

# QUARTERLY 31 MARCH 2024

**WAVES CORPORATION LIMITED** 

# CORPORATE INFORMATION

## **BOARD OF DIRECTORS**

1. Mr. Muhammad Zafar Hussain Chairman/Independent Director 2. Mr. Tajammal Hussain Bokharee Independent Director Mr. Haroon Ahmad Khan Chief Executive Officer 3. Mr. Moazzam Ahmad Khan Non-Executive Director 4. Mrs. Nighat Haroon Khan Non-Executive Director 5. 6. Mr. Hamza Ahmad Khan **Executive Director** 7. Mr. Khalid Azeem Non-Executive Director

# **AUDIT COMMITTEE**

Mr. Tajammal Hussain Bokharee
 Mr. Moazzam Ahmad Khan
 Mrs. Nighat Haroon Khan
 Mr. Ahmad Bilal Zulfiqar
 Chairman/Independent Director
 Member/Non-Executive Director
 Secretary

# **HR & REMUNERATION COMMTTEE**

Mr. Muhammad Zafar Hussain
 Mr. Khalid Azeem
 Mr. Moazzam Ahmad Khan
 Mr. Haroon Ahmad Khan
 Mr. Ahmad Bilal Zulfiqar
 Chairman/Independent Director
 Member/Non-Executive Director
 Member/ Executive Director
 Secretary

#### **CHIEF FINANCIAL OFFICER**

Mr. Arslan Shahid Butt Mr. Ahmad Bilal Zulfiqar

### **HEAD OF INTERNAL AUDITOR**

Mr. Usman Khalid Law Wings Advocates & Solicitors

#### **EXTERNAL AUDITORS**

Rizwan and Company Corplink (Private) Limited Chartered Accountants

# **RESISTERED OFFICE/PLANT**

Factory: 9-KM Multan Road, Lahore PH. No. 042-35415421-5, 35421502-4

UAN: 042-111-31-32-33

# **COMPANY REGISTRATION NO.**

CUIN 0001286

Email: <a href="mailto:cs@waves.net.pk">cs@waves.net.pk</a>
Website: <a href="mailto:www.waves.net.pk">www.waves.net.pk</a>

**COMPANY SECRETARY** 

**LEGAL ADVISOR** 

SHARE REGISTRAR

# **BANKERS**

Al Baraka Bank (Pakistan) Limited

Askari Bank Limited Bank Al Falah Limited

Dubai Islamic Bank Pakistan Limited

Faysal Bank Limited First Prudential Modaraba Habib Bank Limited

Habib Metropolitan Bank Limited

Industrial & Commercial Bank of China

# **Contact Information:**

Registered Office:

Email: Web Site: National Bank of Pakistan

Pak Brunei Investment Company Limited Pak Libya Holding Company Limited Pak Oman Investment Company Limited

Samba Bank Limited
Silk Bank Limited
Sindh Bank Limited
The Bank of Khyber
The Bank of Punjab

042-35415421-5, 042-35421502-4

cs@waves.net.pk
www.waves.net.pk

# **Directors Report to Shareholders**

#### **Overview**

On behalf of the Board of Directors of Waves Corporation Limited, previously Waves Singer Pakistan Limited (WAVES or the Company), we submit the Directors' Review Report on the condensed interim un-audited consolidated and standalone financial statements for the period ending on 31 March 2024.

In March 2024, Fitch Ratings upgraded its global GDP growth forecast to 2.4 percent from 2.1 percent projected in December 2023, primarily driven by a significant upward revision for the United States to 2.1 percent. Despite a slight reduction in China's growth forecast to 4.5 percent and a minor adjustment in the eurozone forecast to 0.6 percent, Fitch Ratings expects global growth to reach 2.5 percent in 2025 as the eurozone recovers. Meanwhile, S&P Global predicts that global inflation will be influenced by major central bank policy rate cuts, with the US Federal Reserve delaying its initial rate cut to June and expecting a total of 75 basis points of cuts in 2024. The FAO food price index dipped in February 2024, while global commodity prices showed a mixed trend. Pakistan's economic and financial outlook has steadily improved due to prudent policy management and increased financial support from multilateral and bilateral partners. Successfully concluding the IMF's Stand-By Arrangement program led to a \$1.1 billion disbursement, while policy efforts and reforms alleviated pressures on gross financing needs, aiding economic recovery and boosting confidence. Despite a slight decline in Large-Scale Manufacturing, January 2024 witnessed year-over-year output growth.

The headline inflation is decreasing, supported by government relief measures, and although there's a slight widening of the fiscal deficit, fiscal surplus has increased. Improved trade balance, rising Foreign Direct Investment (FDI), and remittances contributed to a better current account deficit. The State Bank of Pakistan (SBP) maintained the policy rate amidst inflation concerns, emphasizing the importance of sustained policy and reform efforts for economic stability and meeting financing needs in the fiscal year's final quarter.

The Company's subsidiary Waves Home Appliances Limited (WAVESAPP) continues to face challenges as the whole appliance industry is under pressure due to high interest rates and high inflation. However, WAVESAPP is continuing to devise strategies to cater for such challenges. Similarly, the wholly owned subsidiary Waves Marketplace Limited (WAVES Plus) also continues to face challenges owing to the tough economic and financial environment. It is expected that with the improving economic conditions

The financial highlights for the quarterly period ended are presented as hereunder:

### **Consolidated Operating Results**

	3 IVIONTINS	
	31 Mar 24	31 Mar 23
	<u>Rs. in '000</u>	Rs. in '000
Gross Sales	1,393,731	1,635,877
Gross Sales (net)	1,064,436	1,341,966
Profit from Operations	150,578	157,543
Profit before taxation	77,486	27,581
Profit after taxation	66,546	18,246
Earnings Per Share (Rupees)	0.24	0.06

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# Standalone Results of the Company

The standalone results of the Company are given hereunder:

	J IVIC	Jiillis
	31 Mar 24	31 Mar 23
	Rs. in '000	Rs. in '000
Other Income	68,096	62,285
Profit before Taxation	41,068	33,751
Profit after Taxation	40,384	31,260
Earnings Per Share	0.14	0.11

Based on the financial results in view of the tough current economic and political conditions the Board of Directors do not recommend any pay-out to the shareholders of the Company.

