

Reimagine. Redefine. Realize.

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Vision

Our vision is to develop our company on ethical and professional basis in order to steadily grow and become a valued contributor to the economy and a respected corporate entity.





Mission

Our mission is to proactively invest in the development of infrastructure, in order to become a single-source supply chain for meeting the economy's chemicals, energy, petroleum and petrochemical requirements, thereby providing the best possible returns to all our stakeholders.

Code of Ethics



Byco is engaged in the manufacturing of a wide range of petroleum products. We aim to achieve sustainable productivity and profitability, while maintaining highest standards of care for the environment and health and safety. This practically means enacting policies that assure ongoing human resource development, enhancement of value addition, implementation of conservation measures, growth up-gradation and the addition of newer generation technologies. Our Company believes in the application of business ethics as have been embodied in this document.

1. The credibility, goodwill and reputation earned is maintained through continued conviction in our corporate values of honesty, integrity, justice and respect for people. Our Company promotes openness, professionalism, teamwork and trust in all its business activities.
2. Safeguarding of Shareholders' interest and a worthwhile return on equity is an integral part of our business ethics.

3. We believe in servicing customers by providing products which are manufactured and priced competitively, and which are also meeting or exceeding the environmental standards of the country.

4. We are an equal opportunity employer and proactively invest in our human capital, offering competitive employment terms and providing a safe and congenial working environment to all our employees.

5. We believe that profit is the real yardstick to measure our value addition to the economy and is essential for business survival, as it measures efficiency and the value that the customer places on products and services produced by a Company.

6. In view of the critical importance of our business and its impact on the national economy, our Company provides all relevant information concerning its activities transparently to all stakeholders, subject to any overriding confidentiality.

Mohammad Wasi Khan

Chief Executive Officer

Company Information

Board of Directors

Amir Abbassciy
Chairman

Mohammad Wasi Khan
Chief Executive Officer

Muhammad Mahmood
Hussain
Director

Akhtar Hussain Malik
Director

Syed Arshad Raza
Director

Muhammad Raza Hasnani
Director

Omar Khan Lodhi
Director

Chaudhary Khaqan Saadullah
Khan
Director

Audit Committee

Muhammad Mahmood
Hussain, Chairman

Muhammad Raza Hasnani,
Member

Syed Arshad Raza,
Member

Strategy & Risk Management Committee

Muhammad Raza Hasnani,
Chairman

Akhtar Hussain Malik,
Member

Syed Arshad Raza,
Member

Services & Stakeholders Committee

Muhammad Raza Hasnani,
Chairman

Akhtar Hussain Malik,
Member

Syed Arshad Raza,
Member

Chief Financial Officer

Asad Azhar Siddiqui

Company Secretary

Majid Muqtadir

Auditors

EY Ford Rhodes
Chartered Accountants

Bankers

Allied Bank Limited
Askari Bank Limited
Bank Alfalah Limited
Bank Islami Pakistan Limited
Faysal Bank Limited
Habib Bank Limited
Habib Metropolitan Bank Limited
JS Bank Limited
MCB Bank Limited
National Bank of Pakistan
NIB Bank Limited
Standard Chartered Bank (Pakistan) Limited
Soneri Bank Limited
Summit Bank Limited
Silkbank Limited
Sindh Bank Limited
The Bank of Punjab
United Bank Limited
The Bank of Khyber

Shares Registrar

FAMCO Associates (Pvt) Limited
8-F, Next to Hotel Faran
Nursery, Block - 6, P.E.C.H.S,

Shahrah-e-Faisal, Karachi

Tel: (92 21) 3438 0101
3438 0102
Fax: (92 21) 3438 0106

Registered Office

9th Floor, The Harbour Front,
Dolmen City, HC-3, Block-4,
Marine Drive, Clifton,
Karachi75600, Pakistan

Tel: (92 21) 111 222 081
Fax: (92 21) 111 888 081

Website

www.byco.com.pk

Environment Health Safety and Security (EHSS) Policy

Byco is committed to delivering a sustainable world class performance through prevention of injury & ill-health, preservation of environment and safeguarding health, safety & welfare of those who work at or visit our sites in a manner that is compliant with local laws, customs and culture.

We derive strength from our core values of fairness and honesty, integrity, respect, teamwork, trust and transparency, passion for excellence and tenacity in achieving results. As a corporate entity, we care about people and the world in which we live in.

We have deployed best leadership and management structure to deliver this policy and provide an unbroken chain of responsibility & accountability for EHSS.

EHSS GUIDING PRINCIPLE

- Identify and eliminate or otherwise control, EHSS risks to our people, our communities and the environment in which we operate.
- Use EHSS risk framework to develop and deliver measurable EHSS objectives and targets.
- Ensure employees are equipped and trained to achieve our goal of zero incidents, injuries and illnesses.
- Encourage employees to adopt a healthy, safe and environmentally conscious lifestyle both at work and home.
- Continuously seek to reduce environmental impact of our business operations by:
 - Improving energy efficiency and natural resource consumption
 - Reusing and recycling materials to minimize waste and pollution
 - Endeavor to protect and restore bio-diversity
 - Undertaking specific programs to reduce greenhouse gas emissions from our business
- Generate sustainable EHSS performance through long term, mutually beneficial relationships with our communities, governments, our business partners and other stakeholders.

COMMITMENT TO EHSS POLICY

- Management Team is accountable for delivery of EHSS improvements and providing necessary resources to do so.
- All related to our business must understand their responsibilities towards EHSS and demonstrate their commitment through actions towards achieving our goal of zero incidents.
- Complying with all applicable laws, EHSS standards and other voluntary requirements.
- Developing, implementing and maintaining recognized management systems and programs that ensure appropriate and consistent implementation of this EHSS policy.
- Obtaining assurance of our EHSS policy and management systems through regular audits and reviews of our performance.
- Promoting effective employee, contractor and stakeholder participation in and awareness of EHSS issues and programs related to our operations through training, communication and regular public reporting of performance.

Mohammad Wasi Khan
Chief Executive Officer



Financial Highlights

Byco Petroleum Pakistan Limited
Investor Information

| | 2016 | 2015 | 2014 | 2013 | 2012 | 2011 |
|--|--------|--------|----------|---------|---------|---------|
| BALANCE SHEET | | | | | | |
| Share Capital | 9,779 | 9,779 | 9,779 | 9,779 | 9,779 | 9,779 |
| Share holders' equity | 1,834 | (29) | (14,279) | (8,667) | (6,723) | (3,992) |
| Property, plant and equipment | 12,581 | 13,716 | 14,928 | 17,625 | 18,373 | 18,678 |
| Intangible asset | - | - | - | 3 | 6 | 9 |
| Long term investment | 22,661 | 5,729 | 5,729 | 5,729 | 5,729 | 2,087 |
| Long term loan, advances and rec | - | 16,931 | - | - | - | 2,346 |
| Long term deposits | 10 | 10 | 7 | 14 | 19 | 21 |
| Stock in trade | 7,332 | 4,860 | 8,778 | 5,704 | 2,956 | 4,113 |
| Trade debts | 8,287 | 9,349 | 10,245 | 12,124 | 9,729 | 6,658 |
| Total current assets | 20,642 | 18,549 | 38,589 | 20,537 | 14,483 | 12,598 |
| Total current liabilities | 39,179 | 36,376 | 37,786 | 29,470 | 37,177 | 29,497 |
| Short term borrowings | 6,594 | 738 | 6,402 | 6,800 | 7,650 | - |
| Current portion of non-current liabilities | 5,442 | 3,729 | 2,655 | 1,636 | 2,442 | 1,933 |
| Non-current liabilities | 10,160 | 13,372 | 16,216 | 17,848 | 2,574 | 4,305 |
| PROFIT AND LOSS ACCOUNT | | | | | | |
| Net sales | 79,434 | 94,807 | 92,545 | 66,187 | 19,453 | 38,944 |
| Cost of sales | 73,419 | 89,941 | 92,136 | 66,111 | 21,170 | 38,169 |
| Gross profit / (loss) | 6,014 | 4,866 | 409 | 76 | (1,717) | 775 |
| Operating profit / (loss) | 3,253 | 2,935 | (2,695) | 751 | (233) | 246 |
| Financial charges | 2,309 | 2,758 | 2,793 | 2,645 | 2,965 | 2,096 |
| (Loss) / profit before taxation | 718 | (151) | (6,325) | (2,085) | (3,197) | (1,850) |
| (Loss) / profit after taxation | 1,367 | 72 | (5,937) | (2,259) | (3,078) | (1,987) |
| (Loss) / earnings per share | 1.40 | 0.07 | (6.07) | (2.31) | (3.15) | (4.91) |

| | | 2016 | 2015 | 2014 | 2013 | 2012 | 2011 |
|-----------------------------------|-------|--------|----------|----------|--------|----------|---------|
| Profitability Ratios | | | | | | | |
| Gross Profit | % | 7.57% | 5.13% | 0.45% | 0.12% | -8.82% | 1.99% |
| Profit before Tax | % | 0.90% | -0.16% | -6.83% | -3.15% | -16.44% | -4.75% |
| Net Profit | % | 1.72% | 0.08% | -6.42% | -3.41% | -15.82% | -5.10% |
| EBITDA Margin to sales | % | 5.60% | 4.44% | -1.83% | 2.67% | 4.76% | 2.41% |
| Return on equity | % | 20.86% | 1.39% | -117.52% | 66.23% | -270.00% | -79.30% |
| Liquidity Ratios | | | | | | | |
| Current Ratio | Times | 0.53 | 0.51 | 1.02 | 0.70 | 0.39 | 0.43 |
| Quick / Acid Test Ratio | Times | 0.34 | 0.38 | 0.78 | 0.50 | 0.31 | 0.28 |
| Activity / Turnover Ratios | | | | | | | |
| Inventory turnover | Days | 30.31 | 27.67 | 28.69 | 23.90 | 60.90 | 43.20 |
| Debtors turnover | Days | 40.52 | 37.72 | 44.11 | 60.30 | 153.70 | 63.40 |
| Creditors turnover | Days | 143.39 | 119.75 | 95.39 | 111.00 | 446.60 | 258.40 |
| Inventory turnover | Times | 12.04 | 13.19 | 12.72 | 11.60 | 6.58 | 9.47 |
| Debtors turnover | Times | 9.01 | 9.68 | 8.27 | 5.46 | 2.00 | 5.85 |
| Creditors turnover | Times | 2.55 | 3.05 | 3.83 | 3.29 | 0.82 | 1.41 |
| Total assets turnover ratio | Times | 1.42 | 1.71 | 1.56 | 1.51 | 0.50 | 1.09 |
| Fixed assets turnover ratio | Times | 6.31 | 6.91 | 6.20 | 3.76 | 1.06 | 2.09 |
| Financial Leverage Ratios | | | | | | | |
| Interest coverage ratio | Times | 1.41 | 1.06 | (0.96) | 0.28 | (0.08) | 0.12 |
| Debt to equity ratio | Times | 12.10 | (615.14) | (1.77) | (3.03) | (2.21) | 1.42 |
| Investment / Market Ratios | | | | | | | |
| Earnings per share | Rs. | 1.40 | 0.07 | (6.07) | (2.31) | (3.15) | (4.91) |

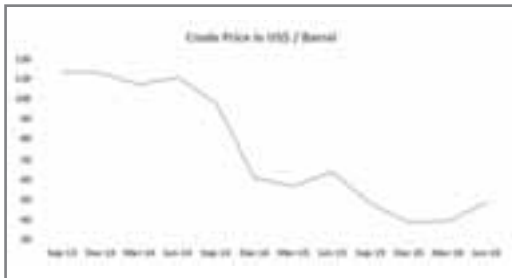
Directors' Report for the year ended June 30, 2016

In the name of Allah the Most Merciful and the Most Benevolent.

The Directors of your Company are pleased to present the Annual Report of the Company together with the audited, stand alone and consolidated, financial statements and auditors' report thereon for the year ended 30th June, 2016.

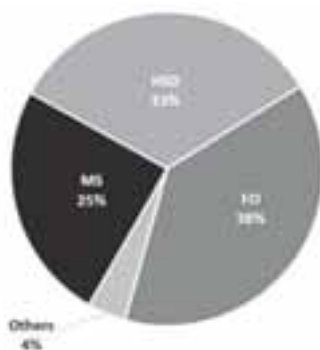
GLOBAL OIL PRICES AND PAKISTAN ECONOMY

This was another challenging year for the oil sector as declining price trend continued to persist in most part of the year. The price of crude oil has fallen significantly since 2014, reflecting slowing down of demand, high global crude oil production and inventories. During the review year, oil prices have further declined by about 23%.



Pakistan, being a net importer of oil, has benefited significantly from falling global oil prices as oil generally constitutes about 20% of the country's import bill. With the availability of fuel at substantially lower price compared to prior years, the domestic consumption increased substantially and during the year, 22% growth was recorded in the consumption of Motor Spirit (MS) followed by 4% growth in High Speed Diesel (HSD). The government partially passed on the benefits of decreased oil prices to general public. This has been a catalyst for increasing the consumption of petrol and has also helped in containing inflation rate to lowest seen in the last 10 years.

Product share in country consumption



Seeing the enhanced consumption of MS, the government has taken a proactive view on environment and has revised country specifications for MS by introducing 92 Research Octane Number (RON) MS. This should improve the consumption efficiency of vehicles and protect the environment. 87 RON will continue to be sold alongside 92 RON.

COMPANY PERFORMANCE

We are pleased to inform that despite facing strong competition your Company was able to continue its stride to further penetrate the market by increasing volume of its sales by 27% in current year. However this increase in volume was offset by a 23% reduction in oil prices. The Company recorded gross sales in current year at Rs. 115.40 billion compared to Rs. 119.41 billion last year.

In order to benefit from the declining product price trend, the Company pursued growth in higher margin products by making products available to the customers through its own refinery or through product import via Single Point Mooring (SPM) which provided efficiency in terms of costs and time. In all, 41 vessels berthed at the SPM including the largest ever product vessel which called at the Country, carrying over 100,000 metric tons of petroleum product, thereby proving the reliability and effectiveness of Byco SPM. Currently the SPM is handling about 9% of country's total oil imports, which is expected to increase in coming years.

Byco advantages of employing SPM are as follows:

- Berthing and un-berthing can be provided at the SPM 24/7 without dependence on high tide whereas this facility is not available at other ports of the country. Monsoon operations however are handled differently.
- The SPM does not require channels for approach; rather, it is approachable from 360 degrees against the tide flows.
- The SPM is designed to berth Very Large Crude Carriers (VLCC) as it has a maximum depth of 25 meters compared to 12 - 14 meters depth of other existing ports of the country
- The SPM is designed to sustain adverse weather conditions

The flexibility of SPM to handle crude oil as well as petroleum products provided an opportunity to the Company to focus more on import of products at opportune pricing. We are also pleased to inform that the Oil &

Directors' Report for the year ended June 30, 2016

Gas Regulatory Authority (OGRA) has also provided its formal approval for import of white oil petroleum products through SPM subsequent to the end of the year.

The Company earned gross profit of Rs. 6.01 billion in current year as compared to Rs. 4.90 billion last year primarily due to significantly high sales volume, import of products at competitive pricing and improved marketing margins.

Manufacturing, administrative and selling & distribution expenses remained within budget and the Company earned operating profit of Rs. 3.2 billion which is 11% higher compared to last year. The Company remained under the regime of minimum tax on turnover basis in the current year as well.

Based on above results, profit after tax for the year amounted to Rs. 1.4 billion (2015: Rs. 72 million) and earnings per share for the year was Rs. 1.40 compared to Rs. 0.07 per share last year. On a consolidated basis, the Company's Group earnings per share amounted to Rs. 0.40 (2015: loss per share of Rs. 0.66). There has been a delay in payment of Government dues (as mentioned in note 21 to the financial statements) due to delay in recovery / utilization of funds for clearing some old outstanding government dues.

In summary, above results reflects the Company's integrated business approach, improved operational performance and resilience against difficult times. The under review has been a year of significant improvement in the turnover of the Company and we look forward to continued improvement in the years to come.

For a more comprehensive look at the financials of your Company over the last six years, refer to page 8.

BYCO TERMINALS PAKISTAN LIMITED - Subsidiary Company



The Single Point Mooring (SPM) project of our subsidiary company, Byco Terminals Pakistan Limited (BTPL), operated successfully throughout the year and continued to provide support for economical crude oil and product imports. During the year, 41 vessels berthed on SPM compared to 29 vessels last year which demonstrates the significant contribution of SPM in facilitating the quickest and economical oil import. As stated above, in order to expand the usage of SPM, your Company started importing all petroleum products through the SPM facility for onward supply to marketing company.

BTPL incurred net loss of Rs. 280 million (2015: Rs. 480 million) primarily due to financial charges on long term loan. It is expected that these losses will positively be recovered in subsequent years with the increased utilization of SPM facility and storage terminals.

BYCO ISOMERISATION PAKISTAN (PRIVATE) LIMITED - Subsidiary Company



The Isomerisation unit was operated for some duration of the year however, due to the unfortunate event of fire at Parent Company's refinery, the supply of feedstock disrupted as a result of which the unit was shut down. It is expected that the unit will be operated with the Parent Company's refinery in year 2017.

BIPL incurred a net loss of Rs. 913 million in current year primarily due to the depreciation of Rs. 868 million on fixed assets. It is expected that with the commencing of operations of Byco Oil Pakistan Limited's (BOPL) refinery, large quantity of Naphtha will be processed next year which will help in improving BIPL profitability.

Directors' Report for the year ended June 30, 2016

DIESEL HYDRO DESULPHURIZATION (DHDS)

Your Company is committed to install a DHDS unit which reduces the Sulphur contents in Diesel to make it more environmental friendly and Euro II compliant. The Government has set deadline of June 2017 for completion of DHDS unit by all the refineries and every effort is being made to achieve the deadline set by the Government however, there might be some delays in completing this project on the given timeline.

REASONS FOR NOT DECLARING DIVIDEND

Considering the Company's financial commitments, the Directors do not recommend any appropriations for the year ended 30th June 2016.

AUDITORS' OBSERVATION

The auditors have included a paragraph in their report whereby they have highlighted the use of going concern assumption followed in preparation of the financial statements. Their observation is based on some negative indicators like accumulated losses and net current liability position. The management has taken several steps to address the above issue by improving the supply chain and cash conversion cycle, tapping new customers in refinery sales and consumer sales businesses, improved businesses integration etc. as a result of which the sales volume increased and the Company showed a significant profit after tax.

Based on the above factors, the management is of the view that these negative conditions are temporary and would reverse in foreseeable future. Therefore, the financial statements have been prepared on going concern basis.

MERGER OF BYCO OIL PAKISTAN LIMITED AND BYCO TERMINALS PAKISTAN LIMITED WITH AND INTO THE COMPANY

The Board of Directors (the Board) of the Company in a meeting held on 14th April, 2016 considered and approved in principle a potential merger of the Company, its wholly owned subsidiary Byco Terminals Pakistan Limited and the Parent Company in accordance with terms of a scheme of arrangement prepared under the provisions of Section 284 to Section 228 of the Company's Ordinance, 1984, subject to the sanction of the High Court of Sindh.

Under the said scheme, the Company would be the surviving entity. The Company has filed a petition with the High Court on 24th June 2016 and is in the process of completing the required legal and corporate formalities relating to the said arrangement.

CORPORATE SOCIAL RESPONSIBILITY (CSR)



Acknowledging diversity in the interest and expectation of its stakeholders your Company being a responsible Corporate Citizen, continuously makes efforts to positively impact communities in and around which it is operating.

One of the strategic priorities of your Company for sustained development is Community engagement. Working closely with the local communities your Company manages socio-economic impact of its business activities on them. Company's Management Training & Internship programs and other on job training opportunities contribute in developing skill set of local workforce, hence, supporting them in their sustainable economic development. Your Company extends continuous support and assistance in the form of providing emergency medical treatment, ambulance service, availability of drinking water, educational and sports activities.

ENVIRONMENT, HEALTH, SAFETY AND SECURITY (EHSS)



Directors' Report for the year ended June 30, 2016

During last year the focus of the Company remained on EHSS and specially to realize Process Safety as an integral part of all operations. Training and development of staff on occupational and process safety remained the center of attention.

DuPont has been engaged for assisting the Company to excel in process safety and inculcating inherent safety approach in selection and design of asset as well as eliminating where appropriate and minimizing error inducing environment at work place.

Contractors had been extensively included in all training and development programs. Water and energy conservation at refinery was one of the EHSS objectives.

Despite of distressing fire incident that halted the operations of our parent company's refinery, the occupational health and safety performance remained intact and no lost time injury or occupational health related incident took place at refinery complex, terminals and retail outlets.

A total of 1.22 million safe man hours were achieved during last year and cumulatively 10.55 million safe man hours were achieved since November 2005 without a Lost Time Injury (LTI) and Total Recordable Injury Rate (TRIR) for the year was 0.284 per million man hours.

Your Company has introduced solar panels at some of its retail stations whereby basic electric requirements are being met through green energy. The Company intends to deploy more of these panels on its retail stations. In addition, tree plantation is part of a consistent activity carried out by the Company along with observing Earth Day.

CONTRIBUTION TO THE NATIONAL EXCHEQUER

During the current year, your Company contributed an amount of Rs. 36 billion to the national exchequer on account of direct and indirect taxes and levies. In addition the Company brought valuable foreign exchange of approximately US\$ 73 million into the economy, through the exports of petroleum product thereby contributing towards reducing burden on the country's balance of payment.

COMPLIANCE WITH THE CODE OF CORPORATE GOVERNANCE

The Company has been and remains committed to the conduct of its business in line with the code of corporate governance and the listing regulations of the Pakistan Stock Exchange. As required by the Code of Corporate Governance, following is the statement of compliance with the Corporate and Financial Reporting Framework of the Code:

The Directors are pleased to confirm that:

- The financial statements, prepared by the Management of the Company, present its state of affairs fairly, the results of its operations, cash flows and changes in equity.
- Proper books of accounts have been maintained in the manner required under the Companies Ordinance, 1984.
- Appropriate accounting policies have been consistently applied in preparation of financial statements. Accounting estimates are based on reasonable and prudent judgment.
- International Financial Reporting Standards, as applicable in Pakistan, have been followed in preparation of financial statements and deviation if any, has been adequately disclosed.
- The system of internal control is sound in design and has been effectively implemented and monitored.
- During the year twelve meetings of the Board of Directors were held and attendance by the directors was as follows:

Directors' Report for the year ended June 30, 2016

| Name of Director | Number of Meetings Attended |
|--|-----------------------------|
| Mr. Amir Abbassciy (Appointed on 26th May 2016) | 2 |
| Mr. Muhammad Mahmood Hussain (Appointed on 26th May 2016) | 1 |
| Mr. Akhtar Hussain Malik (Appointed on 26th May 2016) | 1 |
| Mr. Syed Arshad Raza (Appointed on 26th May 2016) | 1 |
| Mr. Omar Khan Lodhi (Appointed on 26th May 2016) | 1 |
| Mr. Chaudhary Khaqan Saadullah Khan (Appointed on 26th May 2016) | 2 |
| Mr. Mohammad Wasi Khan (Appointed on 1st April 2016) | 5 |
| Mr. Muhammad Raza Hasnani | 11 |
| Mr. Javed Akbar (Resigned on 1st February 2016) | 5 |
| Mr. Syed Muhammad Mujtaba Jafarey (Resigned on 31st March 2016) | 6 |
| Mr. Hamid Imtiaz Hanfi (Resigned on 30th April 2016) | 9 |
| Mr. Ovais Mansoor Naqvi (Resigned on 26th May 2016) | Nil |
| Ms. Diana Brush (Resigned on 26th May 2016) | 7 |
| Mr. Richard Legrand (Resigned on 26th May 2016) | 6 |
| Mr. Philip Harris (Resigned on 26th May 2016) | 7 |

The Board of Directors gave leave of absence to those directors who were unable to attend.

The Board places on record its appreciation for the valuable services rendered by outgoing directors on Board.

Audit Committee

The Audit Committee held four meetings during the year. Attendance by each member was as follows:

| Meetings Attended | |
|---|-----|
| Muhammad Raza Hasnani | 4 |
| Philip Harris (upto 26th May 2016) | 2 |
| Diana Brush (upto 26th May 2016) | 2 |
| Muhammad Mahmood Hussain (from 26th May 2016) | Nil |
| Syed Arshad Raza (from 26th May 2016) | Nil |

Strategy & Risk Management Committee

The Strategy & Risk Management Committee held one meeting during the year. Attendance by each member was as follows:

| Meetings Attended | |
|---|-----|
| Muhammad Raza Hasnani | 1 |
| Hamid Imtiaz Hanfi (upto 30th April 2016) | 1 |
| Diana Brush (upto 26th May 2016) | 1 |
| Akhtar Hussain Malik (from 26th May 2016) | Nil |
| Syed Arshad Raza (from 26th May 2016) | Nil |

PATTERN OF SHAREHOLDING

- The pattern of shareholding and additional information as at June 30, 2016 appears on page 109 of the Annual Report of your Company
- Byco Oil Pakistan Limited holds 80.84% shares, financial institutions and banks hold 0.37% shares, and 18.79% shares are held by individuals.
- No trading in the shares of the Company was carried out by the directors, executives or their spouses and minor children during the year except that mentioned in "Pattern of Shareholding".

VALUE OF INVESTMENT IN POST EMPLOYMENT BENEFIT FUND

The value of investment of provident fund on the basis of unaudited accounts is as under:

| | 2016 | 2015 |
|-----------------------------|--------|--------|
| As at June 30 (Rs. in '000) | 89,039 | 99,440 |

Directors' Report for the year ended June 30, 2016

EXTERNAL AUDITORS

The auditors Messrs EY Ford Rhodes Chartered Accountants retired and offered themselves for reappointment. The Audit Committee has recommended the reappointment of Messrs EY Ford Rhodes Chartered Accountants as auditors for the year ending June 30, 2017.

ACKNOWLEDGEMENT

The Board wishes to express appreciation and place on record its gratitude for the co-operation extended to your Company by Government of Pakistan and strategic partners including financial institutions, vendors, suppliers, customers and shareholders of your Company.

We would also like to thank our dedicated employees for their commitment towards sustainable operations during these trying times.

For and on behalf of the Board of Directors

Mohammad Wasi Khan

Chief Executive

Karachi

September 06th 2016

Statement of Compliance

with the Code of Corporate Governance

Byco Petroleum Pakistan Limited
Year ended 30th June 2016

The Company has applied the principles contained in the Code of Corporate Governance (the “Code”) in the following manner:

1. The Company encourages representation of independent non-executive directors and directors representing minority interests on its board of directors. As at 30th June 2016, the board consisted of:

| Category | Names |
|-------------------------|---|
| Independent Director | Muhammad Mahmood Hussain |
| Executive Director | Mohammad Wasi Khan |
| Non-Executive Directors | Amir Abbassciy Akhtar Hussain Malik Syed Arshad Raza Muhammad Raza Hasnani Omar Khan Lodhi Chaudhary Khaqan Saadullah Khan |

The independent director meets the criteria of independence under clause 5.19.1. (b) of the CCG.

2. The directors have confirmed that they are not directors on the boards of more than seven listed companies, including this Company.
3. All the resident directors of the Company are registered taxpayers and none of them has defaulted in the payment of any loan to a banking company, a DFI or NBF1, or being a member of a stock exchange, has been declared a defaulter.
4. During the year seven casual vacancies occurred on the board, which were created by the resignations of Mr. Javed Akbar on 1st February 2016, Syed Muhammad Mujtaba Jafarey on 31st March 2016, Mr. Hamid Imtiaz Hanfi on 30th April 2016, Ms. Diana Brush, Mr. Ovais Mansoor Naqvi, Mr. Phillip Harris and Mr. Richard Legrand on 26th May 2016. Mr. Mohammad Wasi Khan was appointed a chief executive officer to fill the casual vacancy on 1st April 2016. Mr. Amir Abbassciy, Mr. Muhammad Mahmood Hussain, Mr. Akhtar Hussain Malik, Syed Arshad Raza, Mr. Omar Khan Lodhi and Mr. Chaudhary Khaqan Saadullah Khan were appointed directors to fill the casual vacancies on 26th May 2016.
5. The Company has prepared a ‘Code of Conduct’ and has ensured that appropriate step have been taken to disseminate it throughout the company along with the supporting policies and procedures.
6. The board has developed vision and mission statements, overall corporate strategy and significant policies. A complete record of particular 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 the appointment and determination of remuneration and the terms and conditions of employment of the Chief Executive Officer, other executive and non-executive directors, have been taken by the Board / shareholders.
8. During the year the Board met twelve times. 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. Written notices of the Board meetings, except urgent meetings, along with the agendas and working papers were circulated at least seven days before the meetings and the minutes of the meetings were appropriately recorded and circulated.
9. While almost all the directors are professionals and senior executives who possess wide experience and awareness of the duties of directors, the Company intends to comply with the directors’ training programs for its recently elected directors, as required by the Code.
10. During the year, the Board has approved the appointment of Mr. Asad Azhar Siddiqui, as the Chief Financial Officer of the Company on 26th May 2016, which was created by the resignation of Mr. Imran Shaikh, and the appointment of Mr. Majid Muqtadir, as the Company Secretary of the Company on 1st May 2016, which was created by the resignation of Ms. Shahana Ahmed Ali, including remuneration and terms and conditions of employment. There was no change in the position of the Head of Internal Audit.
11. The director’s report for this year has been prepared in compliance with the requirements of the Code and fully describes the salient matters required to be disclosed.

Statement of Compliance

with the Code of Corporate Governance

Byco Petroleum Pakistan Limited
Year ended 30th June 2016

12. The financial statements of the Company were duly endorsed by the CEO and CFO before approval of the board.
13. The directors, chief executive officer and other executives do not hold any interest in the shares of the Company other than what has been disclosed in the pattern of shareholding.
14. The Company has complied with all the corporate and financial reporting requirements of the Code.
15. The Board has formed an Audit Committee, comprising of three members, all of whom are non-executive directors and the Chairman of the Committee is an independent director.
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 Code. The terms of reference of the committee have been formed and advised to the committee for compliance.
17. The Board has formed a Human Resource and Remuneration Committee by the name of Strategy & Risk Management Committee, comprising of three members, all of whom are non-executive directors, including the Chairman of the Committee.
18. The Board has setup an effective internal audit function for the Company, which is considered suitably qualified and experienced for the purpose.
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 Institute of Chartered Accountants of Pakistan (ICAP), that they or any 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 the International Federation of Accountants (IFAC) guidelines on the 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 and final results, and business decisions that may materially affect the market price of the Company's shares, was determined and intimated to the directors, employees and the Pakistan Stock Exchange.
22. Material / price sensitive information was disseminated among all market participants at once through the Pakistan Stock Exchange.
23. We confirm that all other material principles enshrined in the Code have been fully complied with except for the mechanism for the annual evaluation of the board's own performance which is not yet established, toward which reasonable progress is being made by the company to seek compliance by the end of next accounting year.

Mohammad Wasi Khan
Chief Executive Officer

September 06th, 2016

Review Report to the Members on Statement of Compliance

with the 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 **Byco Petroleum Pakistan Limited (the Company)** for the year ended **30 June 2016** to comply with the requirements of Rule Book of Pakistan Stock Exchange Limited Chapter 5, Clause 5.19.23 (b) of the Code of Corporate Governance, 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 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.

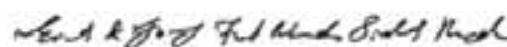
The Code requires the Company to place before the Audit Committee, and upon recommendation of the Audit Committee, place before the Board of Directors' for their review and approval its related party transactions distinguishing between transactions carried out on terms equivalent to those that prevail 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, as applicable to the Company for the year ended 30 June 2016.

Further, we highlight below instances of non-compliance with the requirement of the Code as reflected in paragraph reference where these are stated in the Statement of Compliance:

| S. No | Paragraph Reference | Description |
|-------|---------------------|---|
| I. | 9 | Arrangement for directors' training program is currently in progress. |
| II. | 23 | The mechanism for development of an annual evaluation plan to evaluate the Board of Directors' own performance is currently in process. |

Chartered Accountants
Audit Engagement Partner:
Riaz A. Rehman Chamdia
Karachi



06th September 2016

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Unconsolidated
Financial Statements
For The Year Ended June 30, 2016



Auditors' Report to the Members

We have audited the annexed unconsolidated balance sheet of **Byco Petroleum Pakistan Limited** as at **30 June 2016** and the related unconsolidated profit and loss account, unconsolidated statement of comprehensive income, unconsolidated cash flow statement and unconsolidated 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 unconsolidated balance sheet and unconsolidated profit and loss account together with the notes thereto 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 except for changes as stated in note 3.3 to the unconsolidated financial statements, with which we concur;
 - 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 unconsolidated balance sheet, unconsolidated profit and loss account, unconsolidated statement of comprehensive income, unconsolidated cash flow statement and unconsolidated 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 30 June 2016 and of the profit, comprehensive income, its cash flows and changes in equity for the year then ended;
- d) in our opinion, no Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980;
- e) We draw attention to note 2 to the unconsolidated financial statements which states that the Company has accumulated losses as at 30 June 2016 amounting to Rs. 7,944.149 million and its current liabilities exceed its current assets by Rs. 18,536.626 million. These conditions indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern. However, the unconsolidated financial statements have been prepared on going concern basis based on the mitigating factors, as more fully explained in note 2 to the unconsolidated financial statements. Our opinion is not qualified in respect of the above matters.

**Chartered Accountants
Audit Engagement Partner:**

Riaz A. Rehman Chamdia

Karachi



06th September 2016

Unconsolidated Balance Sheet

As at 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|--|------|--------------------------|--------------------------|
| ASSETS | | | |
| NON-CURRENT ASSETS | | | |
| Property, plant and equipment | 5 | 12,580,784 | 13,715,845 |
| Long-term investment - at cost | 6 | 22,660,762 | 5,729,258 |
| Long-term advance | 7 | - | 16,931,504 |
| Long-term deposits | 8 | 10,278 | 9,803 |
| | | <u>35,251,824</u> | <u>36,386,410</u> |
| CURRENT ASSETS | | | |
| Stores and spares | | 293,148 | 279,196 |
| Stock-in-trade | 9 | 7,331,755 | 4,859,615 |
| Trade debts | 10 | 8,286,897 | 9,349,396 |
| Loans and advances | 11 | 3,038,152 | 1,497,310 |
| Trade deposits and short-term prepayments | 12 | 26,500 | 23,188 |
| Interest accrued | | 497,688 | 572,610 |
| Other receivables | 13 | 934,402 | 1,280,500 |
| Cash and bank balances | 14 | 233,383 | 687,576 |
| | | <u>20,641,925</u> | <u>18,549,391</u> |
| TOTAL ASSETS | | <u><u>55,893,749</u></u> | <u><u>54,935,801</u></u> |
| EQUITY AND LIABILITIES | | | |
| SHARE CAPITAL AND RESERVES | | | |
| Share capital | 15 | 9,778,587 | 9,778,587 |
| Accumulated losses | | (7,944,149) | (9,807,784) |
| | | <u>1,834,438</u> | <u>(29,197)</u> |
| SURPLUS ON REVALUATION OF PROPERTY, PLANT AND EQUIPMENT | 16 | 4,720,991 | 5,217,476 |
| NON-CURRENT LIABILITIES | | | |
| Long-term financing and deferred mark-up | 17 | 9,975,319 | 12,224,800 |
| Liabilities against assets subject to finance lease | 18 | - | 1,730 |
| Long-term deposits | 19 | 130,978 | 108,978 |
| Deferred liabilities | 20 | 53,472 | 1,036,268 |
| | | <u>10,159,769</u> | <u>13,371,776</u> |
| CURRENT LIABILITIES | | | |
| Trade and other payables | 21 | 26,647,202 | 31,037,413 |
| Accrued mark-up | 22 | 95,692 | 183,727 |
| Short-term borrowings - secured | 23 | 6,593,696 | 737,609 |
| Current portion of long-term financing and deferred mark-up | | 5,442,326 | 3,729,000 |
| Current portion of liabilities against assets subject to finance lease | | 4,362 | 4,970 |
| Taxation - net | | 395,273 | 683,027 |
| | | <u>39,178,551</u> | <u>36,375,746</u> |
| CONTINGENCIES AND COMMITMENTS | 24 | | |
| TOTAL EQUITY AND LIABILITIES | | <u><u>55,893,749</u></u> | <u><u>54,935,801</u></u> |

The annexed notes from 1 to 44 form an integral part of these unconsolidated financial statements.

Mohammad Wasi Khan
Chief Executive

Syed Arshad Raza
Director

Unconsolidated Profit and Loss Account

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|---|------|-----------------|-----------------|
| (Rupees in '000) | | | |
| Sales– net | 25 | 79,433,874 | 94,807,329 |
| Cost of sales | 26 | (73,419,493) | (89,940,833) |
| | | 6,014,381 | 4,866,496 |
| Gross profit | | | |
| Administrative expenses | 27 | (561,244) | (553,605) |
| Selling and distribution expenses | 28 | (2,540,254) | (2,628,920) |
| Other expenses | 29 | (978,393) | (801,036) |
| Other income | 30 | 1,318,577 | 2,051,774 |
| | | (2,761,314) | (1,931,787) |
| Operating profit | | 3,253,067 | 2,934,709 |
| Finance costs | 31 | (2,535,445) | (3,086,143) |
| Profit/(Loss) before taxation | | 717,622 | (151,434) |
| Taxation | 32 | 649,876 | 223,731 |
| Profit after taxation | | 1,367,498 | 72,297 |
| Earnings per ordinary share – basic and diluted (Rupees) | 33 | 1.40 | 0.07 |

The annexed notes from 1 to 44 form an integral part of these unconsolidated financial statements.

Mohammad Wasi Khan
Chief Executive

Syed Arshad Raza
Director

Unconsolidated Statement of Comprehensive Income

For the year ended 30 June 2016

| | 30 June 2016 | 30 June 2015 |
|---|------------------------------|-----------------|
| | (Rupees in '000) | |
| Profit after taxation | 1,367,498 | 72,297 |
| Other comprehensive income for the year | | |
| Items that may not be reclassified subsequently to profit and loss account | | |
| Actuarial loss on re measurement of defined benefit obligation | (348) | (2,476) |
| Total comprehensive income for the year | <u>1,367,150</u> | <u>69,821</u> |

The annexed notes from 1 to 44 form an integral part of these unconsolidated financial statements.

Mohammad Wasi Khan
Chief Executive

Syed Arshad Raza
Director

Unconsolidated Cash Flow Statement

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|---|--------|--------------------|--------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | | |
| (Rupees in '000) | | | |
| Profit / (loss) before taxation | | 717,622 | (151,434) |
| Adjustments for non-cash and other items: | | | |
| Depreciation | 5.1 | 1,196,719 | 1,272,064 |
| Finance costs | 31 | 2,535,445 | 3,086,143 |
| Provision for doubtful debts | 10.2 | 680,548 | 399,608 |
| Provision for gratuity | 20.2.6 | 18,990 | 23,799 |
| Interest income | 30 | (514,500) | (780,826) |
| Gain on disposal of operating fixed assets | 30 | (2,974) | (944) |
| Net cash flow before working capital changes | | 4,631,850 | 3,848,410 |
| (Increase) / decrease in current assets | | | |
| Stores and spares | | (13,952) | (74,896) |
| Stock-in-trade | | (2,472,140) | 3,917,892 |
| Trade debts | | 381,952 | 984,516 |
| Loans and advances | | (1,540,842) | (660,842) |
| Trade deposits and short-term prepayments | | (3,312) | 91,491 |
| Other receivables | | 346,098 | (615,265) |
| | | (3,302,196) | 3,642,896 |
| (Decrease) / increase in current liabilities | | | |
| Trade and other payables | | (4,338,832) | 2,713,772 |
| Cash (used in) / generated from operations | | (3,009,178) | 10,205,078 |
| Finance costs paid | | (743,321) | (1,565,658) |
| Income taxes paid | | (635,426) | (351,125) |
| Gratuity paid | | (18,000) | (26,000) |
| Interest income received | | 120,000 | 154,667 |
| Net cash (used in) / generated from operating activities | | (4,285,925) | 8,416,962 |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | |
| Fixed capital expenditure | | (64,191) | (92,593) |
| Proceeds from disposal of operating fixed assets | | 5,507 | 4,719 |
| Long term deposits – net | | 21,525 | 19,011 |
| Net cash used in investing activities | | (37,159) | (68,863) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | |
| Repayment of long-term financing | | (1,984,858) | (2,455,000) |
| Short term borrowings | | 5,856,087 | (5,664,499) |
| Liabilities against assets subject to finance lease - net | | (2,338) | (13,659) |
| Net cash generated from / (used in) financing activities | | 3,868,891 | (8,133,158) |
| Net (decrease) / increase in cash and cash equivalents | | (454,193) | 214,941 |
| Cash and cash equivalents at the beginning of the year | | 687,576 | 472,635 |
| Cash and cash equivalents at the end of the year | | 233,383 | 687,576 |

The annexed notes from 1 to 44 form an integral part of these unconsolidated financial statements.

