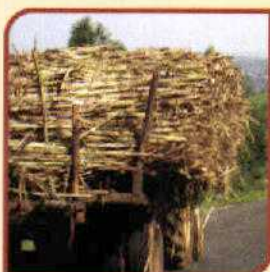


# noon

SUGAR MILLS LTD.

## ANNUAL REPORT 2015

# 2015



NOON  
GROUP OF COMPANIES





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## CORPORATE INFORMATION

|                            |                                                                                                                                                                                                                      |                                                                                                                                                                                   |
|----------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>BOARD OF DIRECTORS</b>  | Mr. Salman Hayat Noon<br>Malik Adnan Hayat Noon<br>Mr. K. Iqbal Talib<br>Mr. Zaheer Ahmad Khan<br>Mr. Asif Hussain Bukhari<br>Lt Col Abdul Khaliq Khan (Retd)<br>Mr. Muhammad Iqbal                                  | Chairman<br>Chief Executive<br>(Executive Director)<br>(Non-Executive Director)<br>(Non-Executive Director)<br>(Non-Executive Director)<br>(Non-Executive / Independent Director) |
| <b>AUDIT COMMITTEE</b>     | Mr. Muhammad Iqbal<br>Mr. Asif Hussain Bukhari<br>Mr. Zaheer Ahmad Khan                                                                                                                                              | Chairman<br>Member<br>Member                                                                                                                                                      |
| <b>HRR COMMITTEE</b>       | Mr. Zaheer Ahmad Khan<br>Mr. K. Iqbal Talib<br>Mr. Asif Hussain Bukhari                                                                                                                                              | Chairman<br>Member<br>Member                                                                                                                                                      |
| <b>MANAGEMENT</b>          | Mr. K. Iqbal Talib<br>Mr. Naveed Akhtar<br>Mr. Kamran Zahoor                                                                                                                                                         | Director<br>Resident Director<br>Chief Financial Officer                                                                                                                          |
| <b>SECRETARY</b>           | Syed Anwar Ali                                                                                                                                                                                                       |                                                                                                                                                                                   |
| <b>AUDITORS</b>            | Hameed Chaudhri & Co.,<br>Chartered Accountants                                                                                                                                                                      |                                                                                                                                                                                   |
| <b>HEAD INTERNAL AUDIT</b> | Mr. Muhammad Shafiq                                                                                                                                                                                                  |                                                                                                                                                                                   |
| <b>LEGAL ADVISERS</b>      | Hassan & Hassan (Advocates)                                                                                                                                                                                          |                                                                                                                                                                                   |
| <b>BANKERS</b>             | Allied Bank Limited<br>MCB Bank Limited<br>NIB Bank Limited<br>Standard Chartered Bank (Pakistan) Limited<br>United Bank Limited                                                                                     |                                                                                                                                                                                   |
| <b>HEAD OFFICE</b>         | 4- Sarwar Road,<br>Lahore Cantt.<br>Tel. # (042) 36655777<br>Fax # (042) 36662244                                                                                                                                    |                                                                                                                                                                                   |
| <b>REGISTERED OFFICE</b>   | 66-Garden Block,<br>New Garden Town,<br>Lahore.<br>Tel. # (042) 35831462-3<br>Fax # (042) 35831462, E-mail: noonshr@brain.net.pk                                                                                     |                                                                                                                                                                                   |
| <b>SHARES REGISTRAR</b>    | Corplink (Pvt.) Limited<br>Wings Arcade, 1-K Commercial,<br>Model Town, Lahore.<br>Tel. # (042) 35839182, 35916714, 35916719<br>Fax # (042) 35869037, E-mail: shares@corplink.com.pk<br>Website: www.corplink.com.pk |                                                                                                                                                                                   |
| <b>MILLS</b>               | Bhalwal, District Sargodha.                                                                                                                                                                                          |                                                                                                                                                                                   |
| <b>WEBSITE</b>             | www.noonsugar.com                                                                                                                                                                                                    |                                                                                                                                                                                   |

## MISSION STATEMENT

“Noon Sugar Mills Limited is committed to continue its sustained efforts towards optimizing its resources through updated technology, staff motivation and good corporate governance so as to Insha Allah maintain its tradition of high yield and handsome returns to its shareholders on their investment in the Company.”



## NOTICE OF ANNUAL GENERAL MEETING

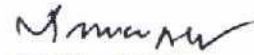
Notice is hereby given that the 53rd Annual General Meeting of Noon Sugar Mills Limited will be held on Saturday, 30 January, 2016 at 11:30 a.m. at 66 Garden Block, New Garden Town, Lahore to transact the following business:

1. To confirm the minutes of the Annual General Meeting held on 31 January, 2015.
2. To receive, consider and adopt the audited accounts for the year ended 30 September, 2015 and the reports of the directors and auditors thereon.
3. To appoint auditors for the year ending 30 September, 2016 and to fix their remuneration.
4. To transact any other business as may be placed before the meeting with the permission of the Chairman.

### CLOSURE OF SHARE TRANSFER BOOKS

The Share Transfer Books of the Company will remain closed from 24 January, 2016 to 30 January, 2016 (both days inclusive) for the purpose of holding the AGM.

By Order of the Board



**SYED ANWAR ALI**  
Company Secretary

Lahore: 05 January, 2016

### NOTES:

1. A member entitled to attend and vote at this meeting may appoint another member as his/her proxy to attend, speak and vote on his/her behalf. Proxies in order to be effective must be received by the Company at the registered office not less than 48 hours before the meeting. The shareholders through CDC are requested to bring original CNIC/Passport for the purpose of identification to attend the meeting. Representatives of corporate members should bring the usual documents required for such purpose.
2. Members having physical shares are requested to send copy of their Computerized National Identity Card (CNIC) if they have not already provided, as CNIC number is required to be mentioned on the dividend warrants.
3. The members are also requested to notify immediately any change in their addresses / e-mail addresses to the Shares Registrar of the Company, Corplink (Pvt.) Limited, 1-K, Commercial, Model Town, Lahore.

## SIX YEARS' REVIEW AT A GLANCE

| YEAR ended 30th September         |               | 2015      | 2014      | 2013      | 2012      | 2011      | 2010      |
|-----------------------------------|---------------|-----------|-----------|-----------|-----------|-----------|-----------|
| <b>Sugar Production:</b>          |               |           |           |           |           |           |           |
| Cane crushed                      | (M.Tons)      | 439,402   | 498,954   | 603,528   | 701,851   | 600,385   | 294,534   |
| Average sucrose recovery          | (%)           | 9.48      | 9.83      | 9.57      | 9.36      | 7.70      | 7.28      |
| Sugar produced                    | (M.Tons)      | 41,665    | 49,054    | 57,766    | 65,684    | 46,181    | 21,444    |
| Operating period                  | (Days)        | 96        | 99        | 107       | 114       | 116       | 98        |
| <b>Alcohol Production:</b>        |               |           |           |           |           |           |           |
| Molasses processed                | (M.Tons)      | 54,187    | 71,957    | 71,315    | 83,748    | 72,644    | 29,969    |
| Alcohol produced                  | (000's Ltrs.) | 12,617    | 17,228    | 17,292    | 22,028    | 17,571    | 7,415     |
| Average alcohol yield             | (Ltrs/Ton)    | 233       | 239       | 243       | 263       | 242       | 247       |
| Operating period                  | (Days)        | 242       | 261       | 234       | 307       | 302       | 165       |
| <b>Operating results:</b>         |               |           |           |           |           |           |           |
| Sales                             | (000' Rs.)    | 3,027,256 | 3,252,536 | 3,834,732 | 4,622,657 | 3,101,489 | 1,723,592 |
| Cost of sales                     | (000' Rs.)    | 2,902,182 | 3,101,236 | 3,618,215 | 4,201,356 | 2,695,524 | 1,719,524 |
| Gross profit                      | (000' Rs.)    | 125,074   | 151,300   | 216,517   | 421,301   | 405,965   | 4,068     |
| Pre-tax profit/(loss)             | (000' Rs.)    | (87,593)  | (100,808) | (136,387) | 120,785   | 62,642    | (183,237) |
| Total Comprehensive (Loss)/Income | (000' Rs.)    | (93,765)  | (121,968) | (159,915) | 106,298   | 34,858    | (246,085) |
| Gross Profit to Net Sales         | (%)           | 4.13      | 4.65      | 5.65      | 9.11      | 13.09     | 0.24      |
| Net Profit/(loss) to Net Sales    | (%)           | (3.10)    | (3.75)    | (4.17)    | 2.30      | 1.12      | (14.28)   |
| <b>Shareholders' Equity:</b>      |               |           |           |           |           |           |           |
| Paid up capital                   | (000' Rs.)    | 165,175   | 165,175   | 165,175   | 165,175   | 165,175   | 165,175   |
| Reserves & surplus                | (000' Rs.)    | 261,581   | 355,310   | 467,767   | 660,525   | 574,466   | 539,142   |
| Shareholders' equity              | (000' Rs.)    | 426,756   | 520,485   | 632,942   | 825,700   | 739,641   | 704,317   |
| Break-up value per share          | (Rupees)      | 25.84     | 31.51     | 38.32     | 49.99     | 44.78     | 42.64     |
| Earnings/(Loss) per share         | (Rupees)      | (7.00)    | (6.72)    | (9.68)    | 6.44      | 2.11      | (14.90)   |
| Return on equity                  | (%)           | (21.97)   | (23.43)   | (25.27)   | 12.87     | 4.71      | (34.94)   |
| <b>Financial position:</b>        |               |           |           |           |           |           |           |
| Current assets                    | (000' Rs.)    | 607,642   | 762,781   | 639,796   | 630,140   | 1,129,184 | 354,449   |
| Fixed capital expenditure         | (000' Rs.)    | 943,492   | 1,010,005 | 1,086,398 | 1,146,199 | 1,108,752 | 1,134,653 |
| Total assets                      | (000' Rs.)    | 1,553,327 | 1,790,805 | 1,756,427 | 1,826,793 | 2,289,429 | 1,536,321 |
| Current liabilities               | (000' Rs.)    | 1,032,169 | 1,126,478 | 919,959   | 878,945   | 1,499,694 | 781,124   |
| Long term debts                   | (000' Rs.)    | 60,000    | 90,000    | 151,231   | 72,873    | 0.00      | 0.00      |
| Total liabilities                 | (000' Rs.)    | 1,126,571 | 1,270,320 | 1,123,485 | 1,001,093 | 1,549,788 | 832,004   |
| Current ratio                     | (%)           | 0.59      | 0.68      | 0.70      | 0.72      | 0.75      | 0.45      |
| Debt equity ratio                 | (%)           | 12.33     | 14.74     | 19.28     | 8.11      | 0.00      | 0.00      |
| <b>Dividends:</b>                 |               |           |           |           |           |           |           |
| Cash                              | (%)           | 0         | 0         | 0         | 20        | 15        | 0         |
| Bonus shares                      | (%)           | 0         | 0         | 0         | 0         | 0         | 0         |
| Total pay out                     | (%)           | 0         | 0         | 0         | 20        | 15        | 0         |

## DIRECTORS' REPORT TO THE MEMBERS

Dear members,

The Directors of Noon Sugar Mills Limited are pleased to present the 53rd annual report and audited Financial Statements of the company and the Auditors' Report thereon for the year ended 30 September 2015.

### Financial Results

The comparative financial results of the Company are summarised below:

| Particulars            | 2015                | 2014   |
|------------------------|---------------------|--------|
|                        | (Rupees in million) |        |
| Total Revenue          | 3,027               | 3,252  |
| Gross Profit           | 125                 | 151    |
| Operating Profit       | 50                  | 78     |
| After-tax (loss)       | (116)               | (111)  |
| (Loss) Per Share (Rs.) | (7.00)              | (6.72) |

### Operating Results

The operating results of your Company for the year under review with comparative statistics of last year are tabulated below:

| Sugar                    |              | 2015    | 2014    |
|--------------------------|--------------|---------|---------|
| Operating period         | Days         | 96      | 99      |
| Cane crushed             | M. Tons      | 439,402 | 498,954 |
| Sugar produced           | M. Tons      | 41,665  | 49,054  |
| Average sucrose recovery | % age        | 9.48    | 9.83    |
| Molasses recovery        | % age        | 4.34    | 4.40    |
| Molasses produced        | M. Tons      | 19,108  | 21,954  |
| Distillery               |              |         |         |
| Operating period         | Days         | 242     | 261     |
| Molasses processed       | M. Tons      | 54,187  | 71,957  |
| Ethanol produced         | 000's Ltrs.  | 12,617  | 17,228  |
| Average yield            | Ltrs./M. Ton | 233     | 239     |

## Sugar

The mismatch of raw material price and selling price of finished product further widened due to another increase of Rs. 10 to Rs 180 per 40 kg in cane price, in the worsening sugar surplus situation.

During the year under review therefore, sugarcane crushing was 11.9% less than last year and due to floods in both Jhelum and Chenab rivers, the retained water in soil delayed the maturity of cane, affecting the sucrose recovery average to 9.48% against 9.83% of previous season.

The mills in Northern and central Punjab in particular, were put at a greater disadvantage this time due to a wide disparity in cane procurement price with Sindh, who were given legal protection by Sindh High Court, through a mutual agreement between cane growers and the millers to fix Rs. 160/40 kg, with procurement price with Govt. subsidy of Rs. 12/40 kg, that too towards the end of the Season, when most mills had purchased their cane through cash payment at 155/40 Kg. The inherent advantage of 1.5 -2.0 % Recovery, further reduced their cost of production and improved their consequent returns. Their huge surplus of low cost product competed unfairly with Punjab and KP Mills in their markets.

The incentive in sugar export offered by the Govt. did help in stabilizing the price in local market during a limited period after the close of the season but being a common market, it was equally shared by all mills including Sindh, where it added to their already attractive returns. In case of majority of mills in Punjab and KP, it only helped to reduce the huge losses of only those mills who could manage to hold the stocks despite their rapidly eroding financial position.

## Distillery

Due to early buying of molasses at high prices by some distilleries and consequent sharp fall in international prices of Ethanol, traditionally indexed with fossil oil, the procurement of molasses to supplement our own production was restricted. The steam and power cost during a long period of offseason were however drastically reduced to maintain a slim margins of this division, with reduced capacity utilization.

## Future Outlook

The cane survey reported reduction of 10.52% in our gate area under cane, which is offset to a great extent by healthier crop owing to timely rains and absence of any major disease. The supply is also being supplemented with cane from closure of an adjacent mill, which is shared by other surrounding mills. Both the crushing and production in the first 29 days of operation are better by 14% and 18% respectively. The sucrose recovery average also improved by 0.87% on cane, provides a healthier outlook, provided of course, the subsidized export of sugar, the single supportive measure taken by the Govt. to address the inequity and recurring loss situation of a large number of sugar mills in Northern and Central Punjab, is timely executed to stabilize the local sugar market.

The Falling Film Evaporator installed during the last offseason as a measure of BMR to improve energy saving to improve surplus bagasse, has been successfully commissioned and will hopefully contribute towards improved savings.

Captive power export from sugar mills is being followed and will hopefully be operative during this season. Co, Recovery unit of distillery put on trial during last season should also be in commercial operation soon.

## **Distillery**

Your management has ambitious plans for higher capacity utilization of this ever supportive division of your company which is unfortunately fraught with increasing uncertainties, mainly surrounding the future of fossil oil, to which the international price of ethanol is indexed and which continues to fall. The latest report gives an unprecedented 71% fall since 2004, to \$ 36/barrel crude oil. Molasses price on the other hand is related to other sources of cattle feed and often registers an upsurge in local price due to fresh distillery capacities being added.

Efforts will however be made to overcome these challenges and maximize the returns from this profit centre of the Company.

