

**Half Yearly Report
December 31, 2025**



NAZIR
COTTON MILLS LTD.

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COMPANY'S INFORMATION

Board of Directors	Muhammad Tayyab Col. Abdul Qayyum Muhammad Adeel Anwer Khan Mr. Tariq Javaid Miss. Batool Zahra Mr. Mujahid Ahmed Mr. Aftab Anwer	Chief Executive Officer Independent Director Independent Director
Audit Committee:	Mr. Aftab Anwer Col. Abdul Qayyum Mr. Tariq Javaid	Chairman Member Member
HR & R Committee	Mr. Mujahid Ahmed Muhammad Adeel Anwer Khan Miss. Batool Zahra	Chairman Member Member
Chief Financial Officer	Mr. Maqbool Hussain Bhutta	
Company Secretary	Muhammad Faisal	
Auditors:	Kamran & Co. Chartered Accountants Apartment # A/2, Ingola Apartments 24 Jail Road, Lahore.	
Bankers:	Al-Baraka Bank Limited	
Share Registrar	Corplink (Pvt) Limited Wings Arcade 1-K, Commercial Model Town, Lahore. Tel: 042-3561714, 3589182, 35916719	
Registered Office:	Tricon Corporate Centre, Office No. 702, 7 th Floor, 73-E, Main Jail Road, Gulberg-II, Lahore. Ph # 042-35775501-02, 36407302-03	
Mills:	8-Km, Faisalabad Road, Aslamabad, Khaareyanwala, Sheikhupura. Ph # 056-3544053	

DIRECTORS' REPORT TO THE SHAREHOLDERS

For and on behalf of the Board



Batool Zahra
Director



Muhammad Tayyab
Chief Executive

Lahore
October 24, 2025

ڈائریکٹرز کی رپورٹ

Masood

محمد طیب
چیف ایگزیکٹو

Bahra

بتول زہرا
ڈائریکٹر

لاہور

24 اکتوبر، 2025

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
NAZIR COTTON MILLS LIMITED
REPORT ON REVIEW OF CONDENSED INTERIM FINANCIAL STATEMENTS**

INTRODUCTION

We have reviewed the accompanying condensed interim statement of financial position of “**NAZIR COTTON MILLS LIMITED**” as at 31 December 2025 and the related condensed interim statement of profit or loss and other comprehensive income, condensed interim statement of cash flows and condensed interim statement of changes in equity together with notes forming part thereof (her-in-after referred to as the interim financial statements) for the half year period ended. Management is responsible for the preparation and presentation of this interim financial statements in accordance with approved accounting standards as applicable in Pakistan for interim financial reporting. Our responsibility is to express a conclusion on these financial statements based on our review. The figure for the condensed interim statement of profit or loss / statement of comprehensive income for the quarter ended 31 December 2025 have not been reviewed, as we are required to review only the cumulative figures for the half year ended 31 December 2025.

SCOPE OF REVIEW

We conducted our review in accordance with international standard on review engagement 2410, “Review of interim financial information by the independent auditor of the entity “. A review of interim financial statements consists of making inquiries, primarily of the 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 Standard 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

- a) The Company has ceased its textile manufacturing operations. The Company without any adjustments for points below incurred accumulated losses of Rs. 422.543 million (June 30, 2025: Rs. 417.04 million) at the close of the period ended 31 Dec 2025. The Company's current liabilities exceed its current assets by Rs.141.161 million (June 30, 2025: Rs. 135.676 million). The Company has disposed off its plant & machinery during the year & is in the process of demolishing the building structure. The management of the Company did not provide us its assessment for going concern assumption used in preparation of these financial statements and the future financial projections indicating the economic viability of the Company. Based on the audit evidence obtained, we believe that the Company will not be able to meet its obligations in the ordinary course of business. Accordingly, we do not agree with management's preparation and presentation of the financial statements on a going concern basis. However, the financial statements, are prepared on going concern basis. Had the financial statements been prepared on a non-going concern basis of accounting, we believe that it would have had a significant negative effect on the Company's financial position and financial performance.
- b) The Company revalued its certain fixed assets on June 30, 2021, however Company incorporated the revaluation adjustment in year 2022. Moreover, the Company has not properly accounted for the revaluation surplus in prior years based on previous revaluation report as well and accordingly fixed assets, revaluation surplus, depreciation expense and deferred tax has not been properly accounted for in the financial statements during the year as well in prior years. We are unable to quantify the impact of the same due to limited information available.