Mohammad Wasi Khan
Chief Executive

Syed Arshad Raza
Director

Unconsolidated Statement of Changes in Equity

For the year ended 30 June 2016

| | Issued, subscribed and paid-up capital | Accumulated loss | Total |
|---|--|---------------------|------------------|
| | (Rupees in '000) | | |
| Balance as at 1 July 2014 | 9,778,587 | (24,057,777) | (14,279,190) |
| Net profit for the year | - | 72,297 | 72,297 |
| Other comprehensive income | - | (2,476) | (2,476) |
| Total comprehensive income for the year | - | 69,821 | 69,821 |
| Transfer of revaluation surplus relating to non-current assets classified as held for sale sold off during the year | - | 13,661,086 | 13,661,086 |
| Incremental depreciation relating to surplus on revaluation of property, plant and equipment – net of deferred tax | - | 519,086 | 519,086 |
| Balance as at 30 June 2015 | <u>9,778,587</u> | <u>(9,807,784)</u> | <u>(29,197)</u> |
| Balance as at 1 July 2015 | 9,778,587 | (9,807,784) | (29,197) |
| Net profit for the year | - | 1,367,498 | 1,367,498 |
| Other comprehensive income | - | (348) | (348) |
| Total comprehensive income for the year | - | 1,367,150 | 1,367,150 |
| Incremental depreciation relating to surplus on revaluation of property, plant and equipment – net of deferred tax | - | 496,485 | 496,485 |
| Balance as at 30 June 2016 | <u>9,778,587</u> | <u>(7,944,149)</u> | <u>1,834,438</u> |

The annexed notes from 1 to 44 form an integral part of these unconsolidated financial statements.

Mohammad Wasi Khan
Chief Executive

Syed Arshad Raza
Director

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

1. LEGAL STATUS AND NATURE OF BUSINESS

1.1 Byco Petroleum Pakistan Limited (the Company) was incorporated in Pakistan as a public limited company on 09 January 1995 under the Companies Ordinance, 1984 and was granted a certificate of commencement of business on 13 March 1995. The shares of the Company are listed on Pakistan Stock Exchange. The registered office of the Company is situated at The Harbour Front, 9th Floor, Dolmen City, HC-3, Block 4, Marine Drive, Clifton, Karachi – 75600, Pakistan. Byco Oil Pakistan Limited (the Parent Company) holds 80.84% (30 June 2015: 80.84%) shares in the Company. The Parent Company is a wholly owned subsidiary of Byco Industries Incorporated (BII), Mauritius (ultimate Parent Company). The Company is principally engaged in the production, marketing and sale of petroleum products.

The Company currently operates two business segments namely Oil Refinery Business and Petroleum Marketing Business. The Company commenced its crude Oil Refining Business in 2004. The refinery has a rated capacity of 35,000 bpd (barrels per day). Petroleum Marketing Business was formally launched in 2007 with 261 retail outlets across the country.

1.2 The Board of Directors (the Board) of the Company in a meeting held on 14 April 2016 considered and approved in principle a potential merger of the Company, its wholly owned subsidiary Byco Terminals Pakistan Limited and the Parent Company in accordance with terms of a scheme of arrangement prepared under the provisions of Section 284 to Section 288 of the Companies Ordinance, 1984 and subject to the sanction of the High Court of Sindh.

1.3 These unconsolidated financial statements are the separate financial statements of the Company in which investment in subsidiaries has been accounted for at cost less accumulated impairment losses, if any.

2. GOING CONCERN ASSUMPTION

As at 30 June 2016, the Company's accumulated losses amounted to Rs. 7,944.149 million (30 June 2015: Rs.9,807.784) million. Moreover, current liabilities of the Company exceeded its current assets by Rs. 18,536.626 million.

These conditions indicate existence of material uncertainty which may cast significant doubt about the Company's ability to continue as going concern, therefore, it may be unable to realize its assets and discharge its liabilities in the normal course of business. These unconsolidated financial statements have been prepared using the going concern assumption as the management is confident that all these conditions are temporary, and would reverse in foreseeable future due to the reasons given below:

- the Company earned a profit after tax amounting to Rs.1,367.498 million for the year as compared to a profit after tax of Rs. 72.297 million last year, showing improvement in the Company's profitability as compared to last year;
- the sales volume of the Company has increased by 27% showing improvement in the Company's performance as compared to last year;
- the Company's Petroleum Marketing Business (PMB) has entered into various fuel supply arrangements with different marketable sectors such as shipping, power and energy. High margin aviation fuel export market has also been tapped through these arrangements. Further, during the year, PMB segment has increased their retail business by entering into different dealer financed, semi-financed and company financed agreements for opening of various retail outlets across the country. These factors of PMB segment has been and is expected to yield significant contribution towards the profitability of the Company;

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

- the Economic Coordination Committee (ECC) has approved the recovery of crude oil transportation through Inland Freight Equalization Margin (IFEM) pool which would result in future cost savings for the Company. Further, the Competition Commission of Pakistan has also issued its opinion in favour of the Company in this respect;
- the Company is contemplating a restructuring plan of the Group Companies which would bring efficiencies in the operations as stated in note 1.2;
- the Company is continuously reviewing its administrative costs, operating expenditures as well as capital expenditures, with a view to optimize the associated benefits through reduction / elimination of such costs as they find appropriate;
- the ultimate Parent Company has also given its commitment to provide financial support to the Company as and when required. The support is available during the current financial year and beyond that; and
- the management has also prepared financial projections to demonstrate the financial benefits of above measures.

The results of the above efforts, activities and actions are expected to contribute significantly towards the profitability, cost reduction, cash flows and equity position of the Company and mitigate the risks involved; therefore, the preparation of unconsolidated financial statements on going concern assumption is justified.

3 BASIS OF PREPARATION

3.1 Statement of compliance

These unconsolidated 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 (IFRSs) 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 of, or directives issued under the Companies Ordinance, 1984, shall prevail.

3.2 Accounting convention

These unconsolidated financial statements have been prepared under the historical cost convention except for:

- Defined benefit gratuity plan which is carried at present value of defined benefit obligation net of fair value of plan assets in accordance with the requirements of IAS 19 "Employee Benefits", as disclosed in note 20.2; and
- Property, plant and equipment which are carried at revalued amount in accordance with IAS 16 "Property, Plant and Equipment" as disclosed in note 5.1.2

3.3 Adoption of amended standards

The accounting policies adopted in the preparation of these unconsolidated financial statements are consistent with those of the previous financial year except as described below:

New Standards, Interpretations and Amendments

The Company has adopted the following accounting standard and the amendments and interpretation of IFRSs which became effective for the current year:

IFRS 10 – Consolidated Financial Statements
IFRS 11 – Joint Arrangements
IFRS 12 – Disclosure of Interests in Other Entities
IFRS 13 – Fair Value Measurement
IAS 27 – Equity Method in Separate Financial Statements
IAS 28 – Investments in Associates and Joint Ventures

The adoption of the above accounting standards did not have any material effect on the financial statements.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

The following standards, amendments and interpretations with respect to the approved accounting standards as applicable in Pakistan would be effective from the dates mentioned below against the respective standard or interpretation:

| Standard or Interpretation | Effective date (annual periods beginning on or after) |
|---|--|
| IFRS 2: Share-based Payments – Classification and Measurement of Share-based Payments Transactions (Amendments) | 01 January 2018 |
| IFRS 10: Consolidated Financial Statements, IFRS 12 Disclosure of Interests in Other Entities and IAS 28 Investment in Associates – Investment Entities: Applying the Consolidation Exception (Amendment) | 01 January 2016 |
| IFRS 10: Consolidated Financial Statements and IAS 28 Investment in Associates and Joint Ventures - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendment) | Not yet finalized |
| IFRS 11: Joint Arrangements - Accounting for Acquisition of Interest in Joint Operation (Amendment) | 01 January 2016 |
| IAS 1 – Presentation of Financial Statements - Disclosure Initiative (Amendment) | 01 January 2016 |
| IAS 7 Financial Instruments: Disclosures - Disclosure Initiative - (Amendment) | 01 January 2017 |
| IAS 12 Income Taxes – Recognition of Deferred Tax Assets for Unrealized losses (Amendments) | 01 January 2017 |
| IAS 16 Property, Plant and Equipment and IAS 38 intangible assets - Clarification of Acceptable Method of Depreciation and Amortization (Amendment) | 01 January 2016 |
| IAS 16 Property, Plant and Equipment IAS 41 Agriculture - Agriculture: Bearer Plants (Amendment) | 01 January 2016 |
| IAS 27 – Separate Financial Statements – Equity Method in Separate Financial Statements (Amendment) | 01 January 2016 |

The above standards and amendments are not expected to have any material impact on the Company's financial statements in the period of initial application.

In addition to the above standards and amendments, improvements to various accounting standards have also been issued by the IASB in September 2014. Such improvements are generally effective for accounting periods beginning on or after 01 January 2016. The Company expects that such improvements to the standards will not have any material impact on the Company's financial statements in the period of initial application.

Further, following new standards have been issued by IASB which are yet to be notified by the SECP for the purpose of applicability in Pakistan.

| Standard or Interpretation | IASB Effective date (annual periods beginning on or after) |
|--|---|
| IFRS 9 – Financial Instruments: Classification and Measurement | 01 January 2018 |
| IFRS 14 – Regulatory Deferral Accounts | 01 January 2016 |
| IFRS 15 – Revenue from Contracts with Customers | 01 January 2018 |
| IFRS 16 – Leases | 01 January 2019 |

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

3.4 Critical accounting judgments, estimates and assumptions

The preparation of these unconsolidated financial statements in conformity with approved accounting standards, as applicable in Pakistan, requires management to make judgments, estimates and assumptions that affect the application of policies and the reported amount of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates underlying the assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Judgments and estimates made by the management that may have a significant risk of material adjustments to the unconsolidated financial statements in the subsequent years are as follows:

- i) Useful lives of items of property, plant and equipment (note 4.1 and 5.1);
- ii) Impairment against investment in subsidiaries (note 4.2);
- iii) Provision for slow moving and obsolete stock-in-trade (note 4.3 and 9);
- iv) Provision for doubtful debts and other receivables (note 4.5 and 10.2);
- v) Impairment against other financial and non-financial assets (note 4.8);
- vi) Estimates of receivables and payables in respect of staff retirement benefit schemes (note 4.11 and 20.2);
- vii) Provision for compensated absences (note 4.12);
- viii) Provision for taxation (note 4.14, 20.1 and 32); and
- ix) Contingencies (note 24.1).

4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

4.1 Property, plant and equipment

Owned

These are initially recognised at cost and subsequently carried at cost less accumulated depreciation and impairment losses, if any, except for freehold land, leasehold land, building on freehold land, roads and civil works, plant and machinery, generators and safety and lab equipments which are measured at revalued amounts, which is the fair value at the date of revaluation less accumulated depreciation and accumulated impairment losses, if any, recognised subsequent to the date of revaluation. The surplus arising on revaluation is disclosed as surplus on revaluation of property, plant and equipment.

Depreciation is charged to profit and loss account, applying the straight line method whereby costs of assets, less their residual values, is written off over their estimated useful lives at rates as disclosed in note 5.1 to the unconsolidated financial statements. Depreciation on additions is charged from the month in which the asset is available for use up to the month preceding the disposal.

The carrying values of the Company's property plant and equipment are reviewed at each financial year end for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. If any such indication exists, and where the carrying values exceed the estimated recoverable amount, the assets are written down to their recoverable amount.

Repairs and maintenance cost is written off to the profit and loss account in the year in which it is incurred. Major renewals and improvements are capitalized when it is probable that respective future economic benefits will flow to the Company.

An item of property plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gain or loss on disposal of property plant and equipment is recognised in the year of disposal.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

Capital work-in-progress

Capital work-in-progress is stated at cost less accumulated impairment, if any, and consists of expenditure incurred in respect of operating fixed assets in the course of their acquisition, erection, construction and installation, including salaries and wages directly attributable to capital work-in-progress, determined by the management. The assets are transferred to relevant category of operating fixed assets when they are available for use.

Assets subject to finance lease

Finance leases, which transfer to the Company substantially all the risks and benefits incidental to ownership of the leased item, are stated at the fair value of the leased asset or, if lower, at the present value of the minimum lease payments, less accumulated depreciation and impairment losses, if any. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability.

Leased assets are depreciated over the useful lives of the assets. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term. Depreciation, repair and maintenance and gain/loss on disposal of assets subject to finance lease is recognised in the same manner as for owned assets.

4.2 Investment in subsidiary

Investment in subsidiary is initially recognised at cost. At subsequent reporting dates, the Company reviews the carrying amount of the investment to assess whether there is any indication that such investments have suffered an impairment loss. If any such indication exists, the recoverable amount is estimated in order to determine the extent of the impairment loss, if any. Such impairment losses or reversal of impairment losses are recognised in the profit and loss account. These are classified as 'long-term investment' in the unconsolidated financial statements.

4.3 Stock-in-trade

All stock-in-trade is valued at the lower of cost and net realisable value (NRV).

Raw materials

Cost in relation to crude oil is determined on the basis of First-In-First-Out (FIFO) basis. Net realizable value in relation to crude oil represents replacement cost at the balance sheet date.

Finished products

Cost of finished products comprises of the cost of crude oil and refining charges consisting of direct expenses and appropriate production overheads. Direct expenses are arrived at on the basis of average cost for the year per barrel of throughput. Production overheads, including depreciation, are allocated to throughput proportionately on the basis of normal capacity.

Net realizable value in relation to finished products is the estimated selling price in the ordinary course of business, less the estimated cost of completion and estimated cost necessary to make the sale.

4.4 Stores and Spares

These are stated at moving average cost less impairment loss, if any. For items which are slow moving and / or identified as surplus to the Company's requirements, adequate provision is made for any excess book value over estimated realizable value. The Company reviews the carrying amount of the stores and spares on a regular basis and provision is made for obsolescence.

Provision is made for obsolete and slow moving items where necessary and is recognised in the profit and loss account.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

4.5 Trade debts and other receivables

Trade debts and other receivables are stated at original invoice amount less provision for doubtful debts, if any. Provision for doubtful debts/ other receivables is based on the management's assessment of customers' outstanding balances and creditworthiness. Bad debts are written-off when identified.

4.6 Trade deposits and short-term prepayments

These are initially recognised at cost, which is the fair value of the consideration given. Subsequent to initial recognition assessment is made at each balance sheet date to determine whether there is an indication that a financial asset or group of assets may be impaired. If such indication exists, the estimated recoverable amount of that asset or group of assets is determined and any impairment loss is recognised for the difference between the recoverable amount and the carrying value.

4.7 Cash and cash equivalents

Cash and cash equivalents are stated at cost. For the purposes of cash flow statement, cash and cash equivalents comprise cash in hand and balance with banks.

4.8 Impairment

Financial assets

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

Individually significant financial assets are tested for impairment on an individual basis. The remaining financial assets are assessed collectively in groups that share similar credit risk characteristics.

All impairment losses are recognised in the profit and loss account. An impairment loss is reversed if the reversal can be related objectively to an event accruing after the impairment loss was recognised.

Non-financial assets

The carrying amounts of non-financial assets are assessed at each reporting date to ascertain whether there is any indication of impairment. If such an indication exists, the asset's recoverable amount is estimated to determine the extent of impairment loss, if any. An impairment loss is recognised as an expense in the profit and loss account. The recoverable amount is the higher of an asset's fair value less cost to sell and value-in-use. Value-in-use is ascertained through discounting of the estimated future cash flows using a discount rate that reflects current market assessments of the time value of money and the risk specific to the assets. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

An impairment loss is reversed if there is a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognised.

4.9 Surplus on revaluation of property, plant and equipment

The surplus arising on revaluation of property, plant and equipment is credited to the "Surplus on Revaluation of property, plant and equipment " shown below equity in the balance sheet in accordance with the requirements of Section 235 of the Companies Ordinance, 1984. The said section was amended through the Companies (Amendment) Ordinance, 2002. The Company has adopted following accounting treatment of depreciation / amortisation on revalued assets, in accordance with Securities and Exchange Commission of Pakistan's (SECP) SRO 45(1)/2003 dated 13 January 2003:

- depreciation / amortisation on assets which are revalued is determined with reference to the value assigned to such assets on revaluation and depreciation / amortisation charge for the year is taken to the profit and loss account; and

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

- an amount equal to incremental depreciation / amortisation for the year net of deferred taxation is transferred from "Surplus on Revaluation of property, plant and equipment" to accumulated loss through Statement of Changes in Equity to record realization of surplus to the extent of the incremental depreciation / amortisation charge for the year.

Upon disposal, any revaluation surplus relating to the asset being disposed is transferred to accumulated profit.

4.10 Mark-up bearing loans and borrowings

All loans and borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs.

Loans and borrowings are subsequently stated at amortized cost with any difference between the proceeds (net of transaction cost) and the redemption value recognised in the profit and loss account over the period of the borrowing using the effective interest method.

4.11 Staff retirement benefits

Defined benefit plan

The Company operates a funded gratuity scheme covering all its permanent employees who have completed minimum qualifying period of service. The Company's obligation under the scheme is determined through actuarial valuations carried out under the "Projected Unit Credit Method". The latest actuarial valuation was carried out at 30 June 2016 and based on the actuarial valuation; the Company had recognised the liability for retirement benefits and the corresponding expenses. Actuarial gains and losses that arise are recognised in other comprehensive income in the year in which they arise. Past service costs are recognised immediately in profit and loss account irrespective of the fact that the benefits are vested or non-vested. Current service costs and any past service costs together with the effect of the unwinding of the discount on plan liabilities are charged to operating expenses.

The amount recognised in the balance sheet represents the present value of defined benefit obligation as reduced by the fair value of plan assets.

Defined contribution plan

The Company operates a funded provident fund scheme for all its eligible employees. Equal contributions are made by the Company and the employees at 8.33% of the basic salary of the eligible employees.

4.12 Compensated absences

The Company accounts for the liability in respect of employees' compensated absences in the year in which these are earned. Provisions to cover the obligation are made using the current salary levels of the employees. No actuarial valuation of compensated absences is carried out as the management considers that the financial impact is not material.

4.13 Trade and other payables

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

4.14 Taxation

Current

The charge for current taxation is based on taxable income at the current rates of taxation in accordance with Income Tax Ordinance, 2001.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

Deferred

Deferred tax is recognised using the balance sheet liability method, on all temporary differences arising at the balance sheet date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that the future taxable profits will be available against which the assets may be utilized. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realized. As of the balance sheet date, deferred tax asset amounting to Rs. 1,935.022 million (30 June 2015: Rs. 3,099.337 million) has not been recognised in these unconsolidated financial statements as a matter of prudence.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

4.15 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, if 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.

4.16 Liabilities and finance charges against assets subject to finance lease

Liabilities against assets subject to finance lease are accounted for at net present value of minimum payments under the lease arrangements. Lease payments are apportioned between the finance charges and reduction of lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Financial costs are charged directly to the profit and loss account except those which are directly attributable to the acquisition and installation of a qualifying asset (refer note 4.1).

4.17 Revenue recognition

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

- Sales are recognised when the significant risk and rewards of ownership of the goods have passed to the customer who coincides with the dispatch of goods to the customers.
- Export sales are recognised on the basis of product shipped to the customers.

4.18 Other income

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

- Mark-up on delayed payments charges are recognised on the time proportionate basis.
- Interest income on short-term deposits and interest bearing advances are recognised on the proportionate basis.
- Handling income including income from gantry operations and pipeline charges are recognised on an accrual basis.
- Scarp sales and rental income are recognised on an accrual basis.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

4.19 Foreign currencies translation

Foreign currency transactions during the year are recorded at the exchange rates approximating those ruling on the date of the transaction. Monetary assets and liabilities in foreign currencies are translated at the rates of exchange which approximate those prevailing on the balance sheet date. Gains and losses on translation are taken to profit and loss account.

4.20 Financial instruments

All financial assets and liabilities are initially measured at fair value and subsequently re-measured at fair value or amortized cost as the case may be. The Company derecognises the financial assets and financial liabilities when it ceases to be a party to such contractual provisions of the instruments.

4.21 Offsetting of financial assets and financial liabilities

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

4.22 Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as Chief Executive Officer of the Company.

4.23 Dividends and appropriations

Dividends and reserve appropriations are recognised in the year in which these are declared / approved. The distribution of dividend is subject to the covenant as mentioned in note 17.1.

4.24 Functional and presentation currency

These financial statements are presented in Pakistani Rupee, which is the Company's functional and presentation currency.

| | Note | 30 June 2016 | 30 June 2015 |
|---|------|------------------------------|-------------------|
| | | (Rupees in '000) | |
| 5. PROPERTY, PLANT AND EQUIPMENT | | | |
| Operating fixed assets | 5.1 | 12,527,158 | 13,662,219 |
| Capital work-in-progress | 5.2 | 53,626 | 53,626 |
| | | <u>12,580,784</u> | <u>13,715,845</u> |

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

5.1 Operating fixed assets

| | COST/ REVALUATION | | | | | ACCUMULATED DEPRECIATION | | | | | Depreciation rate % | |
|--|------------------------------|---------------|--------------|-----------------|--------------------|--------------------------|---------------------|--------------|----------------|--------------------|---------------------|---------------------------------------|
| | As at 01 July 2015 | Additions | Transfers | Disposals | As at 30 June 2016 | As at 01 July 2015 | Charge for the year | Transfers | Disposals | As at 30 June 2016 | | Written down value as at 30 June 2016 |
| | ----- (Rupees in '000) ----- | | | | | | | | | | | |
| Owned | | | | | | | | | | | | |
| Freehold land | 679,019 | - | - | - | 679,019 | - | - | - | - | - | 679,019 | - |
| Leasehold land | 743,750 | - | - | - | 743,750 | - | - | - | - | - | 743,750 | - |
| Building on freehold land, roads and civil works | 909,467 | 6,199 | - | - | 915,666 | 132,988 | 36,503 | - | - | 169,491 | 746,175 | 4 |
| Plant and machinery | 17,012,101 | 55,661 | - | - | 17,067,762 | 6,166,680 | 1,068,031 | - | - | 7,234,711 | 9,833,051 | 4-5 |
| Generators | 426,001 | - | - | - | 426,001 | 263,506 | 28,542 | - | - | 292,048 | 133,953 | 6.70 |
| Furniture and fixtures | 53,661 | - | - | - | 53,661 | 39,906 | 5,366 | - | - | 45,272 | 8,389 | 10 |
| Portable cabins | 9,199 | - | - | - | 9,199 | 9,199 | - | - | - | 9,199 | - | 10 |
| Filling stations (5.1.1) | 636,591 | 2,249 | - | - | 638,840 | 222,286 | 37,643 | - | - | 259,929 | 378,911 | 5-12.5 |
| Vehicles | 201,340 | - | 6,599 | (11,250) | 196,689 | 200,177 | 1,163 | 4,066 | (8,717) | 196,689 | - | 20 |
| Computer and allied equipments | 106,642 | 82 | - | - | 106,724 | 103,722 | 3,002 | - | - | 106,724 | - | 33.33 |
| Safety and lab equipments | 1,351,503 | - | - | - | 1,351,503 | 1,341,297 | 10,206 | - | - | 1,351,503 | - | 20-25 |
| | 22,129,274 | 64,191 | 6,599 | (11,250) | 22,188,814 | 8,479,761 | 1,190,456 | 4,066 | (8,717) | 9,665,566 | 12,523,248 | |
| Leased | | | | | | | | | | | | |
| Vehicles | 20,848 | - | (6,599) | - | 14,249 | 8,142 | 6,263 | (4,066) | - | 10,339 | 3,910 | 20 |
| | 22,150,122 | 64,191 | - | (11,250) | 22,203,063 | 8,487,903 | 1,196,719 | - | (8,717) | 9,675,905 | 12,527,158 | |

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

| | COST/ REVALUATION | | | | ACCUMULATED DEPRECIATION | | | | Written down value as at 30 June 2015 | Depreciation Rate % | | | | |
|--|--------------------|----------------|---------------------|---------------|--------------------------|--------------------|--------------------|---------------------|---------------------------------------|---------------------|-----------|------------------|--------------------------------|--------------------|
| | As at 01 July 2014 | Additions* | Revaluation surplus | Transfers | Disposals | As at 30 June 2015 | As at 01 July 2014 | Charge for the year | | | Transfers | Disposals | Revaluation surplus adjustment | As at 30 June 2015 |
| ----- (Rupees in '000) ----- | | | | | | | | | | | | | | |
| Owned | | | | | | | | | | | | | | |
| Freehold land | 655,830 | - | 23,189 | - | - | 679,019 | - | - | - | - | - | 679,019 | - | |
| Leasehold land | 700,000 | - | 43,750 | - | - | 743,750 | - | - | - | - | - | 743,750 | - | |
| Building on freehold land, roads and civil works | 857,096 | 52,371 | - | - | - | 909,467 | 96,609 | 36,379 | - | - | - | 132,988 | 776,479 | 4 |
| Plant and machinery | 16,669,653 | 493,173 | - | - | (150,725) | 17,012,101 | 5,372,104 | 849,004 | - | (54,428) | - | 6,166,680 | 10,845,421 | 4-5 |
| Generators | 419,237 | 6,764 | - | - | - | 426,001 | 234,964 | 28,542 | - | - | - | 263,506 | 162,495 | 6.70 |
| Furniture and fixtures | 53,661 | - | - | - | - | 53,661 | 34,540 | 5,366 | - | - | - | 39,906 | 13,755 | 10 |
| Portable cabins | 9,199 | - | - | - | - | 9,199 | 8,973 | 226 | - | - | - | 9,199 | - | 10 |
| Filling stations (5.1.1) | 603,953 | 32,638 | - | - | - | 636,591 | 184,091 | 38,195 | - | - | - | 222,286 | 414,305 | 5-12.5 |
| Vehicles | 196,139 | 5,201 | - | 18,872 | (18,872) | 201,340 | 195,919 | 4,258 | 15,097 | (15,097) | - | 200,177 | 1,163 | 20 |
| Computer and allied equipments | 103,138 | 3,504 | - | - | - | 106,642 | 78,159 | 25,563 | - | - | - | 103,722 | 2,920 | 33.33 |
| Safety and lab equipments | 1,119,872 | 231,631 | - | - | - | 1,351,503 | 1,060,936 | 280,361 | - | - | - | 1,341,297 | 10,206 | 20-25 |
| | 21,387,778 | 825,282 | 66,939 | 18,872 | (169,597) | 22,129,274 | 7,266,295 | 1,267,894 | 15,097 | (69,525) | - | 8,479,761 | 13,649,513 | |
| Leased | | | | | | | | | | | | | | |
| Vehicles | 39,720 | - | - | (18,872) | - | 20,848 | 19,069 | 4,170 | (15,097) | - | - | 8,142 | 12,706 | 20 |
| | 21,427,498 | 825,282 | 66,939 | - | (169,597) | 22,150,122 | 7,285,364 | 1,272,064 | - | (69,525) | - | 8,487,903 | 13,662,219 | |

* Additions of Rs. 825.282 million, as shown above, include an amount of Rs. 753.365 million transferred from capital work-in-progress during the year, as shown in note 5.2.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

5.1.1 The Company's assets located at filling stations are not in possession of the Company. In view of large number of dealers, the management considers it impracticable to disclose particulars of assets not in possession of the Company as required under para 5 of part I of the Fourth Schedule to the Companies Ordinance, 1984.

5.1.2 During the year ended 30 June 2007, 30 June 2009, 30 June 2011, 30 June 2012, 30 June 2014 and 30 June 2015 revaluation exercises were carried out by independent valuers resulting in surplus on revaluations amounting to Rs.1,901.021 million, Rs.4,062.989 million, Rs.3,484.024 million, Rs. Nil, Rs.1,150.540 million and Rs.66.939 million respectively.

The fair values were determined with reference to market based evidence, based on active market prices and relevant enquiries and information as considered necessary, adjusted for any difference in nature, location or condition of the specific property and in case where market based evidence was not available or not applicable due to the specialized nature of asset, than it was based on depreciated replacement cost method.

5.1.3 Had there been no revaluation, the net book value of specific classes of operating fixed assets would have amounted to:

| | Note | 30 June 2016 | 30 June 2015 |
|---|------|------------------|------------------|
| (Rupees in '000) | | | |
| Freehold land | | 46,731 | 46,731 |
| Lease hold land | | 213,200 | 213,200 |
| Buildings on freehold land, roads and civil works | | 746,175 | 1,106,108 |
| Plant and machinery | | 4,777,931 | 5,011,243 |
| Generators | | 55,975 | 65,365 |
| Safety and lab equipments | | - | 8,379 |
| | | <u>5,840,012</u> | <u>6,451,026</u> |

5.1.4 Depreciation charge for the year has been allocated as follows:

| | Note | 2016 | 2015 |
|-----------------------------------|------|------------------|------------------|
| Cost of sales | 26.1 | 1,104,938 | 1,176,275 |
| Administrative expenses | 27 | 54,138 | 57,594 |
| Selling and distribution expenses | 28 | 37,643 | 38,195 |
| | | <u>1,196,719</u> | <u>1,272,064</u> |

5.1.5 Details of assets disposed off during the year:

| | Cost | Accumulated depreciation | Written down value | Sale proceeds | Gain | Mode of disposal | Particulars of Buyer | | |
|-----------------------------|----------------|--------------------------|--------------------|----------------|--------------|------------------|----------------------|-------------|---------|
| | | | | | | | Name | Status | Address |
| Rupees in '000s | | | | | | | | | |
| Vehicles | | | | | | | | | |
| Honda City | 1,399 | 1,119 | 280 | 350 | 70 | Company Policy | Muhammad Maroof | Employee | Karachi |
| Honda Civic | 1,288 | 1,288 | - | 690 | 690 | Tender | Hammad Ahmed Khan | Independent | Karachi |
| Toyota Corolla | 999 | 999 | - | 527 | 527 | Tender | Ittehad Motors | Independent | Karachi |
| Toyota Corolla | 999 | 999 | - | 457 | 457 | Tender | Ittehad Motors | Independent | Karachi |
| Suzuki Cultus | 585 | 585 | - | 440 | 440 | Tender | Ittehad Motors | Independent | Karachi |
| Suzuki Cultus | 780 | 780 | - | 530 | 530 | Tender | Muhammad Maroof | Employee | Karachi |
| Audi | 5,200 | 2,947 | 2,253 | 2,513 | 260 | Company Policy | Mujataba Jafarey | Employee | Karachi |
| June 2016 | <u>11,250</u> | <u>8,717</u> | <u>2,533</u> | <u>5,507</u> | <u>2,974</u> | | | | |
| June 2015 | <u>169,597</u> | <u>69,525</u> | <u>100,072</u> | <u>101,016</u> | <u>944</u> | | | | |

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

5.2 Capital work-in-progress

The movement of capital work-in-progress during the year is as follows:

| | Opening Balance | Additions | Transferred to operating fixed assets | Closing balance | |
|--|--------------------|-----------|---|-----------------|-----------------|
| | | | | 30 June 2016 | 30 June 2015 |
| (Rupees in '000) | | | | | |
| Plant and machinery | 45,084 | - | - | 45,084 | 45,084 |
| Building on free hold land, roads and civil works | 229 | - | - | 229 | 229 |
| Filling stations | 8,313 | - | - | 8,313 | 8,313 |
| | <u>53,626</u> | <u>-</u> | <u>-</u> | <u>53,626</u> | <u>53,626</u> |

| Note | 30 June 2016 | 30 June 2015 |
|------|------------------|-----------------|
| | (Rupees in '000) | |

6. LONG-TERM INVESTMENT - at cost

Investment in subsidiaries – unlisted

| | | | |
|--|-----|-------------------|------------------|
| Byco Terminals Pakistan Limited (BTPL) | 6.1 | 5,729,258 | 5,729,258 |
| Byco Isomerisation Pakistan (Private) Limited (BIPL) | 6.2 | 16,931,504 | - |
| | | <u>22,660,762</u> | <u>5,729,258</u> |

6.1 This represents investment in BTPL – a wholly owned subsidiary, of 568,717,418 shares (30 June 2015: 568,717,418 shares) of Rs. 10 each at a premium of Rs. 0.07 per share. BTPL is principally engaged in the provision of bulk storage services of petroleum products and mooring and unmooring services.

6.2 This represents investment in BIPL – a wholly owned subsidiary, of 1,693,150,430 shares (30 June 2015: Nil) of Rs. 10 each. BIPL is principally engaged in blending, refining and processing of petroleum naphtha to produce petroleum products such as premium motor gasoline.

| Note | 30 June 2016 | 30 June 2015 |
|------|------------------|-----------------|
| | (Rupees in '000) | |

7. LONG-TERM ADVANCE – unsecured

| | | | |
|--|-----|---|------------|
| Advance against investment in shares of Byco Isomerisation Pakistan (Private) Limited | 7.1 | - | 16,931,504 |
|--|-----|---|------------|

7.1 During the year ended 30 June 2015, the Company sold its Isomerisation plant to its wholly owned subsidiary Byco Isomerisation Pakistan (Private) Limited (BIPL) at carrying value of Rs. 16,931.504 million against 1,693,150,420 Ordinary shares of Rs. 10/- each of BIPL in accordance with the Sale Agreement dated 27 March 2015. BIPL after completing all legal formalities issued the shares on 28 June 2016.

| Note | 30 June 2016 | 30 June 2015 |
|------|------------------|-----------------|
| | (Rupees in '000) | |

8. LONG-TERM DEPOSITS

| | | | |
|-----------------|-----|----------------|----------------|
| Lease deposit | | 6,955 | 6,955 |
| Rental premises | | 7,089 | 7,089 |
| Others | | 3,189 | 2,714 |
| | 8.1 | <u>17,233</u> | <u>16,758</u> |
| Current portion | 12 | <u>(6,955)</u> | <u>(6,955)</u> |
| | | <u>10,278</u> | <u>9,803</u> |

8.1 These deposits are interest free.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|--------------------------|----------------|------------------------------|------------------|
| | | (Rupees in '000) | |
| 9. STOCK-IN-TRADE | | | |
| Raw material | 9.1, 9.2 & 9.3 | 2,389,729 | 682,874 |
| Finished products | 9.4, 9.5 & 9.6 | 4,942,026 | 4,176,741 |
| | | <u>7,331,755</u> | <u>4,859,615</u> |

9.1 This includes raw material held by a subsidiary company amounting to Rs. 585.623 million (30 June 2015: Rs. 210.687 million) as at the balance sheet date.

9.2 This includes raw material in transit amounting to Rs. 1,492.395 million (30 June 2015: Rs. Nil) as at the balance sheet date.

9.3 Raw material costing Rs. 2,368.790 million (30 June 2015: Rs. Nil) has been written down by Rs. 22.287 million (30 June 2015: Rs. Nil) to net realizable value.

9.4 This includes finished product held by third parties and related parties amounting to Rs. 1,345.617 million (30 June 2015: Rs. 1,992.633 million) and Rs. 1,157.273 million (30 June 2015: Rs. 956.450 million) respectively, as at the balance sheet date.

9.5 This includes finished product in transit amounting to Rs. 729.435 million (30 June 2015: Rs. Nil) as at the balance sheet date.

9.6 Finished products costing Rs. 1,327.639 million (30 June 2015: Rs. 3,026.379 million) has been written down by Rs. 156.158 million (30 June 2015: Rs. 156.625 million) to net realizable value.

| | Note | 30 June 2016 | 30 June 2015 |
|--|------|------------------------------|--------------------|
| | | (Rupees in '000) | |
| 10. TRADE DEBTS – unsecured | | | |
| Considered good | | | |
| Due from Pakistan State Oil Company Limited | 10.1 | 4,531,746 | 4,476,158 |
| Due from related parties: | | | |
| - K-Electric Limited | | 196 | 1,364,484 |
| - Byco Oil Pakistan Limited – Parent Company | | 1,005,506 | - |
| - Byco Terminals Pakistan Limited – Subsidiary Company | | 186,693 | 866,090 |
| Others | | 2,562,756 | 2,642,664 |
| Considered doubtful | | <u>2,873,379</u> | <u>2,192,831</u> |
| | | 11,160,276 | 11,542,227 |
| Provision for doubtful debts | 10.2 | <u>(2,873,379)</u> | <u>(2,192,831)</u> |
| | | <u>8,286,897</u> | <u>9,349,396</u> |

10.1 Represents amount due from Pakistan State Oil Company Limited (PSO) against supplies of products and on account of mark-up on delayed payments. The Company had entered into a "sale and purchase of product" agreement with PSO on 5 April 2002 for a period of 10 years. The said agreement states that in the event of late payment of invoices by PSO, the Company would be entitled to recover mark-up from PSO for the period of delay on daily compounding basis at the lending rates applicable for short term running finance of the Company or PSO whichever is lower. The mark up on delayed payments relates only to purchases made by PSO under agreement dated 02 April 2002, which expired on 02 April 2012. Subsequent to the expiry of the agreement, all purchases made by PSO do not carry any mark up on delayed payment.

Based on the legal opinion, the management is of the considered view that the Company has a legal right to claim markup from PSO. Further, the Company is currently pursuing this matter with the Director General Oil, Ministry of Petroleum and Natural Resources, for the recovery / settlement of the outstanding amount. Hence, the management is confident that the Company would be able to recover the receivable in full from PSO in due course of time.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|--|------|------------------|------------------|
| (Rupees in '000) | | | |
| 10.2 Provision for doubtful debts | | | |
| Opening balance | | 2,192,831 | 1,793,223 |
| Provision made during the year | 29 | 680,548 | 399,608 |
| Closing balance | | <u>2,873,379</u> | <u>2,192,831</u> |
| 11. LOANS AND ADVANCES – unsecured, considered good | | | |
| Loan to employees | | 100 | 100 |
| Advance to suppliers and contractors | 11.1 | 3,038,052 | 1,497,210 |
| | 11.2 | <u>3,038,152</u> | <u>1,497,310</u> |

11.1 This includes advances amounting to Rs. 2,928.654 million (30 June 2015: Rs. 1,214.983 million) to BTPL, a subsidiary company, in respect of storage facilities.

11.2 These loans and advances are interest free.

| | Note | 30 June 2016 | 30 June 2015 |
|--|------|-----------------|------------------|
| (Rupees in '000) | | | |
| 12. TRADE DEPOSITS AND SHORT-TERM PREPAYMENTS | | | |
| Current portion of long-term deposits | 8 | 6,955 | 6,955 |
| Prepayments | | | |
| - Insurance | | 16,933 | 11,978 |
| - Rent | | 2,612 | 4,255 |
| | | <u>26,500</u> | <u>23,188</u> |
| 13. OTHER RECEIVABLES – considered good | | | |
| Inland Freight Equalization Margin | | 397,062 | 866,192 |
| Due from related parties | 13.1 | 537,340 | 414,308 |
| | | <u>934,402</u> | <u>1,280,500</u> |

13.1 This represents amount of Rs. 346.913 million (30 June 2015: Rs. 282.555 million) receivable in respect of rent for land situated at Mauza Kund, Balochistan, sub-leased to the Parent Company and BTPL and also an amount of Rs. 190.427 million (30 June 2015: Rs. 131.753 million) receivable against pre-commencement and other expenses incurred and purchases made on behalf of BIPL.

| | Note | 30 June 2016 | 30 June 2015 |
|-----------------------------------|-------------|-----------------|-----------------|
| (Rupees in '000) | | | |
| 14. CASH AND BANK BALANCES | | | |
| Cash in hand | | 102 | 74 |
| Cash at banks | | | |
| - Current accounts | | 130,764 | 670,904 |
| - Saving / deposit accounts | 14.1 & 14.2 | 102,517 | 16,598 |
| | 14.3 | 233,281 | 687,502 |
| | | <u>233,383</u> | <u>687,576</u> |

14.1 These carry interest at the rates ranging from 5.3 % to 8.2% (30 June 2015: 5.5% to 8.5%) per annum.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

14.2 Bank balances with saving accounts are placed under interest arrangements. The Company has conventional banking relationships with all the banks having Islamic window operations.