## **Corporate Social Responsibility**

NSML has established the following welfare facilities for social uplift and development of local community:

- (a) A modern English medium Model High School in the Employees Housing Colony, for the benefit of its employee's children and people living in and around the factory. The annual expenditure on the running of the school by NSML is about Rs. 2.5 million (Rupees two and half million). An independent Governing Committee control the affairs of the school matters. Pick & Drop scheme is provide to employee's children studying at Bhalwal and Sargodha colleges. The employee's children are also encouraged to pursue higher education by grant of ample scholarships starting from Matriculation upwards every year.
- (b) NSML has a established a fair price Shop in Housing Colony for provision of household items at lower rates than prevailing in the local market & seasonal vegetables our grower to be supplied to the residence at 50% of the prevailing price by vegetables in local market.
- (c) NSML as a great proponent of Greener Pakistan has carried out extensive tree plantation. During last spring season, NSML planted about 2000 trees of various species and during current monsoon season (August-September 2015), NSML has planted 3530 of various types of trees, 2020 ground-fill plants and 1600 shrubs.
- (d) A Benevolent Trust has been formed by the late chairman of NSML funded by the family. It also runs a free Dispensary in Bhalwal Town for the last 22 years and distributes free medicines to the patients costing about Rs.2.5 million (Rupees two and half million) per annum.

## **Compliance with the Code of Corporate Governance**

The requirement of the Code of Corporate Governance (CCG) set out by Karachi, Lahore and Islamabad stock exchange in their listing regulations, relevant for the year ended 30 September, 2015 have been adopted by the Company and have been fully complied with. A statement to this effect is annexed to the report.

## **Meetings of Board of Directors**

During the year under consideration, five Board meetings were held and number of meetings attended by each director is given in the annexed table.

## **Audit Committee**

An Audit Committee of the Board has been in existence since the CCG, which now comprises of one independent and two non-executive directors. During the year, four meetings of the Audit Committee were held. The Audit Committee has its terms of reference which were determined by the Board of Directors in accordance with the guidelines provided by the listing regulations.

## Corporate and Financial Reporting Framework

The financial statements together with the notes thereon have been drawn up by the management of the Company in conformity with the Companies Ordinance, 1984 and applicable International Financial Reporting Standards (IFRS). These statements present fairly the Company's state of affairs, the results of its operations, cash flow and changes in equity.

The Board of Directors hereby declares that:

- Any departure from the application of IFRS has been adequately disclosed in "Notes to the Accounts" of financial statements;
- proper books of accounts of the Company have been maintained by the Company;
- appropriate accounting policies have been consistently applied in preparation of financial statements and accounting estimates are based on reasonable and prudent judgment;
- the system of internal controls is sound in design and has been effectively implemented and monitored;
- there are no doubts upon the Company's ability to continue as a going concern;
- there has been no material departure from the Best Practices of Corporate Governance, as detailed in the listing regulations of stock exchanges;
- The key operating and financial data of last six years is annexed to this report.
- there are no statutory payments on account of taxes, duties, levies and charges which are outstanding as at 30 September, 2015 except for those disclosed in the financial statements;
- the Directors, CEO, CFO, Company Secretary and their spouses and minor children have made transactions in the Company's shares during the year ended 30 September, 2015 as under:

| Name of Director / Executive | Shares Acquired | Shares Disposed of |
|------------------------------|-----------------|--------------------|
| Malik Adnan Hayat Noon       | 209,000         | NIL                |
| Mr. Salman Hayat Noon        | 2,147,000       | NIL                |

- Cost of the investments of employees retirement funds are as follows:

### Provident Fund

|                                    |                    |
|------------------------------------|--------------------|
| As at 30 September, 2015 (audited) | Rs. 78.986 million |
| As at 30 September, 2014 (audited) | Rs. 77.894 million |

Gratuity scheme is currently un-funded and annual provision is made on the basis of actuarial valuation to cover obligation under the scheme for all eligible employees and the details are contained in Note 9 to the audited financial statements for the year ended 30 September, 2015.

**Pattern of Shareholding/ Categories as at 30 September, 2015 Provided Separately.**

**Shares held by:**

|                                                            |                                         |
|------------------------------------------------------------|-----------------------------------------|
| I. Associated Companies, undertakings and related parties: |                                         |
| Noon Industries (Pvt.) Limited                             | <b>Number of shares held</b><br>765,403 |
| II. Mutual Funds:                                          | 0                                       |
| III. The Directors and their spouse and minor children:    |                                         |

| Names of Directors              | Number of shares held |        |                |
|---------------------------------|-----------------------|--------|----------------|
|                                 | Ownself               | Spouse | Minor Children |
| Malik Adnan Hayat Noon          | 4,564,181             | Nil    | Nil            |
| Mr. Salman Hayat Noon           | 2,228,655             | Nil    | Nil            |
| Mr. K. Iqbal Talib              | 26,360                | 7,260  | Nil            |
| Mr. Zaheer Ahmad Khan           | 159                   | Nil    | Nil            |
| Mr. Asif Hussain Bukhari        | 2,091                 | Nil    | Nil            |
| Lt Col Abdul Khaliq Khan (Retd) | 1                     | Nil    | Nil            |
| Mr. Muhammad Iqbal              | 500,921               | 1,597  | Nil            |
| Mr. Mohammad Asim Tiwana        | 22,500                | Nil    | Nil            |
| IV. Executives:                 | Nil                   | Nil    | Nil            |

**V. Public Sector Companies and Corporations, Joint Stock Companies and others:**

|                    |                   |
|--------------------|-------------------|
| <b>Shares held</b> | <b>Percentage</b> |
| 797,737            | 4.83 %            |

**VI. Banks, Development Finance Institutions, Non-Banking Finance Companies, Insurance Companies, Takaful, Modarabas and Pension Funds:**

|                    |                   |
|--------------------|-------------------|
| <b>Shares held</b> | <b>Percentage</b> |
| 3,717,833          | 22.51 %           |

**VII. Shareholders holding five percent or more voting rights:**

|                                         | <b>Shares held</b> | <b>Percentage</b> |
|-----------------------------------------|--------------------|-------------------|
| Malik Adnan Hayat Noon                  | 4,564,181          | 27.63%            |
| BHF Bank (Switzerland) Ltd.             | 2,236,080          | 13.54 %           |
| Mr. Salman Hayat Noon                   | 2,228,655          | 13.49 %           |
| EFG Private Bank (Channel Islands) Ltd. | 1,437,480          | 8.70 %            |

**VIII. Trading in Shares:**

As per detail on previous page.

### Attendance of Directors in Board Meetings

During the year under review, five meetings of the Board of Directors were held, attendance position was as under:

| Names Of Directors              | Meetings Held During Tenure | Meetings Attended |
|---------------------------------|-----------------------------|-------------------|
| Malik Adnan Hayat Noon          | 5                           | 5                 |
| Mr. Salman Hayat Noon           | 5                           | 5                 |
| Mr. K. Iqbal Talib              | 5                           | 5                 |
| Mr. Zaheer Ahmad Khan           | 5                           | 3                 |
| Mr. Asif Hussain Bukhari        | 5                           | 5                 |
| Lt Col Abdul Khaliq Khan (Retd) | 5                           | 5                 |
| Mr. Muhammad Iqbal              | 5                           | 5                 |
| Mr. Mohammad Asim Tiwana        | 3                           | 2                 |

Leave of absence was granted to the directors who could not attend the Board Meetings.

### Attendance of Members in Audit Committee Meetings

During the year under review, four Audit Committee Meetings were held, attendance position was as under:

| Names of Directors       | Meetings Held During Tenure | Meetings Attended |
|--------------------------|-----------------------------|-------------------|
| Mr. Muhammad Iqbal       | 3                           | 3                 |
| Mr. Asif Hussain Bukhari | 4                           | 4                 |
| Mr. Zaheer Ahmad Khan    | 4                           | 3                 |

### Number of Meetings of Shareholders

During the year under review, annual general meeting was held on 31 January, 2015.

### Outstanding statutory Payments

All outstanding payments are of normal and routine nature.

### Role of Shareholders

The Board aims to ensure that the Company's shareholders are timely informed about the major developments affecting the Company's state of affairs. To achieve this objective, information is communicated to the shareholders through quarterly, half-yearly and annual reports, now being promptly placed on Company's website. The Board encourages the shareholders' participation at the General Meetings to ensure the desired level of accountability.

### Safety and Environments

The Company strictly complies with the standards of the safety rules and regulations. It also follows environment friendly policies.

#### **Auditors**

M/s Hameed Chaudhri & Co., Chartered Accountants, the retiring auditors have offered their services for another term. The Board proposes their appointment as recommended by the Audit Committee.

#### **Acknowledgement**

The Board is thankful to the valuable members and bankers for their trust and persistent support to the Company. The Board would also like to place on record its appreciation to all the employees of the Company for their dedication, diligence and hard work.

For and on behalf of the Board



**MALIK ADNAN HAYAT NOON**  
Chief Executive

Lahore: 05 January, 2016

## STATEMENT OF COMPLIANCE WITH THE BEST PRACTICES OF THE CODE OF CORPORATE GOVERNANCE

Name of company : Noon Sugar Mills Limited  
Year ending : 30 September, 2015

This statement is being presented to comply with the Code of Corporate Governance contained in Regulation No.35 of listing regulations of Karachi, Lahore and Islamabad Stock Exchanges for the purpose of establishing a framework of good governance, whereby a listed company is managed in compliance with the best practices of corporate governance.

The Company has applied the principles contained in the CCG in the following manner:

1. The Company encourages representation of independent non-executive directors and directors representing minority interests on its board of directors. At Present the board includes:

| Category                | Names                                                                                                         |
|-------------------------|---------------------------------------------------------------------------------------------------------------|
| Executive Directors     | Malik Adnan Hayat Noon<br>Mr. K. Iqbal Talib                                                                  |
| Non-Executive Directors | Mr. Salman Hayat Noon<br>Mr. Zaheer Ahmad Khan<br>Mr. Asif Hussain Bukhari<br>Lt Col Abdul Khaliq Khan (Retd) |
| Independent Director    | Mr. Muhammad Iqbal                                                                                            |

2. The directors have confirmed that none of them is serving as a director in more than seven listed companies, including this company.
3. All the resident directors of the Company are registered as taxpayers and none of them has defaulted in payment of any loan to a banking company, a DFI or an NBFIs or, being a member of a stock exchange, has been declared as a defaulter by that stock exchange.
4. That all the directors are eligible to act as directors as none of them has any ineligibility defined in Section 187 of the Companies Ordinance, 1984. There was no change of CEO, CFO, Internal Auditor or Company Secretary, Mr. Mohammad Asim Tiwana was appointed on 28-01-2015 as director in place of Malik Adnan Hayat Noon. The change was reversed by appointment of Malik Adnan Hayat Noon as director on 19-10-2015 in place of Mr. Mohammad Asim Tiwana.
5. The Company has prepared a "Code of Conduct" and has ensured that appropriate steps have been taken to disseminate it throughout the Company along with its supporting policies and procedures.
6. The Board has developed a vision/mission statement, overall corporate strategy and significant policies of the Company. A complete record of particulars of significant policies along with the dates on which they were approved or amended has been maintained.

7. All the powers of the Board have been duly exercised and decisions on material transactions, including appointment and determination of remuneration and terms and conditions of employment of the CEO, other executive and non-executive directors, have been taken by the Board/shareholders.
8. The meetings of the Board were presided over by the Chairman and, in his absence, by a director elected by the Board for this purpose and the Board met at least once in every quarter. Written notices of the Board meetings, along with agenda and working papers, were circulated at least seven days before the meetings. The minutes of the Board meetings were appropriately recorded and circulated.
9. All the directors on the Board are fully conversant with their duties and responsibilities as directors. Till 30 September, 2015, three Directors have acquired the compulsory training, one from the Institute of Cost and Management Accountants of Pakistan (ICMA) and other two from Executive Development Centre, Lahore whereas one Director was exempt from obtaining the requisite training. The Company has put in place a mechanism for annual evaluation of the Board.
10. There was no new appointment of CFO, Company Secretary and Head of Internal Audit during the year.
11. The Directors' Report for this year has been prepared in compliance with the requirements of the CCG and fully describes the salient matters required to be disclosed.
12. The financial statements of the Company were duly endorsed by CEO and CFO before approval of the Board.
13. The directors, CEO and executives do not hold any interest in the shares of the Company other than that disclosed in the pattern of shareholding.
14. The Company has complied with all the corporate and financial reporting requirements of the CCG.
15. The Board has formed an Audit Committee. It comprises 3 members, of whom one is independent director and two are non-executive directors.
16. The meetings of the audit committee were held at least once every quarter prior to approval of interim and final results of the Company and as required by the CCG. The terms of reference of the committee have been formed and advised to the committee for compliance.
17. The Board has formed an HR and Remuneration Committee. It comprises 3 members, of whom two are non-executive directors.
18. The Board has set up an effective internal audit function.
19. The statutory auditors of the company have confirmed that they have been given a satisfactory rating under the quality control review program of the ICAP, that they or any of the partners of the firm, their spouses and minor children do not hold shares of the Company and that the firm and all its partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the ICAP.
20. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the listing regulations and the auditors have confirmed that they have observed IFAC guidelines in this regard.

21. The 'closed period', prior to the announcement of interim/final results, and business decisions, which may materially affect the market price of Company's securities, was determined and intimated to directors, employees and stock exchanges.
22. Material/ price sensitive information has been disseminated among all market participants at once through stock exchanges.
23. All related parties transactions have been placed before the Audit Committee and Board of Directors and have been duly approved by the Board of Directors to comply with the requirements of listing regulations of Karachi, Lahore and Islamabad Stock Exchanges.
24. We confirm that all other material principles enshrined in the CCG have been complied with.

It is hereby declared that the annual financial statements, duly adopted by members of the Company, reports and other information relating to the Company shall remain available for at least next three years on the Company's website [www.noonsugar.com](http://www.noonsugar.com).

For and on behalf of the Board



**MALIK ADNAN HAYAT NOON**  
Chief Executive



**K. IQBAL TALIB**  
Director

Lahore: 05 January, 2016

## **AUDITORS' REVIEW REPORT TO THE MEMBERS ON STATEMENT OF COMPLIANCE WITH BEST PRACTICES OF CODE OF CORPORATE GOVERNANCE**

We have reviewed the enclosed Statement of Compliance with the best practices contained in the Code of Corporate Governance (the Code) prepared by the Board of Directors of Noon Sugar Mills Limited (the Company) for the year ended September 30, 2015 to comply with the requirements of Listing Regulations of Karachi, Lahore and Islamabad Stock Exchanges, where the Company is listed.

The responsibility for compliance with the Code is that of the Board of Directors of the Company. Our responsibility is to review, to the extent where such compliance can be objectively verified, whether the Statement of Compliance reflects the status of the Company's compliance with the provisions of the Code and report if it does not and to highlight any non-compliance with the requirements of the Code. A review is limited primarily to inquiries of the Company's personnel and review of various documents prepared by the Company to comply with the Code.

As a part of our audit of the financial statements we are required to obtain an understanding of the accounting and internal control systems sufficient to plan the audit and develop an effective audit approach. We are not required to consider whether the Board of Directors' statement on internal control covers all risks and controls or to form an opinion on the effectiveness of such internal controls, the Company's corporate governance procedures and risks.

The Code requires the Company to place before the Audit Committee, and upon recommendation of the Audit Committee, place before the Board of Directors for their review and approval its related party transactions distinguishing between transactions carried out on terms equivalent to those that prevail in arm's length transactions and transactions which are not executed at arm's length price and recording proper justification for using such alternate pricing mechanism. We are only required and have ensured compliance of this requirement to the extent of the approval of the related party transactions by the Board of Directors upon recommendation of the Audit Committee. We have not carried out any procedures to determine whether the related party transactions were undertaken at arm's length price or not.

Based on our review, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the best practices contained in the Code of Corporate Governance as applicable to the Company for the year ended September 30, 2015.

LAHORE: 05 January, 2016

*Hameed Chaudhri & Co*

**HAMEED CHAUDHRI & CO.,  
CHARTERED ACCOUNTANTS**

Engagement Partner: Osman Hameed Chaudhri

## AUDITORS' REPORT TO THE MEMBERS

We have audited the annexed balance sheet of **Noon Sugar Mills Limited** (the Company) as at September 30, 2015 and the related profit and loss account, cash flow statement and statement of changes in equity together with the notes forming part thereof, for the year then ended and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit.

