Manufacturers of Quality PET Bottles and P

 AUDITOR'S REPORT TO THE MEMBERS

 We have audited the annexed balance sheet of Ecopack Limited as at June 30, 2006, and he related profit & loss account, cash flow statement and statement of changes in equity together with the notes forming part thereof, for the year then ended and we state that we have obtained all the information and explanations which, to the best of our knowledge and behalf, were necessary for the purposes of our audit.

 It is the responsibility of the company's management to establish and maintain a system of internal control and prepare and present

It is the responsibility of the company's management to establish and maintain a system of internal control, and prepare and present the above said statements in conformity with the approved accounting standards and the requirements of the Companies Ordinance, 1984. Our responsibility is express an opinion on these statements based on our audit.

We conducted our audit in accordance with the auditing standards as applicable in Pakistan. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the above said statements are free of any material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the above said statements. An audit also includes assessing the accounting policies and significant estimates made by the management, as well as, evaluating the overall presentation of the above said statements. We believe that our audit provides a reasonable basis for our opinion and, after due verification, we report that-

- (a) in our opinion, proper books of accounts have been kept by the company as required by the Companies Ordinance, 1984;
   (b) in our opinion
  - (I) the balance sheet and profit and loss account together with the notes thereon have been drawn up in conformity with the Companies Ordinance, 1984, and are in agreement with the books of accounts and are further in accordance with accounting policies consistently applied except for the change indicated in note 2.1.2, with which we concur;
  - (II) the expenditure incurred during the year was for the purpose of the company's business; and
  - (III) the business conducted, investments made and the expenditure incurred during the year were in accordance with the objects of the company;
- (c) in our opinion and to the best of our information and according to the explanations given to us, the balance sheet, profit & loss account, cash flow statement and statement of changes in equity together with the notes forming part thereof conform with approved accounting standards as applicable in Pakistan, and, give the information required by the Companies Ordinance, 1984, in the manner so required and respectively give a true and fair view of the state of the company's affair as at June30, 2006 and of the Profit, its cash flows and changes in equity for the year then ended; and
- (d) in our opinion, no Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980).

Karachi Dated August 24, 2006 KHALID MAJID REHMAN SARFARAZ RAHIM IQBAL RAFIQ Chartered Accountants.

#### **BALANCE SHEET AS AT JUNE 30, 2006**

		JUNE 30,	JUNE 30,	
		2006	2005	
	Note	( Rupee	s In '000 )	
Assets				
Non-current Assets				
Property, Plant & Equipment	3	833.473	700,172	
Long Term Security Deposits	4	8,875	7,005	
Current Assets				
Spares and Loose Tools	5	53,304	32,801	
Stock In Trade	6	226,971	169.227	
Trade Debts - Unsecured Considered Good	7	135,781	102,338	
Loans and Advances	8	31,839	9,303	
Short Term Prepayments & Deposits	9	,898	1,934	
Other Receivables	10	1,878	1,707	
Cash and Bank Balances		7.046	2,515	
Cash and Dalik Dalahes	11	468,126	329.826	
Total Assets		1,310,474	I,037,003	
i otal Assets		1,510,474	1,037,003	
Equity and Liabilities				
Share Capital and Reserves				
Share Capital				
Authorized				
25,000,000 ( June 2005 : 25,000,000) Ordinary Shares of Rs. 10 Ea	ach	250,000	250,000	
Issued, Subscribed and Paid-up	12	164,121	142,714	
Reserves		136,099	69,720	
		300,221	212,434	
Surplus on Revaluation of Fixed Assets	13	102,324	124,957	
Non-current Liabilities				
Long Term Loans - Secured	14	306,668	232,876	
Liability Against Assets Subject To Finance Lease	15	27,693	36,505	
Deferred Liabilities	16	107,865	101,022	
		442,226	370,403	
Current Liabilities				
Trade and other Payables	17	303,182	212,358	
Accrued Mark-up on Loans	18	8,324	5,825	
Short Term Finances	19	64,23 I	42,245	
Current Portion of Long Term Liabilities	20	84,131	65,017	
Taxation		5,835	3,765	
		465,703	329,210	
Contingencies and Commitments				
Contingencies and Commitments Total Equity and Liabilities	21	-	-	

The Annexed Notes Form An Integral Part Of These Financial Statements

Hussain Jamil (Chairman) Ahsan Jamil (Chief Executive Officer)

18

EcoPack Ltd

Manufacturers of Quality PET Bottles and Preforms

# EcoPack Ltd

## Annual Report 2006

	JUNE 30,	JUNE 30,
	2006	2005
Note	( Rupee	s In '000 )
Cash Flow From Operating Activities		
Profit Before Taxation	86,519	53,275
Adjustment For Non Cash Charges:		/-
Depreciation	48,744	36,649
Reversal Of Liability	-	(1,927)
Gain On Disposal Of Fixed Assets	(178)	(238)
Other Charges - Impairment Loss	4,153	-
Exchange Loss	14	5,476
Provision For Obsolete Stocks	3,678	-
Provision For Doubtful Debts	1,906	-
Provision For Wppf	4,556	2,804
Provision For Gratuity	3,316	1,910
Financial Charges	57,373	32,604
	123,562	77,277
Cash Flow From Operating Activities Before Working Capital Changes	210,081	130,552
(Increase) / Decrease In Current Assets :		
Spares & Loose Tools	(24,181)	(5,495)
Stock In Trade	(57,744)	(93,488)
Trade Debts	(35,349)	(41,041)
Loans & Advances	(22,536)	(2,703)
Short Term Prepayments & Deposits	37	3,134
Other Receivables	807	(5,317)
Net Increase In Current Assets	(138,966)	(144,909)
Accrued Mark-up On Loans Net Changes In Current Liabilities	2,499 <b>91,554</b>	4,496 <b>90,015</b>
Other Payments:	(7.4.007)	(0.0.1.07)
Financial Charges Paid	(56,937)	(29,197)
Gratuity Paid	(435)	(649)
Wppf Paid	(2,804)	(2,226)
Taxes Paid	(4,583)	(3,767)
	(64,759)	(35,839)
Net Cash Inflow From Operating Activities	97,910	39,819
Cash Elow Exam Investing Activities		
Cash Flow From Investing Activities	(316,958)	(130,848)
Capital Work-in-progress	118,830	(121,378)
Long Term Security Deposits Increased	(1,870)	(5,570)
Proceeds From Disposal Of Fixed Assets	540	430
Net Cash (Outflow) / Inflow From Investing Activities	(199,458)	(257,366)
Cash Elow Exam Einanaing Activities		
Cash Flow From Financing Activities	122.004	124.010
Long Term Loan Obtained	133,886	(20,973)
Repayment Of Long Term Loans	(44,661)	(30,873)
Proceed From Issue Of Right Shares	-	57,086
Dividend Paid	-	(5,709)
Leases Acquired	8,854	49,996
Linemen Lenen Meneid	(13,985)	(3,080)
•		101 421
Net Cash Inflow / (Outflow) From Financing Activities	84,094	191,431
Net Cash Inflow / (Outflow) From Financing Activities Net Increase In Cash And Cash Equivalents	84,094 (17,454)	(26,117)
Finance Lease Repaid Net Cash Inflow / (Outflow) From Financing Activities Net Increase In Cash And Cash Equivalents Cash And Cash Equivalents At The Beginning Of The Year Cash And Cash Equivalents At The End Of The Year 41		

#### CASH FLOW STATEMENT FOR THE YEAR ENDED JUNE 30, 2006

The Annexed Notes Form An Integral Part Of These Financial Statements

 Hussain Jamil
 Ahsan Jamil

 20
 (Chairman)
 (Chief Executive Officer)

#### Manufacturers of Quality PET Bottles and Preforms

#### **DIRECTOR'S REPORT**

The Board of Directors of Ecopack Limited is pleased to present the audited financial statements for the year ended 30th June 2006.

#### **Overview:**

Your Company this year has achieved its highest, ever sales by crossing the billion rupee sales mark. It has registered an annual record sales of Rs. 1,162.00 million with a growth rate of 55% over previous year. Profit after tax grew by an impressive 133% over previous year to Rs. 64.50 million. EPS too has grown by 120% over last year to Rs. 3.93 per share. In light of the strong financial results the Board has recommended a 40% share dividend.

#### **Sales and Operations:**

Once again your company's commitment to meet growing market demand through apt and timely production capacity enhancements has made these positive results possible. In July 2005 Ecopack's bottle capacity enhancement was successfully brought into commercial production followed by a subsequent capacity enhancement in preform manufacture (back process) in June 2006. These expansions have brought your company's preform production capacity to well over 300 million preforms and bottle blowing capacity in excess of 200 million per annum respectively.

In the back drop of continuing growth in market demand for PET containers your company's bottle sales quantities grew by 70% over previous year. Growth in demand has been fueled by not just the cola giants Coke and Pepsi but a strong emergence of local colas particularly in the smaller bottles segments of 500ml and 300ml who rely almost entirely on PET bottles.

Within the first year after capacity expansion at the Hattar plant, bottle capacity utilization reached an impressive 85% as compared to a pre-expansion 74% last year. Meanwhile, capacity utilization in Karachi plant increased steadily to 84% from 70% in the previous year.

#### Financials:

The profitability of your company has grown at both the gross and operating levels by 56% and 65% respectively over last year resulting in slightly improved margins. This in a high raw material price scenario has only been possible mainly through expansion in manufacturing scale and robust improvements in throughput efficiencies and wastage control.

Financial charges have been the biggest cost increase for the Company growing by 76%. This has emanated in part from the expansion related increase in long term borrowings and the increase in working capital to support fast growing operations. However, the significant external factor has been the ever rising KIBOR rates and bank spreads that needs immediate re-dressal.

Even so sales growth of 55% has absorbed most of this financial charge burden as have improved efficiencies in other areas of operations resulting in pretax profit growth over last year of 62%. A prudent and rationalized reduction of 26% in this years deferred tax provision has meant an after tax profit of Rs.64.5 million registering a staggering growth of 133% over last year. EPS too has grown at an impressive rate of 120% over last year.

