

QUARTERLY REPORT

March 31, 2025



UDL INTERNATIONAL LIMITED



Table of Contents

Corporate Information

Directors' Report

Condensed Interim Financial Statements (Unconsolidated)

Condensed Interim Financial Statements (Consolidated)

CORPORATE INFORMATION



UDL INTERNATIONAL LIMITED

| | | | |
|--|---|--|---|
| Date of Incorporation | May 19,2022 | | |
| BOARD OF DIRECTORS | Majid Hasan Shuja Malik Rahaila Izzet Aleem Abdul Rahim Suriya Khalid Malik Qaiser Ahmed Maggoon Syed Aamir Hussain | Chairman - Independent Non Executive Director Chief Executive Officer Independent Non Executive Director Independent Non Executive Director Executive Director Non-Executive Director Non-Executive Director | |
| COMPANY SECRETARY | Muhammad Faisal Siddiqui | | |
| AUDIT COMMITTEE | Rahaila Izzet Aleem Abdul Rahim Suriya Qaisar Ahmed Maggoon | Chairperson Member Member | Independent Non Executive Director Independent Non Executive Director Non Executive Director |
| HUMAN RESOURCE & REMUNERATION COMMITTEE | Abdul Rahim Suriya Rahaila Izzet Aleem Shuja Malik | Chairman Member Member | Independent Non Executive Director Independent Non Executive Director Chief Executive Officer |
| AUDITORS | Grant Thornton Anjum Rahman. Chartered Accountants | | |
| BANKERS | Habib Bank Limited Askari Bank Limited Faysal Bank Limited Bank Islami Pakistan Limited Al Baraka Bank United Bank Limited | | |
| (Emaan) Stock Exchanges where Company is listed | Pakistan Stock Exchange Ltd. www.psx.com.pk | | |
| Scrip Symbol | UDLI | | |
| REGISTRAR | CDC SHARE REGISTRAR SERVICES LIMITED CDC House 99, Block 'B' S.M.C.H.S. Main Shahra-e-Faisal Karachi. | | |
| LEGAL ADVISOR | Khalid Anwer and Co. 153-K, Sufi Street, Block 2 PECHS, Karachi | | |
| TAX ADVISOR | Baker Tilly Mehmoood Idrees Qamar Chartered Accountants 4th Floor, Central Hotel Building, Civil Lines, Mereweather Road, Karachi. | | |
| SUBSIDIARY COMPANY | - UDL Financial Services Limited (A wholly owned subsidiary) | | |
| ASSOCIATED COMPANIES | - EAM Ventures (Pvt) Limited - UDL Pharmaceuticals Pakistan (Pvt) Limited - SASL Trading (Pvt) Limited | | |
| REGISTERED OFFICE | 1st FLOOR, BUSINESS ENCLAVE, 77-C, 12th COMMERCIAL STREET, OFF: KHAYABAN-E-ITTEHAD, D.H.A, PHASE II (EXTENSION), KARACHI. | | |
| REGISTRATION NUMBER OF UDLI | 0202206 | | |
| NATIONAL TAX NUMBER OF UDLI | 9550806-6 | | |
| PHONE | 92 – 21 – 353 10561 – 5 (5 Lines) | | |
| FAX | 92 – 21 – 353 10566 | | |
| E-mail | info@udl.com.pk | | |
| Web: | www.udl.com.pk | | |

3rd Quarter Report March 2025



UDL INTERNATIONAL LIMITED

DIRECTORS' REPORT TO THE SHAREHOLDERS (STANDALONE AND CONSOLIDATED)

PRINCIPAL ACTIVITIES

The company's principal line of business is to provide services legally permissible and also trading in products as permissible under Law. The Company is focused on Islamic Financial Services through its subsidiary, UDL Financial Services Limited. Looking ahead, the company plans to expand its horizons by venturing into the FMCG market, skin care, food, etc., where it aims to establish unique brands that reflects commitment to quality and excellence.

SUMMARY OF FINANCIAL PERFORMANCE (STANDALONE AND CONSOLIDATED)

These half yearly financial statements are not comparable with the same period of last year after the completion of the merger process effective April 23, 2024. Moreover, corresponding figures of standalone and consolidated accounts are immaterial and are, therefore, not meaningful.

In the standalone accounts, total revenue was Rs. 28.93 million. Unrealized gain was Rs. 14.61 million. Operating Expenses were Rs. 38.98 million. Net Profit after levies and taxation amount to Rs. 2.96 million. Our profitability didn't meet expectations, primarily because we could not realize reasonable capital gains amid a sluggish stock market in the third quarter.

In the consolidated accounts, revenue stood at Rs. 54.92 million. Unrealized gain was Rs. 14.61 million. Operating Expenses were Rs. 67.11 million. On a consolidated basis, the company posted a net profit after levies and taxation of Rs. 0.34 million. Main reason for lower profit, in addition to a sluggish stock market was a slight loss of Rs. (2.62) million in the subsidiary owing to declining kibar and higher operating expenses. To counter declining kibar, the subsidiary plans to secure shariah compliant bank credit lines to increase revenue and improve overall profitability.

Standalone Earning per Share (EPS) was Rs. 0.08. Consolidated Earning per Share (EPS) was Rs. 0.01.

FUTURE OUTLOOK

Subsequent to the merger, the lending business was hived down into the subsidiary, resulting in limited income for the company. In order to cover its operating expenses, the company needs to generate additional revenue, therefore, the board decided to diversify into the skincare business. To bring the project to fruition, we have executed an agreement with a reputable skincare manufacturer, completed trials for six products, and are finalizing packaging and distributors. We aim to launch the products in the current quarter, In Sha Allah.



UDL INTERNATIONAL LIMITED

Once the skin care range is launched, we would look for other opportunities in the market in order to expand and diversify the product portfolio that could maximize returns for the shareholders.