- c) The Company's filed its annual income tax return for the prior year without charging minimum tax as provided for in the financial statements and hence does not reconcile. Moreover, in our opinion the tax depreciation schedule as per income tax return does not match. However, due to absence of confirmation from tax advisor of the Company, we are unable to quantify the difference and also confirm the status of any tax litigations. The provision for taxation for the year ended 30 June 2025 has been calculated without giving effect to the adjustments arising from the matters described in the "Basis for Adverse Opinion" section of our report. Accordingly, we are unable to determine the extent of misstatement, if any, in respect of current and deferred taxation.
- d) We have not received confirmation from legal advisor of the Company, and hence unable to comment on the contingencies and various cases against the company.
- e) The Company is not in compliance with certain requirements of Listed Companies (Code of Corporate Governance) Regulations, 2019 and rules of Pakistan Stock Exchange and we have issued an adverse review report on the statement of compliance. We are unable to determine any financial implication of the same.
- f) The Company has not provided for employee retirement benefits and other labour laws requirement, and we are unable to quantify any financial impact of the same.
- g) During the year ended 30 June 2025, the plant and machinery have been disposed of. The Company has also classified its building as "held for sale" on account of its dilapidated condition and management's intention to dispose of the debris. We were unable to obtain an independent valuation to determine the realizable value of this building and related debris, and accordingly we are unable to satisfy ourselves as to the appropriateness of the carrying amount disclosed under assets held for sale. Moreover, the impairment loss on the building has been charged entirely to profit and loss. In our opinion, as the building was previously carried under the revaluation model, the impairment should have first been charged to the revaluation surplus to the extent available, with only the excess, if any, recognized in profit and loss. Accordingly, the current year's loss is overstated by Rs 15.745 million, while the revaluation surplus in equity is overstated to the same extent.
- h) We have not been provided with adequate information regarding nature of capital & revenue reserve appearing in the financial statements.

**CONDENSED INTERIM STATEMENT OF FINANCIAL POSITION (UN-AUDITED)
AS AT 31 DECEMBER 2025**

	Note	Un-Audited 31/Dec/2025 Rupees	Audited 30/Jun/2025 Rupees
EQUITY AND LIABILITIES			
Share capital and reserves			
Share capital	5	230,000,000	230,000,000
Capital reserve			
Surplus on revaluation of property, plant and equipment		278,624,427	278,624,427
-(Deficit) / surplus on remeasurement of available for sale investments		(479,125)	(479,125)
-Capital reserve		434,000	434,000
Revenue reserve			
Accumulated loss		(422,543,976)	(417,042,978)
Revenue reserve - general		45,829,500	45,829,500
		<u>131,864,826</u>	<u>137,365,824</u>
Non-current liabilities			
Deferred liabilities		12,866,389	12,866,389
Current liabilities			
Trade and other payables		8,322,763	3,838,674
Income tax liability		-	1,362,747
Accrued mark-up		3,432,431	2,852,907
Short term borrowings	6	131,144,774	131,144,774
		142,899,968	139,199,102
CONTINGENCIES AND COMMITMENTS			
	7	-	-
		<u>287,631,183</u>	<u>289,431,315</u>
ASSETS			
Non-current assets			
Property, plant and equipment	8	238,310,400	238,310,400
Biological assets		2,401,571	2,416,285
		240,711,971	240,726,685
Current assets			
Trade debts		60,000	79,730
Deposits, prepayments and other receivables		949,215	3,157,512
Cash and bank balances		728,797	286,188
		1,738,012	3,523,430
Non-current asset classified as held for sale		45,181,200	45,181,200
		<u>287,631,183</u>	<u>289,431,315</u>

The annexed notes 1 to 10 form an integral part of this condensed interim financial information.


