19th Annual Report 2009

First Tri-Star Modaraba



Managed by:

A.R.T. Modaraba Management (Private) Limited



Contents

	Page No.
Board of Directors	 2
Notice of Annual Review Meeting	 3
Directors' Report	 4
Auditors' Report	 12
Balance Sheet	 14
Profit and Loss Account	 16
Cash Flow Statement	 17
Notes to the Accounts	19
Pattern of Certificate Holdings	32



Board of Directors

Directors of Modaraba Company:	Mohammed Ahmad Ismail Chairman/Chief Executive		
	Mr. Rashid Ahmad Mr. Tahir Ahmad Mr. Asad Ahmad		
Auditors:	M/s. Muniff Ziauddin Junaidy & Company Chartered Accountants		
Audit Committee:	Mr. Tahir Ahmad Mr. Rashid Ahmad Mr. Mohammad Zameer	Chairman Member Member	
Bankers:	Bank Al-Habib Ltd. Habib Bank Ltd.		
Registered Office:	F/498, S.I.T.E., Karachi-75700		
Management Company:	A.R.T. Modaraba Management (Pvt) Ltd.	



Notice of Annual Review Meeting

Tenth Annual Review Meeting of the Certificate Holders of First Tri-Star Modaraba will be held on Saturday, October 31, 2009 at 12:30 p.m. at F/498, S.I.T.E., Karachi.

The Certificate Transfer Books shall remain closed from November 11, 2009 to November 23, 2009 (both days inclusive). Transfer received in order on or before October 30, 2009 at our Registered Office will be considered in time for the purpose of attending Annual Review Meeting.

By Order of the Board

Company Secretary

Dated: October 10, 2009

Place: Karachi.



Report of Directors

of A.R.T. Modaraba Management (Pvt) Limited as on June 30, 2009

The Board of Directors of A.R.T. Modaraba Management (Pvt) Limited present the 19th Annual Report of First Tri-Star Modaraba together with audited accounts for the year ended 30th June, 2009.

1. FINANCIAL RESULTS

Financial results are summarized as follows:

	Rupees	Rupees
	2009	2008
Revenue	16,302,563	3,846,906
Administrative Expenses	(3,771,891)	(3,341,664)
	12,530,672	505,243
Financial Charges	(2,540)	(826)
	12,528,132	504,417
Modaraba Company's Management Fees		-
	(1,265,000)	
Profit before Taxation	11,263,132	504,417
Taxation	-	-
Profit after Taxation	11,263,132	504,417
Accumulated (Loss) brought forward	(37,949,396)	(38, 352, 813)
	(26,686,265)	(37,848,396)
Appropriations:		
Statutory Reserve	(2,275,000)	(101,000)
Accumulated (Loss) carried forward	(28,961,265)	(37,949,396)
Earning per certificate	0.532	0.024

2. BUSINESS

During the year under review the economy of the country was drastically down as compared with the performance last year. As reported in last year's report, the country missed its major economic targets including food inflation, large scale manufacturing and current account deficit, exports and private sector credit. This year the story is no different and rising inflation, depreciating value of Pak Rupee and both global and domestic economic meltdown has shattered the economy of the



country. The State Bank of Pakistan has failed to control the situation despite maintaining tight monetary policy.

The maintenance of law and order is the biggest challenge our country is facing today which is aggravating day by day and unless and until the situation is controlled it would not be possible to make any progress. As reported in last half yearly report, your Modaraba is in the process of completing all the formalities required for setting up a 110 MW power plant at Hawksbay, Karachi.

3. DIVIDEND

The Board in its meeting held on October 09, 2009 has recommended 5% cash dividend this year i.e. @ Rs. 0/50 per certificate.

4. BOARD OF DIRECTORS

The Board of Directors assumed their office with effect from 16th February, 2009 for 3 years.

5. AUDITORS

The present auditors M/s. Muniff Ziauddin Junaidy & Company, Chartered Accountants, are due for retirement and being eligible offer themselves for reappointment for the year ending June 30, 2010. As required by the Code of Corporate Governance, the Board of Audit Committee has recommended the re-appointment of M/s. Muniff Ziauddin Junaidy & Company, Chartered Accountants, as auditors of the Company for the ensuing year.

6. STATEMENT ON CORPORATE AND FINANCIAL REPORTING FRAME WORK

- a. The financial statements, prepared by the management of the Modaraba, present fairly it's state of affairs, the results of it's operations, cash flows and change in equity.
- b. Proper books of accounts of the Modaraba have been maintained.
- c. Appropriate accounting policies have been consistently applied in preparation of financial statements and accounting estimates are based on reasonable and prudent judgment.
- d. International Accounting Standards, as applicable in Pakistan, have been followed in preparation of financial statements and departure therefrom has been adequately disclosed.
- e. The system of internal control is sound and designed and have been effectively implemented and monitored.
- f. There are no significant doubts upon the Modaraba's ability to continue as going concern.



- g. There has been no material departure from the best practices of corporate governance, as detailed in the listing regulations.
- h. The Directors and CEO do not hold any interest in the certificates of the Modaraba other than that disclosed in the pattern of certificate holding.
- i. Key operating and financial data for the last six years in summarized form is annexed.
- j. During the year four (4) meetings of the Board of Directors were held, attendance by each Director is as follows:-

Name of Director	No. of Meetings attended
Mr. Mohammed Ahmad Ismail	04
Mr. Rashid Ahmad	04
Mr. Tahir Ahmad	04
Mr. Asad Ahmad	04

k. The pattern of certificate holdings is annexed.

7. ACKNOWLEDGMENTS

The Board would like to place on record its appreciation of hard work of the staff responsible for the Modaraba's affairs.

By Order of the Board

ASAD AHMAD Executive Director

Karachi: October 09, 2009



Statement of Compliance with Best Practices of Corporate Governance

The statement is being presented to comply with the Code of Corporate Governance contained in the listing regulations of Karachi and Lahore Stock Exchanges for the purpose of establishing a frame work of good governance, whereby a listed company is managed in compliance with the best practice of corporate governance.

The Modaraba Company has applied the principles contained in the Code in the following manner.

- 1. The Board presently comprises four directors including two non-executive directors.
- 2. The Directors have confirmed that none of them is serving as a director in more than ten listed companies, including this company.
- 3. All the resident directors of the Management Company are registered as taxpayers and none of them has defaulted in payment of any loan to a banking company, a DFI or NBFI or, being a member of stock exchange, has been declared as a defaulter by that stock exchange.
- 4. No casual vacancy occurred in the Board during the year.
- 5. The Management Company has prepared a 'Statement of Ethics and Business Practices', which has been signed by all the directors and employees of the Modaraba Management Company.
- 6. The Board has developed a vision/mission statement, overall corporate strategy and significant policies of the Modaraba. A complete record of particulars of significant policies alongwith 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 appointments and determination of remuneration and terms and condition of employment of CEO and other executive directors, have been taken by the Board.
- 8. The meetings of the Board were presided over the Chief Executive 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, alongwith agenda and working papers, were circulated at least seven days before the meeting. The minutes of the meetings were appropriately recorded and circulated.
- 9. All the Directors on the Board are fully conversant with their duties and responsibilities as Directors of Corporate bodies. It has accordingly not been felt necessary to put them through any orientation course.
- 10. The Directors' Report for this year has been prepared in compliance with the requirements of the code and fully described the salient matters required to be disclosed.
- 11. The financial statements of the Modaraba were duly endorsed by CEO and CFO before approval of the Board.