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

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

- (a) in our opinion, proper books of account have been kept by the Company as required by the Companies Ordinance, 1984;
- (b) in our opinion:
  - (i) the balance sheet and profit and loss account together with the notes thereon have been drawn up in conformity with the Companies Ordinance, 1984, and are in agreement with the books of account and are further in accordance with accounting policies consistently applied;
  - (ii) the expenditure incurred during the year was for the purpose of the Company's business; and
  - (iii) the business conducted, investments made and the expenditure incurred during the year were in accordance with the objects of the Company;
- (c) in our opinion and to the best of our information and according to the explanations given to us, the balance sheet, profit and loss account, cash flow statement and statement of changes in equity together with the notes forming part thereof conform with approved accounting standards as applicable in Pakistan, and, give the information required by the Companies Ordinance, 1984, in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at September 30, 2015 and of the loss, its cash flows and changes in equity for the year then ended; and
- (d) in our opinion, no Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980).

*Hameed Chaudhri & Co*

HAMEED CHAUDHRI & CO.,  
CHARTERED ACCOUNTANTS

LAHORE: 05 January, 2016

Audit engagement Partner: Osman Hameed Chaudhri

## BALANCE SHEET

| EQUITY AND LIABILITIES                   |      | 2015                   | 2014             |
|------------------------------------------|------|------------------------|------------------|
| SHARE CAPITAL AND RESERVES               | Note | --- Rupees in '000 --- |                  |
| Authorised capital                       |      |                        |                  |
| 20,000,000 ordinary shares of Rs.10 each |      | <u>200,000</u>         | <u>200,000</u>   |
| Issued, subscribed and paid-up capital   | 5    | 165,175                | 165,175          |
| Reserves                                 | 6    | 549,217                | 549,217          |
| (Accumulated loss)                       |      | <u>(287,636)</u>       | <u>(193,907)</u> |
|                                          |      | 426,756                | 520,485          |
| <b>NON-CURRENT LIABILITIES</b>           |      |                        |                  |
| Long term finances                       | 7    | 60,000                 | 90,000           |
| Long term deposits                       | 8    | 1,076                  | 1,534            |
| Staff retirement benefits - gratuity     | 9    | 33,326                 | 52,308           |
|                                          |      | 94,402                 | 143,842          |
| <b>CURRENT LIABILITIES</b>               |      |                        |                  |
| Trade and other payables                 | 10   | 484,285                | 236,851          |
| Accrued mark-up                          | 11   | 14,563                 | 37,910           |
| Short term finances                      | 12   | 467,834                | 761,909          |
| Current portion of long term finances    | 7    | 37,500                 | 61,231           |
| Provision for taxation                   |      | 27,987                 | 28,577           |
|                                          |      | 1,032,169              | 1,126,478        |
|                                          |      | 1,126,571              | 1,270,320        |
| <b>CONTINGENCIES AND COMMITMENTS</b>     | 13   |                        |                  |
|                                          |      | <u>1,553,327</u>       | <u>1,790,805</u> |

The annexed notes form an integral part of these financial statements.



**MALIK ADNAN HAYAT NOON**  
 Chief Executive

## AS AT SEPTEMBER 30, 2015

| ASSETS                                                                  | Note | 2015<br>--- Rupees in '000 --- | 2014                    |
|-------------------------------------------------------------------------|------|--------------------------------|-------------------------|
| <b>NON-CURRENT ASSETS</b>                                               |      |                                |                         |
| Property, plant and equipment                                           | 14   | 935,428                        | 1,001,871               |
| Investment property                                                     | 15   | 8,064                          | 8,134                   |
| Investments                                                             | 16   | -                              | 15,842                  |
| Loans and advances                                                      | 17   | 671                            | 653                     |
| Deposits                                                                |      | 1,522                          | 1,524                   |
|                                                                         |      | <u>945,685</u>                 | <u>1,028,024</u>        |
| <b>CURRENT ASSETS</b>                                                   |      |                                |                         |
| Stores, spares and loose tools                                          | 18   | 69,483                         | 79,108                  |
| Stock-in-trade                                                          | 19   | 356,230                        | 512,852                 |
| Trade debts                                                             |      | 11,706                         | 31,202                  |
| Loans and advances                                                      | 20   | 19,292                         | 29,073                  |
| Short term prepayments                                                  |      | 1,458                          | 1,287                   |
| Other receivables                                                       | 21   | 4,346                          | 4,272                   |
| Income tax refundable, advance income tax and<br>tax deducted at source |      | 73,362                         | 80,901                  |
| Bank balances                                                           | 22   | 71,765                         | 24,086                  |
|                                                                         |      | <u>607,642</u>                 | <u>762,781</u>          |
|                                                                         |      | <u><u>1,553,327</u></u>        | <u><u>1,790,805</u></u> |

  
**K. IQBAL TALIB**  
 Director

## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED SEPTEMBER 30, 2015

|                                                                                    | Note | 2015<br>--- Rupees in '000 --- | 2014             |
|------------------------------------------------------------------------------------|------|--------------------------------|------------------|
| SALES - NET                                                                        | 23   | 3,027,256                      | 3,252,536        |
| COST OF SALES                                                                      | 24   | (2,902,182)                    | (3,101,236)      |
| GROSS PROFIT                                                                       |      | <u>125,074</u>                 | <u>151,300</u>   |
| DISTRIBUTION AND MARKETING EXPENSES                                                | 25   | (54,327)                       | (70,535)         |
| ADMINISTRATIVE EXPENSES                                                            | 26   | (105,839)                      | (105,237)        |
| OTHER INCOME                                                                       | 27   | 89,031                         | 104,625          |
| OTHER EXPENSES                                                                     | 28   | (3,541)                        | (2,196)          |
| PROFIT FROM OPERATIONS                                                             |      | <u>50,398</u>                  | <u>77,957</u>    |
| FINANCE COST                                                                       | 29   | (122,113)                      | (157,105)        |
| LOSS FOR THE YEAR BEFORE<br>SHARE OF LOSS OF AN ASSOCIATED<br>COMPANY AND TAXATION |      | <u>(71,715)</u>                | <u>(79,148)</u>  |
| SHARE OF LOSS OF AN ASSOCIATED<br>COMPANY - NET OF TAXATION                        | 16   | (15,878)                       | (21,660)         |
| LOSS BEFORE TAXATION                                                               |      | <u>(87,593)</u>                | <u>(100,808)</u> |
| TAXATION                                                                           | 30   | (27,987)                       | (10,185)         |
| LOSS AFTER TAXATION                                                                |      | <u>(115,580)</u>               | <u>(110,993)</u> |
| OTHER COMPREHENSIVE INCOME / (LOSS)                                                |      |                                |                  |
| Items that will not be reclassified subsequent to profit and loss:                 |      |                                |                  |
| - Gain / (loss) on remeasurement of staff retirement<br>benefit obligation         |      | 21,815                         | (10,975)         |
| Total comprehensive loss                                                           |      | <u>(93,765)</u>                | <u>(121,968)</u> |
|                                                                                    |      | ----- Rupees -----             |                  |
| Loss per share - basic and diluted                                                 | 31   | <u>(7.00)</u>                  | <u>(6.72)</u>    |

The annexed notes form an integral part of these financial statements.

  
**MALIK ADNAN HAYAT NOON**  
Chief Executive

  
**K. IQBAL TALIB**  
Director

## CASH FLOW STATEMENT FOR THE YEAR ENDED SEPTEMBER 30, 2015

|                                                                                 | 2015                   | 2014      |
|---------------------------------------------------------------------------------|------------------------|-----------|
|                                                                                 | --- Rupees in '000 --- |           |
| <b>Cash flow from operating activities</b>                                      |                        |           |
| Loss for the year before share of loss of an<br>Associated Company and taxation | (71,715)               | (79,148)  |
| <b>Adjustments for non-cash charges and other items:</b>                        |                        |           |
| Depreciation on property, plant & equipment and<br>investment property          | 102,119                | 110,629   |
| Gain on disposal of operating fixed assets - net                                | (4,361)                | -         |
| Gain on disposal of investment property                                         | -                      | (99,747)  |
| Gain on sale of investments                                                     | (76,745)               | -         |
| Operating fixed assets written-off                                              | 2,061                  | -         |
| Unclaimed and other payable balances written-back                               | (797)                  | (883)     |
| Provision for staff retirement benefits - gratuity                              | 11,502                 | 8,682     |
| Irrecoverable balances written-off                                              | 3                      | 361       |
| Provision made for slow moving stores<br>and spares inventory                   | 1,138                  | 1,604     |
| Finance cost                                                                    | 120,270                | 154,736   |
| <b>Profit before working capital changes</b>                                    | 83,475                 | 96,234    |
| <b>Effect on cash flow due to working capital changes</b>                       |                        |           |
| (Increase) / decrease in current assets:                                        |                        |           |
| Stores, spares and loose tools                                                  | 8,487                  | 16,577    |
| Stock-in-trade                                                                  | 156,622                | (124,637) |
| Trade debts                                                                     | 19,496                 | (25,065)  |
| Loans and advances                                                              | 10,012                 | 23,800    |
| Short term prepayments                                                          | (171)                  | 52        |
| Other receivables                                                               | (74)                   | 166       |
| Increase in trade and other payables                                            | 248,310                | 22,772    |
|                                                                                 | 442,682                | (86,335)  |
| <b>Cash generated from operations</b>                                           | 526,157                | 9,899     |
| Income tax paid                                                                 | (21,038)               | (24,905)  |
| Staff retirement benefits (gratuity) - paid                                     | (8,669)                | (18,295)  |
| <b>Net cash generated from / (used in) operating activities</b>                 | 496,450                | (33,301)  |
| <b>Cash flow from investing activities</b>                                      |                        |           |
| Additions to property, plant and equipment                                      | (38,756)               | (44,064)  |
| Sale proceeds of operating fixed assets                                         | 5,450                  | -         |
| Sale proceeds of investment property                                            | -                      | 109,575   |
| Sale proceeds of investments                                                    | 76,745                 | -         |
| Long term deposits - net                                                        | (456)                  | 30        |
| Loans and advances - net                                                        | (252)                  | 309       |
| <b>Net cash generated from investing activities</b>                             | 42,731                 | 65,850    |
| <b>Cash flow from financing activities</b>                                      |                        |           |
| Long term finances - repaid                                                     | (53,731)               | (71,642)  |
| Short term finances - net                                                       | (294,075)              | 179,940   |
| Finance cost paid                                                               | (143,617)              | (144,844) |
| Dividend paid                                                                   | (79)                   | (98)      |
| <b>Net cash used in financing activities</b>                                    | (491,502)              | (36,644)  |
| <b>Net increase / (decrease) in cash and cash equivalents</b>                   | 47,679                 | (4,095)   |
| <b>Cash and cash equivalents - at beginning of the year</b>                     | 24,086                 | 28,181    |
| <b>Cash and cash equivalents - at end of the year</b>                           | 71,765                 | 24,086    |

The annexed notes form an integral part of these financial statements.

  
**MALIK ADNAN HAYAT NOON**  
 Chief Executive

  
**K. IQBAL TALIB**  
 Director

## STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED SEPTEMBER 30, 2015

|                                                                                    | Share capital | Reserve       |         |           | Accumul-<br>ated loss | Total     |
|------------------------------------------------------------------------------------|---------------|---------------|---------|-----------|-----------------------|-----------|
|                                                                                    |               | Share premium | Revenue | Sub-Total |                       |           |
| ----- (Rupees in '000) -----                                                       |               |               |         |           |                       |           |
| Balance as at October 01, 2013                                                     | 165,175       | 119,217       | 430,000 | 549,217   | (81,450)              | 632,942   |
| Total comprehensive loss for the<br>year ended September 30, 2014                  |               |               |         |           |                       |           |
| Loss for the year                                                                  | -             | -             | -       | -         | (110,993)             | (110,993) |
| Other comprehensive loss                                                           | -             | -             | -       | -         | (10,975)              | (10,975)  |
|                                                                                    | -             | -             | -       | -         | (121,968)             | (121,968) |
| Effect of items directly<br>credited in equity by an<br>Associated Company         | -             | -             | -       | -         | 1,155                 | 1,155     |
| Adjustment as a result of<br>reduction in shareholding in<br>an Associated Company | -             | -             | -       | -         | 8,356                 | 8,356     |
| Balance as at September 30, 2014                                                   | 165,175       | 119,217       | 430,000 | 549,217   | (193,907)             | 520,485   |
| Total comprehensive loss for the<br>year ended September 30, 2015                  |               |               |         |           |                       |           |
| Loss for the year                                                                  | -             | -             | -       | -         | (115,580)             | (115,580) |
| Other comprehensive income                                                         | -             | -             | -       | -         | 21,815                | 21,815    |
|                                                                                    | -             | -             | -       | -         | (93,765)              | (93,765)  |
| Effect of items directly<br>credited in equity by an<br>Associated Company         | -             | -             | -       | -         | 36                    | 36        |
| Balance as at September 30, 2015                                                   | 165,175       | 119,217       | 430,000 | 549,217   | (287,636)             | 426,756   |

The annexed notes form an integral part of these financial statements.

  
**MALIK ADNAN HAYAT NOON**  
 Chief Executive

  
**K. IQBAL TALIB**  
 Director

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED SEPTEMBER 30, 2015

### 1. LEGAL STATUS AND NATURE OF BUSINESS

Noon Sugar Mills Limited (the Company) was incorporated in the year 1964 as a Public Company and its shares are quoted on all the Stock Exchanges in Pakistan. The Company's Mills are located at Bhalwal, District Sargodha and its Head Office at 4-Sarwar Road, Lahore Cantt.

The principal activity of the Company is manufacturing and sale of white sugar and spirit.

### 2. BASIS OF PREPARATION

#### 2.1 Statement of compliance

These financial statements have been prepared in accordance with approved accounting standards as applicable in Pakistan. Approved accounting standards comprise of such International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board as are notified under the Companies Ordinance, 1984, provisions of and directives issued under the Companies Ordinance, 1984. In case requirements differ, the provisions or directives of the Companies Ordinance, 1984 have been followed.

#### 2.2 Basis of measurement

These financial statements have been prepared under the historical cost convention except for staff retirement benefits (gratuity) which is stated at their present value.

#### 2.3 Functional and presentation currency

These financial statements are presented in Pak Rupees, which is the functional currency of the Company. All financial information presented in Pak Rupees has been rounded-off to the nearest thousand, unless otherwise stated.

#### 2.4 New and amended standards and interpretations

##### 2.4.1 Standards and amendments to approved accounting standards and interpretations effective in the current year and are relevant to the Company's financial reporting

New and amended standards and interpretations mandatory for the first time for the financial year beginning October 01, 2014:

- a) IAS 32 (Amendments), 'Financial instruments: presentation'. These amendments update the application guidance in IAS 32, 'Financial instruments: presentations', to clarify some of the requirements for offsetting financial assets and financial liabilities on the balance sheet date. The application of these amendments has no material impact on the Company's financial statements.
- b) IAS 36 (Amendment), 'Impairment of assets'. This amendment addresses the disclosure of information about the recoverable amount of impaired assets if that amount is based on fair value less costs of disposal. The application of the amendment has no material impact on the Company's financial statements.

**2.4.2 Standards, interpretations and amendments to approved accounting standards that are effective but not relevant**

The other new standards, amendments to approved accounting standards and interpretations that are mandatory for the accounting periods beginning on October 1, 2014 are considered not to be relevant or to have any significant effect on the Company's financial reporting and are, therefore, not detailed in these financial statements.

**2.4.3 Standards, amendments to approved accounting standards that are not yet effective and have not been early adopted by the Company**

The following new standards and amendments to approved accounting standards are not effective for the financial year beginning on October 01, 2014 and have not been early adopted by the Company:

- (a) IFRS 9, 'Financial instruments' (effective for periods beginning on or after January 01, 2018). IFRS 9 replaces the parts of IAS 39, 'Financial instruments: recognition and measurement' that relate to classification and measurement of financial instruments. IFRS 9 requires financial assets to be classified into two measurement categories; those measured at fair value and those measured at amortised cost. The determination is made at initial recognition. For financial liabilities, the standard retains most of the requirements of IAS 39. The Company is yet to assess the full impact of IFRS 9; however, initial indications are that it may not significantly affect the Company's financial assets.
- (b) IFRS 13 'Fair value measurement' (effective for annual periods beginning on or after January 01, 2015). The standard aims to improve consistency and reduce complexity by providing a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across IFRSs. The requirements do not extend the use of fair value accounting but provide guidance on how it should be applied where its use is already required or permitted by other standards within IFRSs. The standard will not effect the determination of fair value and its related disclosures in the financial statements of the Company.
- (c) Annual improvements 2014 applicable for annual periods beginning on or after July 1, 2016. These amendments include changes from the 2012-2014 cycle of annual improvements project that affect four standards: IFRS 5 'Non current assets held for sale and discontinued operations', IFRS 7 'Financial instruments: disclosures', IAS 19 'Employee benefits', and IAS 34, 'Interim financial reporting'. The Company does not expect to have a material impact on its financial statements due to application of these amendments.