#### **Future Outlook:**

The demand for PET containers is expected to grow at this rapid rate, untiringly yet for quite some years to come. This is based on the increasingly craved convenience and clarity benefit of PET now coupled with the important proposition of economy that comes from investment in output scale. Smaller packs that constitute the biggest segment of the drinks market and are the last bastion of glass containers, have begun to give way to PET bottles -- the opportunity we believe is significant and we intend to invest substantially in this area.

The entry of Pepsi into the mineral water market with its Aqua Fina brand means strong competition for market leader Nestle and the possible entry of Coke .This should result in increased competition and massive growth in the water industry and an opportunity for your company in water preform supply. Moreover, the introduction of Tropicana by Pepsi and other juices like Maaza, Fruito, Tops etc. albeit currently in glass bottles and Tetra packs, paves the way for specialized PET juice bottles in the future. All this presents great growth and diversification opportunities for your company and therefore, once again appreciate and timely investments will augur very well for its financial success.

#### **Dividends:**

in view of the positive financial results the Board is pleased to recommend a 40% Share dividend.

# EcoPack Ltc

### Annual Report 2006

COMPLIANCE WITH CODE OF CORPORATE GOVERNANCE:

As required under the Code of Corporate Governance dated 28th March 2002, we are pleased to state as follows:

- 1. The financial statement prepared by the management present fairly its state of affairs, the results of its operations, cashflows and changes in equity.
- 2. Proper books of accounts have been maintained.
- 3. Appropriate accounting policies have been consistently applied in preparation of the financial statements and accounting estimates are based on reasonable and prudent judgment.
- 4. International Accounting Standard, as applicable in Pakistan, has been followed in the preparation of financial statement and any departure there-from has been adequately disclosed.
- 5. The system of internal control and other such procedures which are in place, are being continuously reviewed by the Internal Audit Department. The process of review will continue and any weakness in controls will be removed.
- 6. There is no significant doubt on company's ability to continue as going concern.
- 7. There has been no departure from the best practice of corporate governance, as detailed in the listing regulations.
- 8. Key operating and financial data for the last six years in summarized form is attached (see Annexure-A).
- 9. The Company has declared 40% bonus shares (2005 15%).
- 10. There are no outstanding statutory payments on account of taxes, levies and charges except of normal and routine nature.
- 11. Statement as to the value of gratuity fund on the basis of actuarial valuation as on 30.06.2006 is included in note # 16 to the financial statements.
- 12. During the year 05 board meetings were held and the attendance by each director is given below:

Name of Director	No. of meeting attended
Mr. Hussain Jamil	05
Mr. Ahsan Jamil	05
Mrs. Deborah Jamil	05
Mrs.Ayesha Khan	05
Mr. Shahid Jamil	03
Mr.Ali Jamil	02
Mr. Ashiq Hussain Qureshi	01

13.

The pattern of shareholding and additional information regarding pattern of shareholding is attached Annexure-B.

Manufacturers of Quality PET Bottles and Preforms

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14. Trading of shares by Directors, Chief Financial Officer and Company Secretary of the Company during the year under review is as under:

Name	Designation	No. of Shares Acquired/(Sold)
Mr. Hussain Jamil	Executive Director/Chairman	419,165
Mr. Ahsan Jamil	Chief Executive Officer	315,539
Mrs. Deborah Jamil	Director	112,128
Mrs.Ayesha Khan	Director	129,425
Mr. Shahid Jamil	Director	83,628 > Bonus Shares
Mr. Ashiq Hussain Qureshi	Director	244
Mr. Ali Jamil	Director	56,834
Mr. Habib ur Rehman Siddiqui	Company Secretary	NIL
Mr. Ahmer Qureshi	Chief Financial Officer	NIL J

15. The board has recommended appointment of Auditors M/s. Khalid Majid Rahman Sarfaraz Rahim Iqbal Rafiq, Chartered Accountant for the year ending on June 30, 2007 as recommended by the audit committee in its meeting held on August 24, 2006.

#### **STAFF & ACKNOWLEDGEMENT:**

On behalf of the Board I would like to thanks the management, staff, workers, the bankers and the valued customers whose support and co-operation has been crucial to our success. I am confident that if management and the employees of the Company continue to work with the devotion and zeal that has been their hallmark, the Company will Inshallah continue to prosper.

I pray to Almighty Allah for the continued success of your Company.

For & on behalf of the Board of Directors

Ahsan Jamil (Chief Executive Officer)

Karachi, Dated:August 24, 2006

# EcoPack Ltc

#### Manufacturers of Quality PET Bottles and Preforms

### Annual Report 2006

#### NOTES TO THE ACCOUNTS FOR THE YEAR ENDED JUNE 30, 2006

#### I. Status and nature of business

The Company was incorporated on August 25, 1991 as a private limited company under the Companies Ordinance, 1984. It was converted as a public limited company on April 29, 1992 and subsequently in March 1994 was listed at Karachi Stock Exchange. The registered office of the Company is situated at F-248, Near Fire Brigade, S.I.T.E., Karachi. The principal activity of the Company is to manufacture and sale of Poly Ethylene Terepthalat (PET) bottles and preforms for beverage and non-beverage industry. The company is the market leader in PET manufacturing for the beverage industry in Pakistan. Its two manufacturing facilities are located in the province of Sindh at Karachi and in the province of N.W.F.P. at Hattar.

#### 2. Summary of significant accounting policies

#### 2.1 Statement of compliance

These financial statements have been prepared in accordance with approved accounting standards as applicable in Pakistan and the requirements of the Companies Ordinance, 1984. Approved accounting standards comprise of such International Accounting Standards as notified under the provisions of the Companies Ordinance, 1984. Wherever, the requirements of the Companies Ordinance, 1984 or directives issued by the Securities & Exchange Commission of Pakistan differ with the requirements of these standards, the requirements of the Companies Ordinance, 1984 or the requirements of the said directives take precedence.

#### 2.2 Accounting convention

These financial statements have been prepared under the historical cost convention, except that certain fixed assets have been included at revalued amounts, certain exchange elements have been incorporated in the cost of the relevant assets and staff retirement benefits have been recognized at values determined by actuary.

#### 2.3 Employees' retirement benefit

The retirement benefits comprises of Gratuity and Provident fund schemes.

#### 2.3.1 Gratuity scheme

The Gratuity scheme is unfunded and covers those permanent employees & management staff of the Company who have completed prescribed qualifying period of service. Provision is made annually to cover obligations under the scheme on the basis of actuarial valuation.

An actuarial valuation of all defined benefit schemes is conducted at the end of every year. The valuation uses the Projected Unit Credit method. Actuarial (unrecognized) gains and losses are amortized over the expected average remaining working lives of employees (note # 6.1).

Past service cost is recognized immediately to the extent that the benefits are already vested. For non-vested benefits past service cost is amortized on the straight line basis over the average period until the amended benefits become vested.

Amounts recognized in the balance sheet represents the present value of defined benefit obligation as adjusted for unrecognized actuarial gains and losses and unrecognized past service cost, if any, and as reduced by the fair value of plan assets. Any assets resulting from the calculation is limited to the unrecognized actuarial losses and unrecognized past service cost plus the present value of available refunds and reduction in future contribution to the plan.

Actuarial gains and losses are recognized as income or expense when the cumulative unrecognized actuarial gains or losses for each individual plan exceeds 10% of the higher of (a) the defined obligation and (b) the fair value of plan assets. These gains or losses are recognized over the expected average remaining working lives of the employees participating in the plan.

#### 2.3.2 Provident fund

The Company also operates an approved funded contributory provident fund for its management and non-management employees. Equal monthly contributions are made both by the Company and the employees at the rate of 5% per annum of the basic salary.

#### 2.4 Taxation

#### Current

22

Provision for current taxation is based on the taxable income for the year determined in accordance with the prevailing law for taxation on income. The charge for current tax is calculated using prevailing tax rates. The charge for current tax also includes adjustments for prior years or otherwise considered necessary for such years. The tax charge as calculated above is compared with turnover tax under section 113 of the Income Tax Ordinance, 2001 and whichever is higher is provided in the financial statements.



Manufacturers of Quality PET Bottles and Preforms

#### Deferred

Deferred tax is accounted for using the balance sheet liability method on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax liabilities are generally recognized for all taxable temporary differences and deferred tax assets are recognized to the extent that it is probable that taxable profits will be available against which the deductible temporary differences, unused tax losses and tax credits can be utilized.

Deferred tax is calculated at the rates that are expected to apply to the period when the differences reverses, based on tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax is charged or credited to income.

#### 2.5 Operating fixed assets

**Owned assets** 

These are stated at cost less accumulated depreciation and impairment loss, if any, except for certain fixed assets that are shown at revalued amounts. Depreciation is charged to the profit and loss account applying the straight line method whereby the cost of the asset is written off over its estimated useful life. The rates used are stated in note # 13.1 to the financial statements. Depreciation on additions is charged for the full month in which an asset is put to use and on deletions upto the month immediately proceeding the deletion.

Maintenance and normal repairs are charged to the profit and loss account as and when incurred. Major renewals and improvements are capitalized and the assets so replaced, if any, are retired.

Gains and losses on disposal of assets, if any, are taken to the profit and loss account.

The carrying values of tangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. If any such indication exist and where the carrying values exceed the estimated recoverable amount, the assets or cash generating units are written down to their recoverable amount. The recoverable amount of tangible fixed assets is greater of net selling price and value in use.

Incremental depreciation charged for the period on revalued assets is transferred from surplus on revaluation of fixed assets to retained earnings ( unappropriated profit ) during the current year.

Capital spares having useful life of more than one year are capitalized and accounted for as Property, Plant & Equipment. With effect from the current year, spares of capital nature are capitalized and classified under plant & machinery (refer note # 3.1). These are reflected at cost less depreciation. Had the change not been made, the profit for the year would have been lower by Rs.6.9 million.

#### Leased assets

Assets subject to finance lease are stated at lower of present value of minimum lease payments under the lease agreement and the fair value of the leased assets. The related obligation under the lease are accounted for as liabilities. Depreciation charge is based using rates and method specified in note # 3.1.