- 12. The directors, CEO and executives do not hold any interest in the shares of the Modaraba other than that disclosed in the pattern of share holding.
- 13. The Company has complied with all the corporate and financial reporting requirement of the code.
- 14. The Board has formed an audit committee and it comprises 3 members.
- 15. The meetings of the audit committee were held at least once every quarter prior to approval of interim and final results of the Modaraba as required by the Code. The terms of reference of the committee have been formed, and advised to the committee for compliance.
- 16. The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the quality control review programs of the Institute of Chartered Accountants of Pakistan, that they or any of the partners of the firm, their spouses and minor children do not hold certificate of the Modaraba and that the firm and all its partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by Institute of Chartered Accountants of Pakistan.
- 17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the listing regulation and the auditors have confirmed that they have observed IFAC guidelines in this regard.
- 18. We confirm that all other material principles contained in the code have bee complied with.

ASAD AHMAD Executive Director

Karachi: October 09, 2009



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

We have reviewed the Statement of Compliance with the best practices contained in the Code of Corporate Governance as applicable to the Modaraba for the year ended June 30, 2009, prepared by the Board of Directors of A.R.T. Modaraba Management (Private) Limited (the Modaraba Company) representing First Tri-Star Modaraba (the Modaraba) to comply with the relevant Listing Regulations of the Karachi Stock Exchange (Guarantee) Limited and Lahore Stock Exchange (Guarantee) Limited, where the Modaraba is listed.

The responsibility for compliance with the Code of Corporate Governance is that of the Board of Directors of the Modaraba 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 Modaraba'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 Modaraba personnel and review of various documents prepared by the Modaraba to comply with the Code.

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

The Code of Corporate Governance requires board of directors to approve related party transactions bifurcating between transactions carried out on terms equivalent to those that prevail in arm's length transactions and transactions which are not executed at arm's length price. In this connection we are only required and have ensured compliance of requirement to the extent of board of directors approving the related party transactions in the aforesaid manner. We have not carried out any procedures to enable us to express an opinion as to whether the related party transactions were carried out at arm's length price.

Based on our review, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Modaraba's compliance, in all material respects, with the best practices contained in the Code of Corporate Governance as applicable to the Modaraba for the year ended June 30, 2009.

sd/Muniff Ziauddin Junaidy & Company
Chartered Accountants

Karachi:

Date: October 09, 2009

Vision Statement

First Tri-Star Modaraba is committed to strive for excellence in all areas of its activity.

Mission Statement

We view our business objective of providing distinctive financial products and services that promote commerce and industry with in the context of our overall objective of contributing to the nation's prosperity.

Core Value

- 1. Striving for continuous improvement and innovation with commitment and responsibility;
- 2. Treating stakeholders with respect, courtesy and competence;
- 3. Practicing highest personal and professional integrity;
- 4. Maintaining teamwork, trust and support, with open and candid communication;
- 5. Ensuring cost consciousness in all decisions and operations.

Statement of Ethics and Business Practices

The articulation of this statement is based on following points:

- 1. Questionable and improper payments or use of the Company's assets.
- 2. Political contributions.
- 3. Conflict of interest.
- 4. Books and records of the Company.
- 5. Payment of amounts due to customers, agents or distributors.
- 6. Reporting violations.
- 7. Means as important as the end.
- 8. Integrity and scrupulous dealings.
- 9. Strict observance of the laws of the country.
- 10. Giving and receiving gifts.



Last Six Years Results at a Glance

_	2009	2008	2007	2006	2005	2004
Financial Position						
Paid-up Capital (Rs.)	211,631,040	211,631,040	211,631,040	211,631,040	140,800,000	140,800,000
Reserves (Rs.)	(17,779,427)	(23,663,511)	(25,050,688)	(31,119,765)	(30,793,717)	(23,749,049)
Fixed Assets-WDV (Rs.)	274,348	308,751	348,369	394,307	144,474	171,444
Investments at Cost (Rs.)	83,340,206	88,718,693	100,065,427	100,781,776	54,116,543	64,320,277
Current Assets (Rs.)	128,852,563	132,947,144	88,090,802	81,850,573	68,353,973	62,033,453
Current Liabilities (Rs.)	22,479,942	37,633,232	6,124,315	5,978,496	4,863,995	1,930,030
Income						
Gain/(Loss) on sale of						
investments	329,278	(7,350,384)	3,359,454	1,393,195	4,012,146	-
Dividend Income	63,434	51,502	289,318	244,785	226,308	760,465
Trading Income	15,909,606	10,312,380	5,409,711	2,994,749	6,791,375	10,190,988
Net Profit/(Loss) for						
the year	11,263,132	504,417	5,088,828	3,715,747	9,706,661	17,891,865
Accumulated Profit/(Loss)	(28,961,265)	(37,949,396)	(38,352,813)	(41,846,641)	(44,822,388)	(45,459,049)
Statistics & Ratios						
Operating Profit/(Loss)						
Ratio (%)	76.86	13.13	61.70	91.03	92.54	97.12
Net Profit/(Loss) Ratio (%)	69.09	13.11	56.17	80.21	88.00	94.84
Current Ratio	5.73:1	3.53:1	14.38:1	13.69:1	14.05:1	32.14:1
Paid-up Value Per						
Share (Rs.)	10	10	10	10	10	10
Earning/(Loss) Per						
Share (Rs.)	0.532	0.024	0.240	0.176	0.689	1.271
Breakup value per						
Share (Rs.)	9.16	8.88	8.82	8.53	7.81	8.31
Net Assets (Rs in Million)	193.852	187.967	186.580	180.511	110.006	117.051
Net Asset Value Per						
Share (Rs.)	9.16	8.88		8.53	7.81	8.31
Cash Dividend (%)	5%	-	-	-	-	5%
Bonus Dividend (%)	-	-	-	-	-	-



Auditors' Report to the Certificate Holders

We have audited the annexed balance sheet of **First Tri-Star Modaraba** as at June 30, 2009 and the related profit and loss account, cash flow statement and statement of changes in equity together with the notes forming part thereof (hereinafter referred to as the financial statements), 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 purposes of our audit.

These financial statements are the modaraba company's [ART Modaraba Management Company (Private) Limited] responsibility who is also responsible to establish and maintain a system of internal control, and prepare and present the above said statements in conformity with the approved accounting standards as applicable in Pakistan and the requirements of the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980 (XXXI of 1980), and the Modaraba Companies and Modaraba Rules, 1981. 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 financial statements are free of any material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting policies and significant estimates made by the Modaraba Company, as well as, evaluating the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion and, after due verification, we report that:-

- (a) before the introduction of Prudential Regulations for Modarabas, the Modaraba has made investments in M/s. Tri-star Energy Ltd (an unlisted associated company) amounting to Rs.37.4 million. In this connection we have observed that the Modaraba has violated the conditions laid down in Clause 7(7) of Part II(A) of Prudential Regulations relating to investments in unlisted securities.
- (b) in our opinion, proper books of accounts have been kept by the Modaraba company in respect of First Tri-Star Modaraba as required by the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980 (XXXI of 1980), and the Modaraba Companies and Modaraba Rules, 1981

(c) in our opinion:

- (i) except for the matter referred in paragraph (a), the balance sheet and profit and loss account together with the notes thereon have been drawn up in conformity with the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980 (XXXI of 1980) and the Modaraba Companies and Modaraba Rules, 1981, and are in agreement with the books of account and are further in agreement with accounting policies consistently applied.
- (ii) the expenditure incurred during the year was for the purpose of the Modaraba's business; and

