



Attock Petroleum Limited

Annual
Report
2009

Expansion
through Excellence

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Highlights

Net Sales Revenue
(Rs 61,863 Million)
+ 16%

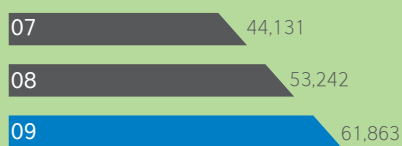
Gross Profit
(Rs 3,292 Million)
+ 20%

Operating Profit
(Rs 3,630 Million)
+ 11%

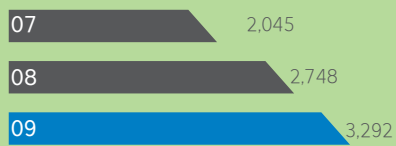
Profit After Tax
(Rs 3,082 Million)
+ 17%



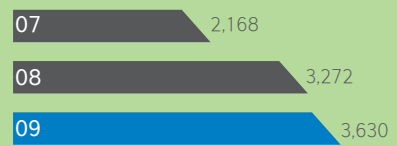
Net Sales Rs. In million



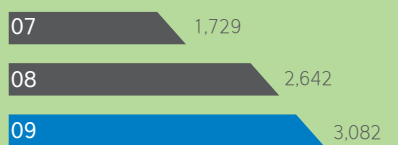
Gross Profit Rs. In million



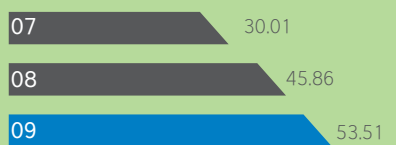
Operating Profit Rs. In million



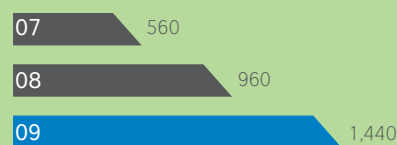
Profit After Tax Rs. In million



Earnings Per Share Rs.



Cash Dividend Rs. In million





Our Vision

To become a world class, professionally managed, fully integrated, customer focused, Oil Marketing Company, offering Value added quality and environment friendly products and services to its customers in Pakistan and beyond.

Our Mission

To continuously provide quality and environment friendly petroleum products and related services to industrial, commercial and retail consumers, and exceeding their expectations through reliability, economy and quality of products and services. We are committed to benefiting the community and ensuring the creation of a safe, responsible and innovative environment geared to client satisfaction, end user gratification, employees' motivation and shareholders value.

To be a trustworthy and leading oil marketing organization for providing consistent high quality products and services in the market.

Core Values

Ethical Principles and Moral Values

We promote a commitment to the highest moral values and ethical principles, demanding both personal and professional dedication towards the realization of these values and principles.

Commitment and Cooperation

Two core fundamentals for the success of any business are complete employee commitment and cooperation. At APL we foster an environment of solid teamwork and professionalism to ensure that our employees engage in both personal and professional development.

Environment Consciousness

We believe that it is our responsibility to safeguard our natural resources for future generations and actively engage in environment friendly practices, policies and management techniques.

Corporate Social Citizenship

We strongly believe in the promotion of societal well-being and awareness within ones community, actively engaging in activities and initiatives to meet this objective.

Maximum Stakeholder Return

Through our streamlined business processes and commitment to total quality management we seek to ensure maximum company performance and rewards for shareholders and stakeholders alike.

Corporate Strategy

To enable APL to attain new heights of success through investment in human capital, implementation of lean production methods and a commitment to Total Quality and Environment Management, we plan, with the help of Almighty Allah, to further expand our existing retail network and penetrate untapped markets

with pro-active measures and effective planning, implementation and execution. Our objective is to successfully deliver premium quality products and services, which will translate into maximum customer satisfaction. Beyond the technical excellence of our products, we intend to set an example in all dimensions of our entrepreneurial

activities. We see ourselves committed to the self-defined models of economic, social and ecological responsibility, which means not only economic success but also conscientious interaction with our employees, people and the environment.

Chairman & Chief Executive Officer
reviewing corporate strategies.





Quality Policy Statement

To further enhance its commitment towards Quality, APL management has set the following quality objectives:

- 1 The primary objective of the Quality Management System is to ensure conformance to product specifications of all goods shipped to customers.
- 2 Clearly identify and understand our internal and external customers stated and hidden needs, to develop a way of working to meet and exceed the expectations of customers.

- 3 Provide confidence to management, our employees, clients, and stakeholders that the requirements for quality are being fulfilled and maintained and that quality improvement is continuously taking place.
- 4 To develop measurement techniques to gauge performance for improving effectiveness of our services, operations and quality management system.
- 5 Fulfill all quality system requirements stated in our

Quality Manual, including the requirements of ISO 9001:2000.

- 6 To be a trustworthy and leading oil marketing organization for providing consistent high quality products and services in the market.

With this vision we want to create a culture of continuous quality improvement at APL.



Business Process Reengineering

Integral to the success of any business is a commitment to continual improvement and innovation. The Company places great emphasis on increasing efficiency, output and streamlining business processes. The Company has successfully managed to increase its process efficiencies and engage in effectual time management.

At Rawalpindi bulk oil terminal new tanks have been commissioned during the year resulting in enhancement in petrol storage by 315%,

kerosene storage by 50% & overall terminal storage capacity by 14%.

Dispatch of white oil from our terminals increased by 26% against the dispatches of the last year. This increase was made possible primarily due to efficient metering and earthing systems, in conjunction with efficient time and logistic management.

In order to enhance the operational capacity at Rawalpindi Bulk Oil Terminal (RBT), filling gantry was extended

by adding up two new filling points, one each for petrol and diesel, alongwith new meters, pumps and loading arms.

New quality van has been mobilized to ensure product quality and quantity measurement at retail outlets which resulted in customers satisfaction.

Keeping in view expanding business of the company in the southern area, one quality mobile unit is being in the process of purchasing for south region.

The Company places great emphasis on increasing efficiency, output and streamlining business processes.



"Long Term Service Awards" Distribution Ceremony

Statement of Ethics and Business Practices

Introduction

Attock Petroleum Limited has committed itself to conduct its business in an honest, ethical and legal manner. The Company wants to be seen as a role model in the community by its conduct and business practices. All this depends on the Company's personnel, as they are the ones who are at the forefront of Company's affairs with the outside world. Every member of the Company has to be familiar with his / her obligations in this regard and has to conduct himself / herself accordingly.

This statement in general is in accordance with Company goals and principles that must be interpreted and applied within the framework of laws and customs in which the Company operates. This statement will be referred to as the "Statement of Ethics and Business Practices" and obligatory

for each employee / director to adhere to.

1. Integrity

Employees are expected to exercise honesty, objectivity and due diligence in the performance of their duties and responsibilities. They are also directed to perform their work with due professionalism.

2. Confidentiality

All employees, both during and after their employment, must respect the exclusivity and trade secrets of the Company, its customers and suppliers and may not disclose any such information unless the individual or firm owning the information properly authorizes the release or disclosure.

All the Company's assets (processes, data, designs, etc) are considered as certified information of the Company. Any disclosure will be considered as grounds, not only for termination of employment, but also for criminal prosecution, legal action or other legal remedies available during or after employment with the Company to recover the damages and losses sustained.

3. Work Environment

All employees are to be treated with respect. The Company is highly committed to providing its employees with a safe, healthy and open work environment, free from harassment, intimidation, or personal behavior not conducive to a productive

All employees are to be treated with respect. The Company is highly committed to providing its employees with a safe, healthy and open work environment.

work climate. In response the Company expects consummate employee allegiance to the Company and due diligence in his job.

The Company also encourages constructive reasonable criticism by the employees of the management and its policies. Such an atmosphere can only be encouraged in an environment free from any prospects of retaliation due to the expression of honest opinion.

4. Communication

All communications, whether internal or external, should be accurate, forthright and where ever required, confidential. The Company is committed to conduct business in an open and

honest manner and provide open communication channels that encourage candid dialogue relative to employee concerns. The Company strongly believes in a clean desk policy, and expects its employees to adhere to it not only for neatness but also security purposes.

5. Conflicts of Interest

Each employee is expected to conduct him/her self in an honest and ethical manner to avoid actual or apparent conflict of interest. A conflict of interest occurs when an individual's private interest interferes in any way with the interests of the Company as a whole. Also no employee will perform any kind of work (involving monetary benefit directly or otherwise) for a

third party without proper approval of CEO. Conflicts of interest also arise when an employee, or a member of his or her family, receives improper personal benefits as a result of his or her position in the Company.

Every person should disclose any existing or potential conflict of interest with which he is directly or indirectly involved by presenting a written report to his departmental head.

6. Corporate Opportunities

Employees are expected not to:

- a) Take personal use of opportunities that are discovered through the use



Statement of Ethics and Business Practices

of Company property, information or position.

- b) Use Company property, information, or position for personal gains.

Employees are expected to put aside their personal interests in favor of the Company interests.

7. Equal Employment Opportunity

APL believes in providing equal opportunity to everyone around. The Company laws in this regard have to be complied with and no discrimination upon race, religion, age, national origin, gender, or disability is acceptable.

8. Business Controls and Responsibilities

Each employee is expected to deal fairly with Company's customers, suppliers, competitors, and other employees. No one is to take unfair advantage of anyone through manipulation, abuse of privileged information, or any other unfair practice.

We are committed to selling our products and services honestly and will not pursue any activity that requires us to act unlawfully or in violation of this Code.

Bribes, kickbacks, and other improper payments shall not be made on behalf of the Company in connection with any of its businesses.

However, tip, gratuity or hospitality may be offered if such act is customary and is not illegal under applicable law. All such expenses should be reported and recorded in the Company's book of accounts.

9. Compliance with Laws

The Company is committed to comply, and take all reasonable actions for compliance, with all applicable laws, rules and regulations of state or local jurisdiction in which the Company conducts business. Every employee, no matter what position he or she holds, is responsible for ensuring compliance with applicable laws.



10. Employee Retention

High quality employee's attraction and retention is very important. The Company will offer competitive wages and benefits to the deserving candidates. The Company strongly believes in personnel development and employee-training programs are arranged regularly.

11. Protection and Proper use of Company Assets / Data

Each employee is expected to be the guardian of the Company's assets and should ensure its efficient use. Theft, carelessness and waste have a direct and negative impact

on the Company's profitability. All the Company assets should be used for legitimate business purposes only.