Chief Executive Officer


Director


Chief Financial officer

NAZIR COTTON MILLS LIMITED
CONDENSED INTERIM STATEMENT OF PROFIT OR LOSS
AND OTHER COMPREHENSIVE INCOME (UN-AUDITED)
FOR THE SIX MONTHS PERIOD ENDED 31 DECEMBER :

Note	Half year ended		Quarter ended	
	31/Dec/2025	31/Dec/2024	31/Dec/2025	31/Dec/2024
	Rupees		Rupees	
Sales - net	-	-	-	-
Cost of sales	-	-	-	-
Gross loss	-	-	-	-
Other Income				
-Gain on disposal of plant and machinery	-	16,691,535	-	16,691,535
-Gain on settlement of loan from banks	-	45,319,059	-	45,319,059
-Gain on sale of milk	444,200	59,740	88,956	59,740
Profit on bank deposits	1,552	-	1,552	-
Gain on sale of biological assets	50,286	-	50,286	-
-Other income	80,000	931,977	80,000	644,179
	576,038	63,002,311	220,794	62,714,513
Administrative and general expenses	(5,494,032)	(10,784,646)	(3,145,917)	(5,014,893)
Other expenses	-	(17,435,443)	-	(17,435,443)
Finance cost	(583,004)	(1,966,475)	(295,792)	(1,966,475)
(Loss) / profit before taxation and levies	(5,500,998)	32,815,747	(3,220,915)	38,297,702
Levies	-	(5,578,677)	-	(5,578,677)
(Loss) / profit before income tax	(5,500,998)	27,237,070	(3,220,915)	32,719,025
Deferred taxation	-	2,276,433	-	-
(Loss) / profit after income tax	(5,500,998)	29,513,503	(3,220,915)	32,719,025
Other comprehensive income	-	-	-	-
Total comprehensive (Loss) / income	(5,500,998)	29,513,503	(3,220,915)	32,719,025
(Loss) / earnings per share - basic and diluted	(0.24)	1.28	(0.14)	1.42

The annexed notes 1 to 10 form an integral part of this condensed interim financial information.


Chief Executive Officer


Director


Chief Financial officer

NAZIR COTTON MILLS LIMITED
CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY (UN-AUDITED)
FOR THE SIX MONTHS PERIOD ENDED 31 DECEMBER 2025

	Reserves					Total Equity
	Capital		General	Revenue	Accumulated loss	
	Share capital	Capital reserves				
Balance as at 30 June 2024	230,000,000	434,000	(479,125)	280,845,693	45,829,500	139,060,265
Total comprehensive loss for the six months period ended 31 December 2024	-	-	-	-	-	-
Total comprehensive income	-	-	-	-	-	29,513,503
Incremental depreciation on revaluation of assets for the year (net of tax)	-	-	-	(3,454,470)	-	3,454,470
Balance as at 31 December 2024	230,000,000	434,000	(479,125)	277,391,223	45,829,500	168,573,768
Total comprehensive income for the six months period ended 30 June 2025	-	-	-	-	-	-
Total comprehensive loss	-	-	-	-	-	(36,744,873)
Disposal during the year	-	-	-	2,189,183	-	3,347,746
Incremental depreciation on revaluation of assets for the year (net of tax)	-	-	-	(955,979)	-	955,979
Balance as at 30 June 2025	230,000,000	434,000	(479,125)	278,624,427	45,829,500	137,365,824
Total comprehensive income for the six months period ended 31 December 2025	-	-	-	-	-	-
Loss for the period	-	-	-	-	-	(5,500,998)
Incremental depreciation on revaluation of assets for the year (net of tax)	-	-	-	-	-	-
Revaluation surplus on disposal of building	-	-	-	-	-	-
Balance as at 31 December 2025	230,000,000	434,000	(479,125)	278,624,427	45,829,500	131,864,826

The annexed notes 1 to 10 form an integral part of this condensed interim financial information.