Additionally, with the economic situation improving and the stock market at an all-time high, we expect to make additional capital gains, contributing to overall profitability.

ACKNOWLEDGEMENT:

The Board would like to take this opportunity to thank the officials of the Securities and Exchange Commission of Pakistan (SECP) for their continuous guidance and support. The Board would also like to thank our shareholders for reposing trust and confidence in the Company, and to the members of Management and Staff for their commitment and dedication.

Chief Executive Officer
Shuja Malik

Director
Syed Aamir Hussain

April 24,2025



UDL INTERNATIONAL LIMITED

**Condensed Interim Financial Statements- Unconsolidated
FOR THE NINE MONTHS PERIOD ENDED MARCH 31,2025
(UN-AUDITED)**

UDL International Limited
Condensed Interim Unconsolidated Statement of Financial Position - (Unaudited)
As at March 31, 2025

| | Note | March 31,2025 (Un-audited) | June 30,2024 (Audited) |
|---|------|-------------------------------|---------------------------|
| ----- Rupees ----- | | | |
| ASSETS | | | |
| Non-current assets | | | |
| Property and equipment | 4 | 17,505,407 | 19,368,200 |
| Intangible assets | | 265,627 | - |
| Investment in subsidiary | 5 | 225,010,000 | 225,010,000 |
| Long term Investments | 6 | 138,816,370 | 108,499,659 |
| Long term deposits | | 1,620,350 | 1,620,350 |
| | | 383,217,754 | 354,498,209 |
| Current assets | | | |
| Short term investments | 7 | 51,678,395 | 130,950,862 |
| Advances, deposits, prepayments and other receivables | | 6,102,935 | 5,616,121 |
| Taxation - net | | 19,758,358 | 18,736,626 |
| Cash and bank balances | 8 | 126,233,810 | 39,588,876 |
| | | 203,773,497 | 194,892,485 |
| TOTAL ASSETS | | 586,991,251 | 549,390,694 |
| EQUITY AND LIABILITIES | | | |
| Capital and reserves | | | |
| Authorised share capital | 9 | 500,000,000 | 500,000,000 |
| Share capital | 9 | 351,205,480 | 351,205,480 |
| Un-appropriated profit | | (6,466,894) | (9,433,215) |
| General reserve | | 192,812,478 | 192,812,478 |
| Income/(deficit) on revaluation of investments | | 13,006,702 | (27,896,354) |
| Total shareholder's equity | | 550,557,767 | 506,688,389 |
| Current liabilities | | | |
| Trade and Other payables | | 7,166,579 | 13,338,175 |
| Unclaimed Dividend | | 29,266,905 | 29,364,130 |
| | | 36,433,484 | 42,702,305 |
| TOTAL EQUITY AND LIABILITIES | | 586,991,251 | 549,390,694 |
| CONTINGENCIES AND COMMITMENTS | | | |

10

The annexed notes from 1 to 15 form an integral part of these condensed interim unconsolidated financial statements.


Chief Executive Officer
Shuja Malik


Director
Syed Aamir Hussain


Chief Financial Officer
Muhammad Faisal Siddiqui


UDL International Limited
Condensed Interim Unconsolidated Statement of Profit or Loss - (Unaudited)
For the nine months period ended March 31,2025

| | Note | Three months period ended | | Nine months period ended | |
|--|------|---------------------------|------------------|--------------------------|------------------|
| | | March 31, 2025 | March 31,2024 | March 31, 2025 | March 31,2024 |
| ----- Rupees ----- | | | | | |
| Revenue | | | | | |
| Dividend income | | 781,838 | | 4,697,570 | - |
| Profit on bank balances & debt securities | | 2,582,769 | 397 | 9,760,724 | 1,181 |
| Realized gain on sales of securities | 11 | 5,329,255 | | 14,474,962 | |
| | | 8,693,862 | 397 | 28,933,256 | 1,181 |
| Unrealized gain/(loss) on re-measurement of investments at Fair Value through profit & loss (FVTPL) | | (2,409,263) | - | 14,611,121 | - |
| | | 6,284,599 | 397 | 43,544,378 | 1,181 |
| Operating expenses | | (12,270,618) | - | (38,987,186) | - |
| Financial charges | | (34) | - | (23,766) | - |
| Profit/(loss) before levy and taxation | | (5,986,054) | 397 | 4,533,426 | 1,181 |
| Levy- reversal/(charge) | | 900,353 | - | (1,567,104) | - |
| Profit/(loss) before taxation | | (5,085,701) | 397 | 2,966,322 | 1,181 |
| Income tax | | - | | - | - |
| Profit/(loss) after taxation | | (5,085,701) | 397 | 2,966,322 | 1,181 |
| Earning/(loss) per share - basic | | (0.14) | 0.04 | 0.08 | 0.12 |

The annexed notes from 1 to 15 form an integral part of these condensed interim unconsolidated financial statements.


Chief Executive Officer
Shuja Malik


Director
Syed Aamir Hussain


Chief Financial Officer
Muhammad Faisal Siddiqui

UDL International Limited
Condensed Interim Unconsolidated Statement of Comprehensive Income - (Unaudited)
For the nine months period ended March 31,2025

| | Three months period ended | | Nine months period ended | |
|---|---------------------------|-------------------|--------------------------|-------------------|
| | March 31, 2025 | March 31, 2024 | March 31,2025 | March 31, 2024 |
| | ----- Rupees ----- | | | |
| Profit/(loss) after taxation | (5,085,701) | 397 | 2,966,322 | 1,181 |
| Other Comprehensive Income | | | | |
| <i>Items that may not be reclassified subsequently to the statement of profit or loss:</i> | | | | |
| Unrealized gain on re-measurement of investments at fair value through other comprehensive income (FVOCI) | 35,801,884 | - | 40,903,056 | - |
| Total comprehensive income for the period | <u>30,716,183</u> | <u>397</u> | <u>43,869,378</u> | <u>1,181</u> |

The annexed notes from 1 to 15 form an integral part of these condensed interim unconsolidated financial statements.


