## Crescent Leasing Corporation Limited

(Report and Accounts for the eighteen months ended June 30, 1996)

#### CONTENTS

Company Information	2
Notice of Meeting	3
Directors' Report	7
Auditors' Report	11
Balance Sheet	12
Profit And Loss Account	14
Statement of Changes in Financial Position	15
Notes to the Accounts	16
Pattern of Shareholding	29
Form of Proxy	

#### COMPANY INFORMATION

BOARD OF DIRECTORS

Mr. Aftab Ahmed Khan Chairman Mr. Abdul Jabbar Kasim Chief Executive

- Mr. A.K.M. Sayeed Mr. Altaf M. Saleem Mr. Manzurul Haque Mr. Nessar Ahmed
- Mr. Rashid Ahmed
- Mr. Stephen Potter

#### CORPORATE SECRETARY

- Mr. Rashid Sadiq
- Mr. Zaheer A. Sheikh

## AUDITORS

Khalid Majid Husain Rahman & Co. Chartered Accountants

#### LEGAL ADVISORS

Cornelius Lane & Mufti Advocates & Solicitors

#### REGISTERED AND SHARE TRANSFER OFFICE

83-Babar Block, New Garden Town, Lahore. Tel: 042-5881974-75 Fax: 042-5839631

HEAD OFFICE B-801 & 802, 8th Floor Lakson Square, Bldg.# 3, Sarwar Shaheed Road, Karachi. Tel: 021-5661938-48-58 Fax: 021-5661988

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NOTICE OF ANNUAL GENERAL MEETING
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Notice is hereby given that the 9th Annual General Meeting of the shareholders of CRESCENT LEASING CORPORATION LIMITED will be held on Monday, October 21, ;1996 at 1500 hours at Registered Office, 83-Babar Block, New Garden Town, Lahore to transact the following busi ness:

ORDINARY BUSINESS: 1. To confirm the Minutes of the 8th Annual General Meeting held on May 30, 1995.

2. To receive, consider and adopt the audited accounts of the company for the eighteen months period ended June 30, 1996 together with Directors and Auditors Reports thereon.

3. To approve payment of cash dividend. The Directors have recommended the payment of Cash Dividend @ 15% i.e. Rs. 1.50 per share for the period ended June 30, 1996.

4. To appoint Auditors (for the year ending June 30, 1997) and fix their remuneration. The present Auditors M/S Khalid Majid Husain Rahman, Chartered Accountants, retire and being eligible, offer themselves for re-appointment.

## SPECIAL BUSINESS:

5. To consider and if approved pass special resolution for increase in authorised capital of the company from Rs. 200 million to Rs. 300 million.

6. To consider and if approved pass the following resolution as special resolution under section 208 of the Companies Ordinance, 1984.

#### Resolved:

That the company be and is hereby authorised to invest in fully paid up ordinary shares at par value of Rs. 10/- each of the following associated undertaking and its disposal at such time(s) as deemed appropriate: International Housing Finance Limited Rs. 3.125 million Trust Investment Bank Limited Rs. 1.000 million

#### Resolved Further:

That the Chief Executive of the Company be and is hereby authorised to take or cause to be taken any and all actions necessary to purchase the shares and to dispose of the same as deemed appropriate.

## Statement under section 160(1)(b)

#### of the Companies Ordinance, 1984

This statement sets out the material facts concerning the special business to be transacted at the 9th Annual General Meeting of the Company to be held on October 21, 1996.

#### INCREASE IN AUTHORISED CAPITAL:

The present paid-up capital of the company is Rs. 150 million as against authorised capital of Rs. 200 million. In order to meet the future growth in the company s capital, it is appropriate to increase the authorised capital of the company to Rs. 300 million. Accordingly the Memorandum & Articles of Association are sought to be amended to reflect the increase in the amount of authorised capital appearing therein. The Directors of the company are not interested in this business. The following resolution is proposed to be passed as Special Resolution:

#### Resolved:

That the authorised capital of the company be increased from Rs. 200,000,000 (Rupees two hundred million) to Rs. 300,000,000 (Rupees three hundred million) by creation of 10,000,000 (Ten million) additional ordinary shares of Rs. 10/- each ranking in dividend and in all other respects pari passu with the existing 20,000,000 (twenty million) ordinary shares of Rs. 10/- each in the capital of the company and the capital clauses of the Memorandum and Articles of Association be and are hereby altered accordingly to read as under:

#### Clause V of Memorandum of Association:

The Authorised Capital of the company is Rs. 300,000,000 (Rupees three hundred million) divided into 30,000,000 (thirty million) ordinary shares of Rs. 10/- each.

#### Article 4 Of Articles of Association:

The authorised capital of the company is Rs. 300,000,000 (Rupees three hundred million) divided into 30,000,000 (thirty million) ordinary shares of Rs. 10/- each.

#### Resolved Further:

That corporate secretary of the company be and is hereby authorised to do all necessary arrangements including signing of all documents in this regard to alter the capital clauses of the Memorandum and Articles of Association.