The Gross Sales of WHALE for the 3 months period ended were PKR 1,144 million (net PKR 857 million) as compared to PKR 1,381 million (net PKR 1,140 million) previous period, whereas net profit was PKR 26 million as compared to PKR 6 million in the previous period. The Gross Sales (net) of Waves Marketplace Limited were PKR 250 million (net PKR 208 million) as compared to PKR 387 million (net PKR 303 million), whereas net profit was PKR 0.059 million as compared to PKR 1.4 million in the previous period. The financial results of the subsidiaries can be reviewed at the Company's website <a href="www.waves.net.pk">www.waves.net.pk</a>. The Company is in the process of consolidating Waves Builders and Developers (Private) Limited with and into the Company subject to completion of necessary corporate and legal formalities.

Moving forward, we maintain a strong sense of optimism and confidence regarding the future trajectory of our Company. With a cohesive team comprising skilled management, dedicated staff, and a committed workforce, coupled with a renowned brand name and an outstanding product portfolio, we are well-positioned for success. Our extensive nationwide distribution network and after-sales service infrastructure enable us to efficiently reach and serve customers in both urban and rural areas on favorable terms. We extend our heartfelt gratitude to all our Shareholders and the Board of Directors for their unwavering support and contributions.

#### **ACKNOWLEDGEMENTS**

We express our utmost gratitude to all our stakeholders, encompassing our esteemed customers, suppliers, business associates, financial institutions, and regulators, for their unwavering trust and support. We remain confident that our management and staff remain committed to meet any challenges coming ahead with steadfast dedication, diligence and full backing.

For and on behalf of the Board:

Haroon Ahmad Khan Chief Executive Officer

Lahore

Moazzam Ahmad Khan

3 Months

Director

# **QUARTERLY FINANCIAL STATEMENTS**

The quarterly Condensed Interim Consolidated Financial Statements and the Standalone Financial Statements for the period ended 31 March 2024 are attached to this Report

Waves Corporation Limited Condensed Interim Consolidated Statement of Financial Position (Un-audited) As at 31 March 2024

As at 31 Intainii 2027							
		(Un-audited) 31 March 2024	(Audited) 31 December 2023			(Un-audited) 31 March 2024	(Audited) 31 December 2023
EQUITY AND LIABILITIES	Note	(Rupees	(Rupees in '000)	ASSETS	Note	(Rupees in '000)	in '000' ni
Share capital and reserves				Non-current assets			
Authorised capital 300,000,000 (2023: 300,000,000) ordinary shares of Rs. 10 each		3,000,000	3,000,000				
Share Capital	5	2,814,062	2,814,062	Property, plant and equipment	80	8,251,789	8,113,460
Capital reserves		5,030,661	5,030,661	Intangible assets		2,790,268	2,798,912
Loan from drirectors		227,817	229,017	Investment property		17,421	17,421
Revaluation surplus		543,661	550,280	Long term deposits and receivables		47,104	47,766
Unappropriated profit		1,069,094	1,002,556	Employee retirement benefits		16,092	16,092
Non-contolling interest		1,600.168	1.593.540			11,122,013	10,525,01
0		11,285,462	11,220,116				
Non-current liabilities				Current assets			
Long term loans - secured		802,608	766,333	Stores, spares and loose tools		26,450	28,110
Lease liabilities		29,826	33,295	Stock-in-trade		5,998,147	6,071,464
Employee retirement benefits		19,956	19,955	Trade debts			
Deferred tax liability - net		281,277	284,817	- Retail		1,217,990	1,205,919
Deferred income		4,942	5,232	-Whole Sales		2,908,273	2,987,759
		1,141,609	1,109,632	Advances, deposits, prepayments			
				and other receivables		488,327	486,997
				Taxation - net	12	326,090	327,188
Current liabilities				Cash and bank balances	10	79,925	59,874
Trade and other payables		3,285,332	3,517,348			11,045,201	11,167,311
Accrued mark-up on borrowings		1,080,795	819,660				
Short term borrowings	9	4,713,545	4,780,395				
Current portion of long term liabilities		661,132	713,811				
Continued on a continued of	1						
		22,167,876	22,160,962			22,167,876	22,160,962
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Chief Executive Officer

The annexed notes 1 to 16 form an integral part of these condensed interim consolidated financial statements.

Chief Financial Officer

Director

# Waves Corporation Limited and its Subidiaries Condensed Interim Consolidated Statement of Profit or Loss Account (Un-audited) For the three months period ended 31 March 2024

		Three mon	ths ended
		31 March 2024	31 March 2023
	Note	(Rupees i	in '000)
Sales - net of sales return		1,393,731	1,635,877
Sales tax and trade discount on invoices		(329,295)	(293,911)
Sales - net	11	1,064,436	1,341,966
Cost of sales		(786,847)	(999,228)
Gross profit		277,589	342,737
Marketing, selling and distribution costs		(135,431)	(186,620)
Administrative expenses		(92,442)	(128,085)
Other expenses		(5,620)	(1,751)
Other income		106,482	131,262
		(127,011)	(185,194)
Profit from operations		150,578	157,543
Finance cost		(73,092)	(129,962)
Profit before taxation		77,486	27,581
Taxation		(10,940)	(9,334)
Profit for the period		66,546	18,246
Attributable to:			
Owners of the Group		59,919	15,398
Non-controlling interests		6,628	2,848
		66,546	18,246
Earnings per share - basic and diluted (Rupees)		0.24	0.06

The annexed notes 1 to 16 form an integral part of these condensed interim consolidated financial statements.

Chief Executive Officer

Director

# Waves Corporation Limited Condensed Interim Consolidated Statement of Comprehensive Income (Un-audited) For the three months period ended 31 March 2024

	Three mon	Three months ended		
	31 March 2024	31 March 2023		
	(Rupees in '000)			
Profit for the period	66,546	18,246		
Other comprehensive income for the period				
Items that will not be reclassified to profit or loss account:				
Total comprehensive income for the period	66,546	18,246		

The annexed notes 1 to 16 form an integral part of these condensed interim consolidated financial statements.

