

CONDENSED INTERIM
FINANCIAL INFORMATION
for the Quarter and
Nine Months Ended
March 31, 2014
(Un-Audited)





GHANDHARA INDUSTRIES LIMITED

A Bibojee Group Company

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COMPANY INFORMATION

BOARD OF DIRECTORS

Mr. Raza Kuli Khan Khattak

Mr. Ahmad Kuli Khan Khattak

Chief Executive

Lt. Gen. (R) Ali Kuli Khan Khattak

Director

Mr. Mushtaq Ahmed Khan, FCA

Director

Dr. Parvez Hassan

Mr. Jamil Ahmed Shah

Director

Ch. Sher Muhammad

Chairman

Director

Director

Director

COMPANY SECRETARY & CHIEF FINANCIAL OFFICER

Mr. Iftikhar A. Khan

AUDITORS

Hameed Chaudhri & Co. Chartered Accountants

LEGAL ADVISORS

Syed Iqbal Ahmad and Co. (Advocates) S. Abid Shirazi & Co. Hassan & Hassan (Advocates)

BANKERS

National Bank of Pakistan Al-Baraka Bank (Pakistan) Limited The Bank of Khyber Faysal Bank Limited

REGISTERED OFFICE

F-3, Hub Chauki Road, S.I.T.E., Post Box No.2706, Karachi-75730

SHARE REGISTRAR

Hameed Majeed Associates (Pvt.) Ltd. 5th Floor, Karachi Chambers, Hasrat Mohani Road, Karachi.

DIRECTORS' REVIEW

FOR THE NINE MONTHS ENDED MARCH 31, 2014

The directors of your company take pleasure in presenting the unaudited accounts for the nine-months ended on March 31, 2014.

Financial results

During the period, total sales of the Company have fallen as compared to the same period of the last year, this is mainly due to the fact that a large sales contract of Pak Army was underway then. The results for the quarter and nine months ended are as follows:

	Quarter ended March 31			nths ended rch 31	
	2014	2013	2014	2013	
Sales (Rs '000)	566,573	915,102	1,657,921	2,126,104	
Gross profit (Rs '000)	71,627	132,852	201,506	341,418	
Profit from operations (Rs '000)	84,581	99,477	138,745	248,121	
Profit before tax (Rs '000)	43,021	53,944	9,807	118,178	
Profit after tax (Rs '000)	43,069	52,536	13,170	92,680	
Earnings per share (Rs)	2.02	2.47	0.62	4.35	

Despite lower sales volume and higher inflationary pressures, the Company has been able to achieve positive bottom lines

Future outlook

The existing adverse law and order conditions, influx of Chinese products in the market and general inflationary trend of the economy continues to pose challenges. The management of your company is working hard to earn profits for its shareholders and expects that the ensuing quarters will show better profitability.

