# Half Yearly Financial Statements (Un-audited)

For the period ended December 31, 2005







# **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS**

#### Chairman

Mr. Manzoor Hayat Noon

## **Managing Director & CEO**

Mr. Javed Ali Khan

## **Non Executive Director**

Mr. K. Iqbal Talib

Mr. Adnan Hayat Noon

Mr. Salman Hayat Noon

Mr. Wajahat A. Baqai (NBP)

Mr. Rafique Dawood (FDIB)

# **Independent Non Executive Director**

Mr. Cevdet DAL

Mr. Eitrat Hussain Rizvi

Mr. Saleem Shahzada

## AUDIT COMMITTEE

### Chairman

Mr. Rafique Dawood (FDIB)

### Members

Mr. Salman Hayat Noon

Mr. Adnan Hayat Noon

Mr. Eitrat Hussain Rizvi

Mr. Wajahat A. Baqai (NBP)

## **CHIEF FINANCIAL OFFICER**

Mr. Badruddin Fakhri

# **COMPANY SECRETARY**

Syed Anwar Ali

# INTERNAL AUDITOR

Mr. Muhammad Saleem

# STATUTORY AUDITORS

Ford Rhodes Sidat Hyder & Co.

### **COST AUDITORS**

Siddiqui & Co.

# **LEGAL ADVISORS**

Hassan & Hassan

Sayeed & Sayeed

# **BANKS**

The Bank of Punjab National Bank of Pakistan Prime Commercial Bank Limited Askari Commercial Bank Limited Bank Al-Habib Limited Habib Bank Limited

# **REGISTERED OFFICE**

1st Floor, AlFalah Building, Shahrah-e-Quaid-e-Azam, Lahore, Pakistan Telephone (042) 6301914-15 Fax (042) 6301912

Email: ro@pioneercement.com

### WEBSITE

www.pioneercement.com

## **DIRECTORS REPORT TO THE MEMBERS**

Dear Members,

It gives me pleasure to present Half Yearly Financial Statements for the period ended December 31, 2005 on behalf of the Directors of your Company.

You will be pleased to know that the Company's profit before tax increased by 208% to Rs.502 million from Rs.163 million earned during the same period of last year. The profit after tax recorded an increase of 140% to Rs.388 million from Rs.161 million earned during the corresponding period of last year. The enhancement in profit reflects the operational efficiencies as well as the improved dynamics of cement industry. The earning per share has also improved as under:

	Half Year	Half Year	%
	Ended Dec.05	Ended Dec.04	<u>Increase</u>
Basic Earning per Share	Rs.2.39	Rs.1.07	123%
Diluted Earning per Share	Rs.2.32	Rs.0.97	139%

Diluted Earning per Share has been calculated as required by the International Accounting Standards on the basis of conversion right which certain lenders had as per their loan agreements signed in early nineties.

Production of cement has registered a rise of 24% to 393,410 tons, as compared to production of 316,816 tons during the same period last year. Capacity utilization worked out to 106% of the optimized capacity of the plant.

Sale of cement in the domestic market witnessed an increase of 20% to 312,863 tons from 260,402 tons sold in the same period of last year, whereas export of cement surged to 80,076 tons from 57,776 tons reflecting a robust growth of 39% over the same period last year.

The trial production of Line-II has commenced. Commercial production is likely to commence in April, 2006.

We are grateful to our bankers, contractors, suppliers and distributors for their continued cooperation.

We also acknowledge the dedications of our employees for producing best possible results for the Company.

MANZOOR HAYAT NOON Chairman.

Lahore: 23 February 2006

REVIEW REPORT TO THE MEMBERS

We have reviewed the annexed balance sheet of Pioneer Cement Limited as at

December 31, 2005, and the related profit and loss account, cash flow statement and

statement of changes in equity together with the notes forming part thereof (here-in-after

referred to as the "financial statements") for the half-year then ended. These financial

statements are the responsibility of the Company's management. Our responsibility is to

issue a report on these financial statements based on our review.