14.3 This includes Rs. 5.254 million (30 June 2015: Rs. 23.98 million) kept under lien against letter of credit facilities obtained from banks.

15. SHARE CAPITAL

| 30June 2016 (Number of Shares) | 30 June 2015 | | 30June 2016 (Rupees in '000) | 30 June 2015 (Rupees in '000) |
|--------------------------------------|----------------------|---|------------------------------------|-------------------------------------|
| | | Authorized share capital | | |
| <u>1,200,000,000</u> | <u>1,200,000,000</u> | Ordinary shares of Rs.10/- each | <u>12,000,000</u> | <u>12,000,000</u> |
| | | Issued, subscribed and paid-up capital | | |
| <u>977,858,737</u> | <u>977,858,737</u> | Ordinary shares of Rs.10/- each issued for cash | <u>9,778,587</u> | <u>9,778,587</u> |

As at 30 June 2016, Byco Oil Pakistan Limited (a wholly owned subsidiary of Byco Industries Incorporated) held 790,510,099 (30 June 2015: 790,510,099) ordinary shares of Rs. 10/- each, aggregating to Rs. 7,905.101 million and constituting 80.84% of issued share capital of the Company.

| | Note | 30June 2016 (Rupees in '000) | 30 June 2015 (Rupees in '000) |
|---|------|------------------------------------|-------------------------------------|
| 16. SURPLUS ON REVALUATION OF PROPERTY, PLANT AND EQUIPMENT | | | |
| Opening balance | | 7,435,974 | 21,793,483 |
| Surplus on revaluation carried out during the year | | - | 66,939 |
| Surplus on non-current asset held for sale realized during the year | | - | (13,661,086) |
| | | - | (13,594,147) |
| Transfer to accumulated loss in respect of: | | | |
| - incremental depreciation charged during the year – net of tax | | 496,485 | 519,086 |
| - related deferred tax liability | | 223,058 | 244,276 |
| | | 719,543 | 763,362 |
| | | 6,716,431 | 7,435,974 |
| Less: Related deferred tax liability : | | | |
| - on revaluation at the beginning of the year | | 2,218,498 | 2,462,774 |
| - on incremental depreciation charged during the year | | (223,058) | (244,276) |
| | 20.1 | 1,995,440 | 2,218,498 |
| Closing balance | | <u>4,720,991</u> | <u>5,217,476</u> |

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

| | 30 June 2016 | 30 June 2015 |
|---|------------------------------|--------------------|
| | (Rupees in '000) | |
| 17. LONG-TERM FINANCING AND DEFERRED MARK-UP | | |
| Restructured principal and accrued mark-up facilities | 12,080,128 | 12,869,267 |
| Total deferred mark-up on restructured principal facilities | 3,337,517 | 3,084,533 |
| | <u>15,417,645</u> | <u>15,953,800</u> |
| Current maturity of restructured principal | (5,154,142) | (3,529,000) |
| Current maturity of deferred mark-up on restructured principal facilities | (288,184) | (200,000) |
| | <u>(5,442,326)</u> | <u>(3,729,000)</u> |
| | <u>9,975,319</u> | <u>12,224,800</u> |

17.1 The syndicate banks upon request of the Company restructured the outstanding amount in accordance with the terms and subject to the conditions mentioned in the Restructured Agreement (the Agreement) made on 04 December 2012. As per the Agreement, principal amount of Rs. 17,379.700 million has been restructured over a period of maximum 7 years from 2013 to 2019 and carries mark-up at the rate of 6 months Karachi Inter-Bank Offer Rate (KIBOR) whereas deferred markup of Rs. 1,853.586 million is interest-free. Further, the restructured facility contains a covenant that the Company cannot pay dividend to its shareholders in the event of a default.

17.2 As per the terms of the Agreement, National Bank of Pakistan (NBP) was paid on priority basis, whereas payment in respect of the remaining principal amount is to be made in fourteen unequal semi-annual installments. Further, an amount of Rs. 50 million out of the total deferred mark-up, shall be payable by the Company on each installment date in the first year and Rs. 100 million on each installment date in the following six years. The remaining deferred mark-up shall be payable within a period of two years commencing after the repayment of the restructured principal facilities.

17.3 The restructuring of loans as mentioned above had resulted in substantial modification of the financing terms. Accordingly, the previous liability has been derecognised and new liability has been recognised at fair value. The difference between the carrying amount of the liability extinguished and the fair value of the new liability had been recognised in the unconsolidated profit and loss account.

17.4 The restructured facility is secured by way of:

- (i) first Joint Pari Passu charge over fixed assets to the extent of Rs. 7,670 million, first Pari Passu equitable mortgage charge over fixed assets (land and building only) to the extent of Rs. 7,670 million;
- (ii) first Pari Passu equitable mortgage charge over fixed assets (exclusive of land and building) to the extent of Rs. 20,400 million;
- (iii) first Joint Charge on the assets of Byco Terminals Pakistan Limited, a Subsidiary Company including storage related assets and crude oil tanks;
- (iv) first Pari Passu Hypothecation charge to the extent of Rs. 9,967 million on all present and future current assets of the Company; and
- (v) the Syndicate banks will have a lien and right of set off on an account maintained with an assigned agent bank wherein the Company will route all its revenues / receipts.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

18. LIABILITIES AGAINST ASSETS SUBJECT TO FINANCE LEASE

| | 2016 | | 2015 | |
|---|------------------------------|---------|----------------|---------|
| | Lease payments | | Lease payments | |
| | Minimum | Present | Minimum | Present |
| | ----- (Rupees in '000) ----- | | | |
| Less than one year | 5,006 | 4,362 | 5,726 | 4,970 |
| One to five years | - | - | 1,963 | 1,730 |
| Total minimum lease payments | 5,006 | 4,362 | 7,689 | 6,700 |
| Less: Financial charges allocated to future periods | 644 | - | 989 | - |
| Present value of minimum lease Payments | 4,362 | 4,362 | 6,700 | 6,700 |
| Less: Current portion | 4,362 | 4,362 | 4,970 | 4,970 |
| | - | - | 1,730 | 1,730 |

18.1 Presently, the Company has lease agreements with the leasing companies to acquire vehicles. The rentals under the lease agreements are payable upto August 2016. The cost of operating and maintaining the leased assets is borne by the Company. The Company intends to exercise the option to purchase the leased assets at the residual value of assets upon the completion of respective lease periods.

| Note | 30 June 2016 | 30 June 2015 |
|------|------------------------------|-----------------|
| | ----- (Rupees in '000) ----- | |

19. LONG-TERM DEPOSITS

| | | | |
|----------------------------|------|----------------|----------------|
| Deposit from related party | 19.1 | 3,646 | 3,646 |
| Trade and other deposits | 19.2 | 127,332 | 105,332 |
| | | <u>130,978</u> | <u>108,978</u> |

19.1 This represents interest-free deposit received from Parent Company against land lease rental.

19.2 This represents interest-free deposits received from logistics vendors as security against goods to be transported.

| Note | 30 June 2016 | 30 June 2015 |
|------|------------------------------|-----------------|
| | ----- (Rupees in '000) ----- | |

20. DEFERRED LIABILITIES

| | | | |
|-------------------------------|------|---------------|------------------|
| Deferred taxation | 20.1 | - | 997,548 |
| Employees retirement benefits | 20.2 | 53,472 | 38,720 |
| | | <u>53,472</u> | <u>1,036,268</u> |

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|---|------|--------------------|--------------------|
| (Rupees in '000) | | | |
| 20.1 DEFERRED TAXATION | | | |
| Taxable temporary differences arising in respect of: | | | |
| - accelerated tax depreciation | | 852,685 | 977,179 |
| - finance lease | | - | 1,922 |
| - surplus on revaluation of property, plant and equipment | 16 | 1,995,440 | 2,218,498 |
| | | <u>2,848,125</u> | <u>3,197,599</u> |
| Deductible temporary differences arising in respect of: | | | |
| - employees retirement benefit | | (16,576) | (12,392) |
| - provision for doubtful debts | | (890,748) | (701,706) |
| - finance lease | | (140) | - |
| - intangible assets | | - | (9,067) |
| - unabsorbed tax losses | | (1,940,661) | (1,476,886) |
| | | <u>(2,848,125)</u> | <u>(2,200,051)</u> |
| | | <u>-</u> | <u>997,548</u> |

20.2 Employees retirements benefits- staff gratuity

20.2.1 General description

The Company operates employee retirement benefits for permanent employees who have completed the minimum service period. In accordance with the requirements of IAS-19 "Employee Benefits", actuarial valuation was carried out as at 30 June 2016, using the "Projected Unit Credit Method". Provision has been made in the unconsolidated financial statements to cover obligation in accordance with the actuarial recommendations. Details of significant assumptions used for the valuation and disclosures in respect of above-mentioned scheme is as follows:

| | Note | 30 June 2016 | 30 June 2015 |
|--|--------|-----------------|-----------------|
| (Rupees in '000) | | | |
| 20.2.2 Reconciliation of amount payable to defined benefit plan | | | |
| Present value of defined benefit obligation | 20.2.3 | 75,609 | 74,733 |
| Fair value of plan assets | 20.2.4 | (22,137) | (36,013) |
| | | <u>53,472</u> | <u>38,720</u> |
| 20.2.3 Movement in the present value of defined benefit obligation: | | | |
| Opening balance | | 74,733 | 70,969 |
| Current service cost | | 15,410 | 16,376 |
| Interest cost | | 6,342 | 9,155 |
| Transfer to a Subsidiary Company | | - | (2,535) |
| Transfer to the Parent Company | | 1,245 | (14,011) |
| Benefits paid during the year | | (22,618) | (6,312) |
| Actuarial loss | 20.2.7 | 497 | 1,091 |
| Closing balance | | <u>75,609</u> | <u>74,733</u> |

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 | | |
|--|---------------|-----------------|-----------------|---------------|---------------|
| (Rupees in '000) | | | | | |
| 20.2.4 Movement in the fair value of plan assets: | | | | | |
| Opening balance | | 36,013 | 15,978 | | |
| Expected return on plan assets | | 2,762 | 1,732 | | |
| Contributions | | 18,000 | 26,000 | | |
| Benefits paid during the year | | (22,618) | (6,312) | | |
| Benefits paid to employees of Subsidiary Company | | (12,169) | - | | |
| Actuarial gain / (loss) | 20.2.7 | 149 | (1,385) | | |
| Closing balance | | <u>22,137</u> | <u>36,013</u> | | |
| 20.2.5 Movement in net liability | | | | | |
| Opening balance | | 38,720 | 54,991 | | |
| Charge for the year | 20.2.6 | 18,990 | 23,799 | | |
| Transfer to a Subsidiary Company | | - | (2,535) | | |
| Transfer to the Parent Company | | 1,245 | (14,011) | | |
| Contributions | | (18,000) | (26,000) | | |
| Benefits paid to employees of Subsidiary Company | | 12,169 | - | | |
| Actuarial loss | 20.2.7 | 348 | 2,476 | | |
| Closing balance | | <u>53,472</u> | <u>38,720</u> | | |
| 20.2.6 Charge for the year | | | | | |
| Current service cost | | 15,410 | 16,376 | | |
| Interest cost – net | | 3,580 | 7,423 | | |
| | | <u>18,990</u> | <u>23,799</u> | | |
| 20.2.7 Actuarial re-measurements | | | | | |
| Actuarial loss on defined benefit obligations | | 497 | 1,091 | | |
| Actuarial (gain) / loss on fair value of plan assets | | (149) | 1,385 | | |
| | | <u>348</u> | <u>2,476</u> | | |
| 20.2.8 Actuarial assumptions: | | | | | |
| Valuation discount rate per annum | | 9.00% | 10.00% | | |
| Salary increase rate per annum | | 7.00% | 8.00% | | |
| Expected return on plan assets per annum | | 9.00% | 10.00% | | |
| Normal retirement age of employees | | 60 years | 60 years | | |
| 20.2.9 Comparisons for past years: | | | | | |
| As at June 30 | 2016 | 2015 | 2014 | 2013 | 2012 |
| (Rupees '000) | | | | | |
| Present value of defined benefit obligation | 75,609 | 74,733 | 70,969 | 44,673 | 47,764 |
| Fair value of plan assets | (22,137) | (36,013) | (15,978) | - | - |
| Deficit | <u>53,472</u> | <u>38,720</u> | <u>54,991</u> | <u>44,673</u> | <u>47,764</u> |
| Experience adjustment on plan liabilities | 497 | 1,091 | 9,656 | 7,406 | 3,391 |
| Experience adjustment on plan assets | (149) | 1,385 | (65) | - | - |
| | <u>348</u> | <u>2,476</u> | <u>9,591</u> | <u>7,406</u> | <u>3,391</u> |
| (Rupees in '000) | | | | | |
| 20.2.10 Composition of plan assets | | | | | |
| Cash at bank | | <u>22,137</u> | <u>36,013</u> | | |

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

20.2.11 Balance sheet date sensitivity analysis (\pm 100 bps) on present value of defined benefit obligation

| | 2016 | | | |
|---|------------------|-----------|-----------------|-----------|
| | Discount rate | | Salary increase | |
| | + 100 bps | - 100 bps | + 100 bps | - 100 bps |
| | (Rupees in '000) | | | |
| Present value of defined benefit obligation | 66,685 | 86,224 | 86,731 | 66,145 |

20.2.12 As of 30 June 2016, a total of 274 employees have been covered under the above scheme.

20.2.13 Charge for the next financial year as per the actuarial valuation report amounts to Rs. 16.599 million.

| Note | 30 June 2016 | 30 June 2015 |
|------|------------------|-----------------|
| | (Rupees in '000) | |

21. TRADE AND OTHER PAYABLES

| | | | |
|--|------|-------------------|-------------------|
| Creditors for supplies and services | | 18,956,639 | 16,810,492 |
| Accrued liabilities | | 294,785 | 469,522 |
| Due to a related party | 21.1 | 13,658 | 13,658 |
| Advances from customers | 21.2 | 670,263 | 1,712,653 |
| Dividend payable | | 1,146 | 1,146 |
| Sales tax, duties, levies, penalties and default surcharge | | 6,570,028 | 11,931,377 |
| Workers' profit participation fund | 21.3 | 109,445 | 64,181 |
| Workers' welfare fund | 29 | 15,569 | - |
| Withholding tax deductions payable | | 1,891 | 30,595 |
| Payable to staff provident fund | | 13,778 | 3,789 |
| | | <u>26,647,202</u> | <u>31,037,413</u> |

21.1 This represents amount of Rs. 12.014 million (30 June 2015: Rs. 12.014 million) payable in respect of expenses paid on behalf of the Company by Byco Industries Incorporated and also an amount of Rs. 1.644 million (30 June 2015: Rs. 1.644 million) payable against purchases made from Premier Systems (Private) Limited.

21.2 This includes Rs. 138 million (30 June 2015: Rs. 158 million) received in respect of demarcated plots of land for setting up of Liquefied Petroleum Gas storage and filling facilities (LPG village facility). The amount has been received in advance from consumers under LPG village facility utilization agreement. The agreements are effective for 10 years from the date of signing or any period thereafter as mutually agreed. During the year, the advance was returned to certain consumers on their demand, however, the facility is expected to commence shortly after completion of certain legal formalities upon which the advance will be classified as deferred revenue and amortized over the period of the agreed terms. These advances are interest free.

| Note | 30 June 2016 | 30 June 2015 |
|------|------------------|-----------------|
| | (Rupees in '000) | |

21.3 Workers' profit participation fund

| | | | |
|-------------------------|--------|----------------|---------------|
| Opening balance | | 64,181 | 56,823 |
| Allocation for the year | 29 | 38,923 | - |
| Mark-up for the year | 21.3.1 | 6,341 | 7,358 |
| Closing balance | | <u>109,445</u> | <u>64,181</u> |

21.3.1 Mark-up has been charged at KIBOR plus 2.5% as per the Companies profit (Workers' Participation) Act, 1968.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 <small>(Rupees in '000)</small> | 30 June 2015 |
|--|------|--|-----------------|
| 22. ACCRUED MARK-UP | | | |
| Short-term borrowings | | - | 3,327 |
| Advance from customers | | 95,692 | 180,400 |
| | | <u>95,692</u> | <u>183,727</u> |
| 23. SHORT-TERM BORROWINGS – secured | | | |
| Finance against trust receipts | 23.1 | <u>6,593,696</u> | <u>737,609</u> |

23.1 The facility has been extended by a commercial bank for working capital requirements aggregating to Rs. 15,000 million (30 June 2015: Rs. 15,000 million) out of which Rs. 8,406.304 million (30 June 2015: Rs. 14,262.391 million) remains unutilized as at the balance sheet date. The facility carries mark-up at 1 month's KIBOR plus 1%. The facility is secured against documents of title of goods, stock of crude and petroleum products, and receivables, lien on the bank's collection account and a Rs. 15,000 million corporate guarantee furnished by the Parent Company.

24. CONTINGENCIES AND COMMITMENTS

24.1 Contingencies

24.1.1 As at June 30, 2015, the Company had recorded default surcharge and penalties for the tax periods from July 2013 to June 2014 and July 2014 to May 2015 amounting to Rs. 708.883 million and Rs. 398.012 million, respectively.

During the current year, the Company received an order from Deputy Commissioner Inland Revenue (DCIR), dated 20 August 2015, in respect of tax periods July 2013 to June 2014, whereby default surcharge of Rs. 537.730 million and penalty amounting to Rs. 572.963 million were levied. However, on the appeal filed by the Company, Commissioner Inland Revenue Appeals (CIRA), in its order dated 30 September 2015, waived the aforementioned default surcharge and penalty. Accordingly, provision for default surcharge and penalty amounting to Rs. 708.883 million made in this respect in the unconsolidated financial statements for the year ended 30 June 2014, has been reversed in these unconsolidated financial statements.

Further, the Company received various orders from DCIR in respect of tax periods from June 2015 to January 2016 claiming default surcharge amounting to Rs. 21.445 million and penalty amounting to Rs. 68.418 million on late payments. In an appeal filed by the Company, the CIRA waived the aforementioned default surcharge and penalty. Therefore, no accrual in respect of aforementioned tax periods has been made in these unconsolidated financial statements.

Furthermore, the Company received various orders from DCIR in respect of tax periods from October 2015 to January 2016 to recover the amount of sales tax, default surcharge and penalty amounting to Rs 494.286 million. However, on an appeal filed by the Company, the CIRA waived the said amounts. Therefore, no accrual in respect of aforementioned tax periods has been made in these unconsolidated financial statements.

During the current year, the Company has made a provision amounting to Rs. 243.353 million for default surcharge and penalties for periods from June 2015 to September 2015 and February 2016 to May 2016. Therefore as at the balance sheet date, total provision amounting to Rs. 644.781 million has been made in the unconsolidated financial statements in respect of default surcharge and penalties.

An appeal can be filed against the said orders of the ATIR and CIRA by the sales tax department in light of the provisions of the Sales Tax Act, 1990.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

- 24.1.2** Claims against the Company not acknowledged as debts amounting to Rs. 3,834.285 million (30 June 2015: Rs. 3,137 million) comprise of late payment charges on account of delayed payments against crude oil supplies from Oil and Gas Development Company Limited (OGDCL), Mari Gas Limited (MGL) and Pakistan Petroleum Limited (PPL) amounting to Rs. 3,196.378 million, Rs. 233.55 million and Rs. 404.357 million, respectively. The details of the cases filed by MGL and PPL are as follows:

Mari Gas Limited (MGL) had filed a suit bearing number 636 of 2012 in Honorable High Court of Sindh at Karachi whereby a sum of Rs. 817.340 million has been claimed by MGL on account of its share of the price of condensate allocated to the Company from the Adam X-1 well together with late payment surcharge and other associated legal and other cost amounting to a total of Rs. 1,050.890 million. Out of the above mentioned principal, the Company had paid Rs. 203.148 million in previous years and as a matter of prudence, the remaining principal amounting to Rs. 614.192 million has already been recorded in these unconsolidated financial statements.

Pakistan Petroleum Limited (PPL) had filed a suit bearing number 160 of 2013 in the Honorable High Court of Sindh at Karachi for recovery of unpaid sales invoices amounting to Rs. 1,156 million which has already been booked in these unconsolidated financial statements. Additionally, PPL also claims a Late Payment Surcharge (LPS) amounting to Rs. 404 million.

Based on the opinion of legal advisor, the Company is of the view that there are no specific contractual arrangements with the above suppliers along with OGDCL which allow them to claim / recover LPS and other associated costs and hence no provision in respect of the same has been made in these unconsolidated financial statements.

- 24.1.3** The Company was served with a sales tax order by the Federal Board of Revenue (FBR) claiming additional sales tax amounting to Rs. 99 million. The Company has not adjusted its input claim of Rs. 99 million being Federal Excise Duty (FED) claim charged under Value Added Tax (VAT) mode by Banking Companies, Insurance Companies and Terminal Operators on various invoices in the relevant tax periods from July 2009 to June 2011. The Commissioner Inland Revenue (CIR) has condoned the time limit under section 43 of the Federal Excise Duty Act, 2005 and has allowed the Company to adjust Rs 66 million in the month of June 2014. The remaining amount to be adjusted is under consideration by FBR.

Management based on the opinion of its advisor is confident of a favourable decision and accordingly no provision has been made in this respect.

- 24.1.4** The Company was selected for an audit under Section 177 and 214C of the Income Tax Ordinance, 2001 for the tax years 2009, 2011, 2012 and 2013. Audit proceedings for all mentioned tax years were completed and a demand of Rs. 87.105 million has been raised in an amended order passed under Section 122(1)(5) of the Income Tax Ordinance, 2001. This pertains to the tax year 2013 only and represents tax due under Section 113 of the Income Tax Ordinance, 2001.

Being aggrieved by the amended order, the Company filed an appeal before Commissioner Inland Revenue, Appeals, Karachi which is pending for adjudication. However, as a matter of prudence, the said amount has already been provided for in these unconsolidated financial statements.

| | 30 June 2016 | 30 June 2015 |
|------------------------------------|------------------------------|-----------------|
| | (Rupees in '000) | |
| 24.2 Commitments | | |
| Commitment for capital expenditure | 11,478 | 41,146 |
| Outstanding letter of credit | 10,722,572 | - |

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 ----- (Rupees in '000) ----- | 30 June 2015 |
|---|---|---|--------------------|
| 25. SALES – net | | | |
| Gross Sales | | | |
| - Local | | 107,817,756 | 110,540,039 |
| - Export | | 7,581,901 | 8,866,314 |
| | | <u>115,399,657</u> | <u>119,406,353</u> |
| Less: Sales discount, sales tax, excise duty and petroleum development levy | | (35,965,783) | (24,599,024) |
| | | <u>79,433,874</u> | <u>94,807,329</u> |
| 26. COST OF SALES | | | |
| Opening stock | | 4,176,741 | 6,292,464 |
| Cost of goods manufactured | 26.1 | 38,269,420 | 71,553,828 |
| Finished products purchased during the year | | 35,915,358 | 16,271,282 |
| | | <u>78,361,519</u> | <u>94,117,574</u> |
| Closing stock | 9 | (4,942,026) | (4,176,741) |
| | | <u>73,419,493</u> | <u>89,940,833</u> |
| 26.1 Cost of goods manufactured | | | |
| Raw material consumed | 26.1.1 | 36,182,737 | 69,056,114 |
| Salaries, wages and other benefits | 26.1.2 | 344,819 | 337,133 |
| Depreciation | 5.1.4 | 1,104,938 | 1,176,275 |
| Fuel, power and water | | 260,475 | 596,729 |
| Repairs and maintenance | | 102,452 | 88,849 |
| Insurance | | 48,072 | 72,753 |
| Staff transportation and catering | | 62,676 | 67,705 |
| Industrial gases and chemicals | | 61,700 | 63,762 |
| Stores and spares consumed | | 67,591 | 58,754 |
| Security expenses | | 24,120 | 17,014 |
| Vehicle running | | 9,840 | 10,297 |
| Technical fee | | - | 8,443 |
| | | <u>38,269,420</u> | <u>71,553,828</u> |
| 26.1.1 Raw material consumed | | | |
| Opening stock | | 682,874 | 2,485,043 |
| Purchases during the year | | 37,889,592 | 67,253,945 |
| | | <u>38,572,466</u> | <u>69,738,988</u> |
| Closing stock | 9 | (2,389,729) | (682,874) |
| | | <u>36,182,737</u> | <u>69,056,114</u> |
| 26.1.2 | This includes a sum of Rs. 11.509 million (30June 2015: Rs. 8.961 million) in respect of staff retirement benefits. | | |

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|---|-------|-----------------|-----------------|
| ----- (Rupees in '000) ----- | | | |
| 27. ADMINISTRATIVE EXPENSES | | | |
| Salaries, allowances and other benefits | 27.1 | 293,174 | 284,155 |
| Rent, rates and taxes | | 61,963 | 65,216 |
| Depreciation | 5.1.4 | 54,138 | 57,594 |
| Repairs and maintenance | | 32,536 | 32,408 |
| Legal and professional | | 16,718 | 25,366 |
| Vehicle running | | 20,322 | 23,068 |
| Travelling and conveyance | | 23,342 | 22,013 |
| Fee and subscriptions | | 9,307 | 9,935 |
| Utilities | | 7,263 | 7,935 |
| Insurance | | 6,573 | 6,444 |
| Printing and stationary | | 7,482 | 5,418 |
| Auditors' remuneration | 27.2 | 4,050 | 4,351 |
| SAP maintenance costs | | 17,986 | 1,487 |
| Others | | 6,390 | 8,215 |
| | | <u>561,244</u> | <u>553,605</u> |

27.1 This includes a sum of Rs. 4.742 million (30 June 2015: Rs. 9.348 million) in respect of staff retirement benefits.

| | Note | 30 June 2016 | 30 June 2015 |
|--|------|-----------------|-----------------|
| ----- (Rupees in '000) ----- | | | |
| 27.2 Auditors' remuneration | | | |
| Statutory audit | | 1,300 | 1,300 |
| Half yearly review | | 500 | 500 |
| Consolidation of financial statements | | 400 | 400 |
| Special audit and other certifications | | 1,400 | 1,850 |
| Out of pocket expenses | | 450 | 301 |
| | | <u>4,050</u> | <u>4,351</u> |

28. SELLING AND DISTRIBUTION EXPENSES

| | Note | 30 June 2016 | 30 June 2015 |
|---|-------|------------------|------------------|
| Salaries, allowances and other benefits | 28.1 | 169,334 | 164,402 |
| Transportation and product handling charges | | 1,972,225 | 1,838,354 |
| Sales commission | | 177,903 | 447,639 |
| Rent, rates and taxes | | 86,461 | 63,212 |
| Advertisement | | 47,510 | 28,634 |
| Depreciation | 5.1.4 | 37,643 | 38,195 |
| Export development surcharge | | 16,568 | 20,772 |
| Wharfage and other export expenses | | 30,574 | 16,045 |
| Insurance | | 2,036 | 11,667 |
| | | <u>2,540,254</u> | <u>2,628,920</u> |

28.1 This includes a sum of Rs. 2.739 million (30 June 2015: Rs. 5.49 million) in respect of staff retirement benefits.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|--|--|------------------------------|------------------|
| | | ----- (Rupees in '000) ----- | |
| 29. OTHER EXPENSES | | | |
| Late payment surcharge and penalties | | 243,353 | 401,428 |
| Provision for doubtful debts | 10.2 | 680,548 | 399,608 |
| Workers' profit participation fund | 21.3 | 38,923 | - |
| Workers' welfare fund | 21 | 15,569 | - |
| | | <u>978,393</u> | <u>801,036</u> |
| 30. OTHER INCOME | | | |
| Income from financial assets | | | |
| Interest on balances due from customers | | 497,229 | 745,242 |
| Interest income on saving accounts | | 17,271 | 35,584 |
| | | <u>514,500</u> | <u>780,826</u> |
| Income from non-financial assets | | | |
| Reversal of excess sales tax surcharge provision | | 708,883 | 913,576 |
| Inland Freight Equalisation Margin (IFEM) | | - | 256,408 |
| Land lease rent | | 55,962 | 55,962 |
| Storage and handling income | | 28,158 | 41,658 |
| Gain on disposal of operating fixed assets | 5.1.5 | 2,974 | 944 |
| Dealership income | | 8,100 | 2,400 |
| | | <u>1,318,577</u> | <u>2,051,774</u> |
| 31. FINANCE COSTS | | | |
| Mark-up on: | | | |
| - Long-term financing | | 1,560,519 | 1,692,106 |
| - Short-term borrowings | | 655,286 | 969,591 |
| - Workers' profit participation fund | 21.3 | 6,341 | 7,358 |
| - Advances from customers | | 20,159 | 26,994 |
| | | <u>2,242,305</u> | <u>2,696,049</u> |
| Exchange loss- net | 31.1 | 226,447 | 328,617 |
| Bank and other charges | | 66,693 | 61,477 |
| | | <u>2,535,445</u> | <u>3,086,143</u> |
| 31.1 | Represents exchange loss - net arising on revaluation of foreign currency financial assets and liabilities and on transactions in foreign currencies. | | |
| | | 30 June 2016 | 30 June 2015 |
| | | ----- (Rupees in '000) ----- | |
| 32. TAXATION | | | |
| Current | | (434,673) | (518,368) |
| Prior year | | 87,001 | - |
| Deferred | | 997,548 | 742,099 |
| | | <u>649,876</u> | <u>223,731</u> |
| 32.1 | The returns of income tax have been filed up to and including tax year 2015. These, except for those mentioned below, are deemed to be assessed under section 120 of the Income Tax Ordinance, 2001. | | |

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

Income tax and taxable losses in respect of tax years 2009, 2011, 2012 and 2013 have been assessed by Deputy Commissioner Inland Revenue under section 122(1) of the Income Tax Ordinance, 2001, whereas return submitted for the tax year 2008 has been amended by the Additional Commissioner Inland Revenue under section 122(5A). The amendments relate to proration of expense against income covered in NTR and FTR, disallowance of unrealized exchange loss and other expenses not allowed under section 21. The management has filed an appeal against the aforesaid notices and in consultation with its tax advisors is confident that no major liability is expected to arise.

32.2 Relationship between accounting profit and income tax expense for the period

The Company is subject to Minimum Tax and Final Tax Regime under section 113 and section 169 respectively of the Income Tax Ordinance, 2001, therefore, relationship between income tax expense and accounting profit has not been presented for the current year.

30 June 30 June
2016 2015
----- (Rupees in '000) -----

33. EARNINGS PER ORDINARY SHARE – basic and diluted

| | | |
|--|----------------------|-------------|
| Profit after taxation | 1,367,498 | 72,297 |
| | ----- (Number) ----- | |
| Weight average number of ordinary shares | 977,858,737 | 977,858,737 |
| | ----- (Rupees) ----- | |
| Earnings per share – basic / diluted | 1.40 | 0.07 |

34. TRANSACTIONS AND BALANCES WITH RELATED PARTIES

The related parties comprise of ultimate parent company, parent company, subsidiary companies, associated companies, directors, key management personnel, staff provident fund and staff gratuity fund. All transactions involving related parties arising in the normal course of business are conducted at agreed terms and conditions. Details of transactions and balances with related parties during the year are as follows:

30 June 30 June
2016 2015
----- (Rupees in '000) -----

34.1 Transactions with related parties

| | | |
|---|------------|------------|
| Parent Company | | |
| Land lease rentals | 52,937 | 52,937 |
| Purchases | 41,970,503 | 62,475,593 |
| Sales | 12,614,170 | 3,726,181 |
| Markup charged | 413,067 | 668,005 |
| Allocation of gratuity expense | 1,245 | 14,011 |
| Allocation of group expenses | 284,954 | 290,137 |
| Subsidiary Companies | | |
| Land lease rentals | 3,025 | 3,025 |
| Sales | 185,981 | 198,052 |
| Services received | 549,426 | 416,258 |
| Interest income | 31,978 | 58,425 |
| Operating fixed assets sold during the year | - | 96,297 |
| Allocation of gratuity expense | - | 2,535 |
| Other expenses incurred | 58,674 | 115,118 |
| Non-current assets held for sale sold during the year | - | 16,931,504 |

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

| | 30 June 2016 | 30 June 2015 |
|---|---|-----------------|
| | (Rupees in '000) | |
| Associated Companies | | |
| Sales | 1,063,832 | 7,791,034 |
| Purchase of operating fixed assets and services | - | 5,324 |
| Interest income | 28,348 | 198,216 |
| Staff Provident Fund | | |
| Contribution to staff provident fund | 37,077 | 40,985 |
| 34.2 Balances with related parties | | |
| Ultimate Parent Company | | |
| Payable against expenses | 12,014 | 12,014 |
| Parent Company | | |
| Receivable against land lease rental | 329,134 | 268,255 |
| Accrued interest | 18,924 | 18,924 |
| Security deposits payable | 3,646 | 3,646 |
| Payable against purchases and expenses | - | 1,376,893 |
| Receivable against purchase of goods and services | 1,005,506 | - |
| Subsidiary Companies | | |
| Receivable against sales | 186,693 | 866,090 |
| Advance against services | 2,928,654 | 1,214,983 |
| Receivable against land lease rentals | 17,779 | 14,300 |
| Receivable against expenses incurred | 190,427 | 131,753 |
| Accrued interest | 219,462 | 187,484 |
| Associated Companies | | |
| Long term deposit receivable | 95 | 95 |
| Trade debts | 196 | 1,364,484 |
| Advance against purchases | 9,407 | 9,407 |
| Accrued interest | 259,302 | 366,202 |
| Payable against purchases | 1,644 | 1,644 |
| Staff Provident Fund | | |
| Payable to staff provident fund | 13,778 | 3,789 |
| 34.3 | There are no transactions with key management personnel other than under the terms of employment as disclosed in note 35 to the financial statements. | |

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

35. REMUNERATION OF CHIEF EXECUTIVE, EXECUTIVE DIRECTOR AND EXECUTIVES

The aggregate amount included in these unconsolidated financial statements for remuneration, including the benefits and perquisites, to the Chief Executive, Directors and Executives of the Company are as follows:

| | 2016 | | | 2015 | | |
|---------------------------|------------------|--------------------|----------------|-----------------|--------------------|----------------|
| | Chief Executive | Executive Director | Executives | Chief Executive | Executive Director | Executives |
| | (Rupees in '000) | | | | | |
| Managerial remuneration | 10,678 | 6,053 | 143,660 | 13,488 | 7,078 | 133,663 |
| Staff retirement benefits | 1,779 | 1,008 | 23,749 | 2,247 | 1,179 | 21,861 |
| Housing and utilities | 3,203 | 1,816 | 46,428 | 4,261 | 2,241 | 44,419 |
| Leave fare assistance | 890 | 504 | 11,967 | 1,124 | 590 | 11,134 |
| | <u>16,550</u> | <u>9,381</u> | <u>225,804</u> | <u>21,120</u> | <u>11,088</u> | <u>211,077</u> |
| Number of persons | <u>1</u> | <u>1</u> | <u>141</u> | <u>1</u> | <u>1</u> | <u>125</u> |

35.1 The Chief Executive and Executives have been provided with company maintained cars.

35.2 As at 30 June 2016, the Company's Board of Directors consists of 8 Directors (of which 7 are Non-Executive Directors). Except for Chief Executive and a director, no remuneration and other benefits have been paid to any Director.

36. FINANCIAL RISK MANAGEMENT, OBJECTIVES AND POLICIES

The Company finances its operations through equity, borrowings and management of working capital with a view to maintain an appropriate mix between various sources of finances to minimize the risk. The Company's principal financial instruments comprise short-term borrowings and financing from financial institutions and trade and other payables. Main purpose of these financial instruments is to raise funds for the import of crude oil for refining business and for its operations. The Company has various financial assets such as cash (including balances with banks), deposits, loans, investment in subsidiary companies, which are directly related to its operations.

The Company's overall risk management policy focuses on minimizing potential adverse effects on the Company's financial performance. The overall risk management of the Company is carried out by the Company's senior management team under policies approved by the Board of Directors. No changes were made in the objectives, policies or processes and assumptions during the year ended 30 June 2016.

The policies for managing each of these risk are summarized below:

36.1 Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: interest rate risk, currency risk and other price risk.

36.1.1 Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's interest rate risk arises from long-term financing and short-term borrowing facilities for financing its refining business operations and meeting working capital requirements at variable rates and on delayed payments from PSO and K-Electric Limited on which the Company earns interest. The Company manages these mismatches through risk management policies where significant changes in gap position can be adjusted.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

At the reporting date, the interest rate profile of Company's interest-bearing financial instruments was:

| <u>Variable Rate Instruments</u> | 30June 2016 | 30June 2015 |
|--|------------------------------|-------------------|
| | ----- (Rupees in '000) ----- | |
| <u>Financial assets</u> | | |
| Trade debts | <u>6,132,327</u> | <u>6,425,905</u> |
| <u>Financial liabilities</u> | | |
| Long-term financing and deferred mark-up | 15,417,645 | 15,953,800 |
| Liability against asset subject to finance lease | 4,362 | 6,700 |
| Short-term borrowings | <u>6,593,696</u> | <u>737,609</u> |
| | <u>22,015,703</u> | <u>16,698,109</u> |

A change of 1% in interest rates at the year-end would have increased or decreased the profit before tax by Rs. 159.612 million (30 June 2015: Rs. 102.722 million). This analysis assumes that all other variables remain constant. The analysis is performed on the same basis as for June 2015.

36.1.2 Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in foreign exchange rates and arises where transactions are done in foreign currency.

The Company is exposed to foreign currency risk on purchases that are denominated in currency other than Pak Rupees. As the Company imports and exports finished petroleum products, it is exposed to currency risk. The currency in which these transactions are undertaken is US Dollar.

As at 30June 2016, the company is not exposed to any material foreign currency risk.

36.1.3 Other price risk

Other price risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market prices. As at the balance sheet date, the Company is not exposed to other price risk.

36.2 Credit risk

Credit risk is the risk of financial loss to the Company if a customer or a counter party to a financial instrument fails to meet its contractual obligation, and arises principally from the Company's receivables from customers and balances held with banks.

Management of credit risk

The Company's policy is to enter into financial contracts in accordance with the guidelines set by the Board of Directors and other internal guidelines.

Credit risk is managed and controlled by the management of the Company in the following manner:

- Credit rating and / or credit worthiness of the counterparty is taken into account along with the financial background so as to minimize the risk of default.
- The risk of counterparty exposure due to failed agreements causing a loss to the Company is mitigated by a periodic review of their credit ratings, financial statements, credit worthiness and market information on a regular basis.
- Cash is held with reputable banks only.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

As of the balance sheet date, the Company is exposed to credit risk on the following assets:

| | Note | 30 June 2016 | 30 June 2015 |
|--------------------------|------|-------------------|-------------------|
| -----Rupees in '000----- | | | |
| Long-term deposits | 8 | 10,278 | 9,803 |
| Trade debts | 10 | 8,286,897 | 9,349,396 |
| Loans and advances | 11 | 3,038,152 | 1,497,310 |
| Trade deposits | 12 | 6,955 | 6,955 |
| Other receivables | 13 | 934,402 | 1,280,500 |
| Accrued interest | | 497,688 | 572,610 |
| Bank balances | 14 | 233,281 | 687,502 |
| | | <u>13,007,653</u> | <u>13,404,076</u> |

Credit quality of financial assets

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit ratings agencies or the historical information about counter party default rates as shown below:

| | 30 June 2016 | 30 June 2015 |
|--------------------------|-----------------|-----------------|
| -----Rupees in '000----- | | |

Trade debts

The aging of unimpaired debtors at the balance sheet date is as follows:

| | | |
|-------------------------------|------------------|------------------|
| Neither past due nor impaired | 3,858,095 | 2,251,845 |
| Past due 1-30 days | 20,196 | 1,495,382 |
| Past due 31-180 days | 56,745 | 1,619,322 |
| Past due 180-365 days | 1,005,506 | 1,395,770 |
| Above 365 days | 3,346,355 | 2,587,077 |
| | <u>8,286,897</u> | <u>9,349,396</u> |

Bank balances

| | | |
|------|----------------|----------------|
| A-1+ | 22,349 | 116,869 |
| A1+ | 113,342 | 455,373 |
| A1 | 1,406 | 16,260 |
| A-1 | 72,258 | 98,091 |
| A-2 | 23,926 | - |
| C | - | 909 |
| | <u>233,281</u> | <u>687,502</u> |

Financial assets other than trade debts and bank balances are not exposed to any material credit risk.

