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Singer has been operating in Pakistan since 1877, when the first Singer sewing machines went on sale in our shops.

Today, Singer Pakistan Limited is a large, diversified company with a presence throughout Pakistan. Singer has the largest retail network in South Asia with over 750 stores.

Beginning with the sewing machine, Singer's product portfolio has diversified to encompass a highly successful multi-brand strategy combining products of top world marques with the company's own products across a range of household and industrial categories.

Singer (Pakistan) B. V. holds 70.28% of the issued share capital of Singer Pakistan Limited.

Singer Pakistan Limited was listed on Karachi and Lahore Stock Exchanges in 1985.

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VISION & MISSION STATEMENT

Vision

To be a respected and leading Family Company in Pakistan providing consumer durables

Mission

To improve the quality of life of people through the provision of consumer products and services at affordable prices

COMPANY INFORMATION

Board of Directors

Kamal Shah Chairman & Chief Executive Officer

Stephen H. Goodman (alternate: Fareed Khan)

Gavin Walker (alternate : Badaruddin F. Vellani)
Peter James O' Donnell (alternate : Ahmed S. Farrukh)

Rasheed Y. Chinoy Jahangir Siddiqui

U. R. Usmani Chief Operating Officer

Company Secretary

Nasir Hussain

Audit Committee

Badaruddin F. Vellani Chairman
Rasheed Y. Chinoy Member
Jahangir Siddiqui Member
U. R. Usmani Member
Fareed Khan Member
A. H. Dawood Secretary

Bankers

ABN AMRO Bank (Pakistan) Limited

Allied Bank Limited Askari Bank Limited

Bank Alfalah Limited

Citibank, N. A.

Deutsche Bank AG

Faysal Bank Limited

Habib Bank Limited

JS Bank Limited

MCB Bank Limited

National Bank of Pakistan

Pakistan Kuwait Investment Company (Pvt.) Limited

Soneri Bank Limited

The Bank of Punjab

United Bank Limited

Auditors

KPMG Taseer Hadi & Co. Chartered Accountants

Share Registrar

Gangjees Registrar Services (Pvt.) Limited 513, Clifton Centre, Khyaban-e-Roomi Clifton, Block-5 Karachi

Registered Office

Plot No. 39, Sector 19, Korangi Industrial Area, Korangi Karachi.

Head Office

608, 6th Floor, Beaumont Plaza Beaumont Road, Near PIDC House Karachi

Web Site

www.singerpakistan.com.pk

TEN YEARS AT A GLANCE

								(R	upees ii	n '000)
	2007	2006	2005	2004	2003	2002	2001	2000	1999	1998
ASSETS EMPLOYED										
Current assets	1,361,138	1,094,432	914,053	739,318	662,286	583,480	555,351	534,164	508,486	488,923
Current liabilities	918,298	804,710	654,973	510,860	381,974	363,785	342,973	396,557	369,487	354,068
Carrett liabilities	310,230	001,710	031,373	310,000	301,371	303,703	312,313	330,331	303,107	331,000
NET CURRENT ASSETS	442,840	289,722	259,080	228,458	280,312	219,695	212,378	137,607	138,999	134,855
Property, plant & equipment	156,915	110,312	99,248	77,278	69,999	66,067	52,363	74,001	81,074	90,439
Intangible assets	4,666	822	560	986	1,369	1,177	918	-	-	-
Investment	6,894	7,026	7,148	7,292	7,412	-	-	-	-	
Employee retirement benefits										
- prepayments	5,617	3,578	3,632	-	-	-	-	-	-	-
Long term deposits	27,396	20,475	17,344	16,302	13,844	9,596	8,985	8,085	7,397	6,353
Deferred cost		-	-	-	-	-	-	1,139	1,355	1,429
Deferred tax		-	-	-	692	-	676	867	-	-
TOTAL ASSETS EMPLOYED	644,328	431,935	387,012	330,316	373,628	296,535	275,320	221,699	228,825	233,076
FINANCED BY:										
Share capital	245,038	133,173	113,339	113,339	113,339	113,339	113,339	113,339	113,339	52,472
Reserves & unappropriated										
profit	144,298	122,323	109,866	98,980	90,514	77,502	77,582	67,933	69,619	131,951
Surplus on revaluation of										
fixed assets			-	-	-	-	-	29,153	29,153	29,153
Deferred income	6,959	7,887	8,815	9,743	10,671	11,141	-	-	-	-
Employee retirement										
benefits - obligation	1,962	2,193	1,956	-	-	-	-	-	-	-
Long term loans , debenture										
lease facilities, deposit										
and deferred liabilities	246,071	166,359	153,036	108,254	159,104	94,553	84,399	11,274	16,714	19,500
TOTAL CARITAL FARRIOVER	644.220	424.025	207.042	220.246	272 620	206 525	275 220	224 600	220.025	222.076
TOTAL CAPITAL EMPLOYED	644,328	431,935	387,012	330,316	373,628	296,535	275,320	221,699	228,825	233,076
FINANCIAL PERFORMANCE	4 744 473	4 427 442	4 407 400	070 544	025 704	720 445	646.660	606 257	F07 477	FC4 422
Sales	1,744,173		1,197,188	979,541	835,781	720,415	646,668	606,257	597,477	561,433
Profit after taxation	41,951	32,291	25,053	19,799	13,012	8,420	7,232	6,814	7,035	7,125
Earnings per share	1.85	1.43	1.88	1.75	1.15	0.74	0.64	0.60	0.62	0.63
Cash dividend										
Amount			-	14,167	11,333	8,500	8,500	8,500	8,500	6,297
%				12.5%	10%	7.5%	7.5%	7.5%	7.5%	10%
				1217/0	10 /0	713/0	7.3/0	713/0	7.3/0	1070
Bonus share										
Amount	* 30,630	19,976	19,834							60,687
%	* 12.5%		17.5%		-	-		-	-	116%

^{*} Proposed

Board of Directors



Kamal Shah Chairman & CEO



Stephen H. Goodman Director



Gavin Walker Director



Peter James O' Donnell Director



Rasheed Y. Chinoy Director



Jahangir Siddiqui Director



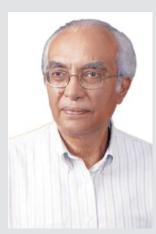
U. R. Usmani Director & COO



Badaruddin F. Vellani Alternate Director



Ahmed S. Farrukh Alternate Director



Fareed Khan Alternate Director

Management Committee



From Left to Right: Salahuddin Khan (Director Manufacturing), Mahmood Ahmed (Director Sales), Kamal Shah (Chairman & CEO), Ahmed S. Farrukh (Director Marketing), Nasir Hussain (CFO & Company Secretary), Syed Aleem Hussain (Director Credit) and U. R. Usmani (Director & COO)

Senior Management



Muhammad Azam Khan Controller



Salman Ahmed Factory Controller



S. M. Akhtar Senior I.T. Manager



Abdul Hakeem Dawood Chief Internal Auditor



Abdul Ghaffar Commercial Manager



Waheed-ul-Hassan Chief Engineer



Khalid Jamil Refrigerators Development Manager



M. Lateef-ud-din Pasha Director Administration



Abid Pervez National Sales Manager North



Muzzafar Mehboob National Sales Manager South

NOTICE OF MEETING

Notice is hereby given that the Forty-Seventh Annual General Meeting of SINGER PAKISTAN LIMITED will be held on Monday, 31 March 2008 at 10.00 a.m. at Beach Luxury Hotel, Karachi, to transact the following businesses:

Ordinary Business

- 1. To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended 31 December 2007 alongwith the Reports of Directors' and Auditors' thereon.
- 2. To appoint Auditors of the Company for the financial year ending 31 December 2008 and to fix their remuneration.

Special Business

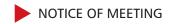
- 3. To consider and, if thought fit, to approve an increase in the authorised share capital of the Company from Rs. 250 million to Rs. 500 million by the creation of 25 million ordinary shares of Rs. 10/- each.
- 4. To capitalize a sum of Rs. 30,629,780 out of the un-appropriated profits of the Company for the issuance of 3,062,978 Bonus Shares to the Members of the Company as at the close of business on 20 March 2008 in proportion to their respective shareholding at that date (the effective rate being 12.5%, that is, 3 shares for every 24 shares).

A statement under Section 160(1)(b) of the Companies Ordinance, 1984 setting forth the material facts concerning the Special Business to be considered at the Meeting is being sent to the Members, along with the copy of this notice.

By order of the Board

Nasir Hussain Company Secretary

Karachi: 10 March 2008



Notes

- 1) The Share Transfer Books of the Company will be closed and no transfer will be accepted for registration from 21 March 2008 to 31 March 2008 (both days inclusive).
- 2) A Member of the Company, entitled to attend, speak and vote at the General Meeting is entitled to appoint another person as his / her proxy to attend, speak and vote instead of him / her and a proxy so appointed shall have such rights, as respects attending, speaking and voting at the General Meeting as are available to the Member. Proxy Forms, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the Meeting. The proxy need not be a Member of the Company. The proxy shall produce his / her original computerized national identity cards (CNIC) or passport to prove his identity.
- 3) In case of corporate entity, the Board of Directors / Trustees' resolution / power of attorney with specimen signature of the nominee shall be submitted with the proxy form to the Company, and the same shall be produced in original at the time of the meeting to authenticate the identity.
- 4) Members are requested to notify any change in their addresses immediately to our registrar.
- 5) The Registered Office of the Company is located at Plot No. 39, Sector 19, Korangi Industrial Area, Korangi, Karachi.
- 6) Members who have not yet submitted photocopy of their computerized national identity cards (CNIC) are requested to send the same to our registrar at the earliest.
- 7) CDC Account Holders will further have to follow the under-mentioned guidelines as laid down in Circular 1 dated 26 January 2000 issued by the Securities and Exchange Commission of Pakistan:

A. For Attending the Meeting:

- i) In case of individuals, 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 identity by showing his original Computerized National Identity Card (CNIC), or original passport at the time of attending the meeting. CDC Account Holders are also requested to bring their CDC participant ID numbers and account number.
- ii) In case of corporate entity, the Board of Directors' / Trustees' resolution / power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

B. For Appointing Proxies:

- i) In case of individuals, the account holder or sub-account 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 requirement (note 2 above).
- ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- iii) Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- iv) The proxy shall produce his original CNIC or original passport at the time of the meeting.
- v) In the case of corporate entity, the Board of Directors' / Trustees' resolution / power of attorney with specimen signature of the proxy holder shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

STATEMENT UNDER SECTION 160 (1) (B) OF THE COMPANIES ORDINANCE, 1984

This statement sets out the material facts concerning the Special Business to be transacted at the Forty-Seventh Annual General Meeting of Singer Pakistan Limited to be held on Monday, 31 March 2008.