We conducted our review in accordance with the International Standard on Review

Engagements 2400. This Standard requires that we plan and perform the review to

obtain moderate assurance as to whether the financial statements are free of material

misstatement. A review is limited primarily to inquiries of company personnel and

analytical procedures applied to financial data and thus provides less assurance than an

audit. We have not performed an audit and, accordingly, we do not express an audit

opinion.

Based on our review, nothing has come to our attention that causes us to believe that

the annexed financial statements are not presented fairly, in all material respects, in

accordance with approved accounting standards as applicable in Pakistan.

KARACHI: February 24, 2006

FORD RHODES SIDAT HYDER & CO CHARTERED ACCOUNTANTS

# PIONEER CEMENT LIMITED BALANCE SHEET AS AT DECEMBER 31, 2005 (UN-AUDITED)

A005T0	Note	December 2005 (Rupees i (Unaudited)	June 2005 n '000') (Audited)
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	4	7,181,041	6,381,731
Long term loans		6,120	6,718
Long term deposits	5	84,218	36,783
CURRENT ASSETS		7,271,379	6,425,232
Stores, spares and loose tools	6	462,677	287,119
Stock-in-trade		67,387	56,825
Trade debts - unsecured, considered good		17,747	18,944
Loans and advances		33,391	61,652
Deposits and prepayments		4,203	1,835
Other receivables		3,695	6,533
Taxation – net		14,295	12,246
Cash and bank balances		43,030 646,425	17,529
TOTAL ASSETS		7,917,804	462,683 6,887,915
		7,317,004	0,007,913
EQUITY AND LIABILITIES SHARE CAPITAL AND RESERVES			
		0.500.000	0.500.000
Authorized capital		2,500,000	2,500,000
Issued, subscribed and paid-up capital Reserves		1,624,839	1,547,466
Reserves		398,726 2,023,565	73,643 1,621,109
CURRILIS ON REVALUATION OF FIVER ASSETS			
SURPLUS ON REVALUATION OF FIXED ASSETS NON-CURRENT LIABILITIES		614,936	629,314
Redeemable capital		151,033	171,403
Long term loans	7	1,992,769	1,973,151
Long term musharika finance		50,000	50,000
Liabilities against assets subject to finance lease	8	401,277	274,644
Long term deposits		5,628	6,647
Deferred liabilities		936,744	975,490
Deferred tax liability	9	302,159	196,618
CURRENT LIABILITIES		3,839,610	3,647,953
Creditors against expansion project		328,700	488,772
Trade and other payables		376,012	289,668
Interest / mark up accrued	4.0	137,714	75,960
Short term borrowings	10	306,000	20,000
Current portion of redeemable capital Current portion of long term loans		27,630 198,063	19,600 63,695
Current portion of liabilities against assets subject to finance lease		62,531	13,114
Sales tax payable		3,043	18,730
ton, payano		1,110,993	500,767
		1,439,693	989,539
CONTINGENCIES AND COMMITMENTS	11	•	,
TOTAL EQUITY AND LIABILITIES		7,917,804	6,887,915

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

JAVED ALI KHAN CHIEF EXECUTIVE

# PIONEER CEMENT LIMITED PROFIT AND LOSS ACCOUNT FOR THE HALF YEAR ENDED DECEMBER 31, 2005 (UN-AUDITED)

	Note	Half yea December 2005		Quarter December 2005 in '000')	December 2004
Gross turnover		1,889,050	1,220,989	895,728	587,115
Less:					
Excise duty		234,647	195,302	111,594	92,526
Sales tax		210,922	145,575	101,699	69,617
Commission		12,769	9,775	5,575	4,733
		458,338	350,652	218,868	166,876
Net turnover		1,430,712	870,337	676,860	420,239
Cost of sales	12	834,406	591,612	389,190	280,056
Gross profit		596,306	278,725	287,670	140,183
Distribution cost		38,112	16,718	17,276	7,786
Administrative expenses		33,843	26,342	17,917	12,901
		71,955	43,060	35,193	20,687
Other operating income	13	(81,703)	(2,099)	(49,484)	(1,900)
, ,		606,054	237,764	301,961	121,396
Finance cost		79,426	57,105	42,001	27,734
Other charges		24,484	17,726	11,116	12,502
		103,910	74,831	53,117	40,236
Profit before taxation		502,144	162,933	248,844	81,160
Taxation		114,066	1,974	62,025	30,146
Profit after taxation		388,078	160,959	186,819	51,014
			(Rupe	ees)	
Basic earning per share (prior period restated)		2.39	1.07	1.15	0.33
Diluted earning per share (prior period restated	)	2.32	0.97	1.12	0.31