## INVESTMENT IN ASSOCIATED UNDERTAKINGS:

International Housing Finance Limited (IHFL) is a housing finance company sponsored by International Finance Corporation (IFC), Commonwealth Development Corporation (CDC) and Crescent Investment Bank Limited (Cres Bank). The primary object of the company is to provide housing finance facilities to individuals and corporate clients. The company has issued right shares @ 100% which brings the total paid-up capital of IHFL to Rs. 125 million. Crescent Leasing Corporation Limited (CLC) has agreed to subscribe to 312,500 shares at par amounting to Rs. 3.125 million. The authorised capital of IHFL is Rs. 150 million.

## The final structure of paid up capital is as under:

	No. of shares	Rupees	Ownership
	of Rs. 10/- each.		Percentage
CDC	3,750,000	37,500,000	30.0%
IFC	2,500,000	25,000,000	20.0%
CRES BANK	3,750,000	37,500,000	30.0%

	12,500,000	125,000,000	100%
CLC	312,500	3,125,000	2.5%
PILCORP	312,500	3,125,000	2.5%
PICIC	1,875,000	18,750,000	15.0%

Trust Investment Bank Limited (TIBL) is an investment bank with authorised and paid-up capital of Rs. 200 million and Rs. 100 million respectively. TIBL has been recently listed on the stock exchanges. Although the public offer was under-subscribed, the bank offers good invest ment opportunity and has potential for growth. CLC has agreed to take up shares worth Rs. 1.00 million out of public offer at par value of Rs. 10/- each.

Trust Investment

The following are material facts about the proposed investment: 1. Name of investee International Housing

company or asso- ciated undertaking.	Finance Limited	Bank Limited
2. Nature, amount and extent of investment.	Investment in shares Rs. 3,125,000 (Rupees Three Million One Hundred Twenty Five Thousand only)	Investment in shares Rs. 1,000,000 (Rupees One Million only)
3. Price at which shares would be purchased.	At par value i.e. Rs. 10/- per share.	At par value i.e. Rs.10/ per share.
<ol> <li>Source of funds from where shares would be purchased.</li> </ol>	Internal generation.	Internal generation.
5. Period for which investment would be made.	As deemed appropriate	As deemed appropriate
6. Purpose of investment:	To earn dividend & capital gain.	To earn dividend & capital gain.
7. Benefits likely to accrue to the company and the shareholders from the proposed investment.	The company will earn dividend and capital gain to increase its profits	The company will earn dividend and capital gain to increase its profits

The proposed investment in associated undertakings will be beneficial for CLC. It is, therefore, recommended that the shareholders may pass the proposed resolution as special resolution under section 208 of the Companies Ordinance, 1984. Mr. Altaf M. Saleem and Mr. Nessar Ahmed are Directors of IHFL. Mr. Altaf M. Saleem is Chairman of TIBL. The other Directors of the company have no interest in the above investments.

Copies of the Memorandum and Articles of Association of IHFL and TlBL are kept at the Registered Office of the Company which can be inspected from 10.00 a.m. to 11.30 a.m. on all working days upto October 14, 1996.

## BOOK CLOSURE:

The share transfer books of the company will remain closed from October 16, 1996, to October 22, 1996, (both days inclusive). Transfer received in order at the Registered Office by the close of business hours on October 15, 1996 will be treated in time for the entitlement of cash dividend.

BY ORDER OF THE BOARD Zaheer A. Shaikh Corporate Secretary

Dated: September 15, 1996

## NOTE:

1. A member eligible to attend and vote at this Meeting may appoint another member as his/her proxy to attend and vote instead of him/her.

2. The instrument appointing a proxy and the power of attorney or other authority under which it is signed or a notarially certified copy of the power of attorney must be deposited at the registered office of the company at least 48 hours before the meeting. A form of proxy is enclosed.

3. Shareholders are requested to immediately notify the change in address, if any.

## DIRECTORS' REPORT

Your Directors have pleasure in presenting the Audited Accounts for the period January 1995 to June 1996, covering a period of 18 months. Pursuant to the Finance Act 1995, your company changed its account ing year from calendar to fiscal; to comply with the requirement. The financial results of the Company for the period under review are summarized as follows:

	For eighteen months ended June '96	For the year ended Dec. '94
	Rs. ('000)	Rs. ('000)
Revenue	80,862	24,131
Expenditure	36,540	14,172
Profit before taxation	44,322	9,959
Provision for taxation	653	406
Profit after taxation	43,669	9,553
Unappropriated profit brought forward	8,345	3,457
Profit available for appropriation	52,014	13,010
Appropriations		
Transfer to reserve under NBFI regulations	8,734	1,911
Transfer to general reserve	4,835	2,755
Proposed Dividend @ 15%	22,500	-
	36,069	4,666
Unappropriated profit carried forward	15,945	8,345
	=======	========

#### OPERATING RESULTS

By the grace of Almighty Allah, your company has shown substantial improvement in operating results during the period under review. All the figures show an upward trend. Net Investment in Lease Financing which was Rs. 137 million at the end of December 1994, stands at Rs. 379 million as on June 30, 1996. On an yearly basis it is an increase of around 117%. During the preceding six months it went up by 50%. Lease finance income shows an increase of Rs. 40 million during the eighteen months. Total income went by 237% from Rs. 24 million to Rs. 81 million. The Company Net Profit was Rs. 43.67 million up by 4.57 times from a figure of Rs. 9.55 million, on a comparative basis.