Item No. 3 of the Agenda - Special Business

Increase in Authorised Share Capital

In order to meet its working and other capital requirements the Company may, from time to time, need to raise its share capital through the issuance of further shares. In order to facilitate this process it would be desirable to increase the authorised share capital of the Company from Rs. 250 million to Rs. 500 million by the creation of 25 million ordinary shares of Rs. 10/- each. Accordingly, the Board of Directors of the Company have recommended that the following resolution be passed at the Forty Seventh Annual General Meeting as an ordinary resolution:

"Resolved that the authorised share capital of the Company be and is hereby increased to Rs. 500 million by the creation of 25 million ordinary shares of Rs. 10/- each. Such new shares to rank pari passu in all respects with the existing ordinary shares in the Capital of the Company, and that Article 5 of the Memorandum of Association of the Company be and is hereby amended to read as follows:

The Capital of the Company is Rs. 500,000,000/- divided into 50,000,000 ordinary shares of Rs. 10/- each".

Item No. 4 of the Agenda - Special Business

Issue of Bonus Shares:

In the opinion of the Board of Directors, the financial results and the existing growth plans of the Company justifies the capitalization of a sum of Rs. 30,629,780 from the un-appropriated profits of the Company for the issuance of Bonus Shares in the ratio of 3 ordinary shares for every 24 ordinary shares i.e. (at the rate of 12.5%). Those persons whose names appear on the Register of Members of the Company as at the close of business on 20 March 2008 will be entitled to the proposed issuance of Bonus Shares in the proportion mentioned above.

Accordingly, it is proposed to consider and pass the following resolution as an ordinary resolution:

RESOLVED THAT:

- 1. A sum of Rs. 30,629,780 out of the un-appropriated profit of the Company be capitalized and applied for making payment in full of Ordinary Shares of Rs. 10 each and that the said shares be allotted as fully paid Ordinary Shares to the Members of the Company whose names appear on the Register of Members as at the close of the business on 20 March, 2008 in the proportion of three Bonus Shares for every twenty four Shares then held and that such Bonus Shares shall rank pari passu as regards dividends and in all other respects with the existing Ordinary Shares of the Company.
- 2. In the event of any Member becoming entitled to a fraction of a share, the Directors be and are hereby authorized to consolidate all such fractions and sell the shares so constituted on the Stock Market and to pay the proceeds thereof to the Members entitled to the fraction in proportion to their respective entitlements.
- 3. For the purpose of giving effect to the foregoing, the Directors be and they are hereby authorized to do and cause to be done all acts, deeds and things that may be necessary to settle any question or difficulties that may arise in regard to the allotment and the distribution of the said Bonus Shares as they think fit.

The Directors of the Company are not directly or indirectly interested in these businesses except to the extent of their share holding in the Company.

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2007

The Directors of the Company are pleased to present their Annual Report together with Audited Accounts of the Company for the year ended 31 December 2007.

Business Overview

We are pleased to report that the revenue and profitability of your Company continued to grow despite the disturbed business conditions throughout the year.

To support the continued growth of business, your Company issued during the year 60% Right Shares at par. The issue was fully subscribed and the entire process was completed within the required time frame.

Sales for the year increased to Rs. 1.744 billion, as compared to Rs 1.427 billion for the previous year, a growth of 22%. The major contribution in sales growth is attributed to appliances.

Gross Profit improved to Rs. 358.3 million from Rs. 280.1 million, a significant growth of 28% over the previous year. The reason for increase in gross profit is higher sales and higher earned carrying charges together with cost improvements.

Marketing, selling & distribution costs increased by Rs.40.6 million over the previous year, which is mainly due to increase in advertising, sales promotion and expansion of retail network to sustain sales growth. Administrative expenses have increased by Rs 4.6 million due to inflation and increased human resources costs required for supporting the growing retail network. Profit from operations before finance costs has increased to Rs. 139.0 million from Rs. 109.4 million, which was mainly offset by higher finance costs of Rs. 15.0 million, due to increased borrowings for business expansion.

Profit after taxation increased to Rs. 42.0 million from Rs. 32.3 million, a robust growth of 30 % over the previous year.

Sales Overview

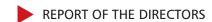
The growth in sales was mainly due to growth in sales of appliances. The sewing machines business also continued to grow. However, the competition in appliances business remained very tough. We continued to improve features and quality of our products and introduced new models and new products. We also expanded our retail network throughout the country with increased emphasis on service.

We upgraded and modernised our Call Centre into a state-of-the-art Call Centre. This has enabled us to increase emphasis on CRM (Customer Relationship Management) and retain our loyal customers. We also introduced a Loyalty Card for our loyal customers.

Profitability and Appropriations

The profit for the year 2007 and proposed appropriations for the year 2008 are as follows:

	2007 (Rupees in '000)
Profit after tax Un-appropriated profit brought forward Profit available for appropriations	41,951 1,010 42,961
	2008 (Rupees in '000)
Un-appropriated profit brought forward Appropriations:	42,961
Transfer to Revenue Reserve Proposed Bonus Issue Un-appropriated profit	(12,000) (30,630) 331



Dividend

The Board has recommended that no cash dividend be paid for the year ended 31 December 2007. The Board has however proposed that a Bonus Issue in the proportion of three shares for every twenty four shares of Rs. 10/- each be made to all Members whose names appear on the Register of Members on 20 March 2008, out of the un-appropriated profit of the Company for the period under review.

Earnings Per Share

Earnings per share for the year ended 31 December 2007 was Rs. 1.85 as against Rs. 1.43 for the previous year, an increase of 29.4%.

Future Outlook

The Company plans to remain focused on its key strategies of expanding its distribution network, introduction of new models, new products and innovative advertising and sales promotion in a highly competitive market however a lot will depend on the business environment in the country.

To further upgrade our services and improve efficiency and control, a real time online Information Technology System is in the process of development.

Directors

During the year, Mr. Fareed Khan was appointed as an Alternate Director for Mr. Stephen H. Goodman from 26 January 2007. No casual vacancy arose during the year.

Human Resources

The relationship between the management and employees continues to be satisfactory. Training is an integral part of our HR policy. Management Development Programmes to improve employees' professional skills and knowledge were implemented during the year for all levels of Management. The agreement with the factory labour union has not yet been concluded and efforts are continuing to reach an agreement.

The Board of Directors would like to take this opportunity to express their appreciation for the hard work and dedication of the employees of the Company.

Corporate Social Responsibility

The Company has always recognised the importance of Corporate Social Responsibility. Towards this end, the Company organized training classes for sewing, embroidery, designing and knitting which have helped average income groups to earn extra income.

During the year, the Company has also undertaken the following activities:

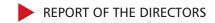
(a) Literacy Program:

To improve literacy, particularly in rural areas and as a community service, Singer Pakistan has undertaken a project that consists of a Primary School (through informal education) in Thatta District for very poor children in a remote village. The School will be run by a well-known, registered NGO, ECHO.

(b) Anti-Narcotic Project:

In order to bring awareness of this social evil Singer Pakistan has sponsored a tele film, which is shown in schools and colleges to educate the children against the devastating effects of smoking and narcotics on their life and their family members.

A professional demonstrator conducts the screening in various schools and other educational institutions which is followed by a quiz competition, explaining children about the devastating effects of drugs and smoking on them and their family.



(c) Restoration of Eye-Sight:

Singer Pakistan is sponsoring a programme for free restoration of eye sight through Al-Shifa Trust Eye Hospital for prevention and treatment of blindness.

(d) Support to Disadvantaged Children:

ABSA (Anjuman Behbood-e-Samat-e-Atfal) is a Centre for disabled children including deaf and dumb, run by a prominent NGO. They run classes for sewing and confectionery for young students. Singer Pakistan Limited has sponsored their sewing and confectionery classes by giving them Singer Sewing Machines and Cooking Ranges.

Auditors

The present Auditors, M/s KPMG Taseer Hadi & Co., Chartered Accountants, retire and offer themselves for re-appointment for the audit of the accounts of the Company for the year ending 31 December 2008.

Pattern of Shareholding

A statement of the general pattern of shareholding along with pattern of shareholding of certain classes of shareholders whose disclosure is required under the Code of Corporate Governance and the statement of purchase and sale of shares by Directors, CEO, COO, CFO & Company Secretary and their spouses including minor children during 2007 is shown on page 57 of this report.

Holding Company

Singer (Pakistan) B.V. holds 70.28% of issued share capital of Singer Pakistan Limited.

General

During the period from end of the financial year of the Company to which the Balance Sheet relates and the date of this report, there have been no material commitments made and no changes have occurred which materially affect the financial position of the Company.

Corporate And Financial Reporting Framework

The Board of Directors has taken adequate measures for the implementation of the Regulations of the Code of Corporate Governance issued by the Securities and Exchange Commission of Pakistan.

We give below our statement on corporate and financial reporting framework:

The financial statements, prepared by the Management of the Company, present fairly its state of affairs, the result of its operations, cash flows and changes in equity;

Proper books of accounts of the Company have been maintained;

Appropriate Accounting Policies have been consistently applied in preparation of financial statements and accounting estimates are based on reasonable and prudent judgment;

International Accounting Standards, as applicable in Pakistan, have been followed in preparation of Company's financial statements;

The system of internal control is sound in design and has been effectively implemented and monitored;

There are no doubts upon the Company's ability to continue as a going concern;

There has been no material departure from the best practices of Corporate Governance, as detailed in the Listing Regulations;



REPORT OF THE DIRECTORS

Key operating and financial data for last ten years has been provided in a summarized form;

The outstanding duties, statutory charges and taxes, if any, have been duly disclosed in the financial statements.

Value of investments of Gratuity, Pension and Provident Funds based on their latest un-audited accounts for the year ended 31 December 2006 are as follows:

Gratuity Fund
 Pension Fund
 Provident Fund
 Rs. 50.9 million
 Rs. 46.4 million
 Rs. 102.0 million

During the year, seven meetings of the Board of Directors were held. Attendance by the Directors were as follows:

Name of Directors	Attendanc
Mr. Kamal Shah	7
Mr. U R Usmani	7
Mr. Ahmed S. Farrukh (Alternate)	7
Mr. Badaruddin F. Vellani (Alternate)	5
Mr. Fareed Khan (Alternate)	5
Mr. Rasheed Y. Chinoy	4
Mr. Jahangir Siddigui	3

Leave of absence was granted in case a Director was not able to attend the Board Meetings.

On behalf of the Board

Name of Divertons

Kamal Shah Chairman

K .-. 181.L

Karachi: 4 March 2008



A True Shopping Experience





Singer Pakistan is expanding its retail network all over the country. Front and inside view of new Singer Plus shop.



Singer Pakistan recently launched 32" LCD TV in Pakistan having features;

- High Resolution 1366 x 768 Pixels ▶ **AV Stereo**
- 3D Comb Filter **Progressive Scan**

Bringing technologically advanced products to our customers. The new Singer LCD TV line combines technology and economy.

Singer Refrigerators



New Models of Refrigerator with features such as Nano Silver Technology, Vitamin C - Fresh and Stainless Steel Doors, were introduced.

Singer Washing Machines



Singer offers a wide range of washing machines from Automatic Washing Machines to twin & single tub washing machines.

