D.G CEMENT LIMITED

Annual Report 1997

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Board of Directors

Mian Raza Mansha Chief Executive

Mrs. Naz Mansha

Mian Umer Mansha

Mst. Akhtar Jehan Begum

Mr. Khalid Qadeer Qureshi

Mr. Mohammad Ali Artwar

Mr. Anwar Ahmad Khan

Company Secretary

Khalid Mahmood Chohan

Bankers

ABN-AMRO Bank N.V.

Askari Commercial Bank Limited

Bank of America NT&SA

Citibank NA

Faysal Bank Limited

Habib Bank Limited

Mashreq Bank psc

Muslim Commercial Bank Limited

Schon Bank Limited

Union Bank Limited

United Bank Limited

Auditors

M/s A F Ferguson & Co.

Chartered Accountants

Registered Office

Nishat House, 53-A, Lawrence Road, Lahore - Pakistan

Phone: 92- 42- 6367812- 20 Fax: 92- 42- 6367414

Telex: 47523 Nisht PK. Lahore E.Mail: dgkcc@lhr.comsats.netpk

Factory

Khofli Sattai, Distt. Dera Ghazi Khan - Pakistan

Phone: 92-641-60025-7 Fax: 92-641-62392

Telex: 42492 DGK CF PK.

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that Annual General Meeting of the Shareholders of D.G. Khan Cement Company Limited ("the Company") will be held on Wednesday the 31st December, 1997 at 11:30 a.m. at Nishat House, 53-A, Lawrence Road, Lahore to transact the following business:

- 1. To confirm minutes of the last meeting.
- 2. To receive and adopt the audited accounts of the Company for the financial year ended June 30, 1997 together with the Directors' and Auditors' reports thereon.
- 3. To appoint Auditors for the year 1997-98 and fix their remuneration. The present Auditors M/s. A F Ferguson & Company, Chartered Accountants, Lahore retire and being eligible, offer themselves for re-appointment.
- 4. Special business:

To pass the following special resolution with or without modification, as approved by the Board of Directors.

RESOLVED THAT the following existing clauses of the Articles of Association of the Company be and are hereby deleted with immediate effect as the same are no more required to remain incorporated in the Articles of Association.

- "63 (a) Notwithstanding anything to the contrary contained in any article herein, the decision of the Board on all the following matters shall always require the participation of National Development Finance Corporation's Director.
- a) Appointment / Change of M.D. / Chief Executive.
- b) Appointment of key personnel and consultants.
- c) Changes in the financial plan, size and capacity of the Project.
- d) Award of contracts to any Supplier(s) of Plant, Machinery and Equipment and for construction of civil works of the Project.
- e) Capital expenditure exceeding Rs. 25 million per item during any financial year.
- f) Loans or any business dealings on the basis of deferred payments of any kind whatsoever

- g) subsidiaries, associated undertakings (if any) of the Company or of its sponsor(s).
- g) Transfer, sale, assignment or lease of the immovable properties of the Company or the creation of any hypothecation, mortgage, charge or other encumbrance thereon.
- h) Recommendation of dividend.
- i) Creation of and transfer to reserves other than statutory reserves.
- j) Delegation of powers of M.D. / Chief Executive.
- k) Recommendation on the appointment of auditors.
- "63 (b) Notwithstanding anything to the contrary contained in any article herein, the decision of the Board on all the following matters shall always require prior approval of Askari Commercial Bank Limited (ACBL):
- i) Changes in the financial plan, size and capacity of the Project.
- ii) Transfer, sale, assignment or lease of the immovable properties of the Company or the creation of any hypothecation, mortgage, charge or other encumbrance thereon.
- iii) Recommendation on the appointment of auditors.

Provided that the above Article Clauses 63 (a) & 63 (b) shall remain effective during the subsistence of National Development Finance Corporation and Askari Commercial Bank Limited loans."

5. Any other matter with the permission of the Chair.

STATEMENT UNDER SECTION 160 (1) (B) OF THE COMPANIES ORDINANCE, 1984.

This statement sets out the material facts concerning the special business to be transacted at the AGM of the Company.

The above Clauses were inserted in the Articles of Association of the Company pursuant to the Special Resolution passed by the Shareholders of the Company in their AGM held on December 31, 1995, for obtaining LMM Finance Facility from National Development Finance Corporation and Askari Commercial Bank Limited, for Expansion Project of the Company.

The Company has not obtained/availed any financial subsistence from the said institutions for the Expansion Project therefore, the above Clauses have become redundant and no longer required to remain incorporated in the Articles of Association of the Company, accordingly proposed to delete the said Clauses.

The Directors of the Company have no interest either directly or indirectly in proposed deletion of the aforesaid certain Clauses of the Articles of Association of the Company.

A copy of memorandum and Articles of Association of the Company has been kept at the Registered Office which can be inspected from 10:00 a.m. to 11:00 a.m. on all working days upto December 30, 1997.

Lahore: By order of the Board December 01, 1997 (KHALID MAHMOOD CHOHAN)

Company Secretary

NOTES:

- 1. Share transfer books of the Company will remain closed from 31-12-97 to 06-01-98 (both days inclusive). Transfers received in order at Nishat House, 53-A, Lawrence Road, Lahore upto the close of business on December 30, 1997 will be considered in time.
- 2. A member eligible to attend and vote at this meeting may appoint another member his/her proxy to attend and vote instead of him/her. Proxies in order to be effective must reach the Company's Registered office not less than 48 hours before the time for holding the meeting.
- 3. Shareholders are requested to immediately notify the change in address, if any.

DIRECTORS' REPORT TO THE SHAREHOLDERS

Your directors are pleased to place before you the annual report along with audited accounts for the year ended June 30, 1997.

During the year under review, the Company earned pretax profit of Rs. 83.571 million (1996: Rs. 308. 411 million) After accounting for all charges including depreciation and provision for turnover tax, net profit works out to Rs. 71.454 million (1996: Rs. 248. 411 million).

	{Rupees in thousand	l)
APPROPRIATION	1997	1996
The following appropriations of the available profit		
are recommended:		
Net profit after taxation	71, 454	248, 411
Un-appropriated profit brought forward	997	586
Profit available for appropriation	72,451	248, 997
Appropriation:		
Transferred to:		
- General Reserve	72,000	248,000
Un-appropriated profit	451	997

PRODUCTION AND SALES

The production of clinker and cement for the period was 634,821 and 667, 937 tons respectively as compared to 730, 450 tons and 767, 363 tons for the previous year. The kiln operated at 96% of the installed capacity for want of annual repair/shut down which took longer period than normal.

OPERATING RESULTS

The gross sales during the year were Rs. 2.496 billion (1996: Rs. 2.442 billion) registering a nominal increase of 221%, whereas, net sales was decreased by 12.89% over last year {1997: Rs. 1.347 billion 1996: Rs. 1.547 billion}.