The finance charge is calculated at the rate implicit in the lease.

#### 2.6 Capital work-in-progress

Capital work-in-progress is stated at cost. It consists of expenditure incurred and advances made in respect of tangible and intangible assets in the course of their construction and installation. Transfers are made to relevant fixed assets category as and when assets are available for use.

#### 2.7 Intangible assets

Expenditure incurred to acquire software license is capitalized as intangible assets and stated at cost less accumulated amortization and impairment loss, if any. Intangible assets are amortized using the straight line method over a period of three years or license period whichever is lower. Where the carrying amount of an asset exceed its estimated recoverable amount is written down immediately to its recoverable amount.

#### 2.8 Borrowing cost

The borrowing cost incurred for purchase/import of plant and machinery are added to the cost of respective assets till their installation is completed. Other borrowing cost and related charge is charged to profit & loss account as financial charges.

## EcoPack Ltd

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Manufacturers of Quality PET Bottles and Preforms

Annual Report 2006

The capitalization of borrowing costs as part of a qualifying asset commence when expenditure for the asset are being incurred; borrowing costs are being incurred; and activities that are necessary to prepare the asset for its intended use or sale are in progress.

Capitalization of borrowing costs is suspended during extended periods in which active development is interrupted.

Capitalization of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use are complete.

#### 2.9 Stores, spares & loose tools

Stores, spares and loose tools excluding those of capital nature and items in transit are valued at lower of moving average cost and net realizable value. Provision is made for slow moving and obsolete items.

Net realizable value signifies the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Items in transit are valued at cost comprising invoice values plus other charges incurred thereon accumulated to the balance sheet date.

#### 2.10 Stock in trade

Stock of raw and packing material is valued at lower of moving average cost, determined on a first-in first out (FIFO) basis, and net realized value. Items in transit is valued at cost comprising invoice values plus other charges incurred thereon accumulated to the balance sheet date. Stocks of semi-finished and finished products is valued at lower of cost, determined on average basis, and net realizable value. Cost in relation to semi-finished and finished products represents cost of raw materials plus an appropriate allocation of manufacturing overheads. Cost in respect of semi-finished items is adjusted to an appropriate stage of processing.

Net realizable value signifies the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

#### 2.11 Trade debts

These are recognized and carried at original invoice amount less an allowance for uncollectible amounts. An estimate for doubtful debts is made when collection of the full amount is no longer probable. Debts considered irrecoverable are written-off when identified.

#### 2.12 Cash and cash equivalents

Cash in hand and at books, short term bank deposits and short term running finances, if any, are carried at cost. For the purpose of cash flow statement, cash and cash equivalents consists of cash in hand and deposit in banks, net of short term running finances ( if any ) that are highly liquid in nature and are readily convertible into known amounts of cash.

#### 2.13 Foreign currency translation

Translations in foreign currencies into reporting currency is made at the rates of exchange prevailing on the date of transactions. Monetary assets and liabilities denominated in foreign currencies are translated into reporting currency equivalents using yearend spot foreign exchange rates. Non-monetary assets are translated using exchange rates that exists when the values are determined. Exchange differences on foreign currency translations is included in income currently.

#### 2.14 Financial Instruments

All the financial assets and financial liabilities are recognized at the time when the Company becomes a party to the contractual provisions of the instrument. All the financial assets are derecognized at the time when the Company loses control of the contractual rights that comprise the financial assets. All financial liabilities are derecognized at the time when they are extinguished that is, when the obligation specified in the contract is discharged, cancelled, or expires. Any gains or losses on derecognizion of the financial assets and financial liabilities are taken to profit and loss account currently.

#### 2.15 Offsetting of financial assets and financial liabilities

A financial asset and a financial liability is offset and the net amount is reported in the balance sheet if the Company has a legally enforceable right to set of the recognized amounts and intends either to settle on a net basis or to realize the asset and settle liability simultaneously.

#### 2.16 Provisions

A provision is recognized when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation (and a reliable estimate can be made of the amount of the obligation).

#### 2.17 Revenue recognition

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

Sales are recorded on dispatch of products to the customers.

Dividend income on equity investment is recognized when the Company's right to receive the payment has been established. Handling, storage and other services income and return on deposits is recognized on accrual basis.

#### 2.18 Related party transactions

The transactions between the Company and related parties are carried out on an arm's length basis and the relevant rates are determined in accordance with the Comparable Uncontrolled Price Method.

			JUNE 30,	JUNE 30,
			2006	2005
			(Rupee	s in '000)
3.	Property, Plant & Equipment			
	Operating Property, Plant & Equipment	3.1	824,126	571,995
	Capital Work-in-progress	3.6	9,347	128,177
			833,473	700,172