Chief Executive Officer

Director

			Capital reserves		Revenue reserve			
	Share Capital	Capital reserves	Loan from Directors	Revaluation Surplus	Unappropriated profits	Total	Non controling interest	Total
				Rup	pees in '000			
As at 01 January 2023	2,814,062	5,030,661	119,497	528,895	753,581	9,246,696	1,548,470	10,795,166
Total comprehensive income for the period								
Profit for the period Other comprehensive income for the period	-			47,861	226,692	226,692 47,861	30,089 16,420	256,781 64,281
		-		47,861	226,692	274,553	46,509	321,062
Surplus transferred to accumulated profits								
Incremental depreciation relating to surplus on revaluation - net of tax Shares capital issuance expenses		4	11.4.1	(26,476)	26,476 (4,193)	- (4,193)	(1,439)	(5,632)
Transactoions with owners of the company  Loan obtained			109,520			109,520		109,520
As at 31 December 2023 (Audited)	2,814,062	5,030,661	229,017	550,280	1,002,556	9,626,576	1,593,540	11,220,116
Total comprehensive income for the period								
Profit for the period	-			- 1	59,919	59,919	6,628	66,546
Other comprehensive income for the period	340	*	- 2	-		-		-
Surplus transferred to accumulated profits					59,919	59,919	6,628	66,546
ncremental depreciation relating to surplus on revaluation - net of tax				(6,619)	6,619			
Fransactoions with owners of the company on obtained			(1,200)			(1,200)		(1,200)
Balance as at 31 March 2024	2,814,062	5,030,661	227,817	543,661	1,069,094	9,685,295	1,600,168	11,285,462

The annexed notes 1 to 16 form an integral part of these condensed interim consolidated financial statements.

Chief Executive Officer

Director

Condensed Interim Consolidated Statement of Cash Flow (Un-audited) For the three months period ended 31 March 2024

		Three mon	ths ended
		(Un-audited) 31 March 2024	(Un-audited) 31 March 2023
Cook flows from an author activities	Note	(Rupees	in '000)
Cash flows from operating activities		•	
Profit before taxation		77,486	27,581
Adjustments for non-cash and other items:			
Depreciation on property, plant and equipment	8.1	100,090	80,729
Amortisation of intangible assets		8,644	7,905
Finance cost		73,092	129,962
Gain on sale of property, plant and equipment		(18,158)	(3,979)
Amortisation of deferred income		(290)	(291)
		240,865	241,906
Effect on cash flow due to working capital changes			
(Increase) / decrease in current assets:			
Stores, spares and loose tools		1,660	5,466
Stock-in-trade		73,317	(201,490)
Trade debts and other receivables		68,077	521,470
Advances, deposits, prepayments and other receivables		(1,330)	(25,049)
Increase in current liabilities:			
Trade and other payables		(232,016)	(336,511)
Cash used in operations		(90,292)	(36,114)
and more in operations		150,573	205,792
Income tax received / (paid)		(13,382)	8,309
Employee retirement benefits paid		(0)	(989)
Net cash used in operating activities		137,191	213,112
Cash flow from investing activities			
Capital expenditure -net		(238,505)	(289,850)
Proceeds from disposal of property, plant and equipment		18,244	4,365
Net cash generated from investing activities		(220,262)	(285,486)
Cash flow from financing activities			
Long term loan received/ (repaid)		(13,404)	(63,057)
Loan from sponsors received/ (repaid)		(1,200)	42,892
Finance costs paid		188,043	(128,692)
Short term borrowing - net		(67,963)	(373,827)
Lease rentals paid		(3,469)	8,772
Net cash generated from financing activities		102,008	(513,914)
Net increase in cash and cash equivalents		18,937	(586,287)
Cash and cash equivalents - at beginning of the period		(2,729,241)	(2,749,056)

The annexed notes 1 to 16 form an integral part of these condensed interim consolidated financial statements.

Chief Executive Officer

Director

Notes to the Condensed Interim Consolidated Financial Information (Un-audited) For the three months period ended 31 March 2024

#### 1 Status and nature of business

The Group comprises of:

#### Holding Company

#### - Waves Corporation Limited

(formerly, Waves Singer Pakistan Limited)

	2024	2023
	(Holding perc	
Subsidiary Companies		
- Waves Home Appliances Limited (formerly, Samin Textiles Limited)	74.56	74.56
- Waves Marketplace Limited (formerly, Electronics Marketing Company (Private) Limited)	100.00	100.00
- Waves Builders & Developers (Private) Limited (formerly, Waves Marketing (Private) Limited)	100.00	100.00

Waves Corporation Limited (formerly, Waves Singer Pakistan Limited) (the Holding Company) was incorporated in Pakistan under the repealed Companies Ordinance, 1984 (now Companies Act, 2017) as a public company limited by shares and is quoted on the Pakistan Stock Exchange. The company is principally engaged in the manufacturing and assembly of domestic consumer appliances alongwith retailing and trading of the same and other light engineering products. The registered office of the company is located at 9-K.M, Hanjarwal, Multan Road, Lahore.

Geographical locations of the manufacturing facilities of the Group are located at:

- 9-K.M, Hanjarwal, Multan Road, Lahore.
- Dina Nath, Mouza Rakh Serai Cheenba, Tehsil Pattoki, District Kasur.
- Mouza Mustafabad, 41-KM Ferozepur Road, Off 2-KM Rohi Nala Road, Tehsil & District Kasur

#### **Waves Marketplace Limited**

(formerly, Electronics Marketing Company (Private) Limited) - Subsidiary Company

Waves Marketplace Limited (formerly, Electronics Marketing Company (Private) Limited) is a private limited company which was incorporated on 09 September 2016 under the repealed Companies Ordinance, 1984 (now Companies Act, 2017). The principal activity of the company was to carry out distribution / wholesales / retail business of all kinds of electronic appliances, its components and accessories, etc.

#### Waves Builders and Developers (Private) Limited

(formerly, Waves Marketing (Private) Limited) - Subsidiary Company

Waves Builders and Developers (Private) Limited (formerly, Waves Marketing (Private) Limited) is a private limited company which was incorporated on 10 April 2017 under the repealed Companies Ordinance, 1984 (now Companies Act, 2017). The registered office of the company is located at 9-KM Hanjarwal, Multan Road, Lahore. The principal activity of the company was to sale, distribution and marketing of consumer appliances being a trading concern. The MOA/AOA was changed to undertake real estate buisiness, however the board of WBDPL and WCL have decided to merge WBDPL with and into WCL, subject to completion of necessary corporate legal formalities.

