CONTENTS

Company Information 3

The Vision Statement 4

The Mission Statement 5

Notice of Annual General Meeting 6

Directors' Report 8

Summarised Key Operating and Financial Data of Last Six Years 12

Statement of Compliance with the best practices of Code of Corporate Governance 14

Review Report to the Members on Statement of Compliance with the Best Practices of Code of Corporate Governance 17

Auditors' Report to the members 18

Balance Sheet 20

Profit and Loss Account 21

Statement of Comprehensive Income 22

Cash Flow Statement 23

Statement of Changes in Equity 24

Notes to the Accounts 25

Pattern of Shareholding 60

Form of Proxy ....

COMPANY INFORMATION

BOARD OF DIRECTORS

Executive Directors

Dewan Muhammad Yousuf Farooqui	Chairman Board of Director
Syed Muhammad Anwar	Chief Executive Officer
Mr. Haroon Iqbal	

Non-Executive Directors

Dewan Abdul Baqi Farooqui
Dewan Abdul Rehman Farooqui
Mr. Ghazanfar Baber Siddiqui

Independent Director

Mr. Aziz-ul-Haque

AUDIT COMMITTEE MEMBERS

Mr. Aziz-ul-Haque	Chairman
Dewan Abdul Rehman Farooqui	Member
Mr. Haroon Iqbal	Member

HUMAN RESOURCE & REMUNERATION COMMITTEE

Dewan Muhammad Yousuf Farooqui	Chairman
Mr. Haroon Iqbal	Member
Mr. Aziz-ul-Haque	Member

CHIEF FINANCIAL OFFICER

Mr. Imran Ahmed Javed

COMPANY SECRETARY

Mr. Muhammad Hanif German

AUDITORS

Faruq Ali & Co.
Chartered Accountants

COST AUDITORS

Rafaqat Mansha Mohsin Dossani Masoom & Co.
Chartered Accountants

LEGAL ADVISOR

Muhammad Azhar Faridi (Advocate)

SHARES REGISTRAR TRANSFER AGENT

BMF Consultants Pakistan (Pvt.) Limited
Anum Estate, Room No. 310 & 311, 3rd Floor,
49, Darul Aman Society, Main Shahrah-e-Faisal,
Adjacent to Baloch Colony Bridge, Karachi, Pakistan.

REGISTERED ADDRESS

Block-A, 7th Floor, Finance & Trade Centre,
Shahrah-e-Faisal, Karachi, Pakistan.

CORPORATE OFFICE

Block-A, 2nd Floor, Finance & Trade Centre,
Shahrah-e-Faisal, Karachi, Pakistan.

FACTORY

1. Deh Dhando, Dhabeji
   District, Malir, Karachi.
2. Kamilpur Near Hattar
   District, Haripur, Khyber Pakhtoonkhuwa

WEBSITE

www.yousufdewan.com

The Vision Statement

"The vision of Dewan Cement Limited is to become leading market player in the cement sector".

The Mission Statement

o To assume leadership role in the technological advancement of the industry and to achieve the highest level of qualitative and quantitative indigenization.

o To be the finest organization in its industry, and to conduct its business responsibly and in a straight forward manner.

o To seek long-term and good relations with our suppliers and Sales Agents with fair, honest and mutually profitable dealings.

o To achieve the basic aim of benefiting its customers, employees and shareholders and to fulfill its commitments to the society.

o To create a work environment highlighting team work, which motivates, recognizes and rewards achievements at all levels of the organization, because "In ALLAH we believe, and in people we trust".

o To be honest, initiative and be able to respond effectively to changes in all aspects of life, including technology, culture and environment.

o To be a contributing corporate citizen for the betterment of society and to exhibit a socially responsible behaviour.

o To conduct with integrity and strive to be the best.

NOTICE OF THE THIRTY FIFTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirty Fifth Annual General Meeting of **Dewan Cement Limited** ("**DCL**" or "**the Company**") will be held on **Thursday, October 30, 2014, at 04:00 p.m.** at Dewan Cement Limited Factory Site, at Deh Dhando, Dhabeji, District Malir, Karachi, Pakistan; to transact the following businesses upon recitation from Holy Qur'aan and other religious recitals:

1. To confirm the minutes of the preceding Extra Ordinary General Meeting of the Company held on Thursday, January 30, 2014;

2. To receive, consider, approve and adopt the annual audited financial statements of the Company for the year ended June 30, 2014, together with the Directors' and Auditors' Reports thereon;

3. To appoint the Statutory Auditors' of the Company for the ensuing year, and to fix their remuneration;

4. To consider any other business with the permission of the Chair.

By order of the Board

Muhammad Hanif German
Company Secretary

Karachi: September 26, 2014

NOTES:

1. The Share Transfer Books of the Company will remain closed for the period from October 23, 2014 to October 30, 2014 (both days inclusive).

2. Members are requested to immediately notify change in their addresses, if any, at our Shares Registrar Transfer Agent BMF Consultants Pakistan (Private) Limited, located at Anum Estate Building, Room No. 310 & 311, 3rd Floor, 49, Darul Aman Society, Main Shahrah-e-Faisal, adjacent to Baloch Colony Bridge, Karachi, Pakistan.

3. A member of the Company entitled to attend and vote at this meeting, may appoint another member as his/her proxy to attend and vote instead of him/her. Proxies, in order to be effective, must be received by the Company at the above-said address, not less than 48 hours before the meeting.

4. CDC Account holders will further have to observe the following guidelines, as laid down in Circular 01 dated January 20, 2000, issued by the Securities and Exchange Commission of Pakistan:

a) For Attending Meeting:

i) In case of individual, the account holder or sub-account holder, and/or the person whose securities are in group account and their registration details are uploaded as per the regulations, shall authenticate his/her identity by showing his/her original National Identity Card (CNIC), or original passport at the time of attending the meeting.

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

b) For Appointing Proxies:

i) In case of individual, the account holder or sub-account holder, and/or the person 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) Two persons, whose names, addresses, and CNIC numbers shall be mentioned on the form, shall witness the proxy.

iii) Attested copies of CNIC or passport of the beneficial owners and proxy shall be furnished along with the proxy form.

iv) The proxy shall produce his/her original CNIC or original passport at the time of the meeting.

v) In case of corporate entity, the Board of Directors' resolution/power of attorney, along with the specimen signature of the nominee, shall be produced (unless it has been provided earlier) along with the proxy form to the Company.

DIRECTORS' REPORT

The management of your company takes pleasure in presenting to you the Thirty fifth Annual Report of the company together with the audited accounts for the financial year ended June 30, 2014. This is the eleventh annual report since the management and controlling shares of the company were taken over by Yousuf Dewan Companies.

OVERVIEW

The Cement industry dispatches for the financial year 2013 - 2014 were 34.28 million metric tons which includes 26.14 million tons domestic and 8.14 million tons exports. There is an increase of 2.54% in total dispatches of industry as compared to the previous financial year, which were 33.43 million tons including 25.06 million domestic and 8.37 million tons exports. The increase in the domestic dispatches is 4.34% and the decrease in exports is 2.84%.

COMPANY'S PERFORMANCE:

The highlights of the accounts are tabulated below:

	June 30, 2014	June 30, 2013 Restated
	(Rupees in '000')	
Sales		
- Local - net	8,225,897	7,894,024
- Export	1,737,561	763,545
	9,963,458	8,657,569
Depreciation	435,479	429,251
Gross profit	1,128,904	967,412
Financial charges	22,036	16,816
Taxation-net (Income)/Charge	45,881	36,024
Net Profit after tax	437,442	450,173
Basic Earnings per share	Rs. 1.12	Rs. 1.16

Dispatch	Qty in Tons 2014	Qty in tons 2013	% Increase/ (Decrease)
Local Dispatches	1,236,327	1,308,919	(5.55)
Export Dispatches	309,780	144,138	144.92

The domestic market did not perform as we had expected due to which the company had to increase its export, which relatively fetch lower rates as compared to local market, thus resulting in lower revenue generation.

Government of Pakistan in August 2013 increased the electricity tariff for B-4 category by 55% per unit. The company could not pass on the increase in cost immediately to the end consumer as the market was slow, which resulted in increase in cost.

To mitigate this huge increase in the electricity tariff the management of your company is in the planning stage to set up a Waste Heat Recovery Plant which will partially set off the increase in electricity cost.

FUTURE OUTLOOK

The government is encouraging and provide funds for Public Sector Development Projects (PSDP). The cement industry feels that the development projects will lead to drastic increase in the demand of domestic market in the next financial year.

As far as Exports of cement is concerned, the exports sales volume which has been on a declining curve for the last few years, may stabilize in the future.

The demand in East & South African countries is fast growing and thus opening a window of opportunity for Pakistani Cement and Clinker. The consumption of cement in Sri Lanka, Tanzania and Qatar is increasing day by day.

Furthermore, the demand of cement in Afghanistan will also increase through land route. The export of cement by sea and road to India is also a growing market.

ONGOING LITIGATIONS

As far as creditors mentioned in the financial statements are concerned, a number of recovery suits have been instituted by Banks / Financial Institutions. These suits are being successfully defended by our Counsels. Further the cases are not being persuade by the banks as restructuring is under process. The counsels have submitted their observations / opinion in respect of litigation being handled by them and all of them are of the view that these suits can be successfully defended.

OBSERVATIONS IN THE AUDITORS' REPORT

The auditors have qualified their report on the following basis, which are duly explained.

Advance for Pre-IPO Investment:
The auditors do not concur with the management assertion regarding the classification of advance for Pre-IPO investment amounting to Rs. 3,460 million as long term liability.

The management is of the view that since IPO was not closed by the arrangers so TFC's could not be issued. We have offered them revised terms of restructuring and are very much hopeful that it will be closed in near future. It is pertinent to mention here that almost 27% of the loan has been restructured.

Provision for markup:
The Company has not made provision of markup amounting to Rs. 884.335 million on its markup bearing liability.

The management has approached its bankers / financial institutions for restructuring of its long-term obligations. The management is confident that the Company's restructuring proposals given by the management will be accepted by the financial institutions / bankers. Therefore the Company has not made any provision for markup as the markup will not be paid.

Going Concern Assumption:
The auditors have added an emphasis of matter paragraph on the company's ability to continue as a going concern. However, the management is of the view that the Company's restructuring proposals will be accepted by the financial institutions / bankers and preparation of the financial statement on going concern assumption is justified.

STATEMENT OF CORPORATE GOVERNANCE AND FINANCIAL REPORTING FRAMEWORK

We are pleased to report that your Company is fully compliant to the provisions of the Code of Corporate Governance as incorporated in the listing regulations of stock exchanges.

a) The annexed financial statements prepared by the management of the company, present fairly its state of affairs, the result of its operations, cash flow and changes in equity;

b) Proper books of accounts of the company have been maintained;

c) Appropriate accounting policies have been consistently applied in preparation of the financial statements and accounting estimates are based on reasonable prudent judgment;

d) International Financial Reporting Standards, as applicable in Pakistan, have been followed in preparation of financial statements except for the departures disclosed in financial statements;

e) The system of internal control is sound in design and is effectively implemented and monitored. The process of review will continue and any weaknesses in control will be removed;

f) The doubts about the company's ability to continue as a going concern and its mitigating factors are disclosed in note 3 to the financial statements;

g) There has been no material departure from the best practices of corporate governance, as detailed in the listing regulations;

h) Key operating and financial data for last six years is summarized and annexed;

i) There are no outstanding taxes and levies other than those disclosed in the annexed financial statements;

j) The pattern of shareholding of the Company as at June 30, 2014 is annexed;

k) The value of investment of provident fund based on their respective latest accounts is Rs. 83.536 million.

DIVIDEND

The Board is not in a position to recommend dividend for the period under review.

TRADING IN COMPANY SHARES

None of the Directors, CFO, Company Secretary, their spouses and minor children have traded in the shares of the Company during the year other than that the disclosed in the pattern of shareholding.

BOARD MEETING

During the year seven meetings of the Board of Directors were held, Directors' attendance in these meeting is as under:

Name of Directors	No. of meetings Attended
Dewan M. Yousuf Farooqui	5
Dewan Abdul Baqi Farooqui	5
Dewan Abdul Rehman Farooqui	7
Mr. Haroon Iqbal	7
Syed Muhammad Anwar	4
Mr. Ishtiaq Ahmed	6
Mr. Aziz-ul-Haque	7
Mr. Ghazanfar Baber Siddiqui	0

One casual vacancy occurred during the year.

AUDIT COMMITTEE MEETING

During the year four meetings of the audit committee were held, members' attendance in these meeting is as under:

Name of Directors	No. of meetings Attended
Mr. Aziz-ul-Haque	4
Dewan Abdul Rehman Farooqui	4
Mr. Haroon Iqbal	3
Mr. Ishtiaq Ahmed	1

HUMAN RESOURCES & REMUNERATION COMMITTEE MEETING

During the year one meeting of the HR Committee was held, Members' attendance in this meeting is as under:

Name of Directors	No. of meetings Attended
Mr. Haroon Iqbal	1
Mr. Aziz-ul-Haque	1

AUDITORS APPOINTMENT

The present auditors M/s. Faruq Ali & Co., Chartered Accountants, retire and being eligible, have offered their services for re-appointment as auditors for the ensuing year ending June 30, 2015.

The audit committee and the Board of Directors have recommended appointment of M/s. Faruq Ali & Co., Chartered Accountants as auditors of the company for the coming year.

VOTE OF THANKS

The Board would like to place on record its gratitude to its valuable shareholders, Federal and Provincial government functionaries, banks, development financial institutions, and customers for their cooperation, continued support and patronage.

The Board also expresses its thanks to the executives, staff members and workers of the company and wishes to place on record its appreciation for the efforts they are making in turning around the company.

CONCLUSION

In conclusion, we bow, beg and pray to Almighty Allah, Rahman-o-Rahim, in the name of our beloved prophet, Muhammad, Peace be upon him for continued showering of His Blessings, Guidance, Strength, Health and Prosperity to us, our company, Country and Nation; and pray to Almighty Allah to bestow peace, harmony, brotherhood and unity in true Islamic spirit to whole of Muslim Ummah, amen, Summa-Ameen.

