

fields of connection

Third Quarter Accounts 2016







company information

Board of Directors

Khalid Siraj Subhani - Chairman

Ruhail Mohammed - Chief Executive Officer

Javed Akbar

Abdul Samad Dawood

Asim Murtaza Khan

Naz Khan

Sadia Khan

Asad Said Jafar

Company Secretary

Sohail Kassamali

Bankers

Conventional

Allied Bank Limited

Askari Bank Limited

Bank Al Habib Limited

Bank Alfalah Limited

CIMB Bank

Citi Bank .N.A.

CITI Bank Dubai Faysal Bank Limited

Habib Bank AG Zurich Dubai

Habib Bank Limited Habib Bank Limited Dubai

Habib Metropolitan Bank Limited

HSBC Bank Limited Dubai

JS Bank Limited

Mashreq Bank

MCB Bank Limited

National Bank of Pakistan

Samba Bank Limited

Silk Bank Limited

Standard Chartered Bank (Pakistan) Limited

Soneri Bank Limited Summit Bank Limited

The Bank of Puniab

United Bank Limited

United Bank Limited Dubai

Shariah Compliant

Bank Islami Pakistan Limited

Buri Bank Limited

Dubai Islamic Bank (Pakistan) Limited

Meezan Bank Limited

Auditors

A.F. Ferguson & Company Chartered Accountants State Life Building No. 1-C I.I. Chundrigar Road Karachi-74000, Pakistan Tel: +92(21) 32426682-6 / 32426711-5

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Cost Auditors

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Registered Office

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Website: www.engrofertilizers.com

directors' report

On behalf of the Board of Directors of Engro Fertilizers Limited, we are pleased to present the unaudited financial statements for the period ended September 30, 2016.

Pakistan Fertilizer Market

The fertilizer market picked up in 3Q 2016 with urea offtake at 1,643KT, up 55% from 1,059KT registered in the corresponding period last year. The higher offtake was a direct result of subsidy announcement by the Government towards the tail-end of 2Q 2016 which also led to better farmer economics on cotton and rice. Overall 9M 2016 industry volumes, however, remained relatively weaker at 3,460KT compared to 3,924KT in 9M 2015. The weak performance came amid lower urea pick-up in the first half of the year given i) weaker farmer purchasing power vis-à-vis fall in crop prices and ii) expectation of price reduction through subsidy.

On the manufacturing front, 9M 2016 urea production increased to 4,482KTvs. 3,893KTin the same period last year, a growth of 15%. Higher production was on account of better gas availability due to LNG in the system. Production in 3Q 2016 stood at 1,543KT. With production outpacing demand, urea inventory by September 2016 end has reached 1.6mn ton.

With Pakistan, an agrarian economy and farmer income at its recent weakest, the Government of Pakistan (GoP) in its Budget 2016 announced the reduction of urea price to PKR1,400/bag from previous PKR1,790/bag. The reduction was carried out through price cut of PKR50/bag by manufacturers and a combination of subsidy and reduction in GST by government. On the international front, urea prices continue to trade around CFR USD 210/ton. At the same time, the Economic Coordination Committee (ECC) has recently allowed a reduction in imported urea price to PKR1,200/bag. The current inventory of imported urea with NFML is 276 KT.

DAP sales during 9M stood at 922KT compared to 591KT in the same period last year, a growth of 56%YoY with higher offtake primarily due to continued subsidy on the product albeit at a lower rate of PKR300/bag compared to PKR 500/bag previously.

Company's Operating Performance

The company's urea production in 9M 2016 stood at 1,397 KT compared to 1,472 KT in the corresponding period last year - a decline of 5%. The decline came about primarily due to turnaround at Enven plant. Sales during the review period stood at 1,022 KT vs. 1,295KT in 9M 2015, a decline of 21%YoY. Urea market share stood at 30% vs 33% in 9M 2015. For 3Q 2016, production stood at 475 KT while sales clocked in at 494 KT.

Engro sold 242 KT of DAP in 9M 2016 vs. 151KT in 9M 2015 with a market share of 26%, flat YoY. Sales for 3Q 2016 stood at 114 KT vs 32KT in same period last year.

The company's blended fertilizer sales (Zarkhez and Engro NP) for 9M 2016 stood at 71 KT compared to 9M 2015 sales of 79 KT, a decline of 10%YoY. The decline in sales was primarily caused by the decline of potash industry by 15%YoY and oversupply situation in the NP industry segment. Engro's Zarkhez market share stood at 47% vs 35% in the same period last year.

Gross profit for 9M 2016 stood at PKR15.6B (including subsidy of PKR 4.1B which has been classified in Other Income) compared to PKR20.8B in the same period last year. The decrease was mainly on account of i) depressed volumetric sales in the initial half of the year amid uncertainty over potential subsidy in Budget 2016 as well as ii) reduced margins. Higher working capital needs due to excess inventory and payment of GIDC also impacted the profitability of the business vs. last year.

Finance cost was significantly lower than last year (PKR2.4B vs. PKR3.6B last year) as a result of loan payments, lower interest rates and re-pricings of various long term loans.

As a result of the above, the Company's net profit stood at PKR5.7B for 9M 2016 compared to PKR9.9B for the same period last year. resulting in an EPS of PKR 4.25 per share vs. PKR7.45 per share in the comparative period last year. Company's consolidated profit stood at PKR5.7B compared to PKR9.6B for the same period last year, resulting in an EPS of PKR 4.32 per share.

The Economic Coordination Committee (ECC) in 1Q 2016 permanently reallocated 60 MMSCFD gas back to original allottees in the fertilizer sector, out of which EFERT's share was 12.5 MMSCFD. The Company is in discussion with various relevant parties for allocation of surplus gas to ensure continued two plant operation

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The Company had also obtained a stay order against GIDC applicability on concessionary gas in 2015, and therefore, no GIDC is being paid or accrued for concessionary gas supplied to the new urea plant. GIDC on concessionary gas is in direct contravention with the Fertilizer Policy and our Gas supply contracts on the basis of which we invested USD 1.1 B to expand our fertilizer manufacturing capacity.

Near term outlook:

There has been a structural shift in the local fertilizer industry dynamics where urea supply glut is expected to continue in the foreseeable future. This contrasts significantly from the urea shortfall prevalent in the previous years. The shift has primarily occurred due to better gas supply on the Mari and Sui networks as well as availability of LNG. Continued high inventory levels within the industry, despite an uptick in sales volumes in 3Q continues to put financial burden on manufacturers. International DAP prices are also expected to remain under pressure due to soft commodity prices.

The fertilizer industry is in talks with the government for allowing exports of urea, to ease the oversupply situation in the domestic industry. Furthermore, the company is closely monitoring the situation and will endeavor to safeguard the interest of its shareholders.

engro fertilizers

condensed interim financial information (unaudited) for the nine months ended september 30, 2016

R.7. 2

Ruhail Mohammed Chief Executive Officer J. Archan

Javed Akbar Director

condensed interim balance sheet as at september 30, 2016

(Amounts in thousand)	Note	Unaudited September 30, 2016	Audited December 31, 2015
Assets		(* 15)	,
Non-current assets			
Property, plant and equipment	4	71,391,856	72,192,289
Intangible assets	1.3	4,451,760	106,487
Investment in subsidiary	1.3	560,316	4,383,000
Long term loans and advances		127,240	159,778
		76,531,172	76,841,554
Current assets			
Stores, spares and loose tools		5,321,979	4,639,142
Stock-in-trade		16,477,420	6,942,110
Trade debts		6,790,398	2,261,747
Derivative financial instruments		-	29,207
Subordinated loan to subsidiary		-	900,000
Loans, advances, deposits and prepayments		790,694	588,247
Other receivables		5,327,679	1,329,998
Short term investments		642,787	10,984,555
Cash and bank balances		33,936	865,302
		35,384,893	28,540,308
TOTAL ASSETS		111,916,065	105,381,862

(Amounts in thousand)			
	Note	Unaudited September 30, 2016	Audited December 31, 2015
		(Rupe	ees)
EQUITY & LIABILITIES Equity			
Share capital		13,309,323	13,309,323
Share premium		3,132,181	3,132,181
Reserve on amalgamation	1.3	(304,027)	-
Hedging reserve		-	(4,536)
Remeasurement of post employment benefits		(41,252)	(40,664)
Unappropriated profit		25,131,045	26,129,716
		27,917,947	29,216,697
TOTAL EQUITY		41,227,270	42,526,020
Liabilities Non-current liabilities Borrowings Deferred liabilities Service benefits obligations	5	27,122,489 7,675,301 144,662	25,289,658 6,493,030 124,367
		34,942,452	31,907,055
Current liabilities			
Trade and other payables		19,012,967	16,886,856
Accrued interest / mark-up		416,712	843,803
Taxes payable		994,363	2,060,723
Current portion of: - borrowings - service benefits obligations	5	9,251,116 47,509	10,736,586 48,232
Short term borrowings		5,818,999	-
Unclaimed dividend		11,977	6,103
Derivative financial instruments		192,700	366,484
		35,746,343	30,948,787
TOTAL LIABILITIES		70,688,795	62,855,842
Contingencies and Commitments	6		
TOTAL EQUITY & LIABILITIES		111,916,065	105,381,862

The annexed notes from 1 to 17 form an integral part of this condensed interim financial information.