36.3 Liquidity risk

Liquidity risk reflects the Company's inability in raising fund to meet commitments. Management closely monitors the Company's liquidity and cash flow position. This includes maintenance of balance sheet liquidity ratios, debtors and creditors concentration both in terms of the overall funding mix and avoidance of undue reliance on any individual customer.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

| | On demand | Less than 3 months | 3 to 12 months | 1 to 5 years | Total |
|---|------------------------------|-----------------------|-------------------|-------------------|-------------------|
| | ----- (Rupees in '000) ----- | | | | |
| June 2016 | | | | | |
| Long-term financing and deferred mark-up | - | 1,632,326 | 3,810,000 | 9,975,319 | 15,417,645 |
| Liabilities against assets subject to finance lease | - | 4,362 | - | - | 4,362 |
| Long-term deposits | - | - | - | 130,978 | 130,978 |
| Trade and other payables | 1,146 | 26,646,056 | - | - | 26,647,202 |
| Short-term borrowings | - | 6,593,696 | - | - | 6,593,696 |
| Accrued mark-up | 95,692 | - | - | - | 95,692 |
| | <u>96,838</u> | <u>34,876,440</u> | <u>3,810,000</u> | <u>10,106,297</u> | <u>48,889,575</u> |
| | On demand | Less than 3 months | 3 to 12 months | 1 to 5 years | Total |
| | ----- (Rupees in '000) ----- | | | | |
| June 2015 | | | | | |
| Long-term financing and deferred mark-up | - | - | 3,729,000 | 12,224,800 | 15,953,800 |
| Liabilities against assets subject to finance lease | - | 1,193 | 3,777 | 1,730 | 6,700 |
| Long-term deposits | - | - | - | 108,978 | 108,978 |
| Trade and other payables | 1,146 | 11,072,620 | - | - | 11,073,766 |
| Short-term borrowings | - | 737,609 | - | - | 737,609 |
| Accrued mark-up | 180,400 | 3,327 | - | - | 183,727 |
| | <u>181,546</u> | <u>11,814,749</u> | <u>3,732,777</u> | <u>12,335,508</u> | <u>28,064,580</u> |

36.4 Capital risk management

The primary objective of the Company's capital management is to ensure that it maintains healthy capital ratios in order to support its business sustain the development of the business and maximize the shareholders' value. The Company closely monitors the return on capital. The Company manages its capital structure and makes adjustment to it in light of changes in economic conditions and finances its activities through equity, borrowings and management of working capital with a view to maintain an approximate mix between various sources of finance to minimize the risk. No changes were made in the objectives, policies or processes during the year ended 30 June 2016.

The Company is not exposed to externally imposed capital requirement.

37. FAIR VALUES OF FINANCIAL ASSETS AND LIABILITIES

Fair value is the amount for which an asset could be exchanged, or a liability can be settled, between knowledgeable willing parties in an arm's length transaction. The carrying values of all financial assets and liabilities reflected in the financial statements approximate their fair values.

The following table shows financial instruments recognised at fair value, analysed between those whose fair value is based on:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities,

Level 2: Those involving inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and

Level 3: Those whose inputs for the asset or liability that are not based on observable market data (unobservable inputs).

As of the balance sheet date, the Company does not have any financial instruments measured at fair value.

Notes to the Unconsolidated Financial Statements

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38. OPERATING SEGMENTS

For management purposes, the Company has determined following reportable operating segments on the basis of business activities i.e. oil refining and petroleum marketing businesses. Oil refining business is engaged in crude oil refining and selling of refined petroleum products to oil marketing companies. Petroleum marketing business is engaged in trading of petroleum products, procuring products from oil refining business as well as from other sources. The quantitative data for segments is given below:

| | Oil Refining Business | | Petroleum Marketing Business | | Total | |
|---------------------------------|-----------------------|-------------------|------------------------------|-------------------|-------------------|-------------------|
| | 2016 | 2015 | 2016 | 2015 | 2016 | 2015 |
| ----- (Rupees in '000) ----- | | | | | | |
| Revenue | | | | | | |
| Net Sales to external customers | 47,411,465 | 50,186,823 | 32,022,409 | 44,620,506 | 79,433,874 | 94,807,329 |
| Inter-segment sales | 27,419,742 | 39,077,387 | - | - | 27,419,742 | 39,077,387 |
| Eliminations | (27,419,742) | (39,077,387) | - | - | (27,419,742) | (39,077,387) |
| Total revenue | 47,411,465 | 50,186,823 | 32,022,409 | 44,620,506 | 79,433,874 | 94,807,329 |
| Result | | | | | | |
| Segment profit | 2,668,690 | 1,501,415 | 1,048,270 | 1,453,504 | 3,716,960 | 2,954,919 |
| Unallocated expenses: | | | | | | |
| Finance cost | | | | | (2,535,445) | (3,086,143) |
| Interest income | | | | | 514,500 | 780,826 |
| Other expenses | | | | | (978,393) | (801,036) |
| Taxation | | | | | 649,876 | 223,731 |
| Profit for the year | | | | | 1,367,498 | 72,297 |
| Segmental Assets | 54,459,089 | 45,598,416 | 1,434,660 | 3,929,311 | 55,893,749 | 49,527,727 |
| Unallocated Assets | | | | | - | 5,408,074 |
| | 54,459,089 | 45,598,416 | 1,434,660 | 3,929,311 | 55,893,749 | 54,935,801 |
| Segmental Liabilities | 48,142,536 | 41,070,747 | 1,195,784 | 3,508,482 | 49,338,320 | 44,579,230 |
| Unallocated Liabilities | | | | | - | 5,168,292 |
| | 48,142,536 | 41,070,747 | 1,195,784 | 3,508,482 | 49,338,320 | 49,747,522 |
| Capital expenditure | 61,942 | 80,996 | 2,249 | 11,597 | 64,191 | 92,593 |
| Other Information | | | | | | |
| Depreciation and amortization | 1,159,076 | 1,196,470 | 37,643 | 75,594 | 1,196,719 | 1,272,064 |

39. PROVIDENT FUND DISCLOSURE

The Company operates approved funded contributory provident fund for both its management and non-management employees. Details of net assets and investments of the fund is as follows:

| | 30 June 2016 | 30 June 2015 |
|-------------------------------|-----------------|-----------------|
| ----- (Rupees in '000) ----- | | |
| Size of the fund - Net assets | 130,997 | 146,148 |
| Cost of the investment made | 111,908 | 120,443 |
| Fair value of the investment | 128,885 | 132,520 |
| Percentage of the investment | 85% | 82% |

The breakup of fair value of the investment is:

| | 30 June 2016 | | 30 June 2015 | |
|--------------------|------------------|-------------|------------------|-------------|
| | (Rupees in '000) | % | (Rupees in '000) | % |
| Bank Deposits | 39,846 | 30.92% | 33,080 | 24.96% |
| Debt securities | 24,881 | 19.30% | 32,731 | 24.70% |
| Unit trust schemes | 64,158 | 49.78% | 66,709 | 50.34% |
| | 128,885 | 100% | 132,520 | 100% |

The management, based on the un-audited financial statements of the fund, is of the view that the investments out of provident fund have been made in accordance with the provisions of Section 227 of the Companies Ordinance, 1984 and the rules formulated for this purpose.

40. CAPACITY AND ANNUAL PRODUCTION

Against the designed annual capacity (based on 330 days) of 11.55 million barrels (30 June 2015: 11.55 million barrels), the actual throughput during the year was 8.362 million barrels (30 June 2015: 9.55 million barrels). The Company operated the plant considering the level which gives optimal yield of products.

Notes to the Unconsolidated Financial Statements

For the year ended 30 June 2016

41. NUMBER OF EMPLOYEES

The total number of employees as at 30 June 2016 were 291 (30 June 2015: 358) and average number of employees were 324 (30 June 2015: 384).

42. RECLASSIFICATION

Following corresponding figures have been reclassified for better presentation:

| From | To | (Rupees in '000') |
|-------------------------|-----------------------------------|--------------------------|
| Administrative expenses | Selling and distribution expenses | <u>28,634</u> |

43. GENERAL

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

44. DATE OF AUTHORIZATION FOR ISSUE

These unconsolidated financial statement were authorised for issue on 06th September 2016 by the board of directors.

Mohammad Wasi Khan
Chief Executive

Syed Arshad Raza
Director

Consolidated
Financial Statements
For The Year Ended June 30, 2016



Auditors' Report on Consolidated Financial Statements to the Members

We have audited the annexed consolidated financial statements comprising consolidated balance sheet of **Byco Petroleum Pakistan Limited** (the Holding Company) and its subsidiary companies as at **30 June 2016** and the related consolidated profit and loss account, consolidated statement of comprehensive income, consolidated cash flow statement and consolidated statement of changes in equity together with the notes forming part thereof, for the year then ended. We have also expressed separate opinions on the financial statements of the Holding Company and its subsidiary companies namely Byco Terminals Pakistan Limited (BTPL) and Byco Isomerisation Pakistan (Private) Limited (BIPL).

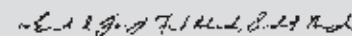
These financial statements are the responsibility of the Holding Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

Our audit was conducted in accordance with the International Standards on Auditing and accordingly included such tests of accounting records and such other auditing procedures as we considered necessary in the circumstances.

In our opinion, the consolidated financial statements present fairly the financial position of Byco Petroleum Pakistan Limited (the Holding Company) and its subsidiary companies as at 30 June 2016 and the results of their operations for the year then ended.

We draw attention to note 2 to the consolidated financial statements which states that the Group has accumulated losses as at 30 June 2016 amounting to Rs. 25,469.576 million and its current liabilities exceed its current assets by Rs. 22,332.109 million. These conditions indicate the existence of a material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern. However, the consolidated financial statements have been prepared on going concern basis based on the mitigating factors, as more fully explained in note 2 to the consolidated financial statements. Our opinion is not qualified in respect of this matter.

Chartered Accountants
Audit Engagement Partner:
Riaz A. Rehman Chamdia
Karachi



06th September 2016

Consolidated Balance Sheet

As at 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|--|------|--------------------------|--------------------------|
| ASSETS | | | |
| NON-CURRENT ASSETS | | | |
| Property, plant and equipment | 5 | 35,652,029 | 37,972,932 |
| Intangible asset | 6 | 23,746 | 23,746 |
| Long-term loans and advances | 7 | 1,753,780 | 2,064,817 |
| Long-term deposits | 8 | 31,332 | 31,068 |
| | | <u>37,460,887</u> | <u>40,092,563</u> |
| CURRENT ASSETS | | | |
| Stores and spares | | 293,689 | 279,196 |
| Stock-in-trade | 9 | 7,331,755 | 4,859,615 |
| Trade debts | 10 | 8,278,080 | 8,690,271 |
| Loans and advances | 11 | 555,535 | 683,429 |
| Trade deposits and short-term prepayments | 12 | 53,217 | 44,198 |
| Other receivables | 13 | 1,276,715 | 1,660,951 |
| Interest accrued | | 353,193 | 435,888 |
| Cash and bank balances | 14 | 240,532 | 692,425 |
| | | <u>18,382,716</u> | <u>17,345,973</u> |
| TOTAL ASSETS | | <u><u>55,843,603</u></u> | <u><u>57,438,536</u></u> |
| EQUITY AND LIABILITIES | | | |
| SHARE CAPITAL AND RESERVES | | | |
| Share capital | 15 | 9,778,587 | 9,778,587 |
| Accumulated losses | | (25,469,576) | (26,839,084) |
| | | <u>(15,690,989)</u> | <u>(17,060,497)</u> |
| SURPLUS ON REVALUATION OF PROPERTY, PLANT AND EQUIPMENT | 16 | 13,490,917 | 14,474,151 |
| NON-CURRENT LIABILITIES | | | |
| Long-term financing and deferred mark-up | 17 | 12,170,263 | 12,933,211 |
| Liabilities against assets subject to finance lease | 18 | - | 1,730 |
| Long-term deposits | 19 | 130,978 | 108,978 |
| Deferred liabilities | 20 | 5,027,609 | 6,471,976 |
| | | <u>17,328,850</u> | <u>19,515,895</u> |
| CURRENT LIABILITIES | | | |
| Trade and other payables | 21 | 27,576,892 | 31,984,348 |
| Accrued mark-up | 22 | 194,643 | 661,046 |
| Short-term borrowings | 23 | 6,940,999 | 3,264,912 |
| Current portion of long-term financing and deferred mark-up | 24 | 5,596,765 | 3,900,058 |
| Current portion of liabilities against assets subject to finance lease | 18 | 4,362 | 4,970 |
| Taxation – net | | 401,164 | 693,653 |
| | | <u>40,714,825</u> | <u>40,508,987</u> |
| CONTINGENCIES AND COMMITMENTS | 25 | <u><u>55,843,603</u></u> | <u><u>57,438,536</u></u> |

The annexed notes 1 to 45 form an integral part of these consolidated financial statements.

Mohammad Wasi Khan
Chief Executive

Syed Arshad Raza
Director

Consolidated Profit and Loss Account

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|---|------|-----------------------|-------------------------|
| | | (Rupees in '000) | |
| Sales – net | 26 | 80,088,405 | 95,372,404 |
| Cost of sales | 27 | (75,235,149) | (90,810,151) |
| Gross profit | | <u>4,853,256</u> | <u>4,562,253</u> |
| Administrative expenses | 28 | (693,612) | (668,099) |
| Selling and distribution expenses | 29 | (2,426,138) | (2,628,920) |
| Other expenses | 30 | (980,367) | (805,332) |
| Other income | 31 | 1,557,281 | 2,015,422 |
| | | <u>(2,542,836)</u> | <u>(2,086,929)</u> |
| Operating profit | | <u>2,310,420</u> | <u>2,475,324</u> |
| Finance costs | 32 | (2,778,621) | (3,413,267) |
| Loss before taxation | | <u>(468,201)</u> | <u>(937,943)</u> |
| Taxation | 33 | 854,526 | 290,045 |
| Profit / (loss) after taxation | | <u><u>386,325</u></u> | <u><u>(647,898)</u></u> |
| | | Rupees | |
| Earnings / (loss) per ordinary share – basic and diluted | 34 | <u><u>0.40</u></u> | <u><u>(0.66)</u></u> |

The annexed notes 1 to 45 form an integral part of these consolidated financial statements.

Mohammad Wasi Khan
Chief Executive

Syed Arshad Raza
Director

Consolidated Statement of Comprehensive Income

For the year ended 30 June 2016

| | 30 June 2016 | 30 June 2015 |
|---|------------------------------|------------------|
| | (Rupees in '000) | |
| Profit / (loss) after taxation | 386,325 | (647,898) |
| Other comprehensive income for the year | | |
| Items that may not be reclassified subsequently to profit and loss account | | |
| Actuarial loss on re-measurement of defined benefit obligation | (51) | (2,610) |
| Total comprehensive income for the year | <u>386,274</u> | <u>(650,508)</u> |

The annexed notes 1 to 45 form an integral part of these consolidated financial statements.

Mohammad Wasi Khan
Chief Executive

Syed Arshad Raza
Director

Consolidated Cash Flow Statement

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|---|--------|-----------------|-----------------|
| ----- (Rupees in '000) ----- | | | |
| CASH FLOWS FROM OPERATING ACTIVITIES | | | |
| Loss before taxation | | (468,201) | (937,943) |
| Adjustments for non-cash items and other charges: | | | |
| Depreciation | 5.1.4 | 2,471,021 | 1,962,098 |
| Finance costs | 32 | 2,778,621 | 3,413,267 |
| Provision for doubtful debts | 10.2 | 680,548 | 399,608 |
| Provision for gratuity | 20.2.6 | 22,348 | 27,571 |
| Interest income | 31 | (756,159) | (746,750) |
| Gain on disposal of operating fixed assets | 31 | (3,044) | (1,693) |
| Net cash flows before working capital changes | | 4,725,134 | 4,116,158 |
| Movement in working capital | | | |
| (Increase)/ decrease in current assets | | | |
| Stores and spares | | (14,493) | (74,898) |
| Stock-in-trade | | (2,472,140) | 3,917,892 |
| Trade debts | | 168,658 | 995,394 |
| Loans and advances | | 127,894 | (120,755) |
| Trade deposits and short-term prepayments | | (9,019) | 93,695 |
| Other receivables | | 384,236 | (553,535) |
| | | (1,814,864) | 4,257,793 |
| (Decrease) / increase in current liabilities | | | |
| Trade and other payables | | (4,406,882) | 3,215,185 |
| Cash (used in) / generated from operations | | (1,496,612) | 11,589,136 |
| Finance costs paid | | (1,089,108) | (1,837,387) |
| Income taxes paid | | (659,018) | (360,064) |
| Gratuity paid | | (18,000) | (27,867) |
| Interest income received | | 178,730 | 223,578 |
| Net cash (used in) / generated from operating activities | | (3,084,008) | 9,587,396 |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | |
| Fixed capital expenditure | | (153,110) | (874,974) |
| Proceeds from disposal of operating fixed assets | | 6,037 | 6,706 |
| Long-term deposits – net | | 21,736 | 19,011 |
| Advance against investment in shares | | (135,000) | (100,000) |
| Transaction cost received | | 446,037 | - |
| Net cash generated from / (used in) investing activities | | 185,700 | (949,257) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | |
| Long-term financing – net | | (1,227,334) | (2,944,179) |
| Short-term borrowings – net | | 3,676,087 | (5,458,196) |
| Liabilities against assets subject to finance lease – net | | (2,338) | (16,874) |
| Net cash generated from / (used in) financing activities | | 2,446,415 | (8,419,249) |
| Net (decrease) / increase in cash and cash equivalents | | (451,893) | 218,890 |
| Cash and cash equivalents as at beginning of the year | | 692,425 | 473,535 |
| Cash and cash equivalents as at end of the year | | 240,532 | 692,425 |

The annexed notes 1 to 45 form an integral part of these consolidated financial statements.

Mohammad Wasi Khan
Chief Executive

Syed Arshad Raza
Director

Consolidated Statement of Changes in Equity

For the year ended 30 June 2016

| | Issued, subscribed and paid-up capital | Accumulated losses Rupees in '000 | Total |
|---|--|---|---------------------|
| Balance as at 01 July 2014 | 9,778,587 | (26,873,272) | (17,094,685) |
| Net loss for the year | - | (647,898) | (647,898) |
| Other comprehensive income for the year | - | (2,610) | (2,610) |
| Total comprehensive income for the year | - | (650,508) | (650,508) |
| Incremental depreciation relating to surplus on revaluation of property, plant and equipment - net of tax | - | 684,696 | 684,696 |
| Balance as at 30 June 2015 | <u>9,778,587</u> | <u>(26,839,084)</u> | <u>(17,060,497)</u> |
| Balance as at 01 July 2015 | 9,778,587 | (26,839,084) | (17,060,497) |
| Net profit for the year | - | 386,325 | 386,325 |
| Other comprehensive income for the year | - | (51) | (51) |
| Total comprehensive income for the year | - | 386,274 | 386,274 |
| Incremental depreciation relating to surplus on revaluation of property, plant and equipment - net of tax | - | 983,234 | 983,234 |
| Balance as at 30 June 2016 | <u>9,778,587</u> | <u>(25,469,576)</u> | <u>(15,690,989)</u> |

The annexed notes 1 to 45 form an integral part of these consolidated financial statements.

Mohammad Wasi Khan
Chief Executive

Syed Arshad Raza
Director

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

1. LEGAL STATUS AND NATURE OF BUSINESS

1.1 The "Group" consists of:

Holding Company

i) Byco Petroleum Pakistan Limited (the Holding Company)

The Holding Company was incorporated in Pakistan as a public limited company on 09 January 1995 under the Companies Ordinance, 1984 (the Ordinance) and was granted a certificate of commencement of business on 13 March 1995. The shares of the Holding Company are listed on Pakistan Stock Exchange. The registered office of the Holding Company is situated at The Harbour Front, 9th Floor, Dolmen City, HC-3, Block 4, Marine Drive, Clifton, Karachi, Pakistan. Byco Oil Pakistan Limited (the Parent Company) holds 80.84% (30 June 2015: 80.84%) shares in the Holding Company. The Parent Company is a wholly owned subsidiary of Byco Industries Incorporated (BII), Mauritius (the Ultimate Parent Company). The Holding Company is principally engaged in the production, marketing and sale of petroleum products.

The Holding Company currently operates two business segments namely Oil Refinery Business and Petroleum Marketing Business. The Holding Company commenced its Oil Refining Business in 2004. The refinery has a rated capacity of 35,000 bpd (barrels per day). Petroleum Marketing Business was formally launched in 2007 and has 261 retail outlets across the country.

Subsidiary Companies

i) Byco Terminals Pakistan Limited (BTPL)

BTPL was incorporated in Pakistan as a private limited company on 14 June 2002 under the Ordinance. BTPL had been converted from private limited company to public limited company on 24 May 2010. The registered office of BTPL is situated at Harbour Front Tower, 9th Floor, Dolmen City, HC-3, Block 4, Marine Drive, Clifton, Karachi.

BTPL is principally engaged in the provision of bulk storage services of petroleum products. BTPL has developed an offshore jetty (Single Point Mooring) along with the pipelines for facilitating movement of petroleum products. The "Buoy", which is an integral part of Single Point Mooring (SPM) facility, is owned by Coastal Refinery Limited with whom BTPL is in agreement regarding its operation at agreed terms.

BTPL is a wholly owned subsidiary of the Holding Company by virtue of share purchase agreement dated 17 February 2010.

ii) Byco Isomerisation Pakistan (Private) Limited (BIPL)

BIPL was incorporated in Pakistan as a private limited company on 14 May 2014 under the Ordinance and it is a wholly owned subsidiary of the Holding Company. The registered office of BIPL is situated at Rooms 406 and 407, 4th Floor, Islamabad Stock Exchange Towers, 55-B, Jinnah Avenue, Islamabad. BIPL is principally engaged in blending, refining and processing of petroleum naphtha to produce petroleum products such as premium motor gasoline.

1.2 The Board of Directors (the Board) of the Holding Company in a meeting held on 14 April 2016 considered and approved in principle a potential merger of the Holding Company, its wholly owned subsidiary Byco Terminals Pakistan Limited and the Parent Company in accordance with terms of a scheme of arrangement prepared under the provisions of Section 284 to Section 288 of the Ordinance and subject to the sanction of the High Court of Sindh. Under the said scheme, the Holding Company would be the surviving entity.

2. GOING CONCERN ASSUMPTION

As at 30 June 2016, the Group's accumulated losses amounted to Rs. 25,469.576 million (30 June 2015: Rs. 26,839.084) million. Moreover, current liabilities of the Group exceeded its current assets by Rs. 22,332.109 million.

The conditions indicate the existence of a material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern. These consolidated financial statements have been prepared using the going concern assumption as the management is confident that all these conditions are temporary, and would reverse in foreseeable future due to the reasons given below:

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

- the Group earned a profit after tax amounting to Rs. 386.325 million for the year as compared to a loss after tax of Rs. 647.898 million last year, showing improvement in the Group's profitability as compared to last year;
- the sales volume of the Holding Company has increased by 27% showing improvement in the Holding Company's performance as compared to last year;
- the Holding Company's Petroleum Marketing Business (PMB) has entered into various fuel supply arrangements with different marketable sectors such as shipping, power and energy, and high margin aviation fuel export market has also been tapped through these arrangements. Further, during the year, PMB segment has increased retail business by entering into different dealer financed, semi-financed and company financed agreements for opening of various retail outlets across the country. These factors of PMB segment has been and is expected to yield significant contribution towards the profitability of the Group;
- the Economic Coordination Committee (ECC) has approved the recovery of crude oil transportation through Inland Freight Equalization Margin pool which would result in future cost savings for the Group. Further, the Competition Commission of Pakistan has also issued its opinion in favour of the Holding Company in this respect;
- The Holding Company is contemplating a restructuring plan of the Group Companies which would bring efficiencies in the operations as stated in note 1.2;
- the Parent Company refinery, which is temporarily closed, is expected to resume its operations in foreseeable future;
- the Group is continuously reviewing its administrative costs, operating expenditures as well as capital expenditures, with a view to optimize the associated benefits through elimination of such costs as they find appropriate;
- during the year, a Subsidiary Company (BTPL) restructured its financing from a commercial bank, amounting to Rs. 1,800 million as disclosed in note 17.3 to the consolidated financial statements.
- the Ultimate Parent Company has given its commitment to give financial support to the Group as and when required. The support is available during the next financial year and beyond that; and
- the management has also prepared financial projections to demonstrate the financial benefits of above measures.

The results of the above efforts, activities and actions are expected to contribute significantly towards the profitability, cost reduction, cash flows and equity position of the Group and mitigate the risks involved. Therefore, the preparation of these consolidated financial statements on going concern assumption is justified.

3. BASIS OF PREPARATION

3.1 Statement of compliance

These consolidated 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 (IASB) and Islamic Financial Accounting Standards (IFASs) issued by the Institute of Chartered Accountants of Pakistan (ICAP) as are notified under the Companies Ordinance, 1984, provisions of and directives issued under the Companies Ordinance, 1984. In case requirements differ, the provisions of, or directives issued under the Companies Ordinance, 1984 shall prevail.

3.2 Accounting convention

These consolidated financial statements have been prepared under the historical cost convention except for:

- Certain classes of property, plant and equipment which are carried at revalued amount in accordance with IAS 16 "Property, Plant and Equipment" as disclosed in note 5.1 to these consolidated financial statements; and

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

- Defined benefit gratuity plan which is carried at present value of defined benefit obligation net of fair value of plan assets in accordance with the requirements of IAS 19 "Employee Benefits", as disclosed in note 20.2 to the consolidated financial statements;

3.3 Basis of consolidation

These consolidated financial statements include the financial statements of the Holding Company and its subsidiary companies, here-in-after referred to as "the Group".

A company is a subsidiary, if an entity (the Holding Company) directly or indirectly controls, beneficially owns or holds more than fifty percent of its voting securities or otherwise has power to elect and appoint more than fifty percent of its directors.

Subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date when such control ceases.

The financial statements of the subsidiaries are prepared for the same reporting year as the Holding Company, using consistent accounting policies. The accounting policies of the subsidiaries have been changed to conform to accounting policies of the Group, where required.

All intra-group balances, transactions and unrealised gains and losses resulting from intra-group transactions and dividends are eliminated in full.

Where the ownership of a subsidiary is less than 100% and therefore, a non-controlling interest (NCI) exists, the NCI is allocated its share of the total comprehensive income of the period, even if that results in a deficit balance.

The assets, liabilities, income and expenses of subsidiary companies are consolidated on a line by line basis and carrying value of investments held by the Holding Company is eliminated against the subsidiary companies' shareholders' equity in the consolidated financial statements.

3.4 Adoption of amended standards

The accounting policies adopted in the preparation of these consolidated financial statements are consistent with those of the previous financial year except as describe below:

New Standards, Interpretations and Amendments

The Group has adopted the following accounting standard and the amendments of IFRSs which became effective for the current year:

IFRS 10 – Consolidated Financial Statements
IFRS 11 – Joint Arrangements
IFRS 12 – Disclosure of Interests in Other Entities
IFRS 13 – Fair Value Measurement
IAS 27 – Equity Method in Separate Financial Statements
IAS 28 – Investments in Associates and Joint Ventures

The adoption of the above accounting standards did not have any material effect on the consolidated financial statements.

Standards, interpretations and amendments to approved accounting standards that are not yet effective

The following standards, amendments and interpretations with respect to the approved accounting standards as applicable in Pakistan would be effective from the dates mentioned below against the respective standard or interpretation:

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| Standard or Interpretation | Effective date (annual periods beginning on or after) |
|---|---|
| IFRS 2: Share-based Payments – Classification and Measurement of Share-based Payments Transactions (Amendments) | 01 January 2018 |
| IFRS 10: Consolidated Financial Statements, IFRS 12 Disclosure of Interests in Other Entities and IAS 28 Investment in Associates – Investment Entities: Applying the Consolidation Exception (Amendment) | 01 January 2016 |
| IFRS 10: Consolidated Financial Statements and IAS 28 Investment in Associates and Joint Ventures - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendment) | Not yet finalized |
| IFRS 11: Joint Arrangements - Accounting for Acquisition of Interest in Joint Operation (Amendment) | 01 January 2016 |
| IAS 1 – Presentation of Financial Statements - Disclosure Initiative (Amendment) | 01 January 2016 |
| IAS 7 Financial Instruments: Disclosures - Disclosure Initiative - (Amendment) | 01 January 2017 |
| IAS 12 Income Taxes – Recognition of Deferred Tax Assets for Unrealized losses (Amendments) | 01 January 2017 |
| IAS 16 Property, Plant and Equipment and IAS 38 intangible assets - Clarification of Acceptable Method of Depreciation and Amortization (Amendment) | 01 January 2016 |
| IAS 16 Property, Plant and Equipment IAS 41 Agriculture - Agriculture: Bearer Plants (Amendment) | 01 January 2016 |
| IAS 27 – Separate Financial Statements – Equity Method in Separate Financial Statements (Amendment) | 01 January 2016 |

The above standards and amendments are not expected to have any material impact on the consolidated financial statements in the period of initial application.

In addition to the above standards and amendments, improvements to various accounting standards have also been issued by the IASB in September 2014. Such improvements are generally effective for accounting periods beginning on or after 01 January 2016. The Group expects that such improvements to the standards will not have any material impact on the consolidated financial statements in the period of initial application.

Further, following new standards have been issued by IASB which are yet to be notified by the SECP for the purpose of applicability in Pakistan.

| Standard or Interpretation | IASB Effective date (annual periods beginning on or after) |
|--|--|
| IFRS 9 – Financial Instruments: Classification and Measurement | 01 January 2018 |
| IFRS 14 – Regulatory Deferral Accounts | 01 January 2016 |
| IFRS 15 – Revenue from Contracts with Customers | 01 January 2018 |
| IFRS 16 – Leases | 01 January 2019 |

3.5 Critical accounting judgments, estimates and assumptions

The preparation of these consolidated financial statements in conformity with approved accounting standards, as applicable in Pakistan, requires management to make judgments, estimates and assumptions that affects the application of policies and the reported amount of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates underlying the assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgments and estimates made by the management that may have a significant risk of material adjustments to the consolidated financial statements in the subsequent years are as follows:

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

- i) Useful lives of items of property, plant and equipment (note 4.1 and 5.1);
- ii) Provision for slow moving and obsolete stock-in-trade (note 4.2 and 9);
- iii) Provision for doubtful debts and other receivables (note 4.4 and 10.2);
- iv) Impairment against other financial and non-financial assets (note 4.7);
- v) Estimates of receivables and payables in respect of staff retirement benefit schemes (note 4.10 and 20.2);
- vi) Provision for compensated absences (note 4.11);
- vii) Provision for taxation (note 4.14, 20.1 and 33); and
- viii) Contingencies (note 25.1).

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

4.1 Property, plant and equipment

Owned

These are initially recognised at cost and subsequently carried at cost less accumulated depreciation and impairment losses, if any, except for freehold land, leasehold land, building on freehold land, roads and civil works, plant and machinery, generators and safety and lab equipments are measured at revalued amounts, which is the fair value at the date of revaluation less accumulated depreciation and accumulated impairment losses, if any, recognised subsequent to the date of revaluation. The surplus arising on revaluation is disclosed as surplus on revaluation of property, plant and equipment.

Depreciation / amortization is charged to consolidated profit and loss account, applying the straight line method whereby costs of assets, less their residual values, is written off over their estimated useful lives at rates as disclosed in note 5.1 to the consolidated financial statements. Depreciation / amortization on additions is charged from the month in which the asset is available for use up to the month preceding the disposal.

The carrying values of the Group's property plant and equipment are reviewed at each financial year end for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. If any such indication exists, and where the carrying values exceed the estimated recoverable amount, the assets are written down to their recoverable amount.

Repairs and maintenance cost is written off to the consolidated profit and loss account in the year in which it is incurred. Major renewals and improvements are capitalized when it is probable that respective future economic benefits will flow to the Group.

An item of property plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gain or loss on disposal of property, plant and equipment is recognised in the year of disposal.

Capital work-in-progress

Capital work-in-progress is stated at cost less accumulated impairment, if any, and consists of expenditure incurred in respect of operating fixed assets in the course of their acquisition, erection, construction and installation, including salaries and wages directly attributable to capital work-in-progress, determined by the management. The assets are transferred to relevant category of operating fixed assets when they are available for use.

Assets subject to finance lease

Finance leases, which transfer to the Group substantially all the risks and benefits incidental to ownership of the leased item, are stated at the fair value of the leased asset or, if lower, at the present value of the minimum lease payments, less accumulated depreciation and impairment losses, if any. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability.

Leased assets are depreciated over the useful lives of the assets. However, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term. Depreciation, repair and maintenance and gain/loss on disposal of assets subject to finance lease is recognised in the same manner as for owned assets.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

4.2 Stock-in-trade

All stock-in-trade is valued at the lower of cost and net Realizable Value (NRV).

Raw materials

Cost in relation to crude oil is determined on the basis of First-In-First-Out (FIFO) basis. NRV in relation to crude oil represents replacement cost at the balance sheet date.

Finished products

Cost of finished products comprises of the cost of crude oil and refining charges consisting of direct expenses and appropriate production overheads. Direct expenses are arrived at on the basis of average cost for the year per barrel of throughput. Production overheads, including depreciation / amortization, are allocated to throughput proportionately on the basis of normal capacity.

NRV in relation to finished products is the estimated selling price in the ordinary course of business, less the estimated cost of completion and estimated cost necessary to make the sale.

4.3 Stores and spares

These are stated at moving average cost less impairment loss, if any. For items which are slow moving and / or identified as surplus to the Group's requirements, adequate provision is made for any excess book value over estimated realizable value. The Group reviews the carrying amount of the stores and spares on a regular basis and provision is made for obsolescence.

Provision is made for obsolete and slow moving items where necessary and is recognised in the consolidated profit and loss account.

4.4 Trade debts and other receivables

Trade debts and other receivables are stated at original invoice amount less provision for doubtful debts, if any. Provision for doubtful debts / other receivables is based on the management's assessment of customers' outstanding balances and creditworthiness. Bad debts are written-off when identified.

4.5 Trade deposits and short-term prepayments

These are initially recognised at cost, which is the fair value of the consideration given. Subsequent to initial recognition assessment is made at each balance sheet date to determine whether there is an indication that a financial asset or group of assets may be impaired. If such indication exists, the estimated recoverable amount of that asset or group of assets is determined and any impairment loss is recognised for the difference between the recoverable amount and the carrying value.

4.6 Cash and cash equivalents

Cash and cash equivalents are stated at cost. For the purposes of cash flow statement, cash and cash equivalents comprise cash in hand, balances with banks and stamp papers.

4.7 Impairment

Financial assets

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

Individually significant financial assets are tested for impairment on an individual basis. The remaining financial assets are assessed collectively in groups that share similar credit risk characteristics.

All impairment losses are recognised in the profit and loss account. An impairment loss is reversed if the reversal can be related objectively to an event accruing after the impairment loss was recognised.

Non-financial assets

The carrying amounts of non-financial assets are assessed at each reporting date to ascertain whether

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

there is any indication of impairment. If such an indication exists, the asset's recoverable amount is estimated to determine the extent of impairment loss, if any. An impairment loss is recognised as an expense in the consolidated profit and loss account. The recoverable amount is the higher of an asset's fair value less cost to sell and value-in-use. Value-in-use is ascertained through discounting of the estimated future cash flows using a discount rate that reflects current market assessments of the time value of money and the risk specific to the assets. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

An impairment loss is reversed if there is a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognised.

4.8 Surplus on revaluation of property, plant and equipment

The surplus arising on revaluation of property, plant and equipment is credited to the "Surplus on revaluation of property, plant and equipment" shown below equity in the balance sheet in accordance with the requirements of section 235 of the Companies Ordinance, 1984. The said section was amended through the Companies (Amendment) Ordinance, 2002. The Group has adopted following accounting treatment of depreciation / amortization on revalued assets, in accordance with Securities and Exchange Commission of Pakistan's (SECP) SRO 45(1)/2003 dated 13 January 2003:

- depreciation / amortization on assets which are revalued is determined with reference to the value assigned to such assets on revaluation and depreciation / amortization charge for the year is taken to the consolidated profit and loss account; and
- an amount equal to incremental depreciation / amortization for the year net of deferred taxation is transferred from "Surplus on revaluation of property, plant and equipment" to accumulated loss through Consolidated Statement of Changes in Equity to record realization of surplus to the extent of the incremental depreciation / amortization charge for the year.

Upon disposal, any revaluation surplus relating to the asset being disposed is transferred to accumulated profit.

4.9 Interest / Mark-up bearing loans and borrowings

All loans and borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs.

Loans and borrowings are subsequently stated at amortized cost with any difference between the proceeds (net of transaction cost) and the redemption value recognised in the consolidated profit and loss account over the period of the borrowing using the effective interest method.

4.10 Staff retirement benefits

4.10.1 Defined benefit plan

The Group operates a funded gratuity scheme covering all its permanent employees who have completed minimum qualifying period of service. The Group's obligation under the scheme is determined through actuarial valuations carried out under the "Projected Unit Credit Method". The latest actuarial valuation was carried out at 30 June 2016 and based on the actuarial valuation; the Group had recognised the liability for retirement benefits and the corresponding expenses. Actuarial gains and losses that arise are recognised in other comprehensive income in the year in which they arise. Past service costs are recognised immediately in the consolidated profit and loss account irrespective of the fact that the benefits are vested or non-vested. Current service costs and any past service costs together with the effect of the unwinding of the discount on plan liabilities are charged to operating expenses.

The amount recognised in the consolidated balance sheet represents the present value of defined benefit obligation as reduced by the fair value of plan assets.

4.10.2 Defined contribution plan

The Group operates a provident fund scheme for all its eligible employees. Equal contributions are made by the Group and the employees at 8.33% of the basic salary of the eligible employees.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

4.11 Compensated absences

The Group accounts for the liability in respect of employees' compensated absences in the year in which these are earned. Provisions to cover the obligation are made using the current salary levels of the employees. No actuarial valuation of compensated absences is carried out as the management considers that the financial impact is not material.

4.12 Trade and other payables

Liabilities for trade and other amounts payable are carried at cost which is the fair value of the consideration to be paid in the future for goods and services received, whether or not billed to the Group.

4.13 Assets held under operating leases / Ijarah financing

Assets held under operating leases / Ijarah financing are accounted for using the guidelines of IAS 17 and IFAS 2 respectively. These assets are not recognised in the Group's consolidated financial statements and payments made under operating leases / Ijarah financing are recognised in the consolidated profit or loss on a straight line basis over the term of the lease.

4.14 Taxation

Current

The charge for current taxation is based on taxable income at the current rates of taxation in accordance with Income Tax Ordinance, 2001.

Deferred

Deferred tax is recognised using the balance sheet liability method, on all temporary differences arising at the balance sheet date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that the future taxable profits will be available against which the assets may be utilized. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realized. As of the balance sheet date, deferred tax asset amounting to Rs. 2,753.369 million (30 June 2015: Rs. 3,467.006 million) has not been recognised in these consolidated financial statements as a matter of prudence.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

4.15 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, if 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.

4.16 Liabilities and finance charges against assets subject to finance lease

Liabilities against assets subject to finance lease are accounted for at net present value of minimum payments under the lease arrangements. Lease payments are apportioned between finance costs and reduction of lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Financial costs are charged directly to the consolidated profit and loss account except those which are directly attributable to the acquisition and installation of a qualifying asset (refer note 4.1).

4.17 Revenue recognition

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

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

- Sales are recognised when the significant risk and rewards of ownership of the goods have passed to the customer which coincide with the dispatch of goods to the customers.
- Export sales are recognised on the basis of product shipped to the customers.
- Handling and storage income, pipeline charges, rental income and other services income is recognised on accrual basis.
- Blending, refining and processing of petroleum naphtha to produce petroleum products and other services income is recognized on accrual basis.

4.18 Other income

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

- Mark-up on delayed payments charges are recognised on the time proportionate basis.
- Interest income / mark-up on short term deposits and interest bearing advances are recognised on the proportionate basis.
- Handling income including income from gantry operations and pipeline charges are recognised on an accrual basis.
- Scrap sales and rental income are recognised on an accrual basis.

