and assumptions.

The judgements and estimates made by the management in the preparation of these unconsolidated condensed interim financial statements are the same as those applied in the unconsolidated annual audited financial statements of the Company for the year ended June 30, 2022.

These unconsolidated condensed interim financial statement are un-audited but subject to limited review by the Company's statutory auditors.

		Note	(Unaudited) December 31, 2022	(Audited) June 30, 2022
5.	PROPERTY AND EQUIPMENT	Note	(Rup	ees)
	Opening - Net book value Additions during the period (at cost) Depreciation charged for the period Closing balance - Net book value		41,378,810 (4,126,758) 37,252,052	44,325,106 (2,946,296) 41,378,810
6.	LONG TERM INVESTMENTS			
	Associated company - at cost			
	Children Clothing Retail (Private) Limited 650,000 ordinary shares of Rs. 100/- each equity held 50% (2022: 650,000)	6.1	65,000,000	65,000,000
	Finox (Private) Limited 4,815 ordinary shares of Rs. 6,510/- each equity held 32.5% (2022: 4,815)	6.2	31,346,000	31,346,000
	International Learning Center (Private) Limited. 34,001 ordinary shares of Rs. 100/- each equity held 30% (2022: nil)	6.3	30,000,000	
	Subsidiary company			
	Cordoba Leasing Limited. 14,999,997 (2022: nil) ordinary shares of Rs. 10/- each equity held 99.99% (2022: nil)	6.4	149,999,970	· · ·
	Other investments - at cost			
	Trukkr (Private) Limited Nil (2022 5,556) ordinary shares of Rs. 2,433/- each equity held Nil (2022: 5%)	6.5	× -	13,515,060
	Neem Exponential (Private) Limited.	6.6	30,795,000 307,140,970	109,861,060
				PRASS

- 6.1 This represents an investment made by the Company in Children Clothing Retail (Private) Limited amounting to Rs. 65.00 million (June 30, 2022: Rs. 65.00 million) comprising 650,000 ordinary shares (par value Rs. 100/-) at par. The associated company is engaged in the trading of consumer products of various brands.
- 6.2 This represents investment made by the Company in Finox (Private) Limited amounting to Rs. 31.346 million (June 30, 2022: Rs. 31.346 million) comprising 4,815 ordinary shares (par value Rs. 10/- each) at Rs. 6,510/- per share. The associated company is engaged in the business of providing financial analysis of stocks for investment.
- 6.3 During the period, the Company made an investment in International Learning Center (Private) Limited -Berlitz Pakistan, amounting to Rs. 30.00 million (June 30, 2022: Rs. nil) comprising 34,001 ordinary shares (par value Rs. 100/- each) at Rs 882.33/- per share. Berlitz Pakistan is a franchise of Berlitz-USA, which is primarily involved in short term language, skills and corporate teaching courses.
- 6.4 During the period, the company has made an investment in a wholly owned subsidiary namely Cordoba Leasing Limited (CLL). CLL is involved in carrying out leasing business under Non Banking Finance Company (NBFC) Rules and Regulations.
- 6.5 During the period, the Company disposed off the investment in Trukkr (Private) Limited for a total amount of Rs. 18.515 million; thus yielding return of Rs. 5.00 million return on the Company's investment for its shareholders.
- 6.6 During the period, the Company made an investment in Neem Exponential (Private) Limited amounting to Rs. 30.795 million (June 30, 2022: Rs. nil) under SAFE "Simple Agreement for Future Equity" arrangement.

7. TAXATION - NET

This includes payment of Rs. 5.11 million made by the Company to avail amnesty against the tax demand of the year 2006 and 2010 of Rs. 9.08 million. The appeals for these tax years are pending before the appellate authorities, therefore Company has accounted for these amounts as advance tax till the finalisation of appeals.

			(Unaudited) December 31, 2022	(Audited) June 30, 2022
8.	CASH AND BANK BALANCES	Note	(Rup	ees)
	Cash in hand Cash at bank - saving accounts	8.1	18,335 155,919,227 155,937,562	45,977 6,723,147 6,769,124

8.1 This carries profit at the rates between 6.5% to 13.75% during the period (2022: 4.25%).

9. DUE TO DIRECTOR

Loan from director	9.1	1,995,000	-
	-		

9.1 This represent the amount due to director which is repayable on demand.

10. TRADE AND OTHER PAYABLES

Creditors	4,650,410	1,985,803
Accrued liabilities	554,000	372,000
Others	-	966,833
	5,204,410	3,324,636

11. CONTINGENCIES AND COMMITMENTS

There has been no significant change in the status of contingencies and commitments as reported in the unconsolidated annual financial statements for the year ended June 30, 2022.

PRAJI

		Half yea	ar ended	Quarte	r ended
		Decem	ber 31,	Decem	nber 31,
		2022	2021	2022	2021
			Rup	ees	till till ble till till att att att sin till till att
12.	REVENUE				
	Logistics services	10,544,350	3,000,000	4,019,167	2,500,000
	Rental income	6,900,000	-	3,450,000	-
		17,444,350	3,000,000	7,469,167	2,500,000
13.	DIRECT COST				
	Logistics services	1,800,000	800,000	600,000	800,000
	Rental income	4,115,635	-	2,057,817	-
		5,915,635	800,000	2,657,817	800,000
14.	TAXATION				
	Current				
	-for the period	1,815,274	-	1,815,274	-
	-for the prior year	249,000	-	249,000	-
		2,064,274	-	2,064,274	-
15.	EARNINGS PER SHARE				
	Profit for the period	8,613,811	(1,638,153)	5,410,003	446,956
	Weighted average number of ordinary shares	72,105,200	22,105,200	72,105,200	22,105,200
	Earning per share - (Rs.)	0.12	(0.07)	0.08	0.02

16. TRANSACTIONS WITH RELATED PARTIES

Related parties include subsidiaries, associated entities, directors, other key management personnel and close family members of directors and other key management personnel. Details of the transactions with related parties during the period under review, other than those which have been disclosed elsewhere in these unconsolidated financial statements, are as follows:

		December 31, 2022 (Unaudited) (Ru	December 31, 2021 (Unaudited) pees)
Nature of Transactions	Relationship with the company		
Investment made	Cordoba Leasing Ltd. (Subsidiary)	149,999,970	-
Advance for expenses	Cordoba Leasing Ltd. (Subsidiary)	1,679,000	-
Due to director	Director	1,995,000	93,540,000
Rent of office premises	Director	330,000	300,000

17. FINANCIAL RISK MANAGEMENT AND INSTRUMENTS

There has been no changes in the risk management policies during the period, consequently these unconsolidated condensed interim financial statements do not include all the financial risk management information and disclosures required in the unconsolidated annual financial statements.

18. CORRESPONDING FIGURES

Corresponding figures and balances have been rearranged and / or reclassified, where considered necessary, for the purpose of comparison and better presentation, however no material reclassifications were made during the period.

19. GENERAL

Figures have been rounded off to the nearest rupees, unless otherwise stated.

20. DATE OF AUTHORIZATION FOR ISSUE

These unconsolidated condensed interim financial statements has been approved and authorized for issue by the Board of Directors of the company in its meeting held on ______ 8 FEB 2023 _____.

CHIEF EXECUTIVE OFFICER



CHIEF FINANCIAL OFFICER