Ruhail Mohammed Chief Executive Officer



Javed Akbar Director

condensed interim profit and loss account (unaudited) for the nine months ended september 30, 2016

(Amounts in thousand except for earnings per share)

	Note		Quarter ended September 30,2015 (Rupees)	Nine months ended September 30,2016	September 30,2015
			(-1)		
Net sales		18,633,189	13,868,773	40,892,233	51,927,868
Cost of sales		(13,780,037)	(7,255,553)	(29,450,537)	(31,224,807)
Gross profit		4,853,152	6,613,220	11,441,696	20,703,061
Selling and distribution expenses		(1,644,811)	(955,142)	(3,425,382)	(3,188,411)
Administrative expenses		(215,726)	(265,430)	(632,380)	(643,719)
Other income	8	2,992,615 2,325,121	5,392,648 192,550	7,383,934 4,392,149	16,870,931 1,439,125
Other operating expenses		(349,706)	(334,713)	(769,511)	(1,137,836)
Finance cost		(799,839)	(1,163,538)	(2,363,381)	(3,559,932)
		(1,149,545)	(1,498,251)	(3,132,892)	(4,697,768)
Profit before taxation		4,168,191	4,086,947	8,643,191	13,612,288
Taxation		(1,305,541)	(1,298,112)	(2,987,200)	(3,707,415)
Profit for the period		2,862,650	2,788,835	5,655,991	9,904,873
Earnings per share - basic	9	2.15	2.10	4.25	7.45
Earnings per share - diluted	9	2.10	2.09	4.18	7.45

The annexed notes from 1 to 17 form an integral part of this condensed interim financial information.

Ruhail Mohammed

Chief Executive Officer

J. Archan

Javed Akbar

Director

condensed interim statement of comprehensive income (unaudited) for the nine months ended september 30, 2016

(Amounts in thousand)	Quarter ended September 30,2016	Quarter ended Nine months ended September 30,2015 September 30,2016 September 30,2		September 30,2015
Profit for the period	2,862,650	2,788,835	5,655,991	9,904,873
Other comprehensive income: Items potentially re-classifiable to Profit and Loss Account				
Hedging reserve - cash flow hedges				
(Loss)/ Gain arising during the period	(37,500)	19,815	(140,754)	(48,754)
Less: Adjustment for amounts transferred to profit and loss account	37,499	(7,014)	148,298	93,051
Tax relating to hedging reserve	(669)	(4,096)	(3,008)	(14,175)
	(670)	8,705	4,536	30,122
Items not re-classifiable to Profit and Loss Account				
Effect of change in Income tax rate on remeasurement of post employment benefits obligations	-	-	(588)	(191)
Other comprehensive income for the period, net of tax	(670)	8,705	3,948	29,931
Total comprehensive income for the period	2,861,980	2,797,540	5,659,939	9,934,804

The annexed notes from 1 to 17 form an integral part of this condensed interim financial information.

Ruhail Mohammed Chief Executive Officer J. Archan

condensed interim statement of changes in equity (unaudited) for the nine months ended september 30, 2016

(Amounts in thousand)

	capital	premium	amalgamation	reserve	of post employment benefits	profit	
				(Rupees)-			
Balance as at January 1, 2016 (Audited) Transaction with owners	13,309,323	3,132,181		(4,536)	(40,664)	26,129,716	42,526,020
Dividend Paid:						(0.000.707)	(0.000.707)
- Final 2015: Rs. 3.00 per share - 1st interim 2016: Rs. 2.00 per share	-	-	-	-	-	(3,992,797) (2,661,865)	(3,992,797) (2,661,865)
Total comprehensive income for the nine months ended September 30, 2016	-	-	-	-	-	(6,654,662)	(6,654,662)
Profit for the period	-	-	-	-	-	5,655,991	5,655,991
Other comprehensive income: - cash flow hedges, net of tax	-	-	-	4,536	-	-	4,536
- remeasurements, net of tax	-	-	-	4.536	(588)	5.655.991	(588)
				4,000	(500)	3,030,331	0,009,909
Reserve created upon amalgamation (note 1)	-	-	(304,027)	-	-	-	(304,027)
Balance as at September 30, 2016 (Unaudited)	13,309,323	3,132,181	(304,027)	-	(41,252)	25,131,045	41,227,270
Balance as at January 1, 2015 (Audited)	13,183,417	2,260,784	-	(39,831)	(14,103)	19,087,828	34,478,095
Transaction with owners							
Shares issued at exercise of conversion option Dividend Paid:	125,906	871,397	-	-	-	-	997,303
- Final 2014: Rs. 3.00 per share	-	-	-	-	-	(3,992,797)	(3,992,797)
- 1st interim 2015: Rs. 1.50 per share	125,906	871.397]	-	-	(1,996,402)	(1,996,402)
Total comprehensive income for the nine months ended September 30, 2015	120,000	07 1,007				(0,000,100)	(1,001,000)
Profit for the period	-	-	-	-	-	9,904,873	9,904,873
Other comprehensive income: - cash flow hedges, net of tax		_		30.122	_	_	30.122
- remeasurements, net of tax	-	-	_	-	(191)	-	(191)
	-	-	-	30,122	(191)	9,904,873	9,934,804
Balance as at September 30, 2015 (Unaudited)	13,309,323	3,132,181	-	(9,709)	(14,294)	23,003,502	39,421,003

Capital

Revenue

of post

Remeasurement Unappropriated

Total

The annexed notes from 1 to 17 form an integral part of this condensed interim financial information.

Ruhail Mohammed Chief Executive Officer Javed Akbar Director

J. Archan

condensed interim statement of cash flows (unaudited) for the nine months ended september 30, 2016

(Amounts in thousand)

Nine months ended Nine months ended Note September 30,2016 September 30,2015 -----(Rupees) -----

(20.388)

9,265

393.597

158,294

(2,210,687)

16.000.000

(3,986,923)

(16,598,535)

11,456,260

(5,142,276)

Cash flows from operating activities

Cash utilised in operations	10	(5,684,067)	(5,436,704)
Retirement and other service benefits paid		(43,618)	(41,100)
Taxes paid		(2,124,453)	(1,764,409)
Finance cost paid		(2,846,172)	(3,949,279)
Long term loans and advances - net		32,538	(45,119)
Net cash utilised in operating activities		(10,665,772)	(11,236,611)
CASH FLOWS FROM INVESTING ACTIVITIES			

Purchases of property, plant and equipment and intangibles Investment in Engro Eximp (Private) Limited (EEPL)

Subordinated loan to EEPL

Transfers on amalgamation of EEPL

Proceeds from disposal of:

- Property, plant and equipment

- Investments - net

Income on deposits / other financial assets

Net cash (utilised in) / generated from investing activities

CASH FLOWS FROM FINANCING ACTIVITIES

Proceeds from borrowings - net

Dividends paid

Repayments of borrowings

Net cash utilised in financing activities

Net decrease in cash and cash equivalents

Cash and cash equivalents at beginning of the period

Cash and cash equivalents at end of the period

The annexed notes from 1 to 17 form an integral part of this condensed interim financial information.

Ruhail Mohammed Chief Executive Officer J. Archan

Javed Akbar Director

(1,262,684)

(4,383,000)

(900,000)

24,603

23,980,884

1,228,643

18,688,446

2,339,637

(5,989,199)

(9,638,643)

(5,836,370)

5,283,419

(552,951)

notes to the condensed interim financial information (unaudited) for the nine months ended september 30, 2016

(Amounts in thousand)

Legal status and operations

- 1.1 Engro Fertilizers Limited ('the Company') is a public company incorporated on June 29, 2009 in Pakistan under the Companies Ordinance, 1984 as a subsidiary of Engro Corporation Limited (the Parent Company), which is a subsidiary of Dawood Hercules Corporation (the Ultimate Parent Company). The principal activity of the Company is manufacturing, purchasing and marketing of fertilizers. The Company's registered office is situated at 7th & 8th floors, The Harbour Front Building, Plot Number HC-3, Block 4, Scheme Number 5, Clifton, Karachi.
- 1.2 The Company is listed on Pakistan Stock Exchange Limited (the Exchange). The Company has also issued Term Finance Certificates (TFC's) which are listed at the Exchange.
- 1.3 Last year on April 30, 2015, as approved by the shareholders of the Company, the Company acquired 100% shareholding of Engro Eximp (Private) Limited (EEPL) from Engro Corporation Limited (the Parent Company) for a consideration of Rs. 4,383,000. The acquisition of EEPL by the Company was accounted for as a business combination under IFRS 3 "Business Combinations" in the consolidated financial statements of the Company based on the fair values of assets and liabilities determined as at the date of acquisition. During the period, the Board of Directors of EEPL and the Board of Directors of the Company approved the scheme of amalgamation (the Scheme) of EEPL with the Company. The Scheme was sanctioned / approved by the High Court of Sindh on April 30, 2016.