12. Gift Receiving

Employees will not accept gifts or favors from existing or potential customers, vendors or anyone doing or seeking to do business with the Company.

However, this does not preclude giving or receiving gifts or entertainment which are customary and proper in the circumstances, provided that no obligation could be, or be perceived to be, expected in connection with the gifts or entertainment.

13. Compliance

It is the responsibility of each employee to comply with this policy. Failure to do so will result in appropriate disciplinary action, including possible warning issuance, suspension, termination of employment, legal action and reimbursement of the Company for any losses or damages resulting from such violation. Compliance also includes, the responsibility to promptly report any apparent violation of the provisions of this policy.

Any person meeting with difficulties in the application of this policy should refer to the management.



Environment, Health & Safety Policy

Attock Petroleum Limited's overriding objective is to ensure that none of our activities harm our employees, the public or the environment.

In order to achieve this objective...

We embrace a comprehensive policy on the Environment, Safety and Health that includes:-

1. We consider that none of our activities are more important than health and safety of any individual or protection of environment.
2. As a minimum we will comply with all relevant legislation and any other requirements to which we subscribe.
3. We will encourage a proactive safety culture and ensure that each employee is trained, experienced and competent to perform his or her duties.
4. We will strive to remove all causes of accidents and events and to minimize the consequences of such if they occur.
5. We will ensure that all our operations are performed, and seen to be performed safely.
6. We will strive to continually improve performances in all areas of EHS performance and priorities on the basis of risk.
7. We will apply our EHS policy, standards, objectives and targets to our Retail Outlets, Distributors, Dealers and Contractors.



We consider that none of our activities are more important than health and safety of any individual or protection of environment.





Despite the serious challenges, your Company once again with better management succeeded in adding values driven by a strong operational performance, efficient product mix optimization and inventory and portfolio management which resulted in another year of record profitability.

Chairman's Review

In The Name Of Allah, Most Benevolent, Most Gracious.

Dear Shareholders

It is a pleasure to welcome you all, on behalf of the Board of Directors, to the 14th Annual General Meeting of the Company and to present the Annual Report for the year ended June 30, 2009.

2008-09 was a year of extreme volatility in global oil prices. The OPEC reference price touched its highest level of US \$ 141 per barrel in July 2008 and plummeted to US \$ 33 per barrel in December 2008. The international financial crisis is the major reason for downfall in not only the oil prices but also the commodity prices. There is a

growing perception that recovery will gather momentum only gradually. The global financial crisis not only resulted in slowdown in the economic growth in the leading developed countries but is having spill over effects on the economies of developing countries including Pakistan. Additionally, Pakistan is facing other challenges like war on terrorism, issue of circular debt, power outages and loss of investor confidence resulting in reduced demand for exports, decrease in inflows of foreign investment, difficulties in servicing debts and deterioration in the current account deficit. Despite the serious challenges mentioned above, your Company once again with better management succeeded in adding

values driven by a strong operational performance, efficient product mix optimization and inventory and portfolio management which resulted in another year of record profitability. During the year, the Company earned profit after tax of Rs. 3,082 million in comparison to Rs. 2,642 million for the last year, reflecting a significant increase of 17%. Further, as a part of fully integrated energy group with no gearing and strong cash flow, we have the financial strength to weather economic crises.

In 2008-09, we systematically pursued our vision of consolidating and extending APL's position as one of the leading oil marketing companies. As a part of strategic plan, your Company



successfully commissioned another bulk oil terminal at Machike with the total cost of around Rs 300 Million to ensure uninterrupted supplies of POL products to its retail outlets and other customers in the adjoining areas. In addition to this, your Company is also exploring the possibilities of acquiring land at other strategic locations in the country for setting up additional bulk oil terminals. Nevertheless, any such decision would depend on the stable political environment, improvement in the macro economic indicators and investor friendly policies.

Your Company is particularly careful in handling its financial resources to ensure that not only we have means to proceed with

major investment projects but also promise sustainable value growth. This approach will set us apart from our competitors and enable us to remain an attractive Company for all the stakeholders. We want to do business sustainably, as well as being commercially successful. This means minimizing the potential social and environmental impact of our activities.

I wish to place on record my appreciation and gratitude for the support received by the Company from the Ministry of Petroleum & Natural Resources and other Government organizations, suppliers, customers and contractors.

I would also like to thank you, our shareholders, for your confidence and trust in the Company and our employees for their untiring endeavors and contribution that have made our success to date possible.

Dr. Ghaith R. Pharaon
Chairman

Damascus, Syria.
August 06, 2009.



Board of Directors' meeting in progress to review and approve the financial statements.



Annual General Meeting in progress.

Notice of the Annual General Meeting

Notice is hereby given that the 14th Annual General Meeting (being 24th General Meeting) of the Company will be held at Islamabad Club, Islamabad on September 08, 2009 at 11 a.m. to transact the following business:

Ordinary Business

1. To receive, consider and adopt the audited accounts of the Company together with Directors' and Auditor's Reports for the year ended June 30, 2009.
2. To approve a final cash dividend of 150% i.e. Rs 15/- per share of Rs 10/- each, as recommended by the Board of Directors, in addition to the interim dividend of Rs 10/- per share i.e. 100% already paid to the shareholders, thus making

a total dividend of Rs 25/- per share i.e. 250% for the year ended June 30, 2009.

3. To appoint auditors for the year ending June 30, 2010 and to fix their remuneration.

By Order of The Board

Rehmat Ullah Bardaie
Company Secretary
Registered Office:
6, Faisal Avenue, F-7/1, Islamabad

August 17, 2009

Notes:

Participation In The Annual Meeting:

A member entitled to attend and

vote at the meeting is entitled to appoint any other person/ representative as his/her proxy to attend and vote. Proxies in order to be effective must be received at the Registered Office of the Company duly stamped and signed not less than 48 hours before the meeting.

CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular 1 dated January 2000 issued by the Securities & Exchange Commission of Pakistan.

A.For Attending The Meeting:

- i. In case of individuals, the account holders or sub-account holders and/or the persons whose securities are in group account and their registration

details are uploaded as per the regulations, shall authenticate their identity by showing their original National Identity Card (CNIC) or original passport at the time of attending the meeting.

- ii. In case of corporate entities, the Board of Directors' resolution/power of attorney with specimen signature of the nominees shall be produced (unless it has been provided earlier) at the time of the meeting.

B.For Appointing Proxies:

- i. In case of individuals, the account holder or sub-account holders and/or the persons whose securities are in group account and their registration details are uploaded as per the regulations, shall submit the

proxy form as per the above requirements.

- ii. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- iii. Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- iv. The proxies shall produce their original CNIC or original passport at the time of meeting.
- v. In case of corporate entities, the Board of Directors' resolution/power of attorney with specimen signature of the person nominated to represent and vote on behalf the corporate entity, shall be submitted (unless it has been

provided earlier) along with proxy form to the Company.

Members who may be seeking exemption from deduction of income-tax or are eligible for deduction at a reduce rate are requested to submit a valid tax certificate or necessary documentary evidence as the case may be. Members desiring non-deduction of zakat are also requested to submit a declaration for non-deduction of zakat. Necessary advice in either case must be submitted within not more than 15 days from the date of dividend entitlement.

Closure of Share Transfer Books:

The Share Transfer Books of the Company will remain closed and

Notice of the Annual General Meeting

no transfer of shares will be accepted for registration from August 31, 2009 to September 08, 2009 (both days inclusive). Transfers received in order at the office of the Company's Share Registrar, THK Associates (Private) Limited, Ground Floor, State Life Building-3, Dr. Ziauddin Ahmed Road, Karachi at the close of business on Saturday, August 29, 2009 will be treated in time for the purpose of payment of final cash dividend, if approved by the Shareholders.

Changes in Address:

Members are requested to promptly notify any change of address to the Company's Share Registrar.

Statement Under Section 160(1)(b) of The Companies Ordinance, 1984

Statement Under SRO 865(1)/2000 Dated December 6, 2000.

In the AGM held on September 27, 2007 shareholders approved investment in following Associated Companies:

National Refinery Limited (NRL)

Attock Refinery Limited (ARL)

Pakistan Oilfields Limited (POL)

Attock Cement Pakistan Limited (ACPL)

Except for ARL, no investment has been made in any other associated concern.

1. Reasons For Not Having Investment Made

Due to change in the Government policies, liquidity crisis and deteriorating growth in GDP and macro economic indicators.

2. Major Change In Financial Position Of Investee Companies Since The Date Of Last Resolution

Changes in financial position are as follows:



13th Annual General Meeting held on 31st October, 2008

i. Earnings per share:

Name of the Company	Year ended June 30, 2006	Year ended June 30, 2007	Year ended June 30, 2008	Nine Month ended March 31, 2009*
NRL	42.64	52.57	75.09	10.67
ARL	3.56	8.78	72.08	12.72
POL	25.90	25.11	36.42	22.92
ACPL	12.60	11.03	6.03	14.39

ii. Break-up value per share:

Name of the Company	March 31, 2007	June 30, 2007	June 30, 2008	March 31, 2009*
NRL	136.84	159.40	217.83	208.50
ARL	60.42	66.85	136.26	142.32
POL	77.50	83.33	107.25	105.69
ACPL	44.52	47.06	48.94	60.20

* The above figures are based on latest available financial statements.

Note: The figures have been restated after taking impact of bonus shares issued during the above financial years.



Dr. Ghaith R. Pharaon
Chairman
Non Executive
Director



Mr. Shuaib A. Malik
Chief Executive Officer
& Alternate Director to
Dr. Ghaith R. Pharaon
Executive Director



Mr. Laith G. Pharaon
Non Executive
Director



Mr. Wael G. Pharaon
Non Executive
Director

Company Information

Board Of Directors

Audit Committee

Mr. Babar Bashir Nawaz
Chairman
Non Executive Director

Mr. M. Adil Khattak
Non Executive Director

Mr. Bilal A. Khan
Alternate Director to Mr. Laith G. Pharaon
Non Executive Director

Auditors

A. F. Ferguson & Co.
Chartered Accountants

Registered Office

6, Faisal Avenue,
F-7/1, Islamabad

Bankers

Allied Bank Limited
Faysal Bank Limited
Habib Bank Limited
My Bank Limited
National Bank of Pakistan
NIB Bank Limited
Silk Bank
Standard Chartered Bank
The Bank of Punjab
The Bank of Tokyo Mitsubishi
United Bank Limited.