4.19 Foreign currency translations

Foreign currency transactions during the period are recorded at the exchange rates approximating those ruling on the date of the transaction. Monetary assets and liabilities in foreign currencies are translated at the rates of exchange which approximate those prevailing on the balance sheet date. Gains and losses on translation are taken to the consolidated profit and loss account.

4.20 Financial instruments

All financial assets and liabilities are initially measured at fair value and subsequently re-measured at fair value or amortized cost as the case may be. The Group derecognises the financial assets and financial liabilities when it ceases to be a party to such contractual provisions of the instruments

4.21 Offsetting of financial assets and financial liabilities

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

4.22 Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as Chief Executive Officer of the Group.

4.23 Dividends and appropriations

Dividends and reserve appropriations are recognised in the year in which these are declared / approved. The distribution of dividend is subject to the covenant as mentioned in note 17.1. to these consolidated financial statements.

4.24 Functional and presentation currency

These financial statements are presented in Pakistani Rupee, which is the Group's functional and presentation currency.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

4.25 Earnings per share

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit after tax attributable to ordinary shareholders of the Holding Company by the weighted average number of ordinary shares outstanding during the period.

4.26 Business combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. Acquisition-related costs are generally recognised in consolidated profit or loss as incurred.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If, after reassessment, the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognised immediately in profit and loss as a bargain purchase gain.

5. PROPERTY, PLANT AND EQUIPMENT

| | Note | 30 June 2016 | 30 June 2015 |
|--------------------------|------|---------------------------|-------------------|
| | |Rupees in '000 | |
| Operating fixed assets | 5.1 | 35,216,520 | 37,189,732 |
| Capital work-in-progress | 5.2 | 435,509 | 783,200 |
| | | <u>35,652,029</u> | <u>37,972,932</u> |

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

5.1 Operating fixed assets

| | COST / REVALUATION | | | | ACCUMULATED DEPRECIATION / AMORTIZATION | | | | Written down value as at 30 June 2016 | Depreciation rate % | | | |
|--|--------------------|---|-----------|-----------------|---|--------------------|---------------------|--------------|---------------------------------------|---------------------|-------------------|--------------------------------|--------------------|
| | As at 01 July 2015 | Additions* Revaluation Surplus (note 5.1.2) | Transfers | Disposals | As at 30 June 2016 | As at 01 July 2015 | Charge for the year | Transfers | | | Disposals | Revaluation surplus adjustment | As at 30 June 2016 |
| Owned | (Rupees in '000) | | | | | | | | | | | | |
| Freehold land | 884,157 | - | - | - | 884,157 | - | - | - | - | - | - | 884,157 | - |
| Leasehold land | 853,831 | - | - | - | 853,831 | 72,953 | 37,128 | - | - | - | 110,081 | 743,750 | 0-20 |
| Building on freehold land, roads and civil works | 909,467 | 6,199 | - | - | 915,666 | 132,988 | 36,503 | - | - | - | 169,491 | 746,175 | 4 |
| Building on leasehold land | 76,939 | - | - | - | 76,939 | 9,941 | 3,364 | - | - | - | 13,305 | 63,634 | 4 |
| Plant and machinery | 36,368,153 | 491,307 | - | - | 36,859,460 | 7,468,313 | 2,059,786 | - | - | - | 9,528,099 | 27,331,361 | 4-5 |
| Single point mooring and installations | 5,513,062 | - | - | - | 5,513,062 | 351,525 | 241,264 | - | - | - | 592,789 | 4,920,273 | 5 |
| Generators | 426,186 | - | - | - | 426,186 | 262,965 | 28,609 | - | - | - | 291,574 | 134,612 | 6-70 |
| Furniture and fixtures | 53,661 | - | - | - | 53,661 | 39,906 | 5,366 | - | - | - | 45,272 | 8,389 | 10 |
| Portable cabins | 11,199 | - | - | - | 11,199 | 9,966 | 210 | - | - | - | 10,176 | 1,023 | 10 |
| Vehicles | 201,340 | 965 | - | 6,599 | 197,213 | 200,177 | 1,471 | 4,066 | (8,717) | - | 196,997 | 216 | 20 |
| Filling stations (5.1.1) | 636,591 | 2,249 | - | - | 638,840 | 222,286 | 37,643 | - | - | - | 259,929 | 378,911 | 5-12.5 |
| Computer and allied equipments | 110,085 | 82 | - | (62) | 110,105 | 106,830 | 3,208 | - | (43) | - | 109,995 | 110 | 33.33 |
| Safety and lab equipments | 1,351,503 | - | - | - | 1,351,503 | 1,341,297 | 10,206 | - | - | - | 1,351,503 | - | 20-25 |
| | 47,396,174 | 500,802 | - | 6,599 | 47,891,822 | 10,219,147 | 2,464,758 | 4,066 | (8,760) | - | 12,679,211 | 35,212,611 | |
| Leased | | | | | | | | | | | | | |
| Vehicles | 20,848 | - | - | (6,599) | 14,249 | 8,143 | 6,263 | (4,066) | - | - | 10,340 | 3,909 | 20 |
| | 47,417,022 | 500,802 | - | (11,753) | 47,906,071 | 10,227,290 | 2,471,021 | - | (8,760) | - | 12,689,551 | 35,216,520 | |

*Additions of Rs. 500.802 million, as shown above include an amount of Rs. 416.194 million transferred from capital work-in-progress during the year, as shown in note 5.2.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | COST / REVALUATION | | | | ACCUMULATED DEPRECIATION/ AMORTIZATION | | | | | Depreciation rate % | |
|--|--------------------|---|---------------|---------------|--|--------------------|---------------------|---------------|-----------------|---------------------|--------------------------------|
| | As at 01 July 2014 | Additions* Revaluation surplus (note 5.1.2) | Transfers | Disposals | As at 30 June 2015 | As at 01 July 2014 | Charge for the year | Transfers | Disposals | | Revaluation surplus adjustment |
| Owned | | | | | | | | | | | |
| Freehold land | 660,830 | 200,138 | - | - | 884,157 | - | - | - | - | - | 884,157 |
| Leasehold land | 810,081 | - | 43,750 | - | 853,831 | 35,825 | 37,128 | - | - | - | 72,953 |
| Building on freehold land, roads and civil works | 857,096 | 52,371 | - | - | 909,467 | 96,609 | 36,379 | - | - | - | 132,988 |
| Building on leasehold land | 76,939 | - | - | - | 76,939 | 6,577 | 3,364 | - | - | - | 66,998 |
| Plant and machinery | 35,784,188 | 583,965 | - | - | 36,368,153 | 6,212,390 | 1,255,923 | - | - | - | 28,899,840 |
| Single point mooring and installations | 5,513,062 | - | - | - | 5,513,062 | 110,261 | 241,264 | - | - | - | 5,161,537 |
| Generators | 419,422 | 6,764 | - | - | 426,186 | 234,355 | 28,610 | - | - | - | 163,221 |
| Furniture and fixtures | 53,661 | - | - | - | 53,661 | 34,540 | 5,366 | - | - | - | 13,755 |
| Portable cabins | 11,199 | - | - | - | 11,199 | 9,530 | 436 | - | - | - | 1,233 |
| Vehicles | 196,139 | 5,201 | 25,062 | (25,062) | 201,340 | 195,919 | 4,258 | 20,049 | (20,049) | - | 1,163 |
| Filling stations (5.1.1) | 603,953 | 32,638 | - | - | 636,591 | 184,091 | 38,195 | - | - | - | 414,305 |
| Computer and allied equipments | 106,581 | 3,504 | - | - | 110,085 | 80,909 | 25,921 | - | - | - | 3,255 |
| Safety and lab equipments | 1,119,872 | 231,631 | - | - | 1,351,503 | 1,060,936 | 280,361 | - | - | - | 10,206 |
| | 46,213,023 | 1,116,212 | 66,939 | 25,062 | 47,396,174 | 8,261,942 | 1,957,205 | 20,049 | (20,049) | - | 37,177,027 |
| Leased | | | | | | | | | | | |
| Vehicles | 45,910 | - | - | (25,062) | 20,848 | 23,299 | 4,893 | (20,049) | - | - | 8,143 |
| | 46,258,933 | 1,116,212 | 66,939 | - | 47,417,022 | 8,285,241 | 1,962,098 | - | (20,049) | - | 37,189,732 |

*Additions of Rs. 1,116,212 million, as shown above include an amount of Rs. 953,503 million transferred from capital work-in-progress during the year.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

5.1.1 The Holding Company's assets located at filling stations are not in possession of the Group. In view of large number of dealers, the management considers it impractical to disclose particulars of assets not in possession of the Group as required under para 5 of part I of the Fourth Schedule to the Companies Ordinance, 1984.

5.1.2 During the years ended 30 June 2007, 30 June 2009, 30 June 2011, 30 June 2012, 30 June 2014 and 30 June 2015 revaluation exercises were carried out by independent valuers of the Holding Company resulting in surplus on revaluations amounting to Rs.1,901.021 million, Rs. 4,062.989 million, Rs. 3,484.024 million, Rs. Nil, Rs. 1,150.540 million and Rs. 66.939 million, respectively.

Further, during the years ended 30 June 2010 and 30 June 2014, revaluation exercises were carried out by independent valuers of a Subsidiary Company (BTPL) resulting in surplus on revaluations amounting to Rs.120.888 million Rs. 66.298 million, respectively.

The fair values were determined with reference to market based evidence, based on active market prices and relevant enquiries and information as considered necessary, adjusted for any difference in nature, location or condition of the specific property and in case where market based evidence was not available or not applicable due to the specialized nature of asset, then it was based on depreciated replacement cost method.

5.1.3 Had there been no revaluation, the net book value of specific classes of operating fixed assets would have amounted to:

| | Note | 30 June 2016 | 30 June 2015 |
|---|------|-------------------|-------------------|
| Rupees in '000 | | | |
| Freehold land | | 50,654 | 50,654 |
| Leasehold land | | 213,200 | 213,200 |
| Buildings on freehold land, roads and civil works | | 805,957 | 1,168,381 |
| Plant and machinery | | 9,908,524 | 10,411,868 |
| Generators | | 55,975 | 65,365 |
| Safety and lab equipments | | - | 8,379 |
| | | <u>11,034,310</u> | <u>11,917,847</u> |

5.1.4 Depreciation / amortization charge for the year has been allocated as follows:

| | | | |
|-----------------------------------|------|------------------|------------------|
| Cost of sales | 27.1 | 2,378,726 | 1,865,229 |
| Administrative expenses | 28 | 54,652 | 58,674 |
| Selling and distribution expenses | 29 | 37,643 | 38,195 |
| | | <u>2,471,021</u> | <u>1,962,098</u> |

5.1.5 The details of operating fixed assets disposed off during the year are as follows:

| | Cost | Accumulated depreciation | Written down value | Sale proceeds | Gain on disposal | Mode of disposal | Particulars of Buyer | | |
|------------------------------|---------------|-----------------------------|--------------------------|------------------|---------------------|---------------------|------------------------|-------------|---------|
| | | | | | | | Name | Status | Address |
| (Rupees in '000) | | | | | | | | | |
| Toyota Corolla | 441 | - | 441 | 511 | 70 | Group Policy | Saeed Ahmed Sheikh | Employee | Karachi |
| Honda City | 1,399 | 1,119 | 280 | 350 | 70 | Group Policy | Muhammad Maroof | Employee | Karachi |
| Honda Civic | 1,288 | 1,288 | - | 690 | 690 | Tender | Hammad Ahmed Khan | Independent | Karachi |
| Toyota Corolla | 999 | 999 | - | 527 | 527 | Tender | Ittehad Motors | Independent | Karachi |
| Toyota Corolla | 999 | 999 | - | 457 | 457 | Tender | Ittehad Motors | Independent | Karachi |
| Suzuki Cultus | 585 | 585 | - | 440 | 440 | Tender | Ittehad Motors | Independent | Karachi |
| Suzuki Cultus | 780 | 780 | - | 530 | 530 | Tender | Muhammad Maroof | Employee | Karachi |
| Audi | 5,200 | 2,947 | 2,253 | 2,513 | 260 | Group Policy | Mujataba Jafarey | Employee | Karachi |
| Laptop | 62 | 43 | 19 | 19 | - | Group Policy | Muhammad Imran Farooki | Employee | Karachi |
| June 2016 | <u>11,753</u> | <u>8,760</u> | <u>2,993</u> | <u>6,037</u> | <u>3,044</u> | | | | |
| June 2015 | <u>25,062</u> | <u>20,049</u> | <u>5,013</u> | <u>6,706</u> | <u>1,693</u> | | | | |

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

5.2 Capital work-in-progress

The movement of capital work-in-progress during the year is as follows:

| | Opening balance | Additions | Transferred to operating fixed assets | Closing balance | |
|--|-----------------|---------------|---------------------------------------|------------------|----------------|
| | | | | 2016 | 2015 |
| (Rupees in '000) | | | | | |
| Plant and machinery | 774,196 | 68,503 | 416,194 | 426,505 | 774,196 |
| Building on freehold land, roads and civil works | 691 | - | - | 691 | 691 |
| Filling stations | 8,313 | - | - | 8,313 | 8,313 |
| | <u>783,200</u> | <u>68,503</u> | <u>416,194</u> | <u>435,509</u> | <u>783,200</u> |
| | | | Note | 30 June 2016 | 30 June 2015 |
| | | | | (Rupees in '000) | |

6. INTANGIBLE ASSET

| | | | |
|---|-----|---------------|---------------|
| Goodwill acquired on business combination | 6.1 | <u>23,746</u> | <u>23,746</u> |
|---|-----|---------------|---------------|

- 6.1** During the year ended 30 June 2010, the Holding Company acquired 100% shares of a Subsidiary Company (BTPL) from all of its shareholders for a consideration of Rs. 87.155 million. The effective control was obtained on 17 February 2010. The acquisition brought about expansion and diversification of the Holding Company's business as the BTPL is engaged in provision of bulk storage services and mooring services of petroleum products.

Goodwill acquired through acquisition has an indefinite life. The Group assessed the recoverable amount of the goodwill by determining the value in use over a ten year period as the business is long term by nature. The recoverable value exceeds its carrying value and hence no impairment exists. The management believes that any reasonable possible changes to the key assumptions on which the calculation of recoverable amount are based would not significantly cause the carrying amount to exceed the recoverable amount.

| | | | |
|--|------|------------------|--------------|
| | Note | 30 June 2016 | 30 June 2015 |
| | | (Rupees in '000) | |

7. LONG-TERM LOANS AND ADVANCES – unsecured

| | | | |
|--|-----------|------------------|------------------|
| Loan to Coastal Refinery Limited (CRL) | 7.1 & 7.2 | 1,518,780 | 1,518,780 |
| Amortization of arrangement fee | 7.2 | - | 446,037 |
| Advance against investment in shares | 7.3 | 235,000 | 100,000 |
| | | <u>1,753,780</u> | <u>2,064,817</u> |

- 7.1** The Subsidiary Company (BTPL) had entered into a Share Purchase Agreement (the Original Agreement) with CRL dated April 12, 2010 whereby it was agreed that the shareholders' of CRL will sell their entire existing shareholding in CRL to BTPL against the consideration of construction cost of the Buoy (in ownership of CRL) financed by BTPL amounting to Rs. 830 million. The Original Agreement was revised (the Revised Agreement) on February 21, 2011, which was further amended and restated (the First Amended and Restated Share Purchase Agreement) on April 12, 2013, thereby canceling the Original Agreement and the Revised Agreement.

According to the First Amended and Restated Share Purchase Agreement, BTPL financed the construction cost of the Buoy (in ownership of CRL) amounting to Rs. 830 million and the cost was to be recovered from CRL through issuance of CRL's shares to BTPL at a face value of Rs. 10 each.

However, on December 26, 2014, BTPL entered into another Amended and Restated Share Purchase Agreement, thereby cancelling the First Amended and Restated Share Purchase Agreement and according to which the financing for construction of the Buoy was converted into a long-term loan. Moreover, as per the Amended and Restated Share Purchase Agreement, BTPL will subscribe for 83 million right shares of CRL at a par value of Rs. 10 each and pay CRL Rs. 830 million in two installments by July 31, 2016 and October 31, 2017 as purchase consideration of right shares. Further, as per the Amended and Restated Share Purchase Agreement, CRL will pay the installments amount received from the right issue to settle the aforesaid loan of Rs. 830 million from BTPL. The aforesaid loan is interest free.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

7.2 Pursuant to the Amended and Restated Share Purchase Agreement, BTPL entered into another agreement dated December 30, 2014, to provide CRL a loan amounting to Rs. 688.78 million. For this purpose, BTPL obtained a long term finance facility of Rs. 348.78 million from Syndicate of four banks and entered into a long term Musharaka arrangement for Rs. 340 million as fully disclosed in note 17.4 and 17.5 to the consolidated financial statements. These loans were specifically obtained for the purpose of financing CRL and are repayable semi-annually in arrears in 8 years with an initial 2 years grace period commencing from 30 June 2017. The loan carries interest at the rate of 8% per annum.

Further, BTPL also entered into an agreement dated December 30, 2014, according to which BTPL was liable to pay arrangement fee to Syndicate banks and Musharaka arrangement amounting to Rs. 214.645 million and Rs. 231.392 million, respectively, as fully disclosed in note 17.6 to the consolidated financial statements. However, during the year, the Syndicate Banks and Al Baraka Bank (Pakistan) Limited have waived an amount of Rs. 223.019 million pursuant to the signing of the waiver letter. During the year, BTPL recovered arrangement fee in full amounting to Rs. 446.037 million from CRL, however, a corresponding advance as disclosed in note 11 was booked against CRL.

7.3 According to the Amended and Restated Share Purchase Agreement, BTPL will purchase CRL's shares from the existing shareholders by acquiring 100% of the issued, subscribed and paid up share capital of CRL amounting to Rs. 670.525 million at a discount of Rs 2.1 per share against payment of Rs. 529.517 million by September 2017. As at June 30, 2016, BTPL has made a total payment of Rs. 235 million against the purchase price, as specified in the Amended and Restated Share Purchase Agreement, however, Rs. 30 million which had to be paid by the said date has not been paid. The aforesaid payment is being made in an Escrow Account managed by a commercial bank.

| Note | 30 June 2016 | 30 June 2015 |
|------|-----------------|-----------------|
|------|-----------------|-----------------|

..... Rupees in '000

8. LONG-TERM DEPOSITS

| | | | |
|---|-----|----------------|----------------|
| Finance lease | | 6,955 | 6,955 |
| Ijarah financing | 8.1 | 20,010 | 20,321 |
| Leasehold land | | 931 | 931 |
| Rental premises | | 7,089 | 7,089 |
| Central Depository Company of Pakistan | | 13 | 13 |
| Others | | 3,289 | 2,714 |
| | 8.2 | <u>38,287</u> | <u>38,023</u> |
| Less: current portion of finance lease deposits | 12 | <u>(6,955)</u> | <u>(6,955)</u> |
| | | <u>31,332</u> | <u>31,068</u> |

8.1 Represents security deposit paid by a Subsidiary Company to a bank on entering into a lease agreement (ijarah) of Rs. 200 million.

8.2 These deposits are interest free.

| Note | 30 June 2016 | 30 June 2015 |
|------|-----------------|-----------------|
|------|-----------------|-----------------|

..... (Rupees in '000)

9. STOCK-IN-TRADE

| | | | |
|-------------------|----------------|------------------|------------------|
| Raw material | 9.1 & 9.2 | 2,389,729 | 682,874 |
| Finished products | 9.3, 9.4 & 9.5 | 4,942,026 | 4,176,741 |
| | | <u>7,331,755</u> | <u>4,859,615</u> |

9.1 This includes raw material in transit amounting to Rs. 1,492.395 million (30 June 2015: Rs. Nil) as at the balance sheet date.

9.2 Raw material costing Rs. 2,368.790 million (30 June 2015: Rs. Nil) has been written down by Rs. 22.287 million (30 June 2015: Rs. Nil) to Net Realizable Value.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

Management based on the opinion of its advisor is confident of a favourable decision and accordingly no provision has been made in this respect.

- 25.1.4** A supplier of generators to a Subsidiary Company (BTPL) has filed a suit against BTPL for a sum of Rs. 2.115 million on account of increased cost of materials, financial losses etc. on account of delay in delivery, which in the view of plaintiff was caused due to acts of BTPL. However, the delay was on part of supplier which compelled BTPL to hire the generators during the delayed period on which BTPL incurred and recovered a sum of Rs. 1.238 million through encashment of guarantees provided by supplier. The suit is pending and no provision for the above claim has been made in these consolidated financial statements as there is no contractual or other basis on which the plaintiff can rest its claim and accordingly the same is likely to be rejected by the Honorable Court, as per BTPL's legal advisor.
- 25.1.5** China Harbour Engineering Company (CHEC), engaged by a Subsidiary Company (BTPL) for the construction of Single Point Mooring on 19 August 2011, demanded a penalty of Rs. 22 million from BTPL on account of delayed payments in accordance with the terms of the agreement entered into between BTPL and CHEC. However, BTPL has not acknowledged the said demand as it believes that delay was on part of contractor's bank. No demand of notice or any correspondences have been received from CHEC regarding follow up of this penalty based on which no provision for the above demand has been made in these consolidated financial statements.
- 25.1.6** During the current year, the customs authorities raised demand of Rs.273.58 million on account of import duty and taxes on import of Tugs being used for the purposes of towing and mooring of vessels discharging petroleum products at the Single Point Mooring (SPM). Since, the tug boats in question are imported on a temporary basis, the management of a Subsidiary Company (BTPL) is of the view that such tugs are entitled to exemption from import duty and taxes under SRO 678(I) of 2004. The benefit of the said SRO was previously granted to BTPL, however, the customs authorities have recently changed their view as to the applicability of the said SRO to the tugs in question and have issued show cause notices to BTPL to pay the customs duties and taxes as assessed by the customs authorities and have refused to complete the goods declaration of the tugs, therefore, the tugs in question cannot be re-exported by BTPL until the entitlement to benefit of the SRO is finally adjudicated upon the customs adjudication or the court of law. BTPL on the basis of the advice of its legal advisor have filed CP No.408 / 2015 and CP No.828 / 2015 before the High Court of Balochistan at Quetta at seeking a determination as to the applicability of the SRO to the tugs imported by BTPL and has also filed CP No.828 of 2015 in order to seek a direction of the court to release a tug of BTPL. Based on the opinion of legal advisor, the management is confident that the matter will be decided in its favor. Hence, no provision for the above demand has been made in these consolidated financial statements.
- 25.1.7** The Holding Company was selected for an audit under Section 177 and 214C of the Income Tax Ordinance, 2001 for the tax years 2009, 2011, 2012 and 2013. Audit proceedings for all mentioned tax years were completed and a demand of Rs. 87.105 million has been raised in an amended order passed under Section 122(1)(5) of the Income Tax Ordinance, 2001. This pertains to the tax year 2013 only and represents tax due under Section 113 of the Income Tax Ordinance, 2001.

Being aggrieved by the amended order, the Holding Company filed an appeal before Commissioner Inland Revenue, Appeals, Karachi which is pending for adjudication. However, as a matter of prudence, the said amount has already been provided for in the consolidated financial statements.

| | 30 June 2016 | 30 June 2015 |
|---|----------------------------|-----------------|
| | Rupees in '000 | |
| 25.2 Commitments | | |
| 25.2.1 Outstanding letters of credit | <u>10,722,572</u> | <u>4,606</u> |

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|---------------|--|----------------------|---------------------|
| | | Rupees in '000 | |
| 25.2.2 | Commitments for capital expenditure | 11,478 | 41,146 |
| 25.2.3 | Commitments in respect of Ijarah financing: | | |
| | Not later than one year | 35,542 | 65,553 |
| 26. | SALES - net | | |
| | Gross Sales | | |
| | Local | 108,685,777 | 111,245,979 |
| | Export | 7,581,901 | 8,866,314 |
| | | <u>116,267,678</u> | <u>120,112,293</u> |
| | Less: Sales discount, sales tax, excise duty and petroleum development levy | <u>(36,179,273)</u> | <u>(24,739,889)</u> |
| | | <u>80,088,405</u> | <u>95,372,404</u> |
| 27. | COST OF SALES | | |
| | Opening stock | 4,176,741 | 6,292,464 |
| | Cost of goods manufactured | 27.1 40,085,076 | 72,423,146 |
| | Finished products purchased during the year | 35,915,358 | 16,271,282 |
| | | <u>80,177,175</u> | <u>94,986,892</u> |
| | Closing stock | 9 <u>(4,942,026)</u> | <u>(4,176,741)</u> |
| | | <u>75,235,149</u> | <u>90,810,151</u> |
| 27.1 | Cost of goods manufactured | | |
| | Raw material consumed | 27.1.1 35,561,446 | 68,441,804 |
| | Salaries, wages and other benefits | 27.1.2 390,677 | 388,802 |
| | Depreciation | 5.1.4 2,378,726 | 1,865,229 |
| | Fuel, power and water | 263,469 | 602,827 |
| | Operation cost | 903,093 | 578,222 |
| | Insurance | 106,915 | 101,719 |
| | Repairs and maintenance | 177,363 | 101,640 |
| | Rent, rates and taxes | 67,640 | 89,794 |
| | Industrial gases and chemicals | 61,700 | 76,326 |
| | Staff transportation and catering | 62,676 | 67,705 |
| | Stores and spares consumed | 67,591 | 58,754 |
| | Security expenses | 24,120 | 17,014 |
| | Vehicle running | 9,840 | 10,297 |
| | Technical fee | - | 8,443 |
| | Others | 9,820 | 14,570 |
| | | <u>40,085,076</u> | <u>72,423,146</u> |
| | | | |
| | | 30 June 2016 | 30 June 2015 |
| | | Rupees in '000 | |
| 27.1.1 | Raw material consumed | | |
| | Opening stock | 682,874 | 2,485,043 |
| | Purchases during the year | 37,268,301 | 66,639,635 |
| | | <u>37,951,175</u> | <u>69,124,678</u> |
| | Closing stock | 9 <u>(2,389,729)</u> | <u>(682,874)</u> |
| | Raw material consumed | <u>35,561,446</u> | <u>68,441,804</u> |

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

27.1.2 This includes a sum of Rs. 12.938 million (30 June 2015: Rs.10.996 million) in respect of staff retirement benefits.

| | Note | 30 June 2016 | 30 June 2015 |
|---|-------|-----------------|-----------------|
| -----Rupees in '000----- | | | |
| 28. ADMINISTRATIVE EXPENSES | | | |
| Salaries, allowances and other benefits | 28.1 | 382,062 | 359,122 |
| Rent, rates and taxes | | 67,318 | 70,204 |
| Depreciation | 5.1.4 | 54,652 | 58,674 |
| Repairs and maintenance | | 36,309 | 36,308 |
| Legal and professional | | 26,673 | 34,141 |
| Travelling and conveyance | | 27,359 | 28,129 |
| Vehicle running | | 24,098 | 23,777 |
| Utilities | | 7,630 | 11,364 |
| Fee and subscriptions | | 10,140 | 10,332 |
| Insurance | | 7,878 | 7,765 |
| Auditors' remuneration | 28.2 | 5,281 | 5,857 |
| Printing and stationary | | 7,687 | 5,495 |
| SAP maintenance costs | | 17,986 | 1,487 |
| Others | | 18,539 | 15,444 |
| | | <u>693,612</u> | <u>668,099</u> |

28.1 This includes a sum of Rs.6.671 million (30 June 2015: Rs. 10.270 million) in respect of staff retirement benefits.

| | | 30 June 2016 | 30 June 2015 |
|--|--|-----------------|-----------------|
| -----Rupees in '000----- | | | |
| 28.2 Auditors' remuneration | | | |
| Statutory audit | | 1,800 | 1,800 |
| Half yearly review | | 500 | 500 |
| Consolidation of financial statements | | 400 | 400 |
| Special audit and other certifications | | 2,006 | 2,250 |
| Out of pocket expenses | | 575 | 907 |
| | | <u>5,281</u> | <u>5,857</u> |

| | Note | 30 June 2016 | 30 June 2015 |
|--|-------|------------------|------------------|
| -----Rupees in '000----- | | | |
| 29. SELLING AND DISTRIBUTION EXPENSES | | | |
| Salaries, allowances and other benefits | 29.1 | 169,334 | 164,402 |
| Transportation and product handing charges | | 1,858,109 | 1,838,354 |
| Sales commission | | 177,903 | 447,639 |
| Advertisement | | 47,510 | 28,634 |
| Rent, rates and taxes | | 86,461 | 63,212 |
| Depreciation | 5.1.4 | 37,643 | 38,195 |
| Export development surcharge | | 16,568 | 20,772 |
| Wharfage and other export expenses | | 30,574 | 16,045 |
| Insurance | | 2,036 | 11,667 |
| | | <u>2,426,138</u> | <u>2,628,920</u> |

29.1 This includes a sum of Rs.2.739 million (30 June 2015: Rs. 5.940 million) in respect of staff retirement benefits.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|---|---|------------------|------------------|
| -----Rupees in '000----- | | | |
| 30. OTHER EXPENSES | | | |
| Late payment surcharge and penalties | | 245,327 | 405,724 |
| Provision for doubtful debts | 10.2 | 680,548 | 399,608 |
| Workers' profit participation fund | 21.4 | 38,923 | - |
| Workers' welfare fund | 21 | 15,569 | - |
| | | <u>980,367</u> | <u>805,332</u> |
| 31. OTHER INCOME | | | |
| Income from financial assets | | | |
| Interest on balances due from customers | | 465,251 | 686,817 |
| Interest income on saving accounts | | 17,271 | 35,584 |
| Interest on loan to CRL | | 50,618 | 24,349 |
| | | <u>533,140</u> | <u>746,750</u> |
| Deferred arrangement fee payable written back | 20 | 223,019 | - |
| Income from non-financial assets | | | |
| Reversal of excess sales tax surcharge provision | | 708,883 | 913,576 |
| Inland Freight Equalization Margin | | - | 256,408 |
| Land lease rent | | 52,937 | 52,937 |
| Storage and handling income | | 28,158 | 41,638 |
| Gain on disposal of operating fixed assets | 5.1.5 | 3,044 | 1,693 |
| Dealership income | | 8,100 | 2,420 |
| | | <u>801,772</u> | <u>1,268,672</u> |
| | | <u>1,557,281</u> | <u>2,015,422</u> |
| | | | |
| | | 30 June 2016 | 30 June 2015 |
| -----Rupees in '000----- | | | |
| 32. FINANCE COSTS | | | |
| Mark-up on: | | | |
| - Long-term financing | | 1,560,519 | 1,692,106 |
| - Loan from a commercial bank | 17.2 & 17.3 | 173,712 | - |
| - Loan from syndicate banks | 17.4 | 25,877 | 10,861 |
| - Short-term borrowings | | 696,248 | 1,292,564 |
| - Loan from the Parent Company | | - | 21,054 |
| - Musharaka facility | 17.5 | 24,741 | 13,488 |
| - Advance from customers | | 20,159 | 26,994 |
| - Workers' profit participation fund | 21.4 | 6,341 | 7,358 |
| | | <u>2,507,597</u> | <u>3,064,425</u> |
| Unwinding of arrangement fee | | 20,971 | 19,631 |
| Exchange loss - net | 32.1 | 229,070 | 337,753 |
| Bank and other charges | | 67,405 | 61,859 |
| | | <u>2,825,043</u> | <u>3,483,668</u> |
| Recovery of mark-up from Parent Company relating to short-term borrowings | | (25,451) | (50,770) |
| Reimbursement of arrangement fee from CRL | | (20,971) | (19,631) |
| | | <u>(46,422)</u> | <u>(70,401)</u> |
| | | <u>2,778,621</u> | <u>3,413,267</u> |
| 32.1 | Represents exchange loss - net arising on revaluation of foreign currency financial assets and liabilities and on transactions in foreign currencies. | | |

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|---------------------|------|-----------------|-----------------|
| | | Rupees in '000 | |
| 33. TAXATION | | | |
| Current | | (448,164) | (529,988) |
| Prior year | | 81,635 | - |
| Deferred | | 1,221,055 | 820,033 |
| | | <u>854,526</u> | <u>290,045</u> |

33.1 The income tax returns of the Holding Company and a Subsidiary Company (BTPL) have been filed up to and including tax year 2015. These, except for those mentioned below, are deemed to have been assessed under section 120 of the Income Tax Ordinance, 2001.

Income tax and taxable losses of the Holding Company in respect of tax years 2009, 2011, 2012 and 2013 have been assessed by Deputy Commissioner Inland Revenue under section 122(1) of the Income Tax Ordinance, 2001, whereas return submitted for the tax year 2008 has been amended by the Additional Commissioner Inland Revenue under section 122(5A). The amendments relate to proration of expense against income covered in NTR and FTR, disallowance of unrealized exchange loss and other expenses not allowed under section 21. The management has filed an appeal against the aforesaid notices and in consultation with its tax advisors is confident that no major liability is expected to arise.

33.2 Relationship between accounting loss and tax expense for the year

The Holding Company and a Subsidiary Company is subject to Minimum Tax and Final Tax Regime under section 113 and section 169 respectively of the Income Tax Ordinance, 2001, therefore, relationship between income tax expense and accounting profit has not been presented for the current year.

No taxation has been provided by a Subsidiary Company (BIPL) in line with the provisions of Section 113 of the Income Tax Ordinance, 2001.

| | 30 June 2016 | 30 June 2015 | |
|---|--------------------|--------------------|--|
| | | Rupees in '000 | |
| 34. EARNINGS / (LOSS) PER ORDINARY SHARE – basic and diluted | | | |
| Profit / (loss) after taxation | <u>386,325</u> | <u>(647,898)</u> | |
| | (Number) | | |
| Weighted average number of ordinary shares | <u>977,858,737</u> | <u>977,858,737</u> | |
| | Rupees | | |
| Earnings / (loss) per share – basic and diluted | <u>0.40</u> | <u>(0.66)</u> | |

35. TRANSACTIONS AND BALANCES WITH RELATED PARTIES

The Group has related party transactions with its ultimate parent company, parent company, associated companies, directors, key management personnel, staff provident fund and staff gratuity fund. Details of transactions and balances with related parties are as follows:

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | 30 June 2016 | 30 June 2015 |
|---|--------------------------|-----------------|
| |Rupees in '000..... | |
| 35.1 Transactions with related parties | | |
| Parent Company | | |
| Land lease rentals | 52,634 | 52,861 |
| Purchases | 41,998,051 | 62,487,341 |
| Loan received | 400,000 | - |
| Sales | 13,469,307 | 4,489,445 |
| Mark-up charged - net | 368,345 | 638,289 |
| Interest received | 27,994 | - |
| Allocation of gratuity expense | 484 | 14,916 |
| Allocation of group expenses | 378,194 | 352,044 |
| Purchase of operating fixed assets | - | 416,195 |
| Associated Companies | | |
| Sales | 1,063,832 | 7,791,034 |
| Consultancy services from associated company | 13,076 | 17,388 |
| Purchase of operating fixed assets and services | - | 5,324 |
| Interest income | 28,348 | 198,216 |
| Port services rendered | 44,655 | 38,201 |
| Receipt of short-term loan | 20,000 | 206,303 |
| Staff Provident Fund | | |
| Contribution made to staff provident fund | 42,367 | 62,317 |
| | 30 June 2016 | 30 June 2015 |
| |Rupees in '000..... | |
| 35.2 Balances with related parties | | |
| Ultimate Parent Company | | |
| Payable against expenses | 12,014 | 12,014 |
| Parent Company | | |
| Receivable against land lease rent | 329,134 | 268,255 |
| Interest accrued | 18,924 | 45,337 |
| Security deposit payable | 3,646 | 3,646 |
| Receivable against services | 167,197 | 201,810 |
| Payable against purchases and expenses | 433,389 | 1,812,909 |
| Receivable against purchase of goods and services | 1,005,506 | - |
| Loan receivable - net of mark-up | - | 400,000 |
| Associated Companies | | |
| Long-term deposit receivable | 95 | 95 |
| Trade debts | 9,703 | 1,369,174 |
| Advance against purchases | 9,407 | 9,407 |
| Interest accrued | 259,302 | 366,204 |
| Payable against purchases | 11,709 | 8,455 |
| Receipt of short term loan | - | 327,303 |
| Staff Provident Fund | | |
| Payable to staff provident fund | 13,934 | 4,302 |

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

36. REMUNERATION OF CHIEF EXECUTIVES, EXECUTIVE DIRECTOR AND EXECUTIVES

The aggregate amount charged in these consolidated financial statements for remuneration, including benefits and perquisites, to the Chief Executive, Directors and Executives of the Group are as follows:

| | Chief Executives | | Executive Director | | Executives | | Total | |
|---------------------------|------------------|---------------|--------------------|---------------|----------------|----------------|----------------|----------------|
| | 2016 | 2015 | 2016 | 2015 | 2016 | 2015 | 2016 | 2015 |
| | (Rupees in '000) | | | | | | | |
| Managerial remuneration | 18,403 | 22,348 | 6,674 | 8,195 | 156,580 | 154,854 | 181,657 | 185,397 |
| Housing and utilities | 5,285 | 3,723 | 2,002 | 1,365 | 50,303 | 25,391 | 57,590 | 30,479 |
| Leave fare assistance | 1,467 | 7,057 | 556 | 2,595 | 13,043 | 51,094 | 15,066 | 60,746 |
| Staff retirement benefits | 2,935 | 1,861 | 1,112 | 685 | 25,887 | 12,659 | 29,934 | 15,205 |
| | <u>28,090</u> | <u>34,989</u> | <u>10,344</u> | <u>12,840</u> | <u>245,813</u> | <u>243,998</u> | <u>284,247</u> | <u>291,827</u> |
| Number of persons | 3 | 3 | 1 | 1 | 151 | 136 | 155 | 140 |

36.1 The Chief Executives and Executives have been provided company maintained cars.

36.2 As at 30 June 2016, the Group's Board of Directors consists of 8 Directors (of which 7 are Non-Executive Directors). Except for the Chief Executives and the Executive Director, no remuneration and other benefits have been paid to any Director.

37. FINANCIAL RISK MANAGEMENT, OBJECTIVES AND POLICIES

The Group finances its operations through equity, borrowings and management of working capital with a view to maintain an appropriate mix between various sources of finances to minimize the risk. The Group's principal financial instruments comprise loans from financial institutions, short-term borrowings and trade and other payables. Main purpose of these financial instruments is to raise funds for the import of crude oil for refining business and for its operations. The Group has various financial assets such as cash (including balances with banks), trade debtors, deposits, loans and advances, other receivables, etc. which are directly related to Group's operations.

The Group's overall risk management policy focuses on minimizing potential adverse effects on the Group's financial performance. The overall risk management of the Group is carried out by the Group's senior management team under policies approved by the Board of Directors. No changes were made in the objectives, policies or processes and assumptions during the year ended 30 June 2016.

The policies for managing each of these risk are summarized below:

37.1 Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: interest rate risk, currency risk and other price risk.

37.1.1 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 changes in market interest rates. The Group's interest rate risk arises from long-term financing and short-term borrowing facilities for financing its refining business operations, loan to Coastal Refinery Limited (CRL) and meeting working capital requirements at variable rates as well as on delayed payments from PSO and K-Electric Limited on which the Group earns interest. The Group manages these mismatches through risk management policies where significant changes in gap position can be adjusted.

At the reporting date, the interest rate profile of Group's interest-bearing financial instruments was:

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| Variable Rate Instruments | Note | 30 June 2016 | 30 June 2015 |
|--|------|-------------------|-------------------|
| | | (Rupees in '000) | |
| Financial assets | | | |
| Trade debts | | 6,132,327 | 5,840,642 |
| Loan to the Parent Company | | - | 400,000 |
| Long term loan to CRL | | 1,518,780 | 1,518,780 |
| | | <u>7,651,107</u> | <u>7,759,422</u> |
| Financial liabilities | | | |
| Long-term financing and deferred mark-up | 17 | 17,767,028 | 16,833,269 |
| Short-term borrowings | 23 | 6,593,696 | 3,264,912 |
| Current portion of liabilities against asset subject to finance lease | 18 | 4,362 | 6,700 |
| | | <u>24,365,086</u> | <u>20,104,881</u> |

A change of 1% in interest rates at the year-end would have increased or decreased the loss before tax by Rs. 169.007 million (June 2015: Rs. 122.989 million). This analysis assumes that all other variables remain constant. The analysis is performed on the same basis for June 2015.

