

MGM SECURITIES (Pvt.) LTD.

Trading Right Entitlement Certificate (TREC) Holder
Lahore Stock Exchange Limited

DIRECTOR'S REPORT

On behalf of the Board of Directors of "MGM SECURITIES (PRIVATE) LIMITED" (the Brokerage House), I am pleased to present our report, the audited financial statements and auditor's report for the year ended June 30, 2013.

The current year was a good one for the company as the company was able to improve its position with regard to incomes and its financial stability. A brief view of the company's affairs is given below for your kind consideration:

1- During the year the company sustained a profit of Rs. 3,215,031/- as against the loss of Rs. 1,038,790/- in the year 2012.

The above improvement in the returns of the company's business is the result of the un-matching efforts put in by the company management which enabled the improvement in revenue.

2- Despite of the fluctuations in stock market the company has increased its short term and long term investments and gained profit in this year.

Future outlook:

The management is of the view that besides the above stated facts there is still room for improvement and results in the future and to smooth the affairs the following matters are under consideration:

• The turnover of the company is depicting the increasing trend and management is of the view that in the near future the company will be self sufficient.

Profit Appropriations:

As the company sustained loss so neither any dividend was declared nor was any other appropriation made by the company.

Acknowledgement:

HEAD OFFICE:

Room No. G-10 Ground Floor, ahore Stock Exchange Building, 49-Khyaban-e-Aiwan-e-Iqbal, Lahore-54000, Pakistan. Tel: 042-36279181-36279182, 36280761, Fax: 042-36372475 mgmsecurities@yahoo.com www.mgm-lse.com

ALI COMPLEX (LAHORE)

Room No. LG-18, 23-Empress Road, Lahore. Tel: 042-36307624 042-36307659

FAISALABAD

Room No. 522, 5th Floor, State Life Building, Liaquat Bazar, Faisalabad. Phone: 041-2601994-7



MGM SECURITIES (Pvt.) LTD.

Trading Right Entitlement Certificate (TREC) Holder Lahore Stock Exchange Limited

In the end we would like to thanks and appreciate the cooperation and dedication of the company's executive and staff dedicated in the smooth management of company's affairs during this harsh year.

On behalf of the board

SYED HASSAN IQBAL

DIRECTOR

Lahore. September 30, 2013

HEAD OFFICE:

Room No. G-10 Ground Floor,
Lahore Stock Exchange Building,
19-Khyaban-e-Aiwan-e-Iqbal,
Lahore-54000, Pakistan.
Tel: 042-36279181-36279182,
36280761, Fax: 042-36372475
mgmsecurities@yahoo.com
www.mgm-lse.com

ALI COMPLEX (LAHORE)

Room No. LG-18, 23-Empress Road, Lahore. Tel: 042-36307624 042-36307659

FAISALABAD

Room No. 522, 5th Floor, State Life Building, Liaquat Bazar, Faisalabad. Phone: 041-2601994-7



SHAFIQ & CO. CHARTERED ACCOUNTANTS

Office No.6, 2nd Floor, Rehman Chambers, 136-Temple Road, Lahore. Ph; 042-37125060, 37120243, 37323683 Fax: 042-37116616 Cell: 0300-8441813 E-mail: shafiqco91@hotmail.com

AUDITORS' REPORT TO THE MEMBERS

We have audited the annexed balance sheet of "M/S. MGM SECURITIES (PRIVATE) LIMITED" at JUNE 30, 2013 and the related profit and loss account, cash flow statement and statement of changes in equity together with the notes forming part thereof, for the year then ended and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit.

It is the responsibility of the company's management to establish and maintain a system of internal control, and prepare and present the above said statements in conformity with the approved accounting standards and the requirements of the Companies Ordinance, 1984. Our responsibility is to express an opinion on these statements based on our audit.