Share Registrar

THK Associates (Pvt.) Limited
Ground Floor, State Life Building-3
Dr. Ziauddin Ahmed Road, Karachi.
Tel: 92-21-111-000-322
Fax: 92-21-5655595

Legal Advisor

Ali Sibtain Fazli Associates
Mall Mansion, 30-The Mall, Lahore.

Correspondence Address

6, Faisal Avenue,
F-7/1, Islamabad
Tel: 92-51-2611601
92-51-2215630-2
Fax: 92-51-2611605
Email: contact@apl.com.pk
Website: www.apl.com.pk



Mr. M. Adil Khattak
Non Executive
Director

Mr. Babar
Bashir Nawaz
Non Executive
Director

Mr. Munaf Ibrahim
Non Executive
Director

Mr. Bilal A. Khan
Alternate Director to
Mr. Laith G. Pharaon

Mr. Rehmat
Ullah Bardaie
Company Secretary &
Alternate Director to
Mr. Wael G. Pharaon

Board of Directors and its Committees

The Board is responsible to the Company's shareholders for a multitude of tasks: its corporate governance, the strategic objectives, stewardship of the Company's resources, the organizational structure, core activities, succession planning of senior executives and ultimately, the social, environmental and ethical considerations. The board reviews key activities of the business and receives papers and presentations to enable it to do so effectively. The Board comprises of the Chairman, Chief Executive and five non-executive directors. The role of non-executive directors is to enhance independence and objectivity of the Board's deliberations and decisions.

Board meetings are held at least once every quarter to monitor and review performance of the Company. The following Board Committees have been formed to assist the Board in fulfilling its responsibilities.

The Board Audit Committee

The objective of the Committee is to assist the Board in the effective execution of responsibilities related to financial reporting, monitoring risk management, corporate control and ensuring operation in accordance with the requirements of the Code of Corporate Governance and under the terms of reference, as agreed with the Board. It consists of three non-executive directors.

The Board Budget Committee

Comprising of three directors and their responsibility is to assist the Board in formulating the corporate budget & reviewing analysis of actual figures with those budgeted.

The Share Transfer Committee

Consisting of three directors and they are responsible for dealing with all matters relating to the shares of the Company.

Management Committees

Executive Committee

Consist of all departmental heads and chaired by the CEO, they meet regularly to coordinate the activities, accomplishments and other pertinent issues.

Pricing Committee

Reviews and recommends the pricing of deregulated products on fortnightly basis.

Budget Committee

Reviews and recommends the annual budget proposals and discusses deviations with the departmental heads.

Retail Outlet Development Committee

Responsible for recommending proposals for setting up retail outlets and reviewing progress.

Information Technology Committee

Responsible for automation of process and system in line with latest technology and developments.

Safety And Technical Committee

Reviews and monitors, the safety, health and environment matters for safe operations and better environment and matters relating to technological problems and operational risks affecting the business.



ICAP & ICMAP Best Corporate Report Award 2008



Karachi Stock Exchange Top Companies Award 2007

Awards and Achievements

2007 Best Corporate Report Award-07 1st Position in Fuel and Energy Sector

Jointly organised by the Institute of Chartered Accountants of Pakistan and the Institute of Cost and Management Accountants of Pakistan.

2008 Best Corporate Report Award-08 3rd Position in Fuel and Energy Sector

Jointly organised by the Institute of Chartered Accountants of Pakistan and the Institute of Cost and Management Accountants of Pakistan.



Top Companies Award- 2007 Amongst Top Twenty Five Companies

The Company was also selected amongst the "Top Twenty Five Companies" by Karachi Stock Exchange for the year 2007.



The Board of Directors of Attock Petroleum Limited (APL) is pleased to present the Annual Report and the audited financial statements of the Company for the year ended June 30, 2009.

Directors' Report

The Board of Directors of Attock Petroleum Limited (APL) is pleased to present the Annual Report and the audited financial statements of the Company for the year ended June 30, 2009.

The Company continues its journey on the path of progressive and steady growth. Despite the downturn in global economic activities resulting in an unprecedented and rapid deterioration of the international oil prices during the year, APL maintained its outstanding performance and once again delivered the best financial results. Average crude oil prices announced by the Organization of the Petroleum Exporting Countries' (OPEC) came down to US \$ 68/bbl in June 2009 from US \$ 128/bbl in June 2008. Consequently, the subsidy given by the Government of Pakistan (GoP) in the form of Price Differential Claim (PDC) on diesel

was reduced to zero in October 2008. Nevertheless, an amount of Rs. 720 million was still receivable from GoP as at June 30, 2009 on account of PDC related to prior period.

Our country also experienced a slow down in all economic activities as a result of international financial crisis and demand contraction policies of the GoP. Energy consumption being an integral part of all the economic activities has also declined as a result of the economic slow down. Due to this slow down and higher retail prices the oil industry witnessed volumetric decline of around 4% from last year in white oil consumption. However, despite stiff competition and economic turbulence your Company managed to increase its market share in white oil from 3.4% during last year to 4.3% during the year under review.

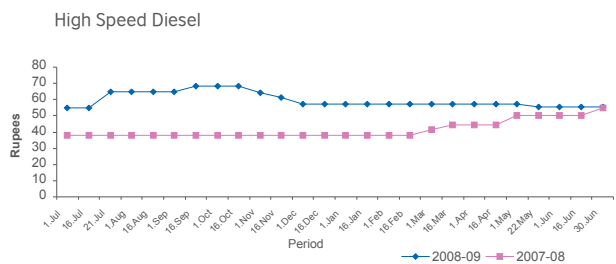
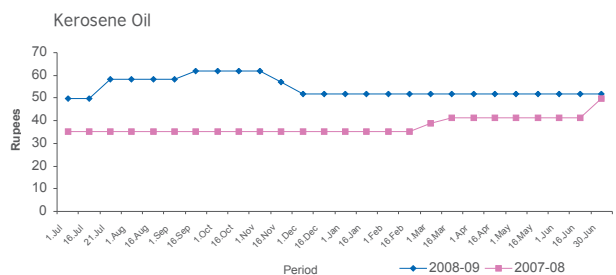
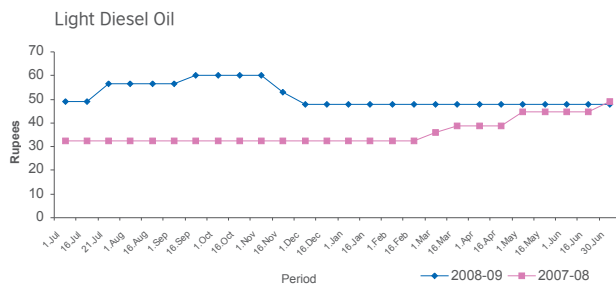
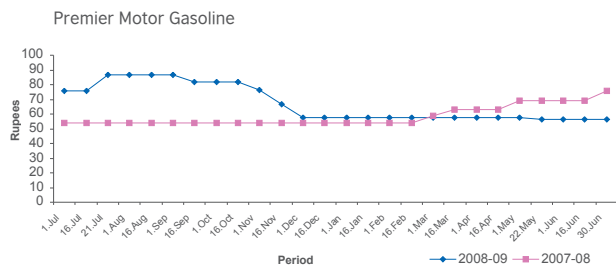
Black oil consumption increased by 5% from last year due to increase in demand from power sector.

Due to un-favourable macro-economic indicators, liquidity crisis and circular debt in the country, receivables on account of supplies to Government owned entities have been accumulated substantially. In this regard, Rs. 5.3 billion was receivable from these entities as at June 30, 2009 and management is making all the possible efforts for recovering this amount.

Financial Review

During the year under review, the net sales revenue reached a record level of Rs. 61,863 million which is 16% higher over last year (Rs. 53,242 million). This improved performance was attributable to higher international oil prices, improved product mix and

Price Trend Analysis



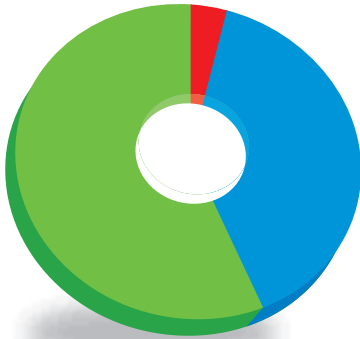
effective inventory management. The profit after tax for the year was Rs. 3,082 million, up by 17% from last year (2007-08: Rs. 2,642 million) translated into earnings per share of Rs. 53.51 from Rs. 45.86 for last year.

The Company generated cash from operating and investing activities amounting to Rs. 1,962 million and Rs. 850 million respectively against which net cash used in financing activities was Rs. 1,495 million. At the end

of the year, the Company had cash/bank balances of Rs. 7,435 million and is well positioned to meet its future commitments and development plans.

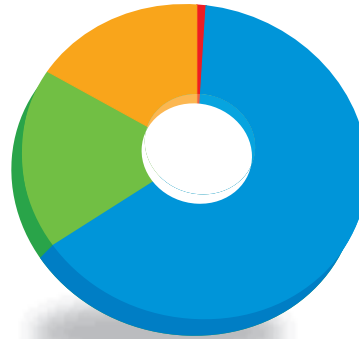
Financial results and appropriations for the year ended June 30, 2009 have been summarized below:

	Rupees in Million
Profit before taxation	4,280
Less: Provision for taxation	1,198
Profit after taxation	3,082
Add: un-appropriated profit as at July 1, 2008	5,003
Profit available for appropriation	8,085
Appropriations during the year:	
Transfer from special reserve by associated companies	(19)
Transfer to reserve for issue of bonus shares in the proportion of one share for every five shares held i.e. 20% for the year 2007-08	96
Final cash dividend for the year 2007-08 @ 200% (Rs 20/- per share of Rs 10/- each)	960
Interim cash dividend for the year 2008-09 @ 100% (Rs 10/- per share of Rs 10/- each)	576
	1,613
Balance as at June 30, 2009	6,472
Subsequent Effects:	
Final cash dividend for the year 2008-09 @ 150% (Rs15/- per share of Rs 10/- each)	864
	5,608