Karachi: October 09, 2009

- (iii) the business conducted, investments made and the expenditure incurred during the year were in accordance with the objects, terms and conditions of the Modaraba;
- (d) except for the matter noted in Para (a) above, in our opinion and to the best of our information and according to the explanations given to us, the balance sheet, profit and loss account, 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 Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980 (XXXI of 1980) and the Modaraba Companies and Modaraba Rules, 1981 in the manner so required and respectively give a true and fair view of the state of the Modaraba's affairs as at June 30, 2009 and of the profit, its cash flows and changes in equity for the year then ended; and
- (e) in our opinion no Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980.

sd/Muniff Ziauddin Junaidy & Company
Chartered Accountants

Audit Engagement Partner: Mohammad Moin Khan

13

Balance Sheet as at

	Note	Rupees 2009	Rupees 2008
CAPITAL AND RESERVES			
Authorised			
40,000,000 Modaraba Certificate of Rs. 10/- each (2008: 40,000,000 Modaraba Certificate of Rs. 10/-	each	400,000,000	400,000,000
Issued, Subscribed and Paid-up	4	211,631,040	211,631,040
Reserves	5	28,451,000	26,176,000
Accumulated (Loss)		(28,961,265)	(37,949,396)
	-	211,120,775	199,857,644
Revaluation Gains/(Loss)		(17,269,162)	(11,890,115)
	•	193,851,613	187,967,529
CURRENT LIABILITIES			
Trade and other payables	6	22,194,852	37,348,142
Taxation		285,090	285,090
	L	22,479,942	37,633,232
Contingencies and Commitments	7	-	-
	-	216,331,555	225,600,760
	=		223,000,700

KARACHI: the October 09, 2009



June 30, 2009

	Note	Rupees 2009	Rupees 2008
ASSETS NON - CURRENT ASSETS			
Property, Plant & Equipment	8	274,348	308,751
Capital Work-in-Progress		1,019,900	-
Intangible Assets	9	5,733,428	8,600,143
Long Term Deposits		25,000	25,000
Long Term Investment	11	80,426,316	83,719,722
CURRENT ASSETS			
Trade Debts, unsecured, considered good	10	125,438,290	101,352,080
Stock-in-Trade		-	24,250,000
Short Term Investments	11	2,913,890	4,998,971
Advances, Deposits & Other Receivables	12	387,130	2,077,593
Cash and Bank Balances	13	113,253	268,500
		128,852,563	132,947,144

216,331,555 225,600,760		
	216,331,555	225,600,760

Note: The annexed notes form an integral part of these accounts.

MOHAMMED AHMAD ISMAIL
CHIEF EXECUTIVE

ASAD AHMAD DIRECTOR TAHIR AHMAD DIRECTOR



Profit & Loss Account

For the year ended June 30, 2009

	Note	Rupees 2009	Rupees 2008
Revenue	14	16,302,563	3,846,906
Administrative Expenses	15 _	(3,771,891)	(3,341,664)
Financial Charges	16 _	(2,540) 12,528,132	(826) 504,417
Modaraba Company's Management Fee Profit before Taxation	_	(1,265,000) 11,263,132	504,417
Taxation Profit after Taxation	17 _	<u>-</u> 11,263,132	<u>-</u> 504,417
Accumulated Loss brought forward	_	(37,949,396) (26,686,265)	(38,352,813)
Appropriation:		(==,===,	(41,41,51,51,51,51,51,51,51,51,51,51,51,51,51
Statutory Reserve	_	(2,275,000) (2,275,000)	(101,000)
Accumulated Loss carried forward	_	(28,961,265)	(37,949,396)
Earning Per Certificate	18 =	0.532	0.024

Note: The annexed notes form an integral part of these accounts.