By order of the Board

Karachi: April 25, 2014 AHMAD KULI KHAN KHATTAK
Chief Executive



CONDENSED INTERIM BALANCE SHEET

AS AT MARCH 31, 2014		Un-audited March 31,	Audited June 30,
	Note	2014	2013 (Re-stated)
ASSETS		——— (Rupee	s '000) ——
Non-current Assets Property, plant & equipment Intangible assets Investment properties Long term Investment Long term loans Long term deposits Deferred taxation Current Assets	5	1,684,228 422 89,706 1,400 664 4,935 1,419 1,782,774	1,703,088 647 89,895 1,400 1,311 4,633 - 1,800,974
Stores and spares parts Stock-in-trade Trade debts Loans and advances Trade deposits and prepayments Other receivables Sales tax refundable / adjustable Taxation - payments less provision Cash and bank balances	6 7	3,093 1,142,321 381,322 241,197 128,685 62,162 124,248 131,742 22,742 2,237,512	2,285 1,355,715 293,428 247,162 147,548 2,454 132,025 114,440 40,289 2,335,346
Total Assets		4,020,286	4,136,320
EQUITY AND LIABILITIES Share Capital and Reserves Authorized capital 50,000,000 (June 30, 2013: 50,000,000)			
ordinary shares of Rs.10 each Issued, subscribed and paid-up capital 21,304,422 (June 30, 2013: 21,304,422) ordinary shares of Rs.10 each Unappropriated profit		213,044 120,817 333,861	213,044 103,933 316,977
Surplus on Revaluation of fixed Assets		1,674,879	1,678,594
Non-current Liabilities Liabilities against assets subject to finance lease Deferred liabilities Deferred taxation		10,874 21,791 - 32,665	15,102 21,819 26,865 63,786
Current Liabilities Trade and other payables Current maturity of liabilities against assets subject to finance lease Accrued mark-up/ interest Short term borrowings	8	664,845 6,463 73,908 1,233,665 1,978,881	822,680 7,486 32,261 1,214,536 2,076,963
Contingencies And Commitments	9	4,020,286	4,136,320
Total Equity and Liabilities			1,100,020

The annexed notes from 1 to 15 form an integral part of this condensed interim financial information.

Chief Executive Officer

CONDENSED INTERIM PROFIT AND LOSS ACCOUNT (UN-AUDITED)

FOR THE QUARTER AND NINE MONTHS ENDED MARCH 31, 2014

		Quarter	ended ended	Nine month	ns ended
	Note	March 31,	March 31,	March 31,	March 31,
		2014	2013	2014	2013
			(Rupe	es '000) ———	
Sales - net		566,573	915,102	1,657,921	2,126,104
Cost of sales	10	(494,947)	(782,250)	(1,456,416)	(1,784,686)
Gross profit		71,627	132,852	201,506	341,418
Distribution cost		(26,233)	(26,033)	(68,513)	(61,153)
Administrative expenses		(16,885)	(17,604)	(52,531)	(46,962)
Other expenses		(1,054)	(4,434)	(7,210)	(9,799)
Other income		57,127	14,696	65,494	24,617
Profit from operations		84,581	99,477	138,745	248,121
Finance cost		(41,560)	(45,533)	(128,938)	(129,943)
Profit before taxation		43,021	53,944	9,807	118,178
Taxation		48	(1,408)	3,363	(25,498)
Profit after taxation		43,069	52,536	13,170	92,680
Other comprehensive income		-	-	-	-
Total comprehensive income		43,069	52,536	13,170	92,680
			(Ru	pees)———	
Earnings per share - basic and diluted		2.02	2.47	0.62	4.35

The annexed notes from 1 to 15 form an integral part of this condensed interim financial information.

Chief Executive Officer

CONDENSED INTERIM CASH FLOW STATEMENT (UN-AUDITED) FOR THE NINE MONTHS ENDED MARCH 31, 2014

,		Nine months ended	
	Note	March 31, 2014	March 31, 2013
		(Rupee	s '000) ———
CASH FLOWS FROM OPERATING ACTIVITIES			
Cook generated / (upped) in energtions	11	106,177	(266 506)
Cash generated / (used) in operations Gratuity paid	11	(6,000)	(366,596) (1,514)
Finance cost paid		(87,291)	(131,942)
Income tax paid		(42,227)	(33,987)
Long term loans - net		647	(3,544)
Long term loans - het Long term deposits		(302)	(3,344)
Net cash used in operating activities		(28,996)	(537,451)
Net cash used in operating activities		(20,990)	(337,431)
CASH FLOWS FROM INVESTING ACTIVITIES			
Fixed capital expenditure incurred		(2,180)	(11,638)
Sale proceeds on disposal of property, plant and equipmen	t	286	389
Interest received	-	482	383
Net cash used in investing activities		(1,412)	(10,866)
CASH FLOWS FROM FINANCING ACTIVITIES			
Liabilities against asset subject to finance lease		(6,268)	(4,442)
Net cash used in financing activities		(6,268)	(4,442)
Net decrease in cash and cash equivalents		(36,676)	(552,759)
Cash and cash equivalents - at beginning of the period		(1,174,247)	(752,758)
Cash and cash equivalents - at end of the period	12	(1,210,923)	(1,305,517)

The annexed notes from 1 to 15 form an integral part of this condensed interim financial information.