On behalf of the Board of Directors

Syed Muhammad Anwar
Chief Executive Officer

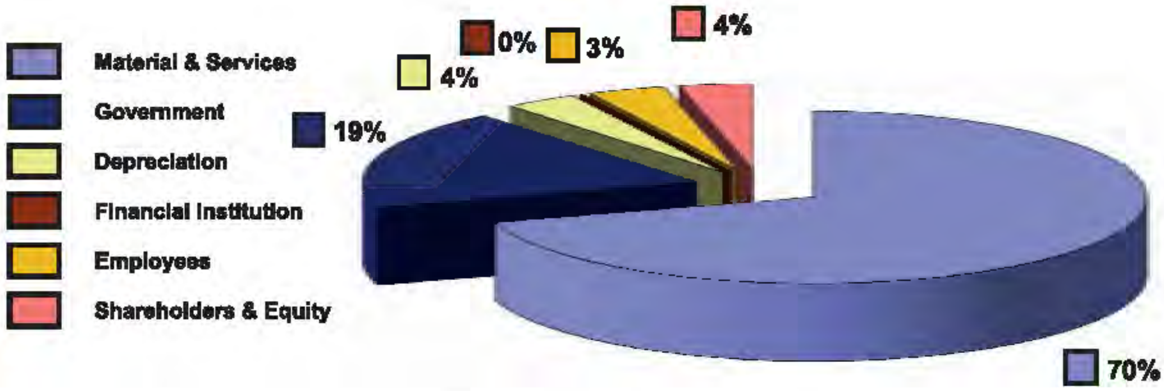
Haroon Iqbal
Director

Dated: September 26, 2014
Place: Karachi

KEY OPERATING AND FINANCIAL STATISTICS FOR LAST SIX YEARS

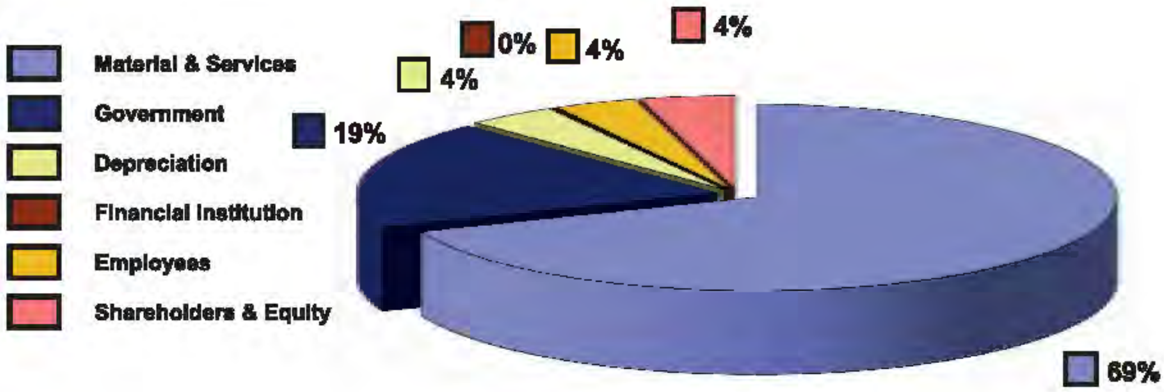
Particulars	2014	2013 Restated	2012	2011	2010	2009
	(Tons. in thousands)					
QUANTITATIVE DATA						
Clinker Production	1,478	1,467	1,247	1,169	835	1,356
Cement Production	1,529	1,416	1,300	1,217	918	1,379
Cement Despatch	1,546	1,453	1,291	1,213	937	1,355
ASSETS EMPLOYED	(Rs. in million)					
Fixed Assets	20,654	19,448	19,503	19,312	19,680	20,015
"Investment & Long-term advances, deposits & Deferred costs"	105	46	46	54	57	72
Current Assets	2,611	2,103	1,493	1,226	1,133	1,510
Total Assets Employed	**23,370**	**21,597**	**21,042**	**20,592**	**20,870**	**21,597**
FINANCED BY						
Shareholder equity	5,041	4,543	4,030	3,590	3,628	4,222
Surplus on revaluation of fixed asset	4,731	3,709	3,837	3,975	4,046	4,008
Redeemable capital	3,460	3,560	3,850	3,850	3,850	3,850
"Long-term Loan & Long-term Liabilities/Disposits/Import bill"	2,411	2,438	1,198	1,189	2,000	2,625
Deferred Liabilities	2,026	1,775	1,667	1,615	1,623	1,750
Obligation under finance lease	-	-	-	-	14	31
Current Liabilities	5,700	5,572	6,460	6,373	5,709	5,111
Total Funds Invested	**23,370**	**21,597**	**21,042**	**20,592**	**20,870**	**21,597**
TURNOVER & PROFIT						
Turnover (Net)	9,963	8,658	7,047	5,089	3,495	5,683
Operating Profit / (Loss)	437	425	430	(345)	(611)	56
Profit / (Loss) Before Taxation	483	486	424	(338)	(619)	(376)
Profit / (Loss) After Taxation	437	450	383	(362)	(623)	(163)
Accumulated (Loss) / Profit	521	23	(491)	(931)	(575)	19

WEALTH GENERATED AND DISTRIBUTED DURING 2013-2014



Total Revenue Rs. 12,315.382 million

WEALTH GENERATED AND DISTRIBUTED DURING 2012-2013



Total Revenue Rs. 10,586.563 million

STATEMENT OF COMPLIANCE WITH THE BEST PRACTICES OF THE CODE OF CORPORATE GOVERNANCE FOR THE YEAR ENDED JUNE 30, 2014

The statement is being presented to comply with the Code of Corporate Governance ("CCG") contained in Regulation No 35 of listing regulation of Karachi, Lahore and Islamabad Stock Exchanges, for the purpose of establishing a framework of good governance, whereby a listed company is managed in compliance with the best practices of corporate governance.

The company has applied the principles contained in the CCG 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 One Independent Director, three Non-Executive Directors and three Executive Directors of the Company.

2. The condition of maximum number of seven directorships to be held by a director in listed companies as per clause ii of the CCG will be applicable after election of next Board of Directors of the Company.

3. All the resident directors of the company are registered as taxpayers and none of them has defaulted in payment of any loan to a banking company, a DFI or an NBFI or, being a member of a stock exchange, has been declared as a defaulter by that stock exchange.

4. A casual vacancy occurring on the board on June 27, 2014 was filled up by the board of directors within 5 days.

5. The company has prepared a "Code of Conduct" and has ensured that appropriate steps have been taken to disseminate it throughout the company along with its supporting policies and procedures.

6. The board has developed a vision/mission statement overall corporate strategy and significant policies of the company. A complete record of particulars of significant policies along with the dates on which they were approved or amended has been maintained.

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, other executive and non-executive directors have been taken by the board/shareholders.

8. The meetings of the board were presided over by the Chairman and, in his absence, by the director elected by the board for this purpose and the board met at least once in every quarter. Written notices of the board meetings, along with agenda and working papers were circulated at least seven days before the meetings. The minutes of the meetings were appropriately recorded and circulated.

9. In accordance with the criteria specified on clause (xi) of CCG, some directors are exempted from the requirement of directors' training program and rest of the Directors to be trained within specified time.

10. There was no change in the position of CFO, Company Secretary and Head of Internal Audit during the year.

11. The Directors report for this has prepared in compliance with the requirement of the CCG and fully describes the salient matters required to be disclosed.

12. The financial statements of the company were duly endorsed by CEO and CFO before approval of the board.

13. The director, CEO and executives do not hold any interest in the shares of the company other than the disclosed in the pattern of shareholding.

14. The company has complied with all the corporate and financial reporting requirements of CCG.

15. The board has formed an Audit Committee. It comprises of three members whom one is an independent director, who is also the chairman and one member is executive director and other one is non executive director.

16. The meetings of the audit committee were held at least once every quarter prior to approval of interim and final results of the company and as required by CCG. The terms of reference of the committee have been formed and advised to the committee for compliance.

17. The board has formed an HR and Remuneration Committee. It comprises of three members of whom one is non-executive directors, two are executive director and the chairman of the committee is executive director.

18. The board has set up an effective internal audit function. The staffs are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the company.

19. The statutory auditors of the company have confirmed that they have been given a satisfactory rating under the quality control review program of the ICAP, 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 Accountants (IFAC) guidelines on code of ethics are adopted by the ICAP.

20. 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.

21. The closed period, prior to the announcement of interim/final results, and business decisions, which may materially effect the market price of company's securities, was determined and intimated to directors, employees and stock exchange(s).

22. Material / price sensitive information has been disseminated among all market participants at once through stock exchange(s).

23. We confirm that all the other material principles enshrined in the CCG have been complied with.

On behalf of the Board of Directors

Syed Muhammad Anwar
Chief Executive Officer

Haroon Iqbal
Director

September 26, 2014
Karachi

FARUQ ALI & CO
CHARTERED ACCOUNTANTS

222-A, Karachi Memon Cooperative Housing Society Justice Inaumullah Road, Near Hill Park, Karachi-74800.
E-mail: faac@cyber.net.pk

Telephone (021) 34301966
(021) 34301967
(021) 34301968
(021) 34301969
Fax (021) 34301965

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

We have reviewed the Statement of Compliance with the best practices contained in the Code of Corporate Governance prepared by the Board of Directors of Dewan Cement Limited ('the Company') to comply with the Listing Regulations of the respective 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's 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 are not required to consider whether the Board's statement on internal control covers all risks and controls, or to form an opinion on the effectiveness of such internal controls, the company's corporate governance procedures and risks.

Further, Sub-Regulation (xiii a) of Listing Regulation No. 35 requires the Company to place before the Board of Directors for their consideration and approval related party transactions distinguishing between transactions carried out on terms equivalent to those that prevail in arm's length transactions and transaction which are not executed at arm's length price recording proper justifications for using such alternate pricing mechanism. Further, all such transactions are also required to be separately placed before the audit committee. We are only required and have ensured compliance of requirement to the extent of approval of related party transactions by the Board of Directors and placement of such transactions before the audit committee. We have not carried out any procedures to determine whether the related party transactions were under taken at arm's length price or not.

Bosed 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, 2014.

Dated: September 26, 2014
KARACHI:

Faruq Ali & Co.

Chartered Accountants

Engagement partner: Fasih-uz-Zaman

AUDITORS' REPORT TO THE MEMBERS

FARUQ ALI & CO
CHARTERED ACCOUNTANTS

222-A, Karachi Memon Cooperative Housing Society Justice Inaumullah Road, Near Hill Park, Karachi-74800.
E-mail: faac@cyber.net.pk

Telephone :(021) 34301966
:(021) 34301967
:(021) 34301968
:(021) 34301969
Fax :(021) 34301965

We have audited the annexed balance sheet of **DEWAN CEMENT LIMITED** as at June 30, 2014 and the related profit and loss account, cash flow statement and statement of changes in equity together with the notes forming part thereof, for the year then ended and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purpose of our audit.

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

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

a) The company has classified 'advances for investment in term finance certificates' amounting to Rs.3,460 million (refer note 20 to the financial statements) as long term liability for the reason mentioned in said note. We do not concur with the management's assertion regarding its classification as long term liability. In our opinion the entire liability should be classified as current liability as per terms of agreements with the investors.

b) The company has not made provision of markup for the year amounting to Rs. 884.335 million (up to June 30, 2013: Rs.4,587.607 million) (refer note 35.1) on account of restructuring proposal offered to the lenders as described in note 3 to the financial statements. Non-provisioning of markup is based on management's hope that the restructuring proposal will be accepted by lenders in the proposed manner. In our opinion, since the proposal has not been accepted by the lenders so far and the lenders, instead of accepting the restructuring proposal, have preferred filing suits against the company, therefore the provision of markup should be made in these financial statements. Had the provision of markup been made in the financial statements, the profit after taxation would have been lower by Rs. 884.335 million and markup payable would have been higher and shareholders' equity would have been lower by Rs.5,471.942 million.

c) In our opinion, proper books of accounts have been kept by the company as required by the Companies Ordinance, 1984;

d) in our opinion:

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

ii) the expenditure incurred during the year was for the purpose of the company's business; and

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

e) in our opinion ond to the best of our information and according to the explonations given to us, except for the matters discussed in paragraph (a) and (b) above, the balance sheet, profit and loss account, cash flow statement and statement of changes in equity together with the notes forming part thereof conform with approved accounting standards as applicable in Pakistan, and, give the information required by the Companies Ordinance, 1984, in the manner so required and espectively give a true and fair view of the state of the company's affairs as at June 30, 2014 and of the Profit, its cash flows and changes in equity for the year then ended; and

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

without further qualifying our opinion, we draw attention of the members to note 3 to the financial statements which indicates that as of June 30, 2014 the Company's current liabilities exceeded its current assets by Rs.3,088.449 million and majority of the lenders have gone into litigation for recovery of their liabilities through attachment and sale of company's hypothecated / mortgaged properties and certain lenders have also filed winding up petitions (refer note 28.1(c) to the financial statements). These conditions, along with other matters as set forth in note 3, indicate the existence of material uncertainty which may cast significant doubt about company's ability to continue as going concern therefore the company may be unable to realize its assets and discharge its liabilities in the normal course of business. The amounts of current liabilities reported in said note do not include the effect of matters discussed in para (a) and (b) above. The management is still hopeful that the restructuring proposal offered to the lenders will be accepted in proposed manner and cases will be withdrawn. The going concern assumption used in preparation of these financial statements is largely dependent on the acceptance of restructuring proposal offered to lenders and pending litigations as disclosed in note 28, the ultimate outcome of which cannot be ascertained.

Dated: September 26, 2014
Place: Karachi

Faruq Ali & Co.

CHARTERED ACCOUNTANTS

Engagement partner: Fasih-uz-Zaman

BALANCE SHEET
AS AT JUNE 30, 2014

	Note	June 30, 2014	June 30, 2013
ASSETS		(Rupees in '000')	
NON CURRENT ASSETS			
Property, plant and equipment	6	20,653,656	19,448,417
Long term deposits	7	100,228	43,512
Long term loans	8	4,291	2,763
CURRENT ASSETS			
Stores and spare parts	9	652,081	522,930
Stock-in-trade	10	653,149	671,008
Trade debts - Unsecured	11	600,920	441,664
Loans and advances - Unsecured	12	178,033	251,215
Trade deposits and short term payments	13	99,966	23,458
Other receivables - Considered good	14	103,392	16,207
Short-term investments	15	10,551	8,545
Taxation - Net		163,532	103,682
Cash and bank balances	16	149,722	64,067
		2,611,346	2,102,776
		23,369,521	21,597,468
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES			
Authorised capital 500,000,000 (2013: 500,000,000) Ordinary shares of Rs. 10/- each		5,000,000	5,000,000
Issued, subscribed and paid up capital	17	3,891,133	3,891,133
Reserve - Net		1,150,327	652,199
		5,041,460	4,543,332
SURPLUS ON REVALUATION OF FIXED ASSETS - Net of tax	18	4,731,433	3,708,857
NON CURRENT LIABILITIES			
Long term financing	19	1,190,367	1,437,434
Advances for investment in term finance certificates	20	3,460,000	3,560,000
Liabilities against assets subject to finance lease	21	--	--
Long term deposits and payables	22	1,220,265	1,001,033
Deferred taxation	23	2,026,201	1,774,774
		7,896,833	7,773,241
CURRENT LIABILITES			
Trade and other payables	24	1,835,289	1,766,338
Short term borrowings	25	560,875	560,875
Markup payable	26	1,038,963	1,038,963
Current and overdue portion of long term borrowings	27	2,201,480	2,130,387
Sales tax payable		63,188	75,475
		5,699,795	5,572,038
CONTINGENCIES AND COMMITMENTS	28	--	--
		23,369,521	21,597,468