37.1.2 Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in foreign exchange rates and arises where transactions are done in foreign currency.

The Group is exposed to foreign currency risk on purchase and borrowings that are denominated in a currency other than Pak Rupees. As the Group imports and exports finished petroleum products, it is exposed to currency risk. The currency in which these transactions are undertaken is US Dollar.

As at 30 June 2016, the Group is not exposed to any material foreign currency risk.

37.1.3 Other price risk

Other price risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market prices. As at the balance sheet date, the Group is not exposed to any other price risk.

37.2 Credit risk

Credit risk is the risk of financial loss to the Group if a customer or a counter party to a financial instrument fails to meet its contractual obligation, and arises principally from the Group's receivables from customers and balances held with banks. The Group manages credit risk in the following manner:

Management of credit risk

The Group's policy is to enter into financial contracts in accordance with the guidelines set by the Board of Directors and other internal guidelines.

Credit risk is managed and controlled by the management of the Group in the following manner:

- Credit rating and credit worthiness of the counterparty is taken into account along with the financial background so as to minimize the risk of default.
- The risk of counterparty exposure due to failed agreements causing a loss to the Group is mitigated by a periodic review of their credit ratings, financial statements, credit worthiness and market information on a regular basis.
- Cash is held with reputable banks only.

As of the balance sheet date, the Group is exposed to credit risk on the following assets:

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|------------------------------|------|-------------------|-------------------|
| -----Rupees in '000----- | | | |
| Long-term loans and advances | 7 | 1,753,780 | 1,638,411 |
| Long-term deposits | 8 | 31,332 | 31,068 |
| Trade debts | 10 | 8,278,080 | 8,690,271 |
| Loans and advances | 11 | 555,535 | 683,429 |
| Trade deposits | 12 | 16,747 | 44,198 |
| Other receivables | 13 | 1,276,715 | 1,660,951 |
| Interest accrued | | 353,193 | 435,888 |
| Cash and bank balances | 14 | 240,330 | 692,425 |
| | | <u>12,505,712</u> | <u>13,876,641</u> |

Credit quality of financial assets

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit ratings agencies or the historical information about counter party default rates as shown below:

| | 30 June 2016 | 30 June 2015 |
|--------------------------|-----------------|-----------------|
| -----Rupees in '000----- | | |

Trade debts

The aging of unimpaired debtors at the balance sheet date is as follows:

| | | |
|-------------------------------|------------------|------------------|
| Neither past due nor impaired | 4,026,464 | 2,304,981 |
| Past due 1-30 days | 20,196 | 1,574,247 |
| Past due 31-180 days | 57,061 | 1,486,168 |
| Past due 181-365 days | 1,010,007 | 737,798 |
| Above 365 days | 3,164,352 | 2,587,077 |
| | <u>8,278,080</u> | <u>8,690,271</u> |

Bank balances

| | | |
|------|----------------|----------------|
| A-1+ | 22,486 | 116,869 |
| A1+ | 119,307 | 455,373 |
| A1 | 1,805 | 20,750 |
| A-1 | 72,541 | 98,091 |
| A2 | 24,191 | 259 |
| C | - | 909 |
| | <u>240,330</u> | <u>692,251</u> |

Financial assets other than trade debts and bank balances are not exposed to any material credit risk.

37.3 Liquidity risk

Liquidity risk reflects the Group's inability in raising fund to meet commitments. Management closely monitors the Group's liquidity and cash flow position. This includes maintenance of balance sheet liquidity ratios, debtors and creditors concentration both in terms of the overall funding mix and avoidance of undue reliance on any individual customer.

The table below summarizes the maturity profile of the Group's financial liabilities based on contractual undiscounted payments.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | On demand | Less than 3 months | 3 to 12 months | 1 to 5 years | Total |
|---|------------------|-----------------------|-------------------|-------------------|-------------------|
| (Rupees in '000) | | | | | |
| 2016 | | | | | |
| Long-term loans and deferred mark-up | - | 1,632,326 | 3,964,439 | 12,170,263 | 17,767,028 |
| Liabilities against assets subject to finance lease | - | 4,362 | - | - | 4,362 |
| Long-term deposits | - | - | - | 130,978 | 130,978 |
| Trade and other payables | 633,185 | 26,943,707 | - | - | 27,576,892 |
| Short-term borrowings | 347,303 | 6,593,696 | - | - | 6,940,999 |
| Accrued mark-up | 95,692 | 98,951 | - | - | 194,643 |
| | <u>1,076,180</u> | <u>35,273,042</u> | <u>3,964,439</u> | <u>12,301,241</u> | <u>52,614,902</u> |
| | | | | | |
| | On demand | Less than 3 months | 3 to 12 months | 1 to 5 years | Total |
| (Rupees in '000) | | | | | |
| 2015 | | | | | |
| Long-term loans and deferred mark-up | - | - | 3,900,058 | 12,933,211 | 16,833,269 |
| Liabilities against assets subject to finance lease | - | 1,193 | 3,777 | 1,730 | 6,700 |
| Long-term deposits | - | - | - | 108,978 | 108,978 |
| Trade and other payables | 1,146 | 12,050,722 | - | - | 12,051,868 |
| Short-term borrowings | - | 3,264,912 | - | - | 3,264,912 |
| Accrued mark-up | 180,400 | 480,646 | - | - | 661,046 |
| | <u>181,546</u> | <u>15,797,473</u> | <u>3,903,835</u> | <u>13,043,919</u> | <u>32,926,773</u> |

37.4 Capital risk management

The primary objective of the Group's capital management is to ensure that it maintains healthy capital ratios in order to support its business sustain the development of the business and maximize the shareholders' value. The Group closely monitors the return on capital. The Group manages its capital structure and makes adjustment to it in light of changes in economic conditions and finances its activities through equity, borrowings and management of working capital with a view to maintain an approximate mix between various sources of finance to minimize the risk. No changes were made in the objectives, policies or processes during the year ended 30 June 2016.

The Group is not exposed to externally imposed capital requirement.

38. FAIR VALUES OF FINANCIAL ASSETS AND LIABILITIES

Fair value is the amount for which an asset could be exchanged, or a liability can be settled, between knowledgeable willing parties in an arm's length transaction. The carrying values of all financial assets and liabilities reflected in the financial statements approximate their fair values.

The following table shows financial instruments recognised at fair value, analysed between those whose fair value is based on:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities,

Level 2: Those involving inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and

Level 3: Those whose inputs for the asset or liability that are not based on observable market data (unobservable inputs).

As of the balance sheet date, the Group does not have any financial instruments measured at fair value.

39. OPERATING SEGMENTS

For management purposes, the Group has determined following reportable operating segments on the basis of business activities i.e. oil refining business, petroleum marketing businesses and petroleum storage services. Oil refining business is engaged in crude oil refining and selling of refined petroleum products to oil marketing companies. Petroleum marketing business is engaged in trading of petroleum products, procuring products from oil refining business as well as from other sources. Subsidiary Company (BTPL) is engaged in provision of bulk petroleum storage services. The quantitative data for segments is given below:

Notes to the Consolidated Financial Statements

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- 9.3** This includes finished product held by third parties amounting to Rs. 1,345.617million (30 June 2015: Rs. 1,992.633 million) as at the balance sheet date.
- 9.4** This includes finished product in transit amounting to Rs. 729.435 million (30 June 2015: Rs. Nil) as at the balance sheet date.
- 9.5** Finished products costing Rs. 1,327.639 million (30 June 2015: Rs. 3,026.379 million) has been written down by Rs. 156.158 million (30 June 2015: Rs. 156.625 million) to Net Realizable Value.

| | Note | 30 June 2016 | 30 June 2015 |
|--|------|------------------|------------------|
| Rupees in '000 | | | |
| 10. TRADE DEBTS – unsecured | | | |
| Considered good | | | |
| Due from Pakistan State Oil Company Limited | 10.1 | 4,531,746 | 4,476,158 |
| Due from related parties: | | | |
| - K-Electric Limited | | 196 | 1,364,484 |
| - Standard Shipping Pakistan Limited | | 9,507 | 4,690 |
| - Byco Oil Pakistan Limited – the Parent Company | | 1,172,703 | 201,810 |
| | | 1,182,406 | 1,570,984 |
| Others | | 2,563,928 | 2,643,129 |
| Considered doubtful | | 2,873,379 | 2,192,831 |
| | | 11,151,459 | 10,883,102 |
| Provision for doubtful debts | 10.2 | (2,873,379) | (2,192,831) |
| | | <u>8,278,080</u> | <u>8,690,271</u> |

- 10.1** Represents amount due from Pakistan State Oil Company Limited (PSO) against supplies of products and on account of mark-up on delayed payments. The Holding Company had entered into a "sale and purchase of product" agreement with PSO on 05 April 2002 for a period of 10 years. The said agreement mentions that in the event of late payment of invoices by PSO, the Holding Company would be entitled to recover mark-up from PSO for the period of delay on daily compounding basis at the lending rates applicable for short-term running finance of the Holding Company or PSO whichever is lower. The mark up on delayed payments relates only to purchases made by PSO under agreement dated 02 April 2002, which expired on 02 April 2012. Subsequent to the expiry of the agreement all purchases made by PSO do not carry any mark up on delayed payment.

Based on the legal opinion, the management is of the considered view that the Holding Company has a legal right to claim markup from PSO. Further, the Holding Company is currently pursuing this matter with the Director General Oil, Ministry of Petroleum and Natural Resources, for the recovery / settlement of the outstanding amount. Hence, the management is confident that the Holding Company would be able to recover the receivable in full from PSO in due course of time.

| | Note | 30 June 2016 | 30 June 2015 |
|--|------|------------------|------------------|
| (Rupees in '000) | | | |
| 10.2 Provision for doubtful debts | | | |
| Opening balance | | 2,192,831 | 1,793,223 |
| Provision made during the year | 30 | 680,548 | 399,608 |
| Closing balance | | <u>2,873,379</u> | <u>2,192,831</u> |
| 11. LOANS AND ADVANCES – unsecured, considered good | | | |
| Loan to employees | | 100 | 100 |
| Advance to CRL | 7.2 | 446,037 | - |
| Advance to suppliers and contractors | 11.1 | 109,398 | 283,329 |
| | | 555,535 | 283,429 |
| Loan to Parent Company | 11.2 | - | 400,000 |
| | | <u>555,535</u> | <u>683,429</u> |

Notes to the Consolidated Financial Statements

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11.1 These loans and advances are interest free.

11.2 This carried mark-up at the rate of six months KIBOR plus 3.25% per annum, receivable semi-annually in arrears. The principal amount outstanding was received during May 2016.

| | Note | 30 June 2016 | 30 June 2015 |
|--|------|------------------|------------------|
| (Rupees in '000) | | | |
| 12. TRADE DEPOSITS AND SHORT-TERM PREPAYMENTS | | | |
| Current portion of finance lease deposits | 8 | 6,955 | 6,955 |
| Trade deposits | | 3,522 | 5,140 |
| Margin against letters of credit | | 6,270 | 3,815 |
| | | <u>16,747</u> | <u>15,910</u> |
| Prepayments: | | | |
| - Insurance | | 33,858 | 24,033 |
| - Rent | | 2,612 | 4,255 |
| | | <u>53,217</u> | <u>44,198</u> |
| 13. OTHER RECEIVABLES | | | |
| Inland Freight Equalization Margin | | 397,062 | 866,192 |
| Receivable from CRL | 13.1 | 550,518 | 526,504 |
| Lease rentals due from the Parent Company | 13.2 | 329,135 | 268,255 |
| | | <u>1,276,715</u> | <u>1,660,951</u> |

13.1 This represents expenses incurred by a Subsidiary Company (BTPL) on behalf of CRL. The outstanding balance is being adjusted against the cost payable to CRL on account of usage of Buoy.

13.2 This represents receivable in respect of land situated at Mauza Kund, Balochistan, sub-leased to the Parent Company.

| | Note | 30 June 2016 | 30 June 2015 |
|-----------------------------------|---------------------|-----------------|-----------------|
| (Rupees in '000) | | | |
| 14. CASH AND BANK BALANCES | | | |
| Cash in hand | | 102 | 74 |
| Stamp papers | | 100 | 100 |
| Cash at banks | | | |
| - Current accounts | | 137,813 | 675,653 |
| - Saving / deposit accounts | 14.1 & 14.2 14.3 | 102,517 | 16,598 |
| | | <u>240,330</u> | <u>692,251</u> |
| | | <u>240,532</u> | <u>692,425</u> |

14.1 These carry interest at the rates ranging from 5.3 % to 8.2% (30 June 2015: 5.5% to 8.5%) per annum.

14.2 Bank balances with saving accounts are placed under interest arrangements. The Group has conventional banking relationships with all the banks having Islamic window operations.

14.3 This includes Rs. 5.254 million (30 June 2015: Rs. 23.98 million) kept under lien against letter of credit facilities obtained from banks.

15. SHARE CAPITAL

| 30 June 2016 | 30 June 2015 | | 30 June 2016 | 30 June 2015 |
|--------------------------------|----------------------|---|------------------------------|-------------------|
| (Number of Shares) | | | (Rupees in '000) | |
| <u>1,200,000,000</u> | <u>1,200,000,000</u> | Authorized share capital | <u>12,000,000</u> | <u>12,000,000</u> |
| | | Ordinary shares of Rs. 10/- each | | |
| | | Issued, subscribed and paid-up capital | | |
| <u>977,858,737</u> | <u>977,858,737</u> | Ordinary shares of Rs. 10/- each | <u>9,778,587</u> | <u>9,778,587</u> |

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As at 30 June 2016, Byco Oil Pakistan Limited (a wholly owned subsidiary of Byco Industries Incorporated) held 790,510,099 (30 June 2015: 790,510,099) ordinary shares of Rs. 10/- each, aggregating to Rs. 7,905.101 million and constituting 80.84% of issued share capital of the Holding Company.

| | Note | 30 June 2016 | 30 June 2015 |
|--|-------------|-------------------|-------------------|
| ----- (Rupees in '000) ----- | | | |
| 16. SURPLUS ON REVALUATION OF PROPERTY, PLANT AND EQUIPMENT | | | |
| Opening balance | | 21,687,674 | 22,627,641 |
| Surplus on revaluation carried out during the year | 5.1.2 | - | 66,939 |
| Surplus on revaluation of Isomerization plant | | - | - |
| | | - | 66,939 |
| Transfer to accumulated loss in respect of: | | | |
| - incremental depreciation charged during the year - net of tax | | (983,234) | (684,696) |
| - related deferred tax liability | | (446,565) | (322,210) |
| | | (1,429,799) | (1,006,906) |
| | | <u>20,257,875</u> | <u>21,687,674</u> |
| Less: related deferred tax liability: | | | |
| - on revaluation at the beginning of the year | | 7,213,523 | 7,535,733 |
| - related to revaluation carried out during the year | | - | - |
| - on incremental depreciation charged during the year | 20.1 | (446,565) | (322,210) |
| | | 6,766,958 | 7,213,523 |
| Closing balance | | <u>13,490,917</u> | <u>14,474,151</u> |
| 17. LONG-TERM FINANCING AND DEFERRED MARK-UP | | | |
| Restructured principal and accrued mark-up facilities | | 12,080,128 | 12,869,267 |
| Total deferred mark-up on restructured principal facilities | | 3,337,517 | 3,084,533 |
| | 17.1 | 15,417,645 | 15,953,800 |
| Loan from commercial bank – I | 17.2 | - | 171,058 |
| Loan from commercial bank – II | 17.3 | 1,620,000 | - |
| Loan form syndicate banks | 17.4 & 17.6 | 348,780 | 348,780 |
| Musharaka facility | 17.5 & 17.6 | 340,000 | 340,000 |
| Unwinding of arrangement fee | 17.6 | 40,603 | 19,631 |
| | | 17,767,028 | 16,833,269 |
| Current maturity: | | | |
| - restructured principal facilities | | (5,154,142) | (3,529,000) |
| - deferred mark-up on restructured principal facilities | | (288,184) | (200,000) |
| - loan from commercial bank – I | | - | (171,058) |
| - loan from commercial bank – II | | (154,439) | - |
| | 24 | (5,596,765) | (3,900,058) |
| | | <u>12,170,263</u> | <u>12,933,211</u> |

17.1 The syndicate banks upon request of the Holding Company restructured the outstanding amount in accordance with the terms and subject to the conditions mentioned in the Restructured Agreement (the Agreement) made on 04 December 2012. As per the Agreement, principal amount of Rs. 17,379.700 million had been restructured over a period of maximum 7 years from 2013 to 2019 and carries mark-up at the rate of 6 months Karachi Inter-Bank Offer Rate (KIBOR) whereas deferred markup of Rs. 1,853.586 million is interest-free and is to be paid within a period of two years commencing after the payment of restructured principal facilities. Further, the restructured facility contains a covenant that the Holding Company cannot pay dividend to its shareholders in the event of a default.

As per the terms of the Agreement, National Bank of Pakistan (NBP) was paid on a priority basis, whereas payment in respect of the remaining principal amount is to be made in fourteen unequal semi-annual installments. Further, an amount of Rs. 50 million out of the total deferred mark-up during the

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restructured period shall be payable by the Holding Company on each installment date in the first year and Rs. 100 million on each installment date in the following six years. The remaining deferred mark-up shall be payable within a period of two years commencing after the repayment of the restructured principal facilities.

The restructuring of loans as mentioned above had resulted in substantial modification of the financing terms. Accordingly, the previous liability has been derecognised and new liability has been recognised at fair value. The difference between the carrying amount of the liability extinguished and the fair value of the new liability has been recognised in the consolidated profit and loss account.

The restructured facility is secured by way of:

- (i) first Joint Pari Passu charge over fixed assets of the Holding Company to the extent of Rs. 7,670 million, first Pari Passu equitable mortgage charge over fixed assets (land and building only) of the Holding Company to the extent of Rs. 7,670 million;
- (ii) first Pari Passu equitable mortgage charge over fixed assets (exclusive of land and building) of the Holding Company to the extent of Rs. 20,400 million;
- (iii) first Joint Charge on the assets of a Subsidiary Company (BTPL) including storage related assets and crude oil tanks;
- (iv) first Pari Passu Hypothecation charge to the extent of Rs. 9,697 million on all present and future current assets of the Holding Company; and
- (v) the syndicate banks will have a lien and right of set off on an account maintained with an assigned agent bank wherein the Holding Company will route all its revenues / receipts.

17.2 Represents a long-term loan obtained by a Subsidiary Company (BTPL) from a commercial bank amounting to Rs. 342.116 million. The loan carried mark-up at the rate of one year KIBOR plus 2.75% per annum, repayable in two equal annual installments in arrears with a grace period of one year from the date of disbursement i.e. 13 February 2013. This was secured by hypothecation on all movable assets of BTPL. The amount has been repaid in full during the current year.

17.3 Represents a long-term loan obtained by a Subsidiary Company (BTPL) from a commercial bank amounting to Rs. 1,800 million. The loan carries mark-up at the rate of six month KIBOR plus 2.75% per annum, payable semi-annually from the date of disbursement i.e. 2 November 2011 and is secured by hypothecation on all movable assets of BTPL. The principal outstanding was repayable as a bullet payment in November 2013, however, during the current year, the commercial bank upon the request of BTPL has restructured the facility (refer note 23.1). Based on the revised agreement, the loan will now be repayable in fourteen stepped up quarterly installments which has commenced from August 2015 and is payable latest by May 2019 and carry mark-up at the abovementioned rate.

17.4 Represents a long-term facility amounting to Rs. 348.780 million obtained by a Subsidiary Company (BTPL) from syndicate banks carrying mark-up at the rate of 8% per annum for the first two years from the date of disbursement i.e. 30 June 2015 and an average six months KIBOR or 12% per annum, whichever is lower, for subsequent years. The loan is repayable semi-annually in 8 years with a grace period of two years from the date of disbursement. This long term facility is secured by:

- i) all present and future assets of CRL;
- ii) personnel guarantees provided by the sponsors of CRL;
- iii) personnel properties of sponsors of CRL; and
- iv) pledge of 80% shares of CRL with a condition of not decreasing less than 51% at any given time.

17.5 Represents a long-term Musharaka facility amounting to Rs. 340 million obtained by a Subsidiary Company (BTPL) from a commercial bank carrying mark-up at the rate of 8% for the first two years and an average of six months KIBOR or 12% per annum, whichever is lower, for subsequent years. The loan is repayable semi-annually in 8 years with a grace period of two years from the date of disbursement i.e. commencing from 30 June 2017. This Musharaka facility is secured by:

- i) all present and future assets of CRL;
- ii) personnel guarantees provided by the sponsors of CRL;
- iii) personnel properties of sponsors of CRL; and
- iv) pledge of 80% shares of CRL with a condition of not decreasing less than 51% at any given time.

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- 17.6** Represents unwinding of arrangement fee comprising of Rs. 21.753 million and Rs. 18.850 million, calculated at an effective interest rate of 10.862% and 10.89%, respectively. The said amounts relate to the arrangement fee amounting to Rs. 214.645 million and Rs. 231.392 million payable from 9th year onwards on the loan from the Syndicate banks and Musharaka facility availed by a Subsidiary Company (BTPL). However, during the current year, the Syndicate Banks and Al Baraka Bank (Pakistan) Limited have waived Rs. 223.019 million out of the said arrangement fees as disclosed in note 7.2 to these consolidated financial statements.

18. LIABILITIES AGAINST ASSETS SUBJECT TO FINANCE LEASE

| | June 2016 | | June 2015 | |
|--|----------------|---------------|----------------|---------------|
| | Lease Payments | | Lease Payments | |
| | Minimum | Present value | Minimum | Present value |
| (Rupees in '000) | | | | |
| Less than one year | 5,006 | 4,362 | 5,726 | 4,970 |
| One to five years | - | - | 1,963 | 1,730 |
| Total minimum lease payments | 5,006 | 4,362 | 7,689 | 6,700 |
| Less: Financial charges allocated to the future period | 644 | - | 989 | - |
| Present value of minimum lease payments | 4,362 | 4,362 | 6,700 | 6,700 |
| Less: Current portion under current liabilities | 4,362 | 4,362 | 4,970 | 4,970 |
| | - | - | 1,730 | 1,730 |

- 18.1** Presently, the Holding Company has lease agreements with the leasing companies to acquire vehicles. The rentals under the lease agreements are payable upto August 2016. The cost of operating and maintaining the leased assets is borne by the Holding Company. The Group intends to exercise the option to purchase the leased assets at the residual value of assets upon the completion of respective lease periods

| Note | 30 June 2016 | 30 June 2015 |
|------|----------------------------|--------------|
| | Rupees in '000 | |

19. LONG-TERM DEPOSITS

| | Note | 30 June 2016 | 30 June 2015 |
|----------------------------|------|----------------|----------------|
| Deposit from related party | 19.1 | 3,646 | 3,646 |
| Trade and other deposits | 19.2 | 127,332 | 105,332 |
| | | <u>130,978</u> | <u>108,978</u> |

- 19.1** Represents interest-free deposit received from Parent Company against land lease rental.

- 19.2** Represents interest-free deposits received from its logistics vendors as security against goods to be transported.

| Note | 30 June 2016 | 30 June 2015 |
|------|----------------------------|--------------|
| | Rupees in '000 | |

20. DEFERRED LIABILITIES

| | Note | 30 June 2016 | 30 June 2015 |
|--------------------------------|------------|------------------|------------------|
| Deferred taxation | 20.1 | 4,771,519 | 5,992,573 |
| Employees retirements benefits | 20.2 | 57,880 | 52,997 |
| Arrangement fee | 7.2 & 17.6 | 198,210 | 426,406 |
| | | <u>5,027,609</u> | <u>6,471,976</u> |

Notes to the Consolidated Financial Statements

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20.1 DEFERRED TAXATION

| | | | |
|---|----|--------------------|--------------------|
| Taxable temporary differences arising in respect of: | | | |
| - accelerated tax depreciation | | 1,983,711 | 1,918,692 |
| - finance lease | | - | 1,922 |
| - surplus on revaluation of property, plant and equipment | 16 | 6,766,958 | 7,213,523 |
| | | <u>8,750,669</u> | <u>9,134,137</u> |
| Deductible temporary differences arising in respect of: | | | |
| - staff gratuity fund | | (17,942) | (16,961) |
| - provision for doubtful debts | | (890,748) | (701,706) |
| - finance lease | | (140) | - |
| - intangibles | | - | (9,067) |
| - pre-commencement expenditure | | - | (6,006) |
| - unabsorbed tax losses | | (3,070,320) | (2,407,824) |
| | | <u>(3,979,150)</u> | <u>(3,141,564)</u> |
| | | <u>4,771,519</u> | <u>5,992,573</u> |

20.2 Employees retirements benefits- staff gratuity

20.2.1 General description

The Group operates employee retirement benefits for permanent employees who have completed the minimum service period. In accordance with the requirements of IAS-19 "Employee Benefits", actuarial valuation was carried out as at 30 June 2016, using the "Projected Unit Credit Method". Provision has been made in the consolidated financial statements to cover obligation in accordance with the actuarial recommendations. Details of significant assumptions used for the valuation and disclosures in respect of above-mentioned scheme is as follows:

| | Note | 30 June 2016 | 30 June 2015 |
|--|--------|-----------------|-----------------|
| ----- Rupees in '000 ----- | | | |
| 20.2.2 Reconciliation of amount payable to defined benefit plan | | | |
| Present value of defined benefit obligation | 20.2.3 | 80,017 | 89,010 |
| Fair value of plan assets | 20.2.4 | (22,137) | (36,013) |
| | | <u>57,880</u> | <u>52,997</u> |
| 20.2.3 Movement in the present value of defined benefit obligation: | | | |
| Opening balance | | 89,010 | 81,577 |
| Current service cost | | 17,949 | 18,842 |
| Interest cost | | 7,161 | 10,461 |
| Transfer to the Parent Company | | 484 | (14,916) |
| Benefits paid during the year | | (34,787) | (8,179) |
| Actuarial loss | | 200 | 1,225 |
| | | <u>80,017</u> | <u>89,010</u> |
| 20.2.4 Reconciliation of fair value of plan assets: | | | |
| | Note | 30 June 2016 | 30 June 2015 |
| ----- Rupees in '000 ----- | | | |
| Opening balance | | 36,013 | 15,978 |
| Expected return on plan assets | | 2,762 | 1,732 |
| Contributions | | 18,000 | 26,000 |
| Benefits paid during the year | | (34,787) | (6,312) |
| Actuarial gain / (loss) | | 149 | (1,385) |
| | | <u>22,137</u> | <u>36,013</u> |

Notes to the Consolidated Financial Statements

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20.2.5 Movement in net liability:

| | | | |
|---|--------|---------------|---------------|
| Opening balance | | 52,997 | 65,599 |
| Charge for the year | 20.2.6 | 22,348 | 27,571 |
| Transfer to the Parent Company | | 484 | (14,916) |
| Benefits paid on behalf of the fund | | - | (1,867) |
| Contributions | | (18,000) | (26,000) |
| Actuarial loss chargeable in other comprehensive income | 20.2.7 | 51 | 2,610 |
| | | <u>57,880</u> | <u>52,997</u> |

20.2.6 Charge for the year

| | | |
|----------------------|---------------|---------------|
| Current service cost | 17,949 | 18,842 |
| Interest cost – net | 4,399 | 8,729 |
| | <u>22,348</u> | <u>27,571</u> |

20.2.7 Actuarial re-measurements

| | | |
|--|-----------|--------------|
| Actuarial loss on defined benefit obligations | 200 | 1,225 |
| Actuarial (gain) / loss on fair value of plan assets | (149) | 1,385 |
| | <u>51</u> | <u>2,610</u> |

20.2.8 Actuarial assumption

| | | |
|--|----------|----------|
| Valuation discount rate per annum | 9.00% | 10.00% |
| Salary increased rate per annum | 7.00% | 11.50% |
| Expected return on plan assets per annum | 9.00% | 10.00% |
| Normal retirement age of employees | 60 years | 60 years |

20.2.9 Comparisons for past years:

| As at June 30 | 2016 | 2015 | 2014 | 2013 | 2012 |
|---|---------------|---------------|-----------------|-----------------|---------------|
| | (Rupees `000) | | | | |
| Present value of defined benefit obligation | 80,017 | 89,010 | 81,577 | 52,306 | 47,764 |
| Fair value of plan assets | (22,137) | (36,013) | (15,978) | - | - |
| Deficit | <u>57,880</u> | <u>52,997</u> | <u>65,599</u> | <u>52,306</u> | <u>47,764</u> |
| Experience adjustment on plan liabilities | 200 | 1,225 | 11,445 | 7,406 | 3,391 |
| Experience adjustment on plan assets | (149) | 1,385 | (65) | - | - |
| | <u>51</u> | <u>2,610</u> | <u>11,380</u> | <u>7,406</u> | <u>3,391</u> |
| | | | 30 June 2016 | 30 June 2015 | |
| | | | Rupees in '000 | | |

20.2.10 Composition of plan assets

| | | |
|--------------|---------------|---------------|
| Cash at bank | <u>22,137</u> | <u>36,013</u> |
|--------------|---------------|---------------|

20.2.11 Balance sheet date sensitivity analysis (\pm 100 bps) on present value of defined benefit obligation

| | 2016 | | | |
|---|------------------|---------------|-----------------|---------------|
| | Discount rate | | Salary increase | |
| | +100 bps | - 100 bps | +100 bps | - 100 bps |
| | (Rupees in '000) | | | |
| Present value of defined benefit obligation | <u>70,642</u> | <u>91,151</u> | <u>91,686</u> | <u>70,072</u> |

20.2.12 As of 30 June 2016, a total of 286 (30 June 15: 354) employees have been covered under the above scheme.

20.2.13 Charge for the next financial year as per the actuarial valuation report amounts to Rs. 17.735 million.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|--|------|-------------------|-------------------|
| (Rupees in '000) | | | |
| 21. TRADE AND OTHER PAYABLES | | | |
| Creditors for supplies and services | 21.1 | 19,677,480 | 17,250,734 |
| Accrued liabilities | | 472,976 | 505,605 |
| Due to related party | 21.2 | 13,658 | 13,658 |
| Payable to the Parent Company | | - | 436,016 |
| Advance from customers | 21.3 | 670,263 | 1,712,653 |
| Dividend payable | | 1,146 | 1,146 |
| Sales tax, duties, levies and late payment surcharge | | 6,591,541 | 11,952,685 |
| Workers' profit participation fund | 21.4 | 109,445 | 64,181 |
| Workers' welfare fund | 30 | 15,569 | - |
| Withholding tax deductions payable | | 3,684 | 35,608 |
| Payable to staff provident fund | | 13,934 | 4,302 |
| Others | | 7,196 | 7,760 |
| | | <u>27,576,892</u> | <u>31,984,348</u> |

21.1 This includes an amount of Rs. 22.983 million (30 June 2015: 70.589 million) payable to China Harbour Engineering Company (CHEC) with respect to engineering, fabrication and installation of SPM offshore and onshore pipelines.

21.2 This represents amount of Rs. 12.014 million (30 June 2015: Rs. 12.014 million) payable in respect of expenses paid on behalf of the Holding Company by Byco Industries Incorporated and also an amount of Rs. 1.644 million (30 June 2015: Rs. 1.644 million) payable against purchases made from Premier Systems (Private) Limited.

21.3 This includes an amount of Rs. 138 million (30 June 2015: Rs. 158 million) received in respect of demarcated plots of land for setting up of Liquefied Petroleum Gas storage and filling facilities (LPG village facility). The amount has been received in advance from consumers under LPG village facility utilization agreement. The agreements are effective for 10 years from the date of signing or any period thereafter as mutually agreed. During the year, the advance was returned to certain consumers on their demand, however, the facility is expected to commence shortly after commissioning of refinery of the Parent Company and completion of certain legal formalities upon which the advance will be classified as deferred revenue and will be amortized over the period of the agreed terms. These advances are interest free.

| | Note | 30 June 2016 | 30 June 2015 |
|--|-------------|-----------------|-----------------|
| (Rupees in '000) | | | |
| 21.4 Workers' profit participation fund | | | |
| Opening balance | | 64,181 | 56,823 |
| Allocation for the year | 30 | 38,923 | - |
| Mark-up charged for the year | 21.4.1 & 32 | 6,341 | 7,358 |
| | | <u>109,445</u> | <u>64,181</u> |

21.4.1 Mark-up has been charged at KIBOR plus 2.5% as per the Companies Profit (Workers' Participation) Act, 1968.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|----------------------------------|------|------------------|------------------|
| (Rupees in '000) | | | |
| 22. ACCRUED MARK-UP | | | |
| Long-term financing | | 98,951 | 24,349 |
| Short-term borrowings | | - | 456,297 |
| Advance from customers | | 95,692 | 180,400 |
| | | <u>194,643</u> | <u>661,046</u> |
| 23. SHORT-TERM BORROWINGS | | | |
| From commercial banks – secured | | | |
| - Short-term finance facility | 23.1 | - | 1,800,000 |
| - Short-term finance facility | 23.2 | - | 400,000 |
| - Finance against trust receipt | 23.3 | 6,593,696 | 737,609 |
| From a related party – unsecured | 23.4 | - | 327,303 |
| Other – unsecured | 23.4 | 347,303 | - |
| | | <u>6,940,999</u> | <u>3,264,912</u> |

23.1 As disclosed in note 17.3 to these consolidated financial statements, the commercial bank upon request of a Subsidiary Company (BTPL) has restructured the facility.

23.2 This represents loan obtained by a Subsidiary Company (BTPL) from a commercial bank carrying mark-up at the rate of six months KIBOR plus 3.25% per annum, with markup payable semi-annually in arrears and principal payable in two installments; Rs. 250 million on 27th January 2016 and Rs. 150 million on 10 February 2016. This loan has been secured by pledge on shares of the Parent Company with 35% margin. The loan has been fully repaid during the year.

23.3 The facility has been extended by a commercial bank for working capital requirements aggregating to Rs. 15,000 million (30 June 2015: Rs. 15,000 million) out of which Rs. 8,406.304 million (30 June 2015: Rs. 14,262.391 million) remains unutilized as at the balance sheet date. The facility carries mark-up at 3 month's KIBOR plus 1%. The facility is secured against documents of title of goods, stock of crude and petroleum products, and receivables, lien on the bank's collection account and a Rs. 15,000 million corporate guarantee furnished by the Parent Company.

23.4 During the current year the loan obtained from CUSP Pakistan Limited, a related party, amounting to Rs. 347.303 million has been novated to Cnergyico Acisal Incorporated as per the Novation Agreement dated April 14, 2016. The loan is unsecured, interest free and repayable on demand.

| | Note | 30 June 2016 | 30 June 2015 |
|--|------|------------------|------------------|
| (Rupees in '000) | | | |
| 24. CURRENT PORTION OF LONG-TERM FINANCING AND DEFERRED MARK-UP | | | |
| Long-term financing and deferred mark-up | 17 | <u>5,596,765</u> | <u>3,900,058</u> |

25. CONTINGENCIES AND COMMITMENTS

25.1 Contingencies

25.1.1 As at June 30, 2015, the Holding Company had recorded default surcharge and penalties for the tax periods from July 2013 to June 2014 and July 2014 to May 2015 amounting to Rs. 708.883 million and Rs. 398.012 million, respectively.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

During the current year, the Holding Company received an order from Deputy Commissioner Inland Revenue (DCIR), dated 20 August 2015, in respect of tax periods July 2013 to June 2014, whereby default surcharge of Rs. 537.730 million and penalty amounting to Rs. 572.963 million were levied. However, on the appeal filed by the Holding Company, Commissioner Inland Revenue Appeals (CIRA), in its order dated 30 September 2015, waived the aforementioned default surcharge and penalty. Accordingly, provision for default surcharge and penalty amounting to Rs. 708.883 million made in this respect in the consolidated financial statements for the year ended 30 June 2014, has been reversed in the consolidated financial statements.

Further, the Holding Company received various orders from DCIR in respect of tax periods from June 2015 to January 2016 claiming default surcharge amounting to Rs. 21.445 million and penalty amounting to Rs. 68.418 million on late payments. In an appeal filed by the Holding Company, the CIRA waived the aforementioned default surcharge and penalty. Therefore, no accrual in respect of aforementioned tax periods has been made in these consolidated financial statements.

Furthermore, the Holding Company received various orders from DCIR in respect of tax periods from October 2015 to January 2016 to recover the amount of sales tax, default surcharge and penalty amounting to Rs 494.286 million. However, on an appeal filed by the Company, the CIRA waived the said amounts. Therefore, no accrual in respect of aforementioned tax periods has been made in these consolidated financial statements.

During the current year, the Holding Company has made a provision amounting to Rs. 243.353 million for default surcharge and penalties for periods from June 2015 to September 2015 and February 2016 to May 2016. Therefore as at the balance sheet date, total provision amounting to Rs. 644.781 million has been made in the consolidated financial statements in respect of default surcharge and penalties.

An appeal can be filed against the said orders of the ATIR and CIRA by the sales tax department in light of the provisions of the Sales Tax Act, 1990.

25.1.2 Claims against the Holding Company not acknowledged as debts amounting to Rs. 3,834.285 million (30 June 2015: Rs. 3,137 million) comprise of late payment charges on account of delayed payments against crude oil supplies from Oil and Gas Development Company Limited (OGDCL), Mari Gas Limited (MGL) and Pakistan Petroleum Limited (PPL) amounting to Rs. 3,196.378 million, Rs. 233.55 million and Rs. 404.357 million respectively. The details of the cases filed by MGL and PPL are as follows:

Mari Gas Limited (MGL) had filed a suit bearing number 636 of 2012 in Honorable High Court of Sindh at Karachi whereby a sum of Rs. 817.340 million has been claimed by MGL on account of its share of the price of condensate allocated to the Holding Company from the Adam X-1 well together with late payment surcharge and other associated legal and other cost amounting to a total of Rs. 1,050.890 million. Out of the above mentioned principal, the Holding Company had paid Rs. 203.148 million in previous years and as a matter of prudence, the remaining principal amounting to Rs. 614.192 million has already been recorded in these consolidated financial statements.

Pakistan Petroleum Limited (PPL) had filed a suit bearing number 160 of 2013 in the Honorable High Court of Sindh at Karachi for recovery of unpaid sales invoices amounting to Rs. 1,156 million which has already been booked in these consolidated financial statements. Additionally, PPL also claims a Late Payment Surcharge (LPS) amounting to Rs. 404 million.

Based on the opinion of legal advisor, the Holding Company is of the view that there are no specific contractual arrangements with the above suppliers along with OGDCL which allow them to claim / recover LPS and other associated costs and hence no provision in respect of the same has been made in these consolidated financial statements.

25.1.3 The Holding Company was served with a sales tax order by the Federal Board of Revenue (FBR) claiming additional sales tax amounting to Rs. 99 million. The Holding Company has not adjusted its input claim of Rs. 99 million being Federal Excise Duty (FED) claim charged under Value Added Tax (VAT) mode by Banking Companies, Insurance Companies and Terminal Operators on various invoices in the relevant tax periods from July 2009 to June 2011. The Commissioner Inland Revenue (CIR) has condoned the time limit under section 43 of the Federal Excise Duty Act, 2005 and has allowed the Holding Company to adjust Rs 66 million in the month of June 2014. The remaining amount to be adjusted is under consideration by FBR.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

Management based on the opinion of its advisor is confident of a favourable decision and accordingly no provision has been made in this respect.

