

CONDENSED INTERIM FINANCIAL INFORMATION (UN-AUDITED)
FOR THE NINE MONTH PERIOD ENDED

31 MARCH 2016



# INGREDIENTS











FOR THE GROWING BRAND



# مرقع تازى اورفرحت ايك ساته



جَلَالُ HALAL



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# Company Information

# **Board of Directors:**

Chairman Mr. Muneer Nawaz Mr. Humayun A. Shahnawaz Chief Executive

Mr. Mahmood Nawaz

Mr. M. Naeem

Mr. Rashed Amjad Khalid Ms. Manahil Shahnawaz

Mr. Munaf Ibrahim (Independent Director) Mr. Syed Etrat Hussain Rizvi (N.I.T. Nominee)

### Chief Financial Officer & Company Secretary:

Mr. Faisal Ahmad Nisar, FCA

# **Audit Committee:**

Chairman Mr. M. Naeem Member Mr. Muneer Nawaz Mr. Rashed Amjad Khalid Member

### **Human Resource and Remuneration Committee:**

Mr. M. Naeem Chairman Mr. Muneer Nawaz Member Member Mr. Humayun A. Shahnawaz

# Registered Office / Head Office:

56 - Bund Road, Lahore-54500. Phones: (042) 37466900-04.

Faxes: (042) 37466899 & 37466895. E-mail: shezan@brain.net.pk

# **Factories:**

• 56 - Bund Road, Lahore - 54500. Phones: (042) 37466900-04.

Faxes: (042) 37466899 & 37466895. F-mail: shezan@brain.net.pk

Plot No. I - 9. Block No. 22.

Federal "B", Industrial Area, Karachi-75950.

Phones: (021) 36344722-23. Fax: (021) 36313790. E-mail: shezan@cyber.net.pk

· Plot No. 33-34, Phase III, Hattar Industrial Estate, Hattar. Phones: (0995) 617158 & 617343.

(0995) 617342. Fax: sil-htr@shezan.com F-mail:

### Website:

www.shezan.com

# **Auditors:**

Ernst & Young Ford Rhodes Sidat Hyder, Chartered Accountants, 96-B-1, 4th Floor, Pace Mall Building, M.M. Alam Road, Gulberg II, Lahore.

# **Share Registrar:**

Corp Link (Private) Limited, Wings Arcade, 1-K, Commercial, Model Town, Lahore.

# **Legal Advisors:**

Cornelius, Lane & Mufti, Nawa-e-Wagt Building, Shahrah-e-Fatima Jinnah, Lahore.

# Bankers:

United Bank Limited. MCB Bank Limited. National Bank of Pakistan. The Bank of Khyber. Bank Al-Habib Limited. Habib Bank Limited. Bank Alfalah Limited. JS Bank Limited.



























# Directors' Report to the Members

The Directors are pleased to present their report together with the un-audited condensed interim financial information for the nine month period ended 31 March 2016.

For the nine month period under review, your Company recorded a turnover of Rs. 4.407 billion as against Rs. 4.422 billion in the corresponding period of 2014-2015. The cost of sales was Rs. 3.252 billion as against Rs. 3.174 billion in the corresponding period of 2014-15. Thus, the Company earned gross profit of Rs. 1.155 billion as against Rs. 1.248 billion for the period ended 31 March 2016. The slight decline in turnover was mainly due to decrease in export sales in the African region whereas the growth in local sales was satisfactory. The increase in the average sugar prices by 10% as compared to the corresponding period and increase in the minimum threshold of wages affected the profit margins. The finance cost for the nine month period was Rs. 43,212 million as against Rs. 46,047 million of the corresponding period. The decrease in finance cost was mainly due to efficient utilization of funds, reduced markup rates and increase in local sales. However, short term borrowings were made for working capital requirements during the period to stock the raw and packaging materials to fulfill the sales needs in the peak season.

In the third quarter ended 31st March, turnover was Rs. 1.520 billion as against Rs. 1.217 billion of corresponding quarter of 2015. Gross profit has increased to Rs. 380.855 million. Earnings per share were at Rs. 2.42 and Rs. 9.87 for the quarter and nine month period, respectively. Here, we would like to inform that January - March is our leanest quarter due to seasonal nature of our products.

Our export sales mainly consist of exports to Southern Africa region, which were badly affected by the decline in oil prices, resulting in revision of fiscal policies of that region coupled with massive devaluation in their local currency. The Company does not foresee any positivity in this situation in the near future. However, our local sales have shown continuous encouraging growth trend during the last nine months.