#### Waves Home Appliances Limited

(formerly Samin Textiles Limited)- Subsidiary Company

Waves Home Appliances Limited (WHAL) (formerly as Samin Textiles Limited) was incorporated in Pakistan on November 27, 1989 as a public limited company under the Companies Ordinance, 1984 (now Companies Act, 2017). The registered office of the Company is situated at 9-KM Hanjarwal, Multan Road, Lahore. The Company is currently listed on Pakistan Stock Exchange. The principal business of the Company previously was trading, import and export of textile products. Consequent to approval of scheme of arrangement, the principal line of business shall be amended to include manufacturing, assembly and wholesale of domestic consumer appliances and other light engineering products.

1.1 The Holding Company, Waves Corporation Limited (WCL), acquired WHAL (formerly Samin Textiles Limited) as a subsidiary Company through a scheme of arrangement. As per the term of the scheme, WCL 'Carved out / seperated home appliances business by transferring certain assets, liabilities, obligations, contracts and undertakings to the subsidiary Company as of the effective date of 01 September 2021.

The Honourable Lahore High Court (the Court) through its Order dated 27 May 2022, has approved the Scheme of Arrangement as proposed and granted sanction order for the carving out of home appliances business from the Holding Company and amalgamation of the same into the subsidiary Company, WHAL.

#### 2 Basis of preparation

#### Statement of compliance

- 2.1 These condensed interim Consolidated financial statements of the Company 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 Financial Reporting Standards (IFRS Standards) issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017;
  - Provisions of and directives issued under the Companies Act, 2017; and

Where the provisions of and directives issued under the Companies Act, 2017 differ with the requirements of IFRS standards, the provisions of and directives issued under the Companies Act, 2017 have been followed.

- 2.2 These condensed interim consolidated financial statements comprise the condensed interim consolidated statement of financial position of the Company as at 31 March 2024 and the related condensed interim consolidated statement of profit or loss account, condensed interim consolidated statement of comprehensive income, condensed interim consolidated statement of changes in equity and condensed interim consolidated statement of cash flow and notes to the financial information for the three month period then ended.
- 2.3 These condensed interim consolidated financial statements do not include all of the information required for annual financial statements and should be read in conjunction with the annual financial statements as at and for the year ended 31 December 2023. Selected explanatory notes are included to explain events and transactions that are significant to and understanding of the changes in the Company's financial position and performance since the last annual financial statements.
- 2.4 Comparative consolidated statement of financial position's numbers are extracted from the annual audited consolidated financial statements of the Company for the year ended 31 December 2023, whereas comparative Consolidated statement of profit or loss account, statement of comprehensive income, cash flow statement and statement of changes in equity are stated from unaudited condensed interim Consolidated financial statement of the Company for the three months period ended 31 March 2024.

#### 3 Use of estimates and judgments

The preparation of condensed interim consolidated financial statements requires management to make judgments, estimates and assumptions for the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

In preparing these condensed interim consolidated financial statements, the significant judgments made by the management in applying accounting policies and key sources of estimation are the same as those applied in the preparation of annual audited financial statements for the year ended 31 December 2023.

## 4 Statement of consistency in accounting policies

The accounting policies and the methods of computation adopted in the preparation of these condensed interim consolidated financial statements are same as those applied in the preparation of annual audited financial statements for the year ended 31 December 2023.

#### 5 Issued, subscribed and paid up capital

	(Un-audited)	(Audited)	(Un-audited)	(Audited)
	31 March	31 December	31 March	31 December
	2024	2023	2024	2023
	Number	of shares	(Rupees	in '000)
Issued for cash	105,263,597	105,263,597	1,052,636	1,052,636
Issued for consideration other than cash	703,733	703,733	7,037	7,037
Issued as paid bonus shares	78,988,759	78,988,759	789,888	789,888
Issued under scheme of amalgamation	96,450,000	96,450,000	964,500	964,500
	281,406,089	281,406,089	2,814,061	2,814,061

**5.1** Ordinary shares of the Company held by associated persons and undertaking are as follows:

	(Un-audited)	(Audited)	(Un-audited)	(Audited)
	31 March	31 December	31 March	31 December
	2024	2023	2024	2023
Chief Executive Officer and his spouse	Percenta	ge held	Number o	of shares
- Haroon Ahmad Khan (CEO)	38.32%	38.32%	107,840,286	107,840,286
- Nighat Haroon Khan (Wife of CEO)	10.00%	9.92%	28,132,411	27,925,911
	48.32%	48.25%	135,972,697	135,766,197

**5.2** The holders of ordinary shares are entitled to receive dividends as declared (if any), and are entitled to one vote per share at meetings of the Holding Company.

		Note	(Un-audited) 31 March 2024 (Rupees	(Audited) 31 December 2023 in '000)
6	Short term borrowings			
	from banking companies - secured:			
	Running finance under mark-up arrangements	6.1	2,790,227	2,789,115
	Finance against trust receipt	6.1	1,183,446	1,191,472
	Short term borrowings under 'Murahaba' arrangement		284,941	284,941
	Demand Finance	6.1	62,474	69,511
			4,321,088	4,335,039
	from Fintech companies		30,778	30,297
	from others - unsecured			
	Short term borrowings under Musharaka arrangement		73,679	127,059
	Loan from employees provident fund		288,000	288,000
			4,713,545	4,780,395

- 6.1 This includes amount of bridge finance facility under markup arrangement availed from National Bank of Pakistan amounting to Rs.1,500 million during the period (2023: Rs. 1,500 million). This facility is secured against 1st charge over land & building with 25% margin and carry markup from 19.25% per annum, payable quarterly in arrears.
- 6.2 These facilities are secured against charge over current assets of the company and carries markup rate of three month KIBOR + 2% per annum payable monthly in arrears and KIBOR + 2.5% per annum.

# 7 Contingencies and commitments

#### 7.1 Contingencies

There has been no significant changes in contingencies as reported in the annual audited financial statements of the Company for the year ended 31 December 2023.