There are number of other standards, amendments and interpretations to the published standards that are not yet effective and are also not relevant to the Company and therefore, have not been presented here.

### 3. USE OF ESTIMATES AND JUDGMENTS

The preparation of financial statements in conformity with approved accounting standards requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

The areas where various assumptions and estimates are significant to the Company's financial statements or where judgement was exercised in application of accounting policies are as follows:

- (i) Provision for employees' retirement benefits [note 4.3]
- (ii) Provision for taxation [note 4.5]
- (iii) Estimate of useful lives and residual values of property, plant & equipment and investment property [notes 4.6, and 4.7]
- (iv) Provision for obsolete and slow moving stores, spares and loose tools [note 4.10]
- (v) Net realisable values of stock-in-trade [note 4.11]
- (vi) Provision for doubtful debts [note 4.12]

### 4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies adopted in the preparation of these financial statements are set-out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### 4.1 Equity instruments

These are recorded at their face value.

#### 4.2 Borrowings and borrowing costs

Borrowings are recognised initially at fair value.

Borrowing costs are recognised as an expense in the period in which these are incurred except to the extent of borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset. Such borrowing costs, if any, are capitalised as part of the cost of that asset.

#### 4.3 Staff retirement benefits

##### (a) Defined contribution plan

The Company is operating a provident fund scheme for all its permanent employees; equal monthly contribution to the fund is made at the rate of 10% of the basic salaries both by the employees and the Company. The assets of the Fund are held separately under the control of the Trustees.

##### (b) Defined benefit plan

The Company operates an un-funded retirement gratuity scheme for its eligible employees. Provision for gratuity is made annually to cover obligation under the scheme in accordance with the actuarial recommendations. Latest actuarial valuation was conducted on September 30, 2015 on the basis of the projected unit credit method by an independent Actuary.

The liability recognised in the balance sheet in respect of retirement gratuity scheme is the present value of defined benefit obligation at the end of reporting period. The amount arising as a result of remeasurements are recognised in the balance sheet immediately, with a charge or credit to other comprehensive income in the periods in which they occur.

#### **4.4 Trade and other payables**

Creditors relating to trade and other payables are carried at cost which is the fair value of consideration to be paid in the future for goods and services received, whether or not billed to the Company.

#### **4.5 Taxation**

##### **(a) Current and prior year**

Provision for current year's taxation is determined in accordance with the prevailing law of taxation on income enacted or substantially enacted by the balance sheet date and is based on current rates of taxation being applied on the taxable income for the year, after taking into account, tax credits and rebates available, if any. The tax charge also includes adjustments, where necessary, relating to prior years which arise from assessments finalised during the year.

##### **(b) Deferred**

Deferred tax is recognised using the balance sheet liability method on all temporary differences between the carrying amounts of assets and liabilities for the financial reporting purposes and the amounts used for taxation purposes.

Deferred tax asset is recognised for all the deductible temporary differences only to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences, unused tax losses and tax credits can be utilised. Deferred tax asset is reduced to the extent that it is no longer probable that the related tax benefit will be realised. Deferred tax liabilities are recognised for all the taxable temporary differences.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax is charged or credited in the income statement, except in the case of items credited or charged to other comprehensive income / equity in which case it is included in other comprehensive income / equity.

#### **4.6 Property, plant and equipment**

##### **(a) Operating fixed assets**

Operating fixed assets are stated at cost less accumulated depreciation and any identified impairment loss except freehold land, which is stated at cost. Cost of some items of plant & machinery consists of historical cost and exchange fluctuation effects on foreign currency loans capitalised during prior years.

Depreciation is taken to profit and loss account applying reducing balance method so as to write-off the depreciable amount of an asset over its remaining useful life at the rates stated in note 14.1. The assets' residual values and useful lives are reviewed at each financial year-end and adjusted if impact on depreciation is significant. Depreciation on additions to operating fixed assets is charged from the month in which an asset is acquired or capitalised while no depreciation is charged for the month in which the asset is disposed-off.

Normal repairs and replacements are taken to profit and loss account. Major improvements and modifications are capitalised and assets replaced, if any, other than those kept as stand-by, are retired.

Gain / loss on disposal of property, plant and equipment, if any, is taken to profit and loss account.

**(b) Capital work-in-progress**

This is stated at cost. All expenditure connected to the specific assets incurred during installation and construction period are carried under capital work-in-progress. These are transferred to specific assets as and when assets are available for use.

**4.7 Investment property**

Property not held for own use or for sale in the ordinary course of business is classified as investment property. The Company uses cost model for valuation of its investment property; freehold land has been carried at cost whereas buildings on freehold land have been carried at cost less accumulated depreciation and any identified impairment loss.

Depreciation on buildings is taken to profit and loss account on reducing balance method at the rate stated in note 15. Depreciation on additions to investment property is charged from the month in which an asset is acquired while no depreciation is charged for the month in which the asset is disposed-off.

**4.8 Investment in an Associated Company**

Investment in an Associated Company is accounted for using equity basis of accounting under which the investment is initially recognised at cost and the carrying amount is increased or decreased to recognise the Company's share of the profit or loss of the Associated Company after the date of acquisition. The Company's share of the profit or loss of the Associated Company is recognised in the Company's profit or loss. Distributions received from the Associated Company reduce the carrying amount of the investment. Adjustments to the carrying amount are also made for changes in the Company's proportionate interest in the Associated Company arising from changes in the Associated Company's equity that have not been recognised in the Associated Company's profit or loss. The Company's share of those changes is recognised directly in equity of the Company.

The carrying amount of the investment is tested for impairment by comparing its recoverable amount (higher of value in use and fair value less cost to sell) with its carrying amount and loss, if any, is recognised in profit or loss.

**4.9 Loans and advances**

These are stated at cost.

**4.10 Stores, spares and loose tools**

Stores, spares and loose tools are stated at the lower of cost and net realisable value. The cost of inventory is based on moving average cost. Items in transit are stated at cost accumulated to the balance sheet date. Adequate provision is made against slow moving / obsolete items after taking into account a reasonable estimate of salvage value.

#### 4.11 Stock-in-trade

Basis of valuation are as follows:

##### Particulars

##### Mode of valuation

Raw materials - molasses:

- purchased

- At lower of weighted average cost and net realisable value

- own produced

- At net realisable value

Finished goods

- At lower of cost and net realisable value

Work-in-process

- At cost

- Cost in relation to finished goods and work-in-process represents the annual average manufacturing cost, which consists of prime cost and appropriate production

- Net realisable value signifies the selling price in the ordinary course of business less cost necessary to be incurred to effect such sale.

#### 4.12 Trade debts and other receivables

Trade debts are recognised initially at original invoice amount, which is the fair value of consideration to be received in future and subsequently measured at cost less provision for doubtful debts, if any. An estimate is made for doubtful receivables when collection of the amount is no longer probable. Debts considered irrecoverable are written-off.

#### 4.13 Cash and cash equivalents

Cash at banks and short term deposits, which are held to maturity are carried at cost. For the purposes of cash flow statement, cash equivalents are short term highly liquid instruments which are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in values.

#### 4.14 Impairment loss

The carrying amounts of the Company's assets are reviewed at each balance sheet date to identify circumstances indicating occurrence of impairment loss or reversal of provisions for impairment losses. If any indications exist, the recoverable amounts of such assets are estimated and impairment losses or reversals of impairment losses are recognised in the profit and loss account. Reversal of impairment loss is restricted to the original cost of the asset.

#### 4.15 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably. Revenue is measured at the fair value of consideration received or receivable on the following basis:

- (a) Local sales are accounted for when goods are dispatched to customers.
- (b) Export sales are accounted for on shipment basis. Expenses on account of export of spirit are charged on consignment basis. If any consignment is not dispatched within the same year, the expenses relating to such consignment are carried forward as prepaid expenses.
- (c) Dividend income is accounted for when the right of receipt is established.
- (d) Interest / profit on bank deposits is accounted for on 'accrual basis'.

#### **4.16 Foreign currency transactions**

Transactions in foreign currencies are accounted for in Pak Rupees at the exchange rates prevailing at the date of transactions. Monetary assets and liabilities in foreign currencies are translated into Pak Rupees at rates of exchange prevailing at the balance sheet date. Foreign exchange differences are recognised in the profit and loss account.

#### **4.17 Provisions**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

#### **4.18 Financial assets and liabilities**

Financial assets and financial liabilities are recognised at the time when the Company becomes a party to the contractual provisions of the instrument and derecognised when the Company loses control of contractual rights that comprise the financial assets and in the case of financial liabilities when the obligation specified in the contract is discharged, cancelled or expired. Any gain or loss on derecognition of financial assets and financial liabilities is included in the profit and loss account for the year.

Financial instruments carried on the balance sheet include deposits, trade debts, loans & advances, other receivables, bank balances, trade & other payables, accrued mark-up, long term and short term finances. All financial assets and liabilities are initially measured at cost, which is the fair value of consideration given and received respectively. These financial assets and liabilities are subsequently measured at fair value or cost as the case may be. The particular recognition methods adopted are disclosed in the individual policy statements associated with each item.

#### **4.19 Off-setting of financial assets and liabilities**

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

#### **4.20 Segment reporting**

A segment is a distinguishable component within the Company that is engaged in providing products which are subject to risks and returns that are different from those of other business segments.

#### **4.21 Dividend and appropriation to reserves**

Dividend distribution to the Company's shareholders and appropriation to reserves are recognised in the period in which these are approved.

## 5. ISSUED, SUBSCRIBED AND PAID-UP-CAPITAL

| 2015<br>(No. of Shares) | 2014              |                                                                              | Note | 2015<br>--- Rupees in '000 --- | 2014           |
|-------------------------|-------------------|------------------------------------------------------------------------------|------|--------------------------------|----------------|
| 7,187,829               | 7,187,829         | Ordinary shares of Rs. 10 each fully paid in cash                            |      | 71,879                         | 71,879         |
| 500,000                 | 500,000           | Ordinary shares of Rs. 10 each issued to NIB Bank Ltd. by conversion of loan |      | 5,000                          | 5,000          |
| 8,829,624               | 8,829,624         | Ordinary shares of Rs. 10 each issued as fully paid bonus shares             |      | 88,296                         | 88,296         |
| <b>16,517,453</b>       | <b>16,517,453</b> |                                                                              |      | <b>165,175</b>                 | <b>165,175</b> |

## 6. RESERVES

|                                 |     |                |                |
|---------------------------------|-----|----------------|----------------|
| Capital reserve - share premium | 6.1 | 119,217        | 119,217        |
| Revenue reserve - general       |     | 430,000        | 430,000        |
|                                 |     | <b>549,217</b> | <b>549,217</b> |

6.1 This represents share premium received on 5,687,829 right ordinary shares issued during the financial year ended September 30, 2006 at the rate of Rs.30 per share adjusted by bonus shares issued.

## 7. LONG TERM FINANCES

### Demand finance

|                                                         | Note | 2015<br>--- Rupees in '000 --- | 2014           |
|---------------------------------------------------------|------|--------------------------------|----------------|
| Allied Bank Limited (ABL)                               | 7.1  | -                              | 31,231         |
| United Bank Limited (UBL)                               | 7.2  | 97,500                         | 120,000        |
|                                                         |      | <b>97,500</b>                  | <b>151,231</b> |
| Less: Current portion grouped under current liabilities |      |                                |                |
| - ABL                                                   |      | -                              | 31,231         |
| - UBL                                                   |      | 37,500                         | 30,000         |
|                                                         |      | <b>37,500</b>                  | <b>61,231</b>  |
|                                                         |      | <b>60,000</b>                  | <b>90,000</b>  |

7.1 ABL, during the financial year ended September, 2012, had transferred a balance of Rs.125 million from the utilised short term running finance facility to a long term demand finance facility. This finance facility originally carried mark-up at the rate of 1 month KIBOR+150bps, however; ABL, during September, 2013, revised it to 3 month KIBOR+150bps. This finance facility was repayable in 12 equal quarterly instalments of Rs.10.410 million ended in June, 2015. Effective mark-up rate charged by ABL,

during the current financial year, ranged from 10.58% to 11.71% (2014: 10.87% to 11.68%) per annum. This finance facility was secured against first pari passu charge of Rs.167 million on fixed assets (plant and machinery) and current assets of the Company.

- 7.2** The Company, during the financial year ended September 30, 2013, has arranged a demand finance facility of Rs.150 million from UBL. This finance facility carries mark-up at the rate of 3 month KIBOR+200bps and is repayable in 20 equal quarterly instalments of Rs.7.500 million commenced from November 15, 2013. Effective mark-up rate charged by UBL, during the current financial year, ranged from 9.01% to 12.21% (2014: 11.44% to 12.17%) per annum. This finance facility is secured against first pari passu hypothecation charge of Rs.400 million on plant, machinery and equipments the Company.

## **8. LONG TERM DEPOSITS - Unsecured**

These interest free deposits have been received in accordance with the Company's Car Incentive Scheme and against these deposits vehicles have been provided to the employees. These are adjustable after specified periods by transfer of title of vehicles to the respective employees.

## **9. STAFF RETIREMENT BENEFITS - Gratuity**

- 9.1** Projected unit credit method, as allowed under IAS 19 (Employee Benefits), has been used for actuarial valuation based on the following significant assumptions:

|                                    | 2015  | 2014   |
|------------------------------------|-------|--------|
| - discount rate                    | 9.25% | 13.25% |
| - expected rate of increase salary | 8.25% | 12.25% |

- 9.2** The amount recognised in the balance sheet is present value of defined benefit obligation at reporting date.

|                                                             | 2015                   | 2014          |
|-------------------------------------------------------------|------------------------|---------------|
|                                                             | --- Rupees in '000 --- |               |
| <b>The movement in the present value of defined benefit</b> |                        |               |
| <b>Obligation is as follows:</b>                            |                        |               |
| Balance at beginning of the year                            | 52,308                 | 50,946        |
| Current service cost                                        | 5,146                  | 3,875         |
| Interest cost                                               | 6,356                  | 4,807         |
| Benefits paid                                               | (8,669)                | (18,295)      |
| Remeasurement of obligation                                 | (21,815)               | 10,975        |
| Balance at end of the year                                  | <u>33,326</u>          | <u>52,308</u> |
| <b>9.3 Charge to profit and loss account:</b>               |                        |               |
| Current service cost                                        | 5,146                  | 3,875         |
| Interest cost                                               | 6,356                  | 4,807         |
|                                                             | <u>11,502</u>          | <u>8,682</u>  |

**9.4 Comparison of present value of defined benefit obligation and experience adjustment on obligation for five years is as follows:**

|                                             | 2015                         | 2014          | 2013          | 2012          | 2011          |
|---------------------------------------------|------------------------------|---------------|---------------|---------------|---------------|
|                                             | ----- (Rupees in '000) ----- |               |               |               |               |
| Present value of defined benefit obligation | <u>33,326</u>                | <u>52,308</u> | <u>50,946</u> | <u>48,816</u> | <u>46,007</u> |
| Experience adjustment on obligation         | <u>(21,815)</u>              | <u>10,975</u> | <u>-</u>      | <u>(648)</u>  | <u>-</u>      |

**9.5 Sensitivity analysis for actuarial assumptions:**

The calculation of defined benefit obligation is sensitive to assumptions set-out above. The following table summarizes how defined benefit obligation would have increased / (decreased) as a result of change in respective assumption by 1 percent.

|                      | Increase in assumptions | Decrease in assumptions |
|----------------------|-------------------------|-------------------------|
|                      | --- Rupees in '000 ---  |                         |
| Discount rate        | <u>(33,090)</u>         | <u>38,345</u>           |
| Increase in salaries | <u>38,374</u>           | <u>(33,021)</u>         |