Long-term funds available through Commonwealth Development Corporation have been successfully utilized. The remaining draw-down will be in October 1996. The funds from second right issue were available for utilization in May 1995. The adjusted earning per share works to Rs. 3.38 per share.

Lease disbursement and commitments during the review period were to the tune of Rs. 370 million. The company continuing with its strategy of prudent and judicious selection of sectors and clients has developed a qualify portfolio. The emphasis is to support areas which have growth potential and in the process select best users of lease financing. Judged from this view-point Lease Portfolio by Type of Asset depict around 65% in Plant & Machinery followed by 22% in vehicles (including commercial).

#### REVIEW OF OPERATIONS

The government over the last couple of years has had moderate success in bringing down the budget deficit. Despite this the economy is experiencing a high current account deficit, approaching six percent of GDP, a sluggish growth in manufacturing sector and a double digit inflation fuelled by cost - push factors giving rise to high cost of imported inputs.

Economic numbers are not very encouraging and would therefore leave scar on the recovery process. Macroeconomic fundamentals will have to be substantially improved in order to keep the tempo of industrialization and direct foreign investment up. In the emerging business scenario the function of financial intermediation is demanding. The lessors will have to concentrate not only on business expansion but focus to manage financial risk.

Our strategy aims at providing services and products with long-term view in perspective. This requires a close understanding of client's business, his performance and growth perspective. In the circumstances, we aim to augment our role in the credit delivery, tapping new areas with improved efficacy to achieve the objective of quality services to the clients.

Resource mobilization is the mainstay of leasing companies to maintain a sustainable growth rate. Local funds are not only expensive but also come with a tinge of short-term characteristics. According to the State Bank Governor the financial intermediation cost of public sectors banks was in the band of 7 to 8 percent, whereas it should be in the range of 2 to 3 percent. Obviously leasing

companies borrowing from such sources, working on limited margins, have not much to influence. Long-term funds, due various factors, now come expensive. One of the anxieties of lessors is arrangement of matching funds.

The state of affairs of commercial banks and DFls will provide opportunities to leasing companies to play significant role in the capital formation of the economy. However, in the coming years, leasing companies will have to be innovative both in the matter of soliciting business and mobilization of resources. Leasing Companies for a variety of factors need to join hands, to complement each other in situation of sectoral and client exposure and in the process giving credence that the leasing companies now possess strength to arrange large ticket leasing to off-set domination of DFls and commercial banks. Creslease has participated in syndicated lease financing with the objective of manifesting its transaction capability. We have during this endeavour developed strength and have focused on "market need" approach in the matter of seeking quality clients.

#### FUTURE OUTLOOK

Our strategy in the coming years is to further enhance and deepen our understanding of target market, simultaneously to participate in syndication where the risk and reward are compatible to the objective of Creslease. Furthermore we are closely looking at some innovation of lease products whereby the vendors would be attracted to offer products through "a lease package", to bring depth to the lease market.

We have set a target for the coming year that will enable us to penetrate the market and maintain the growth tempo. Simultaneously we have arrangement in place for funds to meet our targets.

The renewed strategy and corporate commitment has given Creslease a stature in the market. The company is now poised to attain new heights and will be looked favourably by investors, lenders and analyst. Our long-term aim is to improve shareholders value. The directors recommend a cash dividend of Rs. 1.50 per share for the period ended June 30, 1996.

#### ACKNOWLEDGMENT

The Board acknowledges the support of the bankers, lending institutions and Commonwealth Development Corporation, particularly, for the support to enable Creslease to attain new heights. The board wishes to record its appreciation of the company personnel for hard work, team effort and achievements.

#### AUDITORS

The auditors, Khalid Majid Husain Rahman, Chartered Accountants retire and being eligible, offer themselves for re-appointment.

#### PATTERN OF SHAREHOLDING

The pattern of shareholding as on June 30, 1996, is annexed to this report.

#### AUDITORS REPORT TO THE MEMBERS

We have audited the annexed balance sheet of Crescent Leasing Corporation Limited as at June 30th, 1996, and the related profit and loss account and statement of changes in financial position, together with the notes forming part thereof, for the eighteen months then ended and we state that we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and, after due verification there of, we report that:

(a) in our opinion, proper books of account have been kept by the company as required by the Companies Ordinance, 1984;

(b) in our opinion:

(i) the balance sheet and profit and loss account together with the notes therein have been drawn up in conformity with the Companies Ordinance, 1984, and are in agreement with the books of account and are further in accordance with accounting policies con sistently applied;

(ii) the expenditure incurred during the period was for the purpose of the company  ${\tt s}$  business; and

(iii) the business conducted, investments made and the expenditure incurred during the period were in accordance with the objects of the company;

(c) in our opinion and to the best of our information and according to the explanations given to us, the balance sheet, profit and loss account and the statement of changes in financial position, together with the notes forming part thereof, give the information required by the Companies Ordinance, 1984, in the manner so required and respectively give a true and fair view of the state of the company s affairs as at June 30th, 1996 and of the profit and the changes in financial position for the period then ended; and