# EcoPack Ltd Manufacturers of Quality PET Bottles and Preforms

## Annual Report 2006

Futular         Astr         Interrunde         Astr         Interrunde         Astr         Method         Jame         Method         Method </th <th></th> <th>000</th> <th>ST AND R</th> <th>COST AND REVALUATIO</th> <th>z</th> <th></th> <th></th> <th></th> <th>DEI</th> <th>PRECIATIO</th> <th>NO</th> <th></th> <th>Written Down</th>		000	ST AND R	COST AND REVALUATIO	z				DEI	PRECIATIO	NO		Written Down
$ \begin{array}{c ccccccccccccccccccccccccccccccccccc$	Particulars	As at I-Jul-05	Inter transfer	Additions / (Deletions) / (Adjustment)	As on 30-Jun-06	Rate %	METHOD	As at I-Jul-05	Additions / (Deletions) / (Adjustment)	Inter transfer	For the year	As on 30-Jun-06	Value as at 30-Jun-06
$ \begin{array}{c ccccccccccccccccccccccccccccccccccc$	OWNED												
1     1 <td< td=""><td></td><td>3,525</td><td>ŗ</td><td>- 1375</td><td>3,525</td><td>- 20%</td><td></td><td>4 97  </td><td>- -</td><td>ı</td><td>- 184</td><td>- 4 IFF</td><td>3,525</td></td<>		3,525	ŗ	- 1375	3,525	- 20%		4 97	- -	ı	- 184	- 4 IFF	3,525
<ul> <li></li></ul>	FACTORY ROAD	769		2	769	%0I	NDV	500	4 -	i 1	27	526	5, 12
	PIPING WORK	7,207	ı	2,778	9,986	%0	VDV	2,033	257	ı	774	2,808	7,17
1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1       1     1     1 <td></td> <td>13,459</td> <td>•</td> <td>7 2,109</td> <td>25,568</td> <td>%0</td> <td></td> <td>4,527</td> <td>1,199</td> <td>•</td> <td>2,092</td> <td>6,619</td> <td>18,949</td>		13,459	•	7 2,109	25,568	%0		4,527	1,199	•	2,092	6,619	18,949
825         (1,00)         138,66         5%         VDV         2.755         (1,21)         5,9         6,66           7         1396         138,66         5%         87LNE         46,994         7.75         1         5,9         6,66           7         1996         10,592         20%         VDV         5,01         2,89         7.25         4,697         5%         57LNE         4,699         7.75         4,798         559         559         550         559         559         550         559         559         559         559         559         559         559         559         559         550         559         559         550         572         211         276         723         573         3713         2713         2459         569         575         371         276         599         559         576         575         576         575         576 <td< td=""><td>FURNITURE &amp; FIXTURE</td><td>3,197</td><td>1</td><td>879</td><td>4,077</td><td>80</td><td>NDV</td><td>,044</td><td>65</td><td>ı</td><td>280</td><td>1,324</td><td>2,7</td></td<>	FURNITURE & FIXTURE	3,197	1	879	4,077	80	NDV	,044	65	ı	280	1,324	2,7
1     1396     5%     511NE     4,694     (1,27)     278     7       1     13996     13996     23945     5%     WDV     6081     28     4,178       1     1     13996     13966     5%     WDV     6081     28     4,178       1     1     13966     5%     TLNE     12.667     261     26       1     1     12.050     5%     STLNE     12.667     261     265       1     1     12.051     5%     STLNE     12.667     261     265       1     1     103.53     3712     3712     2459     36       1     1     103.53     3712     3712     2459     36       1     1     103     10%     WDV     541     138     611       1     1     1     1     2     138     611     452       1     1     1     1     2     138     611     452       1     1     1     1     2     138     611     452       1     1     1     1     2     138     611     452       1     1     1     1     2     13649 <td< td=""><td></td><td>4,622</td><td>825</td><td>233</td><td>4,071</td><td>20%</td><td>MDV</td><td>2,755</td><td></td><td>-</td><td>382</td><td>3,137</td><td>I,6</td></td<>		4,622	825	233	4,071	20%	MDV	2,755		-	382	3,137	I,6
13998     29945     5%     WDV     9,371     2,87     -     4,78        9,75     49,67     5%     57LNE     12,66     2,61     2     2,52        9,75     49,67     5%     57LNE     12,65     2,61     2     2,55        1,145     669,326     5%     57LNE     12,65     2,61     2     2,65        1,252     9,302     5%     57LNE     10,323     3,712     2     2,457        1,522     7222     5%     57LNE     10,323     3,712     2     2,457        1,539     10%     WDV     5,49     5,73     3,012     2,457        1,339     10%     WDV     5,41     2,33     3,712        1,339     10%     WDV     5,43     5,49     4,5069        1,372     10,087/6     20%     WDV     2,41     2,50        1,339     10,087/6     20%     WDV     2,641     2,643        1,372     1,0087/6     20%     WDV     2,641     2,649        1,356     20     2,50     2,53     2,643 </td <td></td> <td>38,666</td> <td>1 1</td> <td>(ono'l)</td> <td>138,666</td> <td>5%</td> <td>ST.LINE</td> <td>46,984</td> <td>(/F2(I) -</td> <td>-</td> <td>6,966</td> <td>53,950</td> <td>84,7</td>		38,666	1 1	(ono'l)	138,666	5%	ST.LINE	46,984	(/F2(I) -	-	6,966	53,950	84,7
1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1     1     1       1     1     1     1     1     1     1     1 <td></td> <td>15,947 8 901</td> <td>I</td> <td>13,998</td> <td>29,945</td> <td>5% 20%</td> <td></td> <td>9,37   6 08  </td> <td>2,787 58</td> <td>I</td> <td>4,178 552</td> <td>13,549 6 6 3 3</td> <td>16,396 3 959</td>		15,947 8 901	I	13,998	29,945	5% 20%		9,37   6 08	2,787 58	I	4,178 552	13,549 6 6 3 3	16,396 3 959
	PLANT & MACHINERY:				740,01	%N7		0,00	or -		700	0,000	, c, c
	LOCAL	41,070	ŗ	9,776	49,697	5%	ST.LINE	12,667	261	ı	2,050	14,717	35,206
<ul> <li></li></ul>	- IMPORTED	453.451		(1,149) 232.845	669.326	5%	STLINE	03.253	(226) 3.712		24.579	(226) 127.832	543.666
·       7222       7222       930       010       WDV       138       ·       011         ·       ·       ·       ·       ·       ·       ·       ·       ·       01       01         ·       ·       ·       ·       ·       ·       ·       ·       ·       ·       01		1		(16,970)				I	(2,172)		1	(2,172)	
$ \begin{array}{cccccccccccccccccccccccccccccccccccc$	- CAPITAL SPARES	7 42	ı	7,222	7,222	5%	ST.LINE	- 102	301	ı	301	301	6,92 I
$ \begin{array}{cccccccccccccccccccccccccccccccccccc$		430		-	430	%0I		4,730 183			25	2,347 208	0,0 2
$ \begin{array}{c ccccccccccccccccccccccccccccccccccc$	WEIGHING SCALE	1,535	1	4	1,539	%01	VDV	542	0	ı	452	994	S
$ \begin{array}{c ccccccccccccccccccccccccccccccccccc$	WATER TANK	- 12		4 -	23	%0	MDV		2	ı	m	5	
$ \begin{array}{cccccccccccccccccccccccccccccccccccc$	Sub Total	719,678	825 -	308,021 (19,728)	1,008,796			198,805	9,642 (3,644)	549	45,069	243,874 (3,095)	768,017
8,338         16,368         20%         WDV         2,651         648          1,763                       1,763 <t< td=""><td>LEASED</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></t<>	LEASED												
(a22)         :         35.6         5% 5%         STLINE STLINE         :         :         (347)         :         (347)         :         <	VEHICLES	8,256	- 00	8,938	16,368	20%	VDV	2,651	648		1,763	4,414	12,503
-         7,588         5% 4.806         5% 5% 5% 5% 57.LINE         57.LINE 40         63         -         -         316         336           -         -         -         4.806         5% 5%         57.LINE         40         -         -         1,250           -         -         30,000         5%         57.LINE         250         -         -         1,250           -         316,958         1,071,064         >         >         3,033         648         (549)         3,676           -         1(19,728)         1,071,064         >          201,838         10,290         -         48,744           -         1(19,728)         773,834         773,834         773,834         3,644)         -         -         48,744           2006         2005         200         -         16,7031         -         -         36,649         - <td>GENERATOR</td> <td>3,506</td> <td>-</td> <td></td> <td>3,506</td> <td>5%</td> <td>ST.LINE</td> <td><u>-</u> 29</td> <td></td> <td>- -</td> <td>- 146</td> <td>(4+c) 175</td> <td>3,3</td>	GENERATOR	3,506	-		3,506	5%	ST.LINE	<u>-</u> 29		- -	- 146	(4+c) 175	3,3
-       -       4,806       5%       57LINE       40       -       200         -       -       -       30,000       5%       57LINE       250       -       1,250         -       -       -       30,000       5%       57LINE       250       -       -       1,250         -       -       -       3,033       648       (549)       3,676       3,676         -       -       -       -       -       20,838       10,290       -       48,744         -       -       -       -       20,838       10,290       -       48,744         -       -       -       -       20,838       10,290       -       48,744         -       -       -       -       -       -       -       48,744         -       -       -       -       -       -       -       -         -       -       -       -       -       -       -       -         -       -       -       -       -       -       -       -       -         -       -       -       -       -       -       -	CHILLER	7,588			7,588	5%	<b>ST.LINE</b>	63	ı		316	379	7,2
-         -         30,000         5%         STLINE         250         -         -         1,250           (825)         8.938         62.268         v         3.033         648         (549)         3.676           (825)         316,958         1,071,064         v         201,838         10,290         -         48,744           -         165,694         773,834         v         201,838         10,290         -         48,744           2006         205         v         v         167,031         -         -         36,649           46,307         34,816         v         v         v         167,031         -         -         -         36,649           2005         205         v         v         v         0         -         -         -         146,701           46,307         34,816         v         v         -         <		4,806	1	,	4,806	5%	ST.LINE	40	I	ı	200	240	4,565
(825)         8,938         6.2,268         3,033         6.48         (549)         3,676           -         316,958         1,071,064         201,838         10,290         -         48,744           -         (19,728)         1,071,064         201,838         10,290         -         48,744           -         (19,728)         773,834         167,031         -         36,649         36,649           -         165,694         773,834         167,031         -         36,649         36,649           2006         2005         2005         -         -         36,649         36,649           48,744         34816         -         167,031         -         -         36,649           2005         2005         2005         -         -         -         36,649           48,744         34816         -		30,000		I	30,000	5%	ST.LINE	250		·	1,250	1,500	28,500
-         316,958         1,071,064         201,838         10,290         -         48,744           -         (19,728)         1,071,064         773,834         773,834         35,649         36,649           -         (165,694         773,834         773,834         167,031         -         48,744           2         (35,525)         (35,525)         773,834         167,031         -         36,649           2         (35,525)         73,834         167,031         -         -         36,649           2         2006         2005         2005         -         -         -         -           46,307         34,816         -         -         -         -         -         -           48,744         36,649         -         -         -         -         -         -	Sub Total	54,156	(825)	8,938	62,268			3,033	648	(549)	3,676	6,160	56,108
-         165,694         773,834         167,031         -         -         36,649           2006         2005         2005         34,816         -         36,649         1           46,307         34,816         -         1,832         -         -         36,649           48,744         36,649         -         -         -         -         -         -         36,649	RUPEES 2006	773,834	1 1	316,958 (19,728)	1,071,064			201,838	10,290 (3,644)	1	48,744	250,034 (3,095)	824,126
2006 46,307 <u>2,437</u> 48,744	RUPEES 2005	643,665	1 1	165,694 (35,525)	773,834			167,031	I	I	36,649	203,679 (1,841)	571,995
46.307 2.437 	ALLOCATION OF DEPR	ECIATION	2006	2005									
48,744	COST OF GOODS SOLD ADMIN. EXPENSE		46,307 2,437	34,816 1,832									
			48,744	36,649									

Manufacturers of Quality PET Bottles and Preforms

- 3.2 The above balances represents the value of operating property, plant and equipment subsequent to revaluation in 1995-96 and 2003-04, which had resulted in a surplus of Rs. 92.52 million and Rs. 141.34 million respectively. The incremental values at the date of revaluation of the revalued operating property, plant and equipment are being depreciated over the remaining useful lives of these assets.
- 3.3 Had there been no revaluation, the net book value of specific classes of Operating Property, Plant and Equipment as at June 30, 2006 would have been as follows :

	2006 (Rupee	2005 s in '000)
	W.D.V.	W.D.V.
Leasehold land	3,525	3,525
Factory building	26,978	6,747
Plant & Machinery		
- Local	35,879	29,102
- Imported	393,388	185,241
Injection mould	49,291	52,641
Blow mould	13,577	3,206
Electrification	18,884	8,919
	541,521	289,380

#### 3.4 Disposal

Particulars	Cost	Accumulated Depreciation	Written Down Value	Sales Proceeds	Gain / (Loss)	Mode of Disposal	Particulars of the Purchaser
				RUPE	E Sir	n '000'	
Vehicle	825	549	276	296	20	Company policy	Mr. Hussain Jamil
Vehicle	783	697	86	244	158	Company policy	Mr. Hussain Jamil
Rupees 2006	1,608	1,247	362	540	178		-
Rupees 2005	35,525	1,841	33,685	33,936	0		-

#### 3.5 Impairment of fixed assets

During the year, the Company recognized impairment loss on some identified items of Plant and Machinery. The recoverable amount of these items has been determined on the basis of their value in use. These assets have been carried at revalued amount, therefore, surplus on revaluation on these assets have also been adjusted accordingly for the total effect of impairment as under:

	Cost	Acc. Dep	Carrying value
		(Rupees in '000	')
Original cost of the impaired asset	30,248	(13,255)	16,993
Effect of revaluation recorded	13,966	(2,398)	11,568
Carrying value as on July 01, 2005			28,561
Impairment adjusted against revaluation:			
Surplus and deferred tax liability	(13,966)	2,398	(11,568)
Impairment loss recognized in profit and loss	(4,154)	-	(4,154)
	(18,120)	2,398	(15,722)
Adjusted carrying value of the assets as on June 30, 2006			12,839
* Break-up of adjustment:			
Impairment loss adjusted against			
Relevant revaluation surplus			7,519
Relevant deferred tax liability			4,049
			11,568