Multibrands

Singer Pakistan is a retailer of top brands



Televisions



Refrigerators



LCD, Televisions Audio Systems, DVDs



Deep Freezers, Washing Machines, Air Conditioners, Microwave Ovens



Televisions, Air Conditioners, Microwave Ovens



Televisions,



Deep Freezers



Food Processors, Vaccum Cleaners, Water Dispensers



Motorcycles



Motorcycles

Always in touch with customers

Singer Call Centre

Our "State-of-the-Art" in house call centre ensures constant contact with customers throughout the country. Our toll free No. 0800-23450 is regulary advertised.





Singer Loyalty Card

We introduced a loyalty card for our repeat customers which was received very well.





Service Centre



A new Service Centre in Karachi

After sales Services at Singer Plus is considered top priority. A new concept of after sales services is being implemented targeting response within twenty four hours.

Specially trained staff with emphasis on customers satisfaction.

A "State-of-the-Art" Customer Service system is being installed.

Corporate Social Responsibility

Singer Pakistan Limited has always recognised the importance of Corporate Social Responsibility. In this regard a number of projects have been implemented.

1. LITERACY PROGRAM:

To improve literacy, particularly in rural areas and as a community service, Singer Pakistan has undertaken a project that consists of a Primary School (through informal education) in Thatta District (Sind) for very poor children in a remote village, about 100 kilometers away from Karachi. The School will be run by a well-known, registered NGO, ECHO.

The pictures of the children attending the School are shown below:





2. ANTI-NARCOTIC PROJECT:

In recent years, narcotics have become a very serious problem in school-going children, where its use is spreading rapidly. In order to combat this social evil, Singer Pakistan has sponsored a tele-film, which is shown in schools and colleges to educate the children against the devastating effects of smoking and narcotics on their life and their family members.

A professional demonstrator conducts the screening which is followed by a quiz competition. Thousands of students have so far been covered under this programme.





3. RESTORATION OF EYE-SIGHT:

Singer Pakistan is sponsoring a programme for free restoration of eye sight through Al-Shifa Trust Eye Hospital for prevention and treatment of blindness. Every month a deserving patient is sponsored for this operation. The Trust has publicized this contribution through print and electronic media and also in their annual fund raising festival

4. SUPPORT TO DISADVANTAGED CHILDREN:

ABSA (Anjuman Behbood-e-Samat-e-Atfal) is a Centre for disabled children including deaf and dumb, run by a prominent NGO. They conduct classes for sewing and confectionery for young students. Singer Pakistan Limited has sponsored their sewing and confectionery classes by giving them Singer Sewing Machines and Cooking Ranges.

Human Resources



Mr. John Bennoch, Marketing Consultant conducting a training programme.



Training Manager Mr. S. A. Siddiqui conducting a training programme for salesmen.

Singer Pakistan considers human resources it's most important asset. Regular training courses both in-house and out side are conducted for employees to increase their skills and productivity. During the year 20 courses were conducted and 430 employees were trained.

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Form of Proxy

STATEMENT OF COMPLIANCE WITH BEST PRACTICES OF THE CODE OF CORPORATE GOVERNANCE FOR THE YEAR ENDED 31 DECEMBER 2007

This 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 framework of good governance, whereby a listed Company is managed in compliance with the best practices of corporate governance.

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

- The Board comprises seven Directors including the CEO. The Company encourages representation of
 independent non-executive directors and directors representing minority interests on its Board of
 Directors. At present, the Board includes five independent non-executive directors including two directors
 representing minority shareholders.
- 2. The directors have confirmed that none of them is serving as a director in more than ten listed companies, including this Company.
- 3. All the resident directors of the Company are registered as taxpayers and none of them has defaulted in payment of any loan to a banking company, a DFI or an NBFC or, being a member of a stock exchange, has been declared as a defaulter by that stock exchange.
- 4. No casual vacancy occurred in the Board during the year.
- 5. The Company has prepared a 'Statement of Ethics and Business Practices', which has been signed by all the executive directors and key executives of the Company.
- 6. The Board has developed a vision/mission statement, and significant policies of the Company. 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 have been taken by the Board.
- 8. The meetings of the Board were presided over by the Chairman and the Board met at least once in every quarter. Written notices of the Board meetings, along with agenda were circulated at least seven days before the meetings. The minutes of the meetings were appropriately recorded and circulated.
- 9. The Board arranges orientation courses as and when needed to apprise the Directors of their duties and responsibilities.
- 10. The Board has approved appointment of the CFO and Company Secretary including the remuneration and terms and conditions of employment, as determined by the CEO.
- 11. The Directors' report for the year has been prepared in compliance with the requirements of the Code and fully describes the salient matters required to be disclosed.
- 12. The financial statements of the Company were duly endorsed by CEO and CFO before approval of the Board.
- 13. The directors, CEO and executives do not hold any interest in the shares of the Company other than that disclosed in the pattern of shareholding.



STATEMENT OF COMPLIANCE WITH BEST PRACTICES OF THE CODE OF CORPORATE GOVERNANCE

- 14. The Company has complied with all the corporate and financial reporting requirements of the Code.
- 15. The Board has formed an Audit Committee. It comprises of five members, of whom four members are non-executive Directors including the Chairman.
- 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 the Code. The terms of reference of the committee have been formed and advised to the committee for compliance.
- 17. The Board has set-up an effective Internal Audit Department on full time basis.
- 18. The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the quality control review programme of the Institute of Chartered Accountants of Pakistan, that they or any of the partners of the firm, their spouses and minor children do not hold shares of the Company and that the firm and all its partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by Institute of Chartered Accountants of Pakistan.
- 19. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the listing regulations and the auditors have confirmed that they have observed IFAC guidelines in this regard.
- 20. We confirm that all other material principles contained in the Code have been complied.

Kamal Shah

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Chairman and Chief Executive Officer



KPMG Taseer Hadi & Co. Chartered Accountants First Floor Sheikh Sultan Trust Building No.2 Beaumont Road Karachi 75530 Pakistan Telephone: +92 (21) 568 5847 Fax : +92 (21) 568 5095 Internet : www.kpmg.com.pk

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 prepared by the Board of Directors of **Singer Pakistan 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 personnel and review of various documents prepared by the Company to comply with the Code.

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

Based on our review nothing has come to our attention, which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the best practices contained in the Code of Corporate Governance as applicable to the Company for the year ended 31 December 2007.

Date: 4 March 2008

Karachi

KPMG Taseer Hadi & Co.
Chartered Accountants



KPMG Taseer Hadi & Co. Chartered Accountants First Floor Sheikh Sultan Trust Building No.2 Beaumont Road Karachi 75530 Pakistan Telephone: +92 (21) 568 5847 Fax : +92 (21) 568 5095 Internet : www.kpmg.com.pk

AUDITORS' REPORT TO THE MEMBERS

We have audited the annexed balance sheet of **Singer Pakistan Limited** ("the Company") as at 31 December 2007 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 purposes of our audit.

It is the responsibility of the Company's management to establish and maintain a system of internal control, and prepare and present 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 the above said statements. We believe that our audit provides a reasonable basis for our opinion and, after due verification, we report that:

- a) in our opinion, proper books of account have been kept by the company as required by the Companies Ordinance, 1984;
- b) in our opinion:
 - 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;
- c) in our opinion and to the best of our information and according to the explanations given to us, the balance sheet, profit and loss account, cash flow statement and statement of changes in equity together with the notes forming part thereof conform with approved accounting standards as applicable in Pakistan, and, give the information required by the Companies Ordinance, 1984, in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at 31 December 2007 and of the profit, its cash flows and changes in equity for the year then ended; and
- d) in our opinion, no Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980.

Date: 4 March 2008

Karachi

KPMG Taseer Hadi & Co.
Chartered Accountants

BALANCE SHEET AS AT 31 DECEMBER 2007

	Note	2007	2006
		(Rupees	in '000)
EQUITY AND LIABILITIES			
Share capital and reserves			
Authorised capital 25,000,000 (2006: 15,000,000) ordinary shares of Rs. 10 each		250,000	150,000
Issued, subscribed and paid-up capital Capital reserve Revenue reserve Unappropriated profit Total equity	4	245,038 5,000 96,337 42,961 389,336	133,173 5,000 84,337 32,986 255,496
Non-current liabilities			
Deferred income Long term loans - secured Liabilities against assets subject to	5 6	6,959 186,459	7,887 134,000
finance leases Long term deposits	7 8	35,124 16,033	15,704 10,858
Deferred tax liabilities Employee retirement benefits - obligation	9 10	8,455 1,962	5,797 2,193
Total non-current liabilities		254,992	176,439
Current liabilities			
Trade and other payables Mark-up accrued on short term running	11	349,072	312,600
finances and long term loans	4.0	22,879	17,505
Short term running finances - secured Current portion of long term loans	12 6	447,054 88,167	398,855 68,944
Current portion of liabilities against		33,107	33,344
assets subject to finance leases	7	11,126	6,806
Total current liabilities		918,298	804,710
Total equity and liabilities		1,562,626	1,236,645
Contingencies and commitments	13		

The annexed notes 1 to 39 form an integral part of these financial statements.

Chief Financial Officer

	I	Note	2007 2006		
			(Rupees in '000)		
ASSETS					
Non-current assets					
Property, plant and equipment Intangible assets Investment Employee retirement		14 15 16	156,915 4,666 6,894 5,617	110,312 822 7,026	
benefits - prepayments Long term deposits		17	27,396	20,475	
Total non-current assets		.,	201,488	142,213	
Current assets					
Stores and spares Stock-in-trade Trade debts Advances, deposits and prepayments Other receivables Taxation - net Cash and bank balances Total current assets		18 19 20 21 22	5,433 393,286 808,842 25,782 7,036 21,346 99,413 1,361,138	3,083 305,452 675,897 13,901 2,301 21,264 72,534 1,094,432	
Total assets			1,562,626	1,236,645	
Davi	U.RL		<u> </u>	Minmer .	

Chief Executive

Chief Operating Officer

Director

BALANCE SHEET

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2007

	Note	2007	2006	
		(Rupees in '000)		
Sales		1,744,173	1,427,112	
Earned carrying charges		179,792	141,880	
Sales tax / excise duty, commissions and discounts		(340,267)	(286,987)	
Net sales	23	1,583,698	1,282,005	
Cost of sales	24	(1,225,362)	(1,001,930)	
Gross profit		358,336	280,075	
Marketing, selling and distribution costs	25	(177,731)	(137,175)	
Administrative expenses	26	(30,149)	(25,500)	
Other operating expenses	27	(11,450)	(8,028)	
		(219,330)	(170,703)	
Profit from operations before finance costs		139,006	109,372	
Finance costs	28	(85,876)	(70,915)	
		53,130	38,457	
Other income	29	9,123	5,612	
Profit before taxation		62,253	44,069	
Taxation	30	(20,302)	(11,778)	
Profit after taxation		41,951	32,291	
		-		
		(Rupees)		
Earnings per share - basic and diluted	31	1.85	1.43	

The annexed notes 1 to 39 form an integral part of these financial statements.