The aforementioned amalgamation between the Company and EEPL, by way of the sanctioned Scheme, is outside the scope of IFRS 3 and in substance is a legal reorganisation. Accordingly, the assets and liabilities of EEPL as at the date of amalgamation i.e. April 30, 2016 have been merged with the assets and liabilities of the Company at carrying values. In addition, in this condensed standalone financial information, the Company has recognised 'Right to use the Brand' and 'Goodwill' and adjustment to the assets and liabilities, representing the difference between the fair values and net book values as at the date of acquisition, which were also previously recognised in the consolidated financial statements of the Company for the year ended December 31, 2015. The details of assets and liabilities as at the acquisition date and the date of amalgamation are summarized below:

are summanzed below:	At the date of acquisition	At the date of amalgamation
Right to use the Brand	4,170,995	4,170,995
Goodwill	183,806	183,806
Others	651	651
	4,355,452	4,355,452
Investment in subsidiary	560,316	560,316
Other assets	6,780,881	956,942
Liabilities	(7,313,649)	(1,793,737)
Reserve on amalgamation (note 1.4)	-	304,027
	4,383,000	4,383,000

1.4 This represents the difference between the fair values of net assets of EEPL at the date of acquisition and the carrying values of such assets at the date of amalgamation.

2. Basis for Preparation

- 2.1 This condensed interim financial information is unaudited and has been prepared in accordance with the requirements of International Accounting Standard 34 "Interim financial reporting" and provisions of and directives issued under the Companies Ordinance (the Ordinance). In case where requirements differ, the provisions of or directives issued under the Ordinance have been followed. This condensed interim financial information does not include all the information required for annual financial statements and should therefore be read in conjunction with the financial statements of the Company for the year ended December 31, 2015.
- 2.2 This condensed interim financial information represents the separate condensed interim financial information of the Company on a standalone basis.

 The consolidated condensed interim financial information of the Company and its subsidiary company is presented separately.

(Amounts in thousand)

2.3 The preparation of this condensed interim financial information in conformity with the approved accounting standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

During the preparation of this condensed interim financial information, changes in the significant judgments made by management in applying the Company's accounting policies and the key sources of estimation and uncertainty from those that were applied to the financial statements of the Company for the year ended December 31, 2015 do not have any material impact.

Accounting Policies

.1 The accounting polices and the methods of computation adopted in the preparation of this condensed interim financial information are consistent with those applied in the preparation of the financial statements of the Company for the year ended December 31, 2015, except for the adoption of new policies as disclosed in notes 3.1.1 and 3.1.2 below.

3.1.1 Goodwill

Goodwill represents the difference between the consideration paid for acquiring interests in a business and the fair value of the Group's share of its net assets at the date of acquisition and is carried at cost less accumulated impairment, if any.

3.1.2 Right to use the brand

These are stated at cost less impairment, if any.

The carrying values of intangible assets are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. If any such indication exists, assets or cash generating units are tested for impairment. Also, goodwill is impairment tested atleast once a year and other intangibles with indefinite life are tested for impairment at reporting date. Where the carrying value exceeds the estimated recoverable amount, these are written down to their recoverable amount and the resulting impairment is charged to consolidated profit and loss account.

Impairment is reversed only if there has been a change in estimates used to determine recoverable amounts and only to the extent that the revised recoverable amount does not exceed the carrying values that would have existed, had no impairments been recognised, except impairment of goodwill which is not reversed.

The useful lives of intangible assets are reviewed at each balance sheet date to determine whether events and circumstances continue to support an indefinite useful life assessment for the asset.

- 3.2 There are certain new International Financial Reporting Standards (standards), amendments to published standards and interpretations that are mandatory for the financial year beginning on January 1, 2016. These are considered not to be relevant or to have any significant effect on the Company's financial reporting and operations and are, therefore, not disclosed in the condensed interim financial information.
- 3.3 Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual profit or loss.

4. Property, Plant and Equipment

Operating assets at net book value (note 4.1) Capital work-in-progress Major spare parts and stand-by equipment

September 30,	December 31		
2016	2015		
66,518,711	69,753,076		
4,431,141	1,946,598		
442,004	492,615		
71,391,856	72,192,289		

4.1 Additions to and disposals from operating assets during the period are as follows:

	Additions (Un-audited) (at cost)		Disposal (Un-audited) (at net book value)	
	September 30, September 30, 2016 2015		September 30, 2016	September 30, 2015
		ees)		
Building on freehold land	88,012	11,655	-	-
Plant and machinery	62,474	110,747	-	-
Office equipment	112,442	48,757	2	12
Vehicles	48,264	18,634	9,263	9,055
	311,192	189,793	9,265	9,067

The above disposals represented assets having a cost of Rs. 38,340 (September 30, 2015: Rs. 37,495) which were disposed off for Rs. 9,265 (September 30, 2015: Rs. 9,067).

2015
27,019,972
9,006,272
6,026,244
0,736,586
25,289,658
3

5.1 All senior debts are secured by an equitable mortgage upon immovable property of the Company and equitable charge over current and future fixed assets excluding immovable property of the Company.

Loans from the International Finance Corporation (IFC), Subordinated Dubai Islamic Bank Pakistan Limited (DIBPL) loan and Privately Placed Subordinated Sukuk (PPSS) are secured by a sub-ordinated mortgage upon immovable property of the Company and sub-ordinated charge over all present and future fixed assets excluding immovable property of the Company.

During the period, corporate guarantees issued by the Parent Company were released on all the debts of the Company, excluding sub-ordinated loans from IFC.

- 5.2 During the period, the Company exercised the call option of the Privately Placed Term Finance Certificates (PPTFCs). As a result, the Company paid Rs. 6,000,000 to the holders of PPTFCs and refinanced this amount through three bilateral loans from Muslim Commercial Bank (MCB), Allied Bank Limited (ABL) and Standard Chartered Bank (SCB) amounting to Rs. 3,000,000, Rs. 2,000,000 and Rs. 1,000,000, respectively. These loans are repayable in a single installment in March 2018 and carry mark up / profit at the rate of 6 months KIBOR plus 0.80%, per annum. These loans are part of senior debts of the Company.
- 5.3 During the period, the pricing of the IFC loans has been revised to 6 months LIBOR plus 3.0% from 6 months LIBOR plus 6.0%, effective February 15, 2016.
- 5.4 The borrowings also include Offshore Islamic Finance Facility of US\$ 36,000 with Habib Bank Limited (HBL) and National Bank of Pakistan and Rs. 3,618,000 with Faysal Bank, Dubai Islamic Bank Pakistan Limited and SCB. During the period, HBL bought out SAMBA Financial Group's portion in the US\$ portion of the facility.

(Amounts in thousand)

- 5.5 The Company had availed a loan of US\$ 30,000 from the IFC, divided into (i) 30% convertible loan on the shares of the Company at Rs. 24 per ordinary share calculated at the dollar rupee exchange rate prevailing on the business day prior to the date of the notice issued by IFC to exercise the conversion option and (ii) 70% non-convertible loan. This conversion option is exercisable up to March 31, 2017. Option on US\$ 8,000, out of US\$ 9,000, was exercised in prior years. The fair value of the remaining conversion option, included in derivative financial instruments, amounts to Rs. 168,689.
- 5.6 During the period, the Company availed three bilateral loans for a total of Rs. 10,000,000 from MCB, United Bank Limited and ABL amounting to Rs. 4,000,000 Rs. 4,000,000 and Rs. 2,000,000 respectively. The new loans have a pricing of 6months KIBOR plus 0.15% and will mature in September 2021.

6. Contingencies and Commitments

- 6.1 Contingencies
- 6.1.1 Bank guarantees of Rs. 2,120,286 (December 31, 2015: Rs. 1,402,223) have been issued in favour of third parties.
- 6.1.2 Claims, including pending lawsuits, against the Company not acknowledged as debts amounted to Rs. 159,816 (December 31, 2015: Rs. 109,685).
- 6.1.3 As at September 30, 2016, there is no material change in the status of matters reported as contingencies in the financial statements of the Company for the year ended December 31, 2015.

	ior and year ended begoniser on Earth		
6.2	Commitments	Unaudited September 30, 2016(Rupe	Audited December 31, 2015
		(-1	
	Commitments in respect of capital expenditure and other operational items	1,417,407	995,392
7.	Financing Structure / Mode		
	Conventional mode Assets		
	Deposits	642,787	-
	Cash and Bank Balances	33,833	1,550,534
	Liabilities	676,620	1,550,534
	Borrowings	29,360,791	28,101,414
	Short term borrowings	814,250	1,274,667
		30,175,041	29,376,081
	Shariah compliant mode Assets		
	Cash and Bank Balances	103	304
	Liabilities		
	Borrowings	7,012,814	7,924,830
	Short term borrowings	5,004,749	

12,017,563

7,924,830

8. Other Income

Includes Rs. 201,675 (2015: Rs. 1,418,940) interest income earned from conventional sources and Rs. 39 (2015: Rs. 20,185) earned from islamic mode of banking. It also includes subsidy income amounting to Rs. 4,060,373 (2015: Nil).

9. Earnings Per Share (EPS)

Basic EPS has been calculated by dividing the profit attributable to equity holders of the Company by weighted average number of ordinary shares in issue during the period.

Diluted EPS is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Company has convertible debt as dilutive potential ordinary shares, which is assumed to have been converted into ordinary shares, and the net profit is adjusted to eliminate the related effects.