We conducted our audit in accordance with the auditing standards as applicable in Pakistan. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the above said statements are free of any material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the above said statements. An audit also includes assessing the accounting policies and significant estimates made by management, as well as, evaluating the overall presentation of the above said statements. We believe that our audit provides a reasonable basis for our opinion and, after due verification, we report that—

- (a) In our opinion, proper books of accounts have been kept by the company as required by the Companies Ordinance, 1984;
- (b) In our opinion—
 - (i) the balance sheet and profit and loss account together with the notes thereon have been drawn up in conformity with the Companies Ordinance, 1984, and are in agreement with the books of accounts and are further in accordance with accounting policies consistently applied;
 - (ii) the expenditure incurred during the year was for the purpose of the company's business; and
 - (iii) the business conducted, investments made and the expenditure incurred during the year were in accordance with the objects of the company;
- (c) In our opinion and to the best of our information and according to the



SHAFIQ & CO. CHARTERED ACCOUNTANTS

Office No.6, 2nd Floor, Rehman Chambers, 136-Temple Road, Lahore. Ph; 042-37125060, 37120243, 37323683 Fax: 042-37116616 Cell: 0300-8441813 E-mail: shafiqco91@hotmail.com

explanations given to us, the balance sheet, profits and loss account, cash flow statement and statement of changes in equity together with the notes forming part thereof conform with approved accounting standards as applicable in Pakistan, and, give the information required by the Companies Ordinance, 1984, in the manner so required and respectively give a true and fair view of the state of the company's affairs as at **June 30, 2013** and of the profit, its cash flows and changes in equity for the year then ended; and

(d) In our opinion no Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980).

SHAFIQ & CO.

Chartered Accountants

hartered

Lahore.

Dated: September 30, 2013

M/S. MGM SECURITIES (PRIVATE) LIMITED BALANCE SHEET AS AT JUNE 30, 2013

CAPITAL & LIABILITIES	Note	2013 Rupees	2012 Rupees
Authorized Capital:			
600,000 Ordinary Shares of Rs. 100/-each		60,000,000	60,000,000
Issued, Subscribed & Paid Up Capital:	_		
185,000 Ordinary Shares of Rs. 100/- each		18,500,000	18,500,000
Un-appropriated Profit		16,854,071	13,734,475
		35,354,071	32,234,475
CURRENT LIABILITIES			
Trade Creditors		24,894,335	18,531,992
Other Payables	4	788,186	480,967
Provision for Taxation		59,196	31,291
	_	25,741,717	19,044,250
	_	(1.005.500	51 250 525
	=	61,095,788	51,278,725
PROPERTY & ASSETS			
NON-CURRENT ASSETS			
Fixed Assets - Tangibles	5	7,979,469	8,416,102
Capital Work in Process		1,261,600	1,261,600
Membership Card		-	1,000,000
Trading Rights Entitlement Certificate - TREC	6	321,550	-
Long Term Investments	7	678,450	_
		10,241,069	10,677,702
CURRENT ASSETS			
Trade Debtors		23,294,457	20,454,734
Short Term Investment	8	3,385,371	3,059,219
Advances, Deposit & Prepayments	9	1,277,848	1,390,815
Cash and Bank Balance	10	22,897,043	15,696,255
		50,854,719	40,601,023
	-		
	_	61,095,788	51,278,725

CHIEF EXECUTIVE

Charlered CACCOURTERINGS

M/S. MGM SECURITIES (PRIVATE) LIMITED PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED JUNE 30, 2013

	Note	2013 Rupees	2012 Rupees
Income	11	11,839,127	6,258,267
LESS: OPERATING EXPENSES Administrative, Marketing & General Expenses	12	8,966,687	8,231,567
Financial Expenses	13	19,800 8,986,487	19,409 8,250,976
Operating Profit / (Loss)	_	2,852,640	(1,992,709)
Add: Other Income	14 _	362,391	953,919
Net Profit / (Loss) Before Taxation		3,215,031	(1,038,790)
Less: Taxation	15	95,435	31,291
Un-appropriated Profit Carried to Balance Sheet	=	3,119,596	(1,070,081)
Basic Earning /(Loss) per share	16 =	16.86	(5.78)