As earlier informed Company has converted its one portion pack slim line machine into base line at its Lahore factory, to meet rising demand in the summer season as well as to re-align itself for future growth coverage and to reduce the freight cost of portion pack juice.

On the whole, the directors are confident that by the grace of Allah Almighty, we will continue to apply our utmost efforts for growth and believe that our business is well positioned to deliver sustainable growth in the future. The fourth guarter is the most crucial to achieve our goals and we will strive to improve our profit margins, which have been under pressure due to decreased export sales and increased cost of production. Our prime season falls in summer months and the take-off starts in end March, with a peak from April to June.

We would like to place on record our appreciation for the commitment, devotion to duty and hard work of all employees of the Company.

For and on Behalf of the Board of Directors

Mune Naws

Muneer Nawaz Chairman























# **Condensed Interim Balance Sheet**

as at 31 March 2016

		(Un-Audited) 31 March 2016	(Audited) 30 June 2015
	Note		
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment Long term investment Long term deposits and prepayments	5 6	1,163,618 1,989 4,603	1,199,334 2,358 3,561
CURRENT ASSETS		1,170,210	1,205,253
Stores and spares Stock in trade Trade debts Loans and advances Trade deposits and short-term prepayments Interest accrued Income tax recoverable Cash and bank balances		65,204 1,288,773 259,699 42,994 20,680 – 267,590 114,661	57,967 1,453,506 305,770 27,062 15,798 292 206,677 143,255 2,210,327
TOTAL ASSETS		3,229,811	3,415,580
EQUITY AND LIABILITIES SHARE CAPITAL AND RESERVES			
Share capital Reserves Unappropriated profits		79,860 1,454,475 184,458	79,860 1,254,843 393,459
TOTAL EQUITY		1,718,793	1,728,162
NON-CURRENT LIABILITIES			
Long term loan- secured Deferred taxation	7	120,000 78,431	210,000 74,498
CURRENT LIABILITIES		198,431	284,498
Trade and other payables Interest accrued on borrowings Current portion of long term loan Short term borrowings- secured Provision for taxation	7 8	472,392 4,268 120,000 449,228 266,699	778,894 10,677 90,000 280,000 243,349
TOTAL LIABILITIES		1,312,587	1,402,920 1,687,418
CONTINGENCIES AND COMMITMENTS	9	1,511,010	1,007,+10
TOTAL EQUITY AND LIABILITIES		3,229,811	3,415,580

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

The Chief Executive is out of Pakistan and in his absence; this interim financial information has been signed by two directors as required under section 241(2) of the Companies Ordinance, 1984.

Mury Naus

Director



# Condensed Interim Profit and Loss Account (Un-Audited)

for the nine month period ended 31 March 2016

			period ended Narch	Three month p	
		2016	2015	2016	2015
	Note	Rupees in	thousand	Rupees in	thousand
Sales - net		4,406,725	4,421,690	1,519,506	1,216,833
Cost of sales		3,252,160	3,173,839	1,138,651	892,314
Gross profit		1,154,565	1,247,851	380,855	324,519
Distribution cost		752,873	787,402	255,258	197,975
Administrative expenses		165,713	151,231	60,305	50,194
Other operating expenses		121,344	111,109	34,058	34,471
Other income		(34,705)	(41,476)	(10,462)	(17,300)
		1,005,225	1,008,266	339,159	265,340
Operating profit		149,340	239,585	41,696	59,179
Finance cost		43,212	46,047	15,132	19,557
Profit before taxation		106,128	193,538	26,564	39,622
Taxation		27,283	57,500	7,216	10,000
Net profit for the period		78,845	136,038	19,348	29,622
Other comprehensive income					
Item to be reclassified to profit or loss					
in subsequent periods:					
Unrealized (loss)/gain on remeasurement of					
investments available for sale (net of tax)		(368)	204	(231)	(177)
Total comprehensive income for the period		78,477	136,242	19,117	29,445
Earnings per share - basic and diluted (Rupees)	10	9.87	17.03	2.42	3.71