Chief Executive Officer



Director



Chief Financial officer

NAZIR COTTON MILLS LIMITED
CONDENSED INTERIM CASH FLOW STATEMENT (UN-AUDITED)
FOR THE SIX MONTHS PERIOD ENDED 31 DECEMBER 2025

	----- Six months ended -----	
	31/Dec/2025	31/Dec/2024
	Rupees	Rupees
CASH FLOWS FROM OPERATING ACTIVITIES		
(Loss) / profit before taxation	(5,500,998)	32,815,747
Adjustments for non-cash charges / items:		
Depreciation of property, plant and equipment	-	4,134,779
Settlement of loan	-	(45,319,059)
Provision for stores, spares and loose tools	-	750,688
Impairment of investment	-	3,838,000
Impairment of fixed assets	-	428,453
Balances written off	-	12,418,302
Gain on sale of fixed assets	-	(16,691,535)
Loss / (Gain) on sale of biological assets	(50,286)	90,000
Finance cost	583,004	1,966,475
	532,718	(38,383,897)
(Loss) / profit before working capital changes	(4,968,280)	(5,568,150)
Working capital changes		
Decrease / (Increase) in current assets	865,280	7,419
Increase / (decrease) in trade and other payables	4,484,089	6,031,834
	5,349,369	6,039,253
Cash generated from operations	381,089	471,103
Income tax paid	-	-
Finance cost paid	(3,480)	-
Net cash generated from operating activities	377,609	471,103
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of biological assets	-	(492,000)
Proceeds from disposal of fixed assets	-	13,898,305
Proceeds from disposal of biological assets	65,000	375,000
Net cash in flow from investing activities	65,000	13,781,305
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayments of short term borrowings	-	(39,403,152)
Proceeds of short term borrowings	-	48,000,000
Net cash in flow from financing activities	-	8,596,848
Net increase in cash and cash equivalents	442,609	22,849,256
Cash and cash equivalents at beginning of period	286,188	10,375,414
Cash and cash equivalents at end of period	728,797	33,224,670

The annexed notes 1 to 10 form an integral part of this condensed interim financial information.


Chief Executive Officer


Director


Chief Financial officer

NAZIR COTTON MILLS LIMITED
SELECTED EXPLANATORY NOTES TO THE CONDENSED INTERIM FINANCIAL
INFORMATION (UN-AUDITED)
FOR THE SIX MONTHS PERIOD ENDED 31 DECEMBER 2025

1 STATUS AND ACTIVITIES

1.1 Nazir Cotton Mills Limited (the "Company") was incorporated in Pakistan as a public limited company under the repealed Companies Act, 1913 (now the Companies Act, 2017) and is quoted on Pakistan Stock Exchange.

The principle business of the Company is manufacturing and sale of yarn and the other related / allied operations. The members of the Company has authorised to enter into a new line of business of dairy farming.

Registered office of the Company is situated at 61K, Gulberg III, Lahore. The manufacturing facility of the Company is located at 8 KM, Faisalabad Road, Aslamabad, Kharianwala, Sheikhpura.

1.2 Going concern assumption

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business.

The Company incurred recurring losses resulting in accumulated losses at the end of the period of Rs. 422,543,976 (June 2025: Rs. 417,042,978). The Company's current liabilities exceed its current assets at reporting date by Rs. 141,161,956 (June 2025: Rs. 135,675,672).

The Company had ceased its operations from many years due to working capital. However, subsequent to the reporting date, the management is taking steps to recommence operations and are in negotiations with financial institutions to obtain funds to manage working capital requirements. The Company managed its liquidity constraints thru financing from its sponsors and its ability to continue as a going concern is dependent on continued financing from sponsors. Management is of view that the company will restart its commercial production in foreseeable future. Management's efforts for obtaining finances from financial institutions are not so far materialized, however, management is confident that efforts will be realized and that the Company will be able to continue as a going concern.

