Atlas Battery Limited

Annual Report 1998

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Company Information

Chairman

Yusuf H. Shirazi

Directors

Aitzaz Shahbaz M. Iwai M. Habib-ur-Rahman Shahid Anwar Iftikhar H. Shirazi Vazeer Ali

Chief Executive

Vazeer Ali

Secretary

M. Atta Karim

General Manager (Tech)

M. Khalid Jilani

Chairman Group Personnel Committee

Yusuf H. Shirazi

Chairman Group Audit Committee

Sanaullah Qureshi

Auditors

Hameed Chaudhri & Co. (Chartered Accountants)

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Bankers

National Bank of Pakistan
Muslim Commercial Bank Limited
Credit Agricole Indosuez
Bank of Tokyo-Mitsubishi Limited

Registered Office (Factory)

D/181, Central Avenue, S.I.T.E., Karachi.

GROUP EXECUTIVE COMMITTEE

Chairman

Yusuf H. Shirazi

Members

Jawaid Iqbal Ahmed Frahim Ali Khan Iftikhar H. Shirazi Aamir H. Shirazi Saquib H. Shirazi

Secretary

Amjad Hussain

Notice of Meeting

Notice is hereby given that the Annual General Meeting of the Shareholders of the Company will be held at 2.00 p.m. on Thursday, December 17, 1998 at D-181, Central Avenue, SITE, Karachi, to transact the following business:

ORDINARY BUSINESS

- 1. To confirm Minutes of the Last Annual General Meeting held on December 17, 1997.
- 2. To consider and adopt the audited accounts of the company for the year ended June 30, 1998 together with the Directors' and Auditors' Report thereon.
- 3. To consider and approve the recommendation of Directors for payment of dividend at the rate of 300/o (Rs. 3/- per share)for the year ended June 30, 1 998.
- 4. To appoint Auditors for the year 1998-99 and fro their remuneration.
- 5. To transact any other business with the permission of the Chair.

SPECIAL BUSINESS

6. To approve the remuneration of the Chief Executive and the working Director. A statement under section 160 of the Companies Ordinance, 1984 pertaining to the Special Business referred to above is annexed to this Notice of Meeting.

> By Order of the Board Company Secretary

Karachi: November 06, 1998

Notes:

- i. The Share Transfer Books of the Company will remain closed from December 07, 1998 to December 17, 1998(both days inclusive). Transfers received in order at the registered office of the company by December 05, 1 998 will be in time for the purpose of entitlement for payment of the dividend to the transferee.
- ii. A member entitled to attend and vote at the General Meeting is entitled to appoint another member as a proxy to attend and vote on his/her behalf. Proxies in order to be effective must be received at the Registered Office of the Company not less than 48 hours before the time appointed for meeting.
- iii. The members are requested to please communicate to the company any change in their mailing address immediately.

STATEMENT UNDER SECTION 160 OF THE COMPANIES ORDINANCE 1984 REGARDING SPECIAL BUSINESS AS GIVEN IN THE NOTICE OF MEETING:

This statement is annexed to the notice of the 32nd Annual General Meeting of the shareholders of Atlas Battery Limited to be held on December 17,] 998 and sets out the material facts concerning the following Special Business to be transacted at the meeting for approval of s]shareholders.

REMUNERATION OF CHIEF EXECUTIVE AND THE WORKING DIRECTOR

A total amount of Rs. 6.0 million will be proposed as the aggregate remuneration of the Chief Executive and the Working Director of the Company, in the form of following resolution:

"RESOLVED that the Company hereby authorises the holding of offices of profit and payment as remuneration to Mr. Vazeer All, Chief Executive and Mr. Iftikhar H. Shirazi, Working Director, not exceeding in the aggregate Rs. 6.0 million per annum for the year ending June 30, 1999 together with other benefits as per Company policy"

The Chief Executive and the Working Director are interested in the remuneration payable to them.

Five Years at a Glance

(Rs. in million)

~i

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| | 1994 | 1995 6 Months | 1995-96 | 1996-97 | 1997-98 |
|------------------------------------|--------|------------------|---------|---------|---------|
| STATISTICS | | | | | |
| Sales | 260.41 | 121.97 | 339.58 | 366.10 | 438.63 |
| Gross Profit | 66.84 | 29.31 | 76.79 | 73.89 | 9,295 |
| Profit before tax | 23.89 | 8.57 | 27.22 | 18.18 | 31.46 |
| Profit after tax | 15.84 | 5.22 | 18.33 | 10.64 | 21.09 |
| Paid up share capital | 23.00 | 23.00 | 23.00 | 23.00 | 24.73 |
| Reserves and unappropriated profit | 18.38 | 20.15 | 32.73 | 40.50 | 52.45 |
| Shareholders' equity | 41.38 | 43.15 | 55.73 | 63.50 | 77.17 |
| Long term debt | 14.33 | 14.05 | 12.58 | 10.90 | 10.94 |