Chief Financial Officer

Chief Operating Officer

Director

Chief Executive

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2007

Not	e 2007	2006
	(Rupe	es in '000)
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	62,253	44,069
Adjustment for:		
- Depreciation on property, plant and equipment	13,627	11,535
- Amortisation of intangible assets	384	375
- Finance costs - Amortisation on investment	85,876 132	70,915 122
- Gain on sale of property, plant and equipment	(747)	
- Amortisation of deferred income	(928)	, ,
- (Reversal) / provision for employee retirement and		
other service benefits	(1,378)	580
	159,219	125,706
Working capital changes	(2.250)	0.64
(Increase) / decrease in stores and spares (Increase) in stock-in-trade	(2,350) (87,834)	
(Increase) in trade debts	(132,945)	
(Increase) / decrease in advances, deposits and prepayments	(11,881)	
(Increase) / decrease in other receivables	(4,735)	
Increase in trade and other payables	36,472	72,919
Net cash (out flows) / inflows from operations	(44,054)	
Income tax paid	(17,726)	
Finance costs paid Employee retirement and other service benefits paid	(77,086) (892)	
Security deposits received	5,175	1,842
Long term deposits paid	(6,921)	
Net cash out flows from operating activities	(141,504)	(45,174)
CASH FLOWS FROM INVESTING ACTIVITIES		
Additions to property, plant and equipment	(32,323)	
Proceeds from sale of property, plant and equipment Net cash out flows from investing activities	2,300 (30,023)	(15,850)
CASH FLOWS FROM FINANCING ACTIVITIES	(30,023)	(13,830)
	(12.2.2.1)	(2 = 22)
Lease rentals paid Net additions in long term loans	(13,364) 71,682	(8,760) 14,024
Subscription received against right shares	91,889	14,024
Dividend paid	_	(12)
Net cash inflows from financing activities	150,207	5,252
Net decrease in cash and cash equivalents	(21,320)	
Cash and cash equivalents at the beginning of the year	(326,321)	
Cash and cash equivalents at the end of the year 32	(347,641)	(326,321)

The annexed notes 1 to 39 form an integral part of these financial statements.

Chief Financial Officer

Chief Operating Officer

K.-.181.L

Director

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2007

	Issued subscribed and paid- up capital	Capital reserve	Revenue reserve	Unappro- priated profit	Total
		(Ru			
Balance as at 1 January 2006	113,339	24,689	59,337	25,840	223,205
Issue of bonus shares for the year ended 31 December 2005 @ 17.5% per share	19,834	(19,689)	-	(145)	-
Total recognised income and expense - profit for the year	-	-	-	32,291	32,291
Transfer to revenue reserve	-	-	25,000	(25,000)	-
Balance as at 31 December 2006	133,173	5,000	84,337	32,986	255,496
Issue of bonus shares for the year ended 31 December 2006 @ 15% per share	19,976	-	-	(19,976)	-
Transfer to revenue reserve		-	12,000	(12,000)	-
Total recognised income and expense - profit for the year	-	-	-	41,951	41,951
Issue of right shares during the year in the ratio of 6 for every 10 shares held @ Rs. 10 per share	91,889	-	-	-	91,889
Balance as at 31 December 2007	245,038	5,000	96,337	42,961	389,336

The annexed notes 1 to 39 form an integral part of these financial statements.

Chief Financial Officer

Chief Operating Officer

Director

Chief Executive

K.-.181.L

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2007

1. STATUS AND NATURE OF BUSINESS

Singer Pakistan Limited ("the Company") is incorporated in Pakistan as a public company limited by shares and is quoted on Karachi and Lahore Stock Exchanges. The Company is principally engaged in manufacturing, assembling and sale of sewing machines, domestic consumer appliances and other light engineering products and trading in other electric and domestic consumer appliances. The registered office of the Company is situated in Karachi.

The Company is a subsidiary of Singer (Pakistan) B.V., Netherlands, whereas its ultimate parent company is Retail Holdings N.V., Netherlands.

2. BASIS OF PREPARATION

2.1 Statement of compliance

These financial statements have been prepared in accordance with approved accounting standards as applicable in Pakistan. Approved accounting standards comprise of such International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board as are notified under the Companies Ordinance, 1984, provisions of and directives issued under the Companies Ordinance, 1984. In case requirements differ, the provisions or directives of the Companies Ordinance, 1984 shall prevail.

2.2 Basis of measurement

These financial statements have been prepared under the historical cost convention, except for the remeasurement of derivative hedging instrument at fair value (note 3.15).

2.3 Functional and presentation currency

These financial statements are presented in Pak Rupees which is the Company's functional currency.

2.4 Use of estimates and judgements

The preparation of financial statements in conformity with approved accounting standards requires management to make estimates, assumptions and use judgements in the process of applying Company's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including reasonable expectations of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognised prospectively commencing from the period of revision. The areas where assumptions and estimates that may affect the Company's financial statements in future years are as follows:

- Employee retirement benefits (note 3.1)
- Warranty obligations (note 3.4)
- Trade debts and other receivables (note 3.5)
- Taxation (note 3.8)
- Property, plant and equipment (note 3.9)
- Stock-in-trade (note 3.13)

2.5 Initial application of a Standard or an Interpretation

Amendment to IAS 1 - "Presentation of Financial Statements - Capital Disclosures", introduces new disclosures about the level of an entity's capital and how it manages capital. Adoption of this amendment has only resulted in additional disclosures given in note 33.7 to the financial statements.

2.6 New accounting standards and IFRIC interpretations that are not yet effective

The following standards, interpretations and amendments of approved accounting standards are effective for accounting periods beginning from the dates specified below. These standards are either not relevant to the Company's operations or are not expected to have significant impact on the Company's financial statements other than increase in disclosures in certain cases:

- Revised IAS 1 Presentation of financial statements (effective for annual periods beginning on or after 1 January 2009).
- Revised IAS 23 Borrowing costs (effective from 1 January 2009).
- IFRIC 11 IFRS 2 Group and Treasury Share Transactions (effective for annual periods beginning on or after 1 March 2007).
- IFRIC 12 Service Concession Arrangements (effective for annual periods beginning on or after 1 January 2008).
- IFRIC 13 Customer Loyalty Programmes (effective for annual periods beginning on or after 1 July 2008).
- IFRIC 14 IAS 19 The Limit on Defined Benefit Asset, Minimum Funding Requirements and their interaction (effective for annual periods beginning on or after 1 January 2008).

3. SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

3.1 Employee retirement and other service benefits

Employee retirement benefits

Defined benefit plans:

a) The Company operates funded defined benefit pension scheme for executives and managers and a funded gratuity scheme for all of its permanent employees other than field staff. Provisions / contributions are made in the financial statements to cover obligations on the basis of actuarial valuation carried out annually under the projected unit credit method. Actuarial gains or losses in excess of 10% of the actuarial liability or plan assets are recognised over the expected average remaining working lives of the employees. Benefits under the pension and gratuity schemes are payable to employees on completion of prescribed qualifying period of service. b) The Company operates an unfunded gratuity scheme for its field staff. Benefits under the scheme is payable to staff on completion of prescribed qualifying period of service. Provisions are made in the financial statements to cover obligations on the basis of actuarial valuation carried out annually under the projected unit credit method.

Defined contribution plan

The Company operates a recognised provident fund scheme covering all permanent employees. The Company and employees make equal monthly contributions to the fund.

Compensated absences

The Company accounts for its liability towards accumulated compensated absences for unionized staff in accordance with CBA agreement and for other permanent employees as per the service rules of the Company.

The liability for employee retirement benefits is estimated based on certain assumptions. Any change in these assumptions may have an impact on subsequent years financial statements.

3.2 Government grants

Government grants are included in non-current liabilities as deferred income and an amount equivalent to amortization on such deferred income is taken to profit and loss account periodically.

3.3 Provisions

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

3.4 Warranty obligations

The Company accounts for its warranty obligations based on historical trends when the underlying products or services are sold.

3.5 Trade debts and other receivables

Trade debts and other receivables are stated net of provision for doubtful debts, if any.

Provision for doubtful debts and other receivables is based on management's assessment of anticipated uncollectible amounts based on Company's past experience, historical bad debts statistics and ageing analysis. Debts considered irrecoverable are written off.

3.6 Trade and other payables

Liabilities for trade and other amounts payable are carried at cost which is the fair value of the consideration to be paid in future for goods and services.

3.7 Dividend

Dividend is recognised as liability in the financial statements in the period / year in which it is approved.

3.8 Taxation

Income tax expense comprises current and deferred tax. Income tax expense is recognised in the profit and loss account.

Current

Provision for current taxation is based on taxable income at the enacted or substantively enacted rates of taxation after taking into account available tax credits and rebates, if any, and taxes paid under the Final Tax Regime. The charge for current tax includes adjustments to charge for prior years, if any.

Deferred

Deferred tax is recognised using balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using the enacted or substantively enacted rates of taxation. A deferred tax asset is recognised to the extent that it is probable that the future taxable profits will be available against which temporary difference can be utilised. Deferred tax assets are reviewed at reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

3.9 Property, plant and equipment

Operating assets

Operating assets are stated at cost less accumulated depreciation and impairment losses, if any.

Depreciation is charged to the profit and loss account applying the straight-line method whereby the depreciable amount of an asset is depreciated over its estimated useful life. Depreciation on additions and disposals is charged from the month in which the asset is available for use and upto the month of disposal.

The assets' residual values and useful lives are reviewed, at each financial year-end and, if expectations differ from previous estimates, the change(s) is accounted for as a change in an accounting estimate in accordance with IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors.

Normal repairs and maintenance are charged to profit and loss account as and when incurred. Major renewals and improvements are capitalized and the assets so replaced are retired.

Gains and losses on disposal or retirement of operating assets are taken to profit and loss account currently.

Assets subject to finance leases

The Company accounts for operating assets acquired under finance leases by recording the assets and related liabilities. The amounts are determined at the inception of lease on the basis of the lower of the fair value and the present value of minimum lease payments. Financial charges are allocated to accounting period in a manner so as to achieve the constant rate on the outstanding balance. Depreciation is charged to profit and loss account applying the same basis as for owned assets. Outstanding obligations under the lease less finance costs allocated to future periods are shown as liability.

Capital work in progress

Capital work in progress is stated at cost. The costs are transferred to fixed assets as and when assets are available for use.

3.10 Intangible assets

Intangible assets are stated at cost less accumulated amortisation and impairment losses, if any. Intangible assets are amortized on a straight-line basis over their estimated useful lives unless such lives are indefinite.

Costs associated with maintaining computer software are recognised as an expense as and when incurred.

3.11 Held to maturity investments

Financial assets with fixed and determinable payments and fixed maturity, for which the Company has ability and intention to hold till maturity are classified as held to maturity investments. These instruments are initially recognised in the balance sheet at fair value and subsequently measured at amortized cost using effective interest rate method.