CHIEF EXECUTIVE

Charlesed Contants Contants

M/S. MGM SECURITIES (PRIVATE) LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED JUNE 30, 2013

	2013 RUPEES	2012 RUPEES
Operating Activities		
Net Profit / (Loss) Before Taxation	3,215,031	(1,038,790)
Adjustments		
Financial Expenses	19,800	19,409
Depreciation	458,983	484,992
Operating profit before working capital change	3,693,814	(534,389)
Change in working capital		
(Increase)/Decrease in Trade Debtors	(2,839,723)	6,760,097
(Increase)/Decrease in Advances, Deposits & Prepayments	112,967	391,044
Increase/(Decrease) in Trade Creditors	6,362,343	(3,845,001)
Increase/(Decrease) in Other Payables	307,219	(2,486)
Increase/(Decrease) in Provision for Taxation	27,905	(21,126)
	3,970,711	3,282,528
Cash Generated form Operating Activities	7,664,525	2,748,139
Taxation	(95,435)	(31,291)
Cash Inflow from Operating Activities	7,569,090	2,716,848
Investing Activities		
Short Term Investment	(326,152)	(3,059,219)
Addition in Fixed Assets	(22,350)	-
Cash Outflow From Investing Activities	(348,502)	(3,059,219)
Financing Activities		
Financial Expenses	(19,800)	(19,409)
Cash Outflow From Financing Activities	(19,800)	(19,409)
Net Cash inflow / (outflow)	7,200,788	(361,780)
Opening balance of Cash & Bank	15,696,255	16,058,035
Cash and Bank Balance at end of Year	22,897,043	15,696,255

CHIEF EXECUTIVE

Charlered Countaints Co

M/S. MGM SECURITIES (PRIVATE) LIMITED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED JUNE 30, 2013

	Share Capital	Un-appropriated Profit / (Loss)	Total
Balance as at July 01, 2011	18,500,000	14,804,556	33,304,556
Profit / (Loss) For The Year Ended June 30, 2012	-	(1,070,081)	(1,070,081)
Balance as at June 30, 2012	18,500,000	13,734,475	32,234,475
Profit / (Loss) For The Year Ended June 30, 2013	-	3,119,596	3,119,596
Balance as at June 30, 2013	18,500,000	16,854,071	35,354,071

CHIEF EXECUTIVE

M/S. MGM SECURITIES (PRIVATE) LIMITED NOTES TO THE ACCOUNTS FOR THE YEAR ENDED JUNE 30, 2013

1 COMPANY AND ITS OPERATIONS:

The Company was incorporated on October 27, 2003 as Private Limited Company under the provisions of Compnaies Ordinance, 1984 in Lahore, Pakistan. The registered office of the company is situated at Room # 10, Ground Floor, Lahore Stock Exchange Building, Lahore. The company is a Trading Right Entitlement Certificate (TREC) holder of Lahore Stock Exchange Limited (formerly Lahore Stock Exchange (Guarantee) Limited) and is engaged in the business of brokerage.

2 BASIS OF PREPARATION:

2.1 Statement of Compliance:

These financial statements have been prepared in accordance with approved accounting standards as applicable in Pakistan. Approved accounting standards comprise of Accounting and Financial Reporting Standards for Medium Sized Entities (MSE's) issued by the Institute of Chartered Accountants of Pakistan and provisions and directives issued under the Companies Ordinance, 1984. In case requirements differ, the provisions or directives of the Companies Ordinance, 1984 shall prevail.

2.2 Basis of Measurement:

These financial statements have been prepared under the historical cost convention except otherwise stated in relevant notes.

3 ACCOUNTING POLICIES:

3.1 Fixed Assets - Tangibles:

Operating Property, Plant and Equipment except freehold land are stated at cost less accumulated depreciation.