**Expected maturity analysis of undiscounted obligation is as follows:**

| Time in years  | --- Rupees in '000 --- |
|----------------|------------------------|
| 1              | 3,365                  |
| 2              | 4,266                  |
| 3              | 3,236                  |
| 4              | 3,500                  |
| 5              | 4,032                  |
| 6 - 10         | 26,268                 |
| 11 and onwards | 163,798                |

**9.6 The Company's contribution to scheme in 2016 is expected to be Rs.6.920 million.**

| 10. TRADE AND OTHER PAYABLES                                               | Note | 2015                   | 2014           |
|----------------------------------------------------------------------------|------|------------------------|----------------|
|                                                                            |      | --- Rupees in '000 --- |                |
| Creditors                                                                  |      | 303,840                | 93,570         |
| Bills payable                                                              |      | -                      | 6,786          |
| Advance payments                                                           |      | 131,337                | 75,830         |
| Retention money                                                            |      | 516                    | 419            |
| Sales tax payable                                                          |      | 14,689                 | 16,624         |
| Accrued expenses                                                           |      | 25,752                 | 32,300         |
| Income tax deducted at source                                              |      | 426                    | 538            |
| Workers' (profit) participation fund                                       | 10.1 | 448                    | 425            |
| Unclaimed dividends                                                        |      | 4,840                  | 4,919          |
| Others                                                                     |      | 2,437                  | 5,440          |
|                                                                            |      | <u>484,285</u>         | <u>236,851</u> |
|                                                                            |      |                        |                |
| 10.1 Workers' (profit) participation fund - the Fund                       |      |                        |                |
| Balance at beginning of the year                                           |      | 425                    | 400            |
| Add: profit earned on the fund's balances maintained in a PLS bank account |      | 23                     | 25             |
| Balance at end of the year                                                 |      | <u>448</u>             | <u>425</u>     |
|                                                                            |      |                        |                |
| 11. ACCRUED MARK-UP                                                        |      |                        |                |
| Mark-up accrued on:                                                        |      |                        |                |
| - long term finances                                                       |      | 3,540                  | 2,595          |
| - short term finances                                                      |      | 11,023                 | 35,315         |
|                                                                            |      | <u>14,563</u>          | <u>37,910</u>  |
|                                                                            |      |                        |                |
| 12. SHORT TERM FINANCES                                                    |      |                        |                |
| Running / cash finances - secured                                          | 12.1 | 455,933                | 749,522        |
| Temporary bank overdraft - unsecured                                       | 12.2 | 11,901                 | 12,387         |
|                                                                            |      | <u>467,834</u>         | <u>761,909</u> |

**12.1** Short term finance facilities available from various commercial banks under mark-up arrangements aggregate to Rs.2.018 billion (2014: Rs.2.208 billion). These finance facilities, during the current financial year, carried mark-up at the rates ranging from 4.50% to 13.18% (2014: 9.40% to 12.44%) per annum. Facilities available for opening letters of credit and guarantees aggregate to Rs.43.900 million (2014: Rs.41.500 million) of which the amount aggregating Rs.27.925 million (2014: Rs.18.622 million) remained unutilised at the balance sheet date. The aggregate finance facility are secured against charge over plant & machinery, pledge of refined sugar in bags, charge over current assets, equitable mortgage over land & building of the Company and lien over import & export documents. These facilities are expiring on various dates by March, 2016.

**12.2** These have arisen due to issuance of cheques in excess of balance at bank accounts at year-end

### **13. CONTINGENCIES AND COMMITMENTS**

**13.1** Commitments in respect of capital expenditure at the year-end aggregate Rs. 0.763 million (2014: Rs.0.701 million).

**13.2** Commitments for irrevocable letters of credit outstanding at the year-end aggregate to Rs.2.136 million (2014: Rs.2.300 million).

**13.3** Guarantee given to Sui Northern Gas Pipelines Ltd. by a commercial bank on behalf of the Company outstanding as at September 30, 2015 was for Rs.10.392 million (2014: Rs.10.392 million).

**13.4** On an interim order of the High Court of Sindh, Karachi, sale certificate has been issued to the Company in respect of factory / plant known as Northern Chemicals and the Company has paid stamp duty on land it purchased. It was held that in case the Court comes to a conclusion that the Company is liable to pay stamp duty on plant and machinery as well, the Company shall pay the same within fifteen days from decision of appeal. In this regard, the Company has provided a bank guarantee in favour of Nazir of High Court of Sindh for an amount of Rs.2.400 million.

**13.5** An appeal is pending before the Lahore High Court (LHC) against the order of the Customs, Central Excise & Sales Tax Appellate Tribunal (the Tribunal) in the matter of permit fee amounting Rs.5.994 million.

**13.6** A reference application under section 47(1) of the Sales Tax Act, 1990 (the Act) is pending before the LHC against confirmation of original order by the Tribunal whereby the Company was ordered to pay sales tax demands aggregating Rs.3.083 million.

**13.7** An appeal under section 47 of the Act is also pending before the LHC against judgment of the Tribunal whereby the Company was ordered to pay dues aggregating Rs.4.991 million.

**13.8** An appeal before the LHC, against judgment of the Tribunal, is pending; the Tribunal has upheld the judgment of the Additional Collector whereby the Company was ordered to pay demands aggregating Rs.1,400 million.

**13.9** Provisions for cane quality premium payable to growers aggregating Rs.79,335 million, related to different yearly notifications issued by the Government of the Punjab (GoP) for fixation of cane support price and quality premium above 'bench mark average recovery', made during the financial years 1981-82 to 1994-95 were written-back during the financial year ended September 30, 2006. The management is of the view that no outflow of resources will be required as a result of judgment by the LHC for the cases pending adjudication before it. In parallel cases in prior years, the LHC has judged this levy as unconstitutional.

Presently, the intra-court appeals of the GoP are pending for a fresh decision by the LHC. Earlier, the Supreme Court of Pakistan had set aside the LHC's judgment of dismissal of review application filed by the GoP.

**13.10** A writ petition is pending before the LHC against decision of the Board of Trustees of Employees Old-age Benefits Institution; the Institution has raised demand amounting Rs.3,394 million. The Company, as per order of the LHC, has deposited Rs. 381 thousand during May, 2011.

**13.11** The Company, during the financial year 2002, had filed an appeal before the Tribunal against the order of the Additional Collector (Central Excise), Faisalabad rejecting the refund claim of the Company amounting Rs.15,117 million. The Company had paid this amount under protest as customs duty on the sale of sugar. The appeal is pending adjudication.

**13.12** The GoP, during the financial year 2012, imposed a duty @ Rs.2 per litre on manufacturing of spirit. The Company has filed an appeal before LHC against the imposition of duty which is pending adjudication. However, on an interim order of the LHC the Company has provided a bank guarantee in favour of Excise and taxation department for an amount of Rs.1.00 million.

**13.13** The irrigation department of the GoP, during the current financial year, has raised demand aggregating Rs.6,810 million based on its notification dated June 12, 2014, for the revision of rates for supply of water to the Company. The Company, against the said demand, has filed an appeal in the Civil Court, which is pending adjudication.

#### 14. PROPERTY, PLANT AND EQUIPMENT

|                          | Note | 2015<br>--- Rupees in '000 --- | 2014             |
|--------------------------|------|--------------------------------|------------------|
| Operating fixed assets   | 14.1 | 906,036                        | 983,901          |
| Capital work-in-progress | 14.5 | 29,392                         | 17,970           |
|                          |      | <u>935,428</u>                 | <u>1,001,871</u> |

### 14.1 Operating fixed assets - tangible

|                                  | Free hold land | Buildings on freehold land | Colony  | Factory   | Plant and machinery | Workshop equipment | Scales & weightbridges | Laboratory equipment | Other equipment | Electric installations & fittings | Tube-well equipment | Office equipment | Furniture and fixtures | Vehicles | Farm tractors | Farm equipment | Total   |
|----------------------------------|----------------|----------------------------|---------|-----------|---------------------|--------------------|------------------------|----------------------|-----------------|-----------------------------------|---------------------|------------------|------------------------|----------|---------------|----------------|---------|
| Rupees in '000                   |                |                            |         |           |                     |                    |                        |                      |                 |                                   |                     |                  |                        |          |               |                |         |
| <b>COST</b>                      |                |                            |         |           |                     |                    |                        |                      |                 |                                   |                     |                  |                        |          |               |                |         |
| Balance as at October 01, 2013   | 6,306          | 23,601                     | 245,485 | 1,902,039 | 471                 | 20,361             | 840                    | 12,474               | 108,082         | 7,579                             | 8,329               | 8,810            | 52,609                 | 4,954    | 1,647         | 2,403,587      |         |
| Additions during the year        | -              | 436                        | 5,747   | 39,736    | -                   | 1,157              | -                      | 2,251                | 4,667           | -                                 | 832                 | 13               | -                      | -        | -             | 102            | 54,741  |
| Balance as at September 30, 2014 | 6,306          | 24,037                     | 251,232 | 1,941,775 | 471                 | 21,518             | 840                    | 14,725               | 112,749         | 7,579                             | 8,961               | 8,823            | 52,609                 | 4,954    | 1,749         | 2,458,328      |         |
| Balance as at October 01, 2014   | 6,306          | 24,037                     | 251,232 | 1,941,775 | 471                 | 21,518             | 840                    | 14,725               | 112,749         | 7,579                             | 8,961               | 8,823            | 52,609                 | 4,954    | 1,749         | 2,458,328      |         |
| Additions during the year        | -              | 295                        | -       | 23,459    | -                   | -                  | -                      | -                    | 62              | -                                 | 257                 | 50               | 2,611                  | 600      | -             | 27,334         |         |
| Disposals during the year        | -              | -                          | -       | -         | -                   | -                  | -                      | -                    | -               | -                                 | -                   | -                | (10,511)               | -        | -             | (10,511)       |         |
| Written-off during the year      | -              | -                          | -       | (4,513)   | -                   | -                  | -                      | -                    | -               | -                                 | -                   | -                | -                      | -        | -             | -              | (4,513) |
| Balance as at September 30, 2015 | 6,306          | 24,332                     | 251,232 | 1,960,621 | 471                 | 21,518             | 840                    | 14,725               | 112,811         | 7,579                             | 9,218               | 8,873            | 44,709                 | 5,554    | 1,749         | 2,470,538      |         |
| <b>DEPRECIATION</b>              |                |                            |         |           |                     |                    |                        |                      |                 |                                   |                     |                  |                        |          |               |                |         |
| Balance as at October 01, 2013   | -              | 9,425                      | 139,106 | 1,053,913 | 431                 | 7,540              | 662                    | 5,462                | 86,650          | 6,291                             | 5,260               | 6,231            | 36,758                 | 3,315    | 828           | 1,363,872      |         |
| Charge for the year              | -              | 719                        | 10,982  | 87,366    | 5                   | 1,662              | 18                     | 830                  | 3,614           | 129                               | 508                 | 259              | 3,463                  | 410      | 90            | 110,555        |         |
| Balance as at September 30, 2014 | -              | 10,144                     | 150,088 | 1,141,779 | 436                 | 9,202              | 680                    | 6,292                | 90,264          | 6,420                             | 5,768               | 6,490            | 42,221                 | 3,725    | 918           | 1,474,427      |         |
| Balance as at October 01, 2014   | -              | 10,144                     | 150,088 | 1,141,779 | 436                 | 9,202              | 680                    | 6,292                | 90,264          | 6,420                             | 5,768               | 6,490            | 42,221                 | 3,725    | 918           | 1,474,427      |         |
| Charge for the year              | -              | 703                        | 10,114  | 81,420    | 4                   | 1,478              | 16                     | 843                  | 3,374           | 116                               | 502                 | 237              | 2,739                  | 420      | 83            | 102,049        |         |
| On disposals during the year     | -              | -                          | -       | -         | -                   | -                  | -                      | -                    | -               | -                                 | -                   | -                | (9,422)                | -        | -             | (9,422)        |         |
| On written-off during the year   | -              | -                          | -       | (2,552)   | -                   | -                  | -                      | -                    | -               | -                                 | -                   | -                | -                      | -        | -             | -              | (2,552) |
| Balance as at September 30, 2015 | -              | 10,847                     | 160,202 | 1,220,647 | 440                 | 10,680             | 696                    | 7,135                | 93,638          | 6,536                             | 6,270               | 6,727            | 35,538                 | 4,145    | 1,001         | 1,564,502      |         |
| <b>BOOK VALUE AS AT</b>          |                |                            |         |           |                     |                    |                        |                      |                 |                                   |                     |                  |                        |          |               |                |         |
| SEPTEMBER 30, 2014               | 6,306          | 13,893                     | 101,144 | 799,996   | 35                  | 12,316             | 160                    | 8,433                | 22,485          | 1,159                             | 3,193               | 2,333            | 10,388                 | 1,229    | 831           | 983,901        |         |
| SEPTEMBER 30, 2015               | 6,306          | 13,485                     | 91,030  | 739,974   | 31                  | 10,838             | 144                    | 7,590                | 19,173          | 1,043                             | 2,948               | 2,146            | 9,171                  | 1,409    | 748           | 906,036        |         |
| Depreciation rate (%)            |                | 5                          | 10      | 10        | 12                  | 12                 | 10                     | 10                   | 15              | 10                                | 15                  | 10               | 25                     | 25       | 10            |                |         |

#### 14.2 Disposal of operating fixed assets

| Asset description            | Cost          | Accumulated depreciation | Net Book value | Sale proceeds | Gain         | Mode of disposal | Sold to:                                                  |
|------------------------------|---------------|--------------------------|----------------|---------------|--------------|------------------|-----------------------------------------------------------|
| ----- (Rupees in '000) ----- |               |                          |                |               |              |                  |                                                           |
| <b>Vehicles:</b>             |               |                          |                |               |              |                  |                                                           |
| BMW                          | 3,255         | 2,866                    | 389            | 2,375         | 1,986        | Negotiation      | Mr. Waqas Ahmad Bhatti<br>Canal View, Harbanspura, Lahore |
| BMW                          | 6,106         | 5,596                    | 510            | 2,500         | 1,990        | Negotiation      | Mr. Haroon Mahmood Khan<br>DHA, Phase 1, Lahore Cantt.    |
| Honda City                   | 1,150         | 960                      | 190            | 575           | 385          | Company Policy   | Mr. Malik Sher Ahmad,<br>(employee)                       |
|                              | <u>10,511</u> | <u>9,422</u>             | <u>1,089</u>   | <u>5,450</u>  | <u>4,361</u> |                  |                                                           |

#### 14.3 Operating fixed assets written - off

| Asset description          | Cost         | Accumulated depreciation | Book value   |
|----------------------------|--------------|--------------------------|--------------|
| --- Rupees in '000 ---     |              |                          |              |
| <b>Plant and Machinery</b> |              |                          |              |
| Membrane                   | <u>4,613</u> | <u>2,552</u>             | <u>2,061</u> |

#### 14.4 Depreciation for the year has been apportioned as under:

|                                     | 2015                   | 2014           |
|-------------------------------------|------------------------|----------------|
|                                     | --- Rupees in '000 --- |                |
| Cost of sales                       | 97,170                 | 104,855        |
| Distribution and marketing expenses | 349                    | 376            |
| Administrative expenses             | 4,530                  | 5,324          |
|                                     | <u>102,049</u>         | <u>110,555</u> |

#### 14.5 Capital work-in-progress

|                                      |               |               |
|--------------------------------------|---------------|---------------|
| Buildings on freehold land - factory |               |               |
| - cost and expenses                  | 2,846         | -             |
| - advance payments                   | 1,776         | -             |
| Plant and machinery                  |               |               |
| - cost and expenses                  | 7,188         | 5,101         |
| - advance payments                   | -             | 369           |
| Electric installations               |               |               |
| - cost and expenses                  | 17,582        | -             |
| - advance payments                   | -             | 12,500        |
|                                      | <u>29,392</u> | <u>17,970</u> |

**15. INVESTMENT PROPERTY**

|                                      | Freehold Land | Leasehold Land | Buildings on freehold land | Total         |
|--------------------------------------|---------------|----------------|----------------------------|---------------|
| ----- (Rupees in '000) -----         |               |                |                            |               |
| <b>At October 1, 2013</b>            |               |                |                            |               |
| Cost                                 | 6,730         | 9,828          | 5,609                      | 22,167        |
| Accumulated depreciation             | -             | -              | 4,131                      | 4,131         |
| <b>Book value</b>                    | <b>6,730</b>  | <b>9,828</b>   | <b>1,478</b>               | <b>18,036</b> |
| <b>Year ended September 30, 2014</b> |               |                |                            |               |
| Opening book value                   | 6,730         | 9,828          | 1,478                      | 18,036        |
| Disposal                             | -             | (9,828)        | -                          | (9,828)       |
| Depreciation charge for the year     | -             | -              | 74                         | 74            |
| <b>Closing book value</b>            | <b>6,730</b>  | <b>-</b>       | <b>1,404</b>               | <b>8,134</b>  |
| <b>At September 30, 2014</b>         |               |                |                            |               |
| Cost                                 | 6,730         | -              | 5,609                      | 12,339        |
| Accumulated depreciation             | -             | -              | 4,205                      | 4,205         |
| <b>Book value</b>                    | <b>6,730</b>  | <b>-</b>       | <b>1,404</b>               | <b>8,134</b>  |
| <b>Year ended September 30, 2015</b> |               |                |                            |               |
| Opening book value                   | 6,730         | -              | 1,404                      | 8,134         |
| Depreciation charge for the year     | -             | -              | 70                         | 70            |
| <b>Closing book value</b>            | <b>6,730</b>  | <b>-</b>       | <b>1,334</b>               | <b>8,064</b>  |
| <b>At September 30, 2015</b>         |               |                |                            |               |
| Cost                                 | 6,730         | -              | 5,609                      | 12,339        |
| Accumulated depreciation             | -             | -              | 4,275                      | 4,275         |
| <b>Book value</b>                    | <b>6,730</b>  | <b>-</b>       | <b>1,334</b>               | <b>8,064</b>  |
| Depreciation rate (%)                |               |                | 5                          |               |

**15.1** Depreciation for the year has been grouped under other expenses (note 28)

**15.2** Fair value of the investment property, based on the management's estimation, as at September 30, 2015 was Rs.137 million (2014: Rs.137 million).