The profit during the year decreased substantially from Rs. 308.411 million to Rs. 83.571 million. main reason for this shortfall was decrease in sale price due to oversupply of cement, low economic and development activities in the country and increase in input prices, which adversely affected profit margins. The major increase in input cost was in Furnace 0il and Electricity which was 63.59% and 12.37% respectively {average} over the last year

MARKET REVIEW

The political Socio-economic condition and law and order situation in the country have led the industry into crisis. Constant increase in input prices and decrease in sale prices coupled with stagnation of demand has resulted in pilling up of stock of Clinker/Cement and oversupply. The impact of increase in input price could not be passed on to the end user, which again squeezed the profit margins.

Under the circumstances, there seems to be no significant/improvement in economic activity in the near future, which will further weaken the cement industry in order to save the industry from disaster, the government must take immediate actions and review the tax structure of cement industry as the industry at present is not in a position to carry the burden of ever increasing input prices and constant decrease in sale price.

FUTURE PROSPECTS

After great deal of negotiation and persuasion by the cement industry, the government has

announced (in November, 1997) policy of export of cement According to which a rebate of 12.5% ad volerum subject to maximum of Rs. 300 per ton is being considered. The rebate is considered to be insufficient to compete the international market.

There is potential to export cement in the surrounding countries like Sri Lanka, Bangladesh etc. This will only be possible if government offers a higher rebate than announced. This will help to minimize the oversupply and disposal of piled up stock of clinker/cement.

The government industrial reform program is expected to boost up the industrial activity in the country. At present all the development plans (including industrial zones besides Lahore Islamabad Motor way, construction of Islamabad Peshawar Motor way, Karachi Mass transit, port Bin Qasim Oil Refineries and other big projects) have been held up which are likely to be started after resolution of the present political crisis.

EXPANSION PROJECT

By the grace of Almighty Allah, and gigantic efforts of our team, the erection/ installation of the plant and machinery has been completed. During trial run, after overcoming teething problems, the new kiln has produced over 140,000 tons or Clinker.

In order to update the knowledge on latest cement manufacturing technology, 30 engineers were sent to Denmark and Spain for specialized training apart from this M/s FLS experts also imparting training on the job to our people at the site.

The Company has signed Technical Assistance Services agreement with M/s F.L.S. Pakistan (Private) Limited Under this agreement M/s FLS will provide the services of competent engineers and specialists. The experts will also provide the manufacturing techniques relating to the efficient and economical operation of the plant and make available their technological know how and

experience of cement manufacture to the staff of the plant. The experts shall in particular assist in putting into use the most suitable methods of extracting the raw material reaching optimal process and quality control as well as effective plant maintenance. This agreement will be for a period of one year.

PATTERN OF SHAREHOLDINGS

The pattern of shareholding of the company as on June 30, 1997 is annexed with the Annual Report.

AUDITORS

M/s A F Ferguson & Company, Chartered Accountants, Lahore, the retiring Auditors, being eligible, offer themselves for re-appointment

ACKNOWLEDGMENT

The relation between the management and workers remained cordial and peaceful. The Director placed on record appreciation for hard work done by the workers, staff and officers during the year which has resulted in completion of expansion project with the hope that they will work with same zeal and spirit in the year to come.

FIVE YEAR AT A GLANCE

	1997	1996	1995	1994	1993
PRODUCTION & SALES					
					(M. Tons)
Clinker	634,821	730,450	669,086	631,874	663,431
Cement	667,937	767,363	685,348	649,852	685,401
Sales	671 , 417	753,608	698,063	651,937	683,142
FOR THE YEAR					/D
					(Rupees in thousand)
Net .Sales	1,347,594	1,547,090	1,498,945	1,219,777	1,131,357
Gross Profit	274,692	591,430	757 , 254	586,653	536,867
Pre-tax profit	83,571	308,411	569 , 557	550,180	488,134
After tax profit	71,454	248,411	386,788	362,884	296,134

FINANCIAL POSITION

Current Assets	989,212	1,297,610	1,240,604	1,095,981	575 , 237
Current Liabilities	957 , 506	717,423	550 , 837	769,340	580 , 050
Operating Fixed Assets	804,047	786 , 929	692 , 991	719,066	691 , 887
Total Assets	8,102,729	7,390,244	4,010,890	2,324,669	1,877,749
Long Term Liabilities	3,288,816	2,887,875	349,724	337 , 397	349,801
Shareholders' Equity	3,856,407	3,784,946	3,110,329	1,217,932	947,898
RATIOS					
Current Ratio	1.03:1	1.81:1	2.25:1	1.42:1	0.99:1
Debt to Equity	46:54	43:57	10:90	22:78	27:73
Gross Profit to Sales (%)	20.38	38.23	50.52	48.10	47.45
Net Profit to Sales (%)	5.30	16.06	25.80	29.75	26.18
Break-up value per share	29.13	34.82	31.47	19.68	15.31

AUDITORS' REPORT TO THE MEMBERS

We have audited the annexed balance sheet of D.G. Khan Cement Company Limited as at June 30, 1997, the profit and loss account and the cash flow statement, together with the notes forming part thereof, 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 and after due verification thereof, we report that..

- a) in our opinion, proper books of account have been kept by the Company as required by the Companies Ordinance, 1984;
- b) in our opinion
- (i) the balance sheet and profit and loss account together with the notes thereon have been drawn up in conformity with the Companies Ordinance, 1984 and are in agreement with the books of account and are further in accordance with accounting policies consistently applied;
- (ii) the expenditure incurred during the year was for the purpose of the Company's business; and
- iii) the business conducted, investments made and the expenditure incurred during the year were in accordance with the objects of the Company.
- c) in our opinion and to the best of our information and according to the explanations given to us, the balance sheet, profit and loss account and cash flow statement together with the notes forming part thereof, 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 Company's affairs as at June 30, 1997, and of the profit and the cash flow for the year then ended; and

d) in our opinion no Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980.

Lahore: December 01, 1997

A. Ferguson & Co.

Chartered Accountants

BALANCE SHEET JUNE 30, 1997

		(Rupees in thousand)	
	Note	1997	1996
CAPITAL AND RESERVES			
Authorised share capital			
300,000,000 ordinary shares of Rs. 10/- each		3,000,000	3,000,000
Issued, subscribed and paid up share capital		=======	
132,391,380 (1996: 108,712,925) ordinary			
shares of Rs. 10/- each	3	1,323,914	1,087,129
Advance against issue of shares	4		426,206
Reserves	5	2,532,042	2,270,614
Unappropriated profit		451	997
		2 056 407	2 704 046
LONG TERM LIABILITIES		3,856,407	3,784,946
LONG TERM LOANS - SECURED	6	3,128,364	2,774,385
LIABILITIES AGAINST ASSETS			
SUBJECT TO FINANCE LEASE	7	106,636	56,381
DEFERRED LIABILITIES	8	22,258	18,025
LONG TERM DEPOSITS	9	31,558	39,084
CURRENT LIABILITIES			
Current portion of long term liabilities			
Long term loans - secured		50,436	50,436
Liabilities against assets subject to finance lease		47,005	40,996
Short term running finance	10	260,254	
Creditors, accrued and other liabilities	11	555 , 820	558 , 349
Provision for taxation		43,599	67 , 243
Dividend payable		392	399
		957 , 506	717,423
CONTINGENCIES AND COMMITMENTS	12		
		====== 8,102,729	======= 7,390,244

The annexed notes form an integral part of these accounts.