Segment-Wise Analysis of Gross Profit

- Others 4%
- White Oil Production 39%
- Black Oil Production 57%

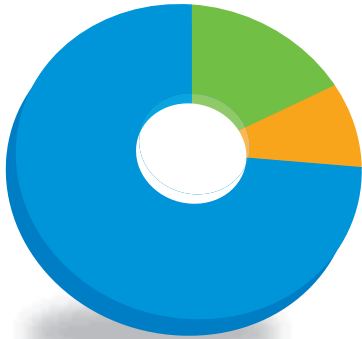


Segment-Wise Analysis of Revenue

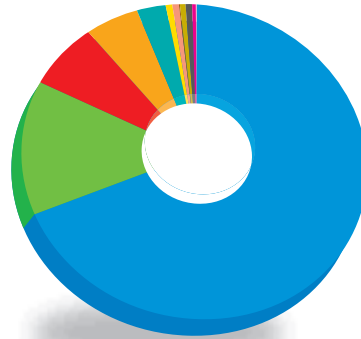
- Gross Profit 65%
- Other Operating Income 17%
- Bank Profits 17%
- Profit of Associates 1%

Directors' Report

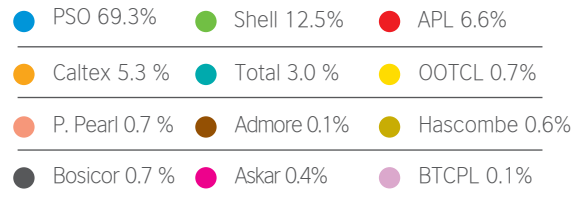




Retail Outlets Province Wise Numbers



Overall Market Share



Dividend

The directors have recommended a final cash dividend @ 150% (Rs. 15/- per share of Rs. 10/- each). This is in addition to interim cash dividend @ 100% (Rs. 10/- per share of Rs 10/- each) already declared and paid to the shareholders thereby making a total of 250 % for the year 2008-09.

Marketing and Operations

In order to meet efficiently the demand of the customers in the mid country region, the Company took a quantum leap by setting up a bulk oil terminal at Machike with the total cost of around Rs 300 Million. The terminal has been successfully commissioned and is playing a vital role in making prompt and regular supplies of POL products to its valued customers in the surrounding areas. All our storage terminals

have been specifically designed to meet the existing and future requirements of the Company. The terminals are equipped with most modern facilities like computerized metering system, international level safety and fire fighting system, certified facility for the calibration of road oil tankers etc. The terminals are directly linked with Refineries through piping network ensuring unadulterated products are supplied and environment is not harmed. The terminals have a storage facility for diesel, petrol, kerosene oil and furnace oil.

Subsequent to year end, the Company entered into agreements with Pak-Arab Pipeline Company Limited (PAPCO) and Pak-Arab Refinery Limited (PARCO) for supplying petroleum products through White oil pipeline (WOPP) and Mehmoodkot – Faisalabad – Machike (MFM) pipeline respectively. This will

further improve product availability at mid country area.

In order to enhance the operational capacity at Rawalpindi Bulk Oil Terminal (RBT), filling gantry was extended by adding up two new filling points, one each for petrol and diesel, alongwith new meters, pumps and loading arms. Further, at RBT new petrol tank was commissioned in November 2008, resulting in enhancement in petrol storage by 315%. Kerosene oil storage was also increased by 50% resulting in overall terminal storage capacity enhancement by 14%.

In line with APL's commitment to broaden its base within the Oil and Gas industry of Pakistan and establishing and strengthening its network of retail outlets, 37 pumps were commissioned during the year bringing the total number of operational petrol pumps to 246 as on June 30, 2009.



Directors' Report

The Company's investment in these pumps stands at Rs 427 million. In addition to this, a number of prime locations have been identified for further development of our retail outlets. A total of 42 retail outlets are currently under construction and an additional 103 are at different stages of securing the necessary licenses. Total inland industry annual trade of diesel declined by 8% whereas petrol increased by 5% but your Company managed to increase its sales volume and market share of both diesel and petrol by establishing new pumps and aggressive marketing strategies. APL's local annual sale of diesel and petrol increased by 35% and 44% respectively. Consequently, APL's market share also increased from 2.4% to 3.5% for diesel and from 2.4% to 3.3% for petrol. The Company's outlets are fully equipped with modern hardware and best service techniques to provide efficient service to the customers. Other facilities such as highly accurate

electronic dispensing units, service stations, tyre shops, tuck shops, mosques and rest areas are also on sight for customers' convenience and satisfaction.

Adopting proactive approach and realizing the competition in the market, the Company undertook plan of implementing new vision at the selected 52 retail outlets. The total amount approved and allocated for plan was Rs 95 million.

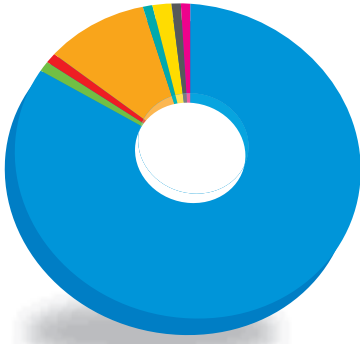
A substantial portion of our sales revenue is generated through the marketing of petroleum products to industrial consumers. These primarily include furnace oil, asphalt and light diesel oil which are marketed throughout Pakistan by selling both to the end-users and through a vast network of distributors. Sale of furnace oil declined due to huge inter corporate debts and reduced throughputs from the sources at southern part of the country. During the year, the Company

started supplying Residual Fuel Oil (RFO) to Attock Gen Limited, a 150MW power plant at Rawalpindi under sale purchase agreement. On export side, our sales volume dropped by 10% due to the bad law and order situation at borders. Despite these odds, the Company was still able to earn US\$ 88 million of foreign exchange from exports.

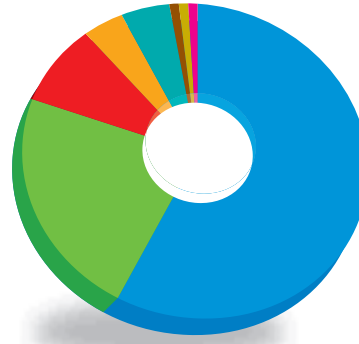
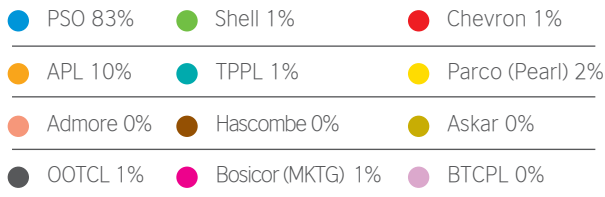
Business Risks and Challenges

Volatility in International Oil Prices and regulatory risk

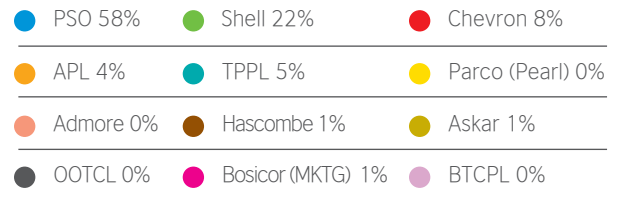
Oil prices are directly affected by its global supply and demand. Factors that influence demand and supply include economic conditions, operational issues, natural disasters, weather, political instability and conflicts or actions by major oil-exporting countries. In addition to this, GoP also controls these prices through implementation and adjustment



Market Share of Black Oil



Market Share of White Oil



of levies and duties and subsidies. Under current pricing formula of regulated products, prices are the key drivers of an OMC's profitability. Higher prices translate into increased revenues and vice versa. Price fluctuations have direct impact on Company's development and investment plans. Further, imposition / enhancement of duties, taxes, other levies and revision in pricing formula of regulated products remain a possibility.

The Company continues to focus on efficient mix of products maintaining sustainability and generating growth. GoP has demonstrated a strong commitment and taken a number of steps to deregulate the Oil and Gas sector in line with the overall vision of a liberalized economy.

Terrorism

The entire world in general and Pakistan in particular are victims

of terrorism. The terrorist activities may result in disruption in the supply chain of the oil industry at any point in time resulting in halting the economic growth and development. The GoP with the support of International agencies has taken concrete steps of eliminating terrorism. The oil industry has adopted extra precautionary security measures to avoid any such risk.

Geo-political Risk

Development in politics, laws and regulations can effect our operations. Potential developments include import and export restrictions, international conflicts, wars, civil unrest, local security concerns that threaten the safe operation of the Company. It is difficult to predict the timing and severity of these occurrences and their potential effect. If such risks materialise they could affect operations, reputation, employees and

financial position of the Company. The operations of the Company are dependent on timely availability of the petroleum products provided by the refineries. Refineries, in turn, are dependent upon the availability of crude oil from the gulf region, except for Attock Refinery Limited, which uses indigenous crude oil. There is a risk that due to political instability in the region there may be a disruption in the supply thereby affecting negatively the operations of the Company.

The Company enjoys the support of refineries under proper agreements thereby ensuring smooth supply of petroleum products for the Company.

Intense Competition

The Company operates in a very challenging business environment and faces competition to access market, services and human resources. Lately, the oil sector

The Company has a long and enriched history of being a responsible corporate entity. It has always desired to play a proactive role for social welfare, development of human capital and upliftment of the people.

Directors' Report

has been the focus of deregulatory reforms that have been undertaken by the (GoP) which in turn paved the way for fierce competition compelling OMCs to adopt better marketing practices in order to retain market share. In the long term, market based mechanism is likely to intensify the competition among the OMCs which may make achieving of growth targets more challenging for the Company.

The Company is a member of the only fully integrated group in Pakistan with upstream and downstream operations. With aggressive retail outlets rollout plan and increased marketing efforts, the Company's management is well placed to compete effectively in this increasingly competitive industry.

Human Resource

The Company's key human resources are essential for the smooth functioning of its

operations. Loss of personnel or our inability to attract quality human resources could affect our operational performance and growth strategy.

The Company offers a variety of compensation packages in line with the market and enabling environment ensuring retention of quality man power.

Health, safety, environment and security

The Company is subject to various local, national and international laws and regulations relating to health, safety and the environment. Changes to these laws and regulations could result in increased costs of compliance as well as penalties for non-compliance.

The Company has an effective and comprehensive Health, Safety and Environment policy and related practices ensuring 100% commitment from all employees

and contractual workers towards the preservation of environment and propagation of health and safety procedures to mitigate this risk and support safe and secure execution of all critical operating activities.

Contribution Towards the Economy

The Company contributed Rs. 15,003 million towards national ex-chequer in the form of taxes and levies and earned precious foreign exchange of US\$ 88 million through export of products and commission on related services. The Company is providing premier quality petroleum products even in remote areas particularly the northern areas and interior Sindh through its network of retail outlets and distributors contributing for the development of the local labor force, thus promoting employment, technical know-how and improving the earning capacities of the residents.