## Eco Pack Ltd Manufacturers of Quality PET Bottles and Preforms

## Annual Report 2006

		JUNE 30,	JUNE 30, JUNE 30, 2006 2005	
			in '000)	
3.6	Capital work in progress Plant & Machinery	2,739	77,591	
	•			
	Electric installation	1,121	11,783	
	Piping work	397	18,384	
	Building and roads	5,090	20,419	
		9,347	128,177	
4.	Longterm security deposits			
	Utilities	I,257	1,257	
	Leasing Companies	6,219	5,637	
	Others	1,399	111	
		8,875	7,005	
5.	Spares and loose tools			
	Stores and Spares	52,327	31,616	
	Loose tools	1,578	1,186	
		53,905	32,801	
	Provision for obsolete store and spares	(600)	-	
		53,304	32,801	
6.	Stock in trade		52,001	
J.	Raw material			
	- In hand	120.005	77 55/	
		120,905	77,556	
	- In bond	-	21,957	
		120,905	99,513	
	Packing material			
	- In hand	7,659	4,200	
	- In bond	-	2,280	
		7,659	6,480	
	Work in process	55,527	27,067	
	Finished goods	46,568	36,167	
		102,094	63,234	
		230,659	169,227	
	Provision for obsolete stocks	(3,688)	-	
		226,971	169,227	
7.	Trade debts - Unsecured considered good			
	Considered good	135,781	102,338	
	Considered good	1,906	-	
		1,708	- 102,338	
	Provision against dates considered doubtful		102,330	
	Provision against debts considered doubtful	(1,906)	-	
~		135,781	102,338	
8.	Loans and advances			
	Considered good:			
	Suppliers	24,514	7,987	
	Employees:			
	- Directors	1,898	22	
	- Employees	1,757	1,314	
	Expenses	3,670	2	
		31,839	9,303	
9.	Short term deposits and prepayments			
	Deposits	914	439	
	Prepayments	984	1,495	
	· [ · / · ·····	1,898	1,934	
10	Other receivables	1,070	1,751	
	Income tax	6,989	6,602	
	Excise duty	101	101	
	Margin and charges on L/C	58	966	
	Sales tax refundable	4,016	4,016	
	Others	23	22	
		11,287	11,707	
11.				
	Cash in hand	23		
			2,027	
	Cash with banks - current account	6,551	2,027	
	Cash with banks - current account Cash with bank - dividend account	472	476	

## <u>EcoPack Ltc</u>

Manufacturers of Quality PET Bottles and Preform

		JUNE 30, 2006	JUNE 30, 2005
		(Rupees	in '000)
12.	Issued, subscribed and paid-up capital		
	Paid in cash		
	4,554,100 ( 2005: 4,554,100) Ordinary shares of Rs. 10/- each	45,541	45,541
	5,708,564 ( 2005 : 5708564 ) Ordinary shares of Rs. 10/- each		
	issued as Right shares	57,086	57,086
	Bonus shares		
	6,149,458 ( 2005: 4,008,746) Ordinary shares of Rs. 10/- each issued as bonus shares	61,495	40,087
		164,121	142,714
3.	Surplus on revaluation of fixed assets		
	Balance as at July 01	124,957	129,181
	Less :Adjustments of impairment in revalued fixed	_	
	assets (refer note 3.5)	(7,519)	-
		117,438	129,181
	Less: Transferred to unappropriated profit on account of incremental		
	deprecation for the year net of deferred tax	(15,114)	(4,225)
		102,324	124,957

#### 14. Longterm loans - Secured

		Askari Commercial Bank Ltd. Te			Tot	tal	
Particular	Term Finance	Term Finance I	Term Finance 2	Term Finance 3	Demand Finance	2006	2005
				Rs. In '0	00'		
Opening Balance	84,330	13,761	66,952	60,000	60,000	285,042	191,905
Obtained during the year	-	-	-	-	133,886	133,886	124,010
Total loan payable	84,330	13,761	66,952	60,000	193,886	418,928	315,915
Paid during the year	(18,000)	(7,861)	(14,000)	(4,800)	-	(44,661)	(30,873)
	66,330	5,900	52,952	55,200	193,886	374,268	285,042
Current portion	(21,000)	(5,900)	(20,000)	(13,200)	(7,500)	(67,600)	(52,167)
Closing balance	45,330	-	32,952	42,000	186,386	306,668	232,876
Significant Term & Condition							
Notes No.	14.1	14.2	14.3	14.4	14.5		

- 14.1 This represents term finance obtained to pay leasing. It carries mark up at a rate based on 12 months average KIBOR plus 2.5% (2005:1.5%) spread floor of 12% (2005:6%)p.a. payable in quarterly installments upto December 2009.
- 14.2 This represents term finance obtained for the repayment of Redeemable capital from Bankers' Equity Ltd. It carries mark up at 12 months average KIBOR plus 2.5% (2005:SBP discount rate) spread floor of 12% (2005:7.5%) p.a., 12 months average KIBOR rate to be reset on 1st of each calendar quarter, payable in three years in quarterly installments from June 2004 to March 2007.
- 14.3 This represents term finance obtained to finance expansion in existing production facilities at Hatter plant. It carries mark up at 12 months average KIBOR plus 2.5% (2005:1.5%) spread floor of 12% (2005:6%) pa., 12 months average KIBOR rate to be reset on 1st of each calendar quarter, payable in five years in quarterly installments from February 2005 to February 2009 with a initial grace period of one year from the date of disbursement.
- 14.4 This represents term finance obtained to finance expansion in existing production facilities at Hatter plant. It carries mark up at 12 months average KIBOR plus 2.5% (2005:1.5%) spread floor of 12% (2005:6%) pa., 12 months average KIBOR rate to be reset on 1st of each calendar quarter, payable in five years in quarterly installments from October 2005 to November 2009 with a initial grace period of one year from the date of disbursement.
- 14.5 This represents demand finance obtained to finance expansion in existing production facilities at Hatter plant. It carries mark up at 3 months KIBOR plus 2.5% (2005:2.5%) with floor of 7% (2005:6.5%) per annum, payable in five years in quarterly installments. No dividend to be declared without permission of bank till demand finance is outstanding.

#### Security :

The above finances are secured as follows :

#### Askari Commercial Bank Ltd. :

- Ist Hypothecation charge ranking pari passu with Prime Bank & HBL ( Prime Bank charge to the extent of Rs. 10 M & HBL Rs. 34 M ) over all present & future current assets of the Company.
- First charge on all present & future fixed assets of the Company.
- First floating charge on undertaking & other property and assets whatsoever ( both present & future ) with 30% margin.
- Personal guarantees of two Directors of the Company.

#### Habib Bank Ltd. :

First charge ranking pari passu over present and future fixed assets.

# EcoPack Ltd Manufacturers of Quality PET Bottles and Preforms

## Annual Report 2006

	JUNE 30,	JUNE 30,
	2006	2005
	(Rupees	in '000)
15. Liability against assets subject to finance lease		1
Opening balance	49,356	2,439
Obtained during the year	8,854	49,996
	58,210	52,435
Paid during the year	(13,985)	(3,080)
	44,224	49,356
Less : Current portion shown under current liabilities 20	(16,531)	(12,850)
	27,693	36,505

The future minimum lease payments and the period in which they become due are :

	20	006	20	005
	Minimum lease payments	Present value	Minimum lease payments	Present value
	(Rupees	in '000)	(Rupees	in '000)
Within one year	20,191	16,531	16,696	I 2,850
After one year but not more than				
five years	29,957	27,693	40,412	36,505
Total minimum lease payments	50,148	44,224	57,108	49,356
Less : Amount representing				
financial charges	(5,923)	-	(7,752)	-
Present value of minimum	44,224	44,224	49,356	49,356
lease payments				
Less : Current portion	(16,531)	(16,531)	(12,850)	(12,850)
	27,693	27,693	36,505	36,505



Manufacturers of Quality PET Bottles and Preforms

#### Finance Lease - Significant terms and conditions

Leasing Company	Principal (Rs. in '000)	Installments Payment	Number of Installments	Commencement date	Implicit rate of finance per annum	Lease Rental (Rs. in '000)
Faysal Bank Ltd.	565	Monthly	60	01st Dec 2001	12.00%	11
Faysal Bank Ltd.	340	Monthly	60	15th Dec 2001	12.00%	7
Faysal Bank Ltd.	599	Monthly	60	01st Jan 2002	12.00%	12
National Dev. Leasing Corp.	590	Monthly	60	31st Dec 2002	14.00%	12
Faysal Bank Ltd.	560	Monthly	60	01st April 2004	7.75%	10
Faysal Bank Ltd.	1,580	Monthly	60	01st July 2004	7.75%	28
Faysal Bank Ltd.	519	Monthly	36	01st Oct 2004	10.00%	15
Faysal Bank Ltd.	355	Monthly	48	01st Oct 2004	10.00%	8
Faysal Bank Ltd.	355	Monthly	48	01st Oct 2004	10.00%	8
Askari Leasing Ltd.	30,000	Monthly	36	01st April 2005	9.50%	864
Atlas Investment Bank	15,900	Quarterly	16	01st May 2005	10.82%	1,114
Habib Bank Ltd.	1,287	Monthly	60	05th May 2005	9.50%	29
Habib Bank Ltd.	2,498	Monthly	36	05th Jun 2006	12.00%	75
Faysal Bank Ltd.	1,309	Monthly	48	01st April 2006	12.74%	31
Faysal Bank Ltd.	464	Monthly	48	01st May 2006	13.00%	11
Faysal Bank Ltd.	459	Monthly	48	01st April 2006	12.74%	11
Faysal Bank Ltd.	427	Monthly	48	01st April 2006	12.74%	10
Habib Bank Ltd.	2,410	Monthly	36	01st Sep 2006	10.74%	63
Faysal Bank Ltd.	1,287	Monthly	60	01st Sep 2006	12.00%	26

The Company intends to exercise the option to purchase the leased assets upon completion of the lease period. No restriction is placed on the Company under the lease arrangements.

1 /	5			
			JUNE 30,	JUNE 30
			2006	2005
			(Rupees	in '000)
<ol> <li>Deferred liability</li> </ol>				1
Staff gratuity		16.1	10,888	8,007
Deferred taxation		16.2	96,977	93,015
			107,865	101,022
16. Reconciliation of pa	yable to defined benefit plan			
Present value of defined be	nefit obligation		18,645	12,174
Net Actuarial Losses not R	ecognized		(7,757)	(4,167)
			10,888	8,007
Movement in net liability re	cognized			
Opening net liability			8,007	6,746
Expense for the year			3,316	1,910
Benefits paid during the yea	r		(435)	(649)
Closing net liability			10,888	8,007
Charge for defined benefit p	blan			
Current service cost			1,853	1,133
Interest cost			1,217	733
Actuarial losses recognized			246	44
			3,316	1,910

These figures are based on the latest actuarial valuation as on June 30, 2006. The valuation uses the projected Unit Credit Method. Actuarial gains and losses are amortized over the expected future service of current members.