- 25.1.4** A supplier of generators to a Subsidiary Company (BTPL) has filed a suit against BTPL for a sum of Rs. 2.115 million on account of increased cost of materials, financial losses etc. on account of delay in delivery, which in the view of plaintiff was caused due to acts of BTPL. However, the delay was on part of supplier which compelled BTPL to hire the generators during the delayed period on which BTPL incurred and recovered a sum of Rs. 1.238 million through encashment of guarantees provided by supplier. The suit is pending and no provision for the above claim has been made in these consolidated financial statements as there is no contractual or other basis on which the plaintiff can rest its claim and accordingly the same is likely to be rejected by the Honorable Court, as per BTPL's legal advisor.
- 25.1.5** China Harbour Engineering Company (CHEC), engaged by a Subsidiary Company (BTPL) for the construction of Single Point Mooring on 19 August 2011, demanded a penalty of Rs. 22 million from BTPL on account of delayed payments in accordance with the terms of the agreement entered into between BTPL and CHEC. However, BTPL has not acknowledged the said demand as it believes that delay was on part of contractor's bank. No demand of notice or any correspondences have been received from CHEC regarding follow up of this penalty based on which no provision for the above demand has been made in these consolidated financial statements.
- 25.1.6** During the current year, the customs authorities raised demand of Rs.273.58 million on account of import duty and taxes on import of Tugs being used for the purposes of towing and mooring of vessels discharging petroleum products at the Single Point Mooring (SPM). Since, the tug boats in question are imported on a temporary basis, the management of a Subsidiary Company (BTPL) is of the view that such tugs are entitled to exemption from import duty and taxes under SRO 678(I) of 2004. The benefit of the said SRO was previously granted to BTPL, however, the customs authorities have recently changed their view as to the applicability of the said SRO to the tugs in question and have issued show cause notices to BTPL to pay the customs duties and taxes as assessed by the customs authorities and have refused to complete the goods declaration of the tugs, therefore, the tugs in question cannot be re-exported by BTPL until the entitlement to benefit of the SRO is finally adjudicated upon the customs adjudication or the court of law. BTPL on the basis of the advice of its legal advisor have filed CP No.408 / 2015 and CP No.828 / 2015 before the High Court of Balochistan at Quetta at seeking a determination as to the applicability of the SRO to the tugs imported by BTPL and has also filed CP No.828 of 2015 in order to seek a direction of the court to release a tug of BTPL. Based on the opinion of legal advisor, the management is confident that the matter will be decided in its favor. Hence, no provision for the above demand has been made in these consolidated financial statements.
- 25.1.7** The Holding Company was selected for an audit under Section 177 and 214C of the Income Tax Ordinance, 2001 for the tax years 2009, 2011, 2012 and 2013. Audit proceedings for all mentioned tax years were completed and a demand of Rs. 87.105 million has been raised in an amended order passed under Section 122(1)(5) of the Income Tax Ordinance, 2001. This pertains to the tax year 2013 only and represents tax due under Section 113 of the Income Tax Ordinance, 2001.

Being aggrieved by the amended order, the Holding Company filed an appeal before Commissioner Inland Revenue, Appeals, Karachi which is pending for adjudication. However, as a matter of prudence, the said amount has already been provided for in the consolidated financial statements.

| | 30 June 2016 | 30 June 2015 |
|-------------------------------|----------------------------|-----------------|
| | Rupees in '000 | |
| 25.2 | | |
| Commitments | | |
| 25.2.1 | | |
| Outstanding letters of credit | <u>10,722,572</u> | <u>4,606</u> |

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|---------------|--|----------------------|---------------------|
| | | Rupees in '000 | |
| 25.2.2 | Commitments for capital expenditure | 11,478 | 41,146 |
| 25.2.3 | Commitments in respect of Ijarah financing: | | |
| | Not later than one year | 35,542 | 65,553 |
| 26. | SALES - net | | |
| | Gross Sales | | |
| | Local | 108,685,777 | 111,245,979 |
| | Export | 7,581,901 | 8,866,314 |
| | | <u>116,267,678</u> | <u>120,112,293</u> |
| | Less: Sales discount, sales tax, excise duty and petroleum development levy | <u>(36,179,273)</u> | <u>(24,739,889)</u> |
| | | <u>80,088,405</u> | <u>95,372,404</u> |
| 27. | COST OF SALES | | |
| | Opening stock | 4,176,741 | 6,292,464 |
| | Cost of goods manufactured | 27.1 40,085,076 | 72,423,146 |
| | Finished products purchased during the year | 35,915,358 | 16,271,282 |
| | | <u>80,177,175</u> | <u>94,986,892</u> |
| | Closing stock | 9 <u>(4,942,026)</u> | <u>(4,176,741)</u> |
| | | <u>75,235,149</u> | <u>90,810,151</u> |
| 27.1 | Cost of goods manufactured | | |
| | Raw material consumed | 27.1.1 35,561,446 | 68,441,804 |
| | Salaries, wages and other benefits | 27.1.2 390,677 | 388,802 |
| | Depreciation | 5.1.4 2,378,726 | 1,865,229 |
| | Fuel, power and water | 263,469 | 602,827 |
| | Operation cost | 903,093 | 578,222 |
| | Insurance | 106,915 | 101,719 |
| | Repairs and maintenance | 177,363 | 101,640 |
| | Rent, rates and taxes | 67,640 | 89,794 |
| | Industrial gases and chemicals | 61,700 | 76,326 |
| | Staff transportation and catering | 62,676 | 67,705 |
| | Stores and spares consumed | 67,591 | 58,754 |
| | Security expenses | 24,120 | 17,014 |
| | Vehicle running | 9,840 | 10,297 |
| | Technical fee | - | 8,443 |
| | Others | 9,820 | 14,570 |
| | | <u>40,085,076</u> | <u>72,423,146</u> |
| | | 30 June 2016 | 30 June 2015 |
| | | Rupees in '000 | |
| 27.1.1 | Raw material consumed | | |
| | Opening stock | 682,874 | 2,485,043 |
| | Purchases during the year | <u>37,268,301</u> | <u>66,639,635</u> |
| | | <u>37,951,175</u> | <u>69,124,678</u> |
| | Closing stock | 9 <u>(2,389,729)</u> | <u>(682,874)</u> |
| | Raw material consumed | <u>35,561,446</u> | <u>68,441,804</u> |

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

27.1.2 This includes a sum of Rs. 12.938 million (30 June 2015: Rs.10.996 million) in respect of staff retirement benefits.

| | Note | 30 June 2016 | 30 June 2015 |
|---|-------|-----------------|-----------------|
| -----Rupees in '000----- | | | |
| 28. ADMINISTRATIVE EXPENSES | | | |
| Salaries, allowances and other benefits | 28.1 | 382,062 | 359,122 |
| Rent, rates and taxes | | 67,318 | 70,204 |
| Depreciation | 5.1.4 | 54,652 | 58,674 |
| Repairs and maintenance | | 36,309 | 36,308 |
| Legal and professional | | 26,673 | 34,141 |
| Travelling and conveyance | | 27,359 | 28,129 |
| Vehicle running | | 24,098 | 23,777 |
| Utilities | | 7,630 | 11,364 |
| Fee and subscriptions | | 10,140 | 10,332 |
| Insurance | | 7,878 | 7,765 |
| Auditors' remuneration | 28.2 | 5,281 | 5,857 |
| Printing and stationary | | 7,687 | 5,495 |
| SAP maintenance costs | | 17,986 | 1,487 |
| Others | | 18,539 | 15,444 |
| | | <u>693,612</u> | <u>668,099</u> |

28.1 This includes a sum of Rs.6.671 million (30 June 2015: Rs. 10.270 million) in respect of staff retirement benefits.

| | | 30 June 2016 | 30 June 2015 |
|--|--|-----------------|-----------------|
| -----Rupees in '000----- | | | |
| 28.2 Auditors' remuneration | | | |
| Statutory audit | | 1,800 | 1,800 |
| Half yearly review | | 500 | 500 |
| Consolidation of financial statements | | 400 | 400 |
| Special audit and other certifications | | 2,006 | 2,250 |
| Out of pocket expenses | | 575 | 907 |
| | | <u>5,281</u> | <u>5,857</u> |

| | Note | 30 June 2016 | 30 June 2015 |
|--|-------|------------------|------------------|
| -----Rupees in '000----- | | | |
| 29. SELLING AND DISTRIBUTION EXPENSES | | | |
| Salaries, allowances and other benefits | 29.1 | 169,334 | 164,402 |
| Transportation and product handing charges | | 1,858,109 | 1,838,354 |
| Sales commission | | 177,903 | 447,639 |
| Advertisement | | 47,510 | 28,634 |
| Rent, rates and taxes | | 86,461 | 63,212 |
| Depreciation | 5.1.4 | 37,643 | 38,195 |
| Export development surcharge | | 16,568 | 20,772 |
| Wharfage and other export expenses | | 30,574 | 16,045 |
| Insurance | | 2,036 | 11,667 |
| | | <u>2,426,138</u> | <u>2,628,920</u> |

29.1 This includes a sum of Rs.2.739 million (30 June 2015: Rs. 5.940 million) in respect of staff retirement benefits.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|---|---|------------------|------------------|
| -----Rupees in '000----- | | | |
| 30. OTHER EXPENSES | | | |
| Late payment surcharge and penalties | | 245,327 | 405,724 |
| Provision for doubtful debts | 10.2 | 680,548 | 399,608 |
| Workers' profit participation fund | 21.4 | 38,923 | - |
| Workers' welfare fund | 21 | 15,569 | - |
| | | <u>980,367</u> | <u>805,332</u> |
| 31. OTHER INCOME | | | |
| Income from financial assets | | | |
| Interest on balances due from customers | | 465,251 | 686,817 |
| Interest income on saving accounts | | 17,271 | 35,584 |
| Interest on loan to CRL | | 50,618 | 24,349 |
| | | <u>533,140</u> | <u>746,750</u> |
| Deferred arrangement fee payable written back | 20 | 223,019 | - |
| Income from non-financial assets | | | |
| Reversal of excess sales tax surcharge provision | | 708,883 | 913,576 |
| Inland Freight Equalization Margin | | - | 256,408 |
| Land lease rent | | 52,937 | 52,937 |
| Storage and handling income | | 28,158 | 41,638 |
| Gain on disposal of operating fixed assets | 5.1.5 | 3,044 | 1,693 |
| Dealership income | | 8,100 | 2,420 |
| | | <u>801,772</u> | <u>1,268,672</u> |
| | | <u>1,557,281</u> | <u>2,015,422</u> |
| | | | |
| | | 30 June 2016 | 30 June 2015 |
| -----Rupees in '000----- | | | |
| 32. FINANCE COSTS | | | |
| Mark-up on: | | | |
| - Long-term financing | | 1,560,519 | 1,692,106 |
| - Loan from a commercial bank | 17.2 & 17.3 | 173,712 | - |
| - Loan from syndicate banks | 17.4 | 25,877 | 10,861 |
| - Short-term borrowings | | 696,248 | 1,292,564 |
| - Loan from the Parent Company | | - | 21,054 |
| - Musharaka facility | 17.5 | 24,741 | 13,488 |
| - Advance from customers | | 20,159 | 26,994 |
| - Workers' profit participation fund | 21.4 | 6,341 | 7,358 |
| | | <u>2,507,597</u> | <u>3,064,425</u> |
| Unwinding of arrangement fee | | 20,971 | 19,631 |
| Exchange loss - net | 32.1 | 229,070 | 337,753 |
| Bank and other charges | | 67,405 | 61,859 |
| | | <u>2,825,043</u> | <u>3,483,668</u> |
| Recovery of mark-up from Parent Company relating to short-term borrowings | | (25,451) | (50,770) |
| Reimbursement of arrangement fee from CRL | | (20,971) | (19,631) |
| | | <u>(46,422)</u> | <u>(70,401)</u> |
| | | <u>2,778,621</u> | <u>3,413,267</u> |
| 32.1 | Represents exchange loss - net arising on revaluation of foreign currency financial assets and liabilities and on transactions in foreign currencies. | | |

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|---------------------|------|-----------------|-----------------|
| | | Rupees in '000 | |
| 33. TAXATION | | | |
| Current | | (448,164) | (529,988) |
| Prior year | | 81,635 | - |
| Deferred | | 1,221,055 | 820,033 |
| | | <u>854,526</u> | <u>290,045</u> |

33.1 The income tax returns of the Holding Company and a Subsidiary Company (BTPL) have been filed up to and including tax year 2015. These, except for those mentioned below, are deemed to have been assessed under section 120 of the Income Tax Ordinance, 2001.

Income tax and taxable losses of the Holding Company in respect of tax years 2009, 2011, 2012 and 2013 have been assessed by Deputy Commissioner Inland Revenue under section 122(1) of the Income Tax Ordinance, 2001, whereas return submitted for the tax year 2008 has been amended by the Additional Commissioner Inland Revenue under section 122(5A). The amendments relate to proration of expense against income covered in NTR and FTR, disallowance of unrealized exchange loss and other expenses not allowed under section 21. The management has filed an appeal against the aforesaid notices and in consultation with its tax advisors is confident that no major liability is expected to arise.

33.2 Relationship between accounting loss and tax expense for the year

The Holding Company and a Subsidiary Company is subject to Minimum Tax and Final Tax Regime under section 113 and section 169 respectively of the Income Tax Ordinance, 2001, therefore, relationship between income tax expense and accounting profit has not been presented for the current year.

No taxation has been provided by a Subsidiary Company (BIPL) in line with the provisions of Section 113 of the Income Tax Ordinance, 2001.

| | 30 June 2016 | 30 June 2015 |
|---|--------------------|--------------------|
| | | Rupees in '000 |
| 34. EARNINGS / (LOSS) PER ORDINARY SHARE – basic and diluted | | |
| Profit / (loss) after taxation | <u>386,325</u> | <u>(647,898)</u> |
| | (Number) | |
| Weighted average number of ordinary shares | <u>977,858,737</u> | <u>977,858,737</u> |
| | Rupees | |
| Earnings / (loss) per share – basic and diluted | <u>0.40</u> | <u>(0.66)</u> |

35. TRANSACTIONS AND BALANCES WITH RELATED PARTIES

The Group has related party transactions with its ultimate parent company, parent company, associated companies, directors, key management personnel, staff provident fund and staff gratuity fund. Details of transactions and balances with related parties are as follows:

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | 30 June 2016 | 30 June 2015 |
|---|--------------------------|-----------------|
| |Rupees in '000..... | |
| 35.1 Transactions with related parties | | |
| Parent Company | | |
| Land lease rentals | 52,634 | 52,861 |
| Purchases | 41,998,051 | 62,487,341 |
| Loan received | 400,000 | - |
| Sales | 13,469,307 | 4,489,445 |
| Mark-up charged - net | 368,345 | 638,289 |
| Interest received | 27,994 | - |
| Allocation of gratuity expense | 484 | 14,916 |
| Allocation of group expenses | 378,194 | 352,044 |
| Purchase of operating fixed assets | - | 416,195 |
| Associated Companies | | |
| Sales | 1,063,832 | 7,791,034 |
| Consultancy services from associated company | 13,076 | 17,388 |
| Purchase of operating fixed assets and services | - | 5,324 |
| Interest income | 28,348 | 198,216 |
| Port services rendered | 44,655 | 38,201 |
| Receipt of short-term loan | 20,000 | 206,303 |
| Staff Provident Fund | | |
| Contribution made to staff provident fund | 42,367 | 62,317 |
| | 30 June 2016 | 30 June 2015 |
| |Rupees in '000..... | |
| 35.2 Balances with related parties | | |
| Ultimate Parent Company | | |
| Payable against expenses | 12,014 | 12,014 |
| Parent Company | | |
| Receivable against land lease rent | 329,134 | 268,255 |
| Interest accrued | 18,924 | 45,337 |
| Security deposit payable | 3,646 | 3,646 |
| Receivable against services | 167,197 | 201,810 |
| Payable against purchases and expenses | 433,389 | 1,812,909 |
| Receivable against purchase of goods and services | 1,005,506 | - |
| Loan receivable - net of mark-up | - | 400,000 |
| Associated Companies | | |
| Long-term deposit receivable | 95 | 95 |
| Trade debts | 9,703 | 1,369,174 |
| Advance against purchases | 9,407 | 9,407 |
| Interest accrued | 259,302 | 366,204 |
| Payable against purchases | 11,709 | 8,455 |
| Receipt of short term loan | - | 327,303 |
| Staff Provident Fund | | |
| Payable to staff provident fund | 13,934 | 4,302 |

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

36. REMUNERATION OF CHIEF EXECUTIVES, EXECUTIVE DIRECTOR AND EXECUTIVES

The aggregate amount charged in these consolidated financial statements for remuneration, including benefits and perquisites, to the Chief Executive, Directors and Executives of the Group are as follows:

| | Chief Executives | | Executive Director | | Executives | | Total | |
|---------------------------|------------------|---------------|--------------------|---------------|----------------|----------------|----------------|----------------|
| | 2016 | 2015 | 2016 | 2015 | 2016 | 2015 | 2016 | 2015 |
| | (Rupees in '000) | | | | | | | |
| Managerial remuneration | 18,403 | 22,348 | 6,674 | 8,195 | 156,580 | 154,854 | 181,657 | 185,397 |
| Housing and utilities | 5,285 | 3,723 | 2,002 | 1,365 | 50,303 | 25,391 | 57,590 | 30,479 |
| Leave fare assistance | 1,467 | 7,057 | 556 | 2,595 | 13,043 | 51,094 | 15,066 | 60,746 |
| Staff retirement benefits | 2,935 | 1,861 | 1,112 | 685 | 25,887 | 12,659 | 29,934 | 15,205 |
| | <u>28,090</u> | <u>34,989</u> | <u>10,344</u> | <u>12,840</u> | <u>245,813</u> | <u>243,998</u> | <u>284,247</u> | <u>291,827</u> |
| Number of persons | 3 | 3 | 1 | 1 | 151 | 136 | 155 | 140 |

36.1 The Chief Executives and Executives have been provided company maintained cars.

36.2 As at 30 June 2016, the Group's Board of Directors consists of 8 Directors (of which 7 are Non-Executive Directors). Except for the Chief Executives and the Executive Director, no remuneration and other benefits have been paid to any Director.

37. FINANCIAL RISK MANAGEMENT, OBJECTIVES AND POLICIES

The Group finances its operations through equity, borrowings and management of working capital with a view to maintain an appropriate mix between various sources of finances to minimize the risk. The Group's principal financial instruments comprise loans from financial institutions, short-term borrowings and trade and other payables. Main purpose of these financial instruments is to raise funds for the import of crude oil for refining business and for its operations. The Group has various financial assets such as cash (including balances with banks), trade debtors, deposits, loans and advances, other receivables, etc. which are directly related to Group's operations.

The Group's overall risk management policy focuses on minimizing potential adverse effects on the Group's financial performance. The overall risk management of the Group is carried out by the Group's senior management team under policies approved by the Board of Directors. No changes were made in the objectives, policies or processes and assumptions during the year ended 30 June 2016.

The policies for managing each of these risk are summarized below:

37.1 Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: interest rate risk, currency risk and other price risk.

37.1.1 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 changes in market interest rates. The Group's interest rate risk arises from long-term financing and short-term borrowing facilities for financing its refining business operations, loan to Coastal Refinery Limited (CRL) and meeting working capital requirements at variable rates as well as on delayed payments from PSO and K-Electric Limited on which the Group earns interest. The Group manages these mismatches through risk management policies where significant changes in gap position can be adjusted.

At the reporting date, the interest rate profile of Group's interest-bearing financial instruments was:

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| <u>Variable Rate Instruments</u> | Note | 30 June 2016 | 30 June 2015 |
|--|------|------------------------------|-------------------|
| | | (Rupees in '000) | |
| <u>Financial assets</u> | | | |
| Trade debts | | 6,132,327 | 5,840,642 |
| Loan to the Parent Company | | - | 400,000 |
| Long term loan to CRL | | 1,518,780 | 1,518,780 |
| | | <u>7,651,107</u> | <u>7,759,422</u> |
| <u>Financial liabilities</u> | | | |
| Long-term financing and deferred mark-up | 17 | 17,767,028 | 16,833,269 |
| Short-term borrowings | 23 | 6,593,696 | 3,264,912 |
| Current portion of liabilities against asset subject to finance lease | 18 | 4,362 | 6,700 |
| | | <u>24,365,086</u> | <u>20,104,881</u> |

A change of 1% in interest rates at the year-end would have increased or decreased the loss before tax by Rs. 169.007 million (June 2015: Rs. 122.989 million). This analysis assumes that all other variables remain constant. The analysis is performed on the same basis for June 2015.

37.1.2 Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in foreign exchange rates and arises where transactions are done in foreign currency.

The Group is exposed to foreign currency risk on purchase and borrowings that are denominated in a currency other than Pak Rupees. As the Group imports and exports finished petroleum products, it is exposed to currency risk. The currency in which these transactions are undertaken is US Dollar.

As at 30 June 2016, the Group is not exposed to any material foreign currency risk.

37.1.3 Other price risk

Other price risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market prices. As at the balance sheet date, the Group is not exposed to any other price risk.

37.2 Credit risk

Credit risk is the risk of financial loss to the Group if a customer or a counter party to a financial instrument fails to meet its contractual obligation, and arises principally from the Group's receivables from customers and balances held with banks. The Group manages credit risk in the following manner:

Management of credit risk

The Group's policy is to enter into financial contracts in accordance with the guidelines set by the Board of Directors and other internal guidelines.

Credit risk is managed and controlled by the management of the Group in the following manner:

- Credit rating and credit worthiness of the counterparty is taken into account along with the financial background so as to minimize the risk of default.
- The risk of counterparty exposure due to failed agreements causing a loss to the Group is mitigated by a periodic review of their credit ratings, financial statements, credit worthiness and market information on a regular basis.
- Cash is held with reputable banks only.

As of the balance sheet date, the Group is exposed to credit risk on the following assets:

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | Note | 30 June 2016 | 30 June 2015 |
|------------------------------|------|-------------------|-------------------|
| -----Rupees in '000----- | | | |
| Long-term loans and advances | 7 | 1,753,780 | 1,638,411 |
| Long-term deposits | 8 | 31,332 | 31,068 |
| Trade debts | 10 | 8,278,080 | 8,690,271 |
| Loans and advances | 11 | 555,535 | 683,429 |
| Trade deposits | 12 | 16,747 | 44,198 |
| Other receivables | 13 | 1,276,715 | 1,660,951 |
| Interest accrued | | 353,193 | 435,888 |
| Cash and bank balances | 14 | 240,330 | 692,425 |
| | | <u>12,505,712</u> | <u>13,876,641</u> |

Credit quality of financial assets

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit ratings agencies or the historical information about counter party default rates as shown below:

| | 30 June 2016 | 30 June 2015 |
|--------------------------|-----------------|-----------------|
| -----Rupees in '000----- | | |

Trade debts

The aging of unimpaired debtors at the balance sheet date is as follows:

| | | |
|-------------------------------|------------------|------------------|
| Neither past due nor impaired | 4,026,464 | 2,304,981 |
| Past due 1-30 days | 20,196 | 1,574,247 |
| Past due 31-180 days | 57,061 | 1,486,168 |
| Past due 181-365 days | 1,010,007 | 737,798 |
| Above 365 days | 3,164,352 | 2,587,077 |
| | <u>8,278,080</u> | <u>8,690,271</u> |

Bank balances

| | | |
|------|----------------|----------------|
| A-1+ | 22,486 | 116,869 |
| A1+ | 119,307 | 455,373 |
| A1 | 1,805 | 20,750 |
| A-1 | 72,541 | 98,091 |
| A2 | 24,191 | 259 |
| C | - | 909 |
| | <u>240,330</u> | <u>692,251</u> |

Financial assets other than trade debts and bank balances are not exposed to any material credit risk.

37.3 Liquidity risk

Liquidity risk reflects the Group's inability in raising fund to meet commitments. Management closely monitors the Group's liquidity and cash flow position. This includes maintenance of balance sheet liquidity ratios, debtors and creditors concentration both in terms of the overall funding mix and avoidance of undue reliance on any individual customer.

The table below summarizes the maturity profile of the Group's financial liabilities based on contractual undiscounted payments.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | On demand | Less than 3 months | 3 to 12 months | 1 to 5 years | Total |
|---|------------------|-----------------------|-------------------|-------------------|-------------------|
| (Rupees in '000) | | | | | |
| 2016 | | | | | |
| Long-term loans and deferred mark-up | - | 1,632,326 | 3,964,439 | 12,170,263 | 17,767,028 |
| Liabilities against assets subject to finance lease | - | 4,362 | - | - | 4,362 |
| Long-term deposits | - | - | - | 130,978 | 130,978 |
| Trade and other payables | 633,185 | 26,943,707 | - | - | 27,576,892 |
| Short-term borrowings | 347,303 | 6,593,696 | - | - | 6,940,999 |
| Accrued mark-up | 95,692 | 98,951 | - | - | 194,643 |
| | <u>1,076,180</u> | <u>35,273,042</u> | <u>3,964,439</u> | <u>12,301,241</u> | <u>52,614,902</u> |
| | | | | | |
| | On demand | Less than 3 months | 3 to 12 months | 1 to 5 years | Total |
| (Rupees in '000) | | | | | |
| 2015 | | | | | |
| Long-term loans and deferred mark-up | - | - | 3,900,058 | 12,933,211 | 16,833,269 |
| Liabilities against assets subject to finance lease | - | 1,193 | 3,777 | 1,730 | 6,700 |
| Long-term deposits | - | - | - | 108,978 | 108,978 |
| Trade and other payables | 1,146 | 12,050,722 | - | - | 12,051,868 |
| Short-term borrowings | - | 3,264,912 | - | - | 3,264,912 |
| Accrued mark-up | 180,400 | 480,646 | - | - | 661,046 |
| | <u>181,546</u> | <u>15,797,473</u> | <u>3,903,835</u> | <u>13,043,919</u> | <u>32,926,773</u> |

37.4 Capital risk management

The primary objective of the Group's capital management is to ensure that it maintains healthy capital ratios in order to support its business sustain the development of the business and maximize the shareholders' value. The Group closely monitors the return on capital. The Group manages its capital structure and makes adjustment to it in light of changes in economic conditions and finances its activities through equity, borrowings and management of working capital with a view to maintain an approximate mix between various sources of finance to minimize the risk. No changes were made in the objectives, policies or processes during the year ended 30 June 2016.

The Group is not exposed to externally imposed capital requirement.

38. FAIR VALUES OF FINANCIAL ASSETS AND LIABILITIES

Fair value is the amount for which an asset could be exchanged, or a liability can be settled, between knowledgeable willing parties in an arm's length transaction. The carrying values of all financial assets and liabilities reflected in the financial statements approximate their fair values.

The following table shows financial instruments recognised at fair value, analysed between those whose fair value is based on:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities,

Level 2: Those involving inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and

Level 3: Those whose inputs for the asset or liability that are not based on observable market data (unobservable inputs).

As of the balance sheet date, the Group does not have any financial instruments measured at fair value.

39. OPERATING SEGMENTS

For management purposes, the Group has determined following reportable operating segments on the basis of business activities i.e. oil refining business, petroleum marketing businesses and petroleum storage services. Oil refining business is engaged in crude oil refining and selling of refined petroleum products to oil marketing companies. Petroleum marketing business is engaged in trading of petroleum products, procuring products from oil refining business as well as from other sources. Subsidiary Company (BTPL) is engaged in provision of bulk petroleum storage services. The quantitative data for segments is given below:

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | 2016 | | | | Total |
|---------------------------------|-----------------------|------------------------------|----------------------------|---------------------|-------------------|
| | Oil refining business | Petroleum marketing business | Petroleum storage services | Elimination | |
| | (Rupees in '000) | | | | |
| Revenue | | | | | |
| Net sales to external customers | 47,266,355 | 32,022,409 | 799,641 | - | 80,088,405 |
| Inter-segment sales | 27,605,723 | - | 549,426 | (28,155,149) | - |
| Total revenue | <u>74,872,078</u> | <u>32,022,409</u> | <u>1,349,067</u> | <u>(28,155,149)</u> | <u>80,088,405</u> |
| Result | | | | | |
| Segment profit / (loss) | 2,120,876 | 1,048,270 | (634,518) | - | 2,534,628 |
| Unallocated expenses: | | | | | |
| Other expenses | | | | | (980,367) |
| Finance costs | | | | | (2,778,621) |
| Interest income | | | | | 756,159 |
| Taxation | | | | | 854,526 |
| Profit for the year | | | | | <u>386,325</u> |
| Segmental Assets | 70,780,563 | 1,434,661 | 11,249,051 | (27,620,672) | 55,843,603 |
| Unallocated Assets | - | - | - | - | - |
| | <u>70,780,563</u> | <u>1,434,661</u> | <u>11,249,051</u> | <u>(27,620,672)</u> | <u>55,843,603</u> |
| Segmental Liabilities | 48,790,204 | 1,195,786 | 6,877,064 | 1,180,621 | 58,043,675 |
| Unallocated Liabilities | - | - | - | - | - |
| | <u>48,790,204</u> | <u>1,195,786</u> | <u>6,877,064</u> | <u>1,180,621</u> | <u>58,043,675</u> |
| Capital expenditure | 81,393 | 2,249 | 69,468 | - | 153,110 |
| Other Information | | | | | |
| Depreciation and amortization | 2,027,614 | 37,643 | 405,764 | - | 2,471,021 |

| | 2015 | | | | Total |
|---------------------------------|-----------------------|------------------------------|----------------------------|---------------------|-------------------|
| | Oil refining business | Petroleum marketing business | Petroleum storage services | Elimination | |
| | (Rupees in '000) | | | | |
| Revenue | | | | | |
| Net sales to external customers | 49,991,543 | 44,620,506 | 760,355 | - | 95,372,404 |
| Inter-segment sales | 39,290,096 | - | 401,601 | (39,691,697) | - |
| Total revenue | <u>89,281,639</u> | <u>44,620,506</u> | <u>1,161,956</u> | <u>(39,493,646)</u> | <u>95,372,404</u> |
| Result | | | | | |
| Segment profit / (loss) | 1,495,145 | 1,362,400 | (323,639) | - | 2,533,906 |
| Unallocated expenses: | | | | | |
| Other expenses | | | | | (805,332) |
| Finance costs | | | | | (3,413,267) |
| Interest income | | | | | 746,750 |
| Taxation | | | | | 290,045 |
| Loss for the year | | | | | <u>(647,898)</u> |
| Segmental Assets | 62,469,621 | 4,919,590 | 11,323,856 | (26,492,121) | 52,220,946 |
| Unallocated Assets | - | - | - | - | 5,217,590 |
| | <u>62,469,621</u> | <u>4,919,590</u> | <u>11,323,856</u> | <u>(26,492,121)</u> | <u>57,438,536</u> |
| Segmental Liabilities | 42,027,950 | 4,333,511 | 6,672,004 | (2,520,842) | 50,512,623 |
| Unallocated Liabilities | - | - | - | - | 9,512,259 |
| | <u>42,027,950</u> | <u>4,333,511</u> | <u>6,672,004</u> | <u>(2,520,842)</u> | <u>60,024,882</u> |
| Capital expenditure | 587,984 | 11,597 | 371,690 | (96,297) | 874,974 |
| Other Information | | | | | |
| Depreciation and amortization | 1,480,175 | 75,594 | 406,329 | - | 1,962,098 |

Four Oil Marketing Companies (OMCs) contributed 29.59% (30 June 2014: 34.85%) and an Associated Company contributed 6.47% (30 June 2014: 10.47%) to the net revenue of the Group during the year.

40. PROVIDENT FUND DISCLOSURE

The Holding Company operates an approved funded contributory provident fund whereas a Subsidiary Company (BTPL) operates an unapproved funded contributory fund for both its management and non-management employees. Details of net assets and investments of the fund is as follows:

Notes to the Consolidated Financial Statements

For the year ended 30 June 2016

| | 30 June 2016 | 30 June 2015 |
|-------------------------------|----------------------------|-----------------|
| | Rupees in '000 | |
| Size of the fund - net assets | 143,979 | 162,512 |
| Cost of investments made | 111,908 | 120,443 |
| Fair value of investments | 128,885 | 132,520 |
| Percentage of investments | 78% | 74% |

The breakup of fair value of investments is :

| | 2016 | | 2015 | |
|--------------------|----------------|-------------|----------------|-------------|
| | (Rs in '000) | % | (Rs in '000) | % |
| Bank deposits | 39,846 | 30.92% | 33,080 | 24.96% |
| Debt securities | 24,881 | 19.30% | 32,731 | 24.70% |
| Unit trust schemes | 64,158 | 49.78% | 66,709 | 50.34% |
| | <u>128,885</u> | <u>100%</u> | <u>132,520</u> | <u>100%</u> |

The management, based on the unaudited financial statements of the fund, is of the view that the investments out of provident fund have been made in accordance with the provisions of Section 227 of the Companies Ordinance, 1984 and the rules formulated for this purpose.

41. CAPACITY AND ANNUAL PRODUCTION

Against the designed annual refining capacity (based on 330 days) of 11.55 million barrels (2015: 11.55 million barrels), the actual throughput during the year was 8.362 million barrels (2015: 9.55 million barrels). The Group operated the plant considering the level which gives optimal yield of products.

42. NUMBER OF EMPLOYEES

The total number of employees as at 30 June 2016 were 305 (30 June 2015: 395) and average number of employees were 350 (30 June 2015: 419).

43. RECLASSIFICATION

Following corresponding figures have been reclassified for better presentation:

| From | To | (Rs. in '000) |
|-------------------------|-----------------------------------|---------------|
| Administrative expenses | Selling and distribution expenses | <u>28,634</u> |

44. GENERAL

Figures have been rounded off to the nearest thousand of Rupees, unless otherwise stated.

45. DATE OF AUTHORISATION FOR ISSUE

These consolidated financial statements were authorised for issue on 06th September 2016 by the Board of Directors of the Group.

Mohammad Wasi Khan
Chief Executive

Syed Arshad Raza
Director

Pattern of Shareholding

| Shareholders Category | NO. OF SHAREHOLDERS | NO. OF SHARES | % |
|---|---------------------|--------------------|---------------|
| Directors, Chief Executive Officer and their spouse and minor children. | 8 | 19,800 | 0.00 |
| Associated Companies, Undertakings and Related Parties | 1 | 790,510,099 | 80.84 |
| Executives | 3 | 51,000 | 0.01 |
| NIT and ICP | - | - | - |
| Banks, Development Finance Institutions, Non-Banking Financial Institutions | 7 | 2,437,567 | 0.25 |
| Insurance Companies | 1 | 200 | 0.00 |
| Modarabas and Mutual Funds | 12 | 1,142,500 | 0.12 |
| General Public | 15,798 | 168,755,557 | 17.25 |
| Others | 107 | 14,942,014 | 1.53 |
| TOTAL | 15,937 | 977,858,737 | 100.00 |

ADDITIONAL INFORMATION

| Shareholders' Category | NO. OF SHAREHOLDERS | NO. OF SHARES |
|--|---------------------|---------------|
| Associated Companies, Undertakings and Related Parties(name wise details) | | |
| Byco Oil Pakistan Limited | 1 | 790,510,099 |
| Mutual Funds (name wise detail) | | |
| CDC - Trustee Dawood Islamic Fund | 1 | 35,000 |
| CDC - Trustee First Capital Mutual Fund | 1 | 59,000 |
| CDC - Trustee First Dawood Mutual Fund | 1 | 35,000 |
| CDC - Trustee KSEMeezan Index Fund | 1 | 371,500 |
| MCBFSL - Trustee Pak Oman Advantage Asset Allocation Fund | 1 | 90,000 |
| MCBFSL - Trustee Pak Oman Islamic Asset Allocation Fund | 1 | 90,000 |
| Trustee Pak Qatar Family Takaful Limited Aggressive Fund | 1 | 200,000 |
| Trustee Pak Qatar Family Takaful Limited Balance Fund (BF) | 1 | 200,000 |
| Directors and their spouse and minor children (name wise details) | | |
| Mr. Amir Abbassciy | 1 | 2,500 |
| Mr. Muhammad Raza Hasnani | 1 | 500 |
| Syed Arshad Raza | 1 | 5,600 |
| Mrs. Uzma Abbassciy (wife of Mr. Amir Abbassciy) | 1 | 5,600 |
| Mrs. Fazilay Ghulam Ali Raza (wife of Syed Arshad Raza) | 1 | 5,600 |
| Executives | 3 | 51,000 |
| Public Sector Companies and Corporations | - | - |
| Banks, Development Financial Institutions, Non-Banking Finance companies, insurance companies, takaful, modarabas and pension funds. | 13 | 2,509,233 |
| Shareholders holding 5% or more voting rights in the listed company (name wise details) | | |
| Byco Oil Pakistan Limited | 1 | 790,510,099 |

Pattern of Shareholding

As on 30th June 2016

| SIZE OF HOLDING | | NUMBER OF SHAREHOLDERS | NUMBER OF SHARES HELD |
|-----------------|--------|------------------------|-----------------------|
| FROM | TO | | |
| 1 | 100 | 764 | 33,392 |
| 101 | 500 | 2,390 | 1,068,511 |
| 501 | 1000 | 2,835 | 2,729,297 |
| 1001 | 5000 | 5,840 | 16,759,447 |
| 5001 | 10000 | 1,800 | 14,498,722 |
| 10001 | 15000 | 569 | 7,404,235 |
| 15001 | 20000 | 442 | 8,147,919 |
| 20001 | 25000 | 281 | 6,609,207 |
| 25001 | 30000 | 187 | 5,385,615 |
| 30001 | 35000 | 111 | 3,674,083 |
| 35001 | 40000 | 79 | 3,044,043 |
| 40001 | 45000 | 46 | 1,985,620 |
| 45001 | 50000 | 114 | 5,639,832 |
| 50001 | 55000 | 41 | 2,196,970 |
| 55001 | 60000 | 35 | 2,049,600 |
| 60001 | 65000 | 26 | 1,654,940 |
| 65001 | 70000 | 27 | 1,854,550 |
| 70001 | 75000 | 26 | 1,907,019 |
| 75001 | 80000 | 22 | 1,718,480 |
| 80001 | 85000 | 19 | 1,569,485 |
| 85001 | 90000 | 22 | 1,949,630 |
| 90001 | 95000 | 10 | 934,000 |
| 95001 | 100000 | 56 | 5,583,196 |
| 100001 | 105000 | 11 | 1,120,800 |
| 105001 | 110000 | 15 | 1,638,900 |
| 110001 | 115000 | 2 | 226,000 |
| 115001 | 120000 | 8 | 950,000 |
| 120001 | 125000 | 9 | 1,120,501 |
| 125001 | 130000 | 5 | 648,500 |
| 130001 | 135000 | 5 | 668,500 |
| 135001 | 140000 | 4 | 555,100 |
| 140001 | 145000 | 3 | 426,787 |
| 145001 | 150000 | 17 | 2,544,300 |
| 150001 | 155000 | 3 | 455,500 |
| 155001 | 160000 | 3 | 478,000 |
| 160001 | 165000 | 3 | 490,500 |
| 165001 | 170000 | 7 | 1,179,530 |
| 170001 | 175000 | 5 | 867,800 |
| 180001 | 185000 | 2 | 364,500 |
| 185001 | 190000 | 2 | 376,300 |
| 190001 | 195000 | 1 | 191,986 |
| 195001 | 200000 | 17 | 3,398,530 |
| 200001 | 205000 | 1 | 203,000 |
| 205001 | 210000 | 2 | 416,500 |
| 210001 | 215000 | 1 | 212,500 |
| 215001 | 220000 | 2 | 434,000 |
| 230001 | 235000 | 1 | 230,000 |
| 235001 | 240000 | 1 | 236,000 |

Pattern of Shareholding

As on 30th June 2016

| | | | |
|-----------|-----------|---------------|--------------------|
| 240001 | 245000 | 1 | 243,143 |
| 250001 | 255000 | 5 | 1,251,000 |
| 260001 | 265000 | 1 | 262,000 |
| 265001 | 270000 | 1 | 268,000 |
| 275001 | 280000 | 2 | 550,000 |
| 280001 | 285000 | 1 | 283,500 |
| 285001 | 290000 | 1 | 288,500 |
| 295001 | 300000 | 4 | 1,197,000 |
| 320001 | 325000 | 1 | 320,000 |
| 335001 | 340000 | 1 | 337,500 |
| 355001 | 360000 | 1 | 357,000 |
| 370001 | 375000 | 3 | 1,121,500 |
| 380001 | 385000 | 1 | 380,000 |
| 390001 | 395000 | 1 | 391,000 |
| 395001 | 400000 | 1 | 397,000 |
| 450001 | 455000 | 2 | 900,000 |
| 465001 | 470000 | 1 | 465,500 |
| 495001 | 500000 | 5 | 2,495,500 |
| 500001 | 505000 | 2 | 1,007,500 |
| 550001 | 555000 | 1 | 550,000 |
| 580001 | 585000 | 1 | 581,000 |
| 625001 | 630000 | 1 | 625,500 |
| 650001 | 655000 | 2 | 1,307,000 |
| 700001 | 705000 | 1 | 700,000 |
| 705001 | 710000 | 1 | 706,000 |
| 790001 | 795000 | 1 | 791,000 |
| 860001 | 865000 | 1 | 862,000 |
| 865001 | 870000 | 1 | 867,000 |
| 870001 | 875000 | 1 | 872,554 |
| 880001 | 885000 | 1 | 880,000 |
| 900001 | 905000 | 1 | 900,000 |
| 965001 | 970000 | 1 | 966,000 |
| 1090001 | 1095000 | 1 | 1,092,500 |
| 1115001 | 1120000 | 1 | 1,118,528 |
| 1250001 | 1255000 | 1 | 1,250,000 |
| 1340001 | 1345000 | 1 | 1,342,000 |
| 1595001 | 1600000 | 1 | 1,595,500 |
| 1615001 | 1620000 | 1 | 1,615,000 |
| 1940001 | 1945000 | 1 | 1,944,086 |
| 2320001 | 2325000 | 1 | 2,321,500 |
| 2365001 | 2370000 | 1 | 2,368,500 |
| 3000001 | 3005000 | 1 | 3,000,000 |
| 4010001 | 4015000 | 1 | 4,011,000 |
| 4080001 | 4085000 | 1 | 4,084,500 |
| 4650001 | 4655000 | 1 | 4,650,000 |
| 8000001 | 8005000 | 2 | 16,000,000 |
| 790510001 | 790515000 | 1 | 790,510,099 |
| | | 15,937 | 977,858,737 |

Notice of 22nd Annual General Meeting

Byco Petroleum Pakistan Limited

Notice is hereby given that the 22nd Annual General Meeting of Byco Petroleum Pakistan Limited will be held on Wednesday, 26th October 2016 at 2:30 pm at the Moosa D. Desai Auditorium, ICAP, Clifton, Karachi, to transact the following ordinary business:

1. To confirm the minutes of the Extraordinary General Meeting of the Company held on 29th August 2016.
2. To receive, consider and adopt the audited separate and consolidated financial statements for the financial year ended June 30th, 2016, together with the Directors' and Auditors' reports thereon.
3. To re-appoint the auditors and to fix their remuneration for the financial year 2016-17.