#### 7.2 Commitments

The Company has the following commitments in respect of:

- (i) Commitments for the import of stock in trade outstanding at period end were for Rs. Nill (31 December 2023: Rs. Nill).
- (ii) Commitments for capital expenditure against irrevocable letters of credit outstanding at the period end were Rs. Nill (31 December 2023: Rs. Nill).

				(Un-audited) 31 March 2024	(Audited) 31 December 2023	
8	Prop	erty, plant and equipment	Note	(Rupees	in '000)	
Ü	_		8.1	2 800 814 2 995 24		
		ating fixed assets of-use asset	8.2	3,800,814 52,733		
		al work-in-progress	8.3	4,398,242	31 December 2023 s in '000)	
				8,251,789	8,113,460	
	8.1	Operating fixed assets				
		Opening balance - as at 01 January		3,885,356	2,699,641	
		Additions during the period / year		13,315		
		Transfers from capital work in progress				
		Revaluation gain / (loss) Transfers from investment property		-		
		Transfers from right to use to owned assets		-		
				3,898,671		
		Book value of property, plant and equipment				
		disposed off during the period / year		(210)	(12,088)	
		Depreciation charged during the period / year		(97,647)	(322,987)	
		Closing balance		3,800,814	3,885,356	
	8.2	Right of-use asset				
		Balance as at 01 January		55,176	161,105	
		Additions during the period / year		-	1,976	
		Transfers to owned assets		-	(33,330)	
		Book value of property, plant and equipment			(60,002)	
		disposed off during the period / year Depreciation charge for the period / year		(2,443)		
		Closing balance		52,733		
		Crossing balance			55,170	
	8.3	Capital work-in-progress				
		Freehold land		903,554	903,554	
		Civil work / Factory Building		1,281,784		
		Plant and machinery Electric installation		703,937 1,371		
		Borrowing costs		1,507,597		
				4,398,242		
9	Intan	gible assets and goodwill				
	Softw	vare		22,571	23,533	
	Good		9.1	1,070,207		
		l value	9.1	1,582,147		
	Custo	omer relationships	9.1	2,790,268		
10	Ch				_	
10		and cash equivalents				
		and bank balances		79,925		
	SHOI	t term running finance - secured		$\frac{(2,790,227)}{(2,710,302)}$		
				(=,:==,:==)	(=,,=,,=.:)	
				(Un audited)	(Un audited)	
				(Un-audited) 31 March		
				2024		
11	Sales	- net		(Rupees	in '000)	
11		s sales:				
		ocal		1,393,731	1,638,867	
	Sal	les return		1,393,731		
	Sales	tax		(281,153)		
		discounts		(48,142)		
				(329,295)		
				1,064,435	1,341,965	

#### 12 Taxation

The Company has opted for group taxation and the group falls under the normal tax regime. Provision for taxation has been calculated as group taxation.

# 13 Transactions with related parties

Related parties comprise of associated undertakings, directors, entities with common directorship, post employment plans and key management personnel. Amounts due from and to related parties are shown under respective notes in these unconsolidated condensed interim financial statements. Significant transactions with related parties are as follows:

Name of the Company	Relationship	Nature of transactions	(Un-audited) 31 March 2024	(Un-audited) 31 March 2023
Employee's Provident Fund	Post employee contribution plan	Contribution for the period	5,715	6,473
Directors	Employees	Loan from sponsors	(1,200)	42,892
Key management personnel	Remuneration	Remuneration	29,854	38,903

- The Company's financial risk management objective and policies are consistent with that disclosed in the annual financial statements of the Company for the year ended 31 14.1 December 2023.
- 14.2 The following table shows the carrying amounts and fair values of financial instruments and non-financial instruments including their levels in the fair value hierarchy:

				31 March	2024		
			Carrying amount			Fair value	
		Financial assets at amortized cost	Other financial liabilities	Total	Level 1	Level 2	Level 3
	Note			Rupees in '	000		
Financial instruments							
31 March 2024 - (Un-audited)							
Financial assets - not measured at fair value							
Trade debts		4,126,263	-	4,126,263	-	_	_
Security deposits		16,092	-	16,092	-	-	-
Other receivables		488,327	-	488,327	-	-	-
Cash & Bank Balances		79,925		79,925	-	-	-
	14.3	4,710,606	<u> </u>	4,710,606	<u> </u>	<u> </u>	<u>-</u>
Financial liabilities - not measured at fair value							
Long term loans - secured		-	1,466,740	1,466,740	-	-	-
Liabilities against assets subject to finance lease		-	-	-	-	-	-
Loan from sponsors			-	-			
Trade and other payables		-	3,285,332	3,285,332	-	-	-
Employee retirement benefit		-	19,956	19,956	-	-	-
Short term borrowings		-	4,713,545	4,713,545	-	-	-
Mark-up accrued on short							
term finances and long term loans			1,080,795	1,080,795	-	<u> </u>	
	14.3		10,566,368	10,566,368	<u> </u>		-

				31 Decem	ber 2023		
			Carrying Amount			Fair value	
		Financial assets at amortized cost	Other financial liabilities	Total	Level 1	Level 2	Level 3
	Note			Rupees in	'000'		
Financial instruments							
<u>31 December 2023</u>							
Financial assets - not measured at fair value							
Security deposits		16,092	-	16,092	-	-	-
Trade debts		4,193,678	-	4,193,678	-	-	-
Other receivables		486,997	-	486,997	-	-	-
Bank balances		59,874	<u> </u>	59,874	<u> </u>	<u> </u>	-
	14.3	4,756,641	<del>-</del>	4,756,641	<del>-</del> -	<u> </u>	-
Financial liabilities - not measured at fair value							
Liabilities against assets subject to finance lease		-	-	-	-	-	-
Long term loans - secured		-	1,480,144	1,480,144	-	-	-
Loan from sponsors			-	-			
Trade and other payables		-	3,517,348	3,517,348	-	-	-
Employee retirement benefit		-	19,955	19,955	-	-	-
Short term borrowings		-	4,780,395	4,780,395	-	-	-
Mark-up accrued on short							
term finances and long term loans		<u> </u>	819,660	819,660	<u> </u>	-	-
	14.3		10,617,502	10,617,502	<u> </u>		-

14.3 The Company has not disclosed the fair values of these financial assets and liabilities as these are for short term or reprise over short term. Therefore, their carrying amounts are reasonable approximation of fair value.