We strive to continually improve performances in all areas of Environment, Health and Safety performance and priorities on the basis of risk.



The Company continued its policy to attract quality employees and to provide its entire staff with motivating rewards and career enhancement opportunities.

Directors' Report

Human Resource Development

The Company understands the critical role that the employees play in its success. The Company continued its policy to attract quality employees and to provide its entire staff with motivating rewards and career enhancement opportunities including capacity building through job specific training.

The Company communicates clear and concise values to its workforce, emphasizing performance, integrity and commitment to community. These values, coupled with a corporate commitment to diversity, have resulted in Attock Petroleum Limited building an exceptional and engaged workforce. The Company regularly reviews and improves its compensation and benefits to maintain a competitive position in the marketplace and the industry. Furthermore, the Company lays due emphasis on ensuring employees have the

opportunity for continued development and training. This investment is recognized as not only being valuable to the individual employee, but also provides return to the Company by employing a well-engaged and highly-motivated workforce.

Corporate Citizenship

The Company has a long and enriched history of being a responsible corporate entity. It has always desired to play a proactive role for social welfare, development of human capital and upliftment of the people. The Company's social welfare activities are directed towards promoting education, healthcare, alleviate sufferings of the disaster victims and support humanitarian causes. Donations and regular sponsorships ensure that the welfare of our local communities are looked after and encouraged at all levels within the organization. The Company takes on social initiatives where it considers that

its intervention and support could make a meaningful and significant difference in improving the lives of the people. It pursues social contribution initiatives as environmental conservation to protect the planet and all life on it, education to foster the next generation of future leaders and study and research that contribute to the sustainability of society and community activities.

The Company remains steadfast in its role to promote education within Pakistan. Through the Employee Welfare Trust, the Company regularly awards Educational scholarships to employees' children based on financial need and academic excellence. The Trust has also made significant contributions in meeting the medical, housing and wedding expenses of the needy staff members and their families.

Responding to the immediate need of internally displaced persons (IDPs) of Swat and Buner areas, your Company acted



Special Reward Distribution by "APL Employee Welfare Trust"

promptly to support the victims of terrorism and contributed Rs. 2.5 Million towards their rehabilitation.

Health, Safety and Environment Consciousness

The Company considers health, safety and environmental (HSE) management to be an integral part of its business. Attock Petroleum has a formal HSE Policy which is brought to the attention of every employee and contractor working on the business. The policy aims to achieve first class HSE performance by promoting a culture which encourages all employees, contractors and other stakeholders to contribute to its implementation. Responsibility for HSE management begins with the Board of Directors and carries through to every employee and contractor engaged in Company's activities

The Company makes appropriate

resources and training available to reduce health and safety risks to employees and contractors to a level which is as low as reasonably practicable. The Company aims to meet relevant regulatory and legislative requirements as a minimum and apply its own standards where laws and regulations are considered to be inadequate or do not exist. It is also the policy of the Company to consider the health and welfare of employees by maintaining a safe place and system of work as required by local legislation.

Our continued commitment to HSE and Quality Management has been recognized by completing a successful surveillance audit of the Company's Integrated Management System which maintains accreditation to:

- ISO – 9001:2000 Quality Management Systems
- ISO – 14001:2004 Environmental Management Systems

Awards and Achievements

It is a matter of honour that the Company secured 3rd position for presenting the Best Annual Corporate Report 2008 in the Fuel and Energy sector. This ceremony was jointly organised by the Institute of Chartered Accountants of Pakistan and Institute of Cost and Management Accountants of Pakistan. The Company was also selected amongst the "Top Twenty Five Companies" by Karachi Stock Exchange for the year 2007 in recognition of Company's policy and practice of transparency, disclosure of required information and compliance with financial reporting standards, provisions of Companies Ordinance 1984 and listing regulations.

Corporate Governance

The Company is committed to high standard of corporate governance and the Board is accountable to the Company's shareholders for good corporate governance. The

Directors' Report

Company shall continue the ongoing development of its corporate governance practice to ensure high standards are maintained.

The Company is fully compliant with the code of corporate governance as per the requirements of the Listing Regulations. Specific statements are being given hereunder:

- 1) The financial statements, prepared by the management, present fairly its state of affairs, the result of its operations, cash flows and changes in equity.
- 2) Proper books of account of the Company have been maintained.
- 3) Appropriate accounting policies have been consistently applied in preparation of financial statements and accounting estimates are based on

reasonable and prudent judgment.

- 4) International Financial Reporting Standards, as applicable in Pakistan have been followed in the preparation of financial statements.
- 5) The system of internal control is sound in design and has been effectively implemented and monitored.
- 6) There are no doubts upon the Company's ability to continue as a going concern.
- 7) There has been no material departure from the best practices of corporate governance as detailed in the listing regulations.
- 8) Significant deviations from the last year's operating results have been disclosed in the Directors' Report.

9) The Company does not envisage corporate restructuring or discontinuation of its operations in the foreseeable future.

10) Key operating and financial data of the last 6 years in summarised form is annexed with the report.

11) All major Government levies in the normal course of business, payable as at June 30, 2009, have been cleared subsequent to the year-end.

12) The value of investments in employee retirement funds based on the latest audited accounts as of June 30, 2008 are as follows:

Employees' pension fund
Rs. 19.054 million

Employees' provident fund
Rs. 12.116 million



A separate statement of compliance signed by the Chief Executive Officer is included in this Annual Report.

Directors and Board Meetings

The election of Directors of the

Company was held in March 2009 and following directors were elected for a term of 3-year period with effect from March 11, 2009.

1. Dr. Ghaith R. Pharaon
2. Mr. Laith G. Pharaon
3. Mr. Wael G. Pharaon
4. Mr. Shuaib A. Malik

5. Mr. Babar Bashir Nawaz
6. Mr. Adil Khattak
7. Mr. Munaf Ibrahim

During the year, the Board of Directors met five times. The number of meetings attended by each director during the year is shown below:

Sr. No.	Name	Number of Meetings Attended
1	Dr. Ghaith R. Pharaon *	5
2	Mr. Laith Ghaith Pharaon *	5
3	Mr. Wael Ghaith Pharaon *	5
4	Mr. Shuaib A. Malik	5
5	Mr. M. Adil Khattak	5
6	Mr. Babar Bashir Nawaz	5
7	Mr. Munaf Ibrahim	3

*Overseas directors attended the meetings either in person or through alternate directors



Directors' Report

Audit Committee

The management of your Company believes in Good Corporate Governance, implemented through a well-defined and efficiently applied system of checks and balances and the provision of transparent, accurate and timely financial information. Towards this end, an independent Internal Audit Division has been established. The Head of Internal Audit Division reports directly to the Audit Committee of the Board and the committee comprises of three non-executive directors who ensure that the internal control system is efficiently maintained, including financial and operational controls, accounting system and reporting structures. Terms of reference of the committee which is in line with the code of Corporate Governance has been presented and approved by the Board of Directors.

The audit committee is responsible

for reviewing a wide range of matters including the interim report and the annual report and accounts before their respective presentation to the Board and monitoring of the controls that are enforce to ensure the integrity of the information reported to the shareholders. The audit committee advises the Board on the appointment of external auditor and on their remuneration. The audit committee keeps under review the cost effectiveness, independence and objectivity of the external auditor.

The audit committee held four meetings in 2008-09. The Chief financial officer, internal auditor as well as external auditors were invited and they attended the meetings as per the requirement of the Code of Corporate Governance.

Auditors

The auditors Messrs A. F. Ferguson and Co., Chartered Accountants,

retire and offer themselves for re-appointment. The Audit Committee of the Board has recommended for the re-appointment of the retiring auditors.

Future Plans and Projects

Given the positive outlook during the year 2008-09, the Company is endeavouring its best to set for the same level of growth in the times to come with the vision to maximize shareholders value in the tough and competitive partially deregulated downstream petroleum sector:

- The Company has plans to launch 2nd phase of new vision in order to remain competitive. Under this plan, arrangements have been made for developing and conversion of 53 existing retail outlets into new vision. An investment of Rs. 96 million has been approved and set aside for this purpose. After completion of 2nd phase, the

total number of new vision retail outlets would reach at 105 involving total investment of Rs. 191 million.

- The Company purchased 15 acres of land at Port Qasim, Karachi for construction of bulk Oil terminal at the total cost of Rs. 22.5 million. However, despite lapse of considerable time the development of the terminal has been held in abeyance since the Company has not been provided the peaceful possession of land. The Port Qasim Authority has been legally intimated to ensure peaceful possession of land at an early date.
- In addition to the above, the Company is actively considering installing storage terminals at other strategic locations of the country like Mehmood Kot, Multan and Tarru Jabba, Peshawar.

- In order to meet the demand of Southern area, one quality assurance unit is being planned for the next year, which will help ensuring quality products at retail outlets thus enhancing customer's satisfaction.

The Company intends to finance all its future plans and projects through equity financing keeping in view the existing deposits and bank balances.

Shareholding

The total number of Company's shareholders as at June 30, 2009 was 2,371. The pattern of shareholding as at June 30, 2009 along with necessary disclosures as required under the Code of Corporate Governances is annexed.

Acknowledgement

We would like to take this

opportunity to thank our esteemed shareholders, Government of Pakistan and regulatory bodies for their enduring relationship and support towards the progress of the Company. The Board also thanks and appreciates employees, customers and strategic partners for their dedication, commitment and contributions towards helping us achieve new heights of success and commendable results.

On Behalf of the Board



Shuaib A. Malik
Chief Executive

Damascus, Syria.
August 06, 2009.