**16. LONG TERM INVESTMENTS**

|                             | Note | 2015<br>--- Rupees in '000 --- | 2014          |
|-----------------------------|------|--------------------------------|---------------|
| Associated Company - quoted | 16.1 | -                              | 15,842        |
| Others - Un-quoted          | 16.2 | -                              | -             |
|                             |      | <u>-</u>                       | <u>15,842</u> |

**16.1** The Company had subscribed preference shares of NPL, during the financial year ended September 30, 2004, which were converted into non-voting ordinary shares by NPL's shareholders in their extra-ordinary general meeting held on June 16, 2009. This conversion resulted in 17.36% holding of the non-voting ordinary shares in NPL's paid-up share capital. NPL, during August, 2014, issued right shares that were not subscribed by the Company. This has resulted in reduction in the Company's percentage shareholding in NPL to 7.72%; however, the Company enjoyed significant influence by virtue of common directors on the board of directors of NPL.

**16.1.1** The Board of Directors' of the Company in their meeting held on May 08, 2015, approved the disposal of the Company's investment in Noon Pakistan Limited (an Associated Company). The Company disposed of 23,000 shares in open market and 2,397,000 shares, at an agreed price of Rs.31.60 per share, by participating in a Share Purchase Agreement (SPA) executed on May 18, 2015, with Fauji Fertilizer Bin Qasim Limited and Fauji Foundation (buyers). Difference between the sales proceeds and the value of investment based on equity method has been calculated (as detailed below) and credited to 'Other income' (note 27).

|                                                                                                      | 2015<br>--- Rupees in '000 --- |
|------------------------------------------------------------------------------------------------------|--------------------------------|
| <b>Noon Pakistan Ltd. (NPL)</b>                                                                      |                                |
| 2,420,000 (2014: 2,420,000) non-voting ordinary shares of Rs.10 each -cost                           | 20,000                         |
| Post acquisition profit brought forward including effect of items directly credited in equity by NPL | (4,122)                        |
| Share of loss for the period till the date of disposal - net of taxation                             | <u>(15,878)</u>                |
| <b>Carrying value based on equity method at the date of disposal</b>                                 | -                              |
| Sale proceeds                                                                                        | <u>76,745</u>                  |
| <b>Gain on sale of investments</b>                                                                   | <u>76,745</u>                  |

**16.2** This represents investment in one share having face value of Rs.100, each of National Industrial Cooperative Finance Corporation Ltd. and Pasban Cooperative Finance Corporation Ltd. As these Companies are under liquidation; therefore, this investment has been fully provided for in the books of account.

**17. LOANS AND ADVANCES - Secured, considered good**

|                                                    | Vehicles                     | Others | Total |       |
|----------------------------------------------------|------------------------------|--------|-------|-------|
|                                                    |                              |        | 2015  | 2014  |
|                                                    | ----- (Rupees in '000) ----- |        |       |       |
| Loans / advances to employees                      | 737                          | 711    | 1,448 | 1,196 |
| Less: current portion grouped under current assets | 320                          | 457    | 777   | 543   |
|                                                    | 417                          | 254    | 671   | 653   |

**17.1** These interest free loans and advances are recoverable in instalments which vary from case to case.

**17.2** Vehicle loans and some of the other loans are secured against lien on provident fund / gratuity balances of employees and title of ownership of vehicles in the Company's name.

**18. STORES, SPARES AND LOOSE TOOLS**

|                                                                                   | Note        | 2015<br>--- Rupees in '000 --- | 2014   |
|-----------------------------------------------------------------------------------|-------------|--------------------------------|--------|
| Stores - including in-transit valuing<br>Rs.Nil million (2014: Rs.10.187 million) |             | <b>24,021</b>                  | 34,180 |
| Spares                                                                            |             | <b>57,884</b>                  | 56,095 |
| Loose tools                                                                       |             | <b>780</b>                     | 897    |
|                                                                                   |             | <b>82,685</b>                  | 91,172 |
| Less: provision for slow moving items                                             | <b>18.1</b> | <b>13,202</b>                  | 12,064 |
|                                                                                   |             | <b>69,483</b>                  | 79,108 |

**18.1 The movement in balance of provision for obsolescence is as follows:**

|                                |               |        |
|--------------------------------|---------------|--------|
| Opening balance                | <b>12,064</b> | 10,460 |
| Provision made during the year | <b>1,138</b>  | 1,604  |
| Closing balance                | <b>13,202</b> | 12,064 |

**18.1.1** Stores and spares inventory includes slow moving items valuing Rs.26.405 million (2014: Rs.24.129 million). The management estimates that slow moving items carry salvage value approximating to 50% of the book value. Provision against slow moving items to the extent of 50% of their carrying value has been made in the books of account.

|                                         | Note | 2015<br>--- Rupees in '000 --- | 2014           |
|-----------------------------------------|------|--------------------------------|----------------|
| <b>19. STOCK-IN-TRADE</b>               |      |                                |                |
| Raw materials - molasses                |      | 14,749                         | 26,424         |
| Work-in-process:                        |      |                                |                |
| - Sugar                                 |      | 4,633                          | 4,662          |
| - Molasses                              |      | 601                            | 984            |
|                                         |      | 5,234                          | 5,646          |
| Finished goods:                         |      |                                |                |
| - Sugar                                 |      | 327,532                        | 460,272        |
| - Spirit                                |      | 8,441                          | 20,276         |
|                                         |      | 335,973                        | 480,548        |
| Other stocks- Fair Price Shop and Depot |      | 274                            | 234            |
|                                         |      | <u>356,230</u>                 | <u>512,852</u> |

**20. LOANS AND ADVANCES - considered good**

|                                                 |  |               |               |
|-------------------------------------------------|--|---------------|---------------|
| Advances to:                                    |  |               |               |
| - employees                                     |  | 1,038         | 1,198         |
| - suppliers                                     |  | 7,423         | 8,100         |
| Recoverable from growers                        |  | 10,036        | 19,076        |
| Current portion of long term loans and advances |  | 777           | 543           |
| Letters of credit                               |  | 18            | 156           |
|                                                 |  | <u>19,292</u> | <u>29,073</u> |

**21. OTHER RECEIVABLES**

|                                     |  |              |              |
|-------------------------------------|--|--------------|--------------|
| Claims receivable - considered good |  | 3,915        | 3,915        |
| Others                              |  | 431          | 357          |
|                                     |  | <u>4,346</u> | <u>4,272</u> |

**22. BANK BALANCES**

|                                                   |      |               |               |
|---------------------------------------------------|------|---------------|---------------|
| Cash at commercial banks on:                      |      |               |               |
| - current accounts                                |      | 56,589        | 17,561        |
| - saving accounts                                 | 22.1 | 10,993        | 2,283         |
| - margin accounts                                 | 22.2 | 3,400         | 3,400         |
| - dividend accounts                               |      | 783           | 842           |
|                                                   |      | <u>71,765</u> | <u>24,086</u> |
| Cash at Cooperative Societies on current accounts |      | 745           | 745           |
| Less: provision for doubtful balances             | 22.3 | 745           | 745           |
|                                                   |      | <u>-</u>      | <u>-</u>      |
|                                                   |      | <u>71,765</u> | <u>24,086</u> |

**22.1** Saving accounts, during the current financial year, carried profit / mark-up at the rates ranging from 4% to 6.5% (2014: 7%) per annum.

**22.2** These represent 100% cash margin deducted by banks against guarantees issued on behalf of the Company.

**22.3** As the recoverability of balances with Cooperative Societies is doubtful due to their closure by the Government of Pakistan; therefore, provision has been made to meet the potential eventuality.

**23. SALES- Net**

|                           | Sugar            |           | Distillery |           | Total     |           |
|---------------------------|------------------|-----------|------------|-----------|-----------|-----------|
|                           | 2015             | 2014      | 2015       | 2014      | 2015      | 2014      |
|                           | (Rupees in '000) |           |            |           |           |           |
| Local                     | 2,525,676        | 2,349,775 | 204,812    | 322,176   | 2,730,488 | 2,671,951 |
| Inter-segment (note 24.3) | 135,753          | 197,367   | -          | -         | -         | -         |
| Export                    | -                | -         | 518,432    | 807,576   | 518,432   | 807,576   |
|                           | 2,661,429        | 2,547,142 | 723,244    | 1,129,752 | 3,248,920 | 3,479,527 |
| Less:                     |                  |           |            |           |           |           |
| - sales tax               | 187,087          | 173,991   | 34,577     | 53,000    | 221,664   | 226,991   |
|                           | 2,474,342        | 2,373,151 | 688,667    | 1,076,752 | 3,027,256 | 3,252,536 |

**24. COST OF SALES**

|                                          |           |           |         |          |           |           |
|------------------------------------------|-----------|-----------|---------|----------|-----------|-----------|
| Raw materials consumed (note 24.1)       | 2,028,383 | 2,194,664 | 276,370 | 508,571  | 2,304,753 | 2,703,235 |
| Inter-segment transfers (note 24.3)      | -         | -         | 135,753 | 197,367  | -         | -         |
|                                          | 2,028,383 | 2,194,664 | 412,123 | 705,938  | 2,304,753 | 2,703,235 |
| Salaries, wages and benefits (note 24.2) | 103,779   | 99,564    | 34,209  | 31,068   | 137,988   | 130,632   |
| Fuel and power                           | 20,162    | 37,103    | 36,882  | 82,321   | 57,044    | 119,424   |
| Chemicals and stores consumed            | 40,594    | 48,074    | 15,764  | 24,401   | 56,358    | 72,475    |
| Repair and maintenance                   | 81,657    | 100,457   | 11,309  | 16,046   | 92,966    | 116,503   |
| Depreciation                             | 79,688    | 87,686    | 17,482  | 17,169   | 97,170    | 104,855   |
| Insurance                                | 4,116     | 4,731     | 906     | 1,850    | 5,022     | 6,581     |
| Rates and taxes                          | 462       | 358       | 42      | 32       | 504       | 390       |
| Others                                   | 4,704     | 4,654     | 686     | 1,428    | 5,390     | 6,082     |
|                                          | 2,363,545 | 2,577,291 | 529,403 | 880,253  | 2,757,195 | 3,260,177 |
| Adjustment of work-in-process            |           |           |         |          |           |           |
| Opening                                  | 4,662     | 5,012     | 984     | 815      | 5,646     | 5,827     |
| Closing                                  | (4,633)   | (4,662)   | (601)   | (984)    | (5,234)   | (5,646)   |
|                                          | 29        | 350       | 383     | (169)    | 412       | 181       |
| Cost of goods manufactured               | 2,363,574 | 2,577,641 | 529,786 | 880,084  | 2,757,607 | 3,260,358 |
| Adjustment of finished goods             |           |           |         |          |           |           |
| Opening stock                            | 460,272   | 313,766   | 20,276  | 7,660    | 480,548   | 321,426   |
| Closing stock                            | (327,532) | (460,272) | (8,441) | (20,276) | (335,973) | (480,548) |
|                                          | 132,740   | (146,506) | 11,835  | (12,616) | 144,575   | (159,122) |
|                                          | 2,496,314 | 2,431,135 | 541,621 | 867,468  | 2,902,182 | 3,101,236 |

24.1 Sugar cane purchases include Rs.1,431 thousand (2014: Rs.667 thousand) in respect of purchases from Associated persons of directors.

24.2 These include Rs.984 thousand (2014: Rs.978 thousand) and Rs.7,134 thousand (2014: Rs.6,254 thousand) in respect of provident fund contributions and staff retirement benefits - gratuity respectively.

24.3 Inter-segment sales and purchases have been eliminated from the total figures.

## 25. DISTRIBUTION AND MARKETING EXPENSES

|                                                 | Sugar        |              | Distillery    |               | Total         |               |
|-------------------------------------------------|--------------|--------------|---------------|---------------|---------------|---------------|
|                                                 | 2015         | 2014         | 2015          | 2014          | 2015          | 2014          |
| ----- (Rupees in '000) -----                    |              |              |               |               |               |               |
| Salaries and benefits (note 25.1)               | 1,744        | 1,638        | 620           | 619           | 2,364         | 2,257         |
| Loading, unloading, freight and export expenses | 976          | 985          | 40,356        | 55,760        | 41,332        | 56,745        |
| Rent of storage tanks                           | -            | -            | 9,000         | 9,000         | 9,000         | 9,000         |
| Depreciation                                    | 349          | 376          | -             | -             | 349           | 376           |
| Commission                                      | 1,061        | 732          | -             | -             | 1,061         | 732           |
| Others                                          | 46           | 916          | 175           | 509           | 221           | 1,425         |
|                                                 | <b>4,176</b> | <b>4,647</b> | <b>50,151</b> | <b>65,888</b> | <b>54,327</b> | <b>70,535</b> |

25.1 These include Rs.13 thousand (2014: Rs.12 thousand) and Rs.118 thousand (2014: Rs.46 thousand) in respect of provident fund contributions and staff retirement benefits - gratuity respectively.