#### Non financial assets measured at fair value

Land and Building

Revalued Property, plant and equipmentDate of valuation31 December 2023Investment propertyDate of valuation31 December 2023

#### Valuation approach and inputs used

The valuation model is based on price per square metre. In determining the valuation for land and building the valuer refers to numerous independent market inquiries from local estate agents / realtors in the vicinity to establish the present market value. The fair valuation of land and building are considered to represent a level 3 valuation based on significant non-observable inputs being the location and condition of the assets.

The fair value are subject to change owing to changes in input. However, management does not expect there to be a material sensitivity to the fair value arising from the non-observable inputs.

# 15 Date of authorization

This condensed interim Consolidated financial information has been approved by the Board of Directors of the Company and authorized for issue on 30 April 2024.

# 16 General

Corresponding figures have been re-arranged and re-classified where necessary, for the purpose of comparison and better presentation as per reporting framework.

Figures have been rounded off to nearest thousand unless stated otherwise.

Chief Executive Officer

Director

Condensed Interim Unconsolidated Statement of Financial Position (Un-audited) As at 31 March 2024

		(Un-audited) 31 March 2024	(Audited) 31 December 2023			(Un-audited) 31 March 2024	(Audited) 31 December 2023
EQUITY AND LIABILITIES	Note	(Rupees in '000)	(000) mi	ASSETS	Note	(Rupees in '000)	(000, ui
Share capital and reserves Authorised capital 300,000,000 (2023: 300,000,000) ordinary shares of Rs. 10 each		3,000,000	3,000,000	Non-current assets			
Share capital	S	2,814,062	2,814,062	Investment property		250,000	250,000
Capital reserves		5,030,661	5,030,661	Investment in subsidiaries		5,270,481	5,270,481
Unappropriated profit		395,741	355,357	Long term advance		1,974,876	1,926,938
Rrevaluation surplus		151,467	151,467			7,495,357	7,447,419
		8,391,931	8,351,547				
Current liabilities				Current assets			
Trade and other payables		096'009	587,703	Properties under development	8	3,214,469	3,126,042
Accrued mark-up on borrowings		403,320	301,267	Advances and deposits		391,037	370,879
Short term borrowings	9	1,724,097	1,723,953	Cash and bank balances	6	21,861	21,862
Income tax payable		2,416	1,732			3,627,367	3,518,783
		2,730,793	2,614,655				
Contingencies and commitments	7						
		11 122 724	10 966 202			11.122.724	10 966 202

The annexed notes 1 to 13 form an integral part of these condensed interim unconsolidated financial statements.

Chief Executive Officer

Condensed Interim Unconsolidated Statement of Profit or Loss Account (Un-audited) For the three months period ended 31 March 2024

	Three mon	ths ended
	. 1	(re-stated)
	31 March 2024	31 March 2023
	(Rupees	in '000)
Other Income	68,096	62,285
Admin expenses	(12,286)	(16,521)
Other expenses	(1,116)	(915)
Operating profit	54,694	44,848
Finance costs	(13,626)	(11,097)
Profit before taxation	41,068	33,751
Taxation	(684)	(2,491)
Profit after taxation	40,384	31,260
Earnings per share - basic and diluted (Rupees)	0.14	0.11

The annexed notes 1 to 13 form an integral part of these condensed interim unconsolidated financial statements.

Chief Executive Officer

Director

Condensed Interim Unconsolidated Statement of Comprehensive Income (Un-audited) For the three months period ended 31 March 2024

	Three mon	ths ended
	31 March 2024	31 March 2023
	(Rupees	in '000)
Profit for the period	40,384	31,260
Other comprehensive income for the period		
Items that will not be reclassified to profit or loss account:		-
Total comprehensive income for the period	40,384	31,260

The annexed notes 1 to 13 form an integral part of these condensed interim unconsolidated financial statements.

Chief Executive Officer

Director

Waves Corporation Limited Condensed Interim Unconsolidated Statement o

Condensed Interim Unconsolidated Statement of Changes in Equity ((Un-audited) For the three months period ended 31 March 2024

		Capital Reserves	leserves	Revenue Reserve	
	Share Capital	Capital Reserves	Revaluation Surpuls	Unappropriated profits	Total
			(Rupees in '000)		
As at 01 January 2023	2,814,062	5,030,661	151,467	207,171	8,203,361
Total comprehensive income for the year					
Profit after taxation	1			148,186	148,186
Other comprehensive income for the year	i	,		148,186	148,186
As at 31 December 2023 (Audited)	2,814,062	5,030,661	151,467	355,357	8,351,547
Total comprehensive income for the year					
Profit after taxation Other commedencies income for the year	ï	1	r	40,384	40,384
ours components of months in 19 and			1	40,384	40,384
Balance as at 31 March 2024	2,814,062	5,030,661	151,467	395,741	8,391,931

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The annexed notes 1 to 13 form an integral part of these condensed interim unconsolidated financial statements.

Director

Chief Executive Officer

Condensed Interim Unconsolidated Statement of Cash Flow (Un-audited) For the three months period ended 31 March 2024

		Three mon	ths ended
		(Un-audited) 31 March 2024	(Un-audited) 31 March 2023
	Note	(Rupees	in '000)
Cash flows from operating activities			
Profit before taxation		41,068	44,848
Adjustments for non-cash and other items:			
Finance cost		13,626	
Mark up charged to subsidiary company			
		54,694	44,848
Effect on Cash flows due to working capital changes			
(Increase) / decrease in current assets:			
Stock-in-trade		(88,427)	
Advances, deposits, prepayments and other receivables		(20,158)	210,687
Increase in current liabilities:			17.5
Trade and other payables		13,257	45,004
Cook generated / (weed) in an auti-		(95,328)	255,691
Cash generated / (used) in operations		(40,634)	300,539
Income tax paid			(2,272)
Long term deposits - net		(47,938)	(153,893)
Net cash generated / (used) in operating activities		(88,572)	144,374
Cash flow from investing activities			
Capital expenditure -net			(83,836)
Investment in subsidiaries		-	(,)
Net cash generated from investing activities		-	(83,836)
Cash flow from financing activities			
Long term loans repaid		-	(5,378)
Finance costs paid		88,427	14,294
Net cash generated from financing activities		88,427	8,916
Net increase in cash and cash equivalents		(145)	69,454
Cash and cash equivalents - at beginning of the period		(1,702,091)	(1,705,009)
Cash and cash equivalents - at end of the period	9	(1,702,236)	(1,635,555)
Cash and cash equivalents - at end of the period	9	(1,702,236)	(1,635,55

The annexed notes 1 to 13 form an integral part of these condensed interim unconsolidated financial statements.