Chief Executive Officer
Shuja Malik


Director
Syed Aamir Hussain


Chief Financial Officer
Muhammad Faisal Siddiqui


UDL International Limited
Condensed Interim Unconsolidated Statement of Changes in Equity - (Unaudited)
For the nine months period ended March 31,2025

| | Share Capital | General Reserves | Un- appropriated profit/ (Accumulated Losses) | Income /Deficit on revaluation of investment | Total Shareholder's equity |
|--|--------------------|---------------------|---|---|----------------------------------|
| | ----- Rupees ----- | | | | |
| Balance as at July 1, 2023 - (audited) | 100,000 | - | (111,008) | | (11,008) |
| Total comprehensive Income | - | - | 1,181 | | 1,181 |
| Balance as at March 31, 2024 - (unaudited) | 100,000 | - | (109,827) | | (9,827) |
| Balance as at July 01, 2024 - (audited) | 351,205,480 | 192,812,478 | (9,433,215) | (27,896,354) | 506,688,389 |
| Profit after taxation | - | - | 2,966,322 | - | 2,966,322 |
| Other comprehensive income | | | | 40,903,056 | 40,903,056 |
| Total comprehensive income for the nine months period ended March 31,2025. | - | - | 2,966,322 | 40,903,056 | 43,869,378 |
| Balance as at March 31,2025 (un-audited) | 351,205,480 | 192,812,478 | (6,466,894) | 13,006,702 | 550,557,767 |

The annexed notes from 1 to 15 form an integral part of these condensed interim unconsolidated financial statements.


Chief Executive Officer
Shuja Malik


Director
Syed Aamir Hussain


Chief Financial Officer
Muhammad Faisal Siddiqui

UDL International Limited
Condensed Interim Unconsolidated Statement of Cash Flow - (Unaudited)
For the nine months period ended March 31,2025

| | Nine Months period Ended | |
|--|---------------------------------|--------------------------|
| | March 31, 2025 | March 31,2024 |
| | ----- Rupees ----- | |
| CASH FLOW FROM OPERATING ACTIVITIES | | |
| Profit before levy and taxation | 4,533,426 | 1,181 |
| Adjustment of non cash items: | | |
| Depreciation | 1,988,916 | - |
| Amortization | 46,873 | - |
| Unrealized (gain)/loss on re-measurement of investments at FVTPL | (14,611,121) | - |
| Loss on disposal of asset | 29,877 | - |
| Dividend income | (4,697,570) | - |
| Financial charges | 23,766 | - |
| | (17,219,257) | - |
| Operating loss before working capital changes | (12,685,832) | 1,181 |
| Changes in working capital: | | |
| Advances, deposits, prepayments and other receivables | (486,814) | - |
| Trade and Other payables | (6,171,596) | - |
| Unclaimed Dividend | (97,225) | - |
| | (6,755,635) | - |
| Tax paid | (2,588,836) | (176) |
| Financial charges paid | (23,766) | - |
| Net cash (used in) operating activities | (22,054,069) | 1,005 |
| CASH FLOW FROM INVESTING ACTIVITIES | | |
| Purchase of fixed assets | (168,000) | - |
| Proceeds from sale of fixed assets | 12,000 | - |
| Software | (312,500) | - |
| Net investments during the year | 104,469,933 | - |
| Dividends received | 4,697,570 | - |
| Net cash generated from investing activities | 108,699,003 | - |
| CASH FLOW FROM FINANCING ACTIVITIES | - | - |
| Net increase in cash and cash equivalents | 86,644,934 | 1,005 |
| Cash and cash equivalents at the beginning of the period | 39,588,876 | 19,155 |
| Cash and cash equivalents at the end of the period | 126,233,810 | 20,160 |

The annexed notes from 1 to 15 form an integral part of these condensed interim unconsolidated financial statements.


Chief Executive Officer
Shuja Malik


Director
Syed Aamir Hussain


Chief Financial Officer
Muhammad Faisal Siddiqui

UDL International Limited
Notes to the Condensed Interim Unconsolidated Financial Statements -(Unaudited)
For the nine months period ended March 31,2025

1 LEGAL STATUS AND NATURE OF THE BUSINESS

UDL International Limited was incorporated as an unlisted public company under the Companies Act, 2017 on May 19, 2022. Subsequently, on July 10, 2024, the company was listed on the Pakistan Stock Exchange (PSX). Its principal business activities include providing legally permissible services and trading in products as allowed under applicable laws. The company's registered office is located at 1st Floor, Business Enclave, 77-C, 12th Commercial Street, Khayaban-e-Ittehad, DHA, Karachi.

2 BASIS OF PREPARATION

2.1 Standard of compliance

2.1.1 These condensed interim financial statements 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 comprise of :

- International Accounting Standards (IAS) 34, interim financial reporting issued by the International Accounting Standards Boards (IASB) as notified under the Companies Act, 2017 (the Act);

- Provisions of and directions issued under the Act; and

- Islamic Financial Accounting Standards (IFAS) issued by the Institute of Chartered Accountants of Pakistan as notified under the Companies Act, 2017.

Where the provisions of, and directives issued under the Act differ with the requirements of IAS 34, the provisions of and directives issued under the Act have been followed.

2.1.2 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 financial statements of the Company for the year ended 30 June 2024 relates explanatory notes are includes to explain events and transactions that are significant to the understanding of the changes in the comparative company's financial position and performance since the last annual financial statements.