MOHAMMED AHMAD ISMAIL
CHIEF EXECUTIVE

ASAD AHMAD DIRECTOR

TAHIR AHMAD DIRECTOR



Cash Flow Statement

For the year ended June 30, 2009

Cash Flow from Operating Activities 11,263,132 504,417 Item not involving movement of cash: 34,403 39,618 Depreciation 34,403 39,618 Amortization of Goodwill 2,866,715 2,866,715 Dividend Income (63,434) (51,502) Loss/ (Profit) on sale of Investment (329,278) 7,350,384 Loss/ (Profit) on sale of Investment Assets 1,380,960 (49,210,067) Income Tax Paid (26,696) (11,799) Operating Profit before working capital changes 1,880,950 (49,210,067) Income Tax Paid (18,152,700) 31,508,910 Income Tax Paid (13,271,750) (17,701,151)		Note	Rupees 2009	Rupees 2008
Depreciation 34,403 39,618 Amortization of Goodwill 2,866,715 2,866,715 Dividend Income (63,434) (51,502) (50,502) (50,606) (11,799) (26,696) (11,799) (13,271,7538) (13,271,750) (17,701,151) (13,271,750) (17,701,151) (13,271,750) (17,701,151) (13,271,750) (17,701,151) (13,271,750) (17,701,151) (13,271,750) (17,701,151) (13,271,750) (17,701,151) (13,271,750) (17,701,151) (13,271,750) (17,701,151) (13,271,750) (17,701,151) (13,271,750) (17,701,151) (13,271,750) (17,701,151) (17,	Cash Flow from Operating Activities			
Depreciation 34,403 39,618 Amortization of Goodwill 2,866,715 2,866,715 Dividend Income (63,434) (51,502) Coss/(Profit) on sale of Investment (329,278) 7,350,384 7,350,384 2,508,406 10,205,215 13,771,538 10,709,632 (26,696) (11,799) (11,799) (26,696) (11,799) (26,696) (11,799) (26,696) (2	Profit before Taxation		11,263,132	504,417
Amortization of Goodwill Dividend Income 2,866,715 2,866,715 2,866,715 2,866,715 2,866,715 2,502) 2,502) 2,502) 2,503,384 (51,502) 7,350,384 2,508,406 10,205,215 13,771,538 10,709,632 10,709,632 11,779,538 10,709,632 10,709,632 10,697,833 10,707,701,151 10,697,833 10,697,833 10,707,701,151 10,707,701,151	Item not involving movement of cash:	_		
Dividend Income	Depreciation		34,403	39,618
Cash (Profit) on sale of Investment	Amortization of Goodwill		2,866,715	2,866,715
1,508,406 10,205,215 13,771,538 10,709,632 10,709,632 10,709,632 10,709,632 10,709,632 10,697,833 10,6	Dividend Income		(63,434)	(51,502)
Name 13,771,538 10,709,632 10,709,632 10,709,632 10,709,632 10,709,632 10,709,633 10,709,633 10,709,633 10,709,833 10,709,833 10,709,833 10,709,833 10,697,839 10,697,83	Loss/(Profit) on sale of Investment		(329,278)	7,350,384
Income Tax Paid (26,696) (11,799) Operating Profit before working capital changes 13,744,841 10,697,833 Changes of Working Capital: (Increase)/Decrease in Current Assets 1,880,950 (49,210,067) (15,152,700) 31,508,917 (13,271,750) (17,701,151) (13,271,750) (17,701,151) (13,271,750) (17,701,151) (13,271,750) (17,701,151) (17		_	2,508,406	10,205,215
Operating Profit before working capital changes 13,744,841 10,697,833 Changes of Working Capital: (Increase)/Decrease in Current Assets 1,880,950 (49,210,067) Increase/(Decrease) in Current Liabilities (15,152,700) 31,508,917 Net Cash Flow from Operating Activities 473,091 (7,003,318) Cash Flow from Investing Activities 63,434 51,502 Purchase of Investment (973,622) (506,100) Sale Proceeds of Investments 1,302,340 5,385,210 Investment in Morabaha - 2,000,000 Project Development Cost (1,019,900) - Net Cash Flow from/(used in) Investing Activities (627,748) 6,930,612 Cash Flow from Financing Activities (590) - Net Cash Flow from Financing Activities (590) - Net Increase/(Decrease) in Cash & Cash (155,247) (72,706) Cash & Cash Equivalent at the beginning of the year 268,500 341,206		_	13,771,538	10,709,632
Changes of Working Capital: (Increase)/Decrease in Current Assets 1,880,950 (49,210,067) Increase/(Decrease) in Current Liabilities (15,152,700) 31,508,917 Net Cash Flow from Operating Activities 473,091 (7,003,318) Cash Flow from Investing Activities 51,502 Purchase of Investment (973,622) (506,100) Sale Proceeds of Investments 1,302,340 5,385,210 Investment in Morabaha - 2,000,000 Project Development Cost (1,019,900) - Net Cash Flow from/(used in) Investing Activities (627,748) 6,930,612 Cash Flow from Financing Activities (590) - Net Cash Flow from Financing Activities (590) - Net Increase/(Decrease) in Cash & Cash (155,247) (72,706) Cash & Cash Equivalent at the beginning of the year 268,500 341,206	Income Tax Paid	_	(26,696)	(11,799)
(Increase)/Decrease in Current Assets 1,880,950 (49,210,067) Increase/(Decrease) in Current Liabilities (15,152,700) 31,508,917 Net Cash Flow from Operating Activities 473,091 (7,003,318) Cash Flow from Investing Activities 51,502 Purchase of Investment (973,622) (506,100) Sale Proceeds of Investments 1,302,340 5,385,210 Investment in Morabaha - 2,000,000 Project Development Cost (1,019,900) - Net Cash Flow from/(used in) Investing Activities (627,748) 6,930,612 Cash Flow from Financing Activities (590) - Net Cash Flow from Financing Activities (590) - Net Increase/(Decrease) in Cash & Cash (155,247) (72,706) Cash & Cash Equivalent at the beginning of the year 268,500 341,206	Operating Profit before working capital changes		13,744,841	10,697,833
Increase / (Decrease) in Current Liabilities	Changes of Working Capital:	_		
Net Cash Flow from Operating Activities (13,271,750) (17,701,151) Cash Flow from Investing Activities 473,091 (7,003,318) Dividend Income 63,434 51,502 Purchase of Investment (973,622) (506,100) Sale Proceeds of Investments 1,302,340 5,385,210 Investment in Morabaha - 2,000,000 Project Development Cost (1,019,900) - Net Cash Flow from/(used in) Investing Activities (627,748) 6,930,612 Cash Flow from Financing Activities (590) - Net Cash Flow from Financing Activities (590) - Net Increase/(Decrease) in Cash & Cash (155,247) (72,706) Cash & Cash Equivalent at the beginning of the year 268,500 341,206	(Increase)/Decrease in Current Assets		1,880,950	
Net Cash Flow from Operating Activities Cash Flow from Investing Activities Dividend Income Purchase of Investment Sale Proceeds of Investments Investment in Morabaha Project Development Cost Net Cash Flow from/(used in) Investing Activities Cash Flow from Financing Activities Profit Distributed Net Cash Flow from Financing Activities Profit Distributed Set Cash Equivalents during the year Cash & Cash Equivalent at the beginning of the year (7,003,318)	Increase/(Decrease) in Current Liabilities		(15,152,700)	31,508,917
Cash Flow from Investing Activities Dividend Income Purchase of Investment (973,622) Sale Proceeds of Investments Investment in Morabaha Project Development Cost Net Cash Flow from/(used in) Investing Activities (627,748) Cash Flow from Financing Activities Profit Distributed Net Cash Flow from Financing Activities (590) Net Cash Flow from Financing Activities Frofit Distributed (590) Cash & Cash Flow from Financing Activities (72,706) Cash & Cash Flow from Financing Activities Cash & Cash & Cash & Cash & Cash			(13,271,750)	(17,701,151)
Dividend Income Purchase of Investment Q73,622) Sale Proceeds of Investments Investment in Morabaha Project Development Cost Net Cash Flow from/(used in) Investing Activities Cash Flow from Financing Activities Profit Distributed Net Cash Flow from Financing Activities Profit Distributed Net Cash Flow from Financing Activities Frofit Distributed Cash Flow from Financing Activities Net Increase/(Decrease) in Cash & Cash Equivalents during the year Cash & Cash Equivalent at the beginning of the year Cash & Cash Equivalent at the beginning of the year Cash & Cash Equivalent at the beginning of the year Cash & Cash Equivalent at the beginning of the year Cash & Cash Equivalent at the beginning of the year Cash & Cash Equivalent at the beginning of the year Cash & Cash Equivalent at the beginning of the year Cash & Cash Equivalent at the beginning of the year Cash & Cash Equivalent at the beginning of the year Cash & Cash Equivalent at the beginning of the year Cash & Cash Equivalent at the beginning of the year	•		473,091	(7,003,318)
Purchase of Investment (973,622) (506,100) Sale Proceeds of Investments 1,302,340 5,385,210 Investment in Morabaha - 2,000,000 Project Development Cost (1,019,900) - Net Cash Flow from/(used in) Investing Activities (627,748) 6,930,612 Cash Flow from Financing Activities Profit Distributed (590) - Net Cash Flow from Financing Activities (590) - Net Increase/(Decrease) in Cash & Cash Equivalents during the year (155,247) (72,706) Cash & Cash Equivalent at the beginning of the year 268,500 341,206	Cash Flow from Investing Activities	_		
Sale Proceeds of Investments Investment in Morabaha Project Development Cost Net Cash Flow from/(used in) Investing Activities Cash Flow from Financing Activities Profit Distributed Net Cash Flow from Financing Activities Profit Distributed (590) Net Cash Flow from Financing Activities (590) Net Increase/(Decrease) in Cash & Cash Equivalents during the year (155,247) Cash & Cash Equivalent at the beginning of the year 268,500 341,206	Dividend Income		63,434	51,502
Investment in Morabaha Project Development Cost Net Cash Flow from/(used in) Investing Activities Cash Flow from Financing Activities Profit Distributed Net Cash Flow from Financing Activities Profit Distributed (590) Net Cash Flow from Financing Activities Net Increase/(Decrease) in Cash & Cash Equivalents during the year (155,247) Cash & Cash Equivalent at the beginning of the year 2,000,000 (1,019,900) - (627,748) 6,930,612 (590) - (590) - (72,706) (72,706) 341,206	Purchase of Investment		(973,622)	(506,100)
Project Development Cost Net Cash Flow from/(used in) Investing Activities Cash Flow from Financing Activities Profit Distributed Net Cash Flow from Financing Activities (590) Net Cash Flow from Financing Activities Net Increase/(Decrease) in Cash & Cash Equivalents during the year (155,247) Cash & Cash Equivalent at the beginning of the year (155,247) (72,706)	Sale Proceeds of Investments		1,302,340	5,385,210
Net Cash Flow from/(used in) Investing Activities (627,748) 6,930,612 Cash Flow from Financing Activities Profit Distributed (590) - Net Cash Flow from Financing Activities (590) - Net Increase/(Decrease) in Cash & Cash Equivalents during the year (155,247) (72,706) Cash & Cash Equivalent at the beginning of the year 268,500 341,206	Investment in Morabaha		-	2,000,000
Cash Flow from Financing ActivitiesProfit Distributed(590)-Net Cash Flow from Financing Activities(590)-Net Increase/(Decrease) in Cash & CashEquivalents during the year(155,247)(72,706)Cash & Cash Equivalent at the beginning of the year268,500341,206	Project Development Cost		(1,019,900)	-
Profit Distributed (590) - Net Cash Flow from Financing Activities (590) - Net Increase/(Decrease) in Cash & Cash Equivalents during the year (155,247) (72,706) Cash & Cash Equivalent at the beginning of the year 268,500 341,206	Net Cash Flow from/(used in) Investing Activities	•	(627,748)	6,930,612
Net Cash Flow from Financing Activities(590)-Net Increase/(Decrease) in Cash & Cash(155,247)(72,706)Equivalents during the year(155,247)(72,706)Cash & Cash Equivalent at the beginning of the year268,500341,206	Cash Flow from Financing Activities			
Net Increase/(Decrease) in Cash & Cash Equivalents during the year (155,247) (72,706) Cash & Cash Equivalent at the beginning of the year 268,500 341,206	Profit Distributed	_	(590)	-
Equivalents during the year (155,247) (72,706) Cash & Cash Equivalent at the beginning of the year 268,500 341,206	Net Cash Flow from Financing Activities	_	(590)	-
Cash & Cash Equivalent at the beginning of the year 268,500 341,206	Net Increase/(Decrease) in Cash & Cash	-	_	
	Equivalents during the year		(155,247)	(72,706)
Cash & Cash Equivalent at the end of the year 19 113,253 268,500		<u>-</u>		
	Cash & Cash Equivalent at the end of the year	19	113,253	268,500