Chief Executive Officer

Director

Notes to the Condensed Interim Unconsolidated Financial Information (Un-audited) For the three months period ended 31 March 2024

#### 1 Status and nature of business

Waves Corporation Limited (formerly Waves Singer Pakistan Limited) (the Company) was incorporated in Pakistan under the repealed Companies Ordinance, 1984 (now Companies Act, 2017) as a public company limited by shares and is quoted on the Pakistan Stock Exchange. Consequent to approval of scheme of arrangement as discussed in note 2, the principal line of business has been amended which includes managing its investment in subsidiaries, which are principally engaged in manufacturing and assembly of domestic consumer appliances along with retailing and trading the same and real estate development. The registered office of the Company is located at 9-K.M, Hanjarwal, Multan Road, Lahore.

Geographical locations of the manufacturing facilities of the Company are located at:

- 9-K.M, Hanjarwal, Multan Road, Lahore.
- Dina Nath, Mouza Rakh Serai Cheenba, Tehsil Pattoki, District Kasur.
- Mouza Mustafabad, 41-KM Ferozepur Road, Off 2-KM Rohi Nala Road, Tehsil & District Kasur

#### **Waves Marketplace Limited**

(formerly, Electronics Marketing Company (Private) Limited) - Subsidiary Company

Waves Marketplace Limited (formerly, Electronics Marketing Company (Private) Limited) is a private limited company which was incorporated on 09 September 2016 under the repealed Companies Ordinance, 1984 (now Companies Act, 2017). The principal activity of the company was to carry out distribution / wholesales / retail business of all kinds of electronic appliances, its components and accessories, etc.

#### **Waves Builders and Developers (Private) Limited**

(formerly, Waves Marketing (Private) Limited) - Subsidiary Company

Waves Builders and Developers (Private) Limited (formerly, Waves Marketing (Private) Limited) is a private limited company which was incorporated on 10 April 2017 under the repealed Companies Ordinance, 1984 (now Companies Act, 2017). The registered office of the company is located at 9-KM Hanjarwal, Multan Road, Lahore. The principal activity of the company was to sale, distribution and marketing of consumer appliances being a trading concern. The MOA/AOA was changed to undertake real estate buisiness, however the board of WBDPL and WCL have decided to merge WBDPL with and into WCL, subject to completion of necessary corporate legal formalities.

#### Waves Home Appliances Limited

(formerly Samin Textiles Limited)- Subsidiary Company

Waves Home Appliances Limited (WHAL) (formerly as Samin Textiles Limited) was incorporated in Pakistan on November 27, 1989 as a public limited company under the Companies Ordinance, 1984 (now Companies Act, 2017). The registered office of the Company is situated at 9-KM Hanjarwal, Multan Road, Lahore. The Company is currently listed on Pakistan Stock Exchange. The principal business of the Company previously was trading, import and export of textile products. Consequent to approval of scheme of arrangement, the principal line of business shall be amended to include manufacturing, assembly and wholesale of domestic consumer appliances and other light engineering products.

1.1 The Holding Company, Waves Corporation Limited (WCL), acquired WHAL (formerly Samin Textiles Limited) as a subsidiary Company through a scheme of arrangement. As per the term of the scheme, WCL 'Carved out / seperated home appliances business by transferring certain assets, liabilities, obligations, contracts and undertakings to the subsidiary Company as of the effective date of 01 September 2021.

The Honourable Lahore High Court (the Court) through its Order dated 27 May 2022, has approved the Scheme of Arrangement as proposed and granted sanction order for the carving out of home appliances business from the Holding Company and amalgamation of the same into the subsidiary Company, WHAL.

#### 2 Basis of preparation

#### Statement of compliance

#### 2.1 Separate financial statements

These financial statements are the separate financial statements of the Company in which investments in subsidiaries are accounted for on the basis of direct equity interest rather than on the basis of reported results and net assets of the investees. Consolidated financial statements of the Company are prepared and presented separately.

The Company has the following long term investments:

Nar	ne of subsidiary companies	2024 (Direct hol	2023 Iding percentage)
-	Waves Builders and Developers (Private) Limited (formerly, Waves Marketing (Private) Limited)	100	100
-	Waves Marketplace Limited (formerly, Electronics Marketing Company (Private) Limited)	100	100
-	Waves Home Appliances Limited (formerly, Samin Textiles Limited)	74.56	74.56

- 2.2 These condensed interim unconsolidated financial statements of the Company 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 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; and

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.

2.3 These condensed interim unconsolidated financial statements comprise the condensed interim unconsolidated statement of financial position of the Company as at 31 March 2024 and the related condensed interim unconsolidated statement of profit or loss account, condensed interim unconsolidated statement of comprehensive income, condensed interim unconsolidated statement of changes in equity and condensed interim unconsolidated statement of cash flow and notes to the financial information for the three months period then ended.

#### 3 Use of estimates and judgments

The preparation of condensed interim unconsolidated financial statements requires management to make judgments, estimates and assumptions for the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

In preparing these condensed interim unconsolidated financial statements, the significant judgments made by the management in applying accounting policies and key sources of estimation are the same as those applied in the preparation of annual audited financial statements for the year ended 31 December 2023.

#### 4 Statement of consistency in accounting policies

The accounting policies and the methods of computation adopted in the preparation of these condensed interim unconsolidated financial statements are same as those applied in the preparation of annual audited financial statements for the year ended 31 December 2023.