The discount rate was taken as 10 percent per annum. Salary inflation was assumed to average 10% per annum over the future working lives of current employees and management.

## EcoPack Ltd Manufacturers of Quality PET Bottles and Preforms

## Annual Report 2006

			JUNE 30,	JUNE 30
			2006	2005
			(Rupees	in '000)
16.2	Deferred Taxation			
	Deferred tax debits arising from :			
	Retirement benefits		(2,390)	(2,802)
	Liability against assets subject to finance lease		(6,079)	(17,274
	Accumulated tax losses		(17,201)	(2,089
			(25,670)	(22,166
	Deferred tax credit arising from :			
	Differences between written down values and			
	tax bases of fixed assets		67,554	47,901
	Total deferred tax liability recognized		41,884	25,735
	Deferred tax liability on revalued assets - net		59,141	67,280
	Deferred tax adjustment on impairment of			
	fixed assets (refer note 3.5).		(4,049)	-
			96,977	93,015
17.	T rade and other payables			
	Trade creditors including bills payables		280,734	192,487
	Accrued & other liabilities		12,787	7,864
			3,523	2,203
	vances from customers deducted at source rkers' profit participation fund 17.1 es tax payable claimed dividend		968	163
		17.1	4,573	2,804
	Sales tax payable		125	6,361
	Unclaimed dividend		472	476
			303,182	212,358
	17.1 Workers' profit participation fund			
	Balance as on I July		2,804	2,213
	Allocation for the year		4,554	2,804
			7,358	5,017
	Mark-up on funds utilized in the Company's			
	business at 12% per annum ( 2005 : 10% )		19	13
			7,377	5,030
	Less : Amount paid on behalf of the Fund		(2,804)	(2,226
	Balance as on 30 June		4,573	2,804
10	Accrued mark-up on loans			
	Long-term finance		6,730	4,603
	Short-term finance		1,594	1,222
	Shore-terminance		8,324	5,825
19	Short term finance and other		0,521	3,023
	CREDIT FACILITIES - Secured			
	Askari Commercial Bank Ltd.			
	-Running finance	9.	21,951	6,634
	-Cash finance	9.	21,751	0,001
	-Local bills purchase	19.1	-	22,951
			21,951	29,585
	Prime Commercial Bank Ltd.		21,757	_,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
	-Running finance	19.2	2,934	I,806
	Habib Bank Limited		2,	.,
	-Running finance	19.3	11,518	10,854
	Citibank N.A.	17.0	11,510	10,001
	-Running finance	19.4	19,334	
	- Import Ioan	19.4	8,495	
			-	
			27,829	
			64,231	42,24

Markup on above facilities:

19.1 6 months average KIBOR plus 2.5% spread p.a., floor 12% p.a.

19.2Mark-up @ 13% per annum19.33 months KIBOR plus 2.5% , floor 7% p.a.

Mark-up rate ranging between 8.5% to 11% per annum 19.4

Securities:

32

These facilities are secured against hypothecation of entire present and future current assets.

Pack I Manufacturers of Quality PET Bottles and Prefo

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			JUNE 30, 2006	JUNE 30, 2005
			(Rupe	es in '000)
20.	Current portion of long term liabilities			
	Current Maturity:			
	Term Finance	14	60,100	44,667
	Demand Finance	14	7,500	7,500
	Lease Finance	15	16,531	12,850
			84,131	65,017
21.	Contingencies and commitments			
	21.1 Commitments			
	Letters of credit		23,072	960

#### 21.2 Contingencies

The Company is contesting a suit filed in the Lahore High Court, Rawalpindi Bench by CIT, Companies Zone Islamabad against the order of Income Tax Appellate Tribunal passed in favor of the Company annulling impugned order of Additional Commissioner of Income Tax dated March 22, 2002 passed under Section 66-A, resulting in tax assessment of Rs.6.695 million. The Company has not made any provision in this respect in view of the legal opinion of its Legal Advisor that the said case is likely to be decided in favor of the Company on legal grounds. No proceeding have yet started in the said matter.

	Tot	tal	Hattar Karachi		achi	
22 Segment information			Rupees	s in '000		
22 Segment mormation	Jul-Jun 2006	Jul-Jun 2005	ul- un 2006	ul- un 2005	Jul-Jun 2006	Jul-lup 2005
Sales	Jul-Juli 2000	Jul-Juli 2005	Jui-Juii 2000	Jui-Juii 2005	Jui-Juii 2000	Jul-Juli 2005
Gross sales - others	1,341,811	865,856	1,116,234	722,603	226,254	143,253
Intersegment	-	-	65,338	90,907	-	-
	1,341,811	865,856	1,181,572	813,510	226,254	143,253
Less : Sales discount	2,578	971	2,578	971	-	I
Sales tax - others	175,040	112,939	145,531	94,253	29,509	18,686
Sales tax - intersegment	-	-	-	11,857	-	-
Sales Commission	1,237	-	1,237	-	-	-
Sales return	389	758	382	758	7	-
	179,244	114,668	149,728	107,839	29,516	18,687
	1,162,567	751,188	1,031,844	705,671	196,738	124,566
Less:						
Cost of goods sold 23	920,083	595,997	810,884	563,326	175,204	111,721
Gross profit /(loss)	242,484	155,191	220,960	142,346	21,534	12,846
Operating expenses:						
Administration 24	39,315	30,161	32,662	25,160	6,653	5,001
Selling & distribution 25	53,920	34,342	43,685	28,263	10,235	6,078
	93,235	64,503	76,347	53,423	l 6,888	11,080
Operating profit / (loss)	149,248	90,688	144,613	88,923	4,645	1,765
Segment assets	I,249,530	1,004,694	1,095,290	877,326	154,240	127,369
Unallocated assets	53,899	32,309				
	I,303,428	1,037,003				
Segment liabilities	290,305	174,122	280,734	169,937	9,571	4,185
Unallocated liabilities	611,789	525,472				
	902,094	699,594				
Capital expenditure	316,958	80,811	309,195	78,777	7,763	2,035
Depreciation	48,744	36,649	43,158	32,919	5,586	3,729

Note:

Inter-segment sales have been eliminated from total.

Inter-segment business is recorded at cost including sales tax.

# EcoPack Ltd

## Annual Report 2006

of Quality PET Bottles and Preforms 23 Cost of goods sold

Cost of goods sold	JUNE 30,	JUNE 30
	2006	2005
	(Rupees	in '000)
Raw material consumed	(	
Opening stock	99,513	58,124
Purchases	719,532	494,890
	719,532	494,890
	819,045	553,013
Closing stock	(119,165)	(99,513
Raw material consumed	699,880	453,501
Provision for obsolete stocks	3,678	-
Packing material consumed	40,806	28,164
Salaries, wages & other benefits (23.1)	49,719	30,784
Travelling & conveyance	1,669	1,715
Professional charges	590	983
Vehicle repair & maintenance	4,336	2,541
Rent, rate & taxes	8,252	6,050
Repair & maintenance	6,523	3,835
Telephone	1,547	I,359
Printing, postage & stationery	910	768
Entertainment	959	522
Advertisement	110	58
Insurance	2,035	2,185
Medical	602	398
Electricity, gas & water	66,755	51,066
Freight, octroi & toll tax	2,116	1,101
Depreciation	46,307	34,816
Transportation factory workers	3,002	1,984
Consumable store	19,379	21,496
Lab tests	1,070	17
Courses & seminars fee	377	435
Miscellaneous	52	Ľ
	960,673	643,794
	-	-
Work in process	-	-
Opening	27,067	6,334
Closing	(57,257)	(27,067
	(30,190)	(20,733)
Cost of goods manufactured	930,483	623,061
Finished goods		
Opening	36,167	9,103
Closing	(46,567)	(36,167
	(10,400)	(27,064)
Cost of goods sold	920,083	595,997

23.1 Salaries & wages includes Rs. 2,848,527 (2005 : Rs.1,093,557 ) in respect of staff retirement benefit.

#### 24 Administration expenses

		JUNE 30,	JUNE 30,
		2006	2005
		(Rupees	in '000)
Director's salary & other benefits	(24.1)	10,877	7,090
Directors' meeting fee		225	150
Staff salaries & other benefits		10,631	7,512
Ex-Gratia			247
Rent, rate & taxes		I,053	I,004
Electricity, gas & water		296	230
Entertainment		654	287
Travelling & conveyance		2,534	2,078
Vehicle running & maintenance		2,264	1,369
Repair & maintenance		381	202
Communications		1,699	I,585
Legal & professional		2,799	3,294
Auditors' remuneration	(24.2)	355	315
Advertisement	· · ·	212	321
Medical		1,413	802
Insurance		60	81
Printing & stationery		791	943
Depreciation		2,437	1,832
Books, newspaper and periodicals		20	31
Courses, seminar & subscrption		213	158
Donation & others	(24.3)	400	500
		39,315	30,033

EcoPack Ltd

24.1 Directors' remuneration includes Rs. 952,716 (2005 : Rs.956,218) and Salaries & wages includes Rs. 674,314 (2005:Rs 461,513) in respect of staff retirement benefit.