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

Syed Muhammad Anwar
Chief Executive Officer

Haroon Iqbal
Director

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED JUNE 30, 2014

		Note	June 30, 2014	June 30, 2013 (Restated)
			(Rupees in '000')	
Turnover - Net		29	9,963,458	8,657,569
Cost of sales		30	(8,834,554)	(7,690,157)
Gross profit			1,128,904	967,412
Operating expenses				
Distribution cost		31	(231,626)	(90,539)
Administrative expenses		32	(389,151)	(385,880)
Other operating expenses		33	(70,974)	(65,963)
			(691,751)	(542,382)
Operating profit			437,153	425,030
Other income		34	68,206	77,983
Finance cost		35	(22,036)	(16,816)
			46,170	61,167
Profit before taxation			483,323	486,197
Taxation - Net		36	45,881	36,024
Profit after taxation			437,442	450,173
Earning per share - Basic and diluted	(Rupee)	37	1.12	1.16

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

Syed Muhammad Anwar
Chief Executive Officer

Haroon Iqbal
Director

YD | A YOUSUF DEWAN COMPANY

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED JUNE 30, 2014

	June 30, 2014	June 30, 2013 (Restated)
	(Rupees in '000')	
Profit for the year	437,442	450,173
Revaluation during the year	1,392,542	–
Related deferred tax	(448,552)	–
	943,990	–
Other comprehensive income:		
Items that may be reclassified subsequently to profit or loss	--	–
Items that will not be subsequently reclassified to profit or loss:		
Incremental depreciation transferred from surplus on revaluation of property, plant and equipment	90,939	96,097
Related deferred tax	(30,253)	(32,941)
	60,686	63,156
	1,442,118	513,329
Less: Component of comprehensive income not reflected in equity	(943,990)	–
Total comprehensive income for the year	498,128	513,329

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

Syed Muhammad Anwar
Chief Executive Officer

Haroon Iqbal
Director

CASH FLOW STATEMENT
FOR THE YEAR ENDED JUNE 30, 2014

	June 30, 2014	June 30, 2013 (Restated)
	(Rupees in '000')	
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	483,323	486,197
Adjustments for non cash and other items:		
Depreciation	435,479	429,251
Gain on disposal of fixed assets	(312)	--
Worker's profit participation fund	26,103	22,688
Amortization of interest free loan	(39,133)	(66,092)
Unwinding of discount	10,045	2,343
Dividend income	(363)	--
Workers' welfare fund	12,635	8,621
(Gain) on remeasurement of short term investment	(2,006)	(4,144)
Finance cost	11,991	16,816
Provision for obsolescence and slow moving stocks	--	4,632
Exchange loss	28,421	26,147
Cash inflow before working capital changes	966,183	926,459
Movement in working capital		
(increase)/decrease in current assets		
Stores and spare parts	(129,151)	(81,739)
Stock in trade	17,859	(430,877)
Trade debts - Unsecured	(159,256)	(23,834)
Loans and advances - Unsecured	73,182	(94,920)
Trade deposits and short term payments	(76,508)	(1,382)
Other receivables - Considered good	(87,185)	2,151
	(361,059)	(630,601)
Increase/(decrease) in current liabilities		
Trade and other payables	106,802	216,531
Sales tax payable	(12,287)	29,081
	94,515	245,612
	(266,544)	(384,989)
Cash generated from operations	699,639	541,470
Payment for:		
Income tax	(163,585)	(128,596)
Income tax refund received	--	90,125
Worker's profit participation fund	(78,573)	(33,178)
Workers' Welfare fund	(8,621)	(9,113)
Finance cost	(9,097)	(9,240)
Net cash inflow from operating activities	439,763	451,468
CASH FLOWS FROM INVESTING ACTIVITIES		
Fixed capital expenditures	(248,800)	(381,548)
Government grant received	--	6,579
Sale proceeds of fixed assets	937	282
Long term loans - Net	(1,528)	129
Dividend received	363	--
Long term deposits	(56,716)	(1,170)
Net cash (used in) investing activities	(305,744)	(375,728)
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of long term financing	(246,886)	(119,048)
Long term deposits and payables	198,522	(18,410)
Net cash (outflow) from financing activities	(48,364)	(137,458)
Net (decrease) / increase in cash and cash equivalents	85,655	(61,718)
Cash and cash equivalents at the beginning of the year	64,067	125,785
Cash and cash equivalents at the end of the year	149,722	64,067

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

Syed Muhammad Anwar
Chief Executive Officer

Haroon Iqbal
Director

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED JUNE 30, 2014

	Issued, subscribed and paid up capital	RESERVES - CAPITAL - Merger reserve	RESERVES - REVENUE - Accumulated loss	Total reserves	Total Equity
	----------(Rupees in '000')				
Balance as on July 01, 2012	3,891,133	629,444	(490,574)	138,870	4,030,003
Total comprehensive income for the year:					
Profit for the year - restated	--	--	450,173	450,173	450,173
Incremental depreciation transferred from surplus on revaluation of property, plant and equipment - Net of tax	--	--	63,156	63,156	63,156
	--	--	513,329	513,329	513,329
Balance as at June 30, 2013 - restated	**3,891,133**	**629,444**	**22,755**	**652,199**	**4,543,332**
Total comprehensive income for the year					
Profit for the year	--	--	437,442	437,442	437,442
Incremental depreciation transferred from surplus on revaluation of property, plant and equipment - Net of tax	--	--	60,686	60,686	60,686
	--	--	498,128	498,128	498,128
Balance as at June 30, 2014	**3,891,133**	**629,444**	**520,883**	**1,150,327**	**5,041,460**

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

Syed Muhammad Anwar
Chief Executive Officer

Haroon Iqbal
Director

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2014

1 THE COMPANY AND ITS OPERATIONS

1.1 Dewan Cement Limited (the Company / DCL) was incorporated in Pakistan as a public limited company in March, 1980. Its shares are quoted on the Karachi and Lahore Stock Exchanges since June, 1989. The registered office of the Company is situated at 7th Floor, Block A, Finance and Trade Centre, Shahrah-e-Faisal, Karachi. The principal activity of the Company is manufacture and sale of cement. The Company has two production facilities at Deh Dhando, Dhabeji Karachi, Sindh and Kamilpur Hattar Industrial Estate, district Khyber Pakhtunkhwa.

2 BASIS OF PREPARATION

These financial statements have been prepared under the historical cost convention except that certain fixed assets and certain investments have been included at fair values in accordance with the relevant International Financial Reporting Standards (IFRSs).

3 GOING CONCERN ASSUMPTION

The financial statements for the year ended June 30, 2014 reflect as of that date company's current liabilities exceeded its current assets by Rs.3,088.449 million (2013:Rs.3,469.262 million). The company's short term borrowing facilities have expired and not been renewed and the company has been unable to ensure scheduled payments of long term borrowings due to the liquidity problems. Following course, majority of the lenders have gone into litigation for repayment of liabilities through attachment and sale of company's hypothecated / mortgaged properties and certain lenders have also filed winding up petitions. These conditions indicate the existence of material uncertainty which may cast significant doubt about the company's ability to continue as a going concern therefore the company may be unable to realize its assets and discharge its liabilities in the normal course of business. The liquidity crunch presently faced by the company is due to the fact that the banks / financial institutions did not give due committed support to the company for completion of its line II project in south.

However, the management is of the view that operating cash flows of the company will remain positive on account of expected increase in demand of cement and positive margins on account of increasing trend in cement prices, the company as a going concern would be a viable unit. The company was able to reach at settlement with certain lenders (as detailed in note 19) and expects that all debt will be restructured in near future. Accordingly, the company has proposed restructuring of its entire debt in the following manner:

(a) That principal to be repaid in 36 equal quarterly installments starting after grace period of one year;

(b) That the grace period of one year to commence from the date of restructuring;

(c) Markup relating to previous as well as for future periods will not be charged, hence will not be paid.

The management believes that the restructuring proposal presented is workable and would enable the company to service its debts. Therefore, the management is confident that the proposal will be accepted by its lenders in near future, and court cases will be withdrawn by lenders.

Accordingly, these financial statements have been prepared on a going concern basis.

4 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

In the process of applying the Company's accounting policies, management has made the following estimates and judgments which are significant to the financial statements:

The preparation of financial statements in conformity with approved accounting standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. Estimates and judgments are continually evaluated and are based on historic experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

4.1 Property, plant and equipment

The Company reviews appropriateness of the rate of depreciation, useful life and residual value used in the calculation of depreciation. Further, where applicable, an estimate of the recoverable amount of assets is made for possible impairment on an annual basis. In making the estimates, Company uses the technical resources available with the Company. Any change in the estimates in future might affect the carrying amount of respective item of property, plant and equipment, with corresponding effects on depreciation charge and impairment.

4.2 Stores and spare parts

The Company reviews the net realizable value (NRV) of stores and spare parts to assess any diminution in the respective carrying values. Net realizable value is estimated with reference to the estimated selling price in the ordinary course of business less the estimated cost necessary to make the sale.

4.3 Stock-in-trade

The Company reviews the NRV of stock-in-trade to asses any diminution in the respective carrying value. NRV is estimated with reference to the estimated selling price in the ordinary course of business less estimated cost of completion and estimated cost necessary to make the sale.

4.4 Trade debts

The Company reviews its doubtful trade debts at each reporting date to assess whether provision should be recorded in the profit and loss account. In particular, judgment by management is required in the estimation of the amount and timing of future cash flows when determining the level of provision required. Such estimates are based on assumptions about a number of factors and actual results may differ, resulting in future changes to the provisions.

4.5 Future estimation of export sales

Provision for deferred tax has been calculated based on an estimate that the future ratio of export sales to total sales will remain at the same level as average of last three years including the current financial year. Any change in the estimate in future years will affect the provision in this regard in those years.

5 SIGNIFICANT ACCOUNTING POLICIES

5.1 Statement of compliance

These financial statements have been prepared in accordance with the approved accounting standards as applicable in Pakistan with the exception of departure of IFRS as mentioned in note 20.1 and 35.1 to the financial statements, for which the management concludes that classification of liabilities into current (note 20.1) and provisioning of markup (note 35.1) would conflict with the overall objective of financial statements. Approved accounting standards comprise of such International Financial Reporting Standards (IFRSs) issued by the International Accounting Standard Board as are notified under the Companies Ordinance, 1984, provisions of and directives issued under the Companies Ordinance, 1984. In case requirements differ, the provision or directives of the Companies Ordinance, 1984, shall prevail.

Standards, amendments or interpretations which became effective during the year

During the year certain amendments to standards or new interpretations became effective; however, the amendments or interpretation did not have any material effect on the financial statements of the Company except for the amendments as explained below:

- Amendments to IAS 1, 'Financial statement presentation' regarding other comprehensive income, emphasises on the requirement for entities to group items presented in other comprehensive income (OCI) on the basis of whether they are potentially reclassifiable to profit or loss subsequently (reclassification adjustments). The application of the amendment has not affected the result or net assets of the Company as it is only concerned with presentation and disclosures.

New / revised accounting standards, amendments to published accounting standards, and interpretation that are not yet effective

The following new standards, amendments to existing standards and interpretations of approved accounting standards will be effective for accounting periods beginning on or after 1 July 2014 and the Company does not expect to have any material / significant changes in its accounting policy except for disclosures, where applicable:

- IFRIC 21- Levies 'an Interpretation on the Accounting for Levies Imposed by Governments' (effective for annual periods beginning on or after 1 January 2014). IFRIC 21 is an interpretation of IAS 37 'Provisions, Contingent Liabilities and Contingent Assets'. IAS 37 sets out criteria for the recognition of a liability, one of which is the requirement for the entity to have a present obligation as a result of a past event (known as an obligating event). The Interpretation clarifies that the obligating event that gives rise to a liability to pay a levy is the activity described in the relevant legislation that triggers the payment of the levy.

- Offsetting Financial Assets and Financial Liabilities (Amendments to IAS 32) – (effective for annual periods beginning on or after 1 January 2014). The Amendments address inconsistencies in current practice when applying the offsetting criteria in IAS 32 'Financial Instruments: Presentation'. The amendments clarify the meaning of 'currently has a legally enforceable right of set-off'; and that some gross settlement systems may be considered equivalent to net settlement.

- Amendment to IAS 36 'Impairment of Assets' Recoverable Amount Disclosures for Non-Financial Assets' (effective for annual periods beginning on or after 1 January 2014). These narrow-scope amendments to IAS 36 Impairment of Assets' address the disclosure of information about the recoverable amount of impaired assets if that amount is based on fair value less costs of disposal.

- Amendments to IAS 39 'Financial Instruments: Recognition and Measurement' - Continuing Hedge Accounting after Derivative Novation (effective for annual periods beginning on or after 1 January 2014). The amendments add a limited exception to IAS 39, to provide relief from discontinuing an existing hedging relationship when a novation that was not contemplated in the original hedging documentation meets specific criteria.

- Amendments to IAS 19 'Employee Benefits' Employee contributions – a Practical Approach (effective for annual periods beginning on or after 1 July 2014). The practical expedient addresses an issue that arose when amendments were made in 2011 to the previous pension accounting requirements. The amendments introduce a relief that will reduce the complexity and burden of accounting for certain contributions from employees or third parties. The amendments are relevant only to defined benefit plans that involve contributions from employees or third parties meeting certain criteria.

Amendments to IAS 38 'Intangible Assets' and IAS 16 'Property, Plant and Equipment' (effective for annual periods beginning on or after 1 January 2016) introduce severe restrictions on the use of revenue-based amortization for intangible assets and explicitly state that revenue-based methods of depreciation cannot be used for property, plant and equipment. The rebuttable presumption that the use of revenue-based amortization methods for intangible assets are inappropriate can be overcome only when revenue and the consumption of the economic benefits of the intangible asset are 'highly correlated', or when the intangible asset is expressed as a measure of revenue.

Agriculture: Bearer Plants [Amendment to IAS 16 and IAS 41] (effective for annual periods beginning on or after 1 January 2016). Bearer plants are now in the scope of IAS 16 'Property, Plant and Equipment' for measurement and disclosure purposes. Therefore, a company can elect to measure bearer plants at cost. However, the produce growing on bearer plants will continue to be measured at fair value less costs to sell under IAS 41 'Agriculture'. A bearer plant is a plant that: is used in the supply of agricultural produce; is expected to bear produce for more than one period; and has a remote likelihood of being sold as agricultural produce. Before maturity, bearer plants are accounted for in the same way as self-constructed items of property, plant and equipment during construction.

Annual Improvements 2010-2012 and 2011-2013 cycles (most amendments will apply prospectively for annual period beginning on or after 1 July 2014). The new cycle of improvements contain amendments to the following standards:

- IFRS 2 'Share-based Payment'. IFRS 2 has been amended to clarify the definition of 'vesting condition' by separately defining 'performance condition' and 'service condition'. The amendment also clarifies both: how to distinguish between a market condition and a non-market performance condition and the basis on which a performance condition can be differentiated from a vesting condition.

- IFRS 3 'Business Combinations'. These amendments clarify the classification and measurement of contingent consideration in a business combination. Further, IFRS 3 has also been amended to clarify that the standard does not apply to the accounting for the formation of all types of joint arrangements including joint operations in the financial statements of the joint arrangement themselves.