FIXED CAPITAL EXPENDITURE			
Operating fixed assets	13	804,047	786 , 929
Assets subject to finance lease	14	10,935	65 , 694
Capital work in progress	15	5,626,630	4,189,893
		6,441,612	5,042,516
LONG TERM INVESTMENTS	16	642,614	1,022,827
LONG TERM LOANS TO EMPLOYEES	17	7,233	8,256
LONG TERM DEPOSITS AND DEFERRED COSTS	18	22,058	19,035
CURRENT ASSETS			
Stores, spares and loose tools	19	395,638	262,664
Stock - in - trade	20	41,327	40,870
Short term investments	21	370,232	
Advances, deposits, prepayments and			
other receivables	22	139,003	272,132
Cash and bank balances	23	43,012	721,944
		989 , 212	1,297,610
		8,102,729	7,390,244
		=======	=======
PROFIT AND LOSS ACCOUNT FOR THE			
YEAR ENDED JUNE 30,1997			
TEAR ENDED COME 30,1991		(Rupees in thousand	}
	Note	1997	1996
SALES	24	1,347,594	1,547,090
COST OF GOODS SOLD	25	1,072,902	955 , 660
GROSS PROFIT		274,692	591,430
OPERATING EXPENSES			
Administration and general expenses	26	33,826	40,794
Selling and distribution expenses	27	161,009	202,063
		194,835	242,857
OPERATING PROFIT		79 , 857	348,573

OTHER INCOME	28	47,370 	105,490
		127,227	454,063
FINANCIAL CHARGES	29	27 , 027	47,482
OTHER CHARGES	30		98,170
		43,656	145,652
PROFIT BEFORE TAXATION		83,571	308,411
PROVISION FOR TAXATION	31	12,117	60,000
PROFIT AFTER TAXATION		71,454	248,411
UNAPPROPRIATED PROFIT BROUGHT FORWARD		997	586
PROFIT AVAILABLE FOR APPROPRIATION		72,451	248,997
1 D D D D D T 1 II T O V			
APPROPRIATION		72 000	249 000
Transferred to general reserve		72 , 000	248,000
UNAPPROPRIATED PROFIT		451 ======	997 ======
The annexed notes form an integral part of these accord CASH FLOW STATEMENT FOR THE YEAR	iiics.		
ENDED JUNE 30, 1997			
		(Rupees in thousand	(É
	Note	(Rupees in thousand	i) 1996
CASH FLOW FROM OPERATING ACTIVITIES	Note		
	Note		1996
CASH FLOW FROM OPERATING ACTIVITIES Cash generated from operations Financial charges paid		1997 236,984 (27,587)	1996
CASH FLOW FROM OPERATING ACTIVITIES Cash generated from operations		1997 236,984	1996 814,558
CASH FLOW FROM OPERATING ACTIVITIES Cash generated from operations Financial charges paid		1997 236,984 (27,587)	1996 814,558 (47,266) (1,581) (237,559)
CASH FLOW FROM OPERATING ACTIVITIES Cash generated from operations Financial charges paid Gratuity paid		1997 236,984 (27,587) (363)	1996 814,558 (47,266) (1,581)
CASH FLOW FROM OPERATING ACTIVITIES Cash generated from operations Financial charges paid Gratuity paid Taxes paid		1997 236,984 (27,587) (363) (58,667)	1996 814,558 (47,266) (1,581) (237,559)
CASH FLOW FROM OPERATING ACTIVITIES Cash generated from operations Financial charges paid Gratuity paid Taxes paid NET CASH INFLOW FROM OPERATING ACTIVITIES		1997 236,984 (27,587) (363) (58,667)	1996 814,558 (47,266) (1,581) (237,559)
CASH FLOW FROM OPERATING ACTIVITIES Cash generated from operations Financial charges paid Gratuity paid Taxes paid NET CASH INFLOW FROM OPERATING ACTIVITIES CASH FLOW FROM INVESTING ACTIVITIES		1997 236,984 (27,587) (363) (58,667) 150,367	1996 814,558 (47,266) (1,581) (237,559) 528,152
CASH FLOW FROM OPERATING ACTIVITIES Cash generated from operations Financial charges paid Gratuity paid Taxes paid NET CASH INFLOW FROM OPERATING ACTIVITIES CASH FLOW FROM INVESTING ACTIVITIES Fixed capital expenditure		1997 236,984 (27,587) (363) (58,667) 150,367	1996 814,558 (47,266) (1,581) (237,559) 528,152
CASH FLOW FROM OPERATING ACTIVITIES Cash generated from operations Financial charges paid Gratuity paid Taxes paid NET CASH INFLOW FROM OPERATING ACTIVITIES CASH FLOW FROM INVESTING ACTIVITIES Fixed capital expenditure Increase in long term investments		1997 236,984 (27,587) (363) (58,667) 150,367	1996 814,558 (47,266) (1,581) (237,559) 528,152 (3,429,688) (67,728)
CASH FLOW FROM OPERATING ACTIVITIES Cash generated from operations Financial charges paid Gratuity paid Taxes paid NET CASH INFLOW FROM OPERATING ACTIVITIES CASH FLOW FROM INVESTING ACTIVITIES Fixed capital expenditure Increase in long term investments Long term loans to employees (net)		1997 236,984 (27,587) (363) (58,667) 150,367 (1,097,333) (19) 1,031	1996 814,558 (47,266) (1,581) (237,559) 528,152 (3,429,688) (67,728) (78)

NET CASH OUTFLOW FROM INVESTING ACTIVITIES		(1,087,854)	(3,496,871)
CASH FLOW FROM FINANCING ACTIVITIES			
Share capit .		7	
Advance against issue of shares			426,206
Long term loans (net)		(50,436)	2,501,825
Long term deposits (net)		(7 , 527)	(7,856)
Liabilities against assets subject to finance lease(net)		56,264	52,041
Dividend paid		(7)	(72)
NET CASH INFLOW/(OUTFLOW) FROM FINANCING ACTIVITIES		(1,699)	2,972,144
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		(939,186)	3,425
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF YEAR		721 , 944	718,519
CASH AND CASH EQUIVALENTS AT THE END OF YEAR	33	(217,242)	721,944

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED JUNE 30, 1997

1. THE COMPANY AND ITS OPERATIONS

D.G. Khan Cement Company Limited is a public company incorporated under the Companies Ordinance, 1984 and is listed on all the stock exchange in Pakistan. The Company is engaged in production and sale of ordinary Portland Cement.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Accounting convention

These accounts have been prepared under the historical cost convention modified by capitalization of exchange differences as referred to in note 2.10.

2.2 Staff retirement benefits

The Company operates an unfunded gratuity scheme for all employees, payable on cessation of employment, subject to a minimum qualifying period of service. Provision is made annually to cover obligations under the scheme for oil employees eligible to gratuity benefits irrespective of the qualifying period.

The Company also operates an approved funded contributory provident fund scheme. Equal

monthly contributions are made by the employer and the employees to the fund.

2.3 Taxation

Current

The charge for current taxation is based on taxable income at the current rates of taxation after taking into account tax credits and tax rebates, if any.