Chief Executive Officer

CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY (UN-AUDITED) FOR THE NINE MONTHS ENDED MARCH 31, 2014

	Issued subscribed and paid-up capital	(Accumulated loss) / unappropriated profit	Total
		(Rupees '000)	
Balance as at July 1, 2012	213,044	(27,772)	185,272
Effect of change in accounting policy due to application of IAS 19 (Revised) - note 3.2.1 (net of tax)	-	(44)	(44)
Balance as at July 1, 2012 - as restated	213,044	(27,816)	185,228
Profit for the nine months ended March 31, 2013 Other comprehensive income	-	92,680	92,680
Card comprehensive meaning	-	92,680	92,680
Surplus on revaluation of fixed assets realised during the period (net of deferred taxation) on account of incremental depreciation	-	4,173	4,173
Balance as at March 31, 2013 - as restated	213,044	69,037	282,081
Balance as at July 1, 2013 - as previously reported	213,044	105,527	318,571
Effect of change in accounting policy due to application of IAS 19 (Revised) - note 3.2.1 (net of tax)	-	(1,594)	(1,594)
Balance as at July 1, 2013 - as restated	213,044	103,933	316,977
Profit for the nine months ended March 31, 2014 Other comprehensive income	- -	13,170 -	13,170 -
Surplus on revaluation of fixed assets realised during the period (net of deferred taxation) on account of incremental depreciation		3,715	3,715
Balance as at March 31, 2014	213,044	120,817	333,861

The annexed notes from 1 to 15 form an integral part of this condensed interim financial information.

Chief Executive Officer

NOTES TO THE CONDENSED INTERIM FINANCIAL INFORMATION (UN-AUDITED) FOR THE NINE MONTHS ENDED MARCH 31, 2014

CORPORATE INFORMATION

Ghandhara Industries Limited (the Company) was incorporated on February 23, 1963. The Company's shares are quoted on Karachi, Lahore and Islamabad Stock Exchanges. The principal activity of the Company is assembly and progressive manufacturing of Isuzu trucks and buses.

Bibojee Services (Private) Limited, the ultimate Holding Company, held 8,343,397 (June 30, 2013: 8,343,397) ordinary shares of Rs.10 each as at March 31, 2014.

2. BASIS OF PREPARATION

This condensed interim financial information is un-audited and is being submitted to the members in accordance with section 245 of the Companies Ordinance, 1984. It has been prepared in accordance with the requirements of the International Accounting Standard (IAS) 34 - 'Interim Financial Reporting' and provisions of and directives issued under the Companies Ordinance, 1984. In case where requirements differ, the provisions of or directives issued under the Companies Ordinance, 1984 have been followed. The figures for the nine months ended March 31, 2014 have, however, been subjected to limited scope review by the auditors as required by the Code of Corporate Governance. This condensed interim financial information does not include all the information required for annual financial statements and therefore, should be read in conjunction with the audited annual financial statements for the year ended June 30, 2013.

3. ACCOUNTING POLICIES

- 3.1 The accounting policies adopted for the preparation of this condensed interim financial information are the same as those applied in the preparation of preceding audited annual published financial statements of the Company for the year ended June 30, 2013 except for the adoption of a new accounting policy as detailed in note 3.2.1.
- 3.2 Initial application of standards, amendments or an interpretation to existing standards

The following amendments to existing standards have been published that are applicable to the Company's financial statements covering annual periods, beginning on or after the following dates.