The information necessary to calculate basic and diluted EPS is as follows:

		Unaudited Quarter ended September 30, 2015(Rup		
		(i tap		
Profit for the period	2,862,650	2,788,835	5,655,991	9,904,873
Add: - Interest on IFC loan - net of tax	1,556	912	2,237	3,827
-(Gain)/Loss on revaluation of conversion options				
on IFC loan - net of tax	(60,870)	3,773	(84,760)	39,977
Profit used for the determination of Diluted EPS	2,803,336	2,793,520	5,573,468	9,948,677
		(Numbers (in	thousand)	
Weighted average number of ordinary shares				
at the beginning of the period	1,330,933	1,330,933	1,330,933	1,318,342
Add: Weighted average adjustments for:				
Shares issued during the period				
(including conversion of option)	-	-	-	11,438
Weighted average number of shares for				
determination of basic EPS	1,330,933	1,330,933	1,330,933	1,329,780
Assumed conversion of USD 1,000 IFC loan	2,795	3,235	2,887	3,153
Exercise of conversion option on USD 3,000 IFC loan	-	_	-	839
Weighted average number of shares for				
determination of diluted EPS	1,333,728	1,334,168	1,333,820	1,333,772 t

(Amounts in thousand)

		Unaudited September 30, 2016	Unaudited September 30, 2015
10.	Cash Utilised in Operations	(Ru	ipees)
	Profit before taxation Adjustment for non-cash charges and other items:	8,643,191	13,612,288
	Depreciation Amortization - net	3,536,488 13,415	3,584,871 17,361
	Gain on disposal of property, plant and equipment Provision for service benefits	- 63,191	(15,534) 41,871
	Income on deposits / other financial assets Finance cost	(111,635) 2,363,381	(1,221,675) 3,559,932
	Provision for surplus and slow moving stores and spares Working capital changes (note 10.1)	18,601 (20,210,699) (5,684,067)	10,820 (25,026,638) (5,436,704)
10.1	Working Capital Changes		
	(Increase) / decrease in current assets		
	- Stores, spares and loose tools - Stock-in-trade	(696,731) (9,371,354)	(29,662) (9,863,429)
	- Trade debts - Loans, advances, deposits and prepayments	(4,528,651) (199,812)	(146,876) (1,259,580)
	- Other receivables (net) Decrease in trade and other payables	(4,065,611) (18,862,159) (1,348,540)	(12,217) (11,311,764) (13,714,874)
	Decrease in trade and other payables	(20,210,699)	(25,026,638)
11.	Cash And Cash Equivalents		
	Cash and bank balances Short term investments Short term borrowings	33,936 642,787 (5,818,999) (5,142,276)	19,655 92,794 (665,400) (552,951)
12.	Financial Risk Management and Financial Instruments		

12. Financial Risk Management and Financial Instruments

12.1 Financial risk factors

The Company's activities expose it to a variety of financial risks including market risk (currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

There have been no changes in the risk management policies during the period, consequently this condensed interim financial information does not include all the financial risk management information and disclosures required in the annual financial statements.

12.2 Fair value estimation

The table below analyzes financial instruments carried at fair value by valuation method. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1)
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices) (level 2)
- Inputs for the asset or liability that are not based on observable market data (level 3)

	Level 1	Level 2 (Rupees)	Level 3
Liabilities			
Derivatives			
- Derivative financial instruments	-	24,011	-
- Conversion option on IFC loans	-	168,689	-
	-	192,700	-

- 12.3 There were no transfers amongst the levels during the period. Further, there were no changes in valuation techniques during the period.
- 12.4 Valuation techniques used to derive Level 2 fair values

Level 2 fair valued instruments comprise of hedging derivatives which include forward exchange contracts and conversion option on IFC loans. These forward foreign exchange contracts have been fair valued using forward exchange rates that are received from the contracting banks and financial institutions. The fair value of conversion options on IFC loan is determined using the option pricing model where its determinants are derived from observable market inputs.

12.5 Fair value of financial assets and liabilities

The carrying values of all financial assets and liabilities reflected in the condensed interim financial information approximate their fair values.

13. Transactions With Related Parties

Related Parties comprise of Parent Company, associated companies and other companies with common directors, retirement benefit funds, directors and key management personnel. Details of transactions with related parties during the period, other than those which have been disclosed elsewhere in this condensed interim financial information, are as follows:

(Amounts in thousand)

Amounts in thousand)		
	Unaudited September 30, 2016	Unaudited September 30, 2015
	(Rupe	es)
Parent Company		
Purchases and services Services provided to Parent Company Royalty Reimbursements Dividend paid Use of assets Consideration for acquisition of subsidiary Repayment of sub-ordinated loan Receipt of sub-ordinated loan Mark-up paid on sub-ordinated loan	192,398 19,103 471,926 106,368 3,145,524 1,453 - 3,000,000 3,000,000 13,697	171,103 20,837 627,450 117,005 4,997,781 2,063 4,383,000
Subsidiary companies		
Services provided Purchase of Product Reimbursements Funds collected against sales made on behalf of Subsidiary Sub-ordinated loan to Subsidiary Mark-up on short term sub-ordinated loan	9,870,923 61,853 17,141 - 22,243	472 3,467,180 32,762 497,255 900,000 22,572
Associated companies		
Associated companies		
Purchases and services Sale of Product Services provided Reimbursements Payment of mark-up on TFCs and repayment of principal amount Purchase of mutual fund units Redemption of mutual fund units Donations Funds collected against sales made on behalf of Associates Use of assets	88,840 552 62,653 75,360 54,847 - 45,765 - 812	95,567 - 53,439 167,031 12,553 490,000 491,210 40,000 2,035,579 3,177
Contribution to staff retirement benefits		
Pension fund Gratuity fund Provident fund Others	14,211 69,227 79,976	14,610 56,884 71,940
Remuneration of key management personnel	147,919	123,474

(Amounts in thousand except for dividend per share)

14. Seasonality

The Company's fertilizer business is subject to seasonal fluctuations as a result of two different farming seasons viz, Rabi (from October to March) and Kharif (from April to September). On an average, fertilizer sales are more tilted towards Rabi season. The Company manages seasonality in the business through appropriate inventory management.

15. Corresponding Figures

- 15.1 In order to comply with the requirements of International Accounting Standard 34 'Interim Financial Reporting', the condensed interim balance sheet has been compared with the balances of annual financial statements of preceding financial year, whereas the condensed interim profit and loss account, condensed interim statement of comprehensive income, condensed interim statement of changes in equity and condensed interim statement of cash flows have been compared with the balances of comparable period of immediately preceding financial year.
- 15.2 Corresponding figures have been rearranged and reclassified for better presentation, wherever considered necessary, the effects of which are not

16. Non-Adjusting event after Balance Sheet date

The Board of Directors in its meeting held on October 25, 2016 has approved an interim cash dividend of Rs. 2.50 per share for the quarter ended September 30, 2016 amounting to Rs.3,327,333, this is in addition to interim cash dividend already declared and paid of Rs. 2.00 per share. This condensed interim financial information does not include the effect of dividend declared for quarter ended September 30, 2016.

Date of Authorisation for Issue

This condensed interim financial information was authorised for issue on October 25, 2016 by the Board of Directors of the Company.

Ruhail Mohammed

Chief Executive Officer

J. Archan



consolidated condensed interim financial information (unaudited) for the nine months ended september 30, 2016

consolidated condensed interim balance sheet as at september 30, 2016

(Amounts in thousand)	Note	Unaudited September 30, 2016 (Rup	Audited December 31, 2015 ees)
Assets			
Non-Current Assets			
Property, plant and equipment	4	71,391,856	72,198,393
Intangible assets	1.3.1	4,451,760	4,461,716
Deferred taxation		-	73,472
Long term loans and advances		127,240	160,353
		75,970,856	76,893,934
Current assets			
Stores, spares and loose tools		5,321,979	4,639,142
Stock-in-trade		16,360,320	7,029,437
Trade debts		6,790,398	2,261,747
Taxes recoverable		-	705,129
Derivative financial instruments		-	29,207
Loans, advances, deposits and prepayments		796,488	594,608
Other receivables		5,270,570	1,358,578
Short term investments		1,376,400	11,650,389
Cash and bank balances		196,272	923,555
		36,112,427	29,191,792
TOTAL ASSETS		112,083,283	106,085,726

(Amounts in thousand) Unaudited Audited Note September 30, December 31, 2015

Equity & Liabilities

Share capital		13,309,323	13,309,323
Share premium		3,132,181	3,132,181
Exchange revaluation reserve		11,909	13,805
Hedging reserve		-	(4,536)
Remeasurement of post employment benefits		(40,898)	(40,310)
Unappropriated profit		25,011,736	25,921,266
		28,114,928	29,022,406
TOTAL EQUITY		41,424,251	42,331,729
Liabilities			
Non-current liabilities			
Borrowings	5	27,122,489	25,289,658
Deferred liabilities		7,675,301	6,493,030
Service benefits obligations		145,107	124,653
		34,942,897	31,907,341
Current liabilities			
Trade and other payables		18,982,759	17,701,544
Accrued interest / mark-up		416,712	851,684
Taxes payable		994,363	2,060,723
Current portion of:			
- borrowings	5	9,251,116	10,736,586
- service benefits obligations		47,509	48,232
Unclaimed dividend		11,977	6,103
Short term borrowings		5,818,999	75,300
Derivative financial instruments		192,700	366,484
		35,716,135	31,846,656
TOTAL LIABILITIES		70,659,032	63,753,997
Contingencies and Commitments	6		
TOTAL EQUITY AND LIABILITIES		112,083,283	106,085,726

The annexed notes from 1 to 17 form an integral part of this consolidated condensed interim financial information.