Deferred

The Company accounts for deferred taxation using the liability method on all major timing differences. Provision for deferred tax for the year is not considered necessary as the timing differences are not likely to reverse in the foreseeable future.

2.4 Fixed capital expenditure and depreciation

Operating fixed assets except freehold land are stated at cost less accumulated depreciation. Capital work in progress and freehold land are stated at cost. Cost in relation to fixed assets signifies historical cost and exchange differences referred to in note 2.10.

Depreciation on all other operating fixed assets is charged to profit on the reducing balance method, so as to write off the historical cost of an asset over its estimated useful life at the rates referred to in note 13. Full year's depreciation is charged on additions, while no depreciation Js charged on deletions during the year.

Maintenance and normal repairs are charged to income as and when incurred. Major renewals and improvements are capitalised and the assets so replaced, If any, are retired. Gains or losses on disposal of assets are taken to profit and loss account.

2.5 Assets subject to finance lease

These are stated at lower of present value of minimum lease payments under the lease agreements and the fair value of the assets acquired on lease. The related obligation of the lease are accounted for as liabilities. Assets acquired under a finance lease are amortised over the useful life of the assets on reducing balance method at the rates given in note 14. Amortisation of leased assets is charged to profit and loss account.

2.6 Investments

Long term investments

Investments are carried at cost and provision is made to recognise a decline in value which is other than temporary. Such reduction being determined for each investment individually.

Short term investments

These are stated at lower of cost and market value determined on portfolio basis.

2.7 Deferred cost

These costs are to be amortised over a period of five years.

2.8 Stores, spares and loose tools

Stores, spares and loose tools are valued principally at moving average cost. Items valued at cost comprising invoice values plus other charges paid thereon.

2.9 Stock - in - trade

Stock of raw materials, work in process and finished goods are valued principally at the lower of overage cost and net realisable value. Cost of work in process and finished goods comprises cost of direct materials and labour and appropriate manufacturing overheads,

Net realisable value signifies the estimated selling price in the ordinary course of business less cost necessarily to be incurred in order to make a sale.

2.10 Foreign currencies

All assets and liabilities in foreign currencies are translated at the exchange rates prevailing at the balance sheet date. Exchange gains or losses on translation of foreign currency long term loans utilised for the acquisition of fixed assets are capitalised. All other exchange differences are charged to profit and loss account.

2.11 Mark - up, interest, profit and other charges

Mark - up, interest, profit and other charges on long term liabilities are capitalised upto the date of commissioning of the respective plant and machinery, acquired out of the proceeds of such long term liabilities. All other mark - up, interest profit and other charges are charged to income.

2.12 Revenue recognition

Revenue from sale is recognised on despatch of goods to customers. Profit on deposits with banks is recognised on a time proportion basis taking into account the amounts outstanding and the rates applicable thereon. Dividend income on equity investments is recognised as income when the right of receipt is established.

		(Rupees in thousand) 1997	1996
3. ISSUED, SUBSCRIBED AND PAID UP SHARE CAPITAL			
Opening balance of issued, subscribed and paid up			
share capital 89,157,221 (1996: 89,157,221)			
ordinary shares of Rs. 10 each fully paid in cash		891 , 572	891 , 572
Issued against advance against issue of shares			
23,678,455 (1996: Nil) ordinary shares of Rs.10 each	- Note 4	236,785	
112,835,676 (1996: 89,157,221) ordinary shares of			
Rs 10 each fully paid in cash		1,128,357	891 , 572

Opening balance of ordinary shares 19,555,704 (1996:9,672,711) of Rs 10 each issued

as fully paid bonus shares		195,557	96 , 727
Issued Ni1(1996: 9,882,993) ordinary shares of Rs. 10 each as fully paid bonus shares			98,830
19,555,704 (1996: 19,555,704) ordinary shares of			
Rs.10 each issued as fully paid bonus shares		195 , 557	195,557
		1,323,914	
		=======	=======
4. ADVANCE AGAINST ISSUE OF SHARES			
Opening balance as at July 1		426,206	
Add: Received during the year		7	426 , 206
		426,213	
Less: Adjusted against issue of shares	- Note 3	236,785	
Transferred to reserves		189,428	
(premium on issue of right shares)	- Note 5	426,213	
			426,206
		=======	=======
	(Dur	oog in thougand)	
	(Rup	pees in thousand) 1997	1996
5. RESERVES			
Movement and composition of reserves is as follows:			
Capital			
Reserves for issue of bonus shares			98,830
Reserves for issue of bonus shares At the beginning of the year		 	98 , 830
Reserves for issue of bonus shares		 	98 , 830
Reserves for issue of bonus shares At the beginning of the year		 	98,830 98,830
Reserves for issue of bonus shares At the beginning of the year		 	
Reserves for issue of bonus shares At the beginning of the year Transferred from profit and loss account		 	98,830
Reserves for issue of bonus shares At the beginning of the year Transferred from profit and loss account Nominal value of bonus shares issued		 	98,830
Reserves for issue of bonus shares At the beginning of the year Transferred from profit and loss account Nominal value of bonus shares issued Premium on issue of right shares		 	98,830 98,830
Reserves for issue of bonus shares At the beginning of the year Transferred from profit and loss account Nominal value of bonus shares issued	-Note 4	1,404,314 189,428	98,830
Reserves for issue of bonus shares At the beginning of the year Transferred from profit and loss account Nominal value of bonus shares issued Premium on issue of right shares At the beginning of the year	-Note 4	1,404,314	98,830 98,830

General

At the beginning of the year Transferred from profit and					866,300 72,000 938,300	618,300 248,000 866,300		
					2,532,042	2,270,614		
6. LONG TERM LOANS - SECURI	ED							
Rate of			Foreign			Rate of	No. of equal	
Loan Lender	Currency	1997		guivalent Pak Rupee 1997	1996	interest per annum	half yearly installments	Interest payable
				(in thousand)				
1. Asian Development Bank	PKR			126,090	176,525	14%	25 ending on 01-10-99	Half yearly
2. International Finance Corporation								
- Loan A	US\$	25,000	25 , 000	1,017,570	882 , 765	10.56%	14 commencing 15-07-98	Half yearly
- Loan B	US\$	40,000	40,000	1,628,112	1,412,424	2.80% + LIBOR	9 commencing 15-07-98	Half yearly
3. Commonwealth Development	t							
Corporation	US\$	10,000	10,000	407,028	353 , 107	10.56%	14 commencing 01-09-98	Half yearly
Less: Current portion shows	n under current	liabilities		3,178,800 50,436	2,824,821 50,436			
				3,128,364 =======	2,774,385 ======			

Security

Loan No. 1

The loan was obtained from the Government of Pakistan through State Cement Corporation of Pakistan (Private) Limited. It was originally payable in foreign currency subsequently converted into Pak Rupees with effect from April 21, 1987 at the exchange rate of US \$1 = Pak Rupees 17.3468. The loan carries interest @ 14% per annum inclusive of exchange risk fee. The Loan is secured against a bank guarantee in favour of the Government of Pakistan for which the company has created an equitable mortgage on the company's

freehold land and a hypothecation charge on plant and machinery consisting of crusher, raw material transportation system, raw mill, kiln, cement mill and packing plant in favour of the bank.