Note: The annexed notes form an integral part of these accounts.



Statement of Changes in Equity

For the year ended June 30, 2009

	Certificate	General/	Revaluation	Accumulated	
Particulars	Capital	Statutory Reserve	Reserve for Securities	Profit/(Loss)	Total
			Rupees		
Balance as at July 01, 2007	211,631,040	26,075,000	(12,772,875)	(38,352,813)	186,580,352
Profit for the year	-	-	-	504,417	504,417
Gain/(Loss) on valuation of invavailable for sale	estment -	-	882,760	-	882,760
Transfer to General Reserve	-	-	-	-	-
Transfer to Statutory Reserve	-	101,000	-	(101,000)	-
Balance as at June 30, 2008	211,631,040	26,176,000	(11,890,115)	(37,949,396)	187,967,529
Profit for the year	-	-	-	11,263,132	11,263,132
Gain/(Loss) on valuation of invavailable for sale	estment -	-	(5,379,047)	-	(5,379,047)
Transfer to General Reserve	-	-	-	-	-
Transfer for Statutory Reserve	-	2,275,000	-	(2,275,000)	-
Balance as at 30.06.2009	211,631,040	28,451,000	(17,269,162)	(28,961,265)	193,851,613

Note: The annexed notes form an integral part of these accounts.

MOHAMMED AHMAD ISMAIL ASAD AHMAD TAHIR AHMAD
CHIEF EXECUTIVE DIRECTOR DIRECTOR



Notes to the Accounts For the year ended June 30, 2009

1. LEGAL STATUS AND NATURE OF BUSINESS

First Tri-Star Modaraba was formed under the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980 and the Rules framed thereunder and is managed by A.R.T. Modaraba Management (Pvt) Ltd. The Modaraba is a perpetual, multipurpose, multidimensional Modaraba and is primarily engaged in leasing of Plant and Machinery, Motor Vehicles (both commercial and private), Computer etc., providing finance on Morabaha and Musharika arrangement, purchases and sales of marketable securities and trading of various items. The registered office of the Modaraba is situated at F/498, S.I.T.E., Karachi - 75700.

2. BASIS OF PREPARATION

- 2.1 These financial statements have been prepared in accordance with the requirements of Accounting Standards as applicable in Pakistan and the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980 (Ordinance), and Modaraba Companies and Modaraba Rules, 1981 (Rules) and directives issued by the Securities & Exchange Commission of Pakistan ["the Modaraba Regulations"] together with approved accounting standards as applicable in Pakistan to Modarabas. Approved accounting standards comprise of such International Financial Reporting Standards (IFRS) issued by International Accounting Standards Board and Islamic Financial Accounting Standards (IFAS) issued by the Institute of Chartered Accountants of Pakistan (ICAP), as are notified under the provisions of the Companies Ordinance, 1984, and made applicable to Modarabas. Wherever the requirements of "the Modaraba Regulations" differ from the requirements of these standards, the requirements of "the Modaraba Regulations" take precedence.
- 2.2 These financial statements have been prepared under the historical cost convention except that investments have been marked to market. Further, these financial statements, except for cash flow information, have been prepared under the accrual base of accounting.

2.3 Functional and Presentation Currency

2.3.1 Amendments to published standards and new interpretations those are effective in 2008-2009:

The following standards, amendments and interpretations to existing standards have been published and are mandatory for the Modaraba's accounting periods beginning on or after July 1, 2008 or later periods:

IFRS 7, "Financial Instruments: Disclosures", notified by SECP through its S.R.O. 411(I)/2008 dated April 28, 2008 effective for the annual periods beginning on or after July 1, 2008 introduces new disclosures relating to financial instruments. Its adoption by the Modaraba only impacts the format and extent of disclosures presented in the financial statements.

There are certain other new standards, amendments to published standards and interpretations that are mandatory for accounting periods beginning on or after July 1, 2008 but are considered not to be relevant or have any significant effect on the Modaraba's operation and are, therefore, not disclosed in these financial statements.

2.3.2 Standards, interpretations and amendments to published approved accounting standards that are not yet effective:

The following International Financial Reporting Standards and Interpretations as notified by the Securities and Exchange Commission of Pakistan are only effective for accounting periods, beginning on or after January 01, 2009;

IAS 1 (Revised) 'Presentation of financial statements', (effective from January 1, 2009) was issued in September 2007. The revised standard requires apart from changing the names of certain financial statements, presentation of transactions with owners in statement of changes in equity and with non-owners in the Comprehensive Income Statement. Adoption of the aforesaid standard will only impact the presentation of the financial statements.

IAS 23 (Amendment) 'Borrowing cost' (Effective from January 1, 2009) requires an entity to capitalize borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset as part of the cost of that asset. On adoption the option of immediately expensing those borrowing costs will be withdrawn.

IFRS 7 (Amendment) 'Financial Instruments: Disclosures' (effective for annual periods beginning on or after 01 January 2009). This amendment has expanded the disclosures required in respect of fair value measurements recognized in the statement of financial position. Moreover, amendments have also been made to the liquidity risk disclosures. Such amendments are not expected to have any significant impact on the Modaraba's financial statements other than increase in disclosures.

There are certain other new standards, amendments to published standards and interpretations that are mandatory for accounting periods beginning on or after January 1, 2009 but are unlikely to have a significant impact on the Modaraba's financial statements and have therefore not been analyzed in detail.

3. OVERALL VALUATION POLICIES

3.1 Fixed Assets

3.1.1 Assets Leased out and Amortization

Leased assets are stated at cost less accumulated amortization. Amortization is charged to income applying the straight-line method whereby the depreciable values of assets are amortized over its lease period.

3.1.2 Assets in Own Use and Depreciation

Operating fixed assets are stated at cost less accumulated depreciation and impairment in value, if any. Depreciation on owned assets is charged to income applying the reducing balance method, as per rates mentioned in Note 8 to the financial statements. Depreciation is provided on the basis of utilization of economic benefits embodied in the assets. Asset's residual values, if significant and their useful lives are reviewed and adjusted, if appropriate, at each balance sheet date. Repair and maintenance costs are charged to income during the period in which they are incurred. Gains or losses on disposal of assets, if any, are recognized as and when incurred.