These condensed interim financial statements are un-audited and are being submitted to the member as requiring by section 237 of the Companies Act, 2017 (the Act). The figures for the half year ended December 31, 2024 have, however, been subjected to limited scope review by the auditor.

2.2 Basis of measurement

These unconsolidated condensed interim financial statements have been prepared under the historical cost convention except as otherwise stated in the respective notes to the unconsolidated condensed interim financial statements.

2.3 Functional and presentation currency

These unconsolidated condensed interim financial statements are presented in Pakistan Rupees which is also the Corporation's functional currency and all financial information presented has been rounded-off to the nearest thousand Rupees except where stated otherwise.

3 MATERIAL ACCOUNTING POLICIES AND INFORMATION

3.1 The accounting policies and methods of computation followed for the preparation of these condensed interim unconsolidated financial statements are same as those applied in preparing the annual audited unconsolidated financial statements for the year ended June 30, 2024.

The preparation of condensed interim unconsolidated 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. Judgements and estimates made by the management in the preparation of these condensed interim unconsolidated financial statements are same as those applied in the Company's annual audited unconsolidated financial statements for the year ended June 30, 2024. The Company's financial risk management objectives and policies are consistent with those disclosed in the Company's annual audited unconsolidated financial statements for the year ended June 30, 2024.

In May 2024, the Institute of Chartered Accountants of Pakistan (ICAP) withdrew Technical Release 27 (IAS 12 - Income Tax Revised 2012) and issued IAS 12 Application Guidance on Accounting for Minimum Taxes and Final Taxes.

UDL International Limited
Notes to the Condensed Interim Unconsolidated Financial Statements -(Unaudited)
For the nine months period ended March 31,2025

In accordance with guidance , the company has changed its accounting policy to designate tax amount calculated on taxable income using the notified tax rate as an income tax expense. Any excess over the amount of designated as income tax is then recognizes as "Levy" under IAS-37, provision, contingent liability and contingent assets".Which are being previously recognized as "income tax".The company has accounting for the effects of the change in accounting policy retrospectively under IAS-08, Accounting policies, changesin accounting estimates and error. The effect of the change in accounting policies are as follows :

| | For the quarter ended March 31,2025 | | | For the nine months period ended March 31,2025 | | |
|---|---|---|---------------------------------------|--|---|---------------------------------------|
| | Had there been no change in accounting policy | After incorporating effect of change in accounting policy | Impact of change In accounting policy | Had there been no change in accounting policy | After incorporating effect of change in accounting policy | Impact of change In accounting policy |
| Effects on statement of profit or loss | | | | | | |
| Profit before levy and taxation | 397 | 397 | - | 1,181 | 1,181 | - |
| Levies | - | - | - | - | - | - |
| Taxation | - | - | - | - | - | - |
| | | | | | | |

3.2 Changes in accounting standards, interpretations and pronouncements

a) Standards and amendments to approved accounting and reporting standards that are effective

There are certain amendments and interpretations to the accounting and reporting standards which are mandatory for the Company's annual accounting period which began on July 1, 2024. However, these do not have any significant impact on the Company's financial reporting.

b) Standards and amendments to approved accounting and reporting standards that are not yet effective

There are certain amendments and interpretations to the accounting and reporting standards that will be mandatory for the Company's annual accounting periods beginning on or after July 1, 2025. However, these will not have any impact on the Company's financial reporting and, therefore, have not been disclosed in these condensed interim financial statements.

UDL International Limited
Notes to the Condensed Interim Unconsolidated Financial Statement - (Unaudited)
For the nine months period ended March 31,2025

| | Note | March 31,2025 (Un-audited) | June 30,2024 Audited |
|--|---|-------------------------------|--------------------------|
| ----- Rupees ----- | | | |
| 4 PROPERTY & EQUIPMENTS | | | |
| Opening -WDV | | 19,368,200 | - |
| Addition | | 168,000 | - |
| Merger adjustment-WDV | | - | 19,873,907 |
| Deletion-WDV | | (41,877) | - |
| Depreciation | | (1,988,916) | (505,707) |
| Closing -WDV | | 17,505,407 | 19,368,200 |
| 5 INVESTMENT IN SUBSIDIARY | | | |
| Related Party | | | |
| - UDL Financial Services Limited - Cost | 5.1 | 225,010,000 | 225,010,000 |
| | | 225,010,000 | 225,010,000 |
| 5.1 The Company holds 100% shareholding 22,501,000 shares @10 (June 2024 : 22,501,000 shares @10 each) each in UDL Financial Services Limited (UDLFSL) in lieu of the diminishing musharakah portfolio and other assets hived down to UDLFSL. | | | |
| | | March 31,2025 (Un-audited) | June 30, 2024 Audited |
| 6 LONG TERM INVESTMENTS | | | |
| Listed Companies -At Fair Value Other Comprehensive Income (FVOCI) | | 138,816,370 | 108,499,659 |
| 7 SHORT TERM INVESTMENTS | | | |
| At Fair Value through profit or loss account (FVTPL) | | | |
| HBL Islamic Money Market Fund - HBL AMC | | - | 80,385,955 |
| Faysal Islamic Cash Fund | | - | 22,266,072 |
| Listed securities | | 51,678,395 | 28,298,835 |
| | | 51,678,395 | 130,950,862 |
| 8 CASH AND BANK BALANCES | | | |
| Cash in hand | | - | 1,150 |
| Cash at bank | | | |
| - Current accounts | | 69,540 | 18,501,223 |
| - Profit bearing accounts | 8.1 | 126,164,269 | 21,086,503 |
| | | 126,233,810 | 39,588,876 |
| 8.1 This represents saving account which carries mark-up 4% to 9% per annum. The Company places all the funds with islamic banks. | | | |
| 9 SHARE CAPITAL | | March 31,2025 (Un-audited) | June 30,2024 Audited |
| June 30,2024 March 31,2025 | | | |
| Number of Shares | | | |
| 50,000,000 50,000,000 | Authorized share capital | 500,000,000 | 500,000,000 |
| | Ordinary shares of Rupees 10 each. | | |
| | Issued, subscribed and paid-up capital | | |
| 35,120,548 35,120,548 | Ordinary shares of Rupees 10 each (swap ratio of 1:1 each to shareholder). | 351,205,480 | 351,205,480 |
| 35,120,548 35,120,548 | | 351,205,480 | 351,205,480 |