Loan No. 2 and 3

These loans are secured by an equitable mortgage on the company's freehold land and building and other immovable assets of the company accompanied by irrevocable power of attorneys author(sing the lenders to create and register English mortgage, and a first hypothecation charge on present and future movable assets including plant and machinery, accessories, electrical, motor vehicles and all other equipments.

All charges in respect of long term loans rank part passu with each other.

7. LIABILITIES AGAINST ASSETS SUBJECT TO FINANCE LEASE

/. LIABILITIES AGAINST ASSETS SUBJECT TO FINANCE LEASE		
	(Rupees in thousand)	
	1997	1996
Present value of minimum lease payments	153,641	97 , 377
Less: Current portion shown under current liabilities	47,005	40,996
	106,636	56,381
	========	========

The present value of minimum lease payments have been discounted at an implicit interest rate ranging from 17.8% to 21.5% to arrive at their present value. Rentals are paid in monthly installments and in case of default of any payment, an additional charge @ 2 to 5% per month shall be paid. The balance rentals due under the lease agreement aggregate Rs. 134.29 million and are payable in equal monthly installments plus a lumpsum payment of Rs. 19.35 million (1996: Rs. 14.7 million) for residual value.

Taxes, repairs and insurance costs are to be borne by the lessee. In case of termination of the agreement the lessee Js to pay the entire rent for the unexpired period of lease agreement. The liability Js partly secured by a deposit of Rs. 19.35 million included in security deposits under note 18. Commitments in respect of lease arrangements executed by the company are as follows:

Years	(Rupees in thousand)
1998	69,530
1999	60,105
2000	32,868
2001	23,695

8. DEFERRED LIABILITIES

(Rupees in thousand)

1997

Provision for employees gratuity	18,248	15,003
Provision for leave encashment	4,010	3,022
	22,258	18,025

9. LONG TERM DEPOSITS

These represent the interest free security deposits from stockists and are repayable on cancellation or withdrawal of the dealership.

10 SHORT TERM RUNNING FINANCE

Short term running finance available from various banks under mark-up arrangement amount to Rs. 450 million (1996: Rs. 200 million). The rates of mark-up range from Re. 0.438 to Re. 0.493 per Rs. 1,000 per diem or part thereof on the balance outstanding. In the event, the company fails to pay the balance on the expiry of the quarter, year or earlier demand, mark-up is to be computed at the rate of Re. 0.548 per Rs. 1,000 per diem or part thereof on the balance unpaid.

The finances obtained under these arrangements are secured by a first registered pari passu charge over all the company's present and future stocks of raw materials, work-in-process, finished goods and productions, supplies lying at factory premises/site, company's godowns or else where or in transit.

Out of aggregate facility of letters of credit and guarantees of Rs. 240 million (1996: Rs. 200 million) the amounts utilised as at June 30, 1997 amounted to Rs. 20.144 million (1996: Rs. 54.408 million) in respect of letter of credit and Rs. 33.264 million (1996: Rs. 30.594 million) in respect of guarantees.

11. CREDITORS, ACCRUED AND OTHER LIABILITIES

		(Rupees in thousand)	
		1997	1996
These are composed of:			
Trade creditors		25 , 809	20,819
Deposit from customers		28,050	62,869
Accrued liabilities		27 , 625	60,951
Custom duties payable		199,957	167,451
Bills payable		7,056	23,970
Amount due to associated undertaking			
D.G. Khan Electric Company Limited.		29,816	16,726
Workers' profit participation fund	- Note 11.1	8,875	20,775
Interest accrued on long term loans - secured		145,425	104,998
Retention money		17,752	12,005
Security deposits		7,174	4,633
Sales tax payable		9,969	18,538
Advances against sale of scrap		326	126
Other payables		47 , 986	44,488

	555 , 820	558,349
	=======	=======
	(Dunger in thousand)	
	(Rupees in thousand) 1997	1996
11.1 Workers' profit participation fund	1331	1990
At the beginning of the year	20,775	33,212
Provision for the year	4,462	16,525
Interest for the year	1,205	2,242
	26,442	51 , 979
Less: Payments made during the year	17,567	31,204
	8 , 875	20,775
	========	========

12. CONTINGENCIES AND COMMITMENTS

Contingencies

The Income Tax Officer, while framing the assessments for the accounting years 1983-84 to 1991-92 has taxed the income of the company on account of interest on deposits and sale of scrap etc. The Appellate Tribunal on appeal filed by the Company issued an order in favour of the Company for the accounting years 1983-84 to 1991-92. The Income Tax Department filed reference before the Lahore High Court. Pending final outcome of such reference, no adjustment has been made In these accounts for the relief granted by the Appellate Tribunal aggregating Rs. 35.5 million.

The company has issued guarantees in favour of Collector of Customs and Excise against levy of sales tax, custom duty and excise duty amounting to Rs. 33.264 million (1996: Rs. 30.594 million).

Commitments in respect of:

- i) Contract for capital expenditure Rs. 115.72 million (1996: Rs. 770 million).
- ii) Letters of credit other than capital expenditure Rs. 20.144 million (1996: Rs. 54.408 million).

13. OPERATING FIXED ASSETS - TANGIBLE

13.1 The following is statement of the operating fixed assets

(Rupees in thousand)

		C O	S				
			T	Accumulated			Annual
	As at		As at	depreciation	Book value	Depreciation	rate of
Description	June 30,	Additions/	June 30,	as at June	as at June	charge for	depreciation
	1996	(deletions)	1997	30, 1997	30, 1997	the year	%

Freehold land	31,478		31,478		31,478		
Building on freehold lan	id 172 , 293	114	172,407	116,818	55 , 589	6 , 177	10
Office building and	172,293	114	1/2,40/	110,010	33,369	0,177	10
Housing colony	160,561	9 , 559	170,120	48,687	121,433	6,392	5
Roads	9,981		9,981	4,673	5,308	590	10
Plant and machinery	1,033,383	49,198	,082,581	681,339	401,242	44,582	10
Quarry equipment Furniture, fixture and	140,046	7,069	147,115	67,228	79,887	20,594	20
office equipment	35,148	18,295	53,443	16,656	36,787	4,087	10
Vehicles	70,756	30,584 (3,010)	98,330	39,259	59,071	14,767	20
Aircraft	4,953	3 , 735	8,688	3,646	5,042	2,161	30
Power and water							
supply lines	26 , 804		26,804	18,594	8,210	912	10
1997	1,685,403	118,554 {3,010)	1,800,947	996,900	804,047	100,262	
1996	1,495,562	205,337 (15,496)	1,685,403	898,474	786 , 929	96,490	
	=======	=======	=======	=======	=======	=======	=======
			(R	upees in thousand	1)		
			Note	1997	1996		
13.2 Depreciation charge allocated as follows:	for the year ha	as been					
Cost of goods sold			25	92,828	89,140		
Administration and gener	al expenses		26	7,227	7,091		
Selling and distribution	expenses		27	207	259		
				100,262	96,490		
				========	========		

^{13.3} The Company has given on lease, land measuring 14 acres to D.G. Khan Electric Company Limited (an associated undertaking) at an annual rent of Rs. 145,200.