Ruhail Mohammed Chief Executive Officer



Javed Akbar Director

consolidated condensed interim profit and loss account (unaudited) for the nine months ended september 30, 2016

(Amounts in thousand except for earnings per share)

	Note	Quarter ended September 30, 2016	Quarter ended September 30, 2015	Nine months ended September 30, 2016	
			(Rupe	ees)	
Net sales		18,633,189	13,974,678	40,910,757	52,276,567
Cost of sales		(13,714,026)	(7,353,517)	(29,335,423)	(31,525,561)
Gross profit		4,919,163	6,621,161	11,575,334	20,751,006
Selling and distribution expenses		(1,644,811)	(967,615)	(3,428,097)	(3,211,339)
Administrative expenses		(220,020)	(277,116)	(650,323)	(666,586)
		3,054,332	5,376,430	7,496,914	16,873,081
Other income	8	2,328,899	174,001	4,392,771	1,423,715
		(2.12.722)	(000 500)		(,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Other operating expenses		(349,706)	(336,528)	(771,067)	(1,326,445)
Finance cost		(800,106)	(1,177,303)	(2,386,286)	(3,584,936)
		(1,149,812)	(1,513,831)	(3,157,353)	(4,911,381)
Profit before taxation		4,233,419	4,036,600	8,732,332	13,385,415
Taxation		(1,305,541)	(1,300,901)	(2,987,200)	(3,794,925)
Profit for the period		2,927,878	2,735,699	5,745,132	9,590,490
Earnings per share - basic	9	2.20	2.06	4.32	7.21
Earnings per share - diluted	9	2.15	2.05	4.25	7.21

The annexed notes from 1 to 17 form an integral part of this consolidated condensed interim financial information.

Ruhail Mohammed Chief Executive Officer

Javed Akbar Director

consolidated condensed interim statement of comprehensive income (unaudited) for the nine months ended September 30, 2016

(Amounts in thousand)

		Quarter ended September 30, 2015		
		(Rupee	S)	
Profit for the period	2,927,879	2,735,699	5,745,132	9,590,490
Other comprehensive income:				
Items potentially re-classifiable to Profit				
and Loss Account				
Exchange differences on translation of foreign operations	(6,428)	(11,291)	(1,896)	(16,812)
Hedging reserve - cash flow hedges				
(Loss) / Gain arising during the period	(37,500)	19,815	(140,754)	(48,754)
Less: Adjustment for amounts transferred to profit				
and loss account	37,499	(7,014)	148,298	93,051
Income tax (Deferred) relating to hedging reserve	(669)	(4,096)	(3,008)	(14,175)
	(670)	8,705	4,536	30,122
Items not potentially re-classifiable to Profit				
and Loss Account				
Change in Income tax rate (Deferred) relating to				
remeasurement of post employment benefits obligation:	s <u>-</u>	-	(588)	(191)
Other comprehensive income for the period, net of tax	(670)	8,705	3,948	29,931
Total comprehensive income for the period	2,920,781	2,733,113	5,747,184	9,603,609

The annexed notes from 1 to 17 form an integral part of this consolidated condensed interim financial information.

Ruhail Mohammed Chief Executive Officer J. Archen

consolidated condensed interim statement of changes in equity (unaudited) for the nine months ended September 30, 2016

(Amounts in thousand)

				Re	eserve		
		Capi	tal	Re	venue		
	Share	Share	Exchange	Hedging	Remeasurement		
	capital	premium	revaluation	reserve	of post	Unappropriated	Total
			reserve		employment	profit	
			1000110		benefits	pront	
				(Rupees)	Deriento		
				(nupees)			
Balance as at January 1, 2016 (Audited)	13,309,323	3,132,181	13,805	(4,536)	(40,310)	25,921,266	42,331,729
Transactions with owners							
Dividend Paid:							
						(0.000.707)	(0.000.707)
- Final 2015: Rs. 3.00 per share	-	-	-	-	-	(3,992,797)	(3,992,797)
- 1st interim 2016: Rs. 2.00 per share	-	-	-	-		(2,661,865)	(2,661,865)
	-	-	-	-	-	(6,654,662)	(6,654,662)
Total comprehensive income for the							
nine months ended September 30, 2016							
Profit for the period	_					5,745,132	5,745,132
Other comprehensive income						0,740,102	0,740,102
			(1,000)				(4.000)
- exchange revaluation	-	-	(1,896)	-	-	-	(1,896)
- cash flow hedges, net of tax	-	-	-	4,536		-	4,536
- remeasurements, net of tax	-	-	-	-	(588)		(588)
	-	-	(1,896)	4,536	(588)	5,745,132	5,747,184
Balance as at September 30, 2016 (Unaudited)	13,309,323	3,132,181	11,909		(40,898)	25,011,736	41,424,251
					= =====		
Balance as at January 1, 2015 (Audited)	13,183,417	2,260,784	-	(39,831)	(14,103)	19,087,828	34,478,095
Transactions with owners							
Shares issued at exercise of conversion option	125,906	871,397	-	-	-	-	997,303
Dividend Paid:							
- Final 2014: Rs. 3.00 per share	-	-	-	-	-	(3,992,797)	(3,992,797)
- 1st interim 2015: Rs. 1.50 per share	-	-	-	-	-	(1,996,402)	(1,996,402)
	125,906	871,397	-	-	-	(5,989,199)	(4,991,896)
Total comprehensive income for the							
nine months ended September 30, 2015							
Profit for the period	-	-	-	-	-	9,590,490	9,590,490
Other comprehensive income							
- exchange revaluation	_	_	16,812	_	_	_	16,812
- cash flow hedges, net of tax		_	10,0.2	30,122			30,122
- remeasurements, net of tax				00,122	(191)		(191)
- ופווופמסטופווופוונס, וופנ טו נמא			16,812	30,122	(191)	9,590,490	9,637,233
Balance as at September 30, 2015 (Unaudited)	13,309,323	3,132,181	16,812	(9,709)		22.689.119	39,123,432
Daiance as at September 50, 2015 (UNAUGITED)	13,308,323	0,102,161	10,012	(9,709)	(14,294)	22,009,119	08,120,432

The annexed notes from 1 to 17 form an integral part of this consolidated condensed interim financial information

Ruhail Mohammed

Chief Executive Officer

Javed Akbar Director

J. Archen

consolidated condensed interim statement of cash flows (unaudited) for the nine months ended September 30, 2016

(Amounts in thousand)			
	Note	Nine months ended September 30, 2016	September 30, 201
Ocal flows from an artificial		(Ru	pees)
Cash flows from operating activities			
Cash utilised in operations	10	(5,431,029)	(7,468,499)
Retirement and other service benefits paid		(43,619)	(42,375)
Taxes paid		(2,124,490)	(1,767,551)
Finance cost paid		(2,876,959)	(3,962,019)
Long term loans and advances - net		33,113	(30,150)
Net cash utilised in operating activities		(10,442,984)	(13,270,594)
Cash Flows From Investing Activities			
Purchases of property, plant & equipment and intangibles		(2,746,059)	(1,262,684)
Acquisition of business - Engro Eximp (Private) Limited		-	(3,949,751)
Receipt from disposal of shares in			
Engro Eximp Agriproducts (Private) Limited		-	4,400,000
Proceeds from disposal of:			
- Property, plant & equipment		9,751	32,200
- Investments - net		1,104,129	23,980,884
Working capital loan		-	452,160
Income on deposits / other financial assets		158,294	1,228,641
Net cash (utilised in) / generated from investing activities		(1,473,885)	24,881,450
Cash Flows From Financing Activities			
Proceeds from borrowings - net		16,000,000	2,339,637
Repayments of:			
- borrowings		(15,735,154)	(9,638,643)
- short term borrowings		(75,300)	(2,738,903)
Dividends paid		(3,986,923)	(5,989,200)
Net cash utilised in financing activities		(3,797,377)	(16,027,109)
Net decrease in cash and cash equivalents		(15,714,246)	(4,416,253)
Cash and cash equivalents at beginning of the period		11,469,815	5,283,419
Exchange (loss) / gain translation on foreign operations		(1,896)	16,812
Cash and cash equivalents at end of the period	11	(4,246,327)	883,978

The annexed notes from 1 to 17 form an integral part of this consolidated condensed interim financial information.