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

KARACHI: September, 12, 1996		Khalid Majio Chartered Ac	d Husain Rahman ccountants
BALANCE SHEET AS AT JUNE 30, 1996			
<b>,</b>		June	December
		1996	1994
	Note	Rupees	Rupees
SHARE CAPITAL AND RESERVES			
Authorised Capital			
20,000,000 ordinary shares of Rs. 10/- each		200,000,000	200,000,000
			==========
Issued, subscribed and paid-up capital	3	150,000,000	75,000,000
Capital reserve			
Premium on issue of right shares		56,250,000	
Revenue reserves	4	35,045,985	13,876,948
		241,295,985	
LONG-TERM FINANCES	5		2,983,813
LIABILITIES AGAINST ASSETS SUBJECT			
TO FINANCE LEASE	6	559,640	
LONG-TERM DEPOSITS	7	33,175,109	13,924,411
CURRENT LIABILITIES			
Current maturity of long-term liabilities	8	33,866,868	12,153,745
Short-term finance	9		35,000,000
Creditors, accrued and other liabilities	10	13,418,789	1,859,123
Proposed dividend		22,500,000	
COMMITMENTS	11		
		638,970,048	154,798,040
		==========	

The annexed notes form an integral part of these financial statements.

TANGIBLE FIXED ASSETS

Operating assets	12	16,659,487	2,568,304
Assets subject to Finance lease	13	995,435	
		17,654,922	2,568,304
NET INVESTMENT IN LEASES	14	272,037,673	97,557,002
LONG-TERM DEPOSITS AND DEFERRED COST	15	168,214,578	1,053,538
LONG-TERM LOAN	16	499,994	164,103
CURRENT ASSETS			
Current maturity of net investment in leases	14.1	107,074,7594	0,132,946
Current maturity of net investment in leases Investments	14.1 17		0,132,946 8,925,037
-			
Investments		40,935,000	
Investments Advances, deposits, prepayments	17	40,935,000	8,925,037
Investments Advances, deposits, prepayments and other receivables	17 18	40,935,000	8,925,037 2,952,464
Investments Advances, deposits, prepayments and other receivables	17 18	40,935,000 32,281,658 271,464	8,925,037 2,952,464 1,444,646
Investments Advances, deposits, prepayments and other receivables	17 18	40,935,000 32,281,658 271,464	8,925,037 2,952,464 1,444,646 
Investments Advances, deposits, prepayments and other receivables	17 18	40,935,000 32,281,658 271,464 180,562,881	8,925,037 2,952,464 1,444,646 

PROFIT AND LOSS ACCOUNT FOR THE EIGHTEEN MONTHS ENDED JUNE 30, 1996

	For the	18	For	the	year
	months e	ende	ed	ende	d
	June		D	ecem	ber
	1996			199	4
Note	Rupee	s	]	Rupe	es

Income from lease operations Other income	20 21		21,873,543 2,257,827
		80,861,778	24,131,370
Administrative and operating expenses Financial charges	22 23		7,232,917
Provision for potential lease losses Amortization of deferred cost		325,232 1,775,470	45,817 392,751
		36,539,990	14,172,629
Operating profit Taxation	25	44,321,788 652,751	
Profit after taxation			9,552,930
Unappropriated profit brought forward		8,344,899	3,457,270
Appropriations		52,013,936	
Transfer to reserve under NBFI regulations Transfer to general reserve		4,834,955	1,910,586 2,754,715
Proposed Dividend @ 15%			
			4,665,301
Unappropriated profit carried forward			8,344,899

The annexed notes form an integral part of these financial statements.

## STATEMENT OF CHANGES IN FINANCIAL POSITION (CASH FLOW STATEMENT) FOR THE EIGHTEEN MONTHS ENDED JUNE 30, 1996

	For the 18 months ended	=
	June	December
	1996	1994
	Rupees	Rupees
Cash flow from operating activities		
Operating profit before taxation	44,321,788	9,958,741
Adjustment for:		
Deferred cost amortized		392,751
Depreciation		578,872
Provision for doubtful debts/(written back)		983,929
Loss/(gain) on disposal of fixed assets	159,443	42,243
Retirement benefits		101,301
Operating profit before working capital changes	49,042,616	10,005,493
Increase in net investment in leases	241,747,716	
Increase in long-term deposits from customers		5,148,985
Increase in accrued liabilities		752,310
Increase in advances, deposits, prepayments and other	, , .	
receivables		1,591,870
Cash used in operations	173,753,173	
Income tax paid		316,240
Net cash used in operating activities	176,231,579	
Cash flow from investing activities		
Purchase of fixed assets	19,639,433	1,228,355
Proceed from sale of fixed assets	1,932,665	195,225
Long-term loans (granted)/recovered	470,255	38,290
Addition in long term deposits and deferred cost	182,677,685	610,323
Net cash used in investing activities	200,854,708	
Cash flow from financing activities		
Proceeds from issue of share capital	75,000,000	25,000,000

Share Premium	56,250,000
Proceeds from long-term finances	316,900,944
Repayment of long-term finance	9,881,045 12,749,158
(Repayment)/proceeds of short-term finances	31,299,906 25,000,000
Proceed from lease obligations	1,303,800
Repayment of lease obligations	350,725
Net cash flow from financing activities	407,923,068 37,250,842
Net increase in cash and cash equivalents	30,836,781 1,987,950
Cash and cash equivalents at beginning of the period	10,369,683 8,381,733
Cash and cash equivalents at the end of the period (Note A)	41,206,464 10,369,683
Note A. Cash and cash equivalents at the end of the period	
Cash and bank balances	271,464 1,444,646
Investments	40,935,000 8,925,037
	41,206,46410,369,683

# NOTES TO THE FINANCIAL STATEMENTS FOR THE EIGHTEEN MONTHS ENDED JUNE 30. 1996

#### 1. LEGAL STATUS AND NATURE OF BUSINESS

The company was incorporated in Pakistan as a public limited company on April 7, 1987. The company commenced commercial operations in August 1989, and is listed on all Stock Exchanges in Pakistan. Its prime business is leasing, and it is classified as a Non-Banking Financial Institution (NBFI) by the State Bank of Pakistan.