13.4 Disposal of operating fixed assets

Detail of operating fixed assets disposed off during the year is as follows:

		Accumulated		Sale		Mode of
Particulars of assets	Cost	Depreciation	Book value	proceeds	Sold to	disposal
		(Rupees in thousa	nd)		
Honda Civic (LOG 4901)	954	563	391	600	M/S Adamjee insurance Co.	Claim received
Honda Civic (LOQ-7880)	947	559	388	388	Mr. Jahanger Khan Malik	Negotiation
Suzuki Jeep (DGB-9496)	178	148	30	120	Mr. Aamir Mirani	Tender
Suzuki Jeep (DG- 1245)	86	81	5	116	Mr. Kaleemullah Qasrani	Negotiation
Suzuki Khyber (LOW-1453)	351	126	225	350	M/S Adamjee Insurance Co.	Claim received
Suzuki Pickup (DGD-9778)	109	73	36	82	M/S Iqbal Hussain & Bros.	Tender
Toyota Pickup (DGB~1694)	295	255	40	222	M/S Industrial Fabrication	Tender
Motor Cycle (LOS-6928)	40	19	21	30	M/S Adamjee Insurance Co.	Claim received
Motor Cycle (LOW-2796)	50	10	40	45	M/S Adamjee Insurance Co.	-do-
=======================================		========	=======	=======	== ======= ======	=== ======

14. ASSETS SUBJECT TO FINANCE LEASE

(Rupees in thousand)

3,076,706

3,439,461

Description	Cost to June 30, 1996	Additions/ (deletions)	Cost to June 30, 1997	Accumulated amoritisation as at June 30, 1997	Book value as at June 301,997	Amortisation charge for the year	Rate %
Quarry equipment Plant and machinery	13,415 77,527	(13,415) (64,027)	 13,500		 10,935	 1,215	20 10
1997	90,942	(77,442)	13,500	2,565	10,935	1,215	
1996	92,346	13,500 (14,904)	90,942	25,248	65,694	8,253	
=======================================	== =======	=======	========	========	========	=======	=======

Amortisation charge for the year has been allocated to cost of goods sold - Note 25.

15. CAPITAL WORK IN PROGRESS

Plant and machinery

	(Rupees in thousand)	
	1997	1996
This consist of:		
Civil works	7,248	6,385
Expansion project		
Civil works	943,303	505 , 694

Assets subject to finance lease			180,000	80,000
Consultants fees	N-+- 1F 1		14,205	9,348
Advances	- Note 15.1 - Note 15.2		1,008,519	226,823 284,937
Unallocated expenditure	- Note 15.2		1,008,519	284 , 937
			5,619,382	4,183,508
			5,626,630	4,189,893
15.1 Advances			=======	=======
Civil Works			9 , 306	53 , 925
Plant and Machinery			24,588	172,898
			33,894	226,823
15.2 Unallocated expenditure			=======	=======
Technical and Other Staff Salaries			34 , 886	19,903
Financial charges		- Note 15.3	513,735	204,075
Net exchange loss			438,012	49,067
Others			21,886	11,892
			1,008,519	284,937
15.8 Financial charges			=======	=======
Interest on long term loans - secu	ured		453 , 355	130,978
Commitment and other charges	arca		60,380	73,097
00111112 01110110 011101 011101 011011900				
			513 , 735	204 , 075
16. LONG TERM INVESTMENTS				
At cost		- Note 16.1	728,614	1,098,827
Less: Provision for diminution in	value of investments		86,000	76 , 000
			642,614	1,022,827
			=======	========

16.1 Quoted Companies

In associated undertakings

Umer Fabrics Limited

6,476,780 '(1996:6,476,780) fully paid

ordinary shares of Rs. 10 each			
Equity held 26.98% (1996: 26.98%)		118,033	118,033
Nishat (Chunian) Limited			
2,790,600 (1996: 2,790,600) fully paid			
ordinary shares of Rs. 10 each			
Equity held 19.38% (1996:19.38%)		40,347	40,347
		•	
	C/F	158,380	158,380
	B/F	158,380	158,380
Nishat Tek Limited	_, _	,	
4,081,469 (1996: 4,081,469) fully paid			
ordinary shares of Rs. 10 each			
Equity held 19.75% (1996: 19.75%)		113,807	113,807
Nishat Fabrics Limited			
3,074,350 (1996: 3,074,350) fully paid			
ordinary shares of Rs. 10 each			
Equity held 14.64% (1996: 14.64%)		34,701	34,701
Nishat Mills Limited			
5,797,105 (1996: 5,797,105) fully paid		051 606	051 606
ordinary shares of Rs. 10 each		251 , 696	251,696
D.G Khan Electric Company Limited			
3,805,625 (1996: 3,805,625) fully paid			
ordinary shares of Rs. 10 each			
Equity held 19.03% (1996: 19.03%)		49,990	49,990
Muslim Commercial Bank Limited			
3,719,644 (1996: Nil) fully paid		07 416	
ordinary shares of Rs. 10 each		97,416	
OTHERS			
Muslim Commercial Bank Limited			
Nil (1996: 17,856,329) fully paid			
ordinary shares of Rs. 10 each			467,648
<u> </u>			,
Fidelity Investment Bank Limited			
1,909,867 (1996:1909,867) fully paid			
ordinary shares of Rs. 10 each		21,457	21,457

Maple Leaf Cement Factory Limited

6,666 (1996: 4,762) fully paid ordinary shares of Rs. 10 each	187	168
First Capital Mutual Fund 98,000 (1996: 98,000) certificates		
of Rs. 10 each	980	980

728,614

========

1,098,827

========

- 16.2 Market value of quoted investments is Rs. 478.468 million (1996: Rs. 915.737 million) as at June 30, 1997.
- 16.3 Investments having face value of Rs. 76.897 million (1996: Rs. 175.732 million) are pledged as security against lease facility, working capital loan and letter of credit for machinery.

17. LONG TERM LOANS TO EMPLOYEES		(Rupees in thousand	d) 1996
Considered good House building Vehicles/air-conditioners		8,070 1,270 9,340	8,836 1,535 10,371
Less: Current portion of long term loans to employees	- Note 22	2,107 7,233 =======	2,115 8,256 ======

17.1 These represent the secured loans given to employees as per company's service rules and are recoverable in equal monthly instalments. The loans given to officers carry interest from 6 to 7 percent per annum while loans to staff and workers are interest free. Loans of Rs. 4.948 million (1996: Rs. 5.882 million) are outstanding for periods exceeding three years. The maximum amount outstanding at the end of any month is Rs. 10.538 million.

		(Rupees in thousan	d)
		1997	1996
18. LONG TERM DEPOSITS AND DEFERRED COST	•		
Security deposits		21,784	16,594
Deferred cost	- Note 18.1	274	2,441
		22,058	19,035
		========	========

18.1 This represents the unamortised balance of public floatation expenses and is amortised over a period of five years in equal installments.