Ruhail Mohammed Chief Executive Officer J. Archan

notes to the consolidated condensed interim financial information (unaudited) for the nine months ended September 30, 2016

(Amounts in thousand)

Legal Status and Operations

- 1.1 Engro Fertilizers Limited ('the Holding Company') is a public company incorporated on June 29, 2009 in Pakistan under the Companies Ordinance, 1984 as a subsidiary of Engro Corporation Limited (the Parent Company), which is a subsidiary of Dawood Hercules Corporation (the Ultimate Parent Company). The principal activity of the Holding Company is manufacturing, purchasing and marketing of fertilizers. The Holding Company's registered office is situated at 7th & 8th floors, The Harbour Front Building, Plot Number HC-3, Block 4, Scheme Number 5, Clifton, Karachi.
- 1.2 The Holding Company is listed on Pakistan Stock Exchange Limited (the Exchange). The Holding Company has also issued Term Finance Certificates (TFC's) which are listed at the Exchange.
- 1.3 The 'Group' consists of:

Holding Company: Engro Fertilizers Limited

Subsidiary Company is a Company in which the Holding Company owns over 50% of voting rights, or companies controlled by the Holding Company:

		%age of holding		
	Note	2016	2015	
Engro Eximp (Private) Limited (EEPL)	1.3.1	Amalgamated in the Holding Campany	100	
Engro Eximp FZE		100	100	

- 1.3.1 Last year on April 30, 2015, as approved by the shareholders of the Holding Company, the Holding Company acquired 100% shareholding of EEPL from the Parent Company for a consideration of Rs. 4,383,000. The acquisition of EEPL by the Holding Company was accounted for as a business combination under IFRS 3 "Business Combinations" in the consolidated financial statements of the Holding Company based on the fair values of assets and liabilities determined as at the date of acquisition. During the period, the Board of Directors of EEPL and the Board of Directors of the Holding Company approved the scheme of amalgamation (the Scheme) of EEPL with the Holding Company. The Scheme was sanctioned / approved by the High Court of Sindh on April 27, 2016. Therefore, EEPL, effective from April 30, 2016, has ceased to exist as a legal entity and has amalgamated into the Holding Company.
- 1.3.2 Engro EXIMP FZE Subsidiary Company

Engro Eximp FZE (EEF) was incorporated in the Jebel Ali Free Zone, Emirate of Dubai, on August 4, 2011 and is a wholly owned subsidiary of the Holding Company. EEF is engaged in the business of general trading.

Basis For Preparation

- 2.1 This consolidated condensed interim financial information is unaudited and has been prepared in accordance with the requirements of International Accounting Standard 34 "Interim financial reporting" and provisions of and directives issued under the Companies Ordinance (the Ordinance). In case where requirements differ, the provisions of or directives issued under the Ordinance have been followed. This consolidated condensed interim financial information does not include all the information required for annual financial statements and should therefore be read in conjunction with the financial statements of the Holding Company for the year ended December 31, 2015.
- 2.2 The preparation of this consolidated condensed interim financial information in conformity with the approved accounting standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Holding Company's accounting policies. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

(Amounts in thousand)

During the preparation of this consolidated condensed interim financial information, changes in the significant judgments made by management in applying the Holding Company's accounting policies and the key sources of estimation and uncertainty from those that were applied to the financial statements of the Holding Company for the year ended December 31, 2015 do not have any material impact.

Accounting Policies

- 3.1 The accounting polices and the methods of computation adopted in the preparation of this consolidated condensed interim financial information are consistent with those applied in the preparation of the financial statements of the Holding Company for the year ended December 31, 2015.
- 3.2 There are certain new International Financial Reporting Standards (standards), amendments to published standards and interpretations that are mandatory for the financial year beginning on January 1, 2016. These are considered not to be relevant or to have any significant effect on the Holding Company's financial reporting and operations and are, therefore, not disclosed in the consolidated condensed interim financial information.
- 3.3 Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual profit or loss.

		September 30, 2016	December 31, 2015
4	Property, Plant And Equipment	(Rupe	ees)
	Operating assets at net book value (note 4.1) Capital work-in-progress Major spare parts and stand-by equipment	66,518,711 4,431,141 442,004 71,391,856	69,759,180 1,946,598 492,615 72,198,393

4.1 Additions to and disposals from operating assets during the period are as follows:

		Additions (Unaudited) (at cost)		Unaudited) ok value)
	September 30, 2016			September 30, 2015
		(Rupee	s)	
Building on freehold land	88,012	11,655	-	-
Plant and machinery	62,474	110,747	-	-
Office equipment	112,442	48,757	2	106
Vehicles	48,264	18,634	9,749	12,576
	311,192	189,793	9,751	12,682

The above disposals represented assets having a cost of Rs. 39,897 (September 30, 2015: Rs. 48,458) which were disposed off for Rs. 9,751 (September 30, 2015: Rs. 12,682).

5. Borrowings - Secured (Non - participatory)

Long term finances utilised under mark-up arrangements (notes 5.1, 5.2, 5.3, 5.4, 5.5 and 5.6)
Term Finance and Sukuk Certificates (note 5.1)

Less: Current portion shown under current liabilities Balance at end of the period / year

	Unaudited	Audited	
	September 30,	December 31,	
	2016	2015	
	(Ru	pees)	
		,	
	33.516.858	27.019.972	
	33,310,030	21,019,912	
	0.050.747	0.000.070	
	2,856,747	9,006,272	
	36,373,605	36,026,244	
	9,251,116	10,736,586	
	27,122,489	25,289,658	
- 1			

5.1 All senior debts are secured by an equitable mortgage upon immovable property of the Holding Company and equitable charge over current and future fixed assets excluding immovable property of the Holding Company.

Loans from the International Finance Corporation (IFC), Subordinated Dubai Islamic Bank Pakistan Limited (DIBPL) loan and Privately Placed Subordinated Sukuk (PPSS) are secured by a sub-ordinated mortgage upon immovable property of the Holding Company and sub-ordinated charge over all present and future fixed assets excluding immovable property of the Holding Company.

During the period, corporate guarantees issued by the Parent Company were released on all the debts of the Hoding Company, excluding sub-ordinated loans from IFC.

- 5.2 During the period, the Holding Company exercised the call option of the Privately Placed Term Finance Certificates (PPTFCs). As a result, the Holding Company paid Rs. 6,000,000 to the holders of PPTFCs and refinanced this amount through three bilateral loans from Muslim Commercial Bank (MCB), Allied Bank Limited (ABL) and Standard Chartered Bank (SCB) amounting to Rs. 3,000,000, Rs. 2,000,000 and Rs. 1,000,000, respectively. These loans are repayable in a single installment in March 2018 and carry mark up / profit at the rate of 6 months KIBOR plus 0.80%, per annum. These loans are part of senior debts of the Holding Company.
- 5.3 During the period, the pricing of the IFC loans has been revised to 6 months LIBOR plus 3.0% from 6 months LIBOR plus 6.0%, effective February 15, 2016.
- 5.4 The borrowings also include Offshore Islamic Finance Facility of US\$ 36,000 with Habib Bank Limited (HBL) and National Bank of Pakistan and Rs. 3,618,000 with Faysal Bank, Dubai Islamic Bank Pakistan Limited and SCB. During the period, HBL bought out SAMBA Financial Group's portion in the US\$ portion of the facility.
- 5.5 The Holding Company had availed a loan of US\$ 30,000 from the IFC, divided into (i) 30% convertible loan on the shares of the Holding Company at Rs. 24 per ordinary share calculated at the dollar rupee exchange rate prevailing on the business day prior to the date of the notice issued by IFC to exercise the conversion option and (ii) 70% non-convertible loan. This conversion option is exercisable up to March 31, 2017. Option on US\$ 8,000, out of US\$ 9,000, was exercised in prior years. The fair value of the remaining conversion option, included in derivative financial instruments, amounts to Rs. 168,689.
- 5.6 During the period, the Holding Company availed three bilateral loans for a total of Rs. 10,000,000, from MCB, United Bank Limited and ABL amounting to Rs. 4,000,000, Rs. 4,000,000 and Rs. 2,000,000 respectively. The new loans have a pricing of 6months KIBOR plus 0.15% and will mature in September 2021.

(Amounts in thousand)

6. Contingencies And Commitments

- 6.1 Contingencies
- 6.1.1 Bank guarantees of Rs. 2,120,286 (December 31, 2015: Rs. 2,029,223) have been issued in favour of third parties.
- 6.1.2 Claims, including pending lawsuits, against the Holding Company not acknowledged as debts amounted to Rs. 159,816 (December 31, 2015: Rs. 109,685).
- 6.1.3 As at September 30, 2016, there is no material change in the status of matters reported as contingencies in the financial statements of the Holding Company for the year ended December 31, 2015.

		Unaudited September 30, 2016	Audited December 31, 2015 Dees)
6.2	Commitments	(i iu)	0000)
	Commitments in respect of capital expenditure and other operational items	1,417,407	995,392
7.	Financing Structure / Mode		
	Conventional mode Assets		
	Deposits	1,376,400	11,650,389
	Cash and Bank Balances	196,169 1,572,569	923,251
	Liabilities		
	Borrowings	29,360,791	28,101,414
	Short term borrowings	814,250 30,175,041	75,300 28,176,714
	Shariah compliant mode		
	Assets		
	Cash and Bank Balances	103	304
	Liabilities		
	Borrowings Short term borrowings	7,012,814 5,004,749	7,924,830
	5.1.5.1.1.5.1.1.5.1.1.1.1.1.1.1.1.1.1.1	0,001,740	

8. Other Income

Includes Rs. 211,962 (2015: Rs. 1,420,907) interest income earned from conventional sources and Rs. 39 (2015: Rs. 20,185) earned from islamic mode of banking. It also includes subsidy income amounting to Rs. 4,060,373 (2015: Nil).

7,924,830

9. Earnings Per Share (EPS)

Basic EPS has been calculated by dividing the profit attributable to equity holders of the Holding Company by weighted average number of ordinary shares in issue during the period.