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Director





# Condensed Interim Cash Flow Statement (Un-Audited)

for the nine month period ended 31 March 2016

	Nine month pe 31 Mar	
	2016	2015
	Rupees in th	nousand
CASH FLOW FROM OPERATING ACTIVITIES:		
Cash generated from operations		
Profit before taxation Adjustments for:	106,128	193,538
Depreciation	155,301	131,901
Interest expense	41,033	41,959
Profit on bank deposits	(1,400)	(1,659)
Loss/ (gain) on disposal of property, plant and equipment	3,332	(2,956)
	198,266	169,245
Operating profit before working capital changes	304,394	362,783
(Increase)/decrease in current assets:		
Stores and spares	(7,237)	(14,213)
Stock in trade	164,733	(80,775)
Trade debts	46,071	101,486
Loans and advances	(15,932)	(42,295)
Trade deposits and short-term prepayments	(4,882)	2,623
Increase/(decrease) in current liabilities:	182,753	(33,174)
Trade and other payables	(307,030)	(243,906)
Short term borrowings- secured	169,228	295,132
	(137,802)	51,226
Cash generated from operations:	349,345	380,835
Interest / mark up paid Profit on bank deposits received	(47,442) 1,692	(31,617) 2,175
Income tax paid	(60,913)	(101,944)
Net cash generated from operating activities	242.682	249,449
CASH FLOW FROM INVESTING ACTIVITIES	2 12,002	2.575
Purchase of property, plant and equipment	(132,321)	(508,453)
Sale proceeds from disposal of property, plant and equipment	9,404	18,523
Long term deposits paid	(1,042)	(1,959)
Net cash used in investing activities	(123,959)	(491,889)
CASH FLOW FROM FINANCING ACTIVITIES	(	(12.1,002)
Long term loan received		300,000
Repayment of long term loan	(60,000)	300,000
Dividends paid	(87,317)	(72,617)
Net cash (used in)/ generated from financing activities	(147,317)	227,383
Net decrease in cash and cash equivalents	(28,594)	(15,057)
Cash and cash equivalents at the beginning of the period	143,255	153,416
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	114,661	138,359

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

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Director



# Condensed Interim Statement of Changes in Equity (Un-Audited)

for the nine month period ended 31 March 2016

		Capital Reserve		Revenue Reserve			
					Unrealized		
					gain /(loss) on		
					remeasurement		
	Share	Merger	Reserve for	General	of Investments-	Unappropriated	
Note	Capital	Reserve	Bonus Issue	Reserve	available for sale	Profits	Total
			Rup	pees in tho	u s a n d		
Balance as at 01 July 2014	72,600	5,000	_	1,100,000	(685)	328,341	1,505,256
Transfer to General reserve	-	-	-	150,000	=	(150,000)	=
Dividend @ Rs.10/- per share							
for the year ended 30 June 2014	=	=	=	=	=	(72,600)	(72,600)
Transfer to reserve for issue of bonus shares	-	-	7,260	-	-	(7,260)	-

Transfer to reserve for issue of bonus share	es –	-	7,260	-	-	(7,260)	-
Issue of bonus shares @ 10%							
for the year ended 30 June 2014	7,260	-	(7,260)	-	-	-	_
Net profit for the nine month period							
ended 31 March 2015	-	-	-	-	-	136,038	136,038
Other comprehensive income	-	-	-	-	204	-	204
Total comprehensive income	-	-	-	-	204	136,038	136,242
Balance as at 31 March 2015	79,860	5,000	-	1,250,000	(481)	234,519	1,568,898
Balance as at 01 July 2015	79,860	5,000	-	1,250,000	(157)	393,459	1,728,162
Transfer to General reserve	-	-	-	200,000	-	(200,000)	-
Dividend @ Rs.11/- per share							
for the year ended 30 June 2015	-	-	-	-	-	(87,846)	(87,846)
Net profit for the nine month period							
ended 31 March 2016	-	-	-	-	-	78,845	78,845
Other comprehensive income	_	-	-	-	(368)	-	(368)
Total comprehensive income	-	-	-	-	(368)	78,845	78,477
Balance as at 31 March 2016	79,860	5,000	_	1,450,000	(525)	184,458	1,718,793

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

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for the nine month period ended 31 March 2016

### THE COMPANY AND ITS OPERATIONS

Shezan International Limited (the company) is a Public Limited Company incorporated in Pakistan and is listed on Pakistan Stock Exchange (formerly Karachi Stock Exchange & Lahore Stock Exchange). The registered office of the Company is situated at 56 - Bund Road, Lahore, Pakistan. It is engaged in the manufacturing, trading and sale of juices, pickles, jams, ketchups etc., based upon or derived from fresh fruits and vegetables.

### 2. BASIS OF PRESENTATION AND MEASUREMENT

- 2.1 This interim financial information of the Company for the nine month period ended 31 March 2016 has been prepared in accordance with the requirements of the International Accounting Standard 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.
- 2.2 This interim financial information does not include all the information and the disclosures required in the annual financial statements and should be read in conjunction with annual audited financial statements of the Company for the year ended 30 June 2015.
- 2.3 This interim financial information is un-audited.