19. STORES, SPARES AND LOOSE TOOLS

Stores	318,660	111,415
Spares	70,567	146,022
Loose tools	·	5,227
	395,638	262,664
20. STOCK-IN-TRADE	======	=======
Raw materials	6,851	3,353
Packing material	14,613	13,329
Work-in-process	2,060	7,357
Finished goods	17,803	16,831
	41,327	40,870
	-=====	=======
21. SHORT TERM INVESTMENTS		
Quoted Company		
Quoted Company		
In associated undertaking		
Muslim Commercial Bank Limited		
14,136,685 (1996: Nil) fully paid ordinary shares of Rs. 10 each		
Market value of investments is 463.041 million (1996: Nil)	370,232	
	======	=======
	(Rupees in thousand)	
	(Rupees in thousand) 1997	1996
		1996
22. ADVANCES, DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES		1996
22. ADVANCES, DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES Current portion of long term loans to employees - Note 17 Advances - considered goods	1997	1996 2,115
Current portion of long term loans to employees - Note 17	1997	
Current portion of long term loans to employees - Note 17 Advances - considered goods	1997 2,107	2,115
Current portion of long term loans to employees - Note 17 Advances - considered goods To employees	1997 2,107 5,997	2,115 2,846
Current portion of long term loans to employees - Note 17 Advances - considered goods To employees To suppliers	1997 2,107 5,997 6,468	2,115 2,846 8,800
Current portion of long term loans to employees - Note 17 Advances - considered goods To employees To suppliers To contractors	1997 2,107 5,997 6,468 960	2,115 2,846 8,800 2,898
Current portion of long term loans to employees - Note 17 Advances - considered goods To employees To suppliers To contractors interest receivable	1997 2,107 5,997 6,468 960	2,115 2,846 8,800 2,898

D.G. Khan Electric Company Limited	10,944	2,040
	18,220	112,572
Prepayments	367	3,421
Letters of credit	26,865	7,861
Claims recoverable from Government		
Income tax	57 , 998	35 , 090
Sales tax	624	18,910
Excise duty	8 , 905	15 , 705
Octroi	861	30,434
	68,388	100,139
Other receivables	9,286	25,830
	139,003	272,132
	========	========

Maximum aggregate amount due from associated undertakings at the end of any month during the year was Rs. 139 million (1996: Rs. 152 million).

Markup is charged/paid on advances to/from associated undertakings at the rate of paisas 50 per Rs. 1,000 per day.

23. CASH AND BANK BALANCES

Balances with banks		
- On foreign currency accounts		
US \$ 52,715 (1996: US \$ 7.1 million)	2,130	249,292
DKK 128,350 (1996:23.72 million)	781	140,055
- On deposit accounts	1,000	276,035
- On current accounts	9,556	9,128
- On saving accounts	29,272	47,206
	42,739	721,716
Cash in hand	273	228
	43,012	721,944
	========	========

23.1 The foreign currency accounts held under special permission from State Bank of Pakistan are available for import of plant and machinery and other project cost.

(Rupees in thousand)

24. SALES

Gross sales Less: Excise duty Sales tax Rebate to stockists		2,496,429 781,902 359,096 7,837 1,148,835	2,441,818 561,213 330,921 2,594 894,728
		1,347,594	1,547,090
25. COST OF GOODS SOLD		=======	=======
Raw and packing materials consumed	- Note 25.1	171,610	186 , 739
Salaries, wages and other benefits	1,000 20.1	66,883	66,450
Electricity		243,384	245,605
Furnace oil		334,924	
Stores and spares consumed		111,955	90,216
Repair and maintenance		6,286	11,511
Insurance		18 , 922	18,574
Depreciation	- Note 13.2	92 , 828	89 , 140
Amortisation	- Note 14		8,253
Other expenses		20,570	17 , 722
·			
		1,068,577	964,791
Opening work-in-process		7,357	12,068
Closing work-in-process		(2,060)	(7,357)
		5,297	4,711
Cost of goods manufactured		1,073,874	969 , 502
Opening stock of finished goods		16,831	2,989
Closing stock of finished goods		(17 , 803)	(16,831)
		(972)	(13,842)
		1,072,902	955 , 660
		=======	=======
	(Rupees in thousand)
25.1 Raw and packing materials consumed		1997	1996
Opening atople		16 600	10 140
Opening stock		16,682	10,149
Purchases		176,392	193,272
		193,074	203,421

Less: closing stock		21,464	16,682
		171,610	186,739
26. ADMINISTRATION AND GENERAL EXPENSES		=======	=======
Salaries, wages and other benefits		13,099	13,991
Travelling and daily allowances		667	1,259
Vehicle running		1,397	3,443
Auditor's remuneration	-Note 26.1	280	593
Printing and stationery		1,253	1,289
Entertainment		445	238
Dera Cement Model School Trust		3,113	3,228
Depreciation	- Note 13.2	7,227	7,091
Donations		100	56
Fee and subscription		908	2,503
Miscellaneous		5 , 337	7,103
		33,826	40,794
		=======	=======
26.1 Auditor's remuneration			
Riaz Ahmed & Co.			
Statutory audit			250
Out of pocket expenses			35
			285
A F Ferguson & Co.			
Statutory audit		250	250
Out of pocket expenses		30	58
		280	308
		280	593
			========
	(Rup	pees in thousand)	
		1997	1996
27. SELLING AND DISTRIBUTION EXPENSES			
Salaries, wages and other benefits		6,090	6,316
Transportation charges		140,894	182,738
Travelling and daily allowances		287	235
Vehicle running and maintenance		211	137
Repair and maintenance		26	189

Postage, telephone and telegrams	708	61
Printing and stationery	529	63
Entertainment	275	34
Electricity	61	4
Advertisement and sales promotion	10,881	10,32
Depreciatio -Note 13.2	207	25
Miscellaneous	840	21
	161,009	202,06
28. OTHER INCOME		======
Profit/mark-up on bank deposits and advances	21,674	70,43
Mark-up on advances to associated Undertakings	9,523	21,18
Gain on sale of investments		3,26
Interest on loans to employees	170	22
Dividend income from Nishat (Chunian) Limited	5,581	
Dividend income from Nishat Tek Limited	6,123	6,12
Gain on disposal of operating/leased assets	779	2,41
Sale of scrap	884	1,69
Miscellaneous income	2,636 	14
	47,370	105,49
29. FINANCIAL CHARGES	=======	======
Interest on long term loans - secured	21,183	28,24
Financial charges under lease obligations	2,245	12,65
Bank charges and commission	2,394	4,33
Interest on workers' profit participation fund	1,205	2 , 24
	27 , 027	47,48 ======
30. OTHER CHARGES		
Amortisation of deferred cost	2,167	2,16
Workers' profit participation fund	4,462	16,52
Workers' welfare fund	· 	3,32
Provision for diminution in the value of		
long term investments	10,000	76,00
Loss on disposal of operating fixed assets		15
	16,629	98,17
	=======	=======

31. PROVISION FOR TAXATION

	========	========
	12,117	60,000
Prior year	4,617	
Current year	7,500	60,000

Provision for minimum tax on turnover under section 80D of the Income Tax Ordinance, 1979 has been provided, in view of tax loss which are estimated at Rs. 233 million.