3.2 Trading Stock

These are stated at lower of cost determined on the moving average basis and realizable value except for goods-in-transit which are stated at invoice value plus other charges paid thereon.

3.3 Investments

3.3.1 Held to Maturity

Investments with fixed maturity, where management has both the intent and ability to hold to maturity, are classified as held-to-maturity. Held-to-maturity investments are initially recorded at cost. These are subsequently re-measured at amortized cost. Amortization cost is calculated by taking into account any discount or premium on acquisition, over the period of maturity. Any gain/(loss) arising on de-recognition/impairment in value of such investments, is recognized in the profit and loss account.

3.3.2 Held for Trading

Investments which are required principally for the purpose of generating a profit from short term fluctuations in price are classified as held for trading. These investments are initially recorded as cost. They are subsequently re-measured at fair value with the resulting gain/(loss) recognized in the profit and loss account.

3.3.3 Available for Sale

Investments that are not held to maturity or held for trading are classified as available for sale. Investment in quoted securities are initially measured at cost and are subsequently re-measured at fair value, with the resulting gain/(loss) is reported as a component of equity until the investment is disposed off or until the investment is determined to be impaired, at which time, the cumulative gain/(loss) previously reported in equity is included in the profit and loss account.

Management determines the appropriate classification of its investments at the time of the purchase and re-evaluates such designation on regular basis.

3.4 Revenue Recognition

- i) Rental income is recognized as and when lease rentals become due on a systematic basis over the lease period.
- ii) Profit on Modaraba finance is recorded on accrual basis, calculated on number of days funds were utilized.
- iii) Dividend income is recognized when right to receive the same is established
- iv) Sales of goods are recognized on dispatch of goods to customers.

3.5 Cash and Cash Equivalents

For the purpose of the cash flow statements, cash and cash equivalents comprise of cashin-hand and bank balances.

3.6 Taxation

The provision for current taxation is based on taxable income at the current rate of taxation applicable as per Income Tax Ordinance, 2001.

3.7 Impairment

The carrying amount of the assets in reviewed at each balance sheet date to determine whether there is any indication of impairment of any assets or group of assets. If any such indication exists, the recoverable amount of such asset is estimated and impairment loss is recognized in the profit and loss account.

3.8 Goodwill - Intangible Assets

This represents excess of the cost of acquisition over value of identifiable assets and liabilities of Second Tri Star Modaraba at the date of acquisition i.e. 10 April 2006 which is being amortized over the period of five years.

	Note	Rupees 2009	Rupees 2008
4. Issued, Subscribed and Paid Certificate Capital	-up		
11,900,000 Modaraba Certificates of Rs. fully paid in cash	10/- each	119,000,000	119,000,000
2,180,000 Modaraba Certificates of Rs. 1 issued as fully paid bonus certificates	0/- each	21,800,000	21,800,000
7,083,104 Modaraba Certificates of Rs. 1 issued for acquisition	0/- each -	70,831,040 211,631,040	70,831,040 211,631,040
5. Reserves	=	211,001,010	211,001,010
General Reserve		10,000,000	10,000,000
Statutory Reserve	5.1	18,451,000	16,176,000
	=	28,451,000	26,176,000
5.1 Movement schedule of statutor	y reserve:		
Opening balance		16,176,000	16,075,000
Addition during the year	-	2,275,000	101,000
Closing Balance	=	18,451,000	16,176,000

5.1.1 In accordance with the Prudential Regulation for Modaraba Circular No. 4/2001 dated June 14, 2001 issued by Registrar Modaraba, the Modaraba is required to transfer not less than 20% of its after tax profit to statutory reserve until the reserve equal to paid-up capital. Thereafter, 5% of the after tax profit are required to be transferred to the reserve.

6. Accrued Expenses and other Liabilities

	22,194,852	37,348,142
Unpaid and Unclaimed dividend	3,645,862	3,646,451
Other Liabilities	577,660	577,660
Management Fees Payable	1,265,000	1,000,000
Trade Creditors	16,358,895	31,858,180
Accrued Expenses	347,435	265,851

7. Contingencies and commitments

There are no contingencies and commitments as on June 30, 2009 (2008: Nil)

8. Fixed Assets - Tangible

2009

Cost			Depreciation						
Particulars	As at 1.7.2008	Assets acquired	As at 30.6.2009	Rate	As at 1.7.2008	Charge for the year	Adjustment	As at 30.6.2009	W.D.V.
Motor Car	412,250	- -	412,250	20	397,797	2,891	- -	400,688	11,562
Furniture & Fixture	935,650	-	935,650	10	727,439	20,821	-	748,260	187,390
Office Equipment	379,419	-	379,419	10	303,743	7,568	-	311,311	68,108
Computer	170,700	-	170,700	30	160,289	3,123	-	163,412	7,288
Total - 2009	1,898,019	-	1,898,019		1,589,268	34,403	-	1,623,671	274,348

2008

	Cost			Depreciation					
Particulars	As at 1.7.2007	Assets acquired	As at 30.6.2008	Rate	As at 1.7.2007	Charge for the year	Adjustment	As at 30.6.2008	W.D.V.
	2007	acquired	33.3.2000	~	2007	and year		33.3.2000	
Motor Car	412,250	-	412,250	20	394,184	3,613	-	397,797	14,453
Furniture & Fixture	935,650	-	935,650	10	704,304	23,135	-	727,439	208,211
Office Equipment	379,419	-	379,419	10	295,335	8,408	-	303,743	75,676
Computer	170,700	-	170,700	30	155,827	4,462	-	160,289	10,411
Total - 2008	1,898,019	-	1,898,019		1,549,650	39,618	-	1,589,268	308,751

9. Intangible Assets

	2009	2008
Goodwill	8,600,143	11,466,858
Amortization during the year	(2,866,715)	(2,866,715)
	5,733,428	8,600,143

This represents excess of the cost of acquisition over value of identifiable assets and liabilities of Second Tri-Star Modaraba as of the date of acquisition i.e. 10th April, 2006.

10. Trade-debts, unsecured, considered good

125,438,290 101,352,080

11. Investments		Rupees 2009	Rupees	
Available for Sale		2009	2008	
Shares and Certificates of listed companies & associated undertaking Shares of unlisted subsidiary & associated undertaking	11.1 11.2	10,629,206 72,711,000 83,340,206	16,007,693 72,711,000 88,718,693	
Less: Reported under Long Term Investments				
Shares and certificates of listed companies & associated undertaking Shares of unlisted subsidiary & associated undertaking		7,715,316 72,711,000 80,426,316	11,008,722 72,711,000 83,719,722	
Short Term Investments	_	2,913,890	4,998,971	