#### 2. SIGNIFICANT ACCOUNTING POLICIES

#### 2.1 Accounting convention

These financial statements have been prepared under the historical cost convention.

#### 2.2 Fixed Assets and Depreciation

#### (a) Owned

Fixed assets are stated at cost less depreciation to date. Depreciation is charged to income by applying reducing balance method. Full years depreciation is charged on acquisitions during the year while no depreciation is charged on fixed assets disposed off during the year.

Normal repairs and maintenance are charged to income as and when incurred. Major renewals and betterments are capitalized.

Gains and losses on disposal of fixed assets, if any, are included in income currently.

#### (b) Assets Subject to Finance Leases

These are stated at the lower of present value of minimum lease payments and fair value of assets acquired on lease. Assets so acquired are depreciated over their useful lives in the same manner as owned assets. Financial charge is allocated to accounting periods in a manner so as to produce a constant periodic rate of charge on the outstanding liability.

## 2.3 Deferred Cost and Amortization

Deferred costs are written off during a period not exceeding five years commencing from the year such costs are incurred.

#### 2.4 Investments

Investments are valued at the lower of cost and market value determined on an aggregate portfolio basis.

#### 2.5 Taxation

## (a) Current Provision is made on taxable income at the prevailing rates of taxation after

taking into account tax credits available, if any.
(b) Deferred
The company accounts for deferred taxation on all major timing differences like
ly to reverse in the foreseeable future, using the liability method.

#### 2.6 Foreign Exchange Transactions

Transactions in foreign currencies are accounted for in Rupees at the rate of exchange ruling on the date of transaction. Assets and liabilities in foreign currencies are converted into Rupees at the rate of exchange at the balance sheet date, except for transactions hedged for exchange risk, in such cases the difference on exchange is allocated until realized.

#### 2.7 Employees Retirement Benefits

The company operates a contributory provident fund for all its confirmed employees and contributions are made by the company and the employees in accordance with the fund rules.

## 2.8 Recognition of Lease Income

The company follows the financing method in accounting for recognition of lease income. Accordingly, at the time of commencement of lease, the total unearned lease finance income consists of the excess of aggregate lease contracts receivable plus any residual value over the cost of the leased assets. This finance income is then allocated over the lease term on a pattern reflecting a constant periodic return on the company s net investment outstanding in respect of the lease. Front end, commitment and other fees, if any, are taken to income when realized.

#### 3. ISSUED, SUBSCRIBED AND PAID-UP CAPITAL

Ordinary shares of Rupees 10/- each, fully paid in cash.

1994 Number	1996 Number	<b>June</b> 1996 Rupees	
5,000,000	7,500,000At beginning of the period	-	50,000,000
	Issued during the		
2,500,000	7,500,000period		25,000,000
7,500,000	15,000,000	150,000,000	75,000,000
<ol> <li>REVENUE RESERVES Reserve under NBFI Balance at beginnin Add: Transfer durin</li> <li>General Reserve</li> </ol>	regulations g of the period	8,733,807	866,748 1,910,586 2,777,334
For doubtful debts	(Note 4.1)		
Balance at beginnin	g of the period	2,754,715	
Add: Transfer durin	g the period		2,754,715
		7,589,670	2,754,715
Unappropriated prof	it		8,344,899
			13,876,948

4.1 As a prudent business practice, amount is set aside out of profits to meet future business losses, if any.

5. LONG-TERM FINANCES-Secured

J. LONG-IERM FINANCES-Secured		
	June	December
	1996	1994
	Rupees	Rupees
Foreign currency		
From Commonwealth Development		
Corporation (Note 5.1)	164,893,317	
Local currency		
From commercial and investment banks (Note 5.2)	77,401,515	6,689,497
From a development financial institution (Note 5.3)	664,739	4,129,813
From an investment company (Note 5.4)	74,962,260	
From a modaraba (Note 5.5)	15,992	98,638
	153,044,506	10,917,900
	317,937,823	10,917,100
Less: Current maturity of long-term finances(Note 8)	27,484,260	7,934,135
	290,453,563	2,983,813

5.1 This represents the partial draw down of Pounds Sterling 5.000 million loan obtained from Commonwealth Development Corporation, UK. The loan is repayable in twelve equal semi-annual installments commencing from May 1997. The rate of interest is 11.5% per annum and is secured by floating pari-passu charge, through hypothecation, over certain present assets and first floating charge over certain present and all future assets of the company.