Calendar of major events

Oct 1995:

Formal application moved for Government approval

Dec 1995:

Incorporation of APL

Feb 1997:

Government approval granted for OMC

Feb 1998:

Marketing of Petroleum products commenced

Jun 1999:

Bulk oil terminal commenced at Rawalpindi

Oct 1999:

Commissioned first retail outlet

Jan 2000:

Launched lubricants

Jul 2002:

Marketing of Surplus Naphtha through exports

Apr 2003:

Initiated exports to Afghanistan

Jun 2003:

ISO 9001: 2000 Quality Management System Certification

Jul 2004:

Registered as an OMC with Afghan Investment Support Agency

Sep 2004:

ISO 14001:1996 Environment Management Systems certification

Mar 2005:

Acquired listing on Karachi Stock Exchange

May 2005:

Celebrated 100th retail outlet

Jul 2005:

Acquired National Refinery Limited through bidding

Aug 2005:

Started supplying Fuel oil to IPPs

Mar 2006:

Started operating new terminal at Karachi

Mar 2006:

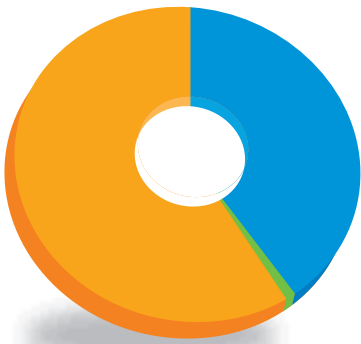
Started first Company owned retail outlet's operations

Nov 2007:

Commissioned 1st international retail outlet at Jalalabad, Afghanistan

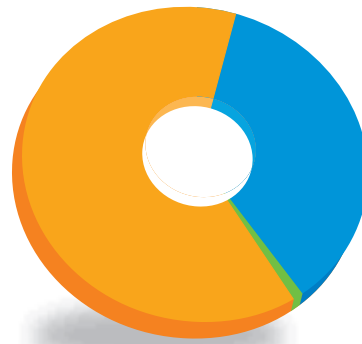
Jun 2009:

Commissioned new bulk oil terminal at Machike



Equity & Liability
2009

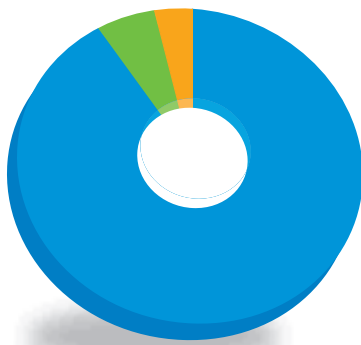
- Shareholder equity 39%
 - Non-current Liability 1%
-
- Current liabilities and provisions 60%



Equity & Liability
2008

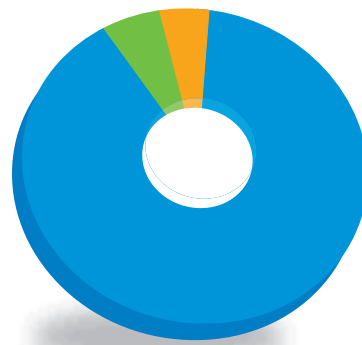
- Shareholder equity 36%
 - Non-current Liability 1%
-
- Current liabilities and provisions 63%

Graphical analysis of Balance Sheet



Assets
2009

- Current Assets 90%
 - Fixed Assets 6%
-
- Long-term investments in Associated companies 4%



Assets
2008

- Current Assets 89%
 - Fixed Assets 6%
-
- Long-term investments in Associated companies 5%

Six Years at a Glance

		2009	2008	2007	2006	2005	2004
Profit & Loss Summary							
Net sales	Rs thousand	61,863,152	53,242,330	44,130,536	40,839,299	9,909,682	7,586,203
Gross profit	Rs thousand	3,292,350	2,748,401	2,044,971	1,811,855	431,043	492,280
Operating profit	Rs thousand	3,630,256	3,272,090	2,167,941	1,894,131	559,878	546,192
Profit before tax	Rs thousand	4,280,419	3,529,552	2,435,606	1,945,606	559,831	533,559
Profit after tax	Rs thousand	3,082,419	2,641,552	1,728,606	1,392,606	460,408	335,759
Profit before tax, depreciation & amortization	Rs thousand	4,363,053	3,606,739	2,499,034	2,001,391	591,949	556,521
Cash dividends	Rs thousand	1,440,000	960,000	560,000	480,000	200,000	162,188
Bonus shares issued	Rs thousand	-	96,000	80,000	-	100,000	165,000

Balance Sheet Summary

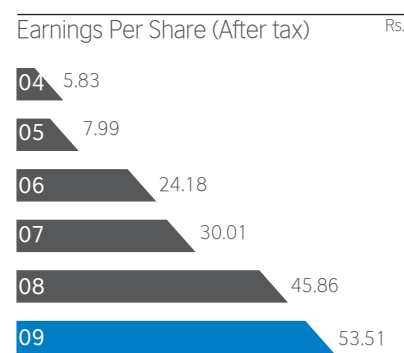
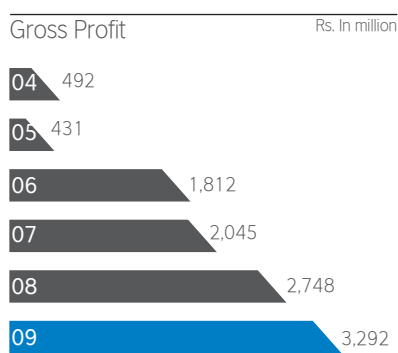
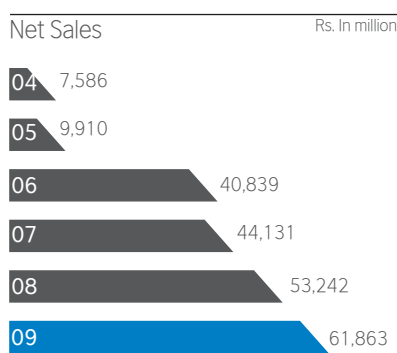
Share capital	Rs thousand	576,000	480,000	400,000	400,000	400,000	300,000
Reserves	Rs thousand	5,930,268	4,095,849	2,494,297	1,325,691	413,085	252,677
Property, plant & equipment	Rs thousand	1,130,875	922,621	601,326	520,948	335,203	288,577
Current assets	Rs thousand	16,406,083	13,881,634	7,995,195	5,728,928	2,021,863	1,042,908
Current liabilities	Rs thousand	10,936,549	9,842,350	5,402,649	4,427,804	1,336,685	587,353
Net current assets	Rs thousand	5,469,534	4,039,284	2,592,546	1,301,124	685,178	455,555
Capital expenditure during the year	Rs thousand	293,032	399,198	144,324	244,037	79,092	55,172
Long term / deferred liabilities	Rs thousand	251,538	135,137	126,821	129,638	98,099	73,700

Cash Flow Summary

Cash flows from operating activities	Rs thousand	1,962,411	2,988,906	2,097,192	1,724,798	870,583	372,734
Cash flows from Investing activities	Rs thousand	849,611	(386,025)	(5,165)	(369,450)	(103,282)	(25,835)
Cash used in financing activities	Rs thousand	(1,495,003)	(551,799)	(306,122)	(341,518)	(95,551)	(82,637)
Net change in cash & cash equivalents	Rs thousand	1,317,019	2,051,082	1,785,905	1,013,830	671,750	264,558

Operating Ratios

Gross profit	%	5.32	5.16	4.63	4.44	4.35	6.49
Net profit	%	4.98	4.96	3.92	3.41	4.65	4.43
EBITDA to sales	%	7.05	6.77	5.66	4.90	5.97	7.34



		2009	2008	2007	2006	2005	2004
Return on assets	%	18.25	21.57	22.18	30.84	24.35	29.56
Return on equity		43.52	47.72	50.04	68.08	45.45	49.91
Return on Capital employed	%	55.63	70.72	74.83	109.71	67.42	68.12
Earning per share (pre tax)	Rs	74.31	61.28	42.27	33.78	9.19	9.63
Earning per share (after tax)	Rs	53.51	45.86	30.01	24.18	7.99	5.83

Working Capital Ratios

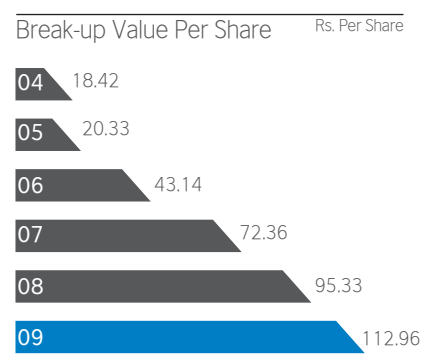
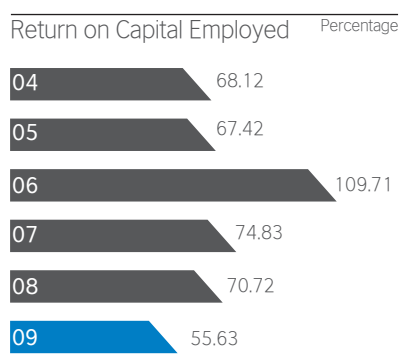
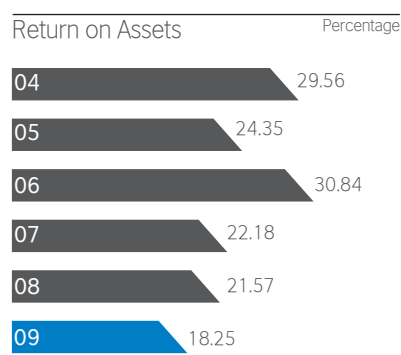
Total assets turnover	3.66	4.35	5.66	9.04	5.24	6.68
Fixed assets turnover	60.25	69.87	78.64	95.40	31.77	27.84
Inventory turnover	265.87	157.60	202.37	423.53	144.13	292.87
No. of days in inventory	1.37	2.32	1.80	0.86	2.53	1.25
Debtors turnover	9.06	12.79	17.63	29.39	38.84	48.58
No. of days in receivables	40.30	28.55	20.70	12.42	9.40	7.51
Number of retail outlets	246	209	177	145	108	75

Liquidity and Solvency Ratios

Current	1.50	1.41	1.48	1.29	1.51	1.78
Quick	1.49	1.38	1.42	1.28	1.43	1.74
Debt : equity	0:100	0:100	0:100	0:100	0:100	0:100
Interest cover	-	-	-	-	-	-
Weighted average cost of debt	-	-	-	-	-	-

Investor's Ratios

Earning growth	%	16.69	52.81	24.13	202.47	37.12	98.05
Dividend payout	%	46.72	36.34	32.40	34.47	43.44	48.30
Break-up value per share	Rs	112.96	95.33	72.36	43.14	20.33	18.42
Cash dividend per share	Rs	25.00	20.00	14.00	12.00	5.00	5.41
Bonus per share	%	-	20.00	20.00	-	33.33	77.77
Dividend cover		2.14	2.29	2.57	2.90	2.30	2.07
Price earning		5.94	9.43	13.92	9.28	13.73	
Earning yield	%	16.83	10.61	7.18	10.78	7.28	
Dividend yield	%	9.16	3.85	3.51	4.07	3.11	
Market value per share							
Year end	Rs	318	432	501	323	158	
During the year							
Highest	Rs	432	634	501	437	240	
Average	Rs	273	519	398	295	161	
Lowest	Rs	130	404	295	152	105	