- IFRS 8 'Operating Segments' has been amended to explicitly require the disclosure of judgments made by management in applying the aggregation criteria. In addition this amendment clarifies that a reconciliation of the total of the reportable segment's assets to the entity assets is required only if this information is regularly provided to the entity's chief operating decision-maker. This change aligns the disclosure requirements with those for segment liabilities.

- Amendments to IAS 16 'Property, Plant and Equipment' and IAS 38 'Intangible Assets'. The amendments clarify the requirements of the revaluation model in IAS 16 and IAS 38, recognizing that the restatement of accumulated depreciation (amortization) is not always proportionate to the change in the gross carrying amount of the asset.

- IAS 24 'Related Party Disclosure'. The definition of related party is extended to include a management entity that provides key management personnel services to the reporting entity, either directly or through a group entity.

- IAS 40 'Investment Property'. IAS 40 has been amended to clarify that an entity should: assess whether an acquired property is an investment property under IAS 40 and perform a separate assessment under IFRS 3 to determine whether the acquisition of the investment property constitutes a business combination.

5.2 Fixed assets and depreciation

5.2.1 Property, plant and equipment

Property, plant and equipment are stated at cost or revalued amounts less accumulated depreciation or accumulated impairment, if any, except capital work-in-progress which is stated at historical cost and freehold land which is stated at revalued amount.

The value of leasehold land is being amortised over the lease period in equal installments.

Quarry development cost is amortised over its estimated useful life.

Depreciation on additions is charged from the month in which the asset is available for use, whereas on disposals, no depreciation is charged in the month of disposal. Depreciation on all tangible fixed assets, except plant and machinery, is charged to profit and loss account using the reducing balance method at the rates mentioned in note 6.1 to the financial statements. Depreciation on plant and machinery is charged using units of production method.

For revalued assets, valuations are conducted frequently enough to ensure that the fair value of revalued assets do not differ materially from its carrying amount. Surplus arising on revaluation is credited to surplus on revaluation of fixed assets account. The surplus on revaluation of fixed assets to the extent of incremental depreciation charged on the related assets is transferred to unappropriated profit, net of the related deferred tax.

The carrying values of property, plant and equipment are reviewed for impairment on periodic basis. If any indication exists that the carrying value exceeds the estimated recoverable amount, the assets or cash generating units are written down to their recoverable amount. The recoverable amount of property, plant and equipment is the greater of net selling price and value in use.

Maintenance and normal repairs are charged to profit and loss account as and when incurred. Major renewals and improvements which increases the asset's remaining useful economic life or the performance beyond the current estimated levels are capitalised and the assets so replaced, if any, are retired.

Gains and losses on disposal are determined by comparing proceeds with the carrying amount of the relevant assets. The are included in the profit and loss account. When revalued assets are sold, the relevant undepreciated surplus is transferred directly by the Company to its unappropriated profit account.

5.2.2 Surplus on revaluation of fixed assets

The surplus arising on revaluation of fixed assets is credited to the "Surplus on Revaluation of Fixed Assets account" shown below equity in the balance sheet in accordance with the requirements of section 235 of the Companies Ordinance 1984. The said section was amended through the Companies (Amendment) Ordinance, 2002 and accordingly the Company has adopted the following accounting treatment of depreciation on revalued assets, keeping in view the Securities and Exchange Commission of Pakistan's (SECP) SRO 45(1)/2003 dated January 13, 2003:

- depreciation on assets which are revalued is determined with reference to the value assigned to such assets on revaluation and depreciation charge for the year is taken to the profit and loss account; and

- an amount equal to incremental depreciation for the year net of deferred taxation is transferred from "Surplus on Revaluation of Fixed Assets account" to accumulated profit through other comprehensive income to record realization of surplus to the extent of the incremental depreciation charge for the year.

5.2.3 Assets subject to finance lease

The Company accounts for fixed assets acquired under finance lease by recording the assets and the related liability at the amounts which are determined on the basis of discounted value of minimum lease payments. Financial charges are allocated to accounting period in a manner so as to provide a constant periodic rate of charge on the outstanding liability. Depreciation is charged to profit and loss account applying the same basis as for owned assets.

5.2.4 Capital work-in-progress

All expenditure connected with specific assets incurred during development, installation and construction period are carried as capital work-in-progress. These are transferred to specific assets as and when these assets are available for use.

5.2.5 Borrowing costs

The Company capitalizes borrowing costs relating to qualifying assets, during the period in which these are acquired and developed for the intended use. Other borrowing costs are charged to profit and loss account.

5.2.6 Intangible assets

Computer software costs that are directly associated with computer and computer controlled machines which cannot operate without the related specific software, are included in the costs of the respective assets. Software which are not an integral part of the related hardware are classified as intangible assets.

5.3 Investments

At fair value through profit and loss

These investments are initially recognized at fair value. Subsequent to initial recognition, these are measured at fair value (generally the quoted market price). All realized and unrealized gains and losses arising from changes in fair value of investments are taken to profit and loss account in the period in which such gains and losses arise.

5.4 Stores and spare parts

These are valued at lower of average cost and net realisable value (NRV). Stores and spare parts in-transit are valued at invoice value plus other charges incurred thereon.

Provision / write off, if required, is made in the accounts for slow moving, obsolete and unusable items to bring their carrying value down to NRV.

5.5 Stock in trade

These are valued at lower of cost and net realisable value (NRV). Cost is determined as follows:

- Raw and packing material - at average cost

- Work-in-process and finished goods - at average cost of goods produced

NRV is the estimated selling price in the ordinary course of business less the estimated cost of completion and costs necessarily to be incurred to make the sale.

5.6 Trade debts and other receivables

Trade debts are recognized at invoice value (which is generally the fair value) less provision for uncollectible amounts, if any. Provision for doubtful debts is based on management's assessment of customers' credit worthiness. Bad debts are written-off when there is no realistic prospect of recovery.

5.7 Provisions

Provisions are recognized when the Company has a present legal or constructive obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

5.8 Taxation

5.8.1 Current

Provision for current taxation is based on taxable income at the current rates of taxation or based on turnover at the specified rates, whichever is higher, after taking into account tax credits and rebates available.

5.8.2 Deferred

Deferred tax is recognized using the balance sheet liability method on all temporary differences between the amounts used for financial reporting purpose and amounts used for taxation purposes.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the assets may be utilized.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Unrecognized deferred income tax assets are reassessed at each balance sheet date and are recognized to the extent that it has become probable that future taxable profit will allow deferred tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rate that are expected to apply to the year when the asset is realized or the liability is settled, based on the tax rates that have been enacted or substantially enacted at the balance sheet date. In this regard, the effects on deferred taxation of the portion of income expected to be subject to final tax regime is adjusted in accordance with the requirement of Accounting Technical Release - 27 of the Institute of Chartered Accountants of Pakistan, if considered material.

5.9 Cash and cash equivalents

Cash and cash equivalents include cash in hand, cheques in hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less.

5.10 Revenue recognition

- Sales are recorded on passage of title to the customers which generally coincides with dispatch of goods to customers.

- Dividend income is recognized when right to receive the dividend is established.

- Profit on bank deposits, interest income and other revenues are accounted for on accrual basis.

5.11 Employee benefits

5.11.1 Provident fund

The Company operates separate defined contributory provident funds for all its employees who are eligible for the plan. Equal contributions are made by the Company and employees to the funds at the rate of 8.33% of basic salary.

5.11.2 Compensated absences

The Company accounts for compensated absences on the basis of unavailed earned leaves balance of each employee at the end of the year using current salary levels.

5.12 Foreign currency translation

Transactions in foreign currencies are converted into Pak Rupees (functional currency) at the rates of exchange prevailing on the date of transactions. Monetary assets and liabilities denominated in foreign currencies are translated into Pak Rupees using exchange rates prevailing on the balance sheet date. Non-monetary assets and liabilities are stated using exchange rates that existed when the values were determined. All exchange differences are included in the profit and loss account.

5.13 Government Grants

Government grants are assistance by government in the form of transfers of resources to an entity in return for past or future compliance with certain conditions relating to the operating activities of the entity.

Government grants related to assets, including non-monetary grants at fair value, are deducted from the cost of respective assets.

5.14 Financial instruments

Financial assets and liabilities are recognized at the time when the Company becomes party to the contractual provisions of the instrument.

Financial assets are derecognized when the Company loses control of the contractual rights that comprise the financial asset. Financial liabilities are removed from the balance sheet when the obligation is extinguished, discharged, cancelled or expired.

Assets or liabilities that are not contractual in nature and that are created as a result of statutory requirements imposed by the government are not financial instruments of the Company.

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

5.15 Related party transactions

All transactions with related parties are priced using the methods prescribed under the Companies Ordinance, 1984 as approved by the Board of Directors of the Company.

			June 30, 2014	June 30, 2013
6	**PROPERTY, PLANT AND EQUIPMENT**	**Note**	**(Rupees in '000')**	
	Operating assets - Owned	6.1	18,969,408	17,961,686
	Assets subject to finance lease	6.2	1,299	1,768
	Capital work in progress	6.5	1,682,949	1,484,963
			20,653,656	19,448,417

6.1 Operating assets - Owned

	June 30, 2014												
	COST / REVALUATION						ACCUMULATED DEPRECIATION						
	As at July 01, 2013	Additions	Transfer	Revaluation	(Disposal)	As at June 30, 2014	As at July 01, 2013	Adjustment for disposal	Transfer	For the year	As at June 30, 2014	Book Value as at June 30, 2014	Rate %
	(Rupees in '000')												
Leasehold land	124,500	--	--	4,980	--	129,480	8,235	--	--	1,245	9,480	120,000	1
Freehold land	136,683	4,398	--	68,293	--	209,374	--	--	--	--	--	209,374	-
Quarry	915	--	--	--	--	915	915	--	--	--	915	--	-
Buildings on leasehold land and quarry development	1,079,109	--	--	3,012	--	1,082,121	485,120	--	--	46,612	531,732	550,389	5 to 10
Buildings and civil works on Freehold land	1,020,946	10,406	--	135,760	--	1,167,112	647,822	--	--	37,413	685,235	481,877	5 to 10
Roads	124,966	--	--	--	--	124,966	75,461	--	--	2,475	77,936	47,030	5
Plant and machinery	19,076,357	--	--	1,180,498	--	20,256,855	2,465,789	--	--	334,962	2,800,751	17,456,104	UOP
Electric installation	51,158	--	--	--	--	51,158	27,536	--	--	1,181	28,717	22,441	5
Furniture and fixture	98,350	3,859	--	--	--	102,209	71,795	--	--	2,657	74,452	27,757	10 to 20
Equipment	20,632	--	--	--	--	20,632	12,994	--	--	728	13,722	6,910	10 to 20
Computers	48,256	7,967	--	--	(60)	56,163	44,967	(13)	--	1,934	46,888	9,275	33
Vehicles	122,114	24,184	689	--	(3,280)	143,707	101,666	(2,702)	564	5,928	105,456	38,251	20
	21,903,986	50,814	689	1,392,543	(3,340)	23,344,692	3,942,300	(2,715)	564	435,135	4,375,284	18,969,408	

	June 30, 2013											
	COST / REVALUATION					ACCUMULATED DEPRECIATION						
	As at July 01, 2012	Additions	Transfer	(Disposal)	As at June 30, 2013	As at July 01, 2012	Adjustment for disposal	Transfer	For the year	As at June 30, 2013	Book Value as at June 30, 2013	Rate %
	(Rupees in '000')											
Leasehold land	124,500	--	--	--	124,500	6,990	--	--	1,245	8,235	116,265	1
Freehold land	136,297	386	--	--	136,683	--	--	--	--	--	136,683	-
Quarry	915	--	--	--	915	915	--	--	--	915	--	-
Buildings on leasehold land and quarry development	1,079,109	--	--	--	1,079,109	434,077	--	--	51,043	485,120	593,989	5 to 10
Buildings and civil works on Freehold land	1,020,946	--	--	--	1,020,946	606,441	--	--	41,381	647,822	373,124	5 to 10
Roads	124,966	--	--	--	124,966	72,855	--	--	2,606	75,461	49,505	5
Plant and machinery	19,076,357	--	--	--	19,076,357	2,144,424	--	--	321,365	2,465,789	16,610,568	UOP
Electric installation	50,812	346	--	--	51,158	26,299	--	--	1,237	27,536	23,622	5
Furniture and fixture	97,588	762	--	--	98,350	68,573	--	--	3,222	71,795	26,555	10 to 20
Equipment	20,632	--	--	--	20,632	12,452	--	--	542	12,994	7,638	10 to 20
Computers	45,658	2,598	--	--	48,256	43,742	--	--	1,225	44,967	3,289	33
Vehicles	121,924	431	1,198	(1,439)	122,114	97,055	(1,157)	900	4,868	101,666	20,448	20
	21,899,704	4,523	1,198	(1,439)	21,903,986	3,513,823	(1,157)	900	428,734	3,942,300	17,961,686	

6.1.2 Had there been no revaluation, the net book value of the specific items of property, plant and equipment would have been as follows:

	June 30, 2014	June 30, 2013
	(Rupees in '000')	
Leasehold land	1,415	1,513
Freehold land	60,756	55,547
Buildings on leasehold land and quarry development	382,063	410,307
Buildings and civil works on freehold land	466,173	506,519
Plant and machinery	11,198,010	11,449,021
	12,108,417	12,422,907

6.2 Assets subject to finance lease

	COST				ACCUMULATED DEPRECIATION				Book Value as at June 30, 2014	Rate %
	As at July 01, 2013	Additions	(Transfer)	As at June 30, 2014	As at July 01, 2013	For the year	(Transfer)	As at June 30, 2014		
	(Rupees in '000')									
Vehicles	8,102	--	(689)	7,413	6,334	344	(564)	6,114	1,299	20
2014	8,102	--	(689)	7,413	6,334	344	(564)	6,114	1,299	

	COST				ACCUMULATED DEPRECIATION				Book Value as at June 30, 2013	Rate %
	As at July 01, 2012	Additions	(Transfer)	As at June 30, 2013	As at July 01, 2012	For the year	(Transfer)	As at June 30, 2013		
	(Rupees in '000')									
Vehicles	9,300	--	(1,198)	8,102	6,717	517	(900)	6,334	1,768	20
2013	9,300	--	(1,198)	8,102	6,717	517	(900)	6,334	1,768	

6.3 The depreciation charge for the year has been allocated as follows:

	June 30, 2014	June 30, 2013
	(Rupees in '000')	
Cost of sales - Manufacturing overheads	430,817	425,634
Distribution cost	180	126
Administrative expenses	4,482	3,491
	435,479	429,251

6.4 Detail of assets disposed off during the year:

Particulars	Cost	Accumulated depreciation	Book Value	Sale proceeds/ disposal value	Gain	Mode of Disposal	Particulars of Buyer	
							Name	Status
	---------------------------(Rupees in '000')-----------------------							
Computers								
Laptop	60	13	47	40	(7)	Company policy	Yousuf Raza	Employee
Vehicles:								
Hyundi Santro	609	498	111	122	11	Company policy	A.Z.Bukhari	Employee
Baleno	774	687	87	155	68	Company policy	Yousuf Raza	Employee
Hyundai Shehzore	699	492	207	200	(7)	Company policy	Muneer-ul-haq	Employee
Hyundai Shehzore	599	513	86	205	119	Company policy	Muneer-ul-haq	Employee
Hyundai Shehzore	599	512	87	215	128	Company policy	Muneer-ul-haq	Employee
June 30,2014	3,340	2,715	625	937	312			
June 30,2013	1,439	1,157	282	282	--			

	Note	June 30, 2014	June 30, 2013
		(Rupees in '000')	
6.5 Capital work in progress			
Opening balance		1,484,963	1,114,517
Additions		208,392	370,446
		1,693,355	1,484,963
Less: Capitalized during the year		10,406	--
	6.5.1	1,682,949	1,484,963

6.5.1 Breakup is as follows:

	Note	June 30, 2014	June 30, 2013
Owned			
Plant and machinery	6.5.2	1,204,269	1,093,534
Buildings on leasehold land and quarry development		478,680	391,429
		1,682,949	1,484,963

6.5.2 Included herein a sum of Rs.32.376 million (2013: Rs.136.438) million in respect of machinery and equipments in transit.