2 STATEMENT OF COMPLIANCE

This condensed interim financial information is unaudited and has been prepared in accordance with the requirements of the International Accounting Standard 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 provisions of and directives issued under the Companies Act, 2017 differ from the IAS 34 and IFRSs, the provisions of and directives issued under the Companies Act, 2017 have been followed.

This condensed interim financial information has, however, been subjected to limited scope review by the auditors, as required by the Code of Corporate Governance, and should be read in conjunction with the audited annual financial statements of the Company for the year ended 30 June 2025.

3 BASIS OF MEASUREMENT

This condensed interim financial information has been prepared under the historical cost convention modified by adjustment of revaluation of certain assets. In this condensed interim financial information, except for the cash flow statements, all the transactions have been accounted for on accrual basis.

4 SIGNIFICANT ACCOUNTING POLICY

The accounting policies and method for computation adopted for the preparation of this condensed interim financial information is the same as those applied in preparation of the financial statements for the year ended June 30, 2025.

	Un-Audited 31/Dec/2025 Rupees	Audited 30/Jun/2025 Rupees
5 SHARE CAPITAL		
Authorized capital		
Ordinary shares of Rs. 10 each	250,000,000	250,000,000
Issued, subscribed and paid-up share capital		
20,312,530 (June 30, 2025: 20,312,530) ordinary shares of Rs 10/- each fully paid in cash	203,125,300	203,125,300
2,317,470 (June 30, 2025: 2,317,470) ordinary shares of Rs 10/- each fully paid as bonus shares	23,174,700	23,174,700
370,000 (June 30, 2025: 370,000) ordinary shares of Rs 10/- each fully paid in consideration of Property and assets of Sargodha Textile Mills Limited as per bifurcation scheme approved by the Honorable High Court in 1974.	3,700,000	3,700,000
	230,000,000	230,000,000
	Un-Audited 31/Dec/2025 Rupees	Audited 30/Jun/2025 Rupees
6 SHORT TERM FINANCES		
-From others		
Sponsor's loan - note 6.1	123,144,774	123,144,774
Related party loan - interest bearing - note 6.2	8,000,000	8,000,000
	131,144,774	131,144,774
6.1 This represents unsecured and interest free loan obtained from sponsors of the Company to meet the Company's past B.M.R. plans and liquidity problems, this loan is repayable on demand. The maximum aggregate amount due at the end of any month during the year was Rs. 123.144 million (2025: Rs. 123.144 million).		
6.2 The Company has entered in to a loan agreement and obtained interest bearing loan for settlement of loan liabilities of the Company. It carries mark up at the rate of 3 months kibar plus 3.5% per annum. The loan is repayable within the next twelve months.		
7 CONTINGENCIES AND COMMITMENTS		
Contingencies and Commitments		
Pakistan Stock Exchange had placed the Company in defaulter's segment due to non compliances with the regulations of Pakistan Stock Exchange.		
Other than above, there is no known contingent liability and commitments as on period end.		
	Un-Audited 31/Dec/2025 Rupees	Audited 30/Jun/2025 Rupees
8 PROPERTY PLANT AND EQUIPMENT		
Opening net book value	238,310,400	323,802,473
Disposal	-	(78,567,994)
Depreciation charged	-	(6,924,079)
	238,310,400	238,310,400
8.1 De-recognition of plant and machinery		
During the year ended 30 June 2025, the Company has disposed of all its remaining plant and machinery, resulting in a gain of Rs. 16.691 million, which has been recognized as gain on sale of plant and machinery in the statement of profit or loss. The Company has no plans to restart commercial production in the future.		
9 AUTHORIZATION FOR ISSUE		
These financial statements have been approved by the board of directors of the Company and authorized for issue on _____.		
10 CORRESPONDING FIGUR		
10.1 Corresponding figures have been re-arranged, wherever necessary to the facilitation of comparison.		
10.2 Figures have been rounded off to the nearest of rupees.		



Chief Executive Officer



Director



Chief Financial officer

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