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

JAVED ALI KHAN
CHIEF EXECUTIVE

# PIONEER CEMENT LIMITED CASH FLOW STATEMENT FOR THE HALF YEAR ENDED DECEMBER 31, 2005 (UN-AUDITED)

Note  CASH FLOW FROM OPERATING ACTIVITIES	December 2005 (Rupees	December 2004 in '000')
Profit before taxation	502,144	162,933
Adjustments for non cash and other items:	,	,
Depreciation	148,464	106,079
Reversal of un realized loss on fair value of derivative	(30,715)	-
Realized gain on settlement of derivative	(38,250)	-
Provision for gratuity	7,214	5,038
Finance cost (Profit)/ loss on disposal of fixed assets	79,426 (53)	57,104 610
Workers' Profit Participation Fund	24,415	8,575
Exchange (profit)/loss	(9,308)	8,542
	181,193	185,948
Cash flow before working capital changes	683,337	348,881
Movement in working capital		
(Increase)/decrease in current assets:	(475 557)	(00.004)
Stores, spares and loose tools Stock-in-trade	(175,557)	(39,061)
Trade debts	(10,562) 1,197	(65,169) (3,522)
Loans and advances	28,261	(26,771)
Deposits and prepayments	(2,368)	(1,983)
Other receivables	2,839	(6,818)
	(156,190)	(143,324)
(Decrease)/increase in current liabilities:	(4.57,000)	
Creditors against expansion project Trade and other payables	(157,098) 91,865	98,503
Sales tax payable	(15,687)	(3,184)
Caroo tan payabro	(80,920)	95,319
L	(237,110)	(48,005)
Cash generated from operations	446,227	300,876
Finance cost paid	(66,385)	(116,371)
Income tax paid	(7,907)	(2,248)
Gratuity and compensated absences paid	(1,681)	(2,860)
Dividend paid	(10)	(2)
(Decrease) (increase in lang term leans	(75,983)	(121,481)
(Decrease)/increase in long term loans Decrease in long term deposits – net	(598) (48,454)	476 (12,352)
	<u></u>	
Net cash generated from operating activities CASH FLOW FROM INVESTING ACTIVITIES	321,192	167,519
Capital expenditure	(977,745)	(493,444)
Proceeds from disposal of fixed assets	80	3,166
Net cash used in investing activities CASH FLOW FROM FINANCING ACTIVITIES	(977,665)	(490,278)
Proceeds from right share issue	-	477,186
Long term loans - net of repayments	219,924	(66,681)
Liabilities against assets subject to finance lease – net of repayments	176,050	88,834
Short term borrowings  Net cash generated from financing activities	286,000 681,974	50,000 549,339
Net increase in cash and bank balances Cash and bank balances at the beginning of the period	25,501 17,529	226,580 37,199
Cash and bank balances at the end of the period	43,030	263,779

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

JAVED ALI KHAN CHIEF EXECUTIVE

# PIONEER CEMENT LIMITED STATEMENT OF CHANGES IN EQUITY FOR THE HALF YEAR ENDED DECEMBER 31, 2005 (UN-AUDITED)

	Issued, subscribed and paid-up capital	Capital reserve Share premium	Revenue reserve Accumulated loss	Total reserves	Total equity
Balance as at July 01, 2004	954,371	-	(409,128)	(409,128)	545,243
Issue of right shares @ 2:1	477,186	-	-	-	477,186
Profit after taxation for the half year ended December 31, 2004	-	-	160,959	160,959	160,959
Balance as at December 31, 2004	1,431,557	-	(248,169)	(248,169)	1,183,388
Balance as at July 01, 2005	1,547,466	150,682	(77,039)	73,643	1,621,109
Issue of bonus shares@ 20:1	77,373	(77,373)	-	(77,373)	-
Profit after taxation for the half year ended December 31, 2005	-	-	388,078	388,078	388,078
Surplus on revaluation of fixed assets realized through incremental depreciation charged on related assets for the period – net of tax	-	-	14,378	14,378	14,378
Balance as at December 31, 2005	1,624,839	73,309	325,417	398,726	2,023,565