11.1. Investments in Listed Companies

2009 No. of Shares/	2008 No. of Shares/		Rupees 2009		Rupe 200	
Certificates	Certificates	Name of Company	Cost	Fair Value	Cost	Fair Value
		Associated Undertaking				
3,642,727	3,642,727	Quoted Tri-Star Polyester Ltd.	56,982,465	4 017 691	56,982,465	4,844,827
2,274,500	2,274,500	Tri-Star Power Ltd.	49,099,110	4,917,681 2,797,635	49,099,110	6,163,895
_, ,,	_, ,,,,,	_	106,081,575	7,715,316	106,081,575	11,008,722
	Less: Fair Value Adju	stment	98,366,259		95,072,853	
	Fair Value	=	7,715,316	!	11,008,722	
2009	2008		Rupe	es	Rupe	ees
No. of Shares/	No. of Shares/	<u> </u>	200	9	200	8
Certificates	Certificates	Name of Company	Cost	Fair Value	Cost	Fair Value
		<u>Quoted</u>				
5	5	Innovative Investment Bank Ltd.	4,545	-	4,545	-
1,937	1,937	Standard Chartered Modaraba	32,381	18,111	32,381	23,244
70	70	IBL Modaraba	1,860	382	1,860	721
362	315	Orix Leasing Pakistan Ltd.	9,938	2,896	9,938	7,872
12,132	12,132	Saudi Pak Leasing Ltd.	215,904	24,143	215,904	83,711
177	124	Askari Bank Ltd.	361	2,705	361	4,984
8	7	Bank AL Habib Ltd.	23	204	23	296
54	45	Soneri Bank Ltd.	215	592	215	1,118
50	50	Samba Bank Ltd. (CCBL)	500	149	500	528
500	500	Business & Ind. Insurance Co. Ltd.	5,000	-	5,000	-
40,750	40,750	Azam Textile Mills Ltd.	741,875	38,713	741,875	122,250
2,600	2,600	Faisal Spinning Mills Ltd.	81,013	80,522	81,013	103,740
13,750	13,750	Sana Industries Ltd.	953,375	202,813	953,375	220,000
112	102	Nishat Chunian Ltd.	1,322	964	1,322	2,449
56	-	Nishat Chunian Ltd. 15% Cumulative	560	560	-	-
		Non-Voting Pref. Shares				
97	97	Nishat Mills Ltd.	1,813	3,669	1,813	8,339
17,542	17,542	Crescent Textile Mills Ltd.	694,605	429,779	694,605	1,026,558
26,604	26,604	Gul Ahmad Textile Mills Ltd.	626,265	1,033,299	626,265	1,064,160
9,127	9,127	Jubilee Spinning & Weaving Mills Ltd.	141,414	27,290	141,414	45,635
4,801	4,801	Kohinoor Industries Ltd.	179,655	5,761	179,655	25,685
46,230	46,230	M. Faroog Textile Mills Ltd.	1,565,503	64,722	1,565,503	184,920
13,166	13,166	Dewan Sugar Mills Ltd.	361,926	32,915	361,926	91,504
20	20	Hinopak Motors Ltd.	1,660	3,070	1,660	11,200
6,000	6,000	Engro Chemicals (Pak) Ltd.	246,032	770,580	246,032	1,684,860
100	100	Sanofi-Aventis Ltd.	16,064	10,917	16,064	23,215
259	259	Packages Ltd.	7,816	40,673	7,816	65,240
2,000	2,000	Cherat Cement Ltd.	83,600	27,060	83,600	54,180
393	315	Shell Pakistan Ltd.	1,280	88,028	1,280	131,355
2,264	2,264	Dewan Salman Fibre Ltd.				
2,204	2,204		56,790 6,033,295	3,373 2,913,890	56,790 6,032,735	11,207 4,998,971
		Loss: Fair Value Adjustment	=	2,713,070	=	7,770,771
		Less: Fair Value Adjustment Fair Value	3,119,405 2,913,890	•	1,033,764 4,998,971	
		ו עוו זעועכ	2,713,070		7,770,771	

2009	2008		Rupees		Rupe	ees
No. of Shares/	No. of Shares/		200	9	2008	
Certificates	Certificates	Name of Company	Cost	Fair Value	Cost	Fair Value
		Companies delisted/				
		Trading suspended				
		Quoted				
400	400	Islamic Investment Bank Ltd.	2,757	-	2,757	-
102,350	102,350	Mohib Exports Ltd.	2,436,070	-	2,436,070	-
600	600	Mian Mohd. Sugar Mills Ltd.	6,000	-	6,000	-
17,671	17,671	Mohib Textile Mills Ltd.	897,530	-	897,530	-
10,000	10,000	Sunshine Cloth Ltd.	160,900	-	160,900	-
			3,503,257	-	3,503,257	-
		Less: Fair Value Adjustment	3,503,257		3,503,257	
		Fair Value		_	-	

The fair value of investments of companies which are under suspension and delisted by Karachi Stock Exchange is taken as nil.

11.2. Investments in Unlisted Companies

Associated Undertaking

<u>Unquoted</u>

7,271,000	7,271,000	Tri-Star Energy Ltd.	72,711,000	72,711,000	72,711,000	72,711,000
		Less: Fair Value Adjustment			-	
		Fair Value	72,711,000		72,711,000	

11.2.1 The break-up value of Tri-Star Energy Ltd., on the basis of audited accounts for the year ended June 30, 2009 is Rs. 10/- per share.

11.2.2 Mr. Asad Ahmad is the Chief Executive of Tri-Star Energy Ltd.

No	te	Rupees 2009	Rupees 2008
12. Advances, Prepayments and other Receivables			
Advance Income Tax		349,630	322,933
Other Receivables		-	1,717,160
Security Deposit at CDC		37,500	37,500
	_	387,130	2,077,593
13. Cash and Bank Balances			
Cash in Hand		96,989	251,019
Bank Balances	_	16,265	17,481
	=	113,253	268,500

	Note	Rupees 2009	Rupees 2008
14. Revenue			
Profit/(Loss) on sale of Investment		329,278	(7,350,384)
Morabaha Income		-	600,000
Other Income		245	233,408
Dividend Income		63,434	51,502
Trading Income	14.1	15,909,606	10,312,380
	<u>-</u>	16,302,563	3,846,906
14.1 Trading Income	_		
Sales		52,234,500	101,352,080
Less: Cost of Sales		- , - ,	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Opening Stock	Γ	24,250,000	77,035,940
Add: Purchases during the Year		12,074,894	38,253,760
	•	36,324,894	115,289,700
Less: Closing Stock		-	(24,250,000)
	_	36,324,894	91,039,700
	<u>-</u>	15,909,606	10,312,380
15. Administrative Expenses	_		
Insurance		13,895	8,257
Postage and Telegram		9,400	2,093
Vehicle Up-Keep		24,435	27,505
Conveyance Expenses		360	1,000
Travelling Expenses		153,496	
Advertisement		6,475	6,475
Legal and Professional		-	1,000
Printing and Stationary		24,703	17,399
Telephone Expenses		29,385	26,990
Auditors' Remuneration	15.1	212,500	100,000
Fees and Subscription		302,400	149,259
Amortization of Goodwill		2,866,715	2,866,715
Registrar Services Expense		93,724	92,794
Zakat		-	2,559
Depreciation	_	34,403	39,618
	=	3,771,891	3,341,664
15.1 Auditors' Remuneration			
Audit Fee		187,500	75,000
Review, Certification, etc.		25,000	25,000
27	- -	212,500	100,000

	Note	Rupees 2009	Rupees 2008	
16. Financial Charges				
Bank Charges		2,540	826	
	=	2,540	826	

17. Taxation

The Modaraba has filed Income Tax Return upto Tax year 2008 with the Income Tax Department.

The income tax computation of the Modaraba gives rises to tax losses, therefore, no provision has been made in respect of provision for taxation and similarly tax expense reconciliation is not presented.

18. Earning Per Certificate

Profit before Taxation	11,263,132	504,417
No. of Ordinary Certificates	21,163,104 0.532	21,163,104
Earning per certificate	0.532	0.024
19. Cash and Cash Equivalent		
Cash and Bank Balances	113,253	268,500
	113,253	268,500
20. Employees		
Number of Employees	NIL	NIL

21. Related Party Transaction

All transactions involving related parties arising in the normal course of business are conducted at commercial terms and conditions. The related parties and associated undertakings comprise associated companies, directors and key management personnel. However, transaction with related parties during the year is Rs. Nil.