3.2.1 Amendments to published standards effective in current year

Certain standards, amendments and an interpretation to accounting standards are effective for accounting period beginning on July 1, 2013 but are considered not to be relevant or to have any significant effect on the Company's operations and are, therefore not detailed in this condensed interim financial information except for IAS 19 - 'Employee Benefits' (revised in June 2011) as detailed below.

IAS 19 (Revised) requires past service cost to be recognised immediately in the profit or loss and replaces the interest cost on the defined benefit obligation and the expected return on plan assets with a net interest cost based on the net defined benefit asset or liability and the discount rate, measured at beginning of the year. Further, a new term "re-measurements" has been introduced which is made up of actuarial gains and losses, the difference between actual investment returns and the return implied by the net interest cost. The revised standard eliminates the corridor approach and requires to recognise all re-measurement gain or loss / actuarial gain or loss in the other comprehensive income immediately as they occur.

The Company has applied IAS 19 retrospectively in accordance with the transitional provisions as set out in this standard and consequently the earliest period presented in condensed interim balance sheet and condensed interim statement of changes in equity has been restated. The impacts of retrospective application are as follows:

GHANDHARA INDUSTRIES LIMITED

	Accumulated loss) / unappro-priated profit	Deferred liabilities (Rupees '000)	Deferred taxation
Balance as at June 30, 2012 - as previously reported	(27,772)	14,774	(32,049)
Restatement - recognition of re-measurement loss	(44)	66	(22)
Balance as at June 30, 2012 - as restated	(27,816)	14,840	(32,071)
Balance as at June 30, 2013 - as previously reported	105,527	19,404	27,686
Restatement - recognition of re-measurement loss			
- For the year 2012	(44)	66	(22)
- For the year 2013	(1,550)	2,349	(799)
Balance as at June 30, 2013 - as restated	103,933	21,819	26,865

The Company follows a consistent practice to conduct actuarial valuations annually at the year end. Hence, the impact on this and comparative condensed interim profit and loss account are not quantifiable and are also considered immaterial.

4. ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of this condensed interim financial information in conformity with the approved accounting standards requires the use of certain critical accounting estimates and assumptions. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. Estimates and judgements 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. However, actual results may differ from these estimates.

During the preparation of this condensed interim financial information, the significant judgements made by the management in applying the Company's accounting policies and the key sources of estimation and uncertainty were the same as those that were applied to the audited annual financial statements for the year ended June 30, 2013.

5. PROPERTY, PLANT AND EQUIPMENT

	Note	Un-audited March 31, 2014	Audited June 30, 2013
		(Rupe	es '000)
Operating fixed assets Capital work-in-progress	5.1	1,682,529	1,701,672
- advance against computer software		1,698	1,416
		1,684,228	1,703,088

GHANDHARA INDUSTRIES LIMITED

5.1	PROPERTY, PLANT AND EQUIPMENT	Note	Un-audited March 31, 2014 (Rupees	Audited June 30, 2013
	Book value at the beginning of the period / year Additions during the period / year Revaluation during the period / year Less:	5.2	1,701,672 2,917 -	1,447,944 20,732 259,447
	Disposal during the period / year - at book value Depreciation charged during the period / year	5.3	22,060 1,682,529	925 25,526 1,701,672
5.2	Additions during the period / year			
	Plant & machinery -Owned Furniture & fixture Office machines and equipment Motor vehicles -Owned -Leased Computers		33 24 483 777 1,019 581 2,917	4,640 138 362 3,122 9,135 3,335 20,732
5.3	Disposal during the period / year - at book value			
	Motor Vehicles -Owned -Leased		<u>:</u> :	661 264 925
6.	STOCK-IN-TRADE			
	Raw materials and components In hand Less: provision for slow moving raw material		600,143 20,150 579,993	657,807 20,150 637,657
	In transit		62,818 642,811	<u>132,509</u> 770,166
	Work in Process		95,201	121,974
	Finished goods including components		336,138	425,594
	Trading stocks Less: provision for slow moving stock		83,104 14,932 68,171	52,913 14,932 37,981
			1,142,321	1,355,715
7.	TRADE DEBTS - Unsecured and considered good			
	Government and semi-government agencies		241,637	230,852
	Others		139,685	62,576
			381,322	293,428