Depreciation is provided on Reducing Balance Method to write-off the cost and capitalise over estimated remaining useful life of operating fixed assets. Rates of depreciation are stated in the Schedule of Fixed Assets 'Annexure A'. Depreciation on additions is charged from the month the asset is available for use while no depreciation is charged in the month in which the assets is disposed off.

Gain / (Loss) on disposals of Property, Plant and Equipment is taken to Profit & Loss Account.

Normal repairs and maintenance is taken to Profit & Loss Account.

Major improvements are capitalised and assets replaced, if any, are retired.

3.2 Intangibles:

These are stated at cost less amortization and impairment loss, if any.

Depreciation is charged on an assets in the month it is available for use and no depreciation is charged in the month the said assets is disposed off.

Depreciation is charged using the reducing balance method at the rates specified in the relevant note to the financial statements.



Trading Right Entitlement Certificate:

It is stated at cost less impairment, if any. Cost is determined as the value of the membership card with which it has been exchanged. For this purpose, the cost of the membership card has first been allocated to the shares of LSE at their par value of Rs. 10/- and the remaining cost has been allocated to the TREC.

3.3 **Investments**:

Investments intended to be held for less than twelve months from the balance sheet date or to be sold to raise operating capital, are included in current assets, all other investments are classified as non-current.

Short term investments available for sale:

These are initiall recognized at cost and at subsequent reporting dates measured at fair values. Gains or losses from changes in fair values are taken to other comprehensive income until disposal at which time these are recycled to profit and loss account.

Long term investments available for sale:

These represent shares in Lahore Stock Exchange Limited, a public unlisted company, therefore they have been stated at cost. Cost is determined as the value of membership card with which it has been exchanged. For this pupose, the cost of the membership card has first been allocated to the shares allocated to the shares of LSE @ Rs. 10/- being the par value and remaining cost has been allocated to the TREC.

3.4 **Impairment:**

The Company assesses at each balance sheet date whether there is any indication that a tangible fixed asset may be impaired. If such indication exists, the carrying amount of such assets are reviewed to assess whether they are recorded in excess of their recoverable amount. Whether carrying value exceed recoverable amount, assets are written down to the recoverable amount the difference is charged to income of that year.

3.5 Trade Receivables:

Trade receivables comprise of receivables from the members of the stock exchange and customers less any estimate made for doubtful debts based on a review of all outstanding amounts at the year end. Bad debts are written off as and when identified.

3.6 Revenue Recognition:

Revenues are recognized as per the follwing criteria:

- brokerage / commission: at the provision of services i.e. execution of client orders
- capital gain / loss: at the disposal of the assets
- dividends: when the right to receive the dividend is established
- bank profit and others: on accrual basis



3.7 Taxation:

Provision for current taxation is based on the taxable income at the current rates of taxation after taking to account tax credits and tax rebates available, if any, or minimum tax on turnover whichever is higher.

3.8 Financial Instruments:

Financial assets and liabilities are recognised when the Company becomes a party to cotractual provisions of the instrument.

All purchases and sales of financial assets are recognized on the trade date.

3.9 Financial Assets:

The Company's principal financial assets are long term investment, long term deposit, trade debtors, advances, deposits and prepayments and cash & bank balances.

3.10 Financial Liabilities:

Financial liabilities are classified according to the substance of the contractual arrangements entered into. Significant financial liabilities include trade and other payables.

3.11 Cash and Cash Equivalents:

Cash and cash equivalents are carried in the balance sheet at cost. For the purpose of cash flow statements, cash and cash equivalents comprise cash in hand, demand deposits, other short term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

3.12 Creditors, Accrued & Other Liabilities:

Liabilities for trade and other amounts payable are carried at cost which is the fair value of the consideration to be paid in future for goods and services.

3.13 Provisions:

Provisions are recorded when the company has a present obligation as a result of past event which is probable to result in an outflow of resources embodying economic benefits and a reliable estimate can be made of the obligation.