22. Financial Instrument and Related Disclosure

22.1 Financial Risk Management

22.1.1 The company's activities expose it to a variety of financial risks: market risk (including interest rate risk, currency risk and price risk), credit risk and liquidity risk. The company's overall risk management focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the company's financial performance.

Risks managed and measured by the company are explained below:

22.2 Market Risk

22.2.1 Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows from a financial instrument will fluctuate due to changes in market interest rates. The Company does not have financial instrument dependent on interest rate risk.

22.2.2 Currency Risk

Currency risk arises mainly where receivables and payables exist due to transactions entered into foreign currencies. The company does not have financial instruments dependent on currency risk.

22.2.3 Price Risk

Price risk is the risk that the fair value or future cash flows from a financial instrument will fluctuate due to changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market.

At the balance sheet date, the exposure to listed equity securities at fair value was Rs. 83,340,206/-.

22.3 Credit Risk

Credit risk represents the accounting loss that would be recognized at the reporting date if counter parties fail completely to perform as contracted.

Credit risk arises from cash equivalents, deposits with banks, as well as credit exposures to customers and other counterparties which include trade debts and other receivables. Out of the total financial assets, those that are subject to credit risk amounted to Rs. 209,303,879/-. (2008: Rs. 192,441,866/-).

For trade debts, credit risk assessments process determines the credit quality of the customer, taking into account its financial position, past experience and other factors. The utilization of credit limit is regularly monitored. Accordingly, the credit risk is minimal and the company also believes that it is not exposed to major concentration of credit risk.

In respect of other counter parties, due to the company's long standing business relationship with them, management does not expect non-performance by these counter parties on their obligations to the company.

The maximum exposure to credit risk as at June 30, 2009, alongwith comparative is tabulated below:

Financial Assets

	2009 Rupees	2008 Rupees
Trade Debts	125,438,290	101,352,080
Investment	83,340,206	88,718,693
Advances, Deposits and other Receivables	412,130	2,102,593
Cash and Bank Balances	113,253	268,500
	209,303,879	192,441,866

22.4 Liquidity Risk

Liquidity risk is the risk that an entity will encounter difficulties in meeting obligations associated with financial liabilities. Prudent liquidity risk management implies maintaining sufficient cash, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. The company maintains flexibility in funding by maintaining availability under committed credit lines.

Financial liabilities in accordance with their contractual maturities are presented below:

	Carrying Amount/ Contractual Cash Flows	Less than 1 year	Between 1 to 2 years	Between 2 to 5 years
		RUP	EES	
Accrued expenses, trade creditors, management fee payable and other liabilities Unclaimed Dividends	18,548,990 3,645,862 22,194,852	18,548,990 3,645,862 22,194,852	- - -	- - -

22.5 Fair Value of Financial Assets and Liabilities

Fair value is an amount for which an asset could be exchanged, or a liability settled, between knowledgeable willing parties in an arm's length transaction. Consequently, differences may arise between the carrying value and the fair value estimates.

As at June 30, 2009 the carrying value of all financial assets and liabilities reflected in the financial statements approximate to their fair values.

23. Capital Risk Management

The Company's prime objective when managing capital structure is to safe guard its ability to continue as a going concern in order to provide adequate return for share holders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

24. Remuneration of Chief Executive, Directors and Executives

	Chief Ex	Chief Executive		Directors	
	2009	2008	2009	2008	_
Fees	-	-	_	-	
No. of persons	1	1	4	4	_

24.1 The Chief Executive is also the Director.

25. Date of Authorization for Issue

These accounts were authorized for issue on 9^{th} October, 2009 by the Board of Directors of the Management Company.

26. General

- Figures have been rounded off to the nearest rupees.

MUHAMMAD AHMAD ISMAIL
CHIEF EXECUTIVE

ASAD AHMAD DIRECTOR

TAHIR AHMAD DIRECTOR



Pattern of Certificate Holdings

As at June 30, 2009

Number of Certificate Holders	Certi	ficate Hold	ings	Total Certificates Held
394	1		100	22,874
632	101		500	183,978
571	501		1,000	406,020
650	1,001		5,000	1,335,399
94	5,001		10,000	647,148
15	10,001		15,000	177,367
9	15,001		20,000	151,016
6	20,001		25,000	137,948
2	25,001		30,000	55,112
1	30,001		35,000	32,331
4	35,001		40,000	156,190
3	45,001		50,000	143,718
1	90,001		95,000	91,681
1	130,001		135,000	133,291
1	175,001		180,000	178,893
1	17,310,001		17,315,000	17,310,138
2,385				21,163,104

Categories of Certificate Holders	Number of Certificate Holders	Certificates Held	Percentage
1. Individuals	2,353	3,291,113	15.551
2. Investment Companies	11	226,592	1.071
3. Joint Stock Companies	11	17,321,172	81.846
4. Financial Institutions	2	19,315	0.091
5. Modaraba Companies	3	16,647	0.079
6. Leasing Companies	1	9,077	0.043
7. Mutual Funds	4	279,188	1.319
Total	2,385	21,163,104	100.00

S. NO.	CATEGORY OF CERTIFICATE HOLDERS	NO. OF SHARES	PERCENT %
	Investment Companies		
1	Investment Corporation of Pakistan	81,948	0.38
2	H.M. Investments (Pvt) Ltd.	275	0.00
3	International Investment & Financial Services Ltd.	133,291	0.63
4	Multiple Investment Management (Pvt) Ltd.	10,302	0.04
5	Karachi Investment Co. Ltd.	776	0.00
		226,592	1.07
	Joint Stock Companies		
1	Sarfaraz Mahmood (Pvt) Ltd.	39	0.00
2	N.H. Securities (Pvt) Ltd.	57	0.00
3	Global Network (Pvt) Ltd.	643	0.00
4	Habib Brothers (Pvt) Ltd.	3,630	0.01
5	Azeem Services (Pvt) Ltd.	65	0.00
6	First Capital Securities	500	0.00
7	BMA Capital Management Ltd.	1,100	0.00
8	Millwala Sons (Pvt) Ltd.	5,000	0.02
9	Central Depository Company Pakistan Ltd.	17,310,138	81.79
		17,321,172	81.84
	Financial Institutions		
1	National Development Finance Corporation	3,415	0.01
2	National Bank of Pakistan	15,900	0.07
		19,315	0.09
	Modaraba		
1	First Professionals Modaraba	16,097	0.07
2	Second Tri-Star Modaraba	450	0.00
3	First Mehran Modaraba	100	0.00
		16,647	0.07
	Leasing Companies		
1	Pakistan Industrial & Commercial Leasing Ltd.	9,077	0.04
		9,077	0.04
	Mutual Funds		
1	Growth Mutual Fund Ltd.	279,188	1.31
		279,188	1.31
	Individuals	3,291,113	15.55
	TOTAL	21,163,104	100.00
		Certificates	

	Certificates	
Associated Companies	Held	Percentage
Tri-Star Mutual Fund Ltd.	670,067	3.166
Prestige Enterprises (Pvt) Ltd.	1,422,000	6.719
A.R.T. Modaraba Management (Pvt) Ltd.	2,526,120	11.936
Tri-Star Industries (Pvt) Ltd.	87,000	0.411
Tri-Star Power Ltd.	701,000	3.312
	5,406,187	25.545
Directors and CEO		
Mr. M. Ahmad Ismail	832,440	3.93
Mr. Rashid Ahmad	830,027	3.92
Mr. Tahir Ahmad	829,908	3.92
Mr. Asad Ahmad	2,015,150	9.52
	4,507,525	21.30