24.2	Auditors Remuneration		
	Audit fee	240	200
	Fee for review of half yearly accounts	50	50
	Other advisory services	60	60
	Out of pocket expenses	05	05
		355	315

24.3 The Directors and their spouses have no interest in the donee fund.

24.4 Admistration expenses are allocated on the basis of the net sales value of each segment.

#### 25 Selling & distribution

Staff salaries & other benefits	(25.1)	3,357	1,934
Office rent		548	399
Electricity, water & gas		99	34
Entertainment		28	21
Travelling & conveyance		534	273
Repair & maintenance		49	52
Vehicle running & maintenance		553	451
Commuinications		436	447
Insurance		15	19
Printing & stationery		10	33
Carriage & freight outward		45,483	30,595
Medical		55	80
Books & periodicals		7	3
Provision for doubtful debts		1,906	128
Bad Debt written off		839	-
		53,920	34.470

25.1 Salaries & wages includes Rs.191,594 (2005 : Rs.120,829) in respect of staff retirement benefit.

25.2 Selling expenses are allocated on the basis of the net sales value of each segment.

## EcoPack Ltd

#### Manufacturers of Quality

## Annual Report 2006

		JUNE 30,	<b>JUNE 30</b>
		2006	2005
26.	Financial charges	(Rupees	in '000)
	Mark-up on;		,
	- Long-term loan	29,832	15,167
	- Short-term loan	5,732	3,230
	- Lease finance	4,310	1,278
		39,875	19,675
	Bank charges- Usance letters of credit	15,824	11,248
	Bank charges	I,674	1,681
		57,373	32,604
27.	Other charges		
	Impairment loss on fixed assets (refer note 3.5)	4,154	-
	Exchange loss	14	5,476
		4,168	5,476
28.	Other income		
	Income from sale of scrap	3,178	1,305
	Pre-operating income	9	-
	Reversal of liability	-	1,927
	Gain on disposal of fixed asset	178	238
		3,365	3,470
29.	Taxation		,
	For the year		
	Current	5,834	3,765
	Deferred	16,150	21,903
		21,984	25,667
	29.1 Relationship between tax expense and accounting profit		
	Profit before tax	86,519	53.275
	Expenses that are (admissible) / inadmissible		
	in determining taxable profit	(164,159)	(36,202)
	Taxable income/(loss)	(77,640)	17,072
	Less: Carry forward losses	(724)	(23,040)
	Taxable income/(loss)	(78,364)	(5,968)
	Tax charge for the current year/minimum tax	5,834	3,765
	Deferred tax adjustment	16,150	21,903
		21,984	25.667

#### Current

The assessment of the Company have been finalized upto and including the tax year 2005. Assessed loss available to the Company to be carried forward amounted to Rs. 724,025 at the end of the tax year 2005.

#### 30. Earning per share - basic & diluted

Profit after tax	64,535	27,607
Number of shares	16,412	14,271
Earning per share (2005 : restated from Rs.2.15 per share)	3.93	I.78

#### 31. Remuneration of Chief Executive, Directors and Executives

	Chief E	Chief Executive Director			Execu	Executives	
	2006	2005	2006	2005	2006	2005	
	•		Rupees	in '000			
Managerial remuneration	3,573	2,482	3,573	2,482	5,195	1,138	
House allowance & utilities	270	270	270	270	2,857	626	
Servant allowance	214	214	214	214	-	-	
Telephone allowance	180	180	180	180	-	-	
Retirement benefits	476	331	476	331	1	57	
Medical reimbursement	298	125	298	125	79	103	
	5,011	3,602	5,011	3,602	8,132	1,924	
Number of Persons	01	01	01	01	06	-	
The Chief Executive, Director	r and Executive	s are entitled to fre	e use of Comp	any maintained yeh	icles		

Chief Executive, Director and Executives are entitled to free use of Company maintained vehicles.

#### 32. Fair value of financial instruments

Fair value of all financial assets and financial liabilities are estimated to approximate their respective carrying amount.

#### 33. Financial risk management objectives

The company's activities expose it to a variety of financial risks, including the effects of changes in foreign exchange rates, credit and liquidity risk associated with various financial assets and liabilities respectively as referred to in note no. 34. The Company finances its operations through equity and management of working capital with a view to maintaining a reasonable mix between the various sources of finance to minimize risk. Taken as a whole, risk arising from the company's financial instruments is limited as there is no significant exposure to market risk in respect of such instruments.

#### 34. Mark-up rate risk management

Mark-up rate risk arises from the possibility that changes in interest / mark-up rates will effect the value of financial instruments. The Company is monitors its exposure to fluctuation in markup rate and already approached financial institutions for reduction in these rates to balance the effect of any increase in the short term. The following table indicate their effective periods in which they will re-price or mature:

		Rupees in '000				
	Interest be	earing	Non-Interest	Total		
	One month to	One year	bearing	1012	u	
	one year	and onward	bearing	2006	2005	
Financial Assets						
Long Term Deposit	-	-	8,875	8,875	7,444	
Trade Debtors	-	-	135,781	135,781	102,338	
Other Receivables	-	-	23	23	22	
Cash and Bank	-	-	7,046	7,046	2,515	
	-		151,725	151,725	112,319	
Financial Liabilities						
Long term loan	67,600	306,668	-	374,268	285,042	
Lease finance	16,531	27,693	-	44,224	49,356	
Short term finance	64,231	-	-	64,231	42,245	
Trade & other payables	4,573	-	298,484	303,057	205,997	
Accrued mark-up on loans	-	-	8,324	8,324	5,825	
	152,935	334,361	306,808	794,104	588,465	
Balance sheet gap	(152,935)	(334,361)	(155,083)	(642,379)	(476,145)	
			Rate of Inte	erest		

Lease finance	Refer Note # 14
Long-term loan	Refer Note # 15
Trade & other payables	Refer Note # 17.1
Short-term finance	Refer Note # 19

#### 35. Credit risk management

Credit risk represents the accounting loss that would be recognized at the reporting date if counter parties fail completely to perform as contracted. Out of the total financial assets of Rs.151.725 million (2005: Rs112.319 million) the financial assets which are subject to credit risk amounted to Rs. 135.781 million (2005: Rs. 102.338 million). The Company is exposed to major concentration of credit risk. To manage exposure to credit risk the Company applies restrictive credit period for its major customers. Deposits with leasing companies are guaranteed by assets acquired against them.

#### 36. Liquidity risk management

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facility. Company treasury aims at maintaining flexibility in funding by keeping committed credit line available.

#### 37. Foreign exchange risk management

Foreign currency risk arises mainly where receivables and payables exist due to transactions entered into foreign currencies. The Company exposed to foreign currency risk on purchases and import of machinery that are entered in a currency other than local currency. The risk is not considered to be material in view of the amount of the transaction and relative stability of Pak. rupees in exchange market. Quantities in 000'

## EcoPack Ltd

Manufacturers of Quality PET Bottles and Preforms

JUNE 30, JUNE 30,

#### 38. Plant capacity and actual production

	2006	2005
	(Rupees	in '000)
Hattar Plant		
100% plant capacity at 250 days (3 shifts)- No. of bottles	163,750	110,700
Actual production - Number of bottles	138,734	81,475
Utilization	85%	74%
Karachi Plant		
100% plant capacity at 250 days (3 shifts)-Number of bottles	32,400	23,700
Actual production - Number of bottles	27,253	16,560
Utilization	84%	70%

#### 38.1 Reasons for under utilization of capacity

The under utilization of capacity is attributable to usual fall in demand for bottles during the off season winter period.

#### 39. Number of employees

Total number of employees as at year end were 285 (2005: 264).

#### 40. Transactions with related parties

During the year, vehicles have been sold to Executive Director for Rs.540,000 on arms length basis (refer note 3.4).

#### 41. Cash and cash equivalents

Cash and bank balances	7,046	2,515
Short term finances	(64,231)	(42,245)
	(57,185)	(39,730)

#### 42. Non adjusting events after balance sheet date

The Board of Directors have proposed a Bonus Shares @ 40 % for the year ended June 30, 2006 at their meeting held on August 24, 2006 for approval of members at the Annual General Meeting to be held on September 30, 2006.

#### 43. Date of authorization for issue

These financial statements have been authorized for issue on August 24, 2006 by the Board of Directors of the Company.

#### 44. General

- \_ Figures have been rounded- off to the nearest thousand of rupees.
- Corresponding figures have been re-arranged, wherever necessary, for the purposes of comparison significant re-arrangement is as follows:
- \_ The above figures have been re-arranged as the re-classification made is considered more appropriate for the purposes of presentation.

Hussain Jamil (Chairman) Ahsan Jamil (Chief Executive Officer)

Manufacturers of Quality PET Bottles and Preforms

EcoPack Ltd

#### PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED JUNE 30, 2006

Earnings per share - basic & diluted	30	3.93	1.78
		04,333	27,007
Profit after taxation	29	(21,984) <b>64,535</b>	(25,667) <b>27,607</b>
- Deferred	29	(16,150)	(21,903)
Taxation - Current		(5,834)	(3,765)
Profit before taxation		86,519	53,275
		04 510	F2 07F
Workers' profit participation fund		(4,554)	(2,804)
		91,072	56,078
		(58,176)	(34,610)
Other income	28	3,365	3,470
Other charges	27	(4,168)	(5,476)
Financial charges	26	(57,373)	(32,604)
Operating profit		149,248	90,688
		(,)	()
		(93,235)	(64,503)
Selling & Distribution	25	(53,920)	(34,470)
Administration	24	(39,315)	(30,033)
Operating expenses			
Gross profit		242,484	155,191
Cost of goods sold	23	(920,083)	(595,997)
Net sales	22	1,162,567	751,188
	NOTE	( Rupee	s in '000 )
		2006	2005
		JUNE 30,	JUNE 30,

The annexed notes form an integral part of these financial statements

Hussain Jamil (Chairman) Ahsan Jamil (Chief Executive Officer)

# Eco Pack Ltd

### Annual Report 2006

#### REVIEW REPORT TO THE MEMBERS ON STATEMENT OF COMPALIANCE WITH BEST PRACTICES OF CODE OF CORPORATE GOVERNANCE

We have reviewed the Statement of Compliance with the best practices contained in the Code of Corporate Governance prepared by the Board of Directors of Ecopack Limited to comply with the Listing Regulation No. 37 of the Karachi Stock Exchange (Guarantee) Limited, where the Company is listed.

The responsibility for compliance with the Code of Corporate Governance is that of the Board of Directors of the Company. Our responsibility is to review, to the extent where such compliance can be objectively verified, whether the Statement of Compliance reflects the status of the Company's compliance with the provisions of the Code of Corporate Governance and report if it does not. A review is limited primarily to inquiries of the Company personnel and review of various documents prepared by the Company to comply with the Code.