10 CONTINGENCIES AND COMMITMENTS**Note**

There are no contingencies as at March 31, 2025 (June 24 : Nil)

11 REALIZED GAIN ON SALE OF SECURITIES**March 31,2025
(Un-audited)****March 31,2024
(Un-audited)**

Listed Securities -At Fair Value through profit and loss (FVTPL)
Listed Securities -At Fair Value through Other Comprehensive Income (FVTOCI)

| | |
|-------------------|----------|
| 5,111,317 | - |
| 9,363,645 | - |
| 14,474,962 | - |

12 EARNINGS PER SHARE

Profit after taxation

| | |
|-----------|-------|
| 2,966,322 | 1,181 |
|-----------|-------|

Weighted average number of ordinary shares outstanding
during the period

| | |
|------------|--------|
| 35,120,548 | 10,000 |
|------------|--------|

Earning per share- basic

12.1

| | |
|------|------|
| 0.08 | 0.12 |
|------|------|

12.1 There is no dilutive potential shares as at the year end.

13 TRANSACTIONS WITH RELATED PARTIES

The related parties comprises of subsidiaries, associated companies, related group companieskey management personnel (KMP) / directors of the Company, companies in which directors are interested, staff retirement benefits and close members of the family of KMP.

The Company in the normal course of business carries out transactions with related parties on mutually agreed terms and do not involve more than a normal risk. Amounts due from and due to related parties are disclosed in the relevant notes to the unconsolidated financial statements.

Transactions with related parties during the period are given below:

Transactions during nine months period

| Name | Relationship | Nature | Amount in Rupees |
|--|--------------------------------|-----------------------|------------------|
| UDL International Limited Staff Provident Fund | Staff Provident fund | Contribution and Loan | 1,034,386 |
| Directors | Directors | Salaries and benefits | 18,287,306 |
| Other Key Management Personnel (KMP) | Other Key management positions | Salaries and benefits | 2,179,647 |

None of the director and key management personnel had any arrangements with the Company other than their terms of employment.

14 CORRESPONDING FIGURES


The comparative condensed balance sheet, presented in this condensed interim financial information, as at June 30, 2024. The comparative interim profit and loss account, interim statement of comprehensive income, cash flow statement and statement of changes in equity for the nine months period ended March 31, 2025 are not comparable due to pre-merger figures.

15 DATE OF AUTHORIZATION FOR ISSUE

These financial statements were approved and authorized for issue on April 24,2025 by the Board of Directors of Company.


Chief Executive Officer
Shuja Malik


Director
Syed Aamir Hussain


Chief Financial Officer
Muhammad Faisal Siddiqui



UDL INTERNATIONAL LIMITED

Condensed Interim Financial Statements- Consolidated

For the nine months period ended March 31,2025


UDL International Limited
Consolidated Condensed Interim Statement of Financial Position
As at March 31, 2025

| | | March 31,2025 (Un-audited) | June 30,2024 (Audited) |
|--|------|-------------------------------|---------------------------|
| ASSETS | Note | ----- Rupees ----- | |
| NON-CURRENT ASSETS | | | |
| Property and Equipment | 4 | 33,161,096 | 26,674,541 |
| Intangible assets | | 531,255 | - |
| Diminishing musharakah financing | 5 | 73,078,252 | 12,082,207 |
| Long term Investments | 6 | 138,816,370 | 108,499,659 |
| Long term deposits | | 1,699,350 | 1,699,350 |
| | | 247,286,323 | 148,955,757 |
| CURRENT ASSETS | | | |
| Short term investments | 7 | 51,767,906 | 167,056,715 |
| Current portion of diminishing musharakah financing | 5 | 35,267,579 | 35,152,453 |
| Diminishing musharakah financing-rent receivable | | 294,410 | 710,274 |
| Advances, deposits, prepayments and other receivables | | 33,746,726 | 10,499,161 |
| Taxation - net | | 22,537,423 | 18,901,680 |
| Cash and bank balances | 8 | 196,118,989 | 166,460,880 |
| | | 339,733,032 | 398,781,163 |
| TOTAL ASSETS | | 587,019,355 | 547,736,920 |
| EQUITY AND LIABILITIES | | | |
| CAPITAL AND RESERVES | | | |
| Authorized share capital | 9 | 500,000,000 | 500,000,000 |
| Issued,subscribed and paid -up capital | 9 | 351,205,480 | 351,205,480 |
| Un-appropriated profit/(loss) | | (7,602,738) | (7,944,086) |
| General reserve | | 192,812,478 | 192,812,478 |
| Income/(deficit) on revaluation of investments | | 13,006,702 | (27,896,354) |
| | | 549,421,922 | 508,177,518 |
| Total equity attributable to the equity holders of the Holding Company | | 549,421,922 | 508,177,518 |
| Non-controlling interest | | - | - |
| Total shareholder's equity | | 549,421,922 | 508,177,518 |
| CURRENT LIABILITIES | | | |
| Trade and Other payables | | 8,330,527 | 10,195,272 |
| Unclaimed Dividend | | 29,266,905 | 29,364,130 |
| | | 37,597,432 | 39,559,402 |
| TOTAL EQUITY AND LIABILITIES | | 587,019,355 | 547,736,920 |

CONTINGENCIES AND COMMITMENTS

10

The annexed notes from 1 to 15 form an integral part of these financial statements.