3.12 Stores and spares

These are valued at cost determined on first-in-first-out. Items in transit are valued at cost comprising invoice value plus other charges incurred thereon up to the balance sheet date.

3.13 Stock-in-trade

Stock-in-trade is valued at the lower of cost determined on first-in-first-out basis and net realizable value except for stock in transit which is stated at invoice value plus other charges paid thereon. Cost in relation to work in process and manufactured finished goods represents direct cost of materials, direct wages and appropriate manufacturing overheads. Cost of goods purchased for resale comprises of purchase price, import duties, taxes (other than those subsequently recoverable by the entity from the taxing authorities) and other directly attributable cost wherever applicable.

Cost comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. Net realizable value signifies the estimated selling price in the ordinary course of business less net estimated costs of completion and selling expenses.

The management continuously reviews its inventory for existence of any items which may have become obsolete. These estimates are based on historical experience and are continuously reviewed. Provision is made for slow moving inventory based on management's estimation.

3.14 Cash and cash equivalents

Cash and cash equivalents comprise of cash in hand, in transit and deposits held with banks. Short term running finance facilities availed by the Company are also included as part of cash and cash equivalents for the purpose of statement of cash flows.

3.15 Derivative financial instruments

Derivatives that do not qualify for hedge accounting are recognised in the balance sheet at their estimated fair value with corresponding effect to profit and loss. Derivative financial instruments are carried as assets when fair value is positive and liabilities when fair value is negative.

3.16 Offsetting of financial assets and financial liabilities

Financial assets and financial liabilities are offset and the net amount is presented in the financial statements only when, the Company has a legally enforceable right to set off the recognised amounts and the Company intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

3.17 Impairment

The carrying amount of the Company's non financial assets other than inventories and deferred tax assets, are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised in the profit and loss account whenever the carrying amount of an asset exceeds its recoverable amount.

3.18 Foreign currency transactions and translation

Foreign currency transactions are translated into Pak Rupees at exchange rates prevailing on the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated into Pak Rupees at the rates of exchange prevailing at the balance sheet date. Exchange gains and losses are included in profit and loss account currently.

3.19 Revenue recognition

Revenue from sales of goods are recognised when the significant risks and rewards of ownership are transferred to the buyers.

Carrying charges represent the difference between the cash sales price and hire purchase sales price and is recognised through profit and loss account on straight line basis over the term of hire purchase.

Income on deposits and investment securities are recognised on accrual basis.

3.20 Borrowing costs

Borrowing costs are recognised as an expense in the period in which they are incurred.

4. ISSUED, SUBSCRIBED AND PAID-UP CAPITAL

2007	2006		2007	2006
Number of Shares			(Rupee	s in '000)
		Fully paid-up Ordinary shares of Rs. 10 each		
11,461,568	2,272,634	Issued for cash	114,615	22,726
703,733	703,733	Issued for consideration other than cash	7,037	7,037
12,338,523	10,340,929	Issued as bonus shares	123,386	103,410
24,503,824	13,317,296		245,038	133,173

Singer (Pakistan) B.V., Netherlands, which is wholly owned subsidiary of Retail Holdings N.V., Netherlands, held 17,220,184 (2006: 9,331,179) ordinary shares of Rs. 10 each.

		Note	2007	2006
5.	DEFERRED INCOME		(Rupee	s in '000)
	Grant amount Accumulated amortisation Amortisation during the year	29	11,141 (3,254) (928) (4,182)	11,141 (2,326) (928) (3,254)
	Balance as at 31 December		6,959	7,887

This represents grant received from World Bank disbursed through Government of Pakistan under Montreal Protocol for phasing out Ozone Depleting Substance (ODS). The grant was utilised by the Company in acquiring Green Gas Plant for converting traditional gas used for refrigeration into green gas in compliance with Regulations of Environmental Protection Agency. Under these Regulations refrigerator manufacturers are required to convert their manufacturing facilities from ODS to green gas, which is ozone friendly.

6. LONG TERM LOANS - secured

This represents long term loans from financial institutions under mark-up arrangements:

	Security	Instalments payable	Repayment period	Mark-up rate	2007 (Rupe	2006 es in '000)
Term loan 1 Term loan 2 Term loan 3 Term loan 4 Term loan 5 Term loan 6 Term loan 7 Term loan 8	6.1 6.1 6.3 6.3 6.2 6.1 6.3	half-yearly quarterly quarterly quarterly quarterly quarterly half-yearly quarterly	2007-2011 2006-2010 2006-2010 2007-2011 2005-2009 2004-2008 2003-2007 2003-2007	6 Months KIBOR plus 1.25% 6 Months KIBOR plus 1.50% 6 Months KIBOR plus 1.50% 6 Months KIBOR plus 1.50% 6 Months KIBOR plus 1.00% 6 Months KIBOR plus 2.50% 6 Months KIBOR plus 1.50% 6 Months KIBOR plus 1.00%	100,000 62,500 51,563 40,625 10,938 9,000	87,500 70,312 - 17,187 21,000 2,778 4,167 202,944
Current portic	on of long to	erm loans			(88,167) 186,459	(68,944) 134,000

- 6.1 First pari passu charge on fixed assets of the Company, located at its factory.
- **6.2** Charge over present and future assets of the Company, located at its factory.
- **6.3** Equitable charge on owned shops of the Company, including building, structure, plant, machinery and equipment related to the said shops.

7. LIABILITIES AGAINST ASSETS SUBJECT TO FINANCE LEASES

Represents finance leases entered into with leasing companies and modarabas for plant and machinery, computers and vehicles. Monthly payments of leases bearing pre-determined mark-up rates include finance charge ranging from 7% to 14% (2006: 7% to 14%) per annum which are used as discounting factor.

Monthly payments of leases bearing variable mark-up rates include finance charge at KIBOR Plus 2.25% to 3.0% (2006: KIBOR Plus 2.75%) is determined on quarterly / semi-annual basis for future rentals.

The future minimum lease payments and their present values, to which the Company is committed under various leases arrangements are as follows:

Not later than one year Later than one year and not later than five years

	2007			2006	
Minimum lease payments	Finance charge	Present value	Minimum lease payments	Finance charge	Present value
		(Rupee	s in '000)		
15,611	4,485	11,126	8,753	1,947	6,806
41,853	6,729	35,124	18,012	2,308	15,704
57,464	11,214	46,250	26,765	4,255	22,510

8. LONG TERM DEPOSITS

Represents security deposits from field staff repayable on retirement, resignation or termination from service and carry interest at 5% (2006: 5%) compounded annually.

9.	DEFERRED TAX LIABILITIES	2007	2006
	Credit / (debit) balances arising on account of:	(Rupee	es in '000)
	- accelerated tax depreciation and finance leases	17,295	16,236
	- provision for slow moving stock-in-trade	(1,408)	(1,362)
	- provision for doubtful debts	(6,920)	(6,002)
	- provision for other receivables	-	(2,381)
	- provision for employee retirement and other service benefits	(512)	(694)
		8,455	5,797

10. EMPLOYEE RETIREMENT BENEFITS

The actuarial valuation of both pension and gratuity schemes was carried out as at 31 December 2007.

The projected unit credit method, using the following significant assumptions, has been used for the actuarial valuation:

- Discount rate is 10% per annum (2006: 10%).
- Expected rate of increase in salaries 8% per annum (2006: 8%).
- Expected rate of return on plan assets 12.5% per annum (2006: 11.5 %).
- Expected rate of increase in pension 0% (2006: 0%).



The amounts recognised in balance sheet are as follows:

	Pension	n fund				
_			Permanent	employees	Field	staff
	2007	2006	2007	2006	2007	2006
			(Rupees	s in '000)		
Present value of defined benefit obligation Fair value of plan assets	-	31,666 (46,765)	50,377 (53,293)	41,294 (44,705)	1,755	2,193
Tall value of plan assets	(51,456) (11,525)	(15,099)	(2,916)	(3,411)	1,755	2,193
Unrecognised non-vested benefits	-	· · ·	- '	-	· -	-
Un recognised actuarial gains (Asset) / liability in balance sheet	5,908	11,848	3,123	3,084	1,755	2,193
(Asset) / liability in balance sneet	(5,617)	(3,251)	207	(327)	1,/55	2,193
Movement in liability for defined						
benefit obligations Liability for defined benefit obligation						
at 1 January	31,666	29,731	41,294	34,761	2,193	1,956
Benefits paid by the plan	(1,042)	(1,044)	(18)	(4,747)	(892)	(289)
Current service cost	941	756	1,831	1,648	454	526
Interest cost	3,130	2,636	3,693	2,949	-	-
Actuarial (gains) / losses	5,236	(413)	3,577	6,683	-	-
Liability for defined benefit obligation						
at 31 December	39,931	31,666	50,377	41,294	1,755	2,193
Mayanant in plan accets						
Movement in plan assets Fair value of plan assets - beginning of						
the year	46,765	41,111	44,705	40,707	-	-
Contribution to fund	-	-	-	-	-	-
Benefits paid	(1,042)	(1,044)	(18)	(4,747)	-	-
Expected return on plan assets	5,640	3,593	4,990	3,445	-	-
Actuarial gains	93	3,105	3,616	5,300	-	
Fair value of plan assets - closing date	51,456	46,765	53,293	44,705	-	
Expense recognised in profit or						
loss account						
Current service cost	941	756	1,831	1,648	454	526
Interest cost	3,130	2,636	3,693	2,949	-	-
Expected return on plan assets	(5,640)	(3,593)	(4,990)	(3,445)	-	-
Amortisation of actuarial gain	(797)	(527)	-	(370)	-	-
	(2,366)	(728)	534	782	454	526
The expense is recognised in the following						
line items in the profit and loss account:						
·						
Cost of sales	(789)	(269)	150	289		-
Marketing, selling and distribution costs	(907)	(272)	200	292	454	526
Administrative expenses	(670)	(187)	184	201	454	
	(2,366)	(728)	534	782	454	526
Actual return on plan assets	5,733	6,698	8,606	8,745	-	
Composition / fair value of plan assets			(Perc	ent %)		•
used by the fund						
Equity	0	0	0	0	N/A	N/A
Debt instruments	99	99	99	100	N/A	N/A
Others	1	1	1	0	N/A	N/A
Formarked making and the control of						
Expected return on plan assets used by the fund						
ay the falla						
Expected return on equity	N/A	N/A	N/A	N/A	N/A	N/A
Expected return on debt instruments	12.5	11.5	12.5	11.5	N/A	N/A
Expected return on others	4	3	4	3	N/A	N/A



Historical information

	2007	2006	2005	2004	2003
		(F	Rupees in '00	00)	
Present value of the defined benefit obligation	(92,063)	(75,153)	(66,448)	(64,185)	(54,253)
Fair value of plan assets	104,749	91,470	81,818	74,428	58,543
	12,686	16,317	15,370	10,243	4,290
Unrecognised non-vested benefits	-				
Surplus in the plan	12,686	16,317	15,370	10,243	4,290
Experience adjustments arising					
on plan liabilities	(8,813)	(3,273)	(516)	(8,616)	(1,758)
Experience adjustments arising on plan assets	3,709	8,405	2,836	12,941	3,671

		Note	2007	2006
11.	TRADE AND OTHER PAYABLES		(Rupee	s in '000)
	Creditors		116,197	111,316
	Bills payable		113,877	63,610
	Accrued liabilities and provisions		20,845	21,189
	Due to associated companies	11.1		
	- for royalty		34,841	32,520
	- for goods		8,355	31,081
	- others		709	517
	Advances from dealers		3,014	2,309
	Retention from employees		5,104	6,551
	Provision in respect of compensated absences		995	801
	Provisions in respect of warranty obligations	11.2	4,958	4,236
	Sales tax and excise duty		31,127	31,679
	Unrealised loss on derivative financial instruments		987	271
	Workers' profits participation fund	11.3	3,627	3,171
	Workers' welfare fund		1,369	881
	Unclaimed dividends		808	808
	Others		2,259	1,660
			349,072	312,600

11.1 The maximum aggregate amount due to associated companies at the end of any month during the year was Rs.82.4 million (2006: Rs. 72.5 million).