Diluted EPS is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Holding Company has convertible debt as dilutive potential ordinary shares, which is assumed to have been converted into ordinary shares, and the net profit is adjusted to eliminate the related effects.

The information necessary to calculate basic and diluted EPS is as follows:

	Unaudited Quarter ended September 30, 2016	Unaudited Quarter ended September 30, 2015		Unaudited Nine months ended September 30, 2015
		(Rup	oees)	
Profit for the period	2,927,878	2,735,699	5,745,132	9,590,490
Add: - Interest on IFC loan - net of tax - (Gain) / Loss on revaluation of conversion options	1,556	912	2,237	3,827
on IFC loan - net of tax	(60,870)	3,773	(84,760)	39,977
Profit used for the determination of Diluted EPS	2,868,564	2,740,384	5,662,609	9,634,294
		Numbers (ir	thousands)	
Weighted average number of ordinary shares			•	
at the beginning of the period	1,330,933	1,330,933	1,330,933	1,318,342
Add: Weighted average adjustments for:				
Shares issued during the period (including conversion of option)	-	-	-	11,438
Weighted average number of shares for				
determination of basic EPS	1,330,933	1,330,933	1,330,933	1,329,780
Assumed conversion of US\$ 1,000 IFC loan	2,795	3,235	2,887	3,153
Exercise of conversion option on				
US\$ 3,000 IFC loan	-	-	-	839
Weighted average number of shares for				
determination of diluted EPS	1,333,728	1,334,168	1,333,820	1,333,772

(Amounts in thousand)

		Unaudited September 30, 2016(Ru	Unaudited September 30, 2015
10.	Cash Utilised In Operations	(nu	Jees)
	Profit before taxation Adjustment for non-cash charges and other items:	8,732,332	13,385,415
	Depreciation Amortization - net	3,536,488 13,417	3,585,894 17,503
	Gain on disposal of property, plant and equipment	10,417	(19,513)
	Provision for service benefits	63,349	41,870
	Income on deposits / other financial assets	(111,635)	(1,221,675)
	Finance cost	2,386,286	3,584,935
	Provision for surplus and slow moving stores and spares	18,601	10,820
	Working capital changes (note 10.1)	(20,069,867)	(26,853,748)
		(5,431,029)	(7,468,499)
10.1	Working Capital Changes		
	(Increase)/ decrease in current assets		
	- Stores, spares and loose tools	(701,438)	(29,662)
	- Stock-in-trade	(9,330,881)	(9,682,705)
	- Trade debts	(4,528,651)	(143,926)
	- Loans, advances, deposits and prepayments	(201,880)	(762,663)
	- Other receivables (net)	(3,958,651)	(119,764)
		(18,721,501)	(10,738,720)
	Decrease in trade and other payables	(1,348,366)	(16,115,028)
		(20,069,867)	(26,853,748)
11	Cash and Cash Equivalents		
	Cash and bank balances	196,272	261,378
	Short term investments	1,376,400	622,600
	Short term borrowings	(5,818,999)	_
		(4,246,327)	883,978

12. Financial Risk Management and Financial Instruments

12.1 Financial risk factors

The Holding Company's activities expose it to a variety of financial risks including market risk (currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

There have been no changes in the risk management policies during the period, consequently this consolidated condensed interim financial information does not include all the financial risk management information and disclosures required in the annual financial statements.

12.2 Fair Value Estimation

The table below analyzes financial instruments carried at fair value by valuation method. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1)
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices) (level 2)
- Inputs for the asset or liability that are not based on observable market data (level 3)

	Level 1	Level 2 (Rupees)	Level 3
Liabilities		, ,	
Derivatives			
- Derivative financial instruments	-	24,011	-
- Conversion option on IFC loans		168,689	-
	-	192,700	-

- 12.3 There were no transfers amongst the levels during the period. Further, there were no changes in valuation techniques during the period.
- 12.4 Valuation techniques used to derive Level 2 fair values

Level 2 fair valued instruments comprise of hedging derivatives which include forward exchange contracts and conversion option on IFC loans. These forward foreign exchange contracts have been fair valued using forward exchange rates that are received from the contracting banks and financial institutions. The fair value of conversion options on IFC loan is determined using the option pricing model where its determinants are derived from observable market inputs.

12.5 Fair value of financial assets and liabilities

The carrying values of all financial assets and liabilities reflected in the consolidated condensed interim financial information approximate their fair values.

13. Transactions with Related Parties

Related Parties comprise of Parent Company, associated companies and other companies with common directors, retirement benefit funds, directors and key management personnel. Details of transactions with related parties during the period, other than those which have been disclosed elsewhere in this consolidated condensed interim financial information, are as follows:

(Amounts in thousand)

	Unaudited September 30, 2016	Unaudited September 30, 2015
	(Ru	pees)
Parent Company		
Purchases and services	192,398	224,640
Services provided to Parent Company	19.103	20,837
Royalty	471,926	627,450
Reimbursements	106,368	120,575
Dividend paid	3,145,524	4,997,781
Use of assets	1,453	2,063
Consideration for acquisition of subsidiary	-, 100	4,383,000
Receipt against disposal of investment	_	4,400,000
Repayment of sub-ordinated loan	3,000,000	
Receipt of subordinated loan	3,000,000	_
Mark-up paid on sub-ordinated loan	13,697	_
The state of the s	-,	
Associated companies		
Purchases and services	88,840	95,567
Purchase of product	-	66,817
Sale of Product	552	-
Services provided	62,653	159,974
Reimbursements	75,851	58,435
Payment of mark-up on TFCs and repayment of		
principal amount	54,847	12,553
Purchase of mutual fund units	-	490,000
Redemption of mutual fund units	-	491,210
Donations	45,765	40,000
Loan issued	-	1,185,229
Loan returned	-	11,317,229
Mark-up on loan	-	38,027
Investment made	-	7,982,000
Funds collected against sales made on behalf of Associates	-	2,035,579
Use of assets	1,934	3,177
Contribution to staff retirement benefits		
Pension fund	14,211	14,610
Gratuity fund	69,271	58,454
Provident fund	80,083	74,703
Others		
Remuneration of key management personnel	149,093	141,090

35 | engro fertilizers

(Amounts in thousand except for dividend per share)

14. Seasonality

The Holding Company's fertilizer business is subject to seasonal fluctuations as a result of two different farming seasons viz, Rabi (from October to March) and Kharif (from April to September). On an average, fertilizer sales are more tilted towards Rabi season. The Holding Company manages seasonality in the business through appropriate inventory management.

15. Corresponding Figures

- 15.1 In order to comply with the requirements of International Accounting Standard 34 'Interim Financial Reporting', the consolidated condensed interim balance sheet has been compared with the balances of annual financial statements of preceding financial year, whereas the consolidated condensed interim profit and loss account, consolidated condensed interim statement of comprehensive income, consolidated condensed interim statement of changes in equity and consolidated condensed interim statement of cash flows have been compared with the balances of comparable period of immediately preceding financial year.
- 15.2 Corresponding figures have been rearranged and reclassified for better presentation, wherever considered necessary, the effects of which are not material.

16. Non-Adjusting event after Balance Sheet date

The Board of Directors in its meeting held on October 25, 2016 has approved an interim cash dividend of Rs.2.50 per share for the quarter ended September 30, 2016 amounting to Rs.3,327,333, this is in addition to interim cash dividend already declared and paid of Rs. 2.00 per share. This consolidated condensed interim financial information does not include the effect of dividend declared for quarter ended September 30, 2016.

17. Date of Authorisation for Issue

This consolidated condensed interim financial information was authorised for issue on October 25, 2016 by the Board of Directors of the Holding Company.

Ruhail Mohammed Chief Executive Officer J. Archan

ڈائر یکٹرزر پورٹ

یہ مارے لیے باعث مسرت ہے کہ ہم اینگر وفر ٹیلائز رز لمیٹڈ کے بورڈ آف ڈائر یکٹرز کی جانب سے کمپنی کے 30 متبر 2016ء کو اختتام پزیر ہونیوالی مدت کے غیر آڈٹ شدہ مالیاتی گوشوارے اور ڈائر یکٹرز کی مرتب کردہ رپورٹ پیش کررہے ہیں۔

يا كستان فر ٹيلائزر ماركيٹ

مالیاتی سال2016ء کی تیسری سماہی میں فرٹیلائزر کی مارکیٹ میں تیزی دیکھی گئی۔ 55 فیصداضا نے کے ساتھ در پر جائزہ مدت کے دوران یور یا سل 1,643 کے ٹی ریکارڈ کی گئی جبکہ گزشتہ سال کی اس مدت کے دوران کھاد کی تیسری سماہی میں فور مینے کی مدت میں انڈسٹری کے اس مدت کے دوران کھاد کی تیل 2019ء کی ٹیسے اس میں جم 1,059 کے ٹیسے کی مدت میں انڈسٹری کے جم میں نسبتاً کی رہی۔ مالیاتی سال کے پہلے نومہیوں میں جم 3,460 کے ٹی رہا جبکہ چھلے سال کی اس مدت میں جم 3,924 کے ٹیسے دوٹوائل کارفر مار ہے، ا۔ کسانوں کی قوت خرید میں کی ، ا۔ سبسڈی ہے ہونے والی قیمتوں میں محکمہ کی۔