5.2 The total sanctioned amount from commercial and investment banks under mark-up arrangements amounted to Rupees 129.816 million (1994: Rupees 29.000 million). These loans carry mark-up ranging from paisas 0.036 to 0.049 (1994: paisas 0.043 to 0.051) per day. The commercial bank borrowing is repayable in twelve semi-annual equal installments commencing from May 1997, whereas only three consecutive monthly repayments are due against the investment bank borrowing. The commercial bank borrowing is secured against foreign currency deposits, included in note 15. Investment bank borrowing is secured by a floating pari-passu charge, through hypothecation, over certain assets of the company.

5.3 The company has entered into sale and purchase agreement with a development financial institution. The repayment of the last installment is due in September 1996. The payment is secured against hypothecation of the related goods.

5.4 This represents the sale and purchase agreement executed with an investment company with purchase price payable under deferred payment plan and is secured against foreign currency deposit, as shown in note 15. The payments due aggregate to Rupees 113.645 million repayable in twelve semi-annual installments commencing from May 1997.

5.5 The company has entered into sale and purchase agreement with a modaraba. The last installment of the purchase price is payable on August 1996. The payment is secured against hypothecation of the related goods.

#### 6. LIABILITIES AGAINST ASSETS SUBJECT TO FINANCE LEASE

	June	December
	1996	1994
	Rupees	Rupees
Minimum lease payments (Note 6.1)	1,133,990	
Less: Financial charges not yet due	180,915	
	953,075	
Less: Current maturity of liabilities against		
assets subject to finance lease (Note 8)	393,435	
	559,640	

6.1 The company has entered into lease agreements with leasing companies for financing to acquire motor vehicles and office equipment. Payments under these agreements include financial charges ranging from 20% to 21.5% per annum, which are used as discounting factors. The future payments due are as follows:

	June	December
Year ending	1996	1994
	Rupees	Rupees
June 30, 1997	526,620	
June 30, 1998	439,084	
June 30, 1999	168,286	
	1,133,990	
7. LONG-TERM DEPOSITS		
Security deposits on leases (Note 7.1)	39,164,282	18,144,021
Less: Current maturity of long-term		
deposits (Note 8)	5,989,173	4,219,610
	33,175,109	13,924,411

7.1 These represent security deposits received against lease contracts and are repayable/adjustable at the expiry/termination of the respective leases.

#### 8. CURRENT MATURITY OF LONG-TERM LIABILITIES

June	December
1996	1994

	Rupees	Rupees
Long-term finances (Note 5)	27,484,260	7,934,135
Liabilities against assets subject to finance		
lease (Note 6)	393,435	
Security deposits on leases (Note 7)	5,989,173	4,219,610
	33,866,868	12,153,745
	==========	
9. SHORT-TERM FINANCE - Secured		
From a commercial bank under mark-up		
arrangement	3,700,094	
From investment banks and an		
investment company		35,000,000
	3,700,094	35,000,000

This represents finance facility sanctioned upto Rs. 7.500 million on yearly renewal basis at a mark-up rate of paisas 0.045 per day and is secured by way of deposit of Government securities included in note 17.

## 10. CREDITORS, ACCRUED AND

OTHER	LIABILITIES	

Advance lease rentals	1,178,265	279,636
Accrued liabilities	1,476,776	782,307
Mark-up payable on secured finances	9,505,388	432,099
Taxation		242,812
Cheques issued but not presented	965,015	
Other liabilities	293,345	122,269
	13,418,789	1,859,123
11. COMMITMENTS	=================	

Lease proposals approved Rupees 30.000 million (1994: Rupees 5.000 million)

## 12. OPERATING ASSETS

		Cost as at January 1,	Additions/ (deletions)/	Cost as at	Accumulated depreciation		Depreciation	Depreciation rate
		1995	(adjustments)		as at June 30,			s s
				1996	1996	1996	-	
					Rupees			
Office premises		-	11,809,442	11,809,442	787,422	11,022,020	) 787,422	5
Furniture & fixtures		584,972	876,661 (447,172)		173,968	840,493	169,749	15
Motor vehicles			3,245,900 (2,203,313)		1,014,137	2,560,163	3 739,013	20
Office equipment		715,305	2,333,630 (305,695)	2,743,240	577,577	2,165,663	440,317	15
Computer software		32,500	70,000	102,500	31,352	71,148	15,817	15
1996 Rupees			(2,956,180)		2,584,456			
1994 Rupees					1,296,186			
12.1 Disposal of Fixe	d Assets							
Particulars		Accumulated depreciatio	n	down value	proceeds	Mode of disposal		Sold to
Motor vehicle								
Suzuki Khyber		96,030		170,720		By negotiat		Mr. Faisal Yousa
Suzuki Khyber	210,891			107,979		By negotiat		Mrs. Siddiqui Ka
Suzuki Margalla	353,846	121,384		223462	227,000	By negotiat	tion	Mr. Taimur Ali,