## 26. ADMINISTRATIVE EXPENSES

|                                                                                                               | Sugar         |               | Distillery    |               | Total          |                |
|---------------------------------------------------------------------------------------------------------------|---------------|---------------|---------------|---------------|----------------|----------------|
|                                                                                                               | 2015          | 2014          | 2015          | 2014          | 2015           | 2014           |
| ----- (Rupees in '000) -----                                                                                  |               |               |               |               |                |                |
| Salaries and benefits (note 26.1)                                                                             | 51,874        | 48,069        | 17,291        | 16,023        | 69,165         | 64,092         |
| Travelling and conveyance including directors' travelling amounting Rs.739 thousand (2014: Rs.1,949 thousand) | 823           | 1,888         | 274           | 630           | 1,097          | 2,518          |
| Vehicles' running and maintenance                                                                             | 4,754         | 6,624         | 1,585         | 2,208         | 6,339          | 8,832          |
| Communication                                                                                                 | 1,046         | 1,090         | 502           | 492           | 1,548          | 1,582          |
| Printing and stationery                                                                                       | 929           | 1,130         | 310           | 377           | 1,239          | 1,507          |
| Rent, rates and taxes                                                                                         | 2,241         | 2,069         | 1,135         | 985           | 3,376          | 3,054          |
| Insurance                                                                                                     | 555           | 570           | 185           | 190           | 740            | 760            |
| Repair and maintenance                                                                                        | 2,512         | 3,010         | 863           | 1,208         | 3,375          | 4,218          |
| Subscription                                                                                                  | 894           | 817           | 484           | 434           | 1,378          | 1,251          |
| Advertisement                                                                                                 | 566           | 214           | 189           | 71            | 755            | 285            |
| Depreciation                                                                                                  | 3,372         | 3,993         | 1,158         | 1,331         | 4,530          | 5,324          |
| Entertainment / guest house expenses                                                                          | 1,550         | 1,693         | 592           | 767           | 2,142          | 2,460          |
| Auditors' remuneration (note 26.2)                                                                            | 719           | 610           | 240           | 203           | 959            | 813            |
| Legal and professional charges (other than Auditors')                                                         | 972           | 902           | 324           | 313           | 1,296          | 1,215          |
| Utilities                                                                                                     | 5,456         | 4,958         | 1,819         | 1,653         | 7,275          | 6,611          |
| Others                                                                                                        | 469           | 536           | 156           | 179           | 625            | 715            |
|                                                                                                               | <b>78,732</b> | <b>78,173</b> | <b>27,107</b> | <b>27,064</b> | <b>105,839</b> | <b>105,237</b> |

**26.1** These include Rs.342 thousand (2014: Rs.370 thousand) and Rs.4,249 thousand (2014: Rs.2,381 thousand) in respect of provident fund contributions and staff retirement benefits-gratuity respectively.

| <b>26.2 Auditors' remuneration</b>          | <b>2015</b>            | <b>2014</b> |
|---------------------------------------------|------------------------|-------------|
|                                             | --- Rupees in '000 --- |             |
| Hameed Chaudhri & Co.                       |                        |             |
| - statutory audit fee                       | 575                    | 500         |
| - half yearly review                        | 140                    | 140         |
| - certification charges                     | 45                     | 56          |
| - short provision                           | 75                     | -           |
| - out-of-pocket expenses                    | 35                     | 35          |
|                                             | <u>870</u>             | <u>731</u>  |
| Javed Iqbal & Co. - cost audit fee          | 66                     | 65          |
| Javaid Jalal Amjad & Co. - provident fund's |                        |             |
| - current                                   | 20                     | 17          |
| - short provision for previous year         | 3                      | -           |
|                                             | <u>959</u>             | <u>813</u>  |

**26.3** Administrative expenses, which are not separately identifiable, have been allocated on the basis of management's estimation.

| <b>27. OTHER INCOME</b>                                    | <b>Note</b> | <b>2015</b>            | <b>2014</b>    |
|------------------------------------------------------------|-------------|------------------------|----------------|
|                                                            |             | --- Rupees in '000 --- |                |
| <b>Income from financial assets</b>                        |             |                        |                |
| Unclaimed and other payable balances written-back          |             | 797                    | 883            |
| Interest / mark-up on saving accounts                      |             | 586                    | 595            |
| <b>Income from other than financial assets</b>             |             |                        |                |
| Scrap sales - net                                          |             | 6,036                  | 2,561          |
| Gain on disposal of operating fixed assets - net           | 14.2        | 4,361                  | -              |
| Gain on disposal of investment property                    |             | -                      | 99,747         |
| Gain on sales of investment                                | 16.1.1      | 76,745                 | -              |
| Rent                                                       |             | 9                      | 8              |
| Others                                                     |             | 497                    | 831            |
|                                                            |             | <u>89,031</u>          | <u>104,625</u> |
| <b>28. OTHER EXPENSES</b>                                  |             |                        |                |
| Irrecoverable balances written-off                         |             | 3                      | 361            |
| Donations (without directors' interest)                    |             | 269                    | 157            |
| Depreciation on investment property                        | 15          | 70                     | 74             |
| Operating fixed assets written-off                         | 14.3        | 2,061                  | -              |
| Provision made for slow moving stores and spares inventory | 18.1        | 1,138                  | 1,604          |
|                                                            |             | <u>3,541</u>           | <u>2,196</u>   |

| 29. FINANCE COST       | 2015                   | 2014           |
|------------------------|------------------------|----------------|
|                        | --- Rupees in '000 --- |                |
| Mark-up on:            |                        |                |
| - long term finances   | 13,342                 | 22,138         |
| - short term finances  | 106,928                | 132,598        |
| Bank and other charges | 1,843                  | 2,369          |
|                        | <u>122,113</u>         | <u>157,105</u> |

| 30. TAXATION- Net         | 2015          | 2014          |
|---------------------------|---------------|---------------|
| Current year              | 27,987        | 28,577        |
| Adjustment of prior years | -             | (18,392)      |
|                           | <u>27,987</u> | <u>10,185</u> |

**30.1** Income tax assessments of the Company have been finalised upto Assessment Year 2002-03 under section 62 of the repealed Income Tax Ordinance, 1979 whereas Tax Years 2003 to 2015 have been assessed under the self assessment scheme envisaged in section 120 of the Income Tax Ordinance, 2001 (the Ordinance).

**30.2** No numeric tax rate reconciliation has been given in these financial statements as provisions made during the current and preceding financial years mainly represent minimum tax payable under section 113 and final tax deducted at source on realisation of foreign exchange proceeds under section 154, after adjusting tax credit available under section 65B of the Ordinance.

**30.3** Deferred tax asset arising on unused tax losses has not been recognised in these financial statements due to uncertainty about the availability of taxable profits in the foreseeable future.

| 31. EARNINGS PER SHARE - Basic and Diluted                             | 2015                   | 2014              |
|------------------------------------------------------------------------|------------------------|-------------------|
|                                                                        | --- Rupees in '000 --- |                   |
| Loss after taxation attributable to ordinary shareholders              | <u>(115,580)</u>       | <u>(110,993)</u>  |
| Weighted average number of ordinary shares outstanding during the year | <u>16,517,453</u>      | <u>16,517,453</u> |
|                                                                        | -----Rupees-----       |                   |
| Loss per share                                                         | <u>(7.00)</u>          | <u>(6.72)</u>     |

**31.1** There is no dilutive effect on the basic loss per share of the Company.

## 32. REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

| Particulars                             | Chief Executive |       | Directors |       | Executives |        |
|-----------------------------------------|-----------------|-------|-----------|-------|------------|--------|
|                                         | 2015            | 2014  | 2015      | 2014  | 2015       | 2014   |
| ----- (Rupees in '000) -----            |                 |       |           |       |            |        |
| Managerial remuneration including bonus | 5,760           | 5,120 | 5,931     | 4,981 | 14,005     | 12,869 |
| Perquisites and benefits:               |                 |       |           |       |            |        |
| House rent                              | -               | -     | 600       | 600   | -          | -      |
| Utilities                               | 2,282           | 2,131 | 582       | 583   | -          | -      |
| Medical                                 | -               | 232   | 293       | 186   | 104        | 87     |
| Servant salary                          | -               | -     | -         | -     | 216        | 192    |
| Entertainment / club bills              | 79              | 81    | 96        | 118   | 201        | 112    |
|                                         | 2,361           | 2,444 | 1,571     | 1,487 | 521        | 391    |
|                                         | 8,121           | 7,564 | 7,502     | 6,468 | 14,526     | 13,260 |
| No. of persons                          | 1               | 1     | 3         | 2     | 9          | 9      |

**32.1** The working directors and executives have been provided with free use of the Company maintained cars and telephones at their residences. Furnished residences have also been provided to the executives in the Mills' Colony.

**32.2** The above payments do not include amounts paid or provided for by the Associated Companies, if any.

**32.3** A sum of Rs.318 thousand (2014: Rs.980 thousand) was incurred on the renovation of chief executive's residence during the current financial year.

## 33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

### 33.1 Financial Risk Factors

The Company has exposure to the following risks from its use of financial instruments:

- market risk
- credit risk; and
- liquidity risk

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board is also responsible for developing and monitoring the Company's risk management policies.

The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance. Risk management is carried out by a treasury department under policies approved by the Board of Directors. The treasury department identifies, evaluates and hedges financial risks. The Board provides written principles for overall risk management, as well as written policies covering specific areas, such as currency risk, interest rate risk, credit risk, use of derivative and non-derivative financial instruments and investment of excess liquidity.

### 33.2 Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. Market risk comprises of three types of risks: currency risk, interest rate risk and price risk.

#### (a) Currency risk

Foreign currency risk arises mainly where receivables and payables exist due to transactions entered into in foreign currencies. The Company is exposed to currency risk on import of stores & spares and export of goods mainly denominated in US Dollars. As at September 30, 2015, the Company does not expose to any significant currency risk except for certain commitments in foreign currency:

#### (b) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of change in market interest rates. At the reporting date, the interest rate profile of the Company's interest bearing financial instruments is as follows:

|                                  | 2015<br>Effective rate<br>% | 2014<br>%     | 2015<br>Carrying amount<br>--- Rupees in '000 --- | 2014           |
|----------------------------------|-----------------------------|---------------|---------------------------------------------------|----------------|
| <b>Fixed rate instruments</b>    |                             |               |                                                   |                |
| <b>Financial assets</b>          |                             |               |                                                   |                |
| Bank balances                    | 4 - 6.5                     | 7             | <u>10,993</u>                                     | <u>2,283</u>   |
| <b>Variable rate instruments</b> |                             |               |                                                   |                |
| <b>Financial liabilities</b>     |                             |               |                                                   |                |
| Long term finances               | 9.01 - 12.21                | 10.87 - 12.17 | <u>97,500</u>                                     | <u>151,231</u> |
| Short term borrowings            | 4.50 - 13.18                | 9.40 - 12.44  | <u>467,834</u>                                    | <u>761,909</u> |

#### **Fair value sensitivity analysis for fixed rate instruments**

The Company does not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rate at the reporting date would not affect profit or loss of the Company.

#### **Cash flow sensitivity analysis for variable rate instruments**

At September 30, 2015, if interest rate on variable rate financial liabilities had been 1% higher / lower with all other variables held constant, loss after taxation for the year would have been Rs.5,653 thousand higher / lower mainly as a result of higher / lower interest expense on variable rate financial liabilities (2014: loss would have been higher / lower by Rs.9,131 thousand).

#### **(c) Price risk**

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk) whether those changes are caused by factors specific to the individual financial instruments or its issuer or factors affecting all similar financial instruments traded in the market. The Company is not exposed to any significant price risk.

### **33.3 Credit risk exposure and concentration of credit risk**

Credit risk represents the risk of a loss if the counter party fails to discharge its obligation and cause the other party to incur a financial loss. The Company attempts to control credit risk by monitoring credit exposures, limiting transactions with specific counterparties and continually assessing the credit worthiness of counterparties.

Concentration of credit risk arises when a number of counterparties are engaged in similar business activities or have similar economic features that would cause their abilities to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentration of credit risk indicates the relative sensitivity of the Company's performance to developments affecting a particular industry.

Credit risk primarily arises from deposits, trade debts, loans & advances, other receivables, balances with banks and investments. To manage exposure to credit risk in respect of trade debts, management performs credit reviews taking into account the customer's financial position, past experience and other relevant factors. Where considered necessary, advance payments are obtained from certain parties. Export sales made to major customers are secured through letters of credit. Credit risk on bank balances is limited as the counter parties are banks with reasonably high credit ratings.

In respect of other counter parties, due to the Company's long standing business relationship with them, management does not expect non-performance by these counter parties on their obligations to the Company.

### Exposure to credit risk

The maximum exposure to credit risk as at September 30, 2015 along with comparative is tabulated below:

|                    | 2015                   | 2014          |
|--------------------|------------------------|---------------|
|                    | --- Rupees in '000 --- |               |
| Deposits           | 1,522                  | 1,524         |
| Trade debts        | 11,706                 | 31,202        |
| Loans and advances | 12,522                 | 21,470        |
| Other receivables  | 4,346                  | 4,272         |
| Bank balances      | 71,765                 | 24,086        |
|                    | <u>101,861</u>         | <u>82,554</u> |

All the trade debts at the balance sheet date represent domestic parties.

The aging of trade debts at the balance sheet date was as follows:

|                              | 2015                   | 2014          |
|------------------------------|------------------------|---------------|
|                              | --- Rupees in '000 --- |               |
| Not yet due                  | 11,314                 | 29,928        |
| Past due - more than 30 days | 392                    | 1,275         |
|                              | <u>11,706</u>          | <u>31,203</u> |

Based on past experience, the Company's management believes that no impairment loss allowance is necessary in respect of trade debts as debts aggregating Rs.9.566 million have been realised subsequent to the year-end and for other trade debts there are reasonable grounds to believe that the amounts will be realised in short course of time.

### 33.4 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach for managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The table below analyses the Company's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to contractual maturity dates. The amounts disclosed in the table are the contractual undiscounted cash flows:

|                              | Carrying<br>amount | Contractual<br>cash flows | Less than 1<br>year | Between 1 to 5<br>years |
|------------------------------|--------------------|---------------------------|---------------------|-------------------------|
| ----- (Rupees in '000) ----- |                    |                           |                     |                         |
| September 30, 2015           |                    |                           |                     |                         |
| Long term finances           | 97,500             | 109,663                   | 44,272              | 65,391                  |
| Trade and other payables     | 337,385            | 337,385                   | 337,385             | -                       |
| Accrued mark-up              | 14,563             | 14,563                    | 14,563              | -                       |
| Short term finances          | 455,933            | 476,310                   | 476,310             | -                       |
|                              | <u>905,381</u>     | <u>937,921</u>            | <u>872,530</u>      | <u>65,391</u>           |

|                              | Carrying<br>amount | Contractual<br>cash flows | Less than 1<br>year | Between 1 to<br>5 years |
|------------------------------|--------------------|---------------------------|---------------------|-------------------------|
| ----- (Rupees in '000) ----- |                    |                           |                     |                         |
| September 30, 2014           |                    |                           |                     |                         |
| Long term finances           | 151,231            | 181,242                   | 74,831              | 106,411                 |
| Trade and other payables     | 143,434            | 143,434                   | 143,434             | -                       |
| Accrued mark-up              | 37,910             | 37,910                    | 37,910              | -                       |
| Short term finances          | 749,522            | 786,883                   | 786,883             | -                       |
|                              | <u>1,082,097</u>   | <u>1,149,469</u>          | <u>1,043,058</u>    | <u>106,411</u>          |

The contractual cash flows relating to the above financial liabilities have been determined on the basis of interest / mark-up rates effective at the respective year-ends. The rates of interest / mark-up have been disclosed in the respective notes to these financial statements.

### 33.5 Fair values of financial assets and liabilities

At September 30, 2015, the carrying values of all financial assets and liabilities reflected in the financial statements approximate to their fair values except for loans to employees, which have been valued at their original costs less repayments.

### 33.6 Financial instruments by category

| Financial assets<br>as per balance sheet | Loans and<br>receivables |               | Financial liabilities<br>as per balance sheet | Financial liabilities<br>measured at amortised cost |                  |
|------------------------------------------|--------------------------|---------------|-----------------------------------------------|-----------------------------------------------------|------------------|
|                                          | 2015                     | 2014          |                                               | 2015                                                | 2014             |
|                                          | --- Rupees in '000 ---   |               |                                               | --- Rupees in '000 ---                              |                  |
| Loans and advances                       | 671                      | 653           | Long term finances                            | 97,500                                              | 151,231          |
| Deposits                                 | 1,522                    | 1,524         | Long term deposits                            | 1,076                                               | 1,534            |
| Trade debts                              | 11,706                   | 31,202        | Trade and other payables                      | 337,385                                             | 143,434          |
| Loans and advances                       | 11,851                   | 20,817        | Accrued mark-up                               | 14,563                                              | 37,910           |
| Other receivables                        | 4,346                    | 4,272         | Short term finances                           | 467,834                                             | 761,909          |
| Bank balances                            | 71,765                   | 24,086        |                                               |                                                     |                  |
|                                          | <u>101,861</u>           | <u>82,554</u> |                                               | <u>918,358</u>                                      | <u>1,096,018</u> |

### 34. CAPITAL RISK MANAGEMENT

The Company's prime objective when managing capital is to safeguard its ability to continue as a going concern so that it can continue to provide returns for shareholders, benefits for other stakeholders and to maintain a strong capital base to support the sustained development of its business.