3.14 Off Setting:

Financial assets and financial liabilities are set off and the net amount is reported in the financial statements when there is a legally enforceable right to set off and the company intends either to settle on a net basis or to realise the assets and to settle the liabilities simultaneously.



		2013 Rupees	2012 Rupees
4	ACCRUED & OTHER PAYABLES:	**	
	Staff Welfare Fund	133,563	161,321
	Other Payables	413,280	243,407
	Tax Payable	241,343	76,239
		788,186	480,967
5	FIXED ASSETS - TANGIBLES:		
	As per annexure "A" attached.	7,979,469	8,416,102
6	TRADING RIGHTS ENTITLEMENTCERTFICATE - TREC:		
	Lahore Stock Exchange Limited	321,550	-

6.1 This represents trading rights in Lahore Stock Exchange Limited which have replaced membership cards of stock exchange pursuant to the promulgation of Stock Exchanges (Corporatization, Demutualization and Integration) Act, 2012 (the 2012 act). Before demutualization the stock exchanges were functioning as Guarantee Limited Companies, wherein ownership and trading rights were conferred to members through membership cards. Pursuant to demutualization, the ownership in a stock exchange has been segregated from the right to trade on the exchange. Therefore, the membership cards have now been replaced by shares in the exchange representing ownership in the exchange and Trading Rights Entitlements Certificates (TREC) representing rights to trade in the exchange. As result 843,975 shares of Rs. 10/- each have been allotted to the Company out of which 60% of the shares are blocked in a separate account held with CDC and would be sold to strategic investors and general public in future at a price which remains to be finalized, proceeds of which would come to the members, while the remaining 40% are available to members with no condition on their future sale. The Institute of Chartered Accountants of Pakistan in its technical guide dated May 29, 2013, concluded that the demutualization, in substance, had not resulted in exchange of dissimilar assets, and therefore no gain or loss should be recognized and the segregation of ownership rights and the trading rights should be acconted for by allocating the cost / carrying value of the membership card between the two distinct assets on a reasonable basis. The TREC can only be sold or transferred once, however, once sold it would not be sellable / transferable again. The transaction is in nature an exchange of an intangible asset (membership card) with a financial asset (shares) together with an intangible asset (TREC).

The above mentioned face value (Rs. 8,439,750/-) of the shares issued by the LSE to its members including the Company has been determined on the basis of the fair valuation of the underlying assets and liabilities of the Stock Exchange in accordance with the requirements of the Demutualization Act. In other words, shares worth Rs. 8,439,750/- received by the Company represent its share in the fair value of the net assets of the LSE. Under the current circumstances where active market is not available for such shares, this net asset valued based valuation has been considered as the closest estimate of the fair value of the shares.

Further recently, the LSE has introduced a minimum capital regime for the brokers, and for this purpose have valued TREC at Rs. 4,000,000/- as per the decision of the BOD of the LSE. This fact indicates an acceptable level of value for TREC which is also used by the Stock Exchange for risk



management and to safeguard the investor's interest. In the absence of an active market for TREC, this assigned value of Rs. 4,000,000/- has been considered as the closest estimate of the fair value of the TREC.

The value of the TREC and shares have thus been measured at the value of the membership card with which they have been exchanged. For this purpose value of the membership card has been allocated between TREC and shares on proportionate basis at ratio of 32:68 which has been determined on the basis of the above estimates of fair value of LSE Shares (Rs. 8,439,750/-) and TREC (Rs. 4,000,000/-). Recently the shares have been recognized at Rs. 678,450/- and TREC at Rs. 321,550/-

LONG TERM INVESTMENTS: LSE Shares - available for sale

(refer note 6.1)	678,450	-
- Unblocked	271,380	
- Blocked	407,070	-

SHORT TERM INVESTMENTS: Investment in Listed Securities 3,385,371 3,059,219

The above value of shares represents their historical cost whereas, the market value of the shares as at June 30, 2013 was Rs. 2,754,750/-.