نومهینوں کی مدت میں پیداوار 15 فیصداضا نے کے ساتھ 2015ء کے نومہینے کی پیداوار 3,893 کے مقابلے بڑھ کر 4,482 کے ٹی ہوگئی۔ اس بڑھوتی کی بنیادی وجہ پاہٹس کو مسلسل گیس کی فراہمی تھی جوالی این جی کے سٹم میں شامل ہوجانے کی بدوائے ممکن ہوئی۔ تیسر کی سہ ماہی میس پیداوار 1,543 کے ٹی ریکارڈ کی گئی اور جس طرح پیداوار طلب سے زیادہ ہوتی رہی اس کئے یوریا کی اور پیداوار طلب سے زیادہ ہوتی رہی اس کئے یوریا کی اور پیداوار کا میسن ٹی تک جا پیچی۔

پاکستان ایک زرنگ معیشت ہاور کسانوں کی حالیہ آمدنی میں کی کو مذظر رکھتے ہوئے حکومت پاکستان نے بجٹ2016 میں کھاد کی قیمیوں میں کی کا اعلان کیا اور قیمت 1,790 روپے فی تھیلا سے کم کرے 1,400 روپے فی تھیلا متعین کردی۔ یہ کی جز ل سیز ٹیکس کی شرح میں کی مینوفیکچررز کی جانب سے فی تھیلا 1,400 روپے کی اور سبسڈی کے مجموعہ کے ڈریعے کی گئے۔ مین الاتوامی مارکیٹ میں بوریا کی قیمتیں 210 ڈالر فی ٹن کے آس پاس میں۔ اقتصادی رابطہ کمیٹی نے حال ہی میں درآ مدشدہ کھاد کی قیمتوں میں بھی کمی کا اعلان کیا ہے اور قیمت 1,200 روپے فی تھیلا کردی ہے۔ درآ مد شدہ کھاد کی افویت کو باو نینٹری فی الوقت 276 کے ٹی ہے۔

نومہینوں کی مدت کے دوران ڈی اے پی کی فروخت 922 کے ٹی رہی جبکہ گزشتہ سال کی اسی مدت میں ڈی اے پی کی فروخت 591 کے ٹی تھی۔ بیسال بسال بنیاد پر 56 فیصدنمو ہے اور اس کی بنیاد کی وجہ جاری سبسڈی ہے۔البتہ رواں سال سبسڈی 500 روپ ہے کم ہوکر 300 روپ فی تھیلا ہوگئے۔

^{کمپ}نی کی آپریٹنگ کارکردگی

نومبینوں کی مدت میں سپنی کی بوریا پیداوار 1,397 کے ٹی رہی جو پچھلے سال کے مقابلے میں پانچ نیصد کی ہے۔ گزشتہ سال کی اس مدت کے دوران سپنی کی بوریا پیداوار 1,472 کے ٹی تھی۔ اینوین پلانٹ میں ٹرن اراؤنڈ اس کی کی وجہ بنی۔ زیر جائز مدت کے دوران سپز پچھلے سال کی سپز 1,295 کے ٹی کے مقابلے 21 فیصد کی کے ساتھ 1,022 کی دیکھی گئی۔ اس دوران بوریا مارکیٹ شیئر 33 فیصد تھا۔ 2016 کی تیسر کی سے ماہدی میں پیداوار 475 کے ٹی رجٹر کی گئی ہے اور فروخت 494 کے ٹی رہی۔

ا ینگرونے نومہینوں کی زیر جائزہ مدت میں 242 کے ٹی DAP فروخت کی ،اس کے مقابلے گزشتہ سال پہلے نومہینوں میں 151 کے ٹی ، ڈی اے پی فروخت کی تھی۔ اِس سال مارکیٹ شیئر 26 فیصد رہا۔2016 کی تیسری سدمانی میں فروخت 114 کے ٹی ریکارڈگی گئی جبکہ سال 2015 کی ایسی مدت میں فروخت 32 کے ٹی تھی۔

کمپنی کی مرکب کھاد (زرخیز اورا بینگرواین پی) کی فروخت زیر جائزہ مدت کے دوران 10 فیصد کی کے ساتھ 71 کے ٹی رہی جبکہ گزشتہ سال کی اس مدت سے بارکیٹ ٹیمٹر کا گئی تھی ۔۔ فروخت میں کی بنیادی طور پوٹاش انڈسٹری میں کی کی وجہ ہے ہوئی۔ پوٹاش صنعت میں سال بسال بنیاد پر 15 فیصد کی دیکھی گئی۔ زرخیز کا مارکیٹ ٹیمٹر گزشتہ سال کی اس مدت کے مارکیٹ ٹیمٹر 35 فیصد کے مقابلے 47 فیصدر ہا۔

زیرجائزہ نو ماہ کی مدت میں کمپنی کا گروں نفخ 15.6ارب روپے رہا (بشمول 1.4ارب روپے کی سیسڈی جس کی دیگر آمدن میں درجہ بندی کی گئی ہے)۔سال 2015 کی اس مدت میں کمپنی کا گروس نفع 20.8ارب روپے تھا۔اس کی کی بنیادی وجو ہات میں فروخت کے جم اور مارجن میں کی ہے۔اضافی انوینٹری ورکنگ کیپٹل اور جی آئی ڈی تی کی ادائیگی کی وجہ سے گزشتہ سال کے مقابلے اس سال کاروبار کے منافع پراثر پڑا۔

قرض کی واپسی ، کم شرح سوداور مختلف طویل مدتی قرضوں کی دوبارہ پرائسنگ کے منتج میں فنانس لاگت گزشتہ سال کے مقابلے میں نمایاں طور پکم تھی (2.4 ارب روپے ہمقابلہ 3.6 ارب روپے گزشتہ سال)۔ گزشتہ سال)۔

مندرجہ بالامعاملات کے نتیجے میں زیر جائزہ مدت میں سپنی کا کل منافع 5.7 ارب روپ رہا جبکہ پچھلے سال کی اس مدت میں سپنی کا کل منافع 9.9 ارب روپ رہا جبکہ پیلے سال کی اس مدت میں سپنی کا کل منافع 2016 کی تیسری سے ماہی میں 5.7 ارب روپ دہا ہے۔جس کے نتیجے میں آمدن فی شیئر چڑا ہے (2.4.2 روپ فی شیئر بمقابلہ 4.25 روپ فی شیئر گزشتہ سال)۔ سپنی کی کنسولیڈیڈیکل منافع حاصل کیا تھا۔ 4.32 روپ ہوئی گزشتہ سال کی اس مدت میں کمپنی نے 9.6 ارب روپ کا گل منافع حاصل کیا تھا۔

اقتصادی رابط کمیٹی (ای سی سی) نے 2016 کی کہلی سہ ماہی میں 160 ہم ایم ایم ایس کا ایف ڈی گیس مستقل بنیادوں پرفرشیلائز رسکٹر کےاصل الاثیز کوالاٹ کردی تھی جس میں 160 ہم ایس کا ایک سے ایس کے لئے مختلف متعلقہ فریقوں کے ساتھ مذاکرات میں مصروف عمل ہے تا کہ دونوں پلانٹس کے آپریشنز کو مسلسل جاری رکھا جا سکے۔

کمپنی نے2015 میں ریابتی گیس پر جی آئی ڈی می (GIDC) کا گوہونے کی شرائط کے خلاف تھم امتنا کی حاصل کیا ہے اوراس وجہ سے یور یا پلانٹ کوفراہم کی جانے والی ریابتی گیس پر جی آئی ڈی می کسی بھی حوالے سے اوانہیں کیا گیا۔ ریابتی گیس پر جی آئی ڈی می فرٹیلائز رپالیسی اور ہمارے گیس کی فراہمی کے معاہدوں کی براہ راست خلاف ورزی ہے۔ بید معاہدے ہم نے اپنے یور یا مینوفینچرنگ پلانٹ کو وسعت دینے کے لیے کئے تھے جن کی بنیاد پر ہم نے 1.1 ارب ڈالر کا سرما دیکاری کی تھی۔

مستقبل قريب كا آوٺ لگ

مقامی یوریا کی صنعت میں اسٹر کچرل تبدیلی و کیھنے میں آرہی ہے جس کی بنیاد پر کہا جا سکتا ہے کہ سال 2016 میں یوریا کے اینو نیٹری میں تیزی سے اضافہ ہوگا جو پچھلے سالوں کے مقالیم سکتر مختلف مظہر ہے۔ مری اور سوئی سے گیس سپلائی کے ساتھ ساتھ ایل این جی کے سٹم میں ہونے سے گیس کی سلسل دستیابی کی توقع کی جارہی ہے جس کی بدولت انڈسٹری پیداوار کی طویل رسد برقر ارر ہے۔ مزید برال ڈی اے بی کی بین الاقوامی قیتوں میں کمی کی بھی توقع کی جارہ ہی ہے۔ فرٹیلائز رانڈسٹری حکومت سے کھاد کی برآمداد کے حوالے سے بات چیت کر رہی ہے۔ ساتھ ساتھ کمپنی اپنے اسٹیک ہولڈرز کے حوالے سے بھی اس معاملے کا جائزہ لے رہی ہے تا کہ ان کے مفاوات کی حفاظت کی جاسکے۔

رومیل مگر چیف ایگریکٹیوآ فیسر

عاویدا کبر ڈائز یکٹر