	June 30, 2014	June 30, 2013
	(Rupees in '000')	
7 LONG TERM DEPOSITS		
Electricity and gas deposits	98,800	41,546
Others	1,428	1,966
	100,228	43,512

		Note	June 30, 2014	June 30, 2013
8	**LONG TERM LOANS**		(Rupees in '000')	
	Considered good			
	Executives	8.1 & 8.2	5,383	4,888
	Employees	8.2	976	546
			6,359	5,434
	Less: Due within one year, shown under current loans and advances	12	2,068	2,671
			4,291	2,763

8.1 Reconciliation of carrying amount of loans to executives

	Opening Balance	Disbursement	Repayment	Closing Balance
	(Rupees in '000')			
June 30,2014	4,888	6,052	(5,557)	5,383
June 30,2013	5,165	2,325	(2,602)	4,888

8.2 Represents interest free unsecured loans to executives and employees for purchase of vehicles and house building purposes. These are repayable in lump sum or by way of monthly installments within a period of 5 years or retirement date whichever is earlier. Maximum aggregate amount due from executives at the end of any month during the year was Rs. 8.334 million (2013: Rs. 5.574 million).

		June 30, 2014	June 30, 2013
9	**STORES AND SPARE PARTS**		
	Stores and spare parts - In hand	642,690	522,582
	Stores and spare parts - In transit	15,260	6,217
		657,950	528,799
	Less: Provision for obsolescence and slow moving stocks	5,869	5,869
		652,081	522,930
10	**STOCK IN TRADE**		
	Raw and packing material	114,043	109,516
	Work-in-process	446,908	476,751
	Finished goods	92,198	84,741
		653,149	671,008
11	**TRADE DEBTS - Unsecured**		
	Considered good	600,920	441,664
	Considered doubtful	54,953	54,953
		655,873	496,617
	Less: Provision for doubtful debts	54,953	54,953
		600,920	441,664

			June 30, 2014	June 30, 2013
12	**LOANS AND ADVANCES - Unsecured**	Note	(Rupees in '000')	
	Current portion of loans due from:			
	Executives	8	2,068	2,671
	Advances - Unsecured			
	Considered good			
	Employees - against salaries		899	1,274
	Employees - against expenses		5,316	2,907
			6,215	4,181
	Suppliers and contractors		169,750	244,363
	Considered doubtful			
	Suppliers and contractors		63,631	63,631
	Less: Provision for doubtful advances		63,631	63,631
			--	--
			178,033	251,215
13	**TRADE DEPOSITS AND SHORT TERM PAYMENTS**			
	Trade deposits - Considered good			
	Short term deposits		8,131	8,266
	Margin against bank guarantees	28.1(b)	15,813	12,843
	Margin against letter of credits		72,138	--
	Others		188	184
			96,270	21,293
	Short term prepayments		3,696	2,165
			99,966	23,458
14	**OTHER RECEIVALBES - Considered good**			
	Excise duty recoverable	14.1	2,705	2,705
	Sales tax claim	14.2	13,502	13,502
	Export rebate receivable		14,933	--
	Other receivable	14.3	72,252	--
			103,392	16,207

14.1 Represents claims of Central Excise Duty (CED) duty filed by the Company before the collector of Central Excise Karachi and large tax payer unit for the different periods.

14.2 Represents claims of Sales tax filed before the collector of sales tax and large tax payer unit for the different periods.

14.3 This represent amount paid under protest by the Company on the basis of decision of the Custom Tribunal. However the company has filed reference before the Honorable High Court against the decision of the Tribunal. In the reference numerous legal issues has been raised on the basis of which the company anticipate that the order of the Tribunal will be vacated and amount will be refunded.

15 SHORT TERM INVESTMENTS

At fair value through profit and loss

June 30, 2014	June 30, 2013			June 30, 2014	June 30, 2013
Number of Share			Note	(Rupees in '000')	
159,408	144,917	Cherat Cement Limited		10,435	8,433
17,717	17,717	Crescent Standard Investment Bank Limited		30	30
6,930	6,930	Trust Commercial Bank Limited		7	7
2,603	2,603	Royal Bank of Scotland Limited		24	24
475	475	Standard Chartered Bank Limited		12	8
92,500	92,500	Zeal Pak Cement Limited		43	43
279,633	265,142			10,551	8,545

16 CASH AND BANK BALANCES

	Note	June 30, 2014	June 30, 2013
Cash in hand		282	528
Cash at banks:			
- Deposit / PLS saving accounts	16.1	12,067	2,778
- Current accounts		137,373	60,761
		149,440	63,539
		149,722	64,067

16.1 These represent term deposit accounts and PLS saving accounts with commercial banks carrying profit Bank islami ranging from 3.5% to 7% (2013: 3.58% to 8.78%) per annum. Deposits have a maturity of less than three months.

17 ISSUED, SUBSCRIBED AND PAID UP CAPITAL

June 30, 2014	June 30, 2013		June 30, 2014	June 30, 2013
Number of Share			(Rupees in '000')	
336,125,000	336,125,000	Ordinary Shares of Rs. 10/- each issued as fully paid in cash	3,361,250	3,361,250
21,250,000	21,250,000	Ordinary Shares of Rs. 10/- each issued as fully paid Bonus shares	212,500	212,500
31,738,343	31,738,343	Ordinary Shares of Rs. 10/- each issued on conversion of loan from sponsors	317,383	317,383
389,113,343	389,113,343		3,891,133	3,891,133

17.1 131,625,455 (2013: 148,307,273) shares are held by associated companies.

	June 30, 2014	June 30, 2013
18 SURPLUS ON REVALUATION OF FIXED ASSETS - Net of tax	(Rupees in '000')	
Gross surplus		
Opening balance	5,407,724	5,503,821
Surplus arising due to revaluation of Property, plant and equipment	1,392,543	--
Transfer to unappropriated profit in respect of incremental depreciation charged during the current year	(90,939)	(96,097)
	6,709,328	5,407,724
Less: Related deferred tax		
Opening balance	1,698,867	1,666,607
Related deferred tax liability of current revaluation	448,552	--
Depreciation charged during the year	(30,253)	(32,941)
Effect of reduction in effective tax rate on account of a portion of the income of the Company being assessed under Final Tax Regime	(139,271)	65,201
	1,977,895	1,698,867
	4,731,433	3,708,857

18.1 Leasehold land, free hold land, Buildings on leasehold land and quarry development, Buildings and civil works on freehold land and plant and machinery owned by the company has further been revalued at June 30, 2014 by independent revaluer M/s ISOTEC using prevailing market value being the basis of revaluation. The surplus arising from revaluation is Rs. 1,392.543 million. The entire closing balance of surplus on revaluation of Property, plant and equipment is not available for distribution to shareholders, accordingly the carrying amounts of these fixed assets have been reduced by debiting to existing surplus on revaluation of fixed assets.

	Carrying Amounts	Revalued Amount	Increase in surplus
	(Rupees in '000')		
Leasehold land	115,020	120,000	4,980
Freehold land	141,082	209,375	68,293
Buildings on leasehold land and quarry development	547,378	550,390	3,012
Buildings and civil works on Freehold land	346,116	481,875	135,759
Plant and machinery	16,275,609	17,456,107	1,180,498
	17,425,205	18,817,747	1,392,543

19 LONG TERM FINANCING

	Note	June 30, 2014	June 30, 2013
		(Rupees in '000')	
Long-term loan financial institution - Secured			
Long term loan - I	19.1	93,333	93,333
Long term loan - II	19.2	200,000	200,000
Long term loan - III	19.3	300,000	300,000
Long term loan - IV	19.4	75,000	75,000
Long term loan - V	19.5	500,000	500,000
Long term loan - VI	19.6	350,000	350,000
Long term loan - VII	19.7	164,999	164,999
Long term loan - VIII	19.8	250,000	250,000
Restructured long term financing - I	19.9	17,383	36,430
Restructured long term financing - II	19.10	643,246	743,246
Restructured long term financing - III	19.11	150,000	150,000
Restructured long term financing - IV	19.12	583,072	583,072
Restructured long term financing - V	19.13	100,000	--
		3,427,033	3,446,080
Less: Present value adjustment		(105,225)	(66,092)
		3,321,808	3,379,988
Add: Interest charged to profit and loss account		12,388	2,343
		3,334,196	3,382,331
Less: Current maturity		(208,912)	(139,403)
Over due portion		(1,934,917)	(1,933,333)
	27	(2,143,829)	(2,072,736)
		1,190,367	1,309,595
Unsecured			
From investors (former DHCL)	19.16	--	26,553
Others	19.16	--	101,286
		--	127,839
		1,190,367	1,437,434

19.1 Represents loan obtained from a Development Financial Institution (DFI) carrying mark up at the rate of KIBOR plus 2.5% per annum with sales price of Rs. 120 million and purchase price of Rs. 234.4 million. The loan is repayable in 9 equal semi-annual installments commencing one year after the date of disbursement of loan i.e. April 26, 2006. The loan is secured by way of hypothecation ranking charge over fixed assets to be converted in to first pari passu charge within 90 days from the date of disbursement.

19.2 Represents loan obtained from a DFI carrying mark up at the rate of KIBOR plus 3.25% per annum with sales price of Rs. 200 million and purchase price of Rs. 289.375 million. The loan is repayable in 8 equal semi-annual installments starting two years after the date of disbursement of loan i.e. November 1, 2006. The loan is secured by way of ranking charge convertible to a first pari-passu charge within ninety days of the disbursement of the facility over all present and future fixed assets of the Company with a margin of 25 percent.

19.3 Represents loan obtained from a DFI carrying mark up at the rate of KIBOR plus 4.5% per annum with sales price of Rs. 300 million and purchase price of Rs. 637.685 million. The loan is repayable in 6 equal semi-annual installments commencing thirty months after the date of disbursement of loan i.e. November 7, 2006. The loan is secured by way of first pari-passu charge over all present and future fixed assets of the Company and corporate guarantees provided by certain group companies.

19.4 Represents loan obtained from a DFI carrying mark up at the rate of KIBOR plus 3% per annum with sales price of Rs. 75 million and purchase price of Rs. 117.729 million. The loan is repayable in 8 equal semi-annual installments commencing two years after the date of disbursement of loan i.e. July 28, 2006. The loan is secured by way of hypothecation ranking charge over all present and future fixed assets of the Company with 25 percent margin to be converted in to first pari-passu charge in favour of the DFI within 120 days from the date of first drawdown of the facility.

19.5 Represents loan obtained from a commercial bank carrying mark up at the rate of KIBOR plus 2.5% per annum with sales price of Rs. 500 million and purchase price of Rs. 975.562 million. The loan is repayable in 10 equal semi-annual installments commencing 30 months after the date of disbursement of loan i.e. October 31, 2006. The loan is secured by creating first pari-passu charge by way of hypothecation over the hypothecated assets in the sum of Rs. 666.667 million in favour of the bank and creation of first pari-passu charge by way of mortgage by deposit of title deeds in respect of the mortgaged properties in the sum of Rs. 666.667 million in favour of the bank.

19.6 Represents long-term financing obtained from a commercial bank disbursed on June 06, 2006 with sale price of Rs. 500 million and purchase price of Rs. 700 million. The loan is repayable in 10 equal semi-annual installments which commenced from December 2006. This carries mark-up at the rate of KIBOR plus 2.5% per annum. The loan is secured by creating first pari passu hypothecation charge over present and future plant and machinery and creation of first pari passu equitable mortgage charge over all land and building.

19.7 Represents loan obtained from a commercial bank carrying mark up at the rate of 3 months KIBOR plus 2% per annum with sales price of Rs. 165 million and purchase price of Rs. 239.309 million. The loan is repayable in 13 equal quarterly installments beginning one year after the date of restructuring of terms of loan i.e. June 28, 2008. The loan is secured by creating first pari-passu charge by way of hypothecation over the hypothecated assets in the sum of Rs. 240 million in favour of the bank. Initially a ranking charge is created which will be upgraded to 1st pari passu charge with in 120 days of draw down.

19.8 Represent medium term finance obtained from a commercial bank carrying markup at the rate of 3 months KIBOR plus 2% per annum with sales price of Rs.250 million and purchase price of 353.136 million. The loan is repayable in eight equal quarterly installments commencing from the fifth quarter from date of disbursement. The financing is secured by ranking hypothecation charge and equitable mortgage over fixed assets of the company valuing 333.33 million with 25% margin. The charge was to be converted into first pari passu within 180 days from date of disbursement.

19.9 A settlement has been reached on January 10, 2012 with a lender and consequently a compromise decree has been passed by Honorable High Court. Now the liability is payable as Rs.5.0 million down payment and in equal sixteen quarterly installments of Rs.4.762 million each. The loan is secured by way of first pari passu charge on fixed assets of the Company including land, building and machinery with 25% margin on facility amount.

19.10 A settlement has been reached on October 18, 2012 with a lender by way of compromise agreement executed between the Company and bank, and consequently a compromise decree has been passed by Honorable High Court. The entire principle amounts of demand finance, export re-finance, advance against TFCs and liability against letter of credits aggregating Rs.843.246 million are now repayable in 33 equal installments of Rs.25 million each and last installment of Rs. 18.246 million. The settlement of markup will be subject to the over all restructuring proposal offered to other lenders.

The loan is secured against joint pari-passu charge in the sum of Rs. 426.667 million and 186.66 million over present and future fixed assets of the Company and ranking charges of Rs.345 million and Rs.134 million over present and future current assets of the Company.

19.11 Advance for investment in term finance certificates (note 20) from a lender has been restructured for which a compromise agreement has been executed dated January 15, 2013 thereby the liability has been acknowledged at principal outstanding amount of Rs.150 million which is now repayable in 35 equal installments of Rs.4.160 million each and last installment of Rs.4.400 million commencing after grace period of one year. The liability is secured by first pari passu charge over plant and machinery and land and buildings.