Toyota Corolla	592,820	213,415		379,405	341,465 By negotiation	Mr. Javed A. Callea, Karachi.
Honda Civic EXI	690,000	-		690,000	680,000 By negotiation	Abbas Sugar Mills Limited,
						Karachi.
Motorcycle	40,500	8,100		32,400	40,000 Insurance	Adamjee Insurance Company
					Claim	Limited, Karachi.
Motorcycle	48,500	-		48,500	48,500 Insurance	Adamjee Insurance Company
					Claim	Limited, Karachi.
Furniture & Fixtures						
Furniture	100,000	27,750		72,250	33,333By negotiation	Mr. Javed A. Callea, Karachi.
Furniture	297,172	160,784		138,388	67,317By negotiation	Pacific Maritime (Pvt) Limited
						Karachi.
Furniture	25,000	3,750		21,250	16,687By negotiation	Mr. Kauhab Ansari, Karachi.
Furniture	25,000	-		25,000	25,000 By negotiation	Mr. Shahid A. Khan, Karachi.
Office equipment	22,000	7,189		14,811	3,500By negotiation	FSA International, Karachi.
Computer equipment	213,950	106,267		107,683	107,683By negotiation	Pacific Maritime (Pvt.) Limited
Equipment						Karachi.
Generator	69,745	10,485		59,260	61,200 Insurance	Adamjee Insurance Company
					Claim	Limited, Karachi.
1996 Rupees	2,956,180	864,072	2,092,108	1,932,665		
					=	
1994 Rupees	238,378	85,396				
					=	

## 13. ASSETS SUBJECT TO FINANCE LEASE

	Cost	Additions	Cost	Accumulated	Written	Depreciation	Depreciation
	as at		as at	depreciation	n down	for the	rate
	January		June	as at June	value as at	period	\$
	1, 1995		30, 1996	30, 1996	June		
					30, 1996		
				Rupee	e s		
Motor vehicles	-	753,800	753,800	220,990	532,810	0 220,990	20
Office equipment	-	550,000	550,000	87,375	462,625	5 87,375	15
1996 Rupees	-	1,303,800	1,303,800	308,365	995,43	5 308,365	
							======
1994 Rupees	-	-	-	-	-	-	
							======

## 14. NET INVESTMENT IN LEASES

	June 1996 Rupees	1994
Minimum lease payments receivable Add: Residual value	46,676,472	160,626,944 18,144,021
Less: Unearned finance income		178,770,965 41,035,200
Net investment in leases Less: Current maturity of net investment in leases (Note 14.1)		137,735,765 40,178,763
		97,557,002
14.1 Current maturity of net investment in leases Less: Provision for potential lease losses	107,445,808 371,049	
	107,074,759	40,132,946
15. LONG-TERM DEPOSITS AND DEFERRED COST		
Long-term deposits (Note 15.1) Less: Current maturity of long term	165,033,647	-
deposits (Note 18)	13,741,175	-

	168,214,578	1,053,538
	16,922,106	1,053,538
Less: Amortization to date	3,354,100	1,578,630
	20,276,206	2,632,168
Add: Addition during the period	19,222,668	610,323
At beginning of the period	1,053,538	2,021,845
Deferred cost (Note 15.2)		
	151,292,472	-

15.1 This includes placement of foreign currency deposits with different financial institutions amounting to Rupees 164.893 million at profit/mark-up rates declared by State Bank of Pakistan from time to time.

15.2 The balance at end of the period represents:

	June	December
	1996	1994
	Rupees	Rupees
Fund utilization expenses (Note 15.3)	15,967,761	-
Right issue expenses	814,639	533,882
Share floatation expenses	123,386	493,544
Others	16,320	26,112
	16,922,106	1,053,538
	============	=================

15.3 This includes expenses incidental to foreign currency borrowing.

16. LONG-TERM LOAN - Considered good

Loan to Chief Executive	699,998	229,743
Less: Current maturity of long-term		
loan (Note 18)	200,004	65,640
	499,994	164,103
Outstanding for periods exceeding		
three years	99,984	-
Others	400,010	164,103

This represents balance outstanding on house building loan granted in accordance with terms of appointment, repayable in monthly installments over four years. The loan carries 2% service charges. Maximum aggregate amount due from Chief Executive at the end of any month during the period was Rupees 0.800 million (1994: Rupees 0.262 million).

## 17. INVESTMENTS

Certificates of investments (Note 17.1)	31,000,000	7,516,807
Government securities (Note 17.2)	9,935,000	1,408,230
	40,935,000	8,925,037

17.1 These represent Certificates of Investments (Cols) of different financial institutions and carry return ranging from paisas 0.051 to 0.053 per day.

17.2 These represent investments in Federal Investment Bonds carried as per NBFI regulations issued by the State Bank of Pakistan.

# 18. ADVANCES, DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

	June	December
	1996	1994
	Rupees	Rupees
Current maturity of long-term loans (Note 16)	200,004	65,640
Advance - Considered good		
- to staff (Note 18.1)	178,180	18,139
- against expenses	124,733	49,489
- against leases	1,499,000	-

- others	9,250	2,165,000
Current maturity of long-term deposits (Note 15)	13,741,175	-
Taxation	1,582,843	-
Prepayments	177,807	413,353
Receivable against sale of shares	3,125,000	-
Mark-up due from lessees	3,663,612	73,594
Mark-up due on certificates/securities	6,107,111	-
Other receivables	1,872,943	167,249
	32,281,658	2,952,464
	=======================================	

18.1 Aggregate amount due by the executives Rupees 0.158 million (1994: Nil). Maximum amount due from executives at the end of any month during the period aggregated to Rupees 0.198 million (1994: Nil)

#### 19. CASH AND BANK BALANCES

Cash in hand	7,999	10,067
Cash with banks on		
- current accounts (Note 19.1)	205,722	1,162,434
- deposit accounts	1,905	33,418
- collection accounts	538	238,727
- foreign currency accounts	55,300	-
	271,464	1,444,646
	=======================================	

19.1 This includes Rupees 0.020 million (1994: Nil) in current account maintained with State Bank of Pakistan under NBFI regulations.