Chief Executive Officer
Shuja Malik


Director
Syed Aamir Hussain


Chief Financial Officer
Muhammad Faisal Siddiqui


UDL International Limited
Consolidated Condensed Interim Statement of Profit or Loss - (Unaudited)
For the nine months period ended March 31,2025

| | Three months period ended | | Nine months period ended | |
|---|---------------------------|------------------|--------------------------|---------------|
| | March 31, 2025 | March 31,2024 | March 31, 2025 | March 31,2024 |
| Note | ----- Rupees ----- | | | |
| Revenue: | | | | |
| Dividend Income | 781,838 | - | 4,855,451 | |
| Profit on Bank balances & debt securities | 5,387,886 | 672 | 24,992,750 | 1,477 |
| Realized gain on sale of securities | 5,329,255 | | 14,474,962 | |
| Diminishing Musharkah Income | 3,024,722 | - | 7,563,163 | - |
| Other Income | 128,698 | - | 3,034,488 | |
| | 14,652,399 | 672 | 54,920,814 | 1,477 |
| Unrealized gain on re-measurement of investments at Fair Value through profit & loss (FVTPL) | (2,409,263) | - | 14,611,121 | - |
| | 12,243,136 | 672 | 69,531,936 | 1,477 |
| Operating expenses | (21,801,515) | - | (67,110,952) | - |
| Financial charges | (9,243) | - | (53,111) | (300) |
| Profit/(Loss) before levy and taxation | (9,567,623) | 672 | 2,367,873 | 1,177 |
| Levy - reversal/(charge) | 825,871 | - | (2,026,526) | - |
| Profit/(Loss) for the period before taxation | (8,741,752) | 672 | 341,347 | 1,177 |
| Taxation | - | - | - | - |
| Profit/(Loss) for the period after taxation | (8,741,752) | 672 | 341,347 | 1,177 |
| Attributable to: | | | | |
| Equity holders of the holding company | (8,741,752) | 672 | 341,347 | 1,177 |
| Non-controlling interest | - | - | - | - |
| | (8,741,752) | 672 | 341,347 | 1,177 |
| Earning/(Loss) per share - basic | (0.25) | 0.07 | 0.01 | 0.12 |

The annexed notes from 1 to 15 form an integral part of these financial statements.


Chief Executive Officer
Shuja Malik



Director
Syed Aamir Hussain


Chief Financial Officer
Muhammad Faisal Siddiqui


UDL International Limited
Consolidated Condensed Interim Statement of Comprehensive Income - (Unaudited)
For the nine months period ended March 31,2025

| | Three months period ended | | Nine months period ended | |
|---|---------------------------|------------------|--------------------------|------------------|
| | March 31, 2025 | March 31,2024 | March 31, 2025 | March 31,2024 |
| | ----- Rupees ----- | | | |
| Profit/(Loss) after taxation | (8,741,752) | 672 | 341,347 | 1,177 |
| Other Comprehensive Income | | | | |
| <i>Items that may not be reclassified subsequently to the statement of profit or loss:</i> | | | | - |
| Unrealized gain on re-measurement of investments at fair value through other comprehensive income (FVOCI) | 35,801,884 | - | 40,903,056 | - |
| Total comprehensive income for the period | 27,060,132 | 672 | 41,244,403 | 1,177 |
| Attributable to: | | | | |
| Equity holders of the holding company | 27,060,132 | 672 | 41,244,403 | 1,177 |
| Non-controlling interest | - | - | - | - |
| | 27,060,132 | 672 | 41,244,403 | 1,177 |

The annexed notes from 1 to 15 form an integral part of these financial statements.


Chief Executive Officer
Shuja Malik


Director
Syed Aamir Hussain


Chief Financial Officer
Muhammad Faisal Siddiqui

UDL International Limited
Consolidated Condensed Interim Statement of Changes in Equity - (Unaudited)
For the nine months period ended March 31,2025

| | Share Capital | General Reserves | Un-appropriated profit/ (Accumulated Losses) | Non- controlling interest | Income /Deficit on revaluation of investment | Total |
|---|--------------------|---------------------|---|---------------------------------|---|-------------|
| | ----- Rupees ----- | | | | | |
| Balance as at July 1, 2023 | 100,000 | - | (221,008) | - | - | (121,008) |
| Total comprehensive Income for the period | - | - | 1,177 | - | - | 1,177 |
| Balance as at March 31,2024 | 100,000 | - | (219,831) | - | - | (119,831) |
| Balance as at July 01, 2024 | 351,205,480 | 192,812,478 | (7,944,086) | - | (27,896,354) | 508,177,518 |
| Profit after tax | - | - | 341,347 | - | - | 341,347 |
| Comprehensive income for the period | - | - | - | - | 40,903,057 | 40,903,057 |
| Total comprehensive income for the nine months period ended March 31,2025 | - | - | 341,347 | - | 40,903,057 | 41,244,404 |
| Balance as at March 31,2025 (un-audited) | 351,205,480 | 192,812,478 | (7,602,740) | - | 13,006,703 | 549,421,922 |

The annexed notes from 1 to 15 form an integral part of these financial statements.