As part of the audit of financial statements we are required to obtain an understanding of the accounting and internal control systems sufficient to plan the audit and develop an effective audit approach. We have not carried out any special review of the internal control system to enable us to express an opinion as to whether the Boards' statement on internal control covers all controls and the effectiveness of such internal controls

Based on our review, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the best practices contained in the Code of Corporate Governance as applicable for the year ended on June 30, 2006.

Karachi, Dated:August 24, 2006 KHALID MAJID RAHMAN SARFARAZ RAHIM IQBAL RAFIQ Chartered Accountants

## EcoPack Ltd Manufacturers of Quality PET Bottles and Preforms

## Annual Report 2006

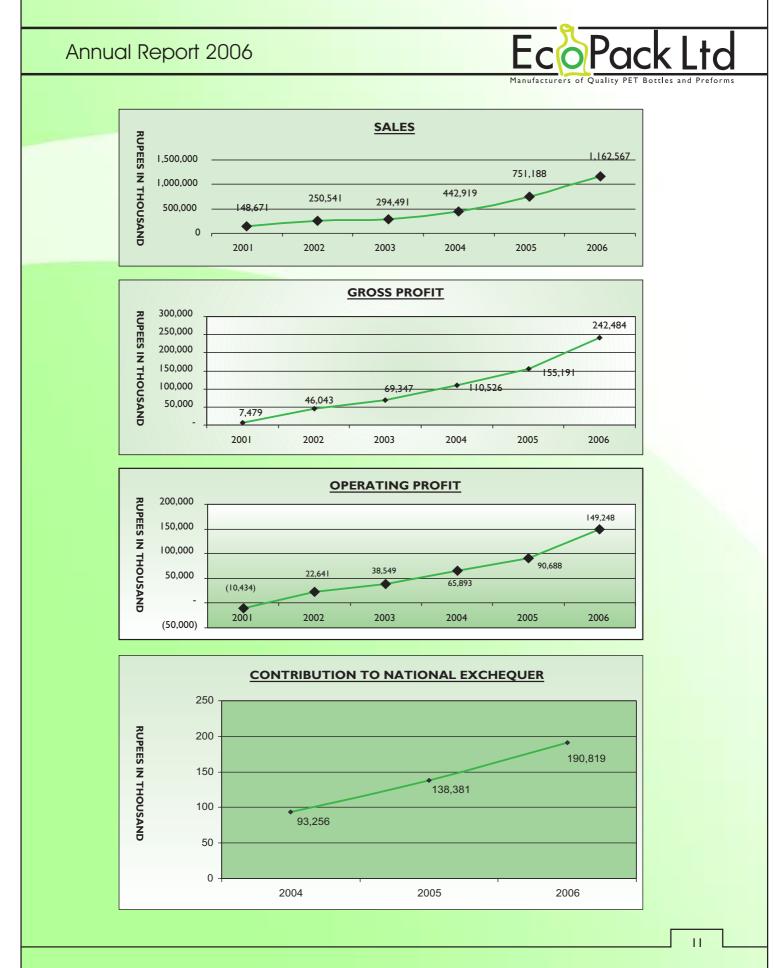
SIX YEARS AT A GLANCE

Annexu	ire	"A"
(Rupees	in	(000)

Profit & Loss:	2006	2005	2004	2003	2002	2001
Sales	1,162,5 <mark>6</mark> 7	751,188	442,919	294,491	250,541	148,671
Cost of sales	920,083	595,997	332,393	225,144	204,498	141,192
Gross Profit	242,4 <mark>8</mark> 4	155,191	110,526	69,347	46,043	7,479
Operating expenses	93,235	64,503	44,634	30,798	23,402	17,914
Operatig profit	149,248	90,688	65,893	38,549	22,641	(10,434)
Other income/ (charges)	(803)	(2,006)	(2,139)	948	(315)	(54)
Financial charges	57,373	32,604	19,502	33,805	40,436	18,876
Profit / (Loss) before taxation	86,519	53,275	42,040	5,407	(18,110)	(29,364)
Unusual item	-	-	21,473	-	-	-
Taxation	21,984	25,667	5,35 I	2,420	1,083	188
Profit / (Loss) after taxation	64,535	27,607	58,162	2,987	(19,192)	(29,552)
Dividend	-	-	5,709	-	-	-
Bonus shares	65,648	21,407	28,543	-	-	-

Balance Sheet:						
Shareholder's equity	402,545	337,391	256,132	104,000	123,685	142,878
Financing facilities	334,361	269,381	242,525	110,417	111,578	144,561
Fixed assets (net of depreciation)	824,126	571,995	476,635	279,079	295,110	196,089
Current Assets	468,126	329,387	184,986	110,730	98,935	77,620
Current Liability	465,703	329,210	179,154	150,524	163,506	93,550

Key Financial Ratios:						
Gross profit	21%	21%	25%	24%	18%	5%
Operating profit	13%	12%	15%	13%	9%	-7%
Profit before tax to net sales	7%	7%	<b>9</b> %	2%	-7%	-20%
Return on capital employed	12%	<b>9</b> %	9%	2%	-8%	-10%
Inventory turnover (times)	5	8	7	6	5	4
Fixed assets turnover (times)	1.41	1.31	0.93	1.06	0.85	0.76
Debt equity ratio	45 : 55	44 : 56	49 : 51	52 : 48	47 : 53	50 : 50
Current ratio	1.01	1.00	1.03	0.73	0.6	0.83
Earnings per share	3.93	2.15	5.11	0.52	(3.36)	(5.18)



EcoPack Ltd Manufacturers of Quality PET Bottles and Preforms

#### STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED JUNE 30, 2006

	Share Capital	Unappropriated Profit (Restated)	Total	
	(Rupees in '000)			
Balance as on July 01, 2004	57,086	35,613	92,699	
Effect of change in accounting policy				
Final cash dividend @ 10%	-	5,709	5,709	
Issue of Bonus shares @ 50%	-	28,543	28,543	
Balance as at June 30, 2004 restated	57,086	69,864	126,950	
Final cash dividend @ 10%	-	(5,709)	(5,709)	
Issue of Bonus shares @ 50%	28,543	(28,543)	-	
Issue of rights shares @ 100%	57,086	-	57,086	
Net profit for the year ended June 30, 2005	-	27,607	27,607	
Transfer from surplus on revaluation of fixed assets, current year -				
net of deferred tax	-	6,499	6,499	
Balance as at July 01, 2005	142,714	69,720	212,434	
Issue of Bonus shares @ 15%	21,407	(21,407)	-	
Net Profit for the year ended June 30, 2006	-	64,535	64,535	
Transfer from surplus on revaluation of fixed assets, current period -				
net of deferred tax	-	23,252	23,252	
Balance as at June 30, 2006	164,121	136,099	300,221	

The annexed notes form an integral part of these financial statements

Hussain Jamil (Chairman) Ahsan Jamil (Chief Executive Officer)

#### STATEMENT OF COMPLIANCE WITH THE CODE OF CORPORATE GOVERNANCE

For the year ended June 30, 2006

This statement is being presented to comply with the Code of Corporate Governance contained in Regulation No. 37 of listing regulations of Karachi Stock Exchange Guarantee Limited for the purpose of establishing a framework of good governance, whereby a listed company is managed in compliance with the best practices of corporate governance.

The Company has applied the principles contained in the Code in the following manner:

- I. The Company encourages representation of independent non-executive directors and directors representing minority interests on its Board of Directors. At present the Board includes five non-executive directors.
- 2. The directors have confirmed that none of them is serving as a director in more than ten listed companies, including this Company.
- 3. All the resident directors of the Company are registered as taxpayers and none of them has defaulted In payment of any loan to a banking company, a DFI or an NBFI or, being a member of a stock exchange, has been declared as a defaulter by that stock exchange.
- 4. No casual vacancy occurred in the Board during the year under review.
- 5. The Company has prepared a 'Statement of Ethics and Business Practices', which has been signed by the directors and all the employees of the Company.
- 6. The Board has developed a vision/mission statement, overall corporate strategy and significant policies of the Company. A complete record of particulars of significant policies along with the dates on which they were approved or amended has been maintained.
- All the powers of the Board have been duly exercised and decisions on material transactions, including appointment and determination of remuneration and terms and conditions of employment of the CEO and other executive directors, have been taken by the Board.
- 8. The meetings of the Board were presided over by the Chairman and, in his absence, by a director elected by the Board for this purpose and the Board met at least once in every quarter. Written notices of the Board meetings, along with agenda and working papers, were circulated at least seven days before the meetings. The minutes of the meetings were appropriately recorded and circulated.
- 9. The Board arranged in-house and external orientation courses for its directors during the year to apprise them of their duties and responsibilities.
- 10. The directors' report for this year has been prepared in compliance with the requirements of the Code and fully describes the salient matters required to be disclosed.
- 11. The financial statements of the Company were duly endorsed by CEO and Financial Controller before approval of the Board.
- 12. The directors, CEO and executives do not hold any interest in the shares of the Company other than that disclosed in the pattern of shareholding.
- 13. The Company has complied with all the corporate and financial reporting requirements of the Code.
- 14. The Board has formed an audit committee. It comprises three members, of whom two are non-executive directors.
- 15. The meetings of the audit committee were held at least once every quarter prior to approval of interim and final results of the Company and as required by the Code. The terms of reference of the committee have been formed and advised to the committee for compliance.

Manufacturers of Quality PET Bottles and Preforms

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- 16. The Board has set-up an effective internal audit department, which is considered suitably qualified and experienced for the purpose and is conversant with the policies and procedures of the Company and is involved in the internal audit function on a full time basis.
- 17. The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the quality control review program of the Institute of Chartered Accountants of Pakistan, that they or any of the partners of the firm, their spouses and minor children do not hold shares of the Company and that the firm and all its partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by Institute of Chartered Accountants of Pakistan.
- 18. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the listing regulations and the auditors have confirmed that they have observed IFAC guidelines in this regard.
- 19. We confirm that all other material principles contained in the Code have been complied with.

Karachi, Dated:August 24, 2006 Ahsan Jamil (Chief Executive Officer)