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

JAVED ALI KHAN CHIEF EXECUTIVE

# PIONEER CEMENT LIMITED NOTES TO THE FINANCIAL STATEMENTS FOR THE HALF YEAR ENDED DECEMBER 31, 2005 (UN-AUDITED)

# 1. STATUS AND NATURE OF BUSINESS

- 1.1 The Company was incorporated in Pakistan as a public company limited by shares on February 09, 1986. Its shares are quoted on all stock exchanges in Pakistan. The registered office of the Company is situated at 1st Floor, Alfalah Building, Shahrah-e-Quaid-e-Azam, Lahore. The principal activity of the Company is manufacturing and sale of cement.
- **1.2** The Company is in the final stage of completion of expansion project which will enhance the production capacity of the Company by 4,300 tons per day. Trial production of different sections of Plant No. 2 is in process and commercial production is expected to commence after March 2006.

# 2. BASIS OF PREPARATION

These unaudited financial statements are subjected to limited scope review by external auditors and are being submitted to the shareholders as required under section 245 of the Companies Ordinance, 1984 (the Ordinance) and have been prepared in accordance with the requirements of the International Accounting Standard – 34 "Interim Financial Reporting" as applicable in Pakistan. These financial statements should be read in conjunction with the published financial statements of the Company for the year ended June 30, 2005.

## 3. ACCOUNTING POLICIES

The accounting policies and methods of computation followed for the preparation of these financial statements are the same as those applied in preparing the financial statements for the year ended June 30, 2005.

# 4. PROPERTY, PLANT AND EQUIPMENT

The following major additions and deletions were made in property, plant and equipment during the period.

		Additions (Rupees in	Deletion 1'000')
Operating fixed assets			
Plant and machinery		<del>-</del>	40,028
Capital work in progress Plant and machinery			
- owned	4.1	408,471	-
- leased		180,400	
		588,871	
Advance to suppliers		25,042	-
Civil works		327,588	-
Unallocated capital expenditure	4.2	44,815	-
		397,445	-
		986,316	-

**4.1** Includes borrowing cost amounting to Rs. 48.806 million (June 30, 2005: Rs. 15.225 million) capitalized during the period.

4.2	Unallocated capital expenditure	(Rupees in '000')
	Staff salaries and benefits	6,164
	Travelling and related expenses	2,431
	Trial production expenses	20,039
	Other expenses	16,181
		44,815

2005	2005
December	June
(Rupees ir	า '000')

### 5. LONG TERM DEPOSITS

Security deposits

- Utilities	35,730	12,480
- Leasing companies	47,190	23,150
- Others	1,298	1,153
	84,218	36,783

# 6. STORES, SPARES AND LOOSE TOOLS

Stores	88,031	70,520
Spares	360,114	209,898
Loose tools	3,024	2,590
	451,169	283,008
Spares in transit	11,508	4,111
	462,677	287,119

## 7. LONG TERM LOANS

Following are the changes in the status of long term loans from those as reported in the audited financial statements for the year ended June 30, 2005.

# 7.1 Asian Finance and Investment Corporation (AFIC)

As per rescheduling agreement reached with the management of AFIC on December 16, 2005, the Company has to pay accrued unpaid interest of USD 306,992.64 as at January 15, 2006, which includes the balance of deferred interest of USD 87,068.05 for the period covering July 01, 2000 to June 30, 2002, due on June 30, 2005, by January 31, 2006. Other terms and conditions remain the same. The approval for remittance in this respect from State Bank of Pakistan is still in process.

# 7.2 National Bank of Pakistan (NBP)

A new loan has been obtained from NBP amounting to Rs. 250 million for financing of expansion project on the following terms and conditions:

Rate of mark-up 6 months KIBOR plus 2.5% per annum

Repayment Starting from May 2006

Number of installments 12 quarterly varying installments

The loan is secured by a ranking charge over entire present and future land, building, plant and machinery of the Company and is further secured by hypothecation of present and future plant and machinery and guarantees of sponsoring directors. The ranking charge shall be upgraded to first pari passu charge after obtaining NoCs from other first charge holders.