Vertical Analysis

	2009		2008	
Balance Sheet Items	Amount (Rs)	%	Amount (Rs)	%
Property, Plant and Equipment	939,780	5.1	532,512	3.4
Capital Work in Progress	191,095	1.0	390,109	2.5
Other Non-Current Assets	733,397	4.0	709,081	4.6
Current Assets	16,406,083	89.8	13,881,634	89.5
Total Assets	18,270,355	100.0	15,513,336	100.0
Shareholders' Equity	7,082,268	38.8	5,535,849	35.7
Long Term Deposits	159,538	0.9	121,137	0.8
Deferred Liability	92,000	0.5	14,000	0.1
Current Liabilities	10,936,549	59.9	9,842,350	63.4
Total Shareholders' Equity & Liabilities	18,270,355	100.0	15,513,336	100.0
Profit & Loss Items				
Net Sales	61,863,152	100.0	53,242,330	100.0
Cost of Products Sold	58,570,802	94.7	50,493,929	94.8
Gross Profit	3,292,350	5.3	2,748,104	5.2
Other Operating Income	843,967	1.4	896,359	1.7
Operating Expenses	506,061	8.0	372,670	0.7
Operating Profit	3,630,256	5.9	3,272,090	6.1
Income on Bank Deposits and Investments	848,852	1.4	381,910	0.7
Share of Profit of Associated Companies	26,510	0.0	58,918	0.1
Workers' Profit Participation Fund	225,199	0.4	183,366	0.3
Profit Before Taxation	4,280,419	6.9	3,529,552	6.6
Provision for Taxation	1,198,000	1.9	888,000	1.7
Profit for the Year	3,082,419	5.0	2,641,552	5.0
Cash Flows				
Cash flows from / (used in) Operating activities	1,962,411	149.0	2,988,906	145.7
Cash flows from / (used in) Investing activities	849,611	64.5	(386,025)	(18.8)
Cash flows from / (used in) Financing activities	(1,495,003)	(113.5)	(551,799)	(26.9)
Increase in Cash & Cash Equivalents	1,317,019	100.0	2,051,082	100.0

Rupees ('000)

2007		2006		2005		2004	
Amount (Rs)	%	Amount (Rs)	%	Amount (Rs)	%	Amount (Rs)	%
491,106	5.5	490,225	7.4	302,973	12.4	279,665	21.0
110,220	1.2	30,723	0.5	32,230	1.3	8,911	0.7
387,246	4.3	353,257	5.3	90,803	3.7	2,250	0.2
7,995,195	89.0	5,728,928	86.8	2,021,863	82.6	1,042,908	78.2
8,983,767	100.0	6,603,113	100.0	2,447,869	100.0	1,333,735	100.0

3,454,297	38.5	2,045,691	31.0	1,013,085	41.4	672,681	50.4
113,821	1.3	100,638	1.5	84,099	3.4	59,650	4.5
13,000	0.1	29,000	0.4	14,000	0.6	14,050	1.1
5,402,649	60.1	4,427,804	67.1	1,336,685	54.6	587,353	44.0
8,983,767	100.0	6,603,133	100.0	2,447,869	100.0	1,333,735	100.0

44,130,536	100.0	40,839,299	100.0	9,909,682	100.0	7,586,203	100.0
42,085,565	95.4	39,027,444	95.6	9,478,639	95.7	7,093,923	93.5
2,044,971	4.6	1,811,855	4.4	431,043	4.3	492,280	6.5
406,218	0.9	323,461	0.8	264,213	2.7	151,747	2.0
283,248	0.6	241,185	0.6	135,378	1.4	97,835	1.3
2,167,941	4.9	1,894,131	4.6	559,878	5.6	533,563	7.0
351,747	0.8	118,190	0.3	29,461	0.3	15,454	0.2
42,319	0.1	34,268	0.1	(41)	(0.0)	-	-
126,401	0.3	100,983	0.2	29,467	0.3	28,082	0.4
2,435,606	5.5	1,945,606	4.8	559,831	5.6	533,563	7.0
707,000	1.6	553,000	1.4	99,423	1.0	197,800	2.6
1,728,606	3.9	1,392,606	3.4	460,408	4.6	335,763	4.4

2,097,192	117.4	1,724,798	170.1	870,583	129.6	372,734	140.9
(5,165)	(0.3)	(369,450)	(36.4)	(103,282)	(15.4)	(25,538)	(9.7)
(306,122)	(17.1)	(341,518)	(33.7)	(95,551)	(14.2)	(82,637)	(31.2)
1,785,905	100.0	1,013,830	100.0	671,750	100.0	264,558	100.0

Horizontal Analysis

Balance Sheet Items	2009		2008	
	Increase/(Decrease) from last year		Increase/(Decrease) from last year	
	Amount (Rs)	%	Amount (Rs)	%
Property, Plant and Equipment	939,780	76.5	532,512	8.4
Capital Work in Progress	191,095	(51.0)	390,109	253.9
Other Non-Current Assets	733,397	3.4	709,081	83.1
Current Assets	16,406,083	18.2	13,881,634	73.6
Total Assets	18,270,355	17.8	15,513,336	72.7
Shareholders' Equity	7,082,268	27.9	5,535,849	60.3
Long Term Deposits	159,538	31.7	121,137	6.4
Deferred Liability	92,000	557.1	14,000	7.7
Current Liabilities	10,936,549	11.1	9,842,350	82.2
Total Shareholders' Equity & Liabilities	18,270,355	17.8	15,513,336	72.7
Profit & Loss Items				
Net Sales	61,863,152	16.2	53,242,330	20.6
Cost of Products Sold	58,570,802	16.0	50,493,929	20.0
Gross Profit	3,292,350	19.8	2,748,104	34.4
Other Operating Income	843,967	(5.8)	896,359	120.7
Operating Expenses	506,061	35.8	372,670	31.6
Operating Profit	3,630,256	10.9	3,272,090	50.9
Income on Bank Deposits and Investments	848,852	122.3	381,910	8.6
Share of Profit of Associated Companies	26,510	(55.0)	58,918	39.2
Workers' Profit Participation Fund	225,199	22.8	183,366	45.1
Profit Before Taxation	4,280,419	21.3	3,529,552	44.9
Provision for Taxation	1,198,000	34.9	888,000	25.6
Profit for the Year	3,082,419	16.7	2,641,552	52.8
Cash Flows				
Cash flows from / (used in) Operating activities	1,962,411	(34.3)	2,988,906	42.5
Cash flows from / (used in) Investing activities	849,611	(320.1)	(386,025)	7,373.9
Cash flows from / (used in) Financing activities	(1,495,003)	170.9)	(551,799)	80.3
Increase in Cash & Cash Equivalents	1,317,019	(35.8)	2,051,082	14.8

Rupees ('000)

2007		2006		2005		2004	
Increase/(Decrease) from last year		Increase/(Decrease) from last year		Increase/(Decrease) from last year			
Amount (Rs)	%	Amount (Rs)	%	Amount (Rs)	%	Amount (Rs)	%
491,106	0.2	490,225	61.8	302,973	8.3	279,665	100.0
110,220	258.8	30,723	(4.7)	32,230	261.7	8,911	100.0
387,246	9.6	353,257	289.0	90,803	3,935.7	2,250	100.0
7,995,195	39.6	5,728,928	183.3	2,021,863	93.9	1,042,908	100.0
8,983,767	36.1	6,603,113	169.7	2,447,869	83.5	1,333,735	100.0
3,454,297	68.9	2,045,691	101.9	1,013,085	50.6	672,681	100.0
113,821	13.1	100,638	19.7	84,099	41.0	59,650	100.0
13,000	(55.2)	29,000	107.1	14,000	(0.4)	14,050	100.0
5,402,649	22.0	4,427,804	231.3	1,336,685	127.6	587,353	100.0
8,983,767	36.1	6,603,133	169.8	2,447,869	83.5	1,333,735	100.0
44,130,536	8.1	40,839,299	312.1	9,909,682	30.6	7,586,203	100.0
42,085,565	7.8	39,027,444	311.7	9,478,639	33.6	7,093,923	100.0
2,044,971	12.9	1,811,855	320.3	431,043	(12.4)	492,280	100.0
406,218	25.6	323,461	22.4	264,213	74.1	151,747	100.0
283,248	17.4	241,185	78.2	135,378	38.4	97,835	100.0
2,167,941	14.5	1,894,131	238.3	559,878	4.9	533,563	100.0
351,747	197.6	118,190	301.2	29,461	90.6	15,454	100.0
42,319	23.5	34,268	83,680.5	(41)	-		100.0
126,401	25.2	100,983	242.7	29,467	4.9	28,082	100.0
2,435,606	25.2	1,945,606	247.5	559,831	4.9	533,563	100.0
707,000	27.8	553,000	456.2	99,423	(49.7)	197,800	100.0
1,728,606	24.1	1,392,606	202.5	460,408	37.1	335,763	100.0
2,097,192	21.6	1,724,798	98.1	870,583	133.6	372,734	100.0
(5,165)	(98.6)	(369,450)	257.7	(103,282)	304.4	(25,538)	100.0
(306,122)	(10.4)	(341,518)	257.4	(95,551)	15.6	(82,637)	100.0
1,785,905	76.2	1,013,830	50.9	671,750	153.9	264,558	100.0