11.2 Warranty obligations	Note	2007	2006
		(Rupee	s in '000)
Balance at beginning of the year Additional provision Provision utilised during the year	25	4,236 6,488 (5,766)	6,038 6,080 (7,882)
Balance at end of the year		4,958	4,236
11.3 Workers' profits participation fund			
Balance at beginning of the year		3,171	2,933
Allocation for the year	27	3,422	2,247
Interest on funds utilised in the Company's business	28	205	219
		6,798	5,399
Payments made during the year		(3,171)	(2,228)
Balance at end of the year		3,627	3,171

12. SHORT TERM RUNNING FINANCES - secured

This represents short term running finance facilities from various banks aggregating to Rs. 783.1 million (2006: Rs. 455.1 million), carrying mark-up rate of 10.43 to 11.54 percent (2006: 11.48 to 12.42 percent) per annum. These arrangements are secured by hypothecation of stock-in-trade, trade debts and charge on property, plant and equipment of the Company.

13. CONTINGENCIES AND COMMITMENTS

13.1 Contingencies

There are certain pending lawsuits initiated by and against the Company concerning shop leases and ex-employees. However, based on the consultation with the legal advisors, management believes that no significant liability is likely to occur in these cases. Guarantees have been extended by various commercial banks amounting to Rs. 0.966 million (2006: Rs. 0.966 million).

	13.2 Commitments	Note	2007 (Rupee	2006 s in '000)
	Outstanding letters of credit		169,398	75,929
	Software development		19,037	
14.	PROPERTY, PLANT AND EQUIPMENT			
	Operating assets Capital work-in-progress	14.1 14.2	138,274 18,641 156,915	110,171 141 110,312

Operating assets						2	007					
. 3	As at 1	Additions/ transfer	COST Disposals	Transfers	As at 31 December	Rates	As at 1	For the year	PRECIATION Disposals	Transfers	As at 31 December	As at 3
	January	from CWIP				%	January	,				Decemb
Owned		(F	Rupees in '0)00)					(Rupe	es in '000)		
Leasehold land	350			_	350	1	100	4			104	24
Leaseriola faria	330	_	_	_	330		100	4	_	_	104	24
Buildings on lease- hold land	22,885	1,001	(175)	-	23,711	3	7,875	642	(24)	-	8,493	15,21
Leasehold improvements	48,660	23,713	(2,632)	-	69,741	10	14,501	5,582	(1,335)	-	18,748	50,99
Plant and machinery	115,308	2,617	(910)	-	117,015	8.33	89,329	1,962	(875)	-	90,416	26,59
Furniture and equipment	17,130	4,177	(147)	-	21,160	10	11,641	1,201	(121)	-	12,721	8,43
Vehicles	2,775	59	(1,202)	-	1,632	20	2,235	80	(1,199)	-	1,116	51
Computers	6,480	676	(41)	1,154	8,269	20	5,056	775	-	1,039	6,870	1,39
	213,588	32,243	(5,107)	1,154	241,878		130,737	10,246	(3,554)	1,039	138,468	103,41
Leased												
Plant and machinery	16,035	2,020	-	-	18,055	8.33	2,072	1,080	-	-	3,152	14,90
/ehicles	17,344	4,623	-	-	21,967	20	5,289	1,508	-	-	6,797	15,17
Computers	2,259	4,397	-	(1,154)	5,502	20	957	793	-	(1,039)	711	4,79
	35,638	11,040	-	(1,154)	45,524		8,318	3,381	-	(1,039)	10,660	34,86
	249,226	43,283	(5,107)	-	287,402		139,055	13,627	(3,554)	-	149,128	138,2
							2006					
			/ ASSIGNED						RECIATION	_ ,		WDV
	As at 1 January	Additions/ transfer from CWIP	·		December	Rates %	As at 1 January	For the year	Disposals		As at 31 December	
Owned		(I	Rupees in '0	000)					(Rupe	es in '000)		
Leasehold land	350	-	-	-	350	1	96	4	-	-	100	2!
Buildings on lease- hold land	22,885	_	-	-	22,885	3	7,239	636	-	_	7,875	15,0
Leasehold improvements	35,948	12,712	-	-	48,660	10	10,723	3,778	-	-	14,501	34,1
Plant and machinery	112,237	3,459	(388)	-	115,308	8.33	87,117	2,600	(388)	-	89,329	25,9
Furniture and equipment	15,402	1,833	(105)	-	17,130	10	10,781	948	(88)	-	11,641	5,48
Vehicles	4,773	71	(3,068)	999	2,775	20	3,806	191	(2,262)	500	2,235	54
Computers	5,583	897	-	-	6,480	20	4,586	470	-	-	5,056	1,42
	197,178	18,972	(3,561)	999	213,588		124,348	8,627	(2,738)	500	130,737	82,85
Leased												
Plant and machinery	16,035	-	-	-	16,035	8.33	1,003	1,069	-	-	2,072	13,9
Vehicles	13,661	4,682	-	(999)	17,344	20	4,310	1,479	-	(500)	5,289	12,0
Computers	1,154	1,105	-	-	2,259	20	597	360	-	-	957	1,30
	30,850	5,787	-	(000)	35,638		5,910	2,908	-	(500)	8,318	27,32

Buildings on leasehold land include the value assigned to a shop acquired by the Company in exchange for a shop on rent. In addition, the Company has also capitalised the exchange differences of Rs. 1.380 million arising on devaluation of Pak rupee in 1972.

- 249,226

130,258 11,535 (2,738)

- 139,055

110,171

228,028 24,759 (3,561)

14.1.2 Depreciation for the year has been allocated as follows:

	Note	2007	2006
		(Rupe	es in '000)
Cost of sales	24.1	4,709	4,841
Marketing, selling and distribution costs	25	7,547	5,801
Administrative expenses	26	1,371	893
		13,627	11,535

14.1.3 Detail of property, plant and equipment disposed off during the year :

	Cost	Accumulated depreciation		Claim / sale proceeds	Gain / (loss)	Mode of disposal	Particulars of Purchaser
		(R	lupees in	'000)			
Leasehold Improvement Leasehold	1,462	1,062	400	400	-	Negotiation	Mr. Javaid Ali Ghori
Improvement Building	1,171 175	273 24	898 151	898 151	-	Insurance Claim Insurance Claim	New Jubilee Insurance Co. New Jubilee Insurance Co.
Written down val not exceeding Rs. 50,000 each		2,195	104	851	747	Tender / Negotiation	Various
	5,107	3,554	1,553	2,300	747	, and the second	

14.2 Capital work in progress

Balance as at 1 January Additions during the year Transfers to operating assets Balance as at 31 December

2007	2006
(Rupee	s in '000)
141	1,478
21,087	1,974
(2,587)	(3,311)
18,641	141

15. INTANGIBLE ASSETS

			COST			AIV	IORTISATIO	ON	WDV
		As at 1 January	Additions	As at 31 December	Rate %	As at 1 January	For the year	As at 31 December	As at 31 December
		(Ru	pees in '	000)			- (Rupee	s in '000)
Software	2007	3,589	4,228	7,817	25	2,767	384	3,151	4,666
Software	2006	2,952	637	3,589	25	2,392	375	2,767	822

	Note	2007	2006
15.1 Amortization for the year has been allocated as follows:		(Rupee	s in '000)
Cost of sales	24.1	192	190
Administrative expenses	26	192	185
		384	375

16. INVESTMENT

2007

(Rupees in '000)

2006

Note

	Held to maturity		
	Pakistan Investment Bonds (PIBs)	6,894	7,026
	The above PIBs are of 5 years tenure carrying a coupon rate of 7 2008 having semi-annual interest payments.	% with matu	ırity in October
17.	LONG TERM DEPOSITS Deposits - shops and others - leases	23,163 4,233 27,396	17,711 2,764 20,475
18.	STOCK-IN-TRADE		
	Raw materials - in stores - in bonded warehouse - in transit Work in process	30,614 54,438 39,979 125,031 31,747	19,817 54,378 45,458 119,653 21,780
	Finished goods - own manufactured 24 - purchased for resale 24 Provision for slow moving items	166,170 75,160 241,330 (4,822) 393,286	123,188 45,471 168,659 (4,640) 305,452

Considered good
Hire purchase (note 19.1)
- Retail
Institutional

19. TRADE DEBTS

- Retail - Institutional		623,711 216,503 840,214	503,659 204,428 708,087
Unearned carrying charges		(101,404) 738,810	(92,012) 616,075
Dealers		70,032 808,842	<u>59,822</u> 675,897
Considered doubtful		19,542 828,384	<u>16,300</u> 692,197
Provision for doubtful debts	19.2	(19,542) 808,842	(16,300) 675,897

- 19.1 The hire purchase contracts are generally for a period ranging from 6 months to 12 months carrying interest rates prevalent in the market.
- 19.2 The company has recognised a provision of Rs. 14.086 million (2006: Rs. 11.297 million) for doubtful debts, and Rs. 10.844 million were written off (2006: Rs.16.940 million) during the year.



20. AD	VANCES, DEPOSITS AND PREPAYMENTS	2007 (Rupee	2006 s in '000)
Adv	rances - considered good		
	mployees and executives	677	818
- S	uppliers	935	1,048
- S	oftware development	7,886	
		9,498	1,866
Dep	oosits - trade	825	769
Dep	oosits - customs	8,167	6,464
Clai	ms	6,293	4,151
Pre	payments	5,150	4,802
		29,933	18,052
Pro	vision for doubtful claims	(4,151)	(4,151)
		25,782	13,901_

20.1 The maximum aggregate amount of advances due from executives at the end of any month during the year was Rs. 1.278 million (2006: Rs. 0.246 million).