# 7.3 Saudi Pak Industrial and Agricultural Investment Company (Private) Limited

The rate of mark-up on this loan has been revised to 3 months KIBOR plus 2% per annum from 5% per annum with effect from July 01, 2005. Other terms and conditions remain the same.

## 8. LIABILITIES AGAINST ASSETS SUBJECT TO FINANCE LEASE

		Note	2005 December (Rupees ii	2005 June n '000')
	Opening balance Assets acquired during the year		287,758 180,400	15,725 279,505
	Less: Payments during the year		468,158 4,350	295,230 7,472
			463,808	287,758
	Less: Current portion of the liability		62,531 401,277	13,114 274,644
9.	DEFERRED TAXATION			
	Credit balance arising due to:			
	- accelerated tax depreciation		374,987	392,891
	- surplus on revaluation of fixed assets		331,120	338,862
	Debit balances arising due to:		706,107	731,753
	<ul><li>available tax losses</li><li>provisions for gratuity and compensated absences</li><li>others</li></ul>		(377,911) (26,037) - (403,948)	(507,660) (24,274) (3,201) (535,135)
			302,159	196,618
10.	SHORT TERM BORROWINGS			
	Related parties First Dawood Investment Bank - secured Guardian Modaraba - secured Employees - unsecured Others	10.1	10,000 10,000 20,000 40,000	10,000 10,000 - 20,000
	Finance under markup arrangement - secured	10.2	266,000 306,000	20,000

- 10.1 This represents amount received from Pioneer Cement Employees Provident Fund Trust (the fund) on behalf of certain employees of the Company who requested the trustees of the fund to disburse the above amount out of their accounts as a loan to the Company. The said loan carries mark-up at the rate of 15% per annum and is repayable within one year.
- 10.2 Represents financing facilities obtained from banks and financial institutions and are repayable by June 30, 2006. The rate of mark-up on these facilities ranges from 6 month KIBOR plus 2.5% per annum to 15% per annum. The loan is secured by hypothecation over the Company's all present and future current assets and personal guarantees of directors.

### 11. CONTINGENCIES AND COMMITMENTS

- **11.1** There has been no material change in the status of reported contingencies as given in the financial statements for the year ended June 30, 2005, except that the matter disclosed in 27.9 to the financial statements for the year ended June 30, 2005 has been decided in favor of the Company by the Central Board of Revenue
- **11.2** Commitments in respect of outstanding letters of credit inclusive of capital commitments amount to Rs. 173.600 million (June 30, 2005: Rs. 292.090 million).