In view of Company's future expansion plan, the management feels that timing differences will not reverse for some considerable foreseeable period. Consequently, the provision for deferred tax to the extent of Rs. 172 million(1996: Rs. 122 million) has not been made in these accounts.

32. CASH FLOW FROM OPERATING ACTIVITIES

Profit before taxation	83 , 571	308,411
Add / (Less) adjustment for non cash charges and other items		
Depreciation	100,262	96,490
Amortisation	3,382	10,420
Gain on disposal of fixed and leased assets (net)	(779)	(2,264)
Dividend income	(11,704)	(6,123)
Provision for leave encashment	1,107	3,022
Provision for gratuity	3,489	2,545
Provision for diminution in value of investments	10,000	76,000
Financial charges	25,822	45,240
Profit before working capital changes	215,150	533,741
	=======	=======
Effect on cash flow due to working capital changes		
(Increase)/decrease in current assets		
Stores, spares and loose tools	(132,974)	(61,343)
Stock in trade	(457)	(15,664)
Advances, deposits, prepayments and other receivables	156,029	28,772
Increase / (decrease)in current liabilities		
Creditors, accrued and other liabilities	(764)	329,052
	21,834	280,817
Cash generated from operations	236,984	814,558

33. CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise of the following items as included in the balance sheet.

		(217,242)	721,944
Cash and bank balances	- Note 23	43,012	721,944
Short term running finance	- Note 10	(260,254)	

34. REMUNERATION OF DIRECTORS AND EXECUTIVES:

The aggregate amount charged in the accounts for remuneration, including all benefits to the directors and executives of the company are as follows:

	Executives	D:	irectors	
	(Rupees in thousand)	(1	Rupees in thousand)	
	1997	1996	1997	1996
Number of persons	48	45	3	2
managerial remuneration	15,436	14,479	1,874	1,130
Gratuity/contribution to				
provident fund	6,445	1,247	420	163
<u>Utilities</u>	260	252	115	78
	22,141	15 , 978	2,409	1,371
	========		========	========

Three directors and two executives of the Company are also provided free maintained vehicles.

35. TRANSACTIONS WITH ASSOCIATED UNDERTAKINGS DURING THE YEAR

The Company has sold cement to its associated undertakings at market price in the aggregate sum of Rs. 2.619 million (1996: Rs. 6.832 million) during the year under reference.

The Company has made purchases from its associated undertakings at market price in the aggregate sum of Rs. 189.72 million (1996: Rs. 46.517 million) during the year under reference.

The Company maintains several bank accounts with an associated undertaking for collection of funds from the customers.

36. PLANT CAPACITY AND ACTUAL PRODUCTION

Capacity	Actual	production	
1997	1996	1997	1996

Clinker (M. Tons) 660,000 660,000 634,821 730,450

The kiln operated at 96% of the installed capacity due to the reason that it took longer period than normal for annual repairs/shut down.

37. CORRESPONDING FIGURES

Previous year's figures have been re-arranged, wherever necessary, for the purposes of comparison.

PATTERN OF SHARES HOLDING AS AT 30, JUNE 1997

NO OF	SHARE	HOLDING	TOTAL SHARES
SHARE	FROM	TO	HELD
HOLDERS			
197	1	100 Shares	10944
461	101	500 Shares	134815
624	501	1000Shares	465780
1104	1001	5000Shares	2390264
170	5001	10000 Shares	1212013
41	10001	15000 Shares	487803
24	15001	20000 Shares	424565
28	20001	25000 Shares	657456
14	25001	30000 Shares	375836
5	30001	35000 Shares	168481
8	35001	40000 Shares	295581
2	40001	45000 Shares	83914
4	45001	50000 Shares	190451
9	50001	55000 Shares	475658
1	55001	60000 Shares	60000
3	60001	65000 Shares	186349
2	65001	70000 Shares	133920
3	70001	75000 Shares	219016
2	75001	80000 Shares	154646
1	80001	85000 Shares	80151
2	85001	90000 Shares	171071
1	90001	95000 Shares	92600
9	95001 1	.00000 Shares	889832
1	100001 1	05000Shares	103945
2	105001 1	10000 Shares	220000
1	115001 1	20000 Shares	116364
1	120001 1	25000 Shares	125000
1	130001 1	35000 Shares	130500
2	135001 1	40000 Shares	273767

1	145001	150000 Shares	147140
1	160001	165000 Shares	161806
1	180001	185000 Shares	185000
2	185001	190000 Shares	375010
1	210001	215000 Shares	213140
1	215001	220000 Shares	218218
1	220001	225000 Shares	221781
1	225001	230000 Shares	228800
1	230001	235000 Shares	231000
1	240001	245000 Shares	245000
1	245001	250000 Shares	250000
1	260001	265000 Shares	264500
1	285001	290000 Shares	288350
1	295001	300000 Shares	299392
1	315001	320000 Shares	319903
1	325001	330000 Shares	325050
1	400001	405000 Shares	404470
2	405001	410000 Shares	813185
2	460001	465000 Shares	924701
1	480001	485000 Shares	480212
1	540001	545000 Shares	542081
1	605001	610000 Shares	609707
1	610001	615000 Shares	615000
1	665001	670000 Shares	667810
1	670001	675000 Shares	673414
1	695001	700000 Shares	700000
2	705001	710000 Shares	1413050
1	775001	780000 Shares	775204
1	780001	785000 Shares	780208
1	820001	825000 Shares	822307
1	835001 885001	840000 Shares	835285
1		890000 Shares	887115
1	905001	910000 Shares	905850
1	925001	930000 Shares	929675
1	955001	960000 Shares	958345
1	1065001	1070000 Shares	1069231
1	1150001	1155000 Shares	1151200
1	1155001	1160000 Shares	1156400
1	1335001	1340000 Shares	1338302
1	1660001	1665000 Shares	1662332
1	2300001	2305000 Shares	2302890
1	2510001	2515000 Shares	2511855
1	2725001	2730000 Shares	2726000
1	2735001	2740000 Shares	2739500
1	3010001	3015000 Shares	3014063

1	3630001	3635000Shares		3634000
1	3835001	3840000 Shares		3838044
1	4250001	4255000 Shares		4250611
1	5020001	5025000 Shares		5022050
1	7420001	7425000 Shares		7424090
1	7800001	7805000 Shares		7802835
1	8210001	8215000 Shares		8212763
1	43490001	43495000 Shares		43492783
2780	TOTAL			132391380
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CLASSIFICATION OF SHARE HOLDING AS AT JUNE 30, 1997

CATEGORIES OF MEMBERS	NUMBERS	SHARE HELD	PERCENTAGE
To dissi due la	2571	10120045	7 (1
Individuals	25/1	10120045	7.64
Investment Companies	15	2838587	2.14
Insurance Companies	5	1888815	1.43
Joint Stock Companies	28	53092852	40.10
Financial Institutions	23	10704937	8.09
Modaraba Companies	16	368568	0.28
Foreign Investors	80	53290104	40.25
Others	42	87472	0.07
TOTAL	2780	132391380	100.00