# 3. ACCOUNTING POLICIES

The accounting policies and methods of computation adopted in the preparation of this interim financial information are the same as those applied in the preparation of financial statements for the year ended 30 June 2015.

### 4. TAXATION, WORKERS' WELFARE FUND AND WORKERS' PROFIT PARTICIPATION FUND

Provisions in respect of Workers' Welfare Fund, Workers' Profit Participation Fund and Taxation are estimated based on management judgment and prevailing laws, these are subject to final adjustments in the annual audited financial statements.

# 5. PROPERTY, PLANT AND EQUIPMENT

The additions /deletions /transfers (at cost), made during the nine month period ended 31 March 2016 are as follows:

	Additions Rupees	Deletions/Transfers in thousand
Owned assets		
Plant and machinery	9,116	(500)
Motor vehicles	1,094	(1,238)
Electric equipment	18,843	(100)
Forklifts	6,853	-
Computers and accessories	1,268	-
Empty bottles, shells, pallets and barrels	75,627	(31,084)
Total	112,801	(32,922)
Capital work in progress		
Motor vehicles	1,794	(17,019)
Plant and machinery	12,218	_
Buildings	22,528	_
Total	36,540	(17,019)



for the nine month period ended 31 March 2016

6.	LONG TERM INVESTMENT- AVAILABLE FOR SALE			
		Note	(Un-Audited) 31 March 2016 Rupees in tl	(Audited) 30 June 2015 nousand
_			·	
	Quoted			
	Modaraba			
	BRR Guardian Modaraba- Credit rating 'A'			
	305,000 (30 June 2015: 305,000) certificates of Rs. 10/- each	6.1	2,375	2,375
	Less: Loss on remeasurement		(386)	(17)
			1,989	2,358

6.1 The above investment represents 0.39% (30 June 2015: 0.39%) of the issued certificate capital of the Modaraba.

### 7. LONG TERM LOAN- SECURED

		(Un-Audited) 31 March 2016 Rupees in t	(Audited) 30 June 2015 housand
Long term loan Less: Current portion	7.1	240,000 (120,000) 120,000	300,000 (90,000) 210,000

7.1 During the year ended 30 June 2015, the Company had acquired a long term loan from a commercial bank amounting to Rs. (thousand) 300,000 which is payable in 10 equal quarterly installments with a grace period of six months. The rate of mark-up / interest is 3 months KIBOR + 0.30%, payable quarterly. The facility is secured against first exclusive registered charge on Plant and Machinery up to Rs. (thousand) 430,000.

# 8. SHORT TERM BORROWINGS- SECURED

The aggregate short term borrowings available from commercial banks under mark-up arrangement are Rs. (thousand) 1,875,000 (30 June 2015: Rs. (thousand) 1,175,000).

The rate of mark-up on short term borrowings ranges between 1 month KIBOR + 0.03 % to 1 month KIBOR / 3 months KIBOR + 0.25% (30 June 2015: 1 month KIBOR + 0.25% to 1 month KIBOR / 3 months KIBOR + 0.50%), payable monthly/quarterly.

The facilities are secured against first registered joint pari passu hypothecation and ranking charge on current assets of the Company up to Rs. (thousand) 2,314,000 (30 June 2015: Rs. (thousand) 1,215,000) and Rs. (thousand) 848,000 (30 June 2015: Rs. (thousand) 514,000) respectively.

The un-utilized facility for opening letters of credit and for guarantees as at 31 March 2016 amounts to Rs. (thousand) 190,731 (30 June 2015: Rs. (thousand) 226,681) and Rs. (thousand) 76,390 (30 June 2015: Rs. (thousand) 84,144), respectively.

# 9. CONTINGENCIES AND COMMITMENTS

# a) Contingencies

There has been no change in the status of the contingencies reported in the annual audited financial statements for the year ended 30 June 2015.





















for the nine month period ended 31 March 2016

### Commitments

- Commitments in respect of letter of credit established for the import of raw and packing materials amounted to Rs. (thousand) 59,269 (30 June 2015: Rs. (thousand) 23,319).
- Counter guarantees in favor of banks in the ordinary course of business amounted to Rs. (thousand) 33,610 (30 June 2015: Rs. (thousand) 25,856).