Chief Executive Officer
Shuja Malik



Director
Syed Aamir Hussain


Chief Financial Officer
Muhammad Faisal Siddiqui


UDL International Limited
Consolidated Condensed Interim Statement of Cash Flow - (Unaudited)
For the nine months period ended March 31,2025

| | Note | March 31, 2025 | March 31,2024 |
|--|------|--------------------|---------------|
| | | ----- Rupees ----- | |
| CASH FLOW FROM OPERATING ACTIVITIES | | | |
| Profit before levy & taxation | | 2,367,873 | 1,177 |
| Adjustment of non cash items: | | | |
| Depreciation | | 4,347,222 | - |
| Amortization | | 93,746 | - |
| Unrealized (gain)/loss on re-measurement of investments at FVTPL | | (14,611,121) | - |
| Gain on disposal of asset | | (2,417,462) | - |
| Dividend income | | (4,697,570) | - |
| Financial charges | | 53,111 | 300 |
| | | (17,232,074) | 300 |
| Operating loss before working capital changes | | (14,864,201) | 1,477 |
| Changes in working capital: | | | |
| Diminishing musharakah financing | | (60,695,306) | - |
| Advances, deposits, prepayments and other receivables | | (19,181,980) | - |
| Trade and Other payables | | (5,930,329) | - |
| Unclaimed dividend | | (97,225) | - |
| | | (85,904,840) | - |
| Tax paid | | (5,662,270) | (176) |
| Financial charges paid | | (53,111) | (300) |
| Net cash (used in) operating activities | | (106,484,422) | 1,001 |
| CASH FLOW FROM INVESTING ACTIVITIES | | | |
| Purchase of fixed assets | | (11,428,315) | - |
| Proceeds from sale of fixed assets | | 3,012,000 | - |
| Software | | (625,000) | - |
| Net investments during the year | | 140,486,275 | - |
| Dividends received | | 4,697,570 | - |
| Net cash generated from investing activities | | 136,142,530 | - |
| CASH FLOW FROM FINANCING ACTIVITIES | | | |
| | | - | - |
| Net increase in cash and cash equivalents | | 29,658,108 | 1,001 |
| Cash and cash equivalents at the beginning of the period | | 166,460,880 | 29,155 |
| Cash and cash equivalents at the end of the period | | 196,118,989 | 30,156 |

The annexed notes from 1 to 15 form an integral part of these financial statements.


Chief Executive Officer
Shuja Malik


Director
Syed Aamir Hussain


Chief Financial Officer
Muhammad Faisal Siddiqui

1 THE GROUP AND ITS OPERATION

The group consists of:

UDL international limited (the holding company), and its subsidiary namely UDL financial services limited.

Holding Company

The company was incorporated in Pakistan on May 19,2022 as a public unlisted company under Company Act 2017 and subsequently on July 10,2024 the company got listed on Pakistan Stock Exchange (PSX). The registered office of the company is situated at 1st Floor, Business Enclave, 77-C, 12th Commercial Street, Off: Khayaban-e-Ittehad, DHA (Ext), Karachi. The company's principal line of business is to provide services legally permissible and also trading in products as permissible under Law. The Company has 100% shareholding in UDL Financial Services Limited.

Subsidiary Company

The Company was incorporated in Pakistan on February 22, 2023 as a Public unlisted company limited by shares under the Companies Act, 2017. The registered office of the Company is situated at Business Enclave, 77-C, 1st Floor, 12th Commercial Street, Phase II, Ext. DHA, Karachi. The principal line of business of the company shall be to carry on business of 'Investment Finance Services' (through Islamic Modes of Financing Only) as a licensed Investment Finance Company in accordance with the Non-Banking Finance Companies (Establishment and Regulation) Rules, 2003, Non-Banking Finance Companies and Notified Entities Regulations, 2008 and all the applicable laws, notifications, directive, engage in and perform all such activities, matters, deeds and things as are directly or indirectly prerequisite related or consequential thereto.

2 BASIS OF PREPARATION

- 2.1 These condensed consolidated interim financial statements 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 comprise of:

- International Accounting Standards (IAS) 34, interim financial reporting issued by the International Accounting Standards Boards (IASB) as notified under the Companies Act, 2017 (the Act);

- Provisions of and directions issued under the Act; and

- 2.2 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 financial statements of the Company for the year ended 30 June 2024.
- 2.3 Where the provisions of, and directives issued under the Act differ with the requirements of IAS 34, the provisions of and directives issued under the Act have been followed.
- 2.4 The comparative condensed balance sheet, presented in this condensed interim financial information, as at June 30, 2024 has been extracted from the annual audited financial statements of the Company for the year ended June 30, 2024 whereas the comparative interim profit and loss account, interim statement of comprehensive income, cash flow statement and statement of changes in equity for the nine months period ended March 31, 2024 are not comparable due to pre-merger figures.
- 2.5 **Basis of consolidation**

The consolidated financial statements comprise financial statements of the Holding Company and its subsidiary together "the Group". The assets, liabilities, income and expenses of the subsidiaries have been consolidated on a line by line basis and the carrying value of the investment held by the Holding Company has been eliminated against corresponding holding in subsidiaries' shareholders' equity in the consolidated financial statements. All intra-group transactions, balances, income and expenses have been eliminated.

The consolidated financial statements of the Group are prepared for the same reporting period as the consolidated financial statements of the Holding Company and the subsidiaries, using the same accounting policies which have been consistently applied.

All material intra-group balances and transactions have been eliminated.

3 ACCOUNTING POLICIES, ESTIMATES, JUDGEMENTS AND FINANCIAL RISK POLICIES

The accounting policies, estimates, judgements and financial risk policies used in these condensed interim financial statements are the same as those applied in the preparation of annual financial statements for the year ended 30 June 2024.