TRADE AND OTHER PAYABLES

This includes payables to related parties amounting to PKR 104.17 Million (June 30, 2013: PKR 174.5 Million)

CONTINGENCIES AND COMMITMENTS

9.1 Contingencies

9.1.1 The Company had obtained legal advice in connection with the establishment of Worker's Profit Participation Fund (the Fund) under the Companies Profits (Workers' Participation) Act, 1968 (the Act). The legal advisor is of the view that since, during the year ended June 30, 2006, the Company did not employ any person who falls under the definition of worker as defined in the Act of 1968, it was not legally or factually possible to constitute the Fund as required by section 3 of the Act. As a consequence, the Company was not required to make contributions to the Fund established pursuant to Workers' Welfare Fund Ordinance, 1971. The Company based on legal advice had written back in the financial statements for the year ended June 30, 2007 the amount of contribution of worker's participation fund provided during the year June 30, 2006.

Furthermore, the question whether a company to which the Act of 1968 and its scheme applies but which does not employ any worker is nevertheless obliged to establish and pay contributions into the fund under the act and thereafter transfer the same to the fund established under the Workers' Welfare Fund Ordinance, 1971 is sub-judice before the Sindh High Court as the Supreme Court of Pakistan accepted the petition of another company and remanded the case to the Sindh High Court for fresh decision in accordance with its order.

If it is established that the above provisions of the Act are applicable to the Company, provision in respect of year ended June 30, 2006 amounting Rs.7.722 million including any penalties may become payable.

9.1.2 There is no change in status of contingencies as disclosed in note 25.1 of the audited annual financial statements of the Company for the year ended June 30, 2013.

		Un-audited March 31, 2014	Audited June 30, 2013
9.2	Commitments	(Rupees	'000) ———
	Bank guarantees	914,542	930,757
	Letters of credit	212,450	212,450
10.	COST OF SALES		

		For the qua	rter ended	For the nine m	onths ended
	Note	March 31, 2014	March 31, 2013	March 31, 2014	March 31, 2013
			——— (Rupe	es '000) ———	
Stock at beginning		432,746	576,500	463,575	232,785
Cost of goods manufactured	10.1	449,888	529,145	1,352,706	1,872,952
Trading Stock		16,622	6,707	44,444	9,051
		899,256	1,112,352	1,860,725	2,114,788
Stock at end		(404,309)	(330,102)	(404,309)	(330,102)
		494,947	782,250	1,456,416	1,784,686