19.12 A compromise agreement has been executed on January 30, 2013 with the lender in respect of liability of Old Series (A & B) of TFCs (note 27.1), thereby the liability has been acknowledged by the company to the extent of Rs.583.072 million, representing the principal outstanding which is now repayable in 36 equal installments of Rs.16.196 million each commencing after grace period of two years. The liability is secured by first pari passu charge over plant and machinery and land and buildings.The settlement of markup will be subjected to the over all restructuring proposal offered to other lenders.

19.13 Advance for investment in term finance certificates (note 20) from a lender has been restructured for which a compromise agreement has been executed dated September 13, 2013 thereby the liability has been acknowledged at principal outstanding amount of Rs.100 million which is now repayable in 36 equal installments of Rs.2.777 million each commencing after grace period of one year. The liability is secured by first pari passu charge over plant and machinery and land and buildings.

19.14 The loans disclosed in 19.11 and 19.13 above have been measured at amortized cost in accordance with International Accounting Standard 39, Financial Instruments: Recognition and Measurement, and have been discounted using the weighted average interest rate of ranging 11.17% per annum.

19.15 The lenders listed in 19.1 to 19.8 are in litigation with the company as more fully explained in note 28.1(c) to the financial statements.

19.16 These have been repaid during the year.

20 ADVANCES FOR INVESTMENT IN TERM FINANCE CERTIFICATES	**Note**	**June 30, 2014**	**June 30, 2013**
		(Rupees in '000')	
Secured	20.1	3,460,000	3,560,000

20.1 It represents private placement (Pre-IPO) investment of Rs. 3,460 million received as advanced against issue of rated, listed and secured term finance certificates out of total issue of Rs. 5,000 million for a tenure of six years. The company was required to complete the public offering on or before 270 days of signing of the respective agreements. i.e. October 05, 2008. The company was unable to complete the requisite formalities of public offering due to the factors beyond its control (Force Majure) i.e. global recession and unforeseen shut down of stock exchanges. Following course, certain investors have filed suits and winding up petitions in Hon'able High Court of Sindh as more fully explained in note 28.1(c). Till the matter is resolved suitably with investors, management has decided to classify the same as long term liability which is a departure with the requirements of IAS-1 "presentation of financial statements".

The principal terms and conditions for the proposed issue of rated, listed and secured Term Finance Certificates (TFCs) were as follows:

a) The tenor was six years inclusive of a grace period of 18 months.

b) Profit payments payable semiannually in arrears on the outstanding principal amount and calculated on a 365-days year basis. The first profit payment will fall due six months from the issue date and subsequently every six months thereafter.

c) Carries a floating rate of return of KIBOR plus 2 percent per annum.

d) Will be redeemed in nine equal semi annual installments starting from the twenty-fourth month of the issue.

e) Secured by first pari passu charge over plant and machinery and land and buildings.

20.2 During the year under consideration settlement has been reached with a lender for liabilities to the extent of Rs.100 million, which have now been transferred to long term financing and have been included in liabilities disclosed in note 19.13 to the financial statements.

21 LIABILITIES AGAINST ASSETS SUBJECT TO FINANCE LEASE

	June 30, 2014		June 30, 2013	
	Lease Payment		Lease Payment	
	Minimum	Present Value	Minimum	Present Value
	-----(Rupees in '000')-----			
Less then one year	48,424	48,424	48,424	48,424
within one to five years	--	--	--	--
Total	48,424	48,424	48,424	48,424
Less: Financial Charges allocated to the future periods present value of minimum lease payments	--	--	--	--
	48,424	48,424	48,424	48,424
Less: Overdue portion of lease liability	48,424	48,424	48,424	48,424
	--	--	--	--

21.1 Represents finance leases entered into with leasing companies for lease of vehicles and machinery. Total lease rentals due under various lease agreements aggregate Rs.48.424 million (2013: Rs. 48.424 million) payable in monthly / quarterly installments latest by January 2012. Overdue rental payments are subject to an additional charge upto 3% per month. Taxes, repairs, replacement and insurance costs are to be borne by the lessee. In case of termination of agreement, the lessee has to pay the entire rent for unexpired period. Financing rates ranging from 17.76% to 20.57% per annum have been used as discounting factor. Purchase options can be exercised by the lessee, paying 10% of the leased amount.

		June 30, 2014	June 30, 2013
22 LONG TERM DEPOSITS AND PAYABLES	Note	(Rupees in '000')	
Security deposits		974,791	754,843
Retention money		67,724	68,350
Provision in respect of supplier's credit	22.1	177,750	177,840
		1,220,265	1,001,033

22.1 Represents bills payable in respect of plant and machinery imported. In respect of such liability, in prior years, a memorandum of understanding was signed alongwith a repayment plan. However, in view of certain disputes, this amount is still appearing as payable. The matter is currently under litigation and the amount that would actually be payable and its timing are now considered to be uncertain. In view of litigation and dispute in respect of amount involved, as well as, the expected time that litigation would entail, the management is confident that this provision is not payable within the next twelve months and has, accordingly, been included in non current liabilities.

23 DEFERRED TAXATION

Deferred taxation comprises temporary difference relating to:

	June 30, 2014	June 30, 2013
Accelerated tax depreciation	3,288,706	3,355,030
Surplus on revaluation of fixed assets	2,190,322	1,824,142
Provisions and others	(57,357)	(46,769)
	5,421,671	5,132,403
Effect of reduction in effective tax rate on account of transfer of income of the company being assessed under Final Tax Regime	(525,817)	(352,473)
	4,895,854	4,779,930
Accumulated tax losses and available tax credits	(2,869,653)	(3,005,156)
	2,026,201	1,774,774

24 TRADE AND OTHER PAYABLES

	Note	June 30, 2014	June 30, 2013
Creditors	24.1	700,508	722,785
Book debts		34,698	57,741
Accrued liabilities		339,522	197,879
Advance from customers		586,877	571,141
Custom duty		15,495	15,495
Creditors for capital expenditure		20,794	22,512
Excise duty and royalty payable		51,245	55,855
Workers' profits participation fund	24.2	28,997	78,573
Provident fund payable		3,180	2,601
Dividend payable		12,927	12,927
Tax deducted at source		17,007	12,762
Workers' welfare fund	24.3	16,003	11,989
Unpaid and unclaimed dividend		1,780	1,780
Security deposits		270	270
Compensated absences		19	19
Others		5,967	2,009
		1,835,289	1,766,338

24.1 This includes an amount of Rs.54.289 million (2013: Rs. 54.289 million) representing overdue letters of credit which carry markup at the rate 11.83% per annum (2013: 11.83% per annum).

24.2 Workers' profits participation fund

	Note	June 30, 2014	June 30, 2013
		(Rupees in '000')	
Opening balance		78,573	80,494
Provision for the year		26,103	22,688
Interest on fund utilised in the Company's business	35	2,894	8,569
		107,570	111,751
Payments made during the year		(78,573)	(33,178)
		28,997	78,573

24.3 Workers' welfare fund

Opening balance	11,989	12,481
Provision for the year	12,635	8,621
	24,624	21,102
Payments made during the year (adjustment against tax refundable)	(8,621)	(9,113)
	16,003	11,989

25 SHORT TERM BORROWINGS

	Note	June 30, 2014	June 30, 2013
From financial institutions:			
Running finance under markup arrangement	25.1	189,875	189,875
Export refinance	25.2	121,000	121,000
Bridge finance			
- From syndicate	25.3	250,000	250,000
		560,875	560,875

25.1 Represents utilized portion of facility of Rs. 200 million (2013: Rs.200 million). The finance carries mark up at 6 months KIBOR plus 3% (2013: 6 months KIBOR plus 3%) per annum, payable quarterly in arrears. The facility is secured by way of first pari passu charge of Rs.234 million on Company's stocks / book debts. This facility was valid upto 30 June 2009. The facility has expired and not been renewed by the bank.

25.2 The finance carries mark up at 7.5% per annum, payable quarterly. The facility is secured by way of pari passu charge of Rs. 237 million on stocks and book debts of the Company. These financing arrangement has expired and not been renewed by the bank.

25.3 The syndicated finance facility was obtained from two banks having share of Rs. 150 million and Rs. 100 million respectively. The syndicated loan carries mark up at 6 months KIBOR plus 2% per annum payable after 6 months. The facility is secured by way of first pari passu of Rs. 333.33 million on the Company's fixed assets. The facility was valid upto 12 September 2008 and has not been renewed by the banks.

25.4 The company is in litigations with all of the lenders as more fully explained in note 28.1 (c) to the financial statements.

			June 30, 2014	June 30, 2013
26	**MARKUP PAYABLE**	**Note**	**(Rupees in '000')**	
	Advances for investment in term finance certificates	20	464,491	464,491
	Debentures - Term Finance Certificates		178,636	178,636
	Long term financing		344,182	344,182
	Short term borrowings		51,654	51,654
			1,038,963	1,038,963

27 CURRENT AND OVERDUE PORTION OF LONG TERM BORROWINGS

Term Finance Certificates			
- Old TFCs - Series B	27.1	9,227	9,227
Liabilities against assets subject to finance lease	21	48,424	48,424
Long term financing	19	2,143,829	2,072,736
		2,201,480	2,130,387

27.1 During the financial year June 30, 2008, a meeting of the old TFCs holders was held in which it was resolved that prepayment by the Company of entire outstanding principal amount with respect to series "A" and series "C" TFCs along with markup for the period starting from July 15, 2007 to the date of prepayment and present value of series "B" TFCs calculated by using discount rate of 12.43% be made. Accordingly, on March 13, 2008 the Company made early repayment of Rs. 3,806.531 million in respect of old TFCs out of total prepayment amount of Rs. 4,404.772 million and Rs.5.942 million were paid during the financial year ended June 30, 2009. During the previous year, in respect of liability amounting to Rs.583.072 million payable to a lender, a compromise agreement has been executed whereby the liability is now payable in 36 equal installments commencing after two year grace period. Accordingly the liability was transferred to long term financing (note 19.12).

28 CONTINGENCIES AND COMMITMENTS

28.1 Contingencies

(a) The Company is a party to legal proceedings pending in various courts and agencies in which it appears as defendant and plaintiff aggregating to Rs.337.625 million, the outcome of which cannot be established at this stage. The management, based on the strength of its cases and the advice of its lawyers, believes that no additional liability will arise out of these proceedings; hence no provision has been made in these financial statements.

(b) Guarantees amounting to Rs.1.2 million (2013: Rs. 1.2 million) have been furnished in favour of the Ministry of Commerce, in respect of import license fee on import of machinery and equipment. The guarantees have expired and the matter is presently pending under dispute with the said ministry. The recovery of an equivalent amount included in "trade deposits and short-term prepayments" as margin against bank guarantees is also dependent on the outcome of the above matter. The management anticipates a favourable outcome of the dispute.

(c) In respect of liabilities towards banks / financial institutions disclosed in note 19, 20, 21, 24.1 and 25 to the financial statements, certain banks / financial institutions have filed suits in Honorable High Court of Sindh at Karachi for recovery of their liabilities through attachment and sale of Company's hypothecated / mortgaged properties.

The aggregate suits amount is Rs. 7,108.578 million, out of total suits amount certain Banks /Financial institutions having suits to the extent of Rs.1,142.447 million have also filed winding up petition u/s 305 of the Companies Ordinance, 1984. Since the company is in dispute with banks / financial institutions therefore the estimated financial effect of litigations is not being disclosed, as it may have adverse affect on company's position in the suits.

The default of the Company is attributable to the Arrangers of the proposed Term Finance Certificates [TFCs] as they took the Company towards engineered default. The Company withdrew the foreign currency Convertible Bond issue which was completed with regard to the investors and approvals from SECP and SBP were also in place in all respect; and converted this into local TFCs under the firm commitment of major banks of the Company that it would be closed within a few weeks. Unfortunately, the TFC issue has so far not been closed.

The management has disputed the claim and is strongly contesting the case. The management has filed counter claims alleging that the banks claims are highly exaggerated as they have charged markup on markup and other levies higher than the rate of markup agreed and other charges in violation of State Bank of Pakistan rules and all other applicable laws of Pakistan. The management is hopeful that the decision will be in favor of the company and the base less suits shall be rejected by the concerned courts. Since all the cases are pending before Honorable Courts therefore the ultimate outcome cannot be established at this stage.

(d) On August 27, 2009, The Competition Commission of Pakistan has imposed a penalty of Rs. 6,312 million on the cement industry including a penalty of Rs. 345 million on the company. The company has filed a petition against the order in the Honorable Lahore High Court on legal and factual grounds and a hearing is scheduled on October 13, 2009. Further, the Competition Ordinance, 2007 will require reconsideration and approval of National Assembly in line with the judgment of Honorable Supreme Court of Pakistan dated July 31, 2009. in view of above, management is hopeful that there will be no adverse outcome for the company. Accordingly, no liability has been accounted for in the books of the company.

(e) On January 03, 2008, the Company has filed a refund claim for the period from June 17, 1994 to April 18, 1999, amounting to Rs. 608.015 million before Collector of Sales Tax and Federal Excise (the department) in view of Supreme Court judgment regarding the value of goods for the purpose of imposition of excise duty, under section 4(2) of the Central Excise Act, 1944 (the "1944 Act"). In the Supreme Court judgment it has been categorically held that no excise duty could be added to the retail price for levying excise duty under section 4(2) of the 1944 Act.

The department had filed petition for review of the judgment of the Supreme Court of Pakistan. Our refund application was returned with the comments that since the cases are subjudiced in review, the decision on refund will be taken after fate of review petitions is decided. On January 20, 2009, these petitions are dismissed as withdrawn by the Honorable Supreme Court of Pakistan. During the year company has again approached the Department for processing of refund, on account of inherent uncertainties involved in refund verification and processing, as a matter of prudence the company has not accounted for the above refund in the books of account of the Company.

(f) Guarantees issued by commercial banks on behalf of the company amounting to Rs. 105.525 million (2013: Rs.108.289 millions).