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|---|----------|--------|--------|--------|--------|
| Fixed assets - Net | 43.19 | 45.44 | 49.93 | 56.12 | 65.33 |
| Total assets | 134.07 | 162.79 | 198.29 | 199.52 | 213.92 |
| DIMIDING (%) | | | | | |
| DIVIDEND (%) | | | | | |
| Cash | 20.00 | 15.00 | 25.00 | 12.50 | 30.00 |
| Stock | - | - | _ | 7.50 | - |
| RATIOS | | | | | |
| Gross Profit to Sales (%) | 25.67 | 24.03 | 22.61 | 20.18 | 21.19 |
| N.P. before tax to Sales (%) | 9.17 | 7.03 | 8.01 | 4.97 | 7.17 |
| Return on equity before tax (%) | 57.73 | 19.88 | 48.84 | 28.63 | 40.76 |
| Return on equity after tax (%) | 38.28 | 12.10 | 32.89 | 16.76 | 27.33 |
| Earning per share before tax (Rs,) | 10.38 | 3.73 | 11.83 | 7.90 | 12.72 |
| Earning per share after tax (Rs.) | 6.89 | 2.27 | 7.97 | 4.63 | 8.53 |
| Breakup value per share (Rs.) | 1 7.99 | 18.76 | 24.23 | 27.61 | 31.21 |
| Current ratio | 1.27:1 | 1.24:1 | 1.17:1 | 1.17:1 | 1.21:1 |
| | | | | | |

Chairman's Review

It gives me great pleasure to present to you the 32nd Annual Report and review of the performance of your company for the year ended June 30, 1998. It is a matter of satisfaction that your company has performed better than last year.

THE ECONOMY

The year under review was full of challenges on both the domestic and international fronts. On the domestic front, the country faced constitutional issues of extraordinary nature which affected the flow of normal economic activity. On the international front, foreign investments was affected -partly due to the internal situation and mainly due to the economic crises affecting Latin American, Russian and the South East Asian countries' economies resulting into the shying away of investment from the international capital markets.

On the other hand, Pakistan's economic performance over the last few years has been marked by a deceleration in economic activity, deterioration in budgetary and current account deficits and inflation. In order to reinvigorate economic growth the Government took some measures. It introduced economic reforms based on both

supply and demand side economics. To improve revenue collection, general sales tax regime was relaunched at the retail level which partially increased the 'Tax Net'. The effect of these policy measures will however take some time to yield the desired results.

Towards the year end, Pakistan opted for nuclear detonation on 28th May 1998 following India's nuclear tests on 11th May, 1998. It led to economic sanctions by the developed countries. The international loan giving agencies put their shutters down. Consequently, foreign currency accounts were frozen, rupee was devalued by 4.4%, making it 14.1% for the full fiscal year and a two-tier foreign exchange regime was introduced.

Despite the worsening situation, the economic indicators for the year were quite satisfactory. The GDP grew by 5.4% as against 1.3% last year, agricultural sector grew by 5.9% and the manufacturing sector by 7.0%. The large-scale manufacturing sector registered a growth of 6.2%. The transport and communication sector recorded a growth of 8.8%. Fixed investment increased by 6.5% and national savings increased to 15.0% of GNP from the 11.3% of last year.

ATLAS GROUP PERFORMANCE

The Atlas Group of which your company is a constituent member, jealously guards its brand equity which represents good management practices, ethical standards and quality of goods and services provided to its customers. The Group enjoys an excellent image in government, business and social circles, both nationally and internationally.

The Atlas Group is diversified and has operations in engineering, financial services, trading, office equipments and information technology. It consists of seven public limited companies quoted on the stock exchanges in Pakistan and eight private limited companies. Atlas shareholders' equity has grown to about Rs. 2.5 billion over the years; assets have

increased to over Rs. 8.0 billion, and sales revenue crossed the Rs. 8.0 billion mark. The Group paid taxes of Rs. 2.2 billion being 27.5% of the total turnover of the Group. More than 50% of employees numbering 2,700 pay taxes on their income and wealth.

The total paid up capital of the seven listed companies stood at Rs. 944.0 million and free reserves and surplus at Rs. 1.1 billion. The total equity of listed companies stood at Rs. 2.1 billion as at June 30, 1998. The net worth value of a Rs. 10 share works out at Rs. 21.8. Out of these seven companies, two companies have been rated 'A+' and three 'A' by the credit rating and other evaluating agencies.