#### 5 Issued, subscribed and paid up capital

	(Un-audited)	(Audited)	(Un-audited)	(Audited)
	31 March	31 December	31 March	31 December
	2024	2023	2024	2023
	Number	of shares	(Rupees	in '000)
Issued for cash	105,263,597	105,263,597	1,052,636	1,052,636
Issued for consideration other than cash	703,733	703,733	7,037	7,037
Issued as paid bonus shares	78,988,759	78,988,759	789,888	789,888
Issued under scheme of amalgamation	96,450,000	96,450,000	964,500	964,500
	281,406,089	281,406,089	2,814,061	2,814,061

**5.1** Ordinary shares of the Company held by associated persons and undertaking are as follows:

	(Un-audited)	(Audited)	(Un-audited)	(Audited)
	31 March	31 December	31 March	31 December
	2024	2023	2024	2023
Chief Executive Officer and his spouse	Percenta	age held	Number	of shares
- Haroon Ahmad Khan (CEO)	38.32%	38.32%	107,840,286	107,840,286
- Nighat Haroon Khan (Wife of CEO)	10.00%	10.00%	28,132,411	28,132,411
	48.32%	48.32%	135,972,697	135,972,697

**5.2** The holders of ordinary shares are entitled to receive dividends as declared (if any), and are entitled to one vote per share at meetings of the Company.

(Un-audited)	(Audited)
31 March	31 December
2024	2023
(Rupees	in '000)

## 6 Short term borrowings

From banking companies - secured:

Running finance under mark-up arrangements	1,724,097	1,723,953
	1,724,097	1,723,953

**6.1** There were no major changes in any of the facilities during the period. All terms and conditions applicable on these facilities are same as those disclosed in the annual financial statements of the Company for the year ended 31 December 2023.

#### 7 Contingencies and commitments

#### 7.1 Contingencies

There has been no significant changes in contingencies as reported in the annual audited financial statements of the Company for the year ended 31 December 2023.

#### 7.2 Commitments

There has been no significant changes in commitments as reported in the annual audited financial statements of the Company for the year ended 31 December 2023.

		Note	(Un-audited) 31 March 2024 (Rupees	(Audited) 31 December 2023 in '000)
8	Properties under development			
	Opening balance - as at 01 January Add: Costs incurred during the period Add: Costs transferred from subsidiary company		3,126,042 88,427 - 3,214,469	2,705,294 351,679 69,069 3,126,042
9	Cash and cash equivalents			
	Cash and bank balances		21,861	21,862
	Short term running finance - secured		(1,724,097)	(1,723,953)
			(1,702,236)	(1,702,091)

# 10 Transactions with related parties

Related parties comprise of associated undertakings, directors, entities with common directorship, post employment plans and key management personnel. Amounts due from and to related parties are shown under respective notes in these unconsolidated condensed interim financial statements. Significant transactions with related parties are as follows:

Name of the Company	Relationship	Nature of transactions	(Un-audited) 31 March 2024	(Un-audited) 31 March 2023
Subsidiary Companies				
i- Waves Marketplace Limited	Wholly owned subsidiary	Mark-up charged on receivable from subsidiary	19,318	6,194
ii- Waves Home Appliances Limited	Partialy owned subsidiary	Notional interest on receivable from subsidiary	47,938	42,242

# 11 Financial risk management and fair value of financial instruments

11.1 The Company's financial risk management objective and policies are consistent with that disclosed in the annual financial statements of the Company for the year ended 31 December 2023.

11.2 The following table shows the carrying amounts and fair values of financial instruments and non-financial instruments including their levels in the fair value hierarchy:

		31 March 2024					
		Carrying amount					
		Financial assets at amortized cost	Other financial liabilities	Total	Level 1	Level 2	Level 3
	Note			Rupees in 'C	000		
Financial instruments							
Financial assets - not measured at fair value							
Security deposits		1,974,876	-	1,974,876	-	-	-
Other receivables		391,037	-	391,037	-	-	-
Cash & Bank Balances		21,861		21,861		-	-
	11.3	2,387,774		2,387,774			-
Financial liabilities - not measured at fair value							
Trade and other payables		-	600,960	600,960	-	-	-
Short term borrowings - secured and unsecured		-	1,724,097	1,724,097	-	-	-
Mark-up accrued on short			402.220	402.220			
term finances and long term loans			403,320	403,320	<u> </u>		-
	11.3		2,728,377	2,728,377	-	-	-

		21 Danambar 2022					
		31 December 2023 Fair value					
		-			<u> </u>		
		Financial assets at amortized cost	Other financial liabilities	Total	Level 1	Level 2	Level 3
	Note	Rupees in '000					
Financial instruments							
<u>31 December 2023</u>							
Financial assets - not measured at fair value							
Security deposits		1,926,938	-	1,926,938	-	-	-
Other receivables		370,879	-	370,879	-	-	-
Bank balances		21,862	<u> </u>	21,862	<u> </u>	<u> </u>	-
	11.3	2,319,679	<u> </u>	2,319,679	<u>-</u>		
Financial liabilities - not measured at fair value							
Trade and other payables		-	587,703	587,703	-	-	-
Short term borrowings - secured and unsecured		-	1,723,953	1,723,953	-	-	-
Mark-up accrued on short							
term finances and long term loans		<u> </u>	301,267	301,267	-	<u> </u>	-
	11.3	<u> </u>	2,612,923	2,612,923	-	-	=

11.3 The Company has not disclosed the fair values of these financial assets and liabilities as these are for short term or reprise over short term. Therefore, their carrying amounts are reasonable approximation of fair value.

#### Non financial assets measured at fair value

Investment property Date of valuation 31 December 2023

#### Valuation approach and inputs used

The valuation model is based on price per square metre. In determining the valuation for land and building the valuer refers to numerous independent market inquiries from local estate agents / realtors in the vicinity to establish the present market value. The fair valuation of land and building are considered to represent a level 3 valuation based on significant non-observable inputs being the location and condition of the assets.

The fair value are subject to change owing to changes in input. However, management does not expect there to be a material sensitivity to the fair value arising from the non-observable inputs.

# 12 Date of authorization

This condensed interim Un-Consolidated financial information has been approved by the Board of Directors of the Company and authorized for issue on 30 April 2024.

# 13 General

Corresponding figures have been re-arranged and re-classified where necessary for the purpose of comparison and better presentation as per reporting framework.

Figures have been rounded off to nearest thousand unless stated otherwise.

**Chief Executive Officer** 

Director



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