		Note	June 30, 2014	June 30, 2013
29	**TURNOVER - Net**		**(Rupees in '000')**	
	Turnover - Local		10,577,722	9,823,018
	Less: Federal excise duty		494,357	523,358
	Sales tax		1,779,027	1,378,011
	Sales incentives		78,441	27,625
			2,351,825	1,928,994
			8,225,897	7,894,024
	Turnover - Export		1,737,561	763,545
			9,963,458	8,657,569

		Note	June 30, 2014	June 30, 2013
30	**COST OF SALES**			
	Raw and packing materials consumed			
	Opening stock		109,516	60,741
	Purchases		1,104,467	969,519
			1,213,983	1,030,260
	Closing stock		(114,043)	(109,516)
			1,099,940	920,744
	Manufacturing overheads			
	Stores and spares consumed		407,643	346,643
	Fuel and power		6,119,209	5,612,376
	Salaries, wages and benefits	30.1	283,279	230,506
	Repairs and maintenance		325,745	402,681
	Depreciation	6.3	430,817	425,634
	Insurance		10,308	10,515
	Laboratory chemicals and quality control		2,676	3,567
	Travelling and conveyance		19,588	19,837
	Transportation		15,755	14,853
	Vehicle running expense		6,165	5,488
	Consultancy		5,627	8,317
	Printing and stationery		2,308	1,961
	Communication		1,007	842
	Rates and taxes		1,007	1,408
	Handling charges		21,401	18,991
	Others		59,693	47,896
			7,712,228	7,151,515
	Manufacturing cost		8,812,168	8,072,259
	Work in process - Opening		476,751	84,642
	Work in process - Closing		(446,908)	(476,751)
			29,843	(392,109)
	Cost of goods manufactured		8,842,011	7,680,150
	Finished goods - Opening		84,741	94,748
	Finished goods - Closing		(92,198)	(84,741)
			(7,457)	10,007
			8,834,554	7,690,157

30.1 This includes Rs. 8.862 million (2013: Rs.7.467 million) in respect of the Company's contribution for provident funds and Rs. 1.591 million (2013: Rs. 2.383 million) recognised against contribution to Employees Old Age Benefits Institution (EOBI).

31 DISTRIBUTION COST

	Note	June 30, 2014	June 30, 2013
		(Rupees in '000')	
Salaries, allowances and benefits	31.1	18,110	16,194
Export expenses	31.2	192,483	56,054
Rent, rates and taxes		3,964	4,447
Postage		2,153	4,397
Advertisement		6,381	1,990
Insurance		215	508
Repairs and maintenance		3,343	1,382
Depreciation	6.3	180	126
Traveling and conveyance		290	136
Communication		2,610	2,773
Others		1,897	2,532
		231,626	90,539

31.1 These include Rs. 0.750 million (2013: Rs. 0.475 million) in respect of the Company's contribution for provident funds and Rs. 0.099 million (2013: Rs. 0.105 million) recognized against contribution to EOBI.

31.2 Represents freight and handling charges and commission on cement exported during the year.

32 ADMINISTRATIVE EXPENSES

	Note	June 30, 2014	June 30, 2013
Salaries, allowances and benefits	32.1	132,451	118,348
Legal and professional charges		44,222	52,925
Repairs and maintenance		82,936	85,169
Insurance		1,526	4,094
Depreciation	6.3	4,482	3,491
Rent, rates and taxes		12,300	11,144
Fee and subscription		5,318	8,612
Vehicle running expenses		37,466	35,321
Communication		5,850	5,325
Utilities		10,235	9,719
Newspaper and periodicals		801	97
Travelling, conveyance and cartage		18,778	18,228
Printing and stationery		5,782	2,894
Entertainment		5,941	9,372
Security service charges		12,484	7,489
Other expenses		8,579	13,652
		389,151	385,880

32.1 This includes Rs. 4.313 million (2013: Rs.3.305 million) in respect of the Company's contribution for provident funds and Rs. 0.470 million (2013: Rs.0.485 million) recognized against contribution to EOBI.

		Note	June 30, 2014	June 30, 2013
			(Rupees in '000')	
33	**OTHER OPERATING EXPENSES**			
	Worker's profit participation fund		26,103	22,688
	Workers' welfare fund		12,635	8,621
	Auditor's remuneration	33.1	3,815	3,875
	Provision for obsolescence and slow moving stocks		--	4,632
	Exchange loss		28,421	26,147
			70,974	65,963

33.1 Auditor's remuneration

	June 30, 2014	June 30, 2013
Audit fee		
Review of half-yearly interim condensed financial	2,600	2,600
statements	900	900
Review of Code of Corporate Governance	300	300
Out of pocket expenses	15	75
	3,815	3,875

		June 30, 2014	June 30, 2013
34	**OTHER INCOME**		
	Income from financial assets		
	Profit on bank deposits		
	Gain on remeasurement of available-for-sale investment	6,514	4,469
	Dividend income	2,006	4,144
		363	248
	Income from non financial assets / others		
	Gain on disposal of operating assets		
	Amortization of interest free loans	312	--
		39,133	66,092
	Others		
	Export rebate		
	Scrap sales	14,933	--
	Others	4,653	174
		292	2,856
		68,206	77,983
35	**FINANCE COST**		
	Interest on workers' profits participation fund	2,894	8,569
	Unwinding of discount	10,045	2,343
	Bank charges	7,496	3,925
	Commission on bank guarantees	1,601	1,979
		22,036	16,816

35.1 Company has not made the provision of markup for the year amounting to Rs. 884.335 million (Up to June 30, 2013: Rs.4,587.607 million) keeping in view of the financial restructuring proposed to the lenders as disclosed in note 3. Management is hopeful that the restructuring proposal will be accepted by the lenders. Had the provision been made the profit for the year would have been lower by Rs. 884.335 millions and accrued markup would have been higher and shareholders' equity would have been lower by Rs. 5,471.942 million. The said non provisioning is a departure from the requirements of IAS-23 'Borrowing Costs'.

	June 30, 2014	June 30, 2013
36 TAXATION	**(Rupees in '000')**	
Current	99,635	47,106
Prior	4,100	(54,047)
Deferred	(57,854)	42,965
	45,881	36,024

36.1 Relationship between accounting profit and tax expense for the year

Provision for current taxation is based on minimum tax liability at the rate of 1% of the turnover, therefore the relationship between accounting profit and tax expense for the year cannot be given.

- The assessments of the company deemed to have been finalized upto and including tax year 2013.

- Change in applicable income tax rate from 35% to 34% is due to change in relevant Income Tax Laws.

37 EARNING PER SHARE - Basic and Diluted

Profit after taxation (Rupees in '000')	437,442	450,173
	Number of shares '000	
Weighted average number of outstanding shares	389,113	389,113
Earning per share - Basic and diluted (Rupee)	1.12	1.16

37.1 A diluted earnings per share has not been presented as the company did not have any convertible instruments in issue as at June 30, 2014 and June 2013 which would have any effect on the earnings per shares if the option to convert is exercised.

38 REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

		Chief Executive		Directors		Executives		Total	
	Note	2014	2013	2014	2013	2014	2013	2014	2013
		(Rupees in '000')							
Remuneration		8,385	11,001	11,955	5,564	59,055	38,385	79,395	54,950
House rent		3,773	4,950	5,380	2,504	26,575	17,273	35,728	24,727
LFA		67	--	297	232	2,461	1,599	2,825	1,831
Medical		134	--	593	464	4,921	3,199	5,648	3,663
Retirement benefits		134	--	593	463	4,919	3,197	5,646	3,660
Utilities		838	1,100	1,196	556	5,906	3,839	7,940	5,495
Others		4	4	7	7	239	142	250	153
	38.1	13,335	17,055	20,021	9,790	104,076	67,634	137,432	94,479
Number of persons		2	1	3	2	63	42	68	45

The directors and certain executives are also provided with free use of Company owned and maintained cars and other benefits in accordance with their entitlements as per rules of the Company.

38.1 The remuneration of chief executive includes Dewan M. Yousuf Farooqui from July 2013 to January 2014 and Syed Muhammad Anwar from February 2014 to June 2014.

39 RELATED PARTY DISCLOSURES

Related parties comprise related group companies, associate, directors and executives and staff provident fund. The Company in the normal course of business carries out transactions with various related parties. Material transactions and balances with related parties are given below:

	June 30, 2014	June 30, 2013
	(Rupees in '000')	
Associated companies		
Purchase of vehicles	14,927	--
Employee benefit fund		
Company's and employees contributions during the year	27,850	22,494

40 FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

The company is exposed to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

The board of directors has the overall responsibility for the establishment and oversight of company's risk management framework. The Board is also responsible for developing and monitoring the Company's risk management policies.

40.1 Credit risk

Credit risk represents the accounting loss that would be recognized at the reporting date if counter parties failed completely to perform as contracted. The company's credit risk is primary attributable to its receivables and balances with banks.

The carrying amounts of financial assets represent the maximum credit exposure. The maximum exposure to credit risk at the reporting date is:

	June 30, 2014	June 30, 2013
	(Rupees in '000')	
Long term loans	6,359	5,434
Long term deposit	100,228	43,512
Trade debts - net of provision	600,920	441,664
Loans and advances	178,033	251,215
Trade deposits and other receivable	96,270	21,293
Other receivable	103,392	16,207
Short term investment	10,551	8,545
Bank balances	149,440	63,539
	1,245,193	851,409

The company manages credit risk of receivables through the monitoring of credit exposures and continuous assessment of credit worthiness of its customers. The company believes that it is not exposed to any major concentration of credit risk as its customers are credit worthy and dealing banks posses good credit ratings.

The provision for debts considered doubtful has already been made and management believes that no further provision is necessary. Further credit risk in respect of trade debts is mitigated by the security deposits amounting to Rs. 974.791 million (2013: Rs.754.843 million). The credit quality of the company's receivable can be assessed with their past performance of nominal defaults. The credit quality of the company's banks can be assessed by their external credit ratings:

Name of Bank	Rating Agency	Rating Short term	Rating Long term
Habib Bank Limited	JCR-VIS	A-1+	AAA
United Bank Limited	JCR-VIS	A-1+	AA+
Allied Bank Limited	PACRA	A1+	AA+
BankIslami Pakistan Limited	PACRA	A1	A
Bank Alfalah Limited	PACRA	A1+	AA
National Bank of Pakistan	JCR-VIS	A-1+	AAA
The Bank of Punjab	PACRA	A1+	AA-
Faysal Bank Limited	PACRA	A1+	AA
Meezan Bank Limited	JCR-VIS	A-1+	AA
MCB Bank Limited	PACRA	A1+	AAA

40.2 Liquidity risk

Liquidity risk reflects an enterprise's inability in raising funds to meet commitments. The company follows an effective cash management and planning policy to ensure availability of funds and to take appropriate measures for new requirements. At present the company is facing liquidity problems and have been unable to make timely repayment of its liabilities resulting in overdues, further, the short term finance facilities have expired and not been renewed by the lenders. However, the company has offered a restructuring proposal to its lenders as explained in note 3 to the financial statements, which the management expects that the same will be accepted by lenders in the proposed manner. The following are the contractual maturities of the financial liabilities, including estimated markups:

	Carrying Amounts	Contractual Cash flows	Six months or less	Six to twelve months	One to two years	Two to five years	More than five years
	--------	--------	--------	Rupees in '000'	--------	--------	--------
2014							
Financial Liabilities - Recognized							
Long term financing	3,334,196	3,685,599	2,214,272	126,932	231,569	642,974	469,852
Term finance certificates and advances	3,469,227	3,469,227	3,469,227	--	--	--	--
Short term borrowing	560,875	602,718	602,718	--	--	--	--
Lease liabilities	48,424	48,424	48,424	--	--	--	--
Long term deposits and payables	1,220,265	1,220,265	--	--	--	1,220,265	--
Trade and other payables	1,835,289	1,835,289	1,835,289		--	--	--
Mark up payable	1,038,963	1,038,963	1,038,963	--	--	--	--
	11,507,239	11,900,485	9,208,893	126,932	231,569	1,863,239	469,852

	Carrying Amounts	Contractual Cash flows	Six months or less	Six to twelve months	One to two years	Two to five years	More than five years
	--------	--------	--------	Rupees in '000'	--------	--------	--------
2013							
Financial Liabilities - Recognized							
Long term financing	3,446,080	3,874,793	2,213,277	132,741	258,319	670,042	600,414
Term finance certificates and advances	3,569,227	3,569,227	3,569,227	--	--	--	--
Short term borrowing	560,875	602,718	602,718	--	--	--	--
Lease liabilities	48,424	48,424	48,424	--	--	--	--
Long term deposits and payables	1,001,033	1,001,033	--	--	--	1,001,033	--
Trade and other payables	1,766,338	1,766,338	1,766,338		--	--	--
Mark up payable	1,038,963	1,038,963	1,038,963	--	--	--	--
	11,430,940	11,901,496	9,238,947	132,741	258,319	1,671,075	600,414

All the financial liabilities of the company are non derivative financial liabilities. The contractual cash flows relating to the above financial liabilities have been determined on the basis of markup rates effective as at June 30, however the company's restructuring proposal offered to the lenders have not been taken into account in determination of contractual cash flows.

40.3 Market Risk

Market risk is a risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of financial instruments. The company is exposed to currency risk and interest rate risk only.

40.3.1 Currency risk

Foreign currency risk arises mainly where receivables and payables exists due to transactions in foreign currencies. The financial instruments of the company exposed to currency risk were as follows:

	2014		2013	
	Rupee	US Dollar	Rupee	US Dollar
Assets / (liabilities)	(000)		(000)	
Supplier credit	(177,750)	(1,800)	(177,840)	(1,800)
Advances from customers	(586,877)	(5,943)	(330,655)	(3,347)
	(764,627)	(7,743)	(508,495)	(5,147)

The following significant exchange rate applied during the year:

	Average rate		Balance sheet date	
	2014	2013	2014	2013
US Dollar	99.05	96.88	98.75	98.80

Sensitivity analysis

At reporting date, if PKR had strengthened by 5% against the US Dollar with all other variables held constant profit for the year would have been lower / higher by the amounts shown below, mainly as a result of foreign exchange difference on translation of foreign currency liabilities.

	2014		2013	
	Profit or loss		Profit or loss	
	Gross exposure	Net of tax exposure	Gross exposure	Net of tax exposure
	(000)		(000)	
Supplier credit	(8,888)	(5,866)	(8,892)	(5,780)
Advances from customers	(29,344)	(19,367)	(16,533)	(10,746)
	(38,231)	(25,233)	(25,425)	(16,526)

The 5% weakening of the PKR against US Dollar would have had an equal but opposite impact on the profit for the year on the basis that all other variables remain constant.

	June 30, 2014	June 30, 2013
41.3.2 Interest rate risk	**(Rupees in '000')**	

Interest rate risk is the risk that the value of financial instrument will fluctuate due to changes in market interest rates. The company's exposure to the risk of changes in interest rates relates primarily to the following:

	June 30, 2014	June 30, 2013
Fixed rate instruments		
Financial Assets		
Balance with banks	12,067	2,778
Variable rate instruments		
Financial liabilities		
Advances for investment in term finance certificates	3,460,000	3,560,000
Long term financing	3,427,033	3,446,080
Liabilities against assets subject to finance lease	48,424	48,424
Short term borrowings	560,875	560,875
Trade payables	54,289	54,289
	7,550,621	7,669,668

Fair value sensitivity analysis for fixed rate instruments:

The company does not account for any fixed rate financial assets at fair value through profit and loss, therefore a change in interest rates at the reporting date would not affect profit and loss.

Cash flow sensitivity analysis for variable rate instruments:

Since the company has not made provision of markup on its borrowings on account of restructuring proposal offered to lenders, therefore sensitivity analysis cannot be given.

40.4 Capital risk management

The primary objective of the Company's capital management is to maintain healthy capital ratios, strong credit rating and optimal capital structures in order to ensure ample availability of finance for its existing and potential investment projects, to maximize shareholder value and reduce the cost of capital.