Pattern of Shareholding as of 30 June, 2009

No. of Shareholders	Having Shares From	To	Shares Held	Percentage	
1.00	289.00	1.00	100.00	16,892	0.03
2.00	524.00	101.00	500.00	147,091	0.26
3.00	1,242	501.00	1,000	899,482	1.56
4.00	214.00	1,001	5,000	436,669	0.76
5.00	31.00	5,001	10,000	233,433	0.41
6.00	14.00	10,001	15,000	172,340	0.30
7.00	7.00	15,001	20,000	122,520	0.21
8.00	5.00	20,001	25,000	114,660	0.20
9.00	3.00	25,001	30,000	85,160	0.15
10.00	3.00	30,001	35,000	96,100	0.17
11.00	2.00	35,001	40,000	75,480	0.13
12.00	3.00	40,001	45,000	132,880	0.23
13.00	1.00	45,001	50,000	45,500	0.08
14.00	2.00	55,001	60,000	116,325	0.20
15.00	1.00	70,001	75,000	71,800	0.13
16.00	2.00	75,001	80,000	152,856	0.27
17.00	1.00	85,001	90,000	89,300	0.16
18.00	1.00	95,001	100,000	96,000	0.17
19.00	1.00	100,001	105,000	103,900	0.18
20.00	2.00	105,001	110,000	213,528	0.37
21.00	1.00	110,001	115,000	113,400	0.20
22.00	1.00	115,001	120,000	116,700	0.20
23.00	1.00	155,001	160,000	160,000	0.28
24.00	1.00	160,001	165,000	165,000	0.29
25.00	2.00	175,001	180,000	359,100	0.62
26.00	2.00	200,001	205,000	408,500	0.71
27.00	1.00	205,001	210,000	208,000	0.36
28.00	1.00	225,001	230,000	228,816	0.40
29.00	1.00	265,001	270,000	265,300	0.46
30.00	1.00	290,001	295,000	290,712	0.51
31.00	1.00	490,001	495,000	494,520	0.86
32.00	1.00	510,001	515,000	514,000	0.89
33.00	1.00	675,001	680,000	677,260	1.18
34.00	1.00	735,001	740,000	736,440	1.28
35.00	1.00	1,265,001	1,270,000	1,267,200	2.20
36.00	1.00	3,705,001	3,710,000	3,708,000	6.44
37.00	1.00	3,985,001	3,990,000	3,988,080	6.92
38.00	1.00	4,030,001	4,035,000	4,032,000	7.00
39.00	1.00	4,040,001	4,045,000	4,042,080	7.02
40.00	1.00	12,600,001	12,605,000	12,600,096	21.88
41.00	1.00	19,800,001	19,805,000	19,802,880	34.38
2,371				57,600,000	100.00

Categories of Shareholders as of June 30, 2009

Particulars	Share Holders	Shareholding	Percentage
Directors, Chief Executive Officer, Their Spouses & Minor Children	9	4,270,903	7.41
Associated Companies	4	37,712,256	65.47
NIT & ICP	1	8,488	0.01
BANKS, DFI & NBFIs	11	802,852	1.39
Insurance Companies	8	1,323,753	2.30
Modarbas & Mutual Funds	22	2,306,533	4.00
General Public (Local)	2,214	2,447,100	4.25
General Public (Foreign)	12	26,480	0.05
Foreign Companies	1	71,800	0.12
Others	89	8,629,835	14.98
	2,371	57,600,000	100.00

Key Shareholders	Number of Shareholders	Number of Shares
Associated Companies		
Pharaon Investment Group Ltd. Holding s.a.l	1	19,802,880
Attock Refinery Limited	1	12,600,096
Pakistan Oilfields Limited	1	4,042,080
The Attock Oil Company Limited	1	1,267,200
Directors, Chief Executive Officer, Their Spouses & Minor Children		
Dr. Ghaith R. Pharaon	1	1
Mr. Laith G. Pharaon	1	1
Mr. Wael G. Pharaon	1	1
Mr. Shuaib A. Malik (Director & Chief Executive)	1	3,988,081
Mr. Babar Bashir Nawaz	1	1
Mr. M. Adil Khattak	1	24,481
Mr. Munaf Ibrahim	1	228,816
Mr. Bilal A. Khan	1	1
Mr. Rehmat Ullah Bardaie	1	29,520
Executives	2	30,240
Banks, Non Banking Financial Institutions,	41	4,433,138
Insurance Companies, Modarabas & Mutual Funds		
Shareholding 10% or More Voting Interest		
Pharaon Investment Group Limited Holding s.a.l.	1	19,802,880
Attock Refinery Limited	1	12,600,096

Trade in shares by Directors, CEO, CFO, Company Secretary, Executives and their spouses and minor children.

Name	No. of Shares Purchased	No. of Shares Sold
Nil	Nil	Nil

Review Report to the Members

A.F. FERGUSON & CO.

CHARTERED ACCOUNTANTS

KARACHI-LAHORE-ISLAMABAD

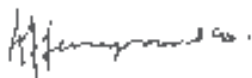
Review Report to the Members on Statement of Compliance with best practices of Code of Corporate Governance

We have reviewed the Statement of Compliance with the best practices contained in the Code of Corporate Governance as applicable to the Company for the year ended June 30, 2009 prepared by the Board of Directors of Attock Petroleum Limited, to comply with the Listing Regulations of the Stock Exchanges 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 our 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 Board's 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 to the Company for the year ended June 30, 2009.



Chartered Accountants

Islamabad
August 06, 2009

Name of the audit engagement partner:
M. Imtiaz Aslam

Statement of Compliance with the Code of Corporate Governance for the Year Ended June 30, 2009

This statement is being presented to comply with the Code of Corporate Governance contained in regulation No. 37 of the Listing Regulations of the Karachi Stock Exchange for the purpose of establishing a framework of good corporate 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:

1. The Company encourages representation of independent non-executive directors and directors representing minority interests on its Board of Directors. At present the Board includes six non-executive directors of whom one is independent director representing institutional equity interest and minority shareholders.
2. The director have confirmed that non 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 NBF. None of the directors or their spouses are engaged in the business of stock brokerage.
4. No casual vacancy occurred in the Board.
5. The Company has prepared a 'Statement of Ethics and Business Practices', which has been signed by all the directors and employees of the Company.
6. The Board has developed vision and mission statements, 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.
7. 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 CEO or a director elected by the Board for this purpose and the Board met at least once in every quarter. Written notices of 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 of directors have been provided with in-house briefings to apprise them of their duties and responsibilities.
10. The Board has approved appointment of CFO, Company secretary and Head of Internal Audit, including their remuneration and terms and conditions of employment, as determined by the CEO.
11. The Directors' Report for the year has been prepared in compliance with the requirements of the Code and fully describes the salient matters required to be disclosed.
12. The financial statements of the Company were duly endorsed by the CEO and CFO before approval of the Board.
13. 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.

Statement of Compliance with the Code of Corporate Governance for the Year Ended June 30, 2009

14. The Company has complied with all the corporate and financial reporting requirements of the Code.
15. The Board has formed an Audit Committee. It comprises three members, of whom all are non-executive directors including the Chairman of the Committee.
16. The meetings of the Audit Committee were held at least once every quarter prior to approval of the 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.
17. The Board has set up an effective internal audit function.
18. 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 the code of ethics as adopted by the Institute of Chartered Accountants of Pakistan.
19. 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.
20. We confirm that all other material principles contained in the Code have been complied with.



SHUAIB A. MALIK
Chief Executive

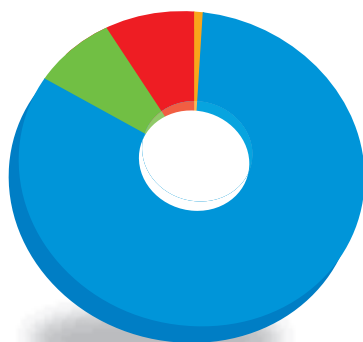
Damascus, Syria
August 06, 2009

Statement of Value Added

	2009 Rs in thousand	%	2008 Rs in thousand	%
Gross revenue and other income	72,443,756		61,421,975	
Cost of sales and operating expenses	(54,227,043)		(50,232,280)	
Total value added	18,216,713		11,189,695	

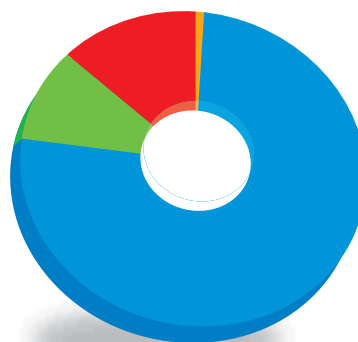
Distribution

Employee remuneration	144,930	0.80	109,429	0.98
Government as:				
Company taxation	1,198,000	6.58	888,000	7.94
Sales tax and levies	13,481,031	74.00	7,335,498	65.56
WPPF	225,199	1.24	183,366	1.64
Shareholders as:				
Dividends	1,440,000	7.90	960,000	8.58
Bonus share	-	-	96,000	0.86
Society as:				
Donation	2,500	0.01	-	-
To financial charges to providers of finance:	-	-	-	-
Retained in business:				
Depreciation	82,634	0.45	77,187	0.69
Net earnings	1,642,419	9.02	1,540,215	13.76
Total	18,216,713	100.00	11,189,695	100.00



2009

- Employee remuneration 1%
- Government as 82%
- Shareholders as 8%
- Society as 0%
- To financial charges to provider of finance 0%
- Retained in business 9%



2008

- Employee remuneration 1%
- Government as 76%
- Shareholders as 9%
- Society as 0%
- To financial charges to provider of finance 0%
- Retained in business 14%

Form of Proxy

14th Annual General Meeting

I/We _____
of _____ being a member of Attock Petroleum Limited
and holder of _____ ordinary Shares as per Share Register Folio No. _____

For beneficial owners as per CDC List _____

CDC Participant I.D. No. _____

CNIC No. _____ or Passport No. _____

hereby appoint _____ of _____

or failing him/her _____ of _____

as my/our proxy to vote and act for me/our behalf at the 14th Annual General Meeting of the Company to be held on September 08, 2009 at 11:00 am at Islamabad Club, Islamabad and at any adjournment thereof.

**Please affix
rupees five
revenue
stamp**

(Signatures should agree with the
specimen signature registered
with the Company)

Signature of Shareholder _____

Dated this _____ day of _____ 2009 Signature of Proxy _____

For beneficial owners as per CDC list

1. WITNESS:

Signature: _____

Name: _____

Address: _____

CNIC No. _____

or Passport No. _____

2. WITNESS:

Signature: _____

Name: _____

Address: _____

CNIC No. _____

or Passport No. _____

Note: Proxies, in order to be effective, must be received at the Registered Office of the Company at 6, Faisal Avenue, F-7/1, Islamabad not less than 48 hours before the meeting.

CDC Shareholders and their proxies are each requested to attach an attested photocopy of their Computerized National Identity Card or Passport with the proxy form before submission to the Company.



Attock Petroleum Limited

6, Faisal Avenue, F-7/1,
Islamabad, Pakistan.
Tel: 92-51-2611600, 2611601, 2611602
Fax: 92-51-2611605