Majid Muqtadir
Company Secretary

6th September 2016
Karachi

NOTES:

Book Closure

The register of members and the share transfer books of the Company will remain closed from Wednesday, 19th October 2016 until Wednesday, 26th October 2016.

Participation in the Meeting

Only persons whose names appear in the register of members of the Company as on Tuesday, 18th October 2016, are entitled to attend, participate in, and vote at the Meeting. A member entitled to attend and vote may appoint another member as proxy to attend and vote on their behalf. Proxies must be received at the registered office of the Company not less than 48 hours before the time for holding the Meeting. A form of proxy is included in the Annual Report.

Notice to Members Who Have Not Provided CNIC Copies

As directed by the SECP through its Circular No. EMD/D-II/Misc./2009-1342 of 4th April 2013, dividend warrants cannot be issued without valid CNICs. Through the Company's letter of 4th April 2014, members were advised to submit copies of their valid CNICs. In the absence of a member's valid CNIC, the Company will be constrained to withhold dispatch of dividend to such members.

Those members who hold shares certificates and have not yet submitted their valid CNICs, are once again advised to submit attested copies of their valid CNIC along with their folio numbers to the Company's Share Registrar, Messrs FAMCO Associates (Private) Limited, 8F, Block 6, P.E.C.H.S., Nursery next to Hotel Faran, Shahrah-e-Faisal, Karachi.

Notice of 22nd Annual General Meeting

Byco Petroleum Pakistan Limited

Audited Financial Statements Through Email

Pursuant to SRO No. 787(1)2014, dated 8th September 2014, the SECP has allowed circulation of Audited Financial Statements along with the Notice of the Annual General Meeting to the members via email. Therefore, all members who wish to receive a soft copy of Annual Report may send their email addresses to the Company Secretary. A consent form for electronic transmission may be downloaded from the Company's website: www.byco.com.pk. A hard copy of the Audited Financial Statements will be provided to members on request, free of cost, within seven days.

Change of Address and Non-Deduction of Zakat Declaration Form

Members holding share certificates should notify any change in their registered address and, if applicable, submit their non-deduction of Zakat Declaration Form to the Company's Shares Registrar. Members holding shares in CDC / Participants accounts are also requested to update their addresses and, if applicable, submit their non-deduction of Zakat Declaration Form to CDC or their Participants / Stock Brokers.

Guidelines for CDC Account Holders:

CDC account holders should comply with the following guidelines of the Securities and Exchange Commission of Pakistan (SECP):

A For Attendance at the Meeting

- (a) Individuals should be account holder(s) or sub-account holder(s) and their registration details should be uploaded as per CDC regulations and they must establish their identity by presenting their original Computerized National Identity Card (CNIC) or passport at the time of the Meeting.
- (b) Corporate entities should at the time of the Meeting, unless provided earlier, produce a certified copy of a resolution of the Board of Directors, or a Power of Attorney bearing the specimen signature of the attorney.

B For Appointing Proxies

- (a) Individuals should be account holder(s) or sub-account holder(s) whose registration details should be uploaded as per CDC

regulations and their proxy forms must be submitted at the registered office of the Company not less than 48 hours before the time for holding the Meeting.

- (b) The proxy form must be attested by two persons whose names, addresses, and CNIC numbers must be mentioned therein.
- (c) Attested copies of the CNIC or passport of the beneficial owner and proxy must be furnished along with the form of proxy.
- (d) Proxies must produce their original CNIC or passport at the time of the Meeting.
- (e) Corporate entities should at the time of the Meeting, unless provided earlier, produce a certified copy of a resolution of the Board of Directors, or a Power of Attorney bearing the specimen signature of the attorney.

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intentionally left blank

Admission Slip

The 22nd Annual General Meeting of Byco Petroleum Pakistan Limited will be held on Wednesday, 26th October 2016 at 2:30 pm at Moosa D. Desai Auditorium, ICAP, Clifton-Karachi.

Kindly bring this Admission Slip duly signed by you for attending the Meeting.

Majid Muqtadir
Company Secretary

Name. _____

Folio / CDC Account No. _____ Signature _____

NOTE

- (i) Signatures of the members should tally with the specimen signatures in the Company's record.
- (ii) Completed Admission Slips must be submitted prior to entering the hall where the Meeting is being held.

CDC Account Holder(s) / Proxies / Corporate Entities

- (a) Account holder(s) / Sub-account holder(s) / Proxies must present their original CNICs or passports prior to entering the hall where the Meeting is being held.
- (b) Corporate entities should at the time of the Meeting, unless provided earlier, produce a certified copy of a resolution of the Board of Directors, or a Power of Attorney bearing the specimen signature of the attorney.

This admission slip is not transferable.



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Form of Proxy

22nd Annual General Meeting

The Company Secretary

Byco Petroleum Pakistan Limited

9th Floor, The Harbour Front, Dolmen City

HC-3, Block-4, Marine Drive, Clifton

Karachi-75600

I / We _____
of _____
being member(s) of Byco Petroleum Pakistan Limited and holder(s) of _____
_____ordinary shares, hereby appoint _____
of _____ or failing him / her _____
of _____, who is / are also member(s) of Byco Petroleum Pakistan Limited,
as my / our proxy in my / our absence to attend and vote on my / our behalf at the 22nd Annual General Meeting
of the Company to be held on **Wednesday, 26th October 2016** and in case of adjournment, at any reconvened
Meeting.

Signed / Seal and Delivered by _____

in the presence of:

| | |
|-----------------|-----------------|
| 1. Name: _____ | 2. Name: _____ |
| CNIC No.: _____ | CNIC No.: _____ |
| Address: _____ | Address: _____ |
| _____ | _____ |

_____ Folio No. / CDC Account No.

_____ This signature should tally with the
specimen signature in the
Company's record

Important

1. The duly completed and signed proxy form must be received at the registered office of the Company at 9th Floor, The Harbour Front, Dolmen City, HC-3, Block-4, Marine Drive, Clifton, Karachi-75600, not less than 48 hours before the time of holding the Meeting.
2. Only members of the Company may be appointed proxies except corporate members who may appoint non-members as their proxy.
3. If more than one proxy is appointed by an instrument or more than one instrument of proxy is deposited by any member, all such instruments shall be rendered invalid.

For CDC account holder(s) / corporate entities

In addition to the above, the following requirements must be met:

- i) the execution of the proxy form should be attested by two witnesses, whose names, addresses and CNIC numbers shall appear in the form;
- ii) attested copies of the CNIC or passport of the beneficial owner and proxy should be submitted along with the proxy form;
- iii) the proxy shall produce his / her original CNIC or passport at the time of the Meeting; and
- iv) Corporate entities should at the time of the Meeting, unless provided earlier, produce a certified copy of a resolution of the Board of Directors, or a Power of Attorney bearing the specimen signature of the attorney.

Mr. Majid Muqtadir
The Company Secretary

Byco Petroleum Pakistan Limited
9th Floor, The Harbour Front, Dolmen City
HC-3, Block-4, Marine Drive, Clifton
Karachi-75600, Pakistan

**AFFIX
CORRECT
POSTAGE
STAMPS**

ماجد مشقندر
كپنى سكرىٲىرى

ڈاكٲلٲ
بهاا چساا كرىا

باٲكوا ٲٲٲرو لىم ٲاكسٲان لٲٲٲٲٲ
نوس منول، دى باربرفرنٲ، ڈالسن سٲٲ
HC-3، بلاك 4، مبرن ڈرايو، كلشٲن،
كراچى-75600، ٲاكسٲان

پراسی کا فارم

22 ویں سالانہ جنرل میٹنگ

کمپنی سیکریٹری
بائیو پیٹرولیم پاکستان لمیٹڈ
نویں منزل، دی ہاربر فرنٹ، ڈالمن سٹی
HC-3، بلاک 4، میرین ڈرائیو کلفٹن،
کراچی

میں/ہم _____ برائے _____ بحیثیت رکن بائیو پیٹرولیم
پاکستان لمیٹڈ اور حامل _____ حصص مقرر کرتا ہوں بطور نائب محترم/محترمہ _____
برائے _____ یا ان کی عدم موجودگی کی صورت میں محترم/محترمہ _____
برائے _____، جو بائیو پیٹرولیم پاکستان کے ممبر بھی ہے، میری غیر موجودگی کی صورت میں بطور میرے نائب کمپنی کی 22 ویں سالانہ
جنرل میٹنگ میں شرکت کرنے اور حق رائے دہی استعمال کر سکتے ہیں۔ اس میٹنگ کا انعقاد بروز بدھ 26 اکتوبر 2016ء کو یا اس کے التواء کی صورت میں
متبادل تاریخ اور جگہ پر طلب کی جاسکتی ہے۔
دستخط/مہر اور کی طرف سے بھیج دیا گیا: _____
کی موجودگی میں:

۱۔ نام: _____ نام: _____
شناختی کارڈ نمبر: _____ شناختی کارڈ نمبر: _____
پتہ: _____ پتہ: _____

یہ دستخط کمپنی میں موجود نمونہ دستخط سے ملنے چاہئے

فولیو نمبر/سی ڈی سی اکاؤنٹ نمبر

اہم امور:

- 1۔ متعلقہ اتھارٹی فارم کو مکمل کر کے اور اپنے دستخط کر کے کمپنی کے رجسٹرڈ آفس 9 ویں منزل، ہاربر فرنٹ، ڈالمن سٹی، HC-3، بلاک 4، مرین ڈرائیو کلفٹن کراچی میں
میٹنگ کے وقت سے 48 گھنٹے قبل ارسال کریں۔
- 2۔ صرف کمپنی کے ممبران ماسوائے کارپوریٹ ممبران کا تقرر کیا جاسکتا ہے۔
- 3۔ اگر ایک سے زائد نمائندے کا انتخاب کرنا ہو تو کسی بھی ایک ممبر کے لئے دستاویز جمع کرائے جائیں۔ بصورت دیگر وہ اتھارٹی اہل نہیں ہوگی۔

برائے CDC اکاؤنٹ ہولڈر/کارپوریٹ ادارہ:

مذکورہ بالا کے علاوہ درج ذیل ضروریات درکار ہوں گی:

- 1۔ جاری کردہ اختیارات کا فارم جس کی تصدیق دو گواہ کریں جن کے نام، پتے اور شناختی کارڈ نمبر فارم پر درج کئے جائیں گے۔
- 2۔ فارم کے ساتھ شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ کاپیاں جمع کرانی ہوگی۔
- 3۔ اختیارات کا حامل شخص اپنا اصل شناختی کارڈ یا پاسپورٹ میٹنگ کے وقت پیش کرے گا۔
- 4۔ کارپوریٹ اتھارٹی میٹنگ کے وقت بورڈ آف ڈائریکٹرز کی قرارداد کی ایک تصدیق شدہ کاپی فراہم کرے گا یا بورڈ آف ڈائریکٹرز کی تصدیق شدہ کاپی فراہم کرے گا۔

بعد از ملازمت فنڈ کی مراعات میں سرمایہ کاری کی ویلیو:

غیر آڈٹ شدہ اکاؤنٹس کی بنیاد پر پروویڈنٹ فنڈ میں سرمایہ کاری کی ویلیو درج ذیل ہے:

| 2015 | 2016 | 30 جون میں (روپے ہزار میں) |
|--------|--------|----------------------------|
| 99,440 | 89,039 | |

ایکسٹرنل آڈیٹرز:

آڈیٹرز میسرز Ey Ford Rhodes چارٹرڈ اکاؤنٹینٹس جو کہ ریٹائر ہوئے اور اب انہوں نے دوبارہ تقرری کیلئے پیشکش کی ہے۔ آڈٹ کمیٹی نے میسرز Ey Ford Rhodes کو مالیاتی سال 30 جون 2017ء کے لئے بطور آڈیٹرز دوبارہ تقرری کیلئے سفارش کی ہے۔

اقرار نامہ:

کمپنی کے ڈائریکٹرز اس موقع پر تمام حصہ داروں کا ان کی حوصلہ افزائی اور تعاون کیلئے شکریہ ادا کرتے ہیں۔ ہم حکومت پاکستان اور ہمارے شراکت دار بشمول مالیاتی ادارے، فروخت کنندگان، ترسیل کنندگان، صارفین اور حاملان حصص کو بھی خراج تحسین پیش کرتے ہیں۔ ہم ان تمام ملازمین کے شکر گزار ہیں جنہوں نے پائیدار آپریشن کے دوران تعاون کیا۔

برائے اور بورڈ آف ڈائریکٹرز کی جانب سے

محمد وحی خان صاحب

چیف ایگزیکٹو آفیسر

کراچی

مورخہ 6 ستمبر 2016

آڈٹ کمیٹی:

آڈٹ کمیٹی نے سال کے دوران چار اجلاس رکھے۔ ہر رکن کی حاضری درج ذیل تھی:

اجلاسوں میں شرکت کی تعداد

| | |
|-----------|----------------------------------|
| 4 | محمد رضا حسنانی |
| 2 | فلپ حارث (26 مئی 2016 تک) |
| 2 | ڈیانابرش (26 مئی 2016 تک) |
| کوئی نہیں | محمد محمود حسین (26 مئی 2016 سے) |
| کوئی نہیں | سید ارشد رضا (26 مئی 2016 سے) |

حکمت عملی اور خطرہ انتظامیہ کمیٹی:

حکمت عملی اور خطرہ انتظامیہ کمیٹی نے دوران سال ایک اجلاس رکھا۔ ہر رکن کی حاضری درج ذیل تھی:

اجلاسوں میں شرکت کی تعداد

| | |
|-----------|-------------------------------------|
| 1 | محمد رضا حسنانی |
| 1 | حامد امتیاز حنفی (30 اپریل 2016 تک) |
| 1 | ڈیانابرش (26 مئی 2016 تک) |
| کوئی نہیں | اختر حسین ملک (26 مئی 2016 سے) |
| کوئی نہیں | سید ارشد رضا (26 مئی 2016 سے) |

شیئر ہولڈنگ کا طریقہ کار:

- ☆ شیئر ہولڈنگ کا طریقہ کار اور 30 جون 2016ء کو اضافی معلومات آپ کی کمپنی کی سالانہ رپورٹ کے صفحہ نمبر ۱۰۹ پر موجود ہے۔
- ☆ بانیکو آئل پاکستان لمیٹڈ کے 80.84% شیئر، مالیاتی اداروں اور بینکس کے 0.37% شیئرز اور انفرادی شیئرز کا تناسب 18.79% ہے
- ☆ کمپنی کے شیئرز میں کوئی بھی تجارت ڈائریکٹرز، ایگزیکٹو یا ان کی بیوی اور نابالغ بچوں نے اس سال کے دوران نہیں کی۔ جس کا شیئر ہولڈنگ کا طریقہ کار درج کیا گیا ہے۔

اجلاسوں میں شرکت کی تعداد

ڈائریکٹرز کے نام

| | |
|-----------|---|
| 2 | جناب عامر عباسی (26 مئی 2016 کو مقرر) |
| 1 | جناب محمد محمود حسین (26 مئی 2016 کو مقرر) |
| 1 | جناب اختر حسین ملک (26 مئی 2016 کو مقرر) |
| 1 | جناب سید ارشد رضا (26 مئی 2016 کو مقرر) |
| 1 | جناب عمر خان لودھی (26 مئی 2016 کو مقرر) |
| 2 | جناب چودھری خاقان سعد اللہ خان (26 مئی 2016 کو مقرر) |
| 5 | جناب محمد وصی خان (1 اپریل 2016 کو مقرر) |
| 11 | جناب محمد رضا حسنانی |
| 5 | جناب جاوید اکبر (1 فروری 2016 کو استعفیٰ دے دیا) |
| 6 | جناب سید محمد مجتبیٰ جعفری (31 مارچ 2016 کو استعفیٰ دے دیا) |
| 9 | جناب حامد امتیاز حنفی (30 اپریل 2016 کو استعفیٰ دے دیا) |
| کوئی نہیں | جناب اولیس منصور نقوی (26 مئی 2016 کو استعفیٰ دے دیا) |
| 7 | محترمہ ڈیانا برش (26 مئی 2016 کو استعفیٰ دے دیا) |
| 6 | جناب رچرڈ لیگرینڈ (26 مئی 2016 کو استعفیٰ دے دیا) |
| 7 | جناب فلپ حارث (26 مئی 2016 کو استعفیٰ دے دیا) |

بورڈ آف ڈائریکٹرز نے غیر حاضر رہنے والے ڈائریکٹرز کو چھٹی عنایت کی۔

بورڈ نے تمام ڈائریکٹرز کی خدمات کو سراہا اور درج کیا۔

آپ کی کمپنی نے اپنے کچھ ریٹیل اسٹیشن پر سولر پنلز کا تعارف کروایا ہے جہاں پر بنیادی بجلی کی ضروریات کو گرین انرجی کے توسط سے مکمل کیا۔ کمپنی یہ چاہتی ہے کہ اپنے ریٹیل اسٹیشن پر زیادہ سے زیادہ پنلز مرتب کئے جائیں اس کے علاوہ شجر کاری بھی اس سرگرمی کا ایک حصہ ہے جس کا کمپنی جائزہ لے رہی ہے۔

قومی خزانے میں حصہ داری:

موجودہ سال کے دوران آپ کی کمپنی نے بالواسطہ اور بلاواسطہ طور پر قومی خزانے میں ٹیکسز وغیرہ کے حوالے سے 36 ارب روپے ادا کئے ہیں۔ اس کے علاوہ کمپنی نے اقتصادی امور کیلئے زر مبادلہ مبلغ 73 ملین امریکی ڈالر بھی فراہم کیا۔ پیٹرولیم مصنوعات کی برآمدات کے ذریعے کمی کو پورا کرنے کے لئے ملک کی بیلنس ادائیگی فراہم کر رہی ہے۔

نظم و ضبط کے کوڈ پر عملدرآمد:

کمپنی نظم و ضبط کے کوڈ پر عملدرآمد کرنے کے سلسلے میں مستقل طور پر جدوجہد کر رہی ہے اور پاکستان اسٹاک ایکسچینج کے قواعد پر عمل کر رہی ہے جیسا کہ نظم و ضبط کے کوڈ میں درکار ہے۔ مالیاتی رپورٹنگ فریم ورک کے سلسلے میں درج ذیل تفصیلات ہیں:

ڈائریکٹریہ تصدیق کرتے ہیں کہ:

- ☆ مالیاتی حسابات جو کہ کمپنی کی انتظامیہ نے مرتب کیا ہے جس میں تمام تر معاملات صحیح پیش کئے گئے ہیں جس میں اس کے آپریشنز، کیش فلو اور ایکویٹی میں تبدیلی کے نتائج شامل ہیں۔
- ☆ مناسب حساب کے کھاتے کمپنیز آرڈیننس 1984ء کے تحت مرتب کئے گئے ہیں۔
- ☆ مناسب اکاؤنٹنگ کی پالیسیوں کے حوالے مالیاتی حسابات کی تیاری میں عمل کیا جا رہا ہے۔ اکاؤنٹنگ کا تخمینہ جو کہ فیصلے کی بنیاد پر ہے۔

☆ اندرونی کنٹرول کا سسٹم بے حد مضبوط ہے اور موثر طور پر عملدرآمد کیا جا رہا ہے۔

☆ اس سال کے دوران بورڈ آف ڈائریکٹرز کی 12 میٹنگز منعقد ہو چکی تھیں جس میں درج ذیل ڈائریکٹرز نے شرکت کی:

مذکورہ بالا اسکیم کے تحت کمپنی نے ایک درخواست ہائی کورٹ میں مورخہ 24 جون 2016ء کو داخل کی جو کہ مطلوبہ قانونی امور اور مذکورہ انتظامات سے متعلق طریقہ کار کو مکمل کرنے کے عمل میں ہے۔

مستند سماجی ذمہ داریاں (CSR):

اپنے اسٹیک ہولڈرز کے مفاد میں آپ کی کمپنی ایک ذمہ دار شہری کے طور پر مستقل جدوجہد میں ہے تاکہ معاشرے پر مثبت اثر پڑ سکے۔

آپ کی کمپنی کی ایک اور حکمت عملی جو کہ معاشرے کی ترقی سے متعلق آپ کی کمپنی کمیونٹیز کے ساتھ کام کرنے کے حوالے سے اپنی کاروباری سرگرمیوں کے تحت معاشی اقتصادی امور کو منظم کر رہی ہے۔ کمپنی کے مینجمنٹ ٹریننگ اینڈ انٹرن شپ پروگرام اور دیگر جاب کے دوران تربیت کے مواقع کے سلسلے میں کمپنی نے لوکل ورک فورس رکھی ہے اور انہیں اس سلسلے میں مدد فراہم کی ہے۔ آپ کی کمپنی مستقل طور پر ایمرجنسی میڈیکل علاج، ایسبولینس کی سروس، پینے کے پانی کی دستیابی، تعلیم اور اسپورٹس کی سرگرمیوں میں مدد فراہم کر رہی ہے۔

ماحول، صحت، حفاظت اور تحفظ (EHSS):

گذشتہ سال کے دوران کمپنی کا انحصار مستقل طور پر EHSS پر رہا اور خصوصی طور پر تمام آپریشنز کے اہم حصے کے طور پر حفاظت کے عمل سے آگاہی حاصل کرنا ہے۔ تربیتی اور ترقیاتی اسٹاف جو کہ پیشہ ورانہ طور پر اپنی توجہ مرکوز کئے ہوئے ہے۔

DuPont جسے کمپنی کے تعاون کے لئے حاصل کیا گیا ہے تاکہ اثاثہ جات کے انتخاب اور ڈیزائن میں سیفٹی سے متعلق رابطہ کیا جاسکے اور کام کی جگہ پر ماحول کے اثر کو مرتب کیا جاسکے۔

ٹھیکیداران نے تمام تربیتی اور ترقیاتی پروگراموں میں اپنی شمولیت کو یقینی بنایا، ریفرنسری پر پانی و بجلی جو کہ EHSS کے مقاصد کا ایک اہم حصہ تھا۔

آگ لگنے کے حادثہ سے متاثر ہونے کے باوجود ہماری موجودہ کمپنی کی ریفرنسری، آپریشن جاری ہے۔ پیشہ ورانہ طور پر صحت اور حفاظت کی کارکردگی مسلسل رواں دواں ہے اور ریفرنسری کمپلیکس، ٹرمینلز اور ریٹیل پر حادثہ سے متعلق صحت یا کسی اور امور کو نقصان نہیں پہنچا۔

گزشتہ سال کے دوران کل 1.22 ملین محفوظ افراد گھنٹے گزرے اور یہ تناسب 10.55 ملین گھنٹے بغیر کسی جانی نقصان کے ہو چکا ہے نومبر 2005ء سے اور کل قابل ریکارڈ انجری کا تناسب اس سال 0.284 فی ملین فرد کے حساب سے تھا۔

ڈیزل ہائیڈرو ڈی سلفیورائزیشن (DHDS):

آپکی کمپنی ایک DHDS یونٹ لگانے کا عزم کیے ہوئے ہے جو ڈیزل میں گندھک کی مقدار گھٹاتا ہے جس سے تیل کو ماحولیات کیلئے کم نقصان دہ بنانے اور یورو II کی تعمیل میں مدد ملتی ہے۔ حکومت نے جون 2016 کی ایک حد مقرر کر دی ہے تاکہ تمام ریفاٹریوں میں DHDS یونٹ کر لئے جائیں۔ ہر ممکن کوشش کی جا رہے ہے کہ حکومت کی معینہ مدت ختم ہونے سے قبل اسے پایہ تکمیل تک پہنچا دیا جائے۔ یہ بھی ممکن ہے کہ منصوبہ کی تکمیل میں کچھ تاخیر ہو جائے اور یہ وقت مقررہ پر تکمیل نہ پاسکے۔

حصص پر منافع نہ بتانے کی وجوہات:

کمپنی کی مالیاتی تقاضوں کو مد نظر رکھتے ہوئے ڈائریکٹرز سال مختتمہ 30 جون 2016 کیلئے کوئی حتمی اعلان کرنے کی سفارش نہیں کرتے۔

محاسبین کا جائزہ:

آڈیٹرز نے اپنی رپورٹ میں ایک پیرا گراف شامل کیا ہے جس میں مالیاتی اسٹیٹمنٹس کی تیاری میں چلتے ہوئے اداروں کے استعمال میں مفروضات کی پیروی کی گئی ہے۔ جائزہ رپورٹ میں کچھ منفی اشارے جیسا کہ مجتمع خسارے اور موجودہ فرضہ جات اس کی بنیاد ہیں۔ انتظامیہ نے متعدد اقدامات کئے ہیں تاکہ اس مسئلے کو بیان کیا جاسکے جو کہ فراہمی کا سلسلہ اور زرتلاقی کے دائرہ کار میں بہتری لانے، نئے خریداروں ریفاٹری کی پیداوار/مصنوعات کی فروخت، صارفین کے فروخت بزنس، اضافہ شدہ بزنس کی تکمیل وغیرہ سے ہی ممکن تھا۔ جس کے نتیجے میں کاروباری حجم میں اضافہ ہوا جس کی بدولت کمپنی نے ٹیکس کی ادائیگی کے بعد بھی نمایاں منافع ظاہر کیا۔

مندرجہ بالا عوامل کی بنیاد پر کمپنی کا خیال ہے کہ یہ منفی صورت حال عارضی ہے اور ایسا نظر آتا ہی کہ مستقبل میں یہ صورت حال یکسر تبدیل ہو جائیگی۔ لہذا مالیاتی (اسٹیٹمنٹس) بیانات حالیہ تشویش کو مد نظر رکھتے ہوئے بنائے گئے ہیں۔

کمپنی میں بانیکو آئل پاکستان لمیٹڈ اور بانیکو ٹرمینلز پاکستان لمیٹڈ کا انضمام:

کمپنی کے بورڈ آف ڈائریکٹرز (دی بورڈ) نے ایک میٹنگ منعقدہ 14 اپریل 2016 میں غور و خوض کے بعد کمپنی کے انضمام کی بالقوت اصولی منظوری دی۔ اس انضمام میں بنیادی (پیرنٹ) کمپنی اور اس کی مکمل ملکیتی ذیلی کمپنی (BTPL) شامل ہیں۔ یہ انضمام اسکیم آف ارتجمنٹ کی شرائط کی مطابقت تھا۔ جسے سیکشن 284 اور سیکشن 228 بمطابق کمپنیز آرڈیننس مجریہ 1984 عمل میں لایا گیا لیکن اسکی منظوری معزز عدالت ہائی کورٹ آف سندھ کی منظوری سے مشروط ہے۔

بانٹیکو ٹرمینلز پاکستان لمیٹڈ۔ ذیلی کمپنی:

ہماری ذیلی کمپنی بانٹیکو ٹرمینلز پاکستان لمیٹڈ (BTPL) کا پروجیکٹ (SMP) پورا سال کامیابی سے چلتا رہا ہے اور سستے خام تیل اور مصنوعات کی درآمدات جاری رہی۔ سال کے دوران SPM پر 41 بحری جہاز لگے جبکہ گذشتہ سال ان کی تعداد 29 جہاز رہی تھی جس سے SPM کی نمایاں کارکردگی، تیل کی تیز ترین اور کم نرخ پر درآمد ثابت ہونا ظاہر ہوتا ہے۔ جیسا کہ اوپر بیان کیا جا چکا ہے کہ SPM کے استعمال کا دائرہ وسیع کرنے کیلئے آپ کی کمپنی نے تمام پیٹرو لیوم مصنوعات کی درآمد کیلئے SPM کی سہولت کا استعمال شروع کر دیا ہے تاکہ اسے خریدار تک بروئے کار لایا جاسکے۔

BTPL کو مجموعی طور پر 280 ملین روپے کا خسارہ ہوا (2015 میں 48 کروڑ روپے) بنیادی طور پر یہ خسارہ طویل المدت قرضوں کے سود کے باعث ہوا۔ اس بات کی توقع کی جاتی ہے کہ یہ خسارہ آئندہ برسوں میں SPM کی سہولت اور اسٹوریج ٹرمینلز کے بکثرت استعمال سے پورا کر لیا جائیگا۔

بانٹیکو آئیسیومی ریزیشن پاکستان (پرائیویٹ) لمیٹڈ۔ ذیلی کمپنی:

آئیسیومی ریزیشن یونٹ کو سال کے کچھ حصے کے دوران چلایا گیا۔ بہر حال بد قسمتی سے پیرنٹ کمپنی کی ریفائنری میں آتشزدگی کے واقعہ کے باعث فیڈ اسٹاک کی سپلائی میں خلل واقع ہوا جس کے نتیجے میں یونٹ بند کر دیا گیا۔ امکان یہ ہے کہ مذکورہ یونٹ پیرنٹ کمپنی کی ریفائنری کے ساتھ 2017 میں چلایا جائے گا۔

BIPL کو مجموعی طور پر اس سال 913 ملین روپے کا خسارہ ہوا جس کا سبب مقرر اثاثہ جات کی قدر و قیمت میں 868 ملین روپے گھٹ جانا تھا۔ توقع ہے کہ بانٹیکو آئل پاکستان لمیٹڈ (BOPL) ریفائنری کے دوبارہ چلنے سے آئندہ سال کثیر مقدار میں خام مال پر عمل کیا جاسکے جس سے کمپنی منافع بڑھانے میں مدد ملے گی۔

SPM کی چک نے کمپنی کو موقع مہیا کیا کہ کمپنی خام تیل اور دیگر تیل کی مصنوعات کی درآمد پر مزید توجہ دے سکے۔ ہم ایک بار پھر یہ اطلاع دیتے ہوئے مسرت محسوس کرتے ہیں کہ آئل اینڈ گیس ریگولیٹری اتھارٹی (اوگرا) نے وائٹ آئل پیٹولیم مصنوعات کی درآمد کی باقاعدہ منظوری دے دی ہے جس کا اطلاق اس سال کے آخر کے بعد ہوگا اور یہ درآمد بذریعہ SPM ہوگی۔

کمپنی کو موجود سال 6.01 ارب روپے کا مجموعی منافع ہوا جبکہ سال گذشتہ یہ منافع 4.9 ارب روپے تھا۔ موجودہ منافع کی شرح میں اضافے کی بنیادی وجہ فروخت کے حجم میں نمایاں اضافہ، نسبتاً کم قیمت پر مصنوعات کی درآمد اور فروخت میں بہتر شرح منافع تھی۔ مصنوعات کی تیاری، انتظام و انضمام، فروخت اور تقسیم کاری پر آنے والے اخراجات بجٹ کی حدود میں رہے اور کمپنی کو آپریٹنگ منافع 3 ارب 20 کروڑ روپے ہوا جو کہ گزشتہ سال کی نسبت 11 فیصد زیادہ ہے۔ کمپنی بدستور اس سال بھی آمدن پر کم سے کم ٹیکس کے نظام کے تحت رہی۔

مندرجہ بالا نتائج کی بنیاد پر اس سال ٹیکس کی کٹوتی کی بعد منافع کی رقم ایک 1.4 ارب روپے رہی (سال 2015: 72 ملین) اس سال منافع کا حصول فی حصص 1.40 روپے رہا جبکہ گزشتہ سال 0.07 روپے فی حصص تھا۔ استحکامی بنیاد پر کمپنی کی گروپ آمدن فی شیئر کی شرح 44 پیسے (2015 میں فی شیئر خسارہ 0.66 روپے تھا)۔ سرکاری واجبات کی ادائیگی میں کچھ تاخیر ہوئی (جس کا تذکرہ مالیاتی اسٹیٹمنٹ کے نوٹ نمبر 21 میں کیا گیا ہے) جس کا سبب وصولیابی میں تاخیر اور فنڈز کا استعمال سابقہ سرکاری واجبات کا حساب بیاق کرنا تھا۔

مختصر الفاظ میں خلاصہ یہ ہے کہ کمپنی کے مجتمع کاروباری سمت کے تعین کی عکاسی ہوئی ہے، استعداد کار میں اضافہ اور مشکل دور میں ابھرنے کی صلاحیت کا اندازہ ہوتا ہے۔ زیر جائزہ سال کمپنی کے آمدن و اخراجات میں نمایاں بہتری کا سال تھا۔ ہم آئندہ برسوں میں مزید بہتری کی توقعات رکھتے ہیں۔

گزشتہ چھ سال کے دوران کمپنی کے مالیاتی اتار چڑھاؤ کے تفصیلی جائزی کیلئے ملاحظہ فرمائیں صفحہ نمبر ۸

کمپنی کی کارکردگی:

ہمیں یہ بتاتے ہوئے مسرت ہو رہی ہے کہ باوجود سخت مسابقت آپکی کمپنی نے فروخت کے حجم میں اضافے اور نئی جگہ بنانے اور لگانے کی روایت برقرار رکھی ہے جس سے موجودہ فروخت میں 27 فیصد اضافہ ہوا۔ بہر حال حجم میں اس اضافہ کو متوازن کر دیا ہے تیل کی قیمتوں میں 23 فیصد کمی نے۔ موجودہ سال میں کمپنی مجموعی فروخت 115.40 ارب روپے رہی جبکہ گزشتہ سال یہ حجم 119.4 ارب روپے تھا۔

مصنوعات کی گرتی ہوئی قیمت کے رجحان سے مستفید ہونے کیلئے کمپنی نے زیادہ منافع بخش مصنوعات میں اضافے پر توجہ دی اور یہ ممکن بنایا کہ اپنی ریفائنری سے حاصل کردہ مصنوعات کی گاہوں کیلئے دستیابی اور مصنوعات کی درآمد بذریعہ Single Point Mooring (SPM) جس سے قیمت اور وقت کے زمرے میں استعداد کار میں اضافہ ہوا۔ مجموعی طور پر 41 بحری جہاز SPM ساحل پر لگے۔ بشمول مصنوعات لانے والے اب تک کے سب سے بڑے جہاز کی آمد ہوئی جو ایک لاکھ میٹرک ٹن تیل کی مصنوعات لایا۔ جس سے Byco SPM کا قابل اعتماد اور قابل عمل ہونا ثابت ہوتا ہے۔ اس وقت SPM ملک کی تیل کی مجموعی درآمد کے تقریباً 9 فیصد کی باگ دوڑ سنبھال لیتا ہے۔ توقع ہے کہ اس میں آئندہ برسوں میں مزید اضافہ ہوگا۔

Byco SPM کو بروئے کار لانے کے فوائد درج ذیل ہیں:

- ☆ SPM پر جہازوں کے لگنے اور روانگی کی سہولت ہفتے کے ساتوں دن اور 24 گھنٹے مہیا کی جاسکتی ہے بغیر اونچی لہر پر بھروسہ کئے ہوئے جبکہ یہ سہولت ملک کی دیگر بندرگاہوں پر میسر نہیں ہے۔ بہر حال مون سون کے موسم میں کام کا طریقہ کار مختلف ہوتا ہے۔
- ☆ SPM نقطہ نظر کیلئے چینلز کی ضرورت نہیں ہوتی بلکہ یہ مدد و جزر کے بہاؤ کے خلاف 360 ڈگری پر قابل رسائی ہوتی ہے۔
- ☆ SPM کا نمونہ اس طرح تیار کیا گیا ہے کہ اس پر خام تیل سے لدے بہت بڑے بحری جہاز Very Large Crude Carriers (VLCC) لگ سکیں اسلئے کہ اسکی زیادہ سے زیادہ گہرائی 25 میٹر ہے جبکہ ملک کی دیگر بندرگاہوں پر نسبتاً گہرائی 12 سے 14 میٹر ہے۔

☆ SPM کا نمونہ ایسے تیار کیا گیا ہے کہ وہ ناموافق موسمی حالات کی تاب لاسکے۔

بانیکو پیٹرولیم پاکستان لمیٹڈ

ڈائریکٹرز کی رپورٹ برائے سالِ مختتمہ 30 جون 2016

بِسْمِ اللّٰهِ الرَّحْمٰنِ الرَّحِیْمِ

آپ کی کمپنی کے ڈائریکٹرز باسرت کمپنی کی سالانہ رپورٹ مع ایک جانب آڈٹ شدہ اور مستحکم رپورٹ مالیاتی تذکرے اور محاسبین کی رپورٹ برائے سالِ مختتمہ 30 جون 2016 باسرت پیش کرتے ہیں۔

پیٹرول کی بین الاقوامی قیمتیں اور پاکستانی معیشت:

آئل سیکٹر کیلئے یہ بھی ایک مشکل سال تھا جیسا کہ تیل کی قیمتوں میں تیزی برقرار رہی، متذکرہ مدت کے پیش تر حصے میں گراوٹ قائم رہی۔ سال 2014 سے تیل کی قیمتوں میں نمایاں کمی دیکھنے میں آئی جس سے خام تیل کی طلب کی رفتار میں کمی اور بین الاقوامی طور پر تیل کی پیداوار میں اضافہ دیکھنے میں آیا۔ زیر نظر سال کے دوران تیل کی قیمتیں تقریباً 23 فیصد گریں۔

پاکستان کو جس کا تمام تر دارومدار تیل کی درآمد پر ہے بین الاقوامی طور پر تیل کی قیمتوں میں کمی سے نمایاں فوائد حاصل ہوئے کیونکہ پاکستان کی کل درآمدات کا 20 فیصد صرف تیل کی درآمد پر خرچ ہوتا ہے۔ گزشتہ برسوں کی بہ نسبت ایندھن کی دستیابی واقعی کم قیمت پر ہونے کے باعث درحقیقت اندرون ملک تیل کی کھپت میں اضافہ ہوا اور زیر نظر سال کے دوران پیٹرول کی کھپت میں 22 فیصد اضافہ ہوا جبکہ ہائی اسپید ڈیزل (HSD) کی کھپت میں 4 فیصد اضافہ ہوا۔ تیل کی قیمت میں کمی سے حاصل ہونے والے فوائد کا کچھ حصہ حکومت نے عوام الناس کو بھی منتقل کیا۔ یہ ایک ایسا آلہ کار ثابت ہوا جس میں تیل کی کھپت میں اضافہ ہوا اور اس سے انفریڈ زری کی شرح کو گزشتہ 10 سال کی مدت میں کم ترین سطح پر برقرار رکھنے میں مدد ملی۔

پیٹرول کی بڑھتی ہوئی کھپت کو مدنظر رکھتے ہوئے حکومت نے ماحولیات کا مثبت جائزہ لیا اور پیٹرول ملکی تصریحات پر نظر ثانی کی اور 92 Research Octane Number (RON) MS متعارف کرائی جس سے گاڑیوں کی استعداد میں اضافہ ہوگا اور ماحولیات کو تحفظ ملے گا۔ 87 RON کی فروخت بھی 92 RON کے ساتھ جاری رہے گی۔



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