UDL International Limited
Notes to the Consolidated Condensed Interim Financial Statement - (Unaudited)
For the nine months period ended March 31,2025

| | Note | Un-audited March 31, 2025 | Audited June 30,2024 |
|--|------|---------------------------------|-------------------------|
| 4 PROPERTY & EQUIPMENTS | | | |
| | | | ----- Rupees ----- |
| Opening -WDV | | 26,674,541 | - |
| Addition | | 11,428,315 | - |
| Merger adjustment-WDV | | - | 27,462,302 |
| Deletion-WDV | | (594,538) | - |
| Depreciation | | (4,347,222) | (787,761) |
| Closing -WDV | | <u>33,161,096</u> | <u>26,674,541</u> |
| 5 DIMINISHING MUSHARAKAH FINANCING | | | |
| Secured | | | |
| Diminishing Musharakah Financing | 5.1 | 108,345,831 | 48,182,554 |
| Allowance for expected credit losses (ECL) | | - | (947,894) |
| | | <u>108,345,831</u> | <u>47,234,660</u> |
| Less: Current portion | | (35,267,579) | (35,152,453) |
| | | <u>73,078,252</u> | <u>12,082,207</u> |

5.1 This represents Musharakah Finance for a term of 2 to 7 years , profit rates on the financing ranges from 14% to 23% per annum. All Diminishing Musharakah arrangements are secured against title documents, personal guarantees and promissory notes.

| | | Un-audited March 31, 2025 | Audited June 30,2024 |
|--|-----|---------------------------------|-------------------------|
| | | | ----- Rupees ----- |
| 6 LONG TERM INVESTMENTS | | | |
| Listed Companies -At Fair Value Other Comprehensive Income (FVOCI) | | <u>138,816,370</u> | <u>108,499,659</u> |
| 7 SHORT TERM INVESTMENTS | | | |
| At amortized cost | | | |
| Sukuk bonds | | 89,511 | - |
| At Fair Value through profit or loss account (FVTPL) | | | |
| HBL Islamic Money Market Fund - HBL AMC | | - | 80,385,955 |
| Faysal Islamic Cash Fund | | - | 58,371,925 |
| Listed securities | | 51,678,395 | 28,298,835 |
| | | <u>51,767,906</u> | <u>167,056,715</u> |
| 8 CASH AND BANK BALANCES | | | |
| Cash in hand | | - | 22,600 |
| Cash at bank | | | |
| - Current accounts | | 77,040 | 18,501,223 |
| - Profit bearing accounts | 8.1 | 196,041,948 | 147,937,057 |
| | | <u>196,118,989</u> | <u>166,460,880</u> |

8.1 This represents saving account which carries mark-up 6% to 10.5% per annum. The Company places all the funds with islamic banks.

| 9 | SHARE CAPITAL | | Un-audited March 31, 2025 | Audited June 30,2024 |
|------|--|---------------|---|-------------------------|
| | June 30,2024 | March 31,2025 | | |
| | Number of Shares | | | |
| | 50,000,000 | 50,000,000 | Authorized share capital | |
| | | | Ordinary shares of Rupees 10 each. | 500,000,000 |
| | | | Issued, subscribed and paid-up capital | |
| | 35,120,548 | 35,120,548 | Ordinary shares of Rupees 10 (swap ratio of 1:1 each to shareholders). | 351,205,480 |
| | 35,120,548 | 35,120,548 | | 351,205,480 |
| 10 | CONTINGENCIES AND COMMITMENTS | | | |
| | There are no contingencies as at March 31, 2025 (June 24 : Nil) | | | |
| 11 | REALIZED GAIN ON SALE OF SECURITIES | | March 31,2025 | March 31,2024 |
| | | | ---- un-audited ---- | |
| | | | ----- Rupees ----- | |
| | Listed Securities -At Fair Value through profit and loss (FVTPL) | | 5,111,317 | - |
| | Listed Securities -At Fair Value through Other Comprehensive Income (FVTOCI) | | 9,363,645 | - |
| | | | 14,474,962 | - |
| 12 | EARNING PER SHARE - BASIC & DILUTED | | | |
| | | Note | | |
| | Profit after taxation | | 341,347 | 1,177 |
| | Weighted average number of ordinary shares outstanding during the period | | 35,120,548 | 10,000 |
| | Earning per share -Basic | 12.1 | 0.01 | 0.12 |
| 12.1 | There is no dilutive potential shares as at the year end. | | | |

13 TRANSACTIONS WITH RELATED PARTIES

The related parties comprises of subsidiaries, associated companies, related group companies, key management personnel (KMP) / directors of the Company, companies in which directors are interested, staff retirement benefits and close members of the family of KMP.

The Company in the normal course of business carries out transactions with related parties on mutually agreed terms and do not involve more than a normal risk. Amounts due from and due to related parties are disclosed in the relevant notes to the unconsolidated financial statements.

Transactions with related parties during the period are given below:

Transactions during the period

| Name | Relationship | Nature | Rs |
|---|--------------------------|--------------------------------------|------------|
| UDL International Limited Staff Provident Fund | Staff Provident fund | Contribution and Loan | 1,034,386 |
| UDL Financial Services Limited Staff Provident Fund | Staff Provident fund | Contribution and Loan | 1,763,852 |
| Directors | Directors | Directors Remuneration & Meeting fee | 21,145,788 |
| Other Key management personnel | Key management positions | Salaries and benefits | 4,692,294 |


None of the director and key management personnel had any arrangements with the Company other than their terms of employment.

14 CORRESPONDING FIGURES

The comparative condensed balance sheet, presented in this condensed interim financial information, as at June 30, 2024. The comparative interim profit and loss account, interim statement of comprehensive income, cash flow statement and statement of changes in equity for the nine months period ended March 31, 2024 are not comparable due to pre-merger figures.

15 DATE OF AUTHORIZATION FOR ISSUE

These financial statements were approved and authorized for issue on April 24,2025 by the Board of Directors of Company.


Chief Executive Officer
Shuja Malik


Director
Syed Aamir Hussain


Chief Financial Officer
Muhammad Faisal Siddiqui



UDL INTERNATIONAL LIMITED

1st Floor, Business Enclave, 77-C, 12th Commercial Street, Off: Kh-e-Ittehad, DHA Phase II (Ext.) Karachi-75500.
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