ADVANCES, DEPOSITS & PREPAYMENTS:

CASH AND BANK BALANCES:		
	1,277,848	1,390,815
Income Tax Refundable	470,376	314,335
Loans & Advances	142,472	411,480
Securities with NCCPL Etc.	665,000	665,000

Cash at Bank	22,883,613	15,677,970
	22,897,043	15,696,255

INCOME:

Brokerage Income	10,364,392	6,258,267
Bank Profit	1,474,735	-
	11,839,127	6,258,267



		2013 Rupees	2012 Rupees
12	ADMINISTRATIVE, MARKETING & GENERAL EXPENSES:	**	
	Director's Remuneration 12.1	2,100,000	1,920,000
	Staff Salaries and Allowances	2,346,759	1,716,690
	Rent	240,000	249,559
	Printing & Stationery	108,628	67,670
	Charity & Donations	25,000	-
	EOBI Contribution	29,700	-
	Postage & Telegram	222,721	170,929
	Telephone Charges	228,291	216,009
	Fee & Subscription	288,087	208,422
	Electricity Charges	200,995	176,303
	Entertainment	299,529	297,751
	Travelling & Conveyance	4,970	11,080
	Software Inst. & Maint.	46,500	31,800
	Auditor's Remuneration	76,000	73,000
	Repair & Maintenance	110,914	126,990
	Commission Expenses	1,953,028	2,325,508
	N.C.C.S Charges	137,314	72,094
	M.C.F Charges	10,574	9,597
	Newspapers & Priodicals	15,857	15,737
	Vehicle Maintenance	9,000	11,700
	Miscellaneous Exp.	53,837	45,736
	Depreciation	458,983	484,992
	=	8,966,687	8,231,567
12.1	Director's Remuneration:		
	Salaries	2,100,000	1,920,000
	=	2,100,000	1,920,000
13	FINANCIAL EXPENSES:		
	Bank Charges	19,800	19,409
	-	19,800	19,409
14	OTHER INCOME:		
	Other Income		1 529 276
	Capital Gain / (Loss)	362,391	1,528,276
	- capital Galli / (LOSS)	362,391	(574,357) 953,919
	=	302,391	955,919
15	TAXATION:		
	Capital Gain Tax	36,239	
	Current - Provision For Taxation	59,196	31,291
		95,435	31,291
	हाल ड		



		2013 Rupees	2012 Rupees
16	BASIC EARNINGS / (LOSS) PER SHARE: Profit / (Loss) After Taxation Attributable to Ordinary	3,119,596	(1,070,081)
	Number of Ordinary Shares Issued & Subscribed At The	185,000	185,000
	Basic Earnings / (Loss) Per Share	16.86	(5.78)

There is no dilutive effect on the basic earnings per share.

17 <u>AUTHORIZATION FOR ISSUE:</u>

The above financial statements have been authorized for issue by the board of directors of the company on September 30, 2013.

18 **FIGURES**:

- in the accounts have been rounded-off to the nearest of rupees.

- of the previous year have been re-arranged wherever necessary for the purpose of comparison.

CHIEF EXECUTIVE

M/S. MGM SECURITIES (PRIVATE) LIMITED SCHEDULE OF FIXED ASSETS AS AT JUNE 30, 2013

	PARTICULARS	As At 01-07-12	COST Addition / (Deletion)	As At 30-06-13	As At Rate 30-06-13 %	Rate As % 01-0	Rate
Of	Office Building	11,500,000	1	11,500,000		11,500,000 5% 3,802,752	5% 3,802,752
To	Tools & Equipment	297,650	4,850	302,500		302,500 10% 181,939	10%
Co	Computer & Softwares	509,300	17,500	526,800		526,800 10% 309,253	10%
Fu	Furniture & Fixture	1,028,586	1	1,028,586	1,028,586 10%		10%
	Total - 2013	13,335,536	22,350	13,357,886	13,357,886	13,357,886 4,919,434	
	Total - 2012	13,335,536	,	13,335,536	13,335,536	13,335,536 4,434,442	