The Company manages its capital structure and makes adjustment to it, in light of changes in economic conditions. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Company monitors capital using a gearing ratio, which is net debt divided by total equity plus net debt. Net debt is calculated as total loans and borrowings including any finance cost thereon, trade and other payables, less cash and bank balances and investments. Capital signifies equity as shown in the balance sheet plus net debt.

40.5 Fair value of financial instruments

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable willing parties in an arms length transaction. The carrying values of financial instruments reflected in these financial statements approximate their fair values.

41 CAPACITY - Clinker

	June 30, 2014	June 30, 2013
	In Metric Tones	
Annual installed capacity		
- South unit (Line I)	900,000	900,000
- South unit (Line II)	960,000	960,000
- North unit (Line I)	540,000	540,000
- North unit (Line II)	540,000	540,000
	2,940,000	2,940,000
Actual production for the year		
- South unit (Line I)	113,245	76,443
- South unit (Line II)	766,462	773,640
- North unit (Line I)	91,076	156,475
- North unit (Line II)	507,138	460,727
	1,477,921	1,467,285

The under utilization of capacity was due to maintenance of plant and downfall in demand of cement.

42 PROVIDENT FUND RELATED DISCLOSURES

The following information is based on financial statements of the Fund:

	June 30, 2014 Un-audited	June 30, 2013 Audited
	(Rupees in '000')	
Size of the fund - Total assets	136,112	111,037
Percentage of investments made	81.15%	81.18%
Fair value of investments	110,458	90,138

42.1 The cost of above investments amounted to Rs. 83.536 million (2013: Rs.68.992 million).

42.2 The break-up of fair value of investments is:

	2014	2013	2014	2013
	(Percentage)		(Rupees in '000')	
Defence saving certificates	25.86%	31.32%	21,605	21,605
Short term saving certificates	69.67%	68.41%	58,200	47,200
Saving account	4.47%	0.27%	3,731	187
	100.00%	100.00%	83,536	68,992

43 NUMBER OF EMPLOYEES

	June 30, 2014	June 30, 2013
	Number	
Number of employees at June 30		
Regular	669	634
Contractual	560	568
Average number of employees during the year		
Regular	643	739
Contractual	566	564

44 OPERATING SEGMENTS

These financial statements have been prepared on the basis of single reportable segments.

44.1 Revenue from sales of cement represents 98.08% of the gross sales of the Company.

44.2 16.43% (2013: 7.77%) of the gross sales of the Company are made to customers located outside Pakistan.

44.3 All non-current assets of the Company at 30 June 2014 are located in Pakistan.

44.4 Revenues of Rs.2,437.595 million and Rs.1,041.747 million are derived from two customers.

45 CORRESPONDING FIGURES

The corresponding figures have been reclassified, restated and rearranged wherever necessary to facilitate comparison. Significant restatement was certain loans as disclosed in note 19.14 have been carried at amortized cost. These loans have been adjusted restrospectively in accordance with International Accounting Standard - 8 "Accounting Policies, Change in Accounting Estimates and Errors". Consequently the loans as of June 30, 2013 have been decreased by 63.749 million and profit after tax for the said year has been increased by the same amount. The earnings per share has been increased by Rs.0.16. The said retrospective restatement has no impact on years prior to June 30, 2013.

46 DATE OF AUTHORIZATION FOR ISSUE

These financial statements have been authorised for issue on September 26, 2014 by the Board of Directors of the Company.

47 GENERAL

47.1 Figures have been rounded off to the nearest thousand of Rupees, unless otherwise stated.

Syed Muhammad Anwar
Chief Executive Officer

Haroon Iqbal
Director

Pattern of Shareholding under Regulation 37(xx)(i) of the Code of Corporate Governance As at June 30, 2014

	Categories of Shareholders	Number of Shareholders	Number of Shares held	% of Shareholding
1.	Associated Companies	5	131,625,455	33.83%
2.	NIT and ICP	8	5,057,459	1.30%
3.	Directors, CEO, their Spouses & Minor Children	8	87,067,189	22.38%
4.	Executives	-	-	0.00%
5.	Public Sector Companies & Corporations	65	7,066,159	1.82%
6.	Banks, Development Finance Institutions, Non-Banking Finance Companies, Insurance Companies, Modarbas & Mutual Funds	22	27,306,708	7.02%
7.	Individuals	5,638	130,990,373	33.66%
	TOTAL	5,746	389,113,343	100.00%

DETAILS OF CATAGORIES OF SHAREHOLDERS

	Names	Number of Shareholders	Number of Shares held	% of Shareholding
1.	**Associated Companies**			
1.1	Dewan Motors (Pvt.) Limited	1	18,125,000	4.66%
1.2	Dewan Mushtaq Motors Company (Pvt) Ltd.	1	18,125,000	4.66%
1.3	Dewan Development (Private) Limited	1	30,000,000	7.71%
1.4	Dewan Farooque Motors (Pvt.) Limited	1	27,968,455	7.19%
1.5	Dewan Automotive Engineering Limited	1	37,407,000	9.61%
		5	131,625,455	33.83%
2.	**NIT and ICP**			
2.1	INVESTMENT CORPORATION OF PAKISTAN	2	2,150	0.00%
2.2	IDBP (ICP UNIT)	1	1,000	0.00%
2.3	National Bank of Pakistan	2	4,589,698	1.18%
2.4	National Bank Of Pakistan Employees Pension Fund	1	438,813	0.11%
2.5	National Bank Of Pakistan Emp Benevolent Fund Trust	1	15,398	0.00%
2.6	National Bank of Pakistan, Trustee Deptt.	1	10,400	0.00%
		8	5,057,459	1.30%
3.	**Directors, CEO, their Spouses & Minor Children**			
	Directors and CEO			
3.1	Dewan Muhammad Yousuf Farooqui	1	83,528,106	21.47%
3.3	Dewan Abdul Baqi Farooqui	1	3,334,708	0.86%
3.4	Dewan Abdul Rehman Farooqui	1	1,375	0.00%
3.5	Mr. Haroon Iqbal	1	1,375	0.00%
3.6	Mr. Aziz-ul-Haque	1	1,375	0.00%
3.7	Syed Muhammad Anwar	1	1,375	0.00%
3.8	Mr. Ghazanfar Babar Siddiqi	1	1,375	0.00%
		7	86,869,689	22.33%
	Spouses of Directors and CEO			
3.9	Mrs. Heena Yousuf	1	197,500	0.05%
	Minor Children of Directors and CEO	-	-	-
		8	87,067,189	22.38%

SHAREHOLDERS HOLDING 5% OR MORE OF THE VOTING SHARES/ INTERESTS IN THE COMPANY

	Names	Number of Shareholders	Number of Shares held	% of Shareholding
1	Dewan Farooque Motors (Pvt.) Limited	1	27,968,455	7.19%
2	Dewan Development (Private) Limited	1	30,000,000	7.71%
3	Dewan Automotive Engineering Limited	1	37,407,000	9.61%
4	Dewan Muhammad Yousuf Farooqui	1	83,528,106	21.47%

DETAILS OF TRADING IN THE SHARES OF THE COMPANY BY DIRECTORS, CEO, CFO, COMPANY SECRETARY, THEIR SPOUSES AND MINOR CHILDREN

Name	Date of Purchase	Date of Sale	No. of Shares
–	–	–	–

THE COMPANIES ORDINANCE, 1984 **FORM 34**

(Section 236(1) and 464)

PATTERN OF SHAREHOLDING

Incorporation Number **0007605**

Name of the Company **DEWAN CEMENT LIMITED**

Pattern of holding of the shares held by the Shareholders as at **30 06 2014**

4.

Number of Shareholders	Shareholdings				Total Shares held
728	1	-	100	Shares	35,349
1,520	101	-	500	Shares	572,965
754	501	-	1,000	Shares	691,051
1,401	1,001	-	5,000	Shares	4,073,192
493	5,001	-	10,000	Shares	4,103,711
163	10,001	-	15,000	Shares	2,129,341
142	15,001	-	20,000	Shares	2,661,918
94	20,001	-	25,000	Shares	2,235,652
55	25,001	-	30,000	Shares	1,572,330
23	30,001	-	35,000	Shares	775,550
32	35,001	-	40,000	Shares	1,251,500
21	40,001	-	45,000	Shares	913,457
51	45,001	-	50,000	Shares	2,529,442
14	50,001	-	55,000	Shares	747,500
16	55,001	-	60,000	Shares	952,250
9	60,001	-	65,000	Shares	567,375
14	65,001	-	70,000	Shares	971,500
15	70,001	-	75,000	Shares	1,115,475
5	75,001	-	80,000	Shares	391,500
7	80,001	-	85,000	Shares	581,875
3	85,001	-	90,000	Shares	265,050
5	90,001	-	95,000	Shares	463,500
31	95,001	-	100,000	Shares	3,086,000
10	100,001	-	110,000	Shares	1,026,125
11	110,001	-	120,000	Shares	1,270,625
5	120,001	-	130,000	Shares	638,000
5	130,001	-	140,000	Shares	672,500
5	140,001	-	150,000	Shares	737,625
2	150,001	-	160,000	Shares	313,545
2	160,001	-	170,000	Shares	335,500
2	170,001	-	180,000	Shares	346,000
16	180,001	-	200,000	Shares	3,193,000
4	200,001	-	220,000	Shares	848,000
2	220,001	-	240,000	Shares	465,679
4	240,001	-	260,000	Shares	1,005,000
3	260,001	-	280,000	Shares	788,000
10	280,001	-	300,000	Shares	2,954,490
4	300,001	-	320,000	Shares	1,269,750
1	320,001	-	340,000	Shares	338,265
3	340,001	-	360,000	Shares	1,050,000
3	360,001	-	380,000	Shares	1,102,323
5	380,001	-	400,000	Shares	1,989,500
1	400,001	-	440,000	Shares	438,813

Number of Shareholders	Shareholdings				Total Shares held
3	440,001	-	480,000	Shares	1,353,000
5	480,001	-	500,000	Shares	2,477,500
1	500,000	-	540,000	Shares	513,000
3	540,001	-	580,000	Shares	1,675,000
1	580,001	-	660,000	Shares	658,626
1	660,001	-	700,000	Shares	692,963
1	700,001	-	750,000	Shares	700,053
3	750,001	-	800,000	Shares	2,301,250
1	800,001	-	850,000	Shares	850,000
1	850,001	-	900,000	Shares	900,000
1	900,001	-	1,000,000	Shares	1,000,000
3	1,000,001	-	1,100,000	Shares	3,113,000
4	1,100,001	-	1,200,000	Shares	4,529,299
2	1,200,001	-	1,300,000	Shares	2,600,000
1	1,300,001	-	1,500,000	Shares	1,500,000
1	1,500,001	-	2,000,000	Shares	1,510,000
1	2,000,001	-	2,500,000	Shares	2,500,000
1	2,500,001	-	3,000,000	Shares	2,763,147
3	3,000,001	-	4,000,000	Shares	10,001,375
1	4,000,001	-	4,600,000	Shares	4,587,003
1	4,600,001	-	5,000,000	Shares	5,000,000
2	5,000,001	-	7,500,000	Shares	14,503,500
2	7,500,001	-	10,000,000	Shares	20,000,000
1	10,000,001	-	11,500,000	Shares	11,472,500
2	11,500,001	-	11,800,000	Shares	23,288,343
2	11,800,001	-	18,125,000	Shares	36,250,000
1	18,125,001	-	28,000,000	Shares	27,968,455
1	28,000,001	-	30,000,000	Shares	30,000,000
1	30,000,001	-	37,410,000	Shares	37,407,000
1	37,410,001	-	83,528,106	Shares	83,528,106
5746			**TOTAL**		**389,113,343**

5.	Categories of Shareholders	Shares held	Percentage
5.1	Directors, Chief Executive Officer, their spouses and minor children	87,067,189	22.38%
5.2	Associated Companies, undertakings and related parties	131,625,455	33.83%
5.3	NIT and ICP	5,057,459	1.30%
5.4	Banks, Development Financial Institutions, Non-Banking Finance Companies	1,157,493	0.30%
5.5	Insurance Companies	-	0.00%
5.6	Modarabas and Mutual Funds	26,149,215	6.72%
5.7	Shareholders holding 5%	178,903,561	45.98%
5.8	General Public		
	a. Local	129,710,205	33.33%
	b. Foreign	1,280,168	0.33%
5.9	Others (Joint Stock Companies, Brokrage Houses, Employees Funds & Trustees)	7,066,159	1.82%

FORM OF PROXY

I/We--------------------------------of-------------------------------- being member(s) of Dewan Cement Limited and holder of-------- ------------Ordinary Shares as per Share Register Folio No.---------- and/or CDS Participant I.D. No. -------------------------------------and Sub Account No.---------------- hereby appoint---of-------------------------- or failing him/her---of-------------------------as my proxy to vote for me and on my behalf at the 35th Annual General Meeting of the company to be held on Thursday, October 30, 2014 at 04:00 p.m. and / or any adjournment there of.

Signed this-------------------day of----------------------2014

1. Signature:---------------------------------

Witness: -----------------------------------

Name: --------------------------------------

Address: ----------------------------------

--

C.N.I.C. No: -------------------------------

Passport No.: -----------------------------

2. Signautre:---------------------------------

Witness: -----------------------------------

Name: --------------------------------------

Address: ----------------------------------

--

C.N.I.C. /Passport No.: -----------------

Signature on Five Rupees Revenue Stamp

The Signature should agree with the specimen registered with the company

NOTES:

A member of the Company entitled to attend and vote at this meeting may appoint another member as his/her proxy to attend and vote instead of him/her. Proxies, in order to be effective, must be received by the Company, duly completed at our shares registrar transfer agent BMF Consultants Pakistan (Pvt.) Ltd. Anum Estate, Room No. 310 & 311, 3rd Floor, 49, Darul Aman Society, Main Shahrah-e-Faisal, Adjacent to Baloch Colony Bridge, Karachi, Pakistan. not less than 48 hours before the meeting. CDC account holders will further have the following guidelines as laid down by the Securities & Exchange Commission of Pakistan.

a. For Attending Meeting:
   i. In case of individual, the account holder of sub-account holder and/or the person whose securities are in group account and their registration detail are uploaded as per the regulations, shall authenticate his/her identity by showing his/her original National Identity Card (CNIC) or original passport at the time or attending the meeting.
   ii. In case of corporate entity, the Board of Directors' Resolution/Power of Attorney with the specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of meeting.

b. For Appointing Proxies.
   i. In case of individual, the account holder of sub-account holder and/or the person whose securities are in group account and their registration detail are uploaded as per the regulations, shall submit the proxy form as per the above requirements.
   ii. Two persons, whose names, addresses and CNIC numbers shall be mentioned on the form to witness the proxy.
   iii. Attested copies of CNIC or passport of the benefical owners and proxy shall be furnished with the proxy form.
   iv. The proxy shall produce his/her original CNIC or original passport at the time of meeting.
   v. In case of corporate entity, the Board of Directors' Resolution/Power of Attorney with the specimen signature of the nominee shall be produced (unless it has been provided earlier) alongwith the proxy form of the Company.