21. OTHER RECEIVABLES

Insurance claims	4,963	612
Commission	-	8,114
Accrued interest income	764	1,450
Others	1,309	239
	7,036	10,415
Provision for doubtful receivables	-	(8,114)
	7,036	2,301

21.1 The commission receivable of Rs. 8.114 million were written off (2006: Rs.Nil) during the year.

22. CASH AND BANK BALANCES

Cash in hand	1,426	1,533
With banks in - current accounts	7,814	3,999
- deposit accounts	16,033 23,847	11,260 15,259
In transit	74,140 99,413	55,742 72,534

		Note	2007	2006
23.	Net Sales		(Rupee:	s in '000)
	Sales			
	- Local		1,742,751	1,423,808
	- Export		1,422	3,304
	Farned carming charges		1,744,173	1,427,112
	Earned carrying charges		179,792 1,923,965	141,880 1,568,992
	- Sales tax / excise duty		(218,773)	(185,167)
	- Commissions / discounts		(121,494) (340,267)	(101,820) (286,987)
			1,583,698	1,282,005
24.	COST OF SALES			
	Opening stock - finished goods			
	- own manufactured		123,188	97,086
	- purchased for resale		45,471	39,944
			168,659	137,030
	Purchases		463,025	360,317
	Cost of goods manufactured	24.1	835,008	673,242
	Clarica stade Caidead acada		1,466,692	1,170,589
	Closing stock - finished goods - own manufactured	18	(166,170)	(123,188)
	- purchased for resale	18	(75,160)	(45,471)
	·		(241,330)	(168,659)
			1,225,362	1,001,930
	24.1 Cost of goods manufactured			
	Raw material consumed			
	Opening stock		119,653	68,062
	Purchases		736,502	620,189
	Closing stock		856,155 (125,031)	688,251 (119,653)
			731,124	568,598
	Salaries, wages and other benefits	24.1.1	58,964	50,317
	Stores and spares consumed Depreciation on property, plant and equipment	14.1.2	13,044 4,709	12,530 4,841
	Amortisation of intangible assets	15.1	192	190
	Royalty		16,438	13,297
	Fuel and power		9,239	8,614
	Insurance Rent, rates and taxes		2,766 2,273	2,728 1,208
	Repairs and maintenance		3,132	1,204
	Travelling and conveyance		2,008	1,525
	Communication		460	509
	Printing and stationery Cartage and others		341 103	343 187
	Provision for slow moving stock		182	1,481
	Work in process - opening stock		21,780	27,450
	Work in process - closing stock		(31,747)	(21,780)
	Cost of goods manufactured		835,008	673,242

24.1.1 Salaries, wages and other benefits include Rs. 0.506 million (2006: Rs. 0.975 million) in respect of employee retirement benefits and Rs. 1.693 million (2006: Rs. 1.664 million) in respect of bonus to workers.

25. MARKETING, SELLING AND DISTRIBUTION COSTS

	Note	2007 2006 (Rupees in '000)	
Publicity and sales promotions		73,674	52,733
Salaries and benefits	25.1	30,832	24,236
Rent, rates and taxes		24,073	19,290
Provision for doubtful debts		14,086	11,297
Utilities		8,961	7,375
Warranty obligations	11.2	6,488	6,080
Depreciation on property, plant and equipment	14.1.2	7,547	5,801
Travelling and conveyance		4,596	4,373
Communication		3,974	3,709
Printing and stationery		2,546	1,303
Repairs and renovations		371	437
Sundries		583	541
		177,731	137,175

25.1 Salaries and benefits include Rs. 0.960 million (2006: Rs. 1.514 million) in respect of employee retirement benefits.

26. ADMINISTRATIVE EXPENSES

Salaries and benefits	26.1	19,391	16,554
Rent, rates and taxes		2,432	1,961
Utilities		2,239	1,901
Communication		2,622	2,278
Travelling and conveyance		1,076	944
Depreciation on property, plant and equipment	14.1.2	1,371	893
Amortisation of intangible assets	15.1	192	185
Printing and stationery		826	784
		30,149	25,500

26.1 Salaries and benefits include Rs. 0.388 million (2006: Rs. 0.675 million) in respect of employee retirement benefits.

		Note	2007 (Rupee	2006 s in '000)
27.	OTHER OPERATING EXPENSES			
	Legal and professional charges Amortisation of premium on Pakistan Investment Bonds Auditors' remuneration Donations Loss on revaluation of derivative financial instruments Exchange loss Workers' profits participation fund Workers' welfare fund	27.1 27.2 11.3	2,704 132 525 127 987 2,184 3,422 1,369	2,545 122 400 - 271 1,562 2,247 881 8,028
	27.1 Auditors' remuneration			
	Audit fee Certification and limited review Out of pocket expenses		280 195 50 525	240 120 40 400
	27.2 No director or his spouse has any interest in the donee's	fund.		
28.	FINANCE COSTS			
	Mark-up on long term loans Mark-up on short term running finances under mark-up arrangements Interest on workers' profits participation fund Finance lease charges Interest on employee security deposit Bank charges	11.3	33,901 44,603 205 3,416 802 2,949 85,876	23,218 40,751 219 2,234 560 3,933 70,915
29.	OTHER INCOME			
	Income from financial assets			
	Interest on deposit accounts Interest on Pakistan Investment Bonds (PIBs)		826 476	512 476
	Income from non-financial assets			
	Gain on disposal of property, plant and equipment Amortisation of deferred income Service income Commissions and others	14.1.3 5	747 928 2,538 3,608 9,123	962 928 1,724 1,010 5,612



(Percent)

		2007 (Rupee	2006 s in '000)
30.	TAXATION		
	Current Prior	17,644 -	11,239 (3,619)
	Deferred	2,658	4,158
		20,302	11,778

30.1 The income tax assessments of the Company have been finalised up to and including the assessment year 2002-2003. Tax returns of subsequent tax years are deemed to be assessed under provisions of Income Tax Ordinance 2001. In respect of certain assessment years, the Company has filed appeals with appellate authorities for various disallowances and short credits of the taxes paid. However, no adverse liability is expected to occur.

30.2 Numerical reconciliation between average effective tax rate and applicable tax rate:

	•	-,
Applicable tax rate	35.0	35.0
Permanent differences, tax effect of income assessed		
under Final Tax Regime and others	(2.4)	-
Total tax expense	32.6	35.0

31. EARNINGS PER SHARE - basic and diluted

There is no dilutive effect on the basic earnings per share of the Company, which is based on:

	(Rupees	in '000)
Profit for the year	41,951	32,291
	(No. of sha	res in '000)
Weighted average number of ordinary shares	22,644	22,513
	(Rup	ees)
Earnings per share - basic and diluted	1.85	1.43

31.1 The number of shares for the prior period has also been adjusted for the effect of bonus and right shares issued during the current year.

		Note	2007 (Rupee	2006 es in '000)
32.	CASH AND CASH EQUIVALENTS			
	Cash and bank balances Short term running finances - secured	22	99,413 (447,054) (347,641)	72,534 (398,855) (326,321)

33. FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

33.1 Interest / Mark-up Rate Risk Management

Interest / mark-up rate risk arises from the possibility that changes in interest / mark-up rates will affect the value of financial instruments. In respect of income earning financial assets and interest / mark-up bearing financial liabilities, the following table indicate their effective interest / mark-up rates at the balance sheet date and the periods in which they will re-price or mature:

2007

				Non interest		
Effective mark up rates %	Maturity less than one year	Maturity one to five years	Maturity after five years	Non-interest / mark-up bearing	Total	
		(Rupees in '000)		
7	6,894	-	-	-	6,894	
-	-	-	-	27,396	27,396	
18-26	738,810	-	-	70,032	808,842	
-	-	-	-	19,697	19,697	
-	-	-	-	7,036	7,036	
9 - 11	5,000	11,033	-	83,380	99,413	
	750,704	11,033	-	207,541	969,278	
11.00-12.50	88,167	186,459	-	-	274,626	
7-14	11,126	35,124	-	-	46,250	
5	-	16,033	-	-	16,033	
-	-	-	-	304,977	304,977	
					-	
-	-	-	-	22,879	22,879	
10.43-11.54	447,054	-	-	-	447,054	
	546,347	237,616	-	327,856	1,111,819	
es)	204,357	(226,583)	-	(120,315)	(142,541)	
	7 - 18-26 9 - 11 11.00-12.50 7-14 5 10.43-11.54	mark up rates % Maturity less than one year 7 6,894 - - 18-26 738,810 - - 9 - 11 5,000 750,704 11.00-12.50 88,167 7-14 11,126 5 - - - 10.43-11.54 447,054 546,347	mark up rates % Maturity less than one year Maturity one to five years 7 6,894 - - - - 18-26 738,810 - - - - 9 - 11 5,000 11,033 750,704 11,033 7-14 11,126 35,124 5 - 16,033 - - - 10.43-11.54 447,054 - 546,347 237,616	mark up rates % Maturity less than one year Maturity one to five years Maturity after five years (Rupees in '000 years) 7 6,894 - - - - - - 18-26 738,810 - - - - - - 9 - 11 5,000 11,033 - 750,704 11,033 - 11.00-12.50 88,167 186,459 - 7-14 11,126 35,124 - 5 - 16,033 - - - - - 10.43-11.54 447,054 - - 546,347 237,616 - -	mark up rates % Maturity less than one year Maturity one to five years Maturity after five years / mark-up bearing 7 6,894 -	

			20	0.5		
	Effective	Inte	20 erest/ mark-up B		Non-interest	
	mark up rates %	Maturity less than one year	Maturity one to five years	Maturity after five years	/ mark-up bearing	Total
Financial Assets			(Rupees in 1000))	
Investment	7	-	7,026	-	-	7,026
Long term deposits	-	-	-	-	20,475	20,475
Trade debts	18-26	616,075	-	-	59,822	675,897
Advances and deposits	-	-	-	-	8,051	8,051
Other receivables	-	-	-	-	2,301	2,301
Cash and bank balances	9 - 10.50	-	11,260	-	61,274	72,534
		616,075	18,286	-	151,923	786,284
Financial Liabilities						
Long term loans Liabilities against assets	11.65-13.15	68,944	134,000	-	-	202,944
subject to finance leases	7-14	6,806	15,704	_	-	22,510
Long term deposits	5	-	10,858	_	-	10,858
Trade and other payables	-	-	· -	-	270,324	270,324
Mark-up accrued on short term running finances and					·	·
long term loans	-	-	-	-	17,505	17,505
Short term running finances	11.48-12.42	398,855	-	-	-	398,855
		474,605	160,562	-	287,829	922,996

33.2 Credit risk

Net financial assets / (liabilities)

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's credit risk is mainly attributable to the outstanding debtor balances. The Company does not have a significant concentration of credit risk as exposure is spread over a large number of individuals. Out of total financial assets, the amount exposed to credit risk is Rs.808.84 million (2006: Rs.675.90 million). To reduce its exposure to the credit risk, the Company has developed a formal approval process and obtains third party guarantees in respect of certain credit risk exposures. Further, the management continuously monitors the credit exposure, reviews credit worthiness of its customers and makes provision against balances considered doubtful of recovery.