The Company manages its capital structure by monitoring return on net assets and makes adjustments to it in the light of changes in economic conditions. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend paid to shareholders and / or issue new shares.

There was no change to the Company's approach to capital management during the year and the Company is not subject to externally imposed capital requirements except for the maintenance of debt to equity ratio under the financing agreements.

### 35. CAPACITY AND PRODUCTION

|                                                     |         | 2015       | 2014       |
|-----------------------------------------------------|---------|------------|------------|
| <b>Sugar Plant</b>                                  |         |            |            |
| Rated crushing capacity (based on 160 working days) | M. Tons | 1,440,000  | 1,440,000  |
| Cane crushed                                        | M. Tons | 439,402    | 498,954    |
| Sugar produced                                      | M. Tons | 41,665     | 49,054     |
| Days worked                                         | Nos.    | 96         | 99         |
| Sugar recovery                                      | %       | 9.48       | 9.83       |
| <b>Distillery Plant</b>                             |         |            |            |
| Rated capacity per day                              | Litres  | 80,000     | 80,000     |
| Actual production                                   | Litres  | 12,617,323 | 17,227,878 |
| Days worked                                         | Nos.    | 242        | 261        |

### 36. SEGMENT INFORMATION

The Company's reportable segments are as follows:

- Sugar
- Distillery

#### 36.1 Segment revenues and results

|                                                                     | Sugar       | Distillery | Elimination of inter segment transactions | Total            |
|---------------------------------------------------------------------|-------------|------------|-------------------------------------------|------------------|
| ----- Rupees in '000 -----                                          |             |            |                                           |                  |
| <b>For the year ended September 30, 2015</b>                        |             |            |                                           |                  |
| Sales                                                               | 2,474,342   | 688,667    | (135,753)                                 | 3,027,256        |
| Cost of sales                                                       | (2,496,314) | (541,621)  | (135,753)                                 | (2,902,182)      |
| Gross (loss) / profit                                               | (21,972)    | 147,046    | -                                         | 125,074          |
| Selling and distribution expenses                                   | (4,176)     | (50,151)   | -                                         | (54,327)         |
| Administrative expenses                                             | (78,732)    | (27,107)   | -                                         | (105,839)        |
|                                                                     | (82,908)    | (77,258)   | -                                         | (160,166)        |
| (Loss) / profit before taxation and unallocated income and expenses | (104,880)   | 69,788     | -                                         | (35,092)         |
| Unallocatable income and expenses                                   |             |            |                                           |                  |
| Other income                                                        |             |            |                                           | 89,031           |
| Other expenses                                                      |             |            |                                           | (3,541)          |
| Finance cost                                                        |             |            |                                           | (122,113)        |
| Share of loss of an Associated Company                              |             |            |                                           | (15,878)         |
| Taxation                                                            |             |            |                                           | (27,987)         |
| <b>Loss for the year</b>                                            |             |            |                                           | <b>(115,580)</b> |
|                                                                     |             |            |                                           |                  |
|                                                                     | Sugar       | Distillery | Elimination of inter segment transactions | Total            |
| ----- Rupees in '000 -----                                          |             |            |                                           |                  |
| <b>For the year ended September 30, 2014</b>                        |             |            |                                           |                  |
| Sales                                                               | 2,373,151   | 1,076,752  | (197,367)                                 | 3,252,536        |
| Cost of sales                                                       | (2,431,135) | (867,468)  | (197,367)                                 | (3,101,236)      |
| Gross (loss) / profit                                               | (57,984)    | 209,284    | -                                         | 151,300          |
| Selling and distribution expenses                                   | (4,647)     | (65,888)   | -                                         | (70,535)         |
| Administrative expenses                                             | (78,173)    | (27,064)   | -                                         | (105,237)        |
|                                                                     | (82,820)    | (92,952)   | -                                         | (175,772)        |
| (Loss) / profit before taxation and unallocated income and expenses | (140,804)   | 116,332    | -                                         | (24,472)         |
| Unallocatable income and expenses                                   |             |            |                                           |                  |
| Other income                                                        |             |            |                                           | 104,625          |
| Other expenses                                                      |             |            |                                           | (2,196)          |
| Finance cost                                                        |             |            |                                           | (157,105)        |
| Share of loss of an Associated Company                              |             |            |                                           | (21,660)         |
| Taxation                                                            |             |            |                                           | (10,185)         |
| <b>Loss for the year</b>                                            |             |            |                                           | <b>(110,993)</b> |

### 36.2 Segment assets and liabilities

|                                               | Sugar                      | Distillery | Total            |
|-----------------------------------------------|----------------------------|------------|------------------|
|                                               | ----- Rupees in '000 ----- |            |                  |
| <b>As at September 30, 2015</b>               |                            |            |                  |
| Segment assets                                | 1,233,463                  | 214,849    | 1,448,312        |
| Unallocatable assets                          |                            |            | 105,015          |
| <b>Total assets as per balance sheet</b>      |                            |            | <b>1,553,327</b> |
| Segment liabilities                           | 372,467                    | 44,182     | 416,649          |
| Unallocatable liabilities                     |                            |            | 709,922          |
| <b>Total liabilities as per balance sheet</b> |                            |            | <b>1,126,571</b> |
| <b>As at September 30, 2014</b>               |                            |            |                  |
| Segment assets                                | 1,433,836                  | 240,003    | 1,673,839        |
| Unallocatable assets                          |                            |            | 116,966          |
| <b>Total assets as per balance sheet</b>      |                            |            | <b>1,790,805</b> |
| Segment liabilities                           | 216,744                    | 55,301     | 272,045          |
| Unallocatable liabilities                     |                            |            | 998,275          |
| <b>Total liabilities as per balance sheet</b> |                            |            | <b>1,270,320</b> |

Sales to domestic customers in Pakistan are 84.04% (2014: 76.79%) and to customers outside Pakistan are 15.96% (2014: 23.21%) of the revenues during the current financial year.

The Company sells its manufactured products to local and foreign companies, commission agents, organisations and institutions. Two (2014: One) of the Company's customers contributed towards 67.85% (2014: 61.79%) of the local sales during the current financial year aggregating Rs.1.703 billion (2014: Rs.1.510 billion) which exceeds 10% of the local sales of the Company.

#### Geographical information

All segments of the Company are managed on nation-wide basis and operate manufacturing facilities and sale offices in Pakistan.

### 37. RELATED PARTY TRANSACTIONS

The Company has related party relationship with its Associated Companies, employee benefit plans, its directors and key management personnel. Transactions with related parties are carried out on arm's length basis. Except as disclosed in notes 24.1, 32 and for the following, no transactions were executed with related parties:

|                           | 2015                     | 2014   |
|---------------------------|--------------------------|--------|
|                           | -----Rupees in '000----- |        |
| <b>Associated Company</b> |                          |        |
| - sale of sugar           | 27,462                   | 24,807 |

### 38. DISCLOSURE RELATING TO PROVIDENT FUND

|                                      | 2015                   | 2014   |
|--------------------------------------|------------------------|--------|
|                                      | --- Rupees in '000 --- |        |
| (i) Size of the Fund                 | 95,732                 | 96,591 |
| (ii) Cost of investments made        | 78,986                 | 77,894 |
| (iii) Percentage of investments made | 82.51%                 | 80.64% |
| (iv) Fair value of investments made  | 78,986                 | 78,787 |

#### 38.1 Break-up of the investment is as follows:

|                                      | 2015               | 2014          | 2015                   | 2014          |
|--------------------------------------|--------------------|---------------|------------------------|---------------|
|                                      | --- Percentage --- |               | --- Rupees in '000 --- |               |
| Special account in a scheduled bank  | 35.35              | 7.18          | 27,925                 | 5,657         |
| Listed Securities                    | -                  | 6.07          | -                      | 4,780         |
| Mutual Fund                          | 64.65              | 66.58         | 51,061                 | 52,458        |
| Other deposits with a scheduled bank | -                  | 20.17         | -                      | 15,892        |
|                                      | <u>100.00</u>      | <u>100.00</u> | <u>78,986</u>          | <u>78,787</u> |

The figures are based on the audited financial statements of the Provident Fund (the Fund) as at September 30, 2015 and 2014. Investments out of Fund were made in compliance with the provisions of section 227 of the Companies Ordinance, 1984 and the rules formulated for this purpose. However, the Fund's investment in a Mutual Fund exceeded the limit of twenty percent of the size of the Fund due to appreciation in net assets value and receipt of Bonus units of Mutual Fund.

### 39. NUMBER OF EMPLOYEES

|                                             |      |      |
|---------------------------------------------|------|------|
| Number of employees as at September 30,     | 2015 | 2014 |
| - Permanent                                 | 459  | 469  |
| - Contractual                               | 33   | 45   |
| Average number of employees during the year |      |      |
| - Permanent                                 | 481  | 495  |
| - Contractual                               | 38   | 47   |

### 40. GENERAL

These financial statements were authorised for issue on January 05, 2016 by the board of directors of the Company.



**MALIK ADNAN HAYAT NOON**  
Chief Executive

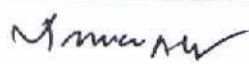


**K. IQBAL TALIB**  
Director

**FORM 34**  
**PATTERN OF SHAREHOLDING**  
**AS AT 30 SEPTEMBER, 2015**

- 1 Incorporation No. : 0001858
- 2 Name of the Company : NOON SUGAR MILLS LIMITED
- 3 Pattern of holding of the shares held by the shareholders as at 30.09.2015.

| No. of<br>Shareholders | Shareholdings |           | Total Shares<br>Held | Percentage    |
|------------------------|---------------|-----------|----------------------|---------------|
|                        | From          | To        |                      |               |
| 783                    | 1             | 100       | 25,058               | 0.15          |
| 501                    | 101           | 500       | 128,068              | 0.78          |
| 185                    | 501           | 1,000     | 137,095              | 0.83          |
| 276                    | 1,001         | 5,000     | 600,144              | 3.63          |
| 38                     | 5,001         | 10,000    | 267,280              | 1.62          |
| 16                     | 10,001        | 15,000    | 205,735              | 1.25          |
| 9                      | 15,001        | 20,000    | 158,740              | 0.96          |
| 11                     | 20,001        | 25,000    | 246,642              | 1.49          |
| 4                      | 25,001        | 30,000    | 112,932              | 0.68          |
| 1                      | 30,001        | 35,000    | 31,000               | 0.19          |
| 1                      | 40,001        | 45,000    | 40,913               | 0.25          |
| 1                      | 45,001        | 50,000    | 47,916               | 0.29          |
| 3                      | 55,001        | 60,000    | 171,674              | 1.04          |
| 2                      | 60,001        | 65,000    | 123,307              | 0.75          |
| 1                      | 75,001        | 80,000    | 77,000               | 0.47          |
| 1                      | 80,001        | 85,000    | 81,500               | 0.49          |
| 1                      | 100,001       | 105,000   | 102,346              | 0.62          |
| 1                      | 125,001       | 130,000   | 126,383              | 0.77          |
| 1                      | 205,001       | 210,000   | 209,000              | 1.27          |
| 1                      | 275,001       | 280,000   | 277,388              | 1.68          |
| 1                      | 370,001       | 375,000   | 374,538              | 2.27          |
| 1                      | 440,001       | 445,000   | 444,000              | 2.69          |
| 1                      | 450,001       | 455,000   | 452,537              | 2.74          |
| 1                      | 525,001       | 530,000   | 526,108              | 3.19          |
| 1                      | 650,001       | 655,000   | 650,657              | 3.94          |
| 1                      | 765,001       | 770,000   | 765,403              | 4.63          |
| 1                      | 1,435,001     | 1,440,000 | 1,437,480            | 8.70          |
| 1                      | 2,165,001     | 2,170,000 | 2,167,763            | 13.12         |
| 1                      | 2,235,001     | 2,240,000 | 2,236,080            | 13.54         |
| 1                      | 4,290,001     | 4,295,000 | 4,292,766            | 25.99         |
| <b>1,847</b>           |               |           | <b>16,517,453</b>    | <b>100.00</b> |

| 5   | Categories of shareholders                                                   | Shares held                                                                           | Percentage |
|-----|------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|------------|
| 5.1 | Directors, Chief Executive Officer and their spouse and minor children.      | 7,353,725                                                                             | 44.52      |
| 5.2 | Associated Companies, Undertakings and related parties.                      | 765,403                                                                               | 4.63       |
| 5.3 | NIT & ICP                                                                    | 31,745                                                                                | 0.19       |
| 5.4 | Banks, Development Finance Institutions, Non Banking Financial Institutions. | 3,714,101                                                                             | 22.49      |
| 5.5 | Insurance Companies                                                          | 3,732                                                                                 | 0.02       |
| 5.6 | Modarabas and Mutual Funds                                                   | 0                                                                                     | 0.00       |
| 5.7 | Shareholders holding 5% (or more)                                            |                                                                                       |            |
|     | MALIK ADNAN HAYAT NOON                                                       | 4,564,181                                                                             | 27.63      |
|     | BHF-BANK (SWITZERLAND) LTD.                                                  | 2,236,080                                                                             | 13.54      |
|     | MR. SALMAN HAYAT NOON                                                        | 2,228,655                                                                             | 13.49      |
|     | EFG PRIVATE BANK (CHANNEL ISLANDS) LIMITED                                   | 1,437,480                                                                             | 8.70       |
| 5.8 | General Public                                                               |                                                                                       |            |
|     | a. Local                                                                     | 3,851,010                                                                             | 23.31      |
|     | b. Foreign                                                                   | 0                                                                                     | 0.00       |
| 5.9 | Others (to be specified)                                                     |                                                                                       |            |
|     | Charitable Trusts                                                            | 3,941                                                                                 | 0.02       |
|     | Joint Stock Companies                                                        | 790,809                                                                               | 4.79       |
|     | Investment Companies                                                         | 873                                                                                   | 0.01       |
|     | Others                                                                       | 2,111                                                                                 | 0.01       |
|     | Coop. Societies                                                              | 3                                                                                     | 0.00       |
| 6   | Signature of Chief Executive / Secretary                                     |  |            |
| 7   | Name of Signatory                                                            | SYED ANWAR ALI                                                                        |            |
| 8   | Designation                                                                  | COMPANY SECRETARY                                                                     |            |
| 9   | CNIC Number                                                                  | 35200-2711479-3                                                                       |            |
| 10  | Date                                                                         | 30.09.2015                                                                            |            |

## NOON SUGAR MILLS LIMITED FORM OF PROXY

Registered Folio No. /  
CDC Account No. \_\_\_\_\_

I/We \_\_\_\_\_  
Name

of \_\_\_\_\_  
Address

being a member of NOON SUGAR MILLS LIMITED hereby appoint

\_\_\_\_\_  
Name

of \_\_\_\_\_  
Address

or failing him / her \_\_\_\_\_  
Name

of \_\_\_\_\_  
Address

(also being a member of the Company) as my/ our proxy to attend, act and vote for me/ us and on my/ our behalf, at the 53rd Annual General Meeting of the Company to be held on Saturday, 30 January, 2016 at 66 Garden Block, New Garden Town, Lahore at 11:30 a.m. and at any adjournment thereof.

As witness my hand this \_\_\_\_\_ day of \_\_\_\_\_ 2016.

### WITNESSES

1. Name \_\_\_\_\_  
Address \_\_\_\_\_  
CNIC # \_\_\_\_\_

\_\_\_\_\_  
Signature of the Shareholder/ Appointer

2. Name \_\_\_\_\_  
Address \_\_\_\_\_  
CNIC # \_\_\_\_\_

|                               |
|-------------------------------|
| Revenue<br>Stamp<br>(Rs. 5/-) |
|-------------------------------|

NOTE: Proxies in order to be effective must reach the Company's Registered Office not less than 48 hours before the time for holding the meeting and must be duly stamped, signed and witnessed. Proxies of the Members through CDC shall be accompanied with attested copies of their CNIC.





**Noon Sugar Mills Limited**

4 - Sarwar Road, Lahore Cantt., Lahore.