		December 2005	December 2004	2005	December 2004
COST OF SALES			(Nupccs	000 /	
Raw material consumed		64,657	50,294	33,490	26,988
Packing material consumed Fuel and power Stores and spares consumed Salaries, wages and benefits Travelling and conveyance Insurance Repairs and maintenance Communication Fee and subscription Depreciation Other manufacturing expenses		64,998 446,151 29,070 60,973 4,265 2,541 5,688 1,001 1,477 146,006 7,063	50,201 377,265 21,121 35,050 3,610 2,402 6,731 713 539 103,707 4,633	30,052 224,295 15,346 31,758 1,933 1,271 2,024 632 621 70,082 3,462 381,476	24,017 207,107 9,780 14,431 1,781 1,202 3,879 450 258 51,718 2,455 317,078
Work in process Opening Closing Cost of goods manufactured		25,053 (19,260) 5,793 839,683	23,380 (91,427) (68,047) 588,219	10,804 (19,260) (8,456) 406,510	16,671 (91,427) (74,756) 269,310
Finished goods Opening Closing		21,193 (26,470) (5,277) 834,406	20,983 (17,590) 3,393 591,612	9,150 (26,470) (17,320) 389,190	28,336 (17,590) 10,746 280,056
OTHER OPERATING INCOME					
Exchange gain Profit on bank deposits Reversal of unrealized loss on fair value of derivative Gain on settlement of derivative Others	13.1 13.2	11,586 597 30,716 38,250 554	- 1,865 - - - 234	10,772 168 - 38,250 294	- 1,768 - - - 132 1,900
	Packing material consumed Fuel and power Stores and spares consumed Salaries, wages and benefits Travelling and conveyance Insurance Repairs and maintenance Communication Fee and subscription Depreciation Other manufacturing expenses  Work in process Opening Closing  Cost of goods manufactured  Finished goods Opening Closing  OTHER OPERATING INCOME  Exchange gain Profit on bank deposits Reversal of unrealized loss on fair value of derivative Gain on settlement of derivative	Raw material consumed  Packing material consumed Fuel and power Stores and spares consumed Salaries, wages and benefits Travelling and conveyance Insurance Repairs and maintenance Communication Fee and subscription Depreciation Other manufacturing expenses  Work in process Opening Closing  Cost of goods manufactured  Finished goods Opening Closing  OTHER OPERATING INCOME  Exchange gain Profit on bank deposits Reversal of unrealized loss on fair value of derivative fain on settlement of derivative  13.1 Gain on settlement of derivative	December 2005	2005 (Rupees)           COST OF SALES           Raw material consumed         64,657         50,294           Packing material consumed Fuel and power         446,151         377,265           Stores and spares consumed         29,070         21,121           Salaries, wages and benefits         60,973         35,050           Travelling and conveyance         4,265         3,610           Insurance         2,541         2,402           Repairs and maintenance         5,688         6,731           Communication         1,001         713           Fee and subscription         146,006         103,707           Other manufacturing expenses         7,063         4,633           769,233         605,972           Work in process           Opening         25,053         23,380           Closing         (19,260)         (91,427)           Cost of goods manufactured         839,683         588,219           Finished goods           Opening         21,193         20,983           Closing         (26,470)         (17,590)           (5,277)         3,393           834,406         591,612	December 2005   December 2004   2005   CRupees in '000')

- **13.1** Represents reversal of negative fair value of derivative recognised in the financial statement for the year ended June 30, 2005 as explained in note 15.2 to the said financial statements.
- 13.2 As disclosed in note 15.2 to the financial statements for the year ended June 30, 2005. NBP, on September 21, 2005, offered the Company's sponsors to purchase the shares held by it at the prevailing market price of Rs. 27.80 per share (price quoted at Karachi Stock Exchange on September 20, 2005). According to the agreement between the Company and NBP, NBP was required to pass on Rs. 3.3 per share to the Company and retain Rs. 1.50 per share as service charges. Accordingly, the gain of Rs. 38.250 million as a result of the settlement of transaction has been recognized in these financial statements and receivable from NBP has been adjusted against the principal amount of other loan due to it.

# 14. TRANSACTIONS WITH RELATED PARTIES

	December December 2005 2004 (Rupees in '000')	
Finance cost	13,507	
Contribution to staff provident fund	2,225	1,871
Arrangements under lease financing - net of payments	<u> </u>	44,447
Deposit account	<u>-</u>	132,079
Payment against plant and machinery	352,077	260,198
Short term borrowing from employees	20,000	

# 15. DATE OF AUTHORISATION FOR ISSUE

These financial statements were authorised for issue on February 23, 2006 by the Board of Directors of the Company.

# 16. CORRESPONDING FIGURES

Certain prior year's figures have been rearranged and reclassified, wherever necessary for the purpose of comparison. These are as follows:

Note	Reclassification		Nature	Rupees
	From	То		<b>'000'</b>
13	Other operating income	Other charges	Loss on disposal of fixed asset	610
-	Finance cost	Other charges	Exchange loss on foreign currency translation	8,542
12 and 13	Other operating income	Cost of sales	Subsidy on imports	3,062

# 17. GENERAL

- **17.1** The figures of the profit and loss account for the quarters ended December 31, 2005 and December 31, 2004 have not been subject to a limited scope review by the auditors, as the scope of the review covered only the cumulative figures for the half year ended December 31, 2005.
- 17.2 Rupees have been rounded off to nearest thousands.

JAVED ALI KHAN CHIEF EXECUTIVE