141.470

(142,276)

(135,906)

(136,712)

33.3 Liquidity risk

Liquidity risk reflects the Company's inability in raising funds to meet commitments associated with financial instruments. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value. The Company follows an effective cash flow management to ensure availability of funds and to take appropriate measures for expected requirements.

33.4 Foreign exchange risk management

Foreign currency risk arises mainly where receivables and payables exist due to transactions with foreign suppliers and customers. Payables exposed to foreign currency risks are usually covered through foreign exchange forward cover contracts on the basis of management's assessment of fluctuations in rates.

33.5 Fair value of financial instruments

The carrying values of the financial assets and financial liabilities approximate their fair values. Fair value is determined on the basis of objective evidence at each reporting date.

33.6 Interest / mark-up rate risk

The interest / mark-up rate risk is the risk that the value of a financial instrument will fluctuate due to changes in the market interest /mark up rate. Sensitivity to interest / mark-up rate risk arises from mismatches of financial assets and liabilities that mature or reprice in a given period. The Company has long term Rupee based loans at variable rates. Variable rate loans have a prepayment option, which can be exercised upon any adverse movement. Rates on short term loans are effectively fixed.

33.7 Capital management

The management's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The management closely monitors the return on capital along with the level of distributions to ordinary share holders.

The management seeks to maintain a balance between higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.

34. REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

The aggregate amounts charged in the financial statements in respect of remuneration, including all benefits, to the Chief Executive, Directors and Executives of the Company are as follows:

Managerial remuneration Retirement benefits Reimbursable expenditure Housing Leave passage and others
Number of persons

Chief Ex	xecutive	Dire	ctors	Execu	utives	То	tal
2007	2006	2007	2006	2007	2006	2007	2006
			(Rupees	in '000) -			
4,570	3,870	2,659	3,010	5,605	3,561	12,834	10,441
381	322	221	251	462	297	1.064	870
301	322	221	231	402	237	1,004	070
195	168	320	416	1,246	597	1,761	1,181
156	156	715	923	2,101	1,322	2,972	2,401
3,319	2,464	962	1,281	1,759	1,024	6.040	4.769
8,621	6,980	4,877	5,881	11,173	6,801	24,671	19,662
1	1	2	3	8	4	11	8
	<u> </u>					- ''	

- **34.1** In addition to the above, the Chief Executive, Directors and Executives are provided with free use of the Company maintained cars and certain items of furniture and fixtures in accordance with their entitlement.
- **34.2** Directors' remuneration includes Rs.2.247 million (2006: Rs.1.926 million) being the remuneration of the Executive appointed as Alternate Director.
- **34.3** Aggregate amount charged in the financial statements for fee to four non-executive directors was Rs. 0.115 million (2006: three directors, Rs. 0.120 million).

35. TRANSACTIONS WITH RELATED PARTIES

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions. The related parties comprises of parent company Singer (Pakistan) B.V., Netherlands - ultimate parent company Retail Holdings N.V., Netherlands, related foreign group companies, local associated companies, directors of the company, companies where directors also hold directorships, key management personnel and employee retirement benefit funds. The aggregate value of transactions and outstanding balances as at 31 December 2007 with related parties other than those which have been disclosed else where are as follows:

		Transaction Value			payable / vable)
		2007 2006		2007	2006
			(Rupees	in '000)	
Royalty	35.1	16,438	13,297	34,841	32,520
Purchase of goods, materials and services	35.2	220,770	171,100	8,355	31,081
Dividend paid		-		517	517
Employee retirement benefits	35.3	1,854	3,164	(3,655)	(1,385)

- **35.1** The Company accrues royalty to Singer Asia Limited, Cayman Islands (a subsidiary of Retail Holdings N.V., Netherlands) based on sales of the Company in accordance with the royalty agreement.
- **35.2** Purchases of goods, materials and services are entered into on the basis of commercial terms and at market prices.
- **35.3** Contributions to the employee retirement benefits are made in accordance with the terms of employee retirement benefit schemes and actuarial advice.

36. PLANT CAPACITY AND ACTUAL PRODUCTION

	Capacity Actual I		Production	
		2007	2006	
	(Units)	((Units)	
Sewing machines	50,000	44,556	42,841	
Gas appliances	25,000	17,730	15,974	
Refrigerators / deep freezers	25,000	29,880	27,425	
Washing machines	15,000	10,980	9,591	
Colour televisions	20,000	21,456	17,388	

Capacity reflects units expected to be produced on the basis of normal production hours. The under utilisation of capacity is mainly attributed to market conditions.

37. NON-ADJUSTING EVENT AFTER BALANCE SHEET DATE

The Board of Directors in its meeting held on 4 March 2008 has proposed a bonus issue of 12.5% (2006: 15% bonus issue). This appropriation will be approved in forthcoming Annual General Meeting.

38. DATE OF AUTHORISATION

These financial statements were authorised for issue in the meeting of Board of Directors held on 4 March 2008.

39. GENERAL

- **39.1** The comparative figures have been arranged and reclassified wherever necessary for the purpose of comparison.
- **39.2** Figures have been rounded off to the nearest thousand rupees except stated otherwise.

Chief Financial Officer

Chief Operating Officer

Director

PATTERN OF SHAREHOLDING AS PER REQUIREMENT OF CODE OF CORPORATE GOVERNANCE AS AT 31 DECEMBER 2007

Description	No. of Shares
Associated Companies, Undertakings and Related Parties	
Singer (Pakistan) B.V. Holding Company	17,220,184
First Dawood Investment Bank Limited	22,009
Continental Furnishing Co., (Pvt.) Limited	174
Pakistan Agencies Limited	174
Industrial Engineers Limited	174
Chief Executive Officer	
Mr. Kamal Shah	45,071
Directors	
Mr. Rasheed Y. Chinoy	770,075
Mr. Jahangir Siddiqui	17,655
Mr. Stephen H. Goodman {Nominee of Singer (Pakistan) B. V.}	440
Mr. Gavin Walker {Nominee of Singer (Pakistan) B. V.}	134
Mr. Peter James O' Donnell (Nominee of Singer (Pakistan) B. V.)	16
Mr. U. R. Usmani	1,444
Mr. Badaruddin F. Vellani (Alternate of Mr. Gavin Walker) Mr. Fareed Khan (Alternate of Mr. Stephen H. Goodman)	1,259 100
Director's Spouse	
Mrs. Kamal Shah	58,480
Executives	2,302
Public Sector Companies and Corporations,	
Banks / Financial Institutions, Insurance	
Companies, Mutual Funds etc.	4,274,204
Shareholder Holding Ten Percent or More Voting Interest	
Singer (Pakistan) B. V. Holding Company	17,220,184
Jahangir Siddiqui & Co. Ltd.	4,204,400

Details of Purchase / Sale of Shares by Directors, CEO, COO, CFO & Company Secretary and their Spouses & Minor Children During 2007

Name	Shares Purchased	Shares Sold
	Fulcilaseu	30IU
Mr. Kamal Shah	17,141 *	-
Mr. U. R. Usmani	541 *	-
Mr. Rasheed Y. Chinoy	310,556 *	50,000
Mr. Jahangir Siddiqui	14,278 *	-
Mr. Badaruddin F. Vellani	472 *	-
Mr. Fareed Khan	100	-
Mrs. Kamal Shah	21,930 *	-

^{*} Subscribed against Right Shares of Singer Pakistan Limited

PATTERN OF HOLDING OF SHARES HELD BY THE SHAREHOLDERS OF SINGER PAKISTAN LIMITED AS AT 31 DECEMBER 2007

Number		Shareholding		Total Number
of Shareholders	From		То	of Shares Held
211	1	-	100	8,996
222	101	-	500	54,841
180	501	-	1000	137,381
132	1001	-	5000	253,734
10	5001	-	10000	75,029
6	10001	-	15000	73,547
3	15001	-	20000	52,048
1	20001	-	25000	21,592
1	25001	-	30000	28,753
1	40001	-	45000	43,812
1	50001	-	55000	52,400
1	55001	-	60000	58,480
1	80001	-	85000	81,838
1	115001	-	120000	115,859
1	130001	-	135000	134,916
1	160001	-	165000	162,148
1	190001	-	195000	190,700
1	265001	-	270000	266,634
1	400001	-	405000	403,492
1	415001	-	420000	418,742
1	845001	-	850000	847,790
1	4200001	-	4205000	4,204,400
1	16815001	-	16820000	16,816,692
780				24,503,824

CATEGORIES OF SHAREHOLDERS BY THE SHAREHOLDERS OF SINGER PAKISTAN LIMITED AS AT 31 DECEMBER 2007

S.No.	Categories of Share Holders	Number of Shareholders	Number of Shares Held	Percentage %
1	Associated Companies, Undertakings and Related Parties	7	17,242,715	70.37
2	Joint Stock Companies	15	4,273,805	17.44
3	Individuals	754	2,986,905	12.19
4	Banks, Development Finance Institutions, NBFC, Mutual Funds & Modarbas	4	399	-
	TOTAL	780	24,503,824	100.00

FORM OF PROXY

The Company Secretary	
Singer Pakistan Limited,	
Plot No. 39, Sector 19,	
Korangi Industrial Area, Korangi,	
KARACHI	
I/We	
being a member of Singer Pakistan Limited he	ereby appoint
	vote for me and on my behalf at the Forty Seventh Annual General
Meeting of the Company to be held on Monday	y 31 March 2008 and at any adjournment thereof.
As witness my / our hand this	day of 2008.
Witness No. 1	
Name :	
	Rs. 5/-
	Revenue Stamp
	Stallip
CNIC No. :	
	Signature of Member(s)
	signature of Member(s)
Witness No. 2	
Name :	(Name in Block letters)
Address :	(Name in block letters)
	Folio No.
CNIC No. :	Participant ID No
	Account No. in CDC

Important:

- 1. CDC Account Holders are requested to strictly follow the guidelines mentioned in the Notice of Meeting.
- 2. A Member entitled to attend a General Meeting is entitled to appoint a proxy to attend and vote instead of him/her.
- 3. Members are requested:
 - (a) To affix Revenue Stamp of Rs. 5/- at the place indicated above.
 - (b) to sign across the Revenue Stamp in the same style of signature as is registered with the Company.
 - (c) To write down their Folio Numbers.
- 4. This form of proxy, duly completed and signed across a Rs. 5/- revenue stamp, must be deposited at the Company's Registered Office not less than 48 hours before the time for holding the meeting.



Fold : Here

Fold : Here Fold : Here

Singer Factory



A view of Singer Factory located in Korangi Industrial Area, Karachi.

SINGER PAKISTAN LIMITED 608, (6th FLOOR), BEAUMONT PLAZA, BEAUMONT ROAD, NEAR PIDC HOUSE, KARACHI-75530, PAKISTAN.

www.singorpakistan.com.pk