### 10. EARNINGS PER SHARE- BASIC AND DILUTED

		(Un-Au	udited)	
	Nine month p	eriod ended	Three month p	eriod ended
	31 March		31 Ma	rch
	2016	2015	2016	2015
The basic and diluted earnings per share of the				
Company are based on:				
Profit after taxation attributable to ordinary				
shareholders (Rupees in thousand)	78,845	136,038	19,348	29,622
Weighted average number of ordinary				_
shares at the end of the period (in thousand)	7,986	7,986	7,986	7,986
Earnings per share-basic and diluted (Rupees)	9.87	17.03	2.42	3.71

### 11. NON TRANSFER OF BONUS SHARES TO INDIVIDUAL SHAREHOLDERS

During the period 31 December 2014, the Company issued 726,000 bonus shares @ 10% of its paid-up capital as on book closure date of 23 October 2014. In accordance with the provisions of section 236M of Income Tax Ordinance, 2001, the Company was required to collect tax from its shareholders @5% on the value of bonus shares determined on the basis of end price of the first date of book closure.

However, a number of shareholders of the Company have filed a suit against the Federation of Pakistan, competent authorities and the Company at the Honorable Sindh High Court challenging the levy of tax under the above referred section. Since, the matter is subjudice before the Honorable Sindh High Court, accordingly the Company has retained 5% of the bonus shares issued to plaintiff shareholders.

# 12. TRANSACTIONS WITH RELATED PARTIES

The related parties and associated undertakings comprise related group companies, associates, staff provident fund, directors and key management personnel. Details of transactions with them are as follows:

> (Un-Audited) Nine month period ended 31 March 2016 2015 Rupees in thousand

Transactions during the period		
Associated undertakings		
Purchases of raw materials	516,963	413,984
Sales of finished goods	653	397
Royalty charged	45,321	44,216
Purchases/repairs of electric equipment/vehicles	222	154
Services received	500	513
Contributions to staff provident fund	3,877	3,259
Remuneration and benefits of directors, Chief Executive Officer		
and key management personnel	38,103	31,769





















for the nine month period ended 31 March 2016

	(Un-Audited) 31 March 2016 Rupees in	(Audited) 30 June 2015 thousand
Period / year end balances		
Due to associated undertakings	30,077	123,701
Due from related parties	_	4
Pavable to provident fund	9	77.

### 13. SEGMENTAL ANALYSIS

The Company's activities are broadly categorized into two primary business segments namely Juice Drinks activities and Other Operating activities.

# Juice drinks activities

Juice drinks activities include bottled as well as tetra pak-packaged juices.

# Other operating activities

Other operating activities include pickles, ketchup, sauces, jams etc.

# Segment analysis of profit and loss account for nine month period ended 31 March 2016 - (Un-Audited)

	Juice Drinks	Others Rupees in thousand	Total
Sales	3,702,089	704,636	4,406,725
Cost of sales	2,678,423	573,737	3,252,160
Gross profit	1,023,666	130,899	1,154,565
Unallocated expenses			
Corporate expenses			(918,586)
Finance costs			(43,212)
Other operating expenses			(121,344)
Other income			34,705
Taxation			(27,283)
Profit after taxation			78,845

# Segment analysis of assets and liabilities as at 31 March 2016- (Un-Audited)

	Juice Drinks	Others Rupees in thousand	Total
Segment assets	2,194,475	560,894	2,755,369
Unallocated assets			474,442
Total			3,229,811
Segment liabilities	666,391	251,099	917,490
Unallocated liabilities			593,528
Total			1,511,018





















for the nine month period ended 31 March 2016

# Segment analysis of profit and loss account for nine month period ended 31 March 2015 - (Un-Audited)

	Juice Drinks	Others Rupees in thousand	Total
Sales	3,691,451	730,239	4,421,690
Cost of sales	2,598,303	575,536	3,173,839
Gross profit	1,093,148	154,703	1,247,851
Unallocated expenses			
Corporate expenses			(938,633)
Finance costs			(46,047)
Other operating expenses			(111,109)
Other income			41,476
Taxation			(57,500)
Profit after taxation			136,038

# Segment analysis of assets and liabilities as at 30 June 2015 - (Audited)

	Juice Drinks	Others Rupees in thousand	Total
Segment assets	2,501,386	497,343	2,998,729
Unallocated assets			416,851
Total			3,415,580
Segment liabilities	756,131	241,668	997,799
Unallocated liabilities			689,619
Total			1,687,418

# 14. DATE OF AUTHORIZATION FOR ISSUE

This condensed interim financial information was authorized for issue by the Board of Directors on 27 April 2016.

# 15. GENERAL

Figures in this condensed interim financial information have been rounded off to the nearest thousand of rupees unless otherwise stated.

The Chief Executive is out of Pakistan and in his absence; this interim financial information has been signed by two directors as required under section 241(2) of the Companies Ordinance, 1984.

Mury Naws

Director

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