10.1 COST OF GOODS MANUFACTURED

		For the quarter ended		For the nine months ended	
	Note	March 31, 2014	March 31, 2013	March 31, 2014	March 31, 2013
			(Rupe	ees '000) ———	
	Work-in-process at beginning Raw materials and components	45,997	104,261	121,974	151,332
	consumed	418,758	429,885	1,121,935	1,544,119
	Direct Labour and overheads	80,333	34,557	203,997	217,059
		545,089	568,703	1,447,907	1,912,510
	Work-in-process at end	(95,201)	(39,558)	(95,201)	(39,558)
		449,888	529,145	1,352,706	1,872,952
				Un-audited March 31, 2014	Un-audited March 31, 2013
11.	ASH GENERATED / (USED) IN OPERATIONS			——— (Rupees '000) ———	
	Profit before taxation Adjustment for non cash charges	and other item	ıs:	9,807	118,178
	Depreciation / amortization on ; Fixed assets			22.060	10 012
	Intangibles			22,060 226	18,913 226
	Investment properties			188	188
	Gain on disposal of fixed assets			(286)	(125)
	Amortization of gain on sale and least	se back of fixed	asset	(75)	(76)
	Interest expense			128,938	129,943
	Interest income			(482)	(383)
	Provision for gratuity			6,048	4,895
	Working conital changes		11.1	166,424	271,759
	Working capital changes		11.1	(60,246) 106,177	(638,355) (366,596)
11.1	Working capital changes				
	(Increase) / decrease in current asse	ets		(000)	(0.040)
	Stores & spare parts			(808)	(3,840)
	Stock-in-trade Trade debts			213,394	(302,679)
	Loans and advances			(87,894) 5,965	(538,370) 121,975
	Trade deposits and prepayments			18,863	27,942
	Other receivables			(59,708)	(1,618)
	Sales tax refundable / adjustable			` 7,777	34,433
				97,589	(662,157)
	Increase / (decrease) in current liabil Trade and other payable	lities		(157,835) (60,246)	23,802 (638,355)
12.	CASH AND CASH EQUIVALENTS			(00,270)	
	Cash and bank balances Short-term borrowings - running fina	nces		22,742 (1,233,665) (1,210,923)	54,344 (1,359,861) (1,305,517)
				(1,210,923)	(1,505,517)

13. TRANSACTIONS WITH RELATED PARTIES

13.1 Significant transactions with related parties are as follows:

	Name of related party and nature of relationship	Nature of transaction	March 31, 2014	March 31, 2013
			——— (Rupees '000) ———	
(a)	Subsidiary Company			
	Marghzar Industries (Pvt.) Ltd.	Financial charges	251	253
(b)	Associated Companies			
	The General Tyre and Rubber Co.			
	of Pakistan Ltd.	Purchase of tyres	33,000	30,341
	(Common Directorship)	Rental income	1,800	00,011
	,,,		,	
	Ghandhara Nissan Limited	Assembly charges	63,250	140,662
	(Common Directorship)	Sale - fabrication	1,452	1,320
		Purchase of parts	-	2
		Sale of parts	-	494
		Purchase of fixed assets	566	-
	The Universal Insurance Co. Ltd (Common Directorship) Rehman Cotton Mills Ltd.	Insurance Premium	1,693	8,268
	(Common Directorship)	Rent expense	900	900
	Gammon Pakistan Ltd.			
	(Common Directorship)	Rent expense	1,125	1,125
	Hasan & Hasan Advocates			
	(Common Directorship)	Retainership fee	90	90
(c)	Technology supplier			
	Isuzu Motors Ltd Japan	Purchase of parts	-	2,714
		Commission earned	63,151	13,611
		Royalty charge	4,754	-
		Reimbursement of expenses	3,499	-
		Warranty claims received	418	-
(d) Key management personnel		Remuneration and other benefits	15,181	15,614

14. GENERALS

- 14.1 Figures have been rounded off to the nearest thousand rupees except stated otherwise.
- **14.2** This condensed interim financial information was authorized for issue on April 25, 2014 by the Board of Directors of the Company.



15. CORRESPONDING FIGURES

In order to comply with the requirements of International Accounting Standard 34 - 'Interim Financial Reporting', the condensed interim balance sheet and condensed interim statement of changes in equity have been compared with the balances of audited annual financial statements of preceding financial year, whereas, the condensed interim profit and loss account and condensed interim cash flow statement have been compared with the balances of comparable period of immediately preceding financial year.

Corresponding figures have been re-arranged and re-classified, wherever necessary, for the purpose of comparison. For the purpose of implementation of IAS 19 - 'Employee Benefits', certain corresponding figures have been restated in condensed interim balance sheet and condensed interim statement of changes in equity to reflect the retrospective changes required under the standard, as summarised in note 3.2.1.

Chief Executive Officer

BOOK POST



GHANDHARA INDUSTRIES LIMITED F-3, Hub Chauki Road, S.I.T.E., Post Box No. 2706, Karachi - 75730