## 20. INCOME FROM LEASE OPERATIONS

Income on lease contracts		21,476,381
Front end fee	1,755,438	
Documentation charges	451,609	
	61,236,959	21,873,543
21. OTHER INCOME		
Profit/return earned (Note 21.1)	19.281.310	1,040,528
(Loss) / Gain on disposal of fixed assets	159,443	
Provision for doubtful debts written back		1,029,746
Miscellaneous	502,952	145,310
		2,257,827
21.1 Profit/return Earned		
Foreign currency deposits	3,954,332	-
Certificates of Investments	10,002,811	863,804
Government securities	5,314,834	176,724
Others	9,333	
	 19,281,310 	1,040,528
22. ADMINISTRATIVE AND OPERATING EXPENSES Salaries and allowances including		
directors remuneration (Note 24)	6,381,207	3,323,234
Staff training expenses	48,792	11,800
Rent, rate and taxes	392,407	
Travelling and conveyance	462,399	111,615
Vehicle running expenses	514,069	315,529
Utilities	469,363	99,682
Telephone and Fax	356,398	233,831
Insurance	421,914	204,456
Fee, subscriptions and periodicals	212,263	175,889
Printing and stationery	483,955	205,717
Postage, stamps and telegrams	141,749	82,003
Legal and professional charges	294,798	328,152
Auditors remuneration (Note 22.1)	135,000	55,000
Repairs and maintenance	462,735	220,060
Depreciation	2,460,683	578,872
Advertisement	236 999	245 574

245,574

88,761

236,999

181,660

Advertisement

Miscellaneous

35,000	25,000
17,500	
15,000	25,000
60,000	
7,500	5,000
	-
15,107,178	3,290,659
4,727,384	3,906,536
948,335	35,722
20,782,897	7,232,917
	15,000 60,000 7,500  135,000  15,107,178 4,727,384 948,335

## 24. REMUNERATION OF CHIEF EXECUTIVE AND OTHER EXECUTIVES

	For the Eighteen Months June 30. 1996 	For the year ended December. 31 1994
	Chief Executive Total Executive	Chief Executive Total Executive
	Rupees	R u p ee s
Managerial		
remuneration	995,000 1,123,320 2,118,3	320 510,000 564,0001,074,000
Housing and utility	365,000 655,266 1,020,2	266 255,000 282,000 537,000
Company s contribution		
to provident fund	73,000 97,190 170,1	.90 51,000 56400 107,260
Leave fare assistance	662,440 116,940 779,3	
Total Rupees		.56 816,000 902,400 1,718,400
Number of Persons	1 5	1 4

In addition, the Chief Executive and executives were provided with free use of company cars. Directors were paid Rupees 7,500 for attending board meetings during the period.

#### 25. TAXATION

		June	December
		1996	1994
		Rupees	Rupees
Current			
	For the period	652,751	276,271
	For prior years		129,540
		652,751	405,811
		===========	

Deferred

There is no liability on account of deferred taxation as at June 30, 1996.

#### 26. GENERAL

Certain prior year s figures have been re-arranged wherever necessary for the purpose of comparison.

ABDUL JABBAR KASIM	NESSAR AHMED
CHIEF EXECUTIVE	DIRECTOR

## PATTERN OF HOLDING OF SHARES HELD

BY THE SHAREHOLDERS AS AT 30TH JUNE, 1996

SHARE HOLDING				
No. of Shareholders	From	То	Total Shares H	Held
2	1	100		180
20	101	500		7530

39	501	1000	32670
95	1001	5000	214560
19	5001	10000	152850
13	10001	15000	150180
5	15001	20000	82640
10	20001	25000	238500
2	25001	30000	56800
2	30001	35000	60960
3	35001	40000	112000
1	40001	45000	43200
1	50001	55000	52000
4	55001	60000	233800
1	60001	65000	63950
1	75001	80000	78400
1	95001	100000	96000
1	140001	145000	143500
1	195001	200000	197800
1	445001	450000	448300
1	500001	505000	504000
1	640001	645000	644800
1	825001	830000	825600
1	1055001	1060000	1059100
1	1075001	1080000	1077000
1	1450001	1455000	1454000
1	1695001	1700000	1696880
1	2270001	2275000	2272800
1	2995001	3000000	3000000
231			15000000
=======			=======

## -----

Categories of Shareholders	Number	5	Shares HeldPe	ercentage		
Individuals		204	1278520	8.523		
Investment Companies		3	144640	0.964		
Insurance Companies		2	71200	0.474		
Joint Stock Companies		б	3014300	20.095		
Financial Institutions		7	3620200	24.136		
Modaraba Companies		1	644800	4.299		
Others		8	6226340	41.509		
Total		231	15000000	100.000		
		=====				
Others						
Modarabas		б	2400740	16.005		
Non Residents		2	3825600	25.504		
Total		8	6226340	41.509		