The seven listed companies, set up at different times - the earliest in 1963 with a paid up capital of Rs. 2.0 million and the latest in 1993 with a paid up capital of Rs. 400.0 million - have paid cash dividend of Rs. 287.0 million and bonus of Rs. 208.0 million (market value Rs. 435.0 million).

Your Company was set up in 1968 with a paid up capital of Rs. 3.0 million which has now grown to Rs. 24.7 million. The total equity at Rs. 77.2 million include reserves and un-appropriated profit of Rs. 52.4 million. During this period the Company issued bonus shares of Rs. 11.7 million (market value Rs. 43.4 million at Rs. 37.0 per share) and paid cash dividend of Rs, 33.7 million.

HUMAN RESOURCES

Reliance on human resource has been the hallmark of the Atlas Group since its inception. Investment on human resource development is considered a prudent investment for all times to come. Education, training and grooming of employees for higher positions is a normal feature with the Group.

To cope up with the growing needs of the Group, a permanent cell has been established at the Corporate Office for human resource development. A full time

Director assists the Group Personnel
Committee which is headed by the Group
President and Chairman. The Committee
actively works for improving staff service
rules, staff compensation, and career
planning to make them more competitive
and attractive for the employees.
Compensation based on Job evaluation
and performance appraisal is now all the
more a determining factor for the
performance bonus and the employees
motivation.

BATTERY INDUSTRY

In order to face the fierce and unhealthy competition from the unorganized sector arising mainly out of smuggling, underinvoicing and replating, the organized sector reduced selling prices. Further, the Government in its economic package also reduced sales tax to 12.5% from 18.0%. Thus the reduction in selling prices and tax burden and the depleting value of rupee, rendered smuggling less attractive and gave boost to the organized market. As a result the demand in the organized sector increased by 12.0% as compared to 6.0% decline in the previous year.

COMPANY OPERATIONS

Your company posted record sales of Rs. 438.6 million for the year under review against Rs. 366.1 million of the preceding year - an increase of 19,8%. The volume grew by 23.0% compared to an industry growth of 12.0%. Quality of batteries continued to improve contributing to greater market acceptability and consequently improvement in market share.

Gross profit ratio improved to 21.2% as against 20.2% of the last year despite reduction in the selling price of the batteries. The management emphasized on internal cost controls like cost reduction through material sourcing, better product mix, improvement in quality resulting in lower wastage and claims and also volume increases. Lower prices of major imported raw materials helped to lower the

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manufacturing cost and offset the effect of continuous devaluation of the Pak Rupee, Rise in fuel and electricity charges resulted in a general inflationary cost push. Administration, selling and distribution expenses for the year were Rs. 52.4 million compared to Rs. 44.2 million in the preceding year. The expenses as a ratio to sales were contained at 11.9% as against 12.1% in the corresponding year. The financial expenses for the year stood at Rs. 8,6 million against Rs. 12.0 million in the previous year, showing a reduction of 28.6%, This was achieved through prudent cash and inventory management. Thus the net profit before tax for the year improved to Rs. 31.5 million against Rs. 18.2 million of the last year up by 73.1%!

All financial ratios for the year improved as compared to the previous year. The total liabilities to equity ratio improved to 64:36 from 68:32 in the previous year and sales to total assets ratio improved to 2.1 times from 1,8 of the last year. Your company achieved an ROE of 27.3% and EPS of Rs, 8.5 after tax against ROE of16.8% and EPS of Rs. 4.6 in the previous year.

EXPORT

It is a matter of great satisfaction that Japan Storage Battery Company Ltd., the joint venture partners, have recognized our quality as of international standard and are willing to assist us in exporting our batteries. I am pleased to say that your company has made its debut in the export market by exporting automotive and motorcycle batteries to Kuwait and Sri Lanka.

EXPANSION

The management of your company has reviewed the manufacturing facilities and decided to increase capacity by balancing, modernization and replacement of equipment to cater for the growing market demand, and improvement in efficiency, productivity and quality. The company has obtained a medium term loan and have placed orders for the machinery. This will

help expand capacity to meet the demand.

FUTURE OUTLOOK

I foresee challenging times ahead. Low economic activity, rising cost, inflation, and constant rupee devaluation will require the management and staff to rise to the occasion. I am confident that your management and staff will keep up the Atlas tradition of coming forward admirably successful from these occasions. We rely on the 3S's, i.e. smart, speedy and stable company, and the 3E's, i.e. economy, efficiency and effectiveness to meet the challenges of the future. Our hallmark continues to be our reliance on human resource development through education and training. I thus hope that the next year's performance will be quite satisfactory.

(Great are those who do things, impossible)

ACKNOWLEDGEMENT

I take this opportunity to thank the members of the Board of Directors, our Japanese partners, banks and financial institutions, for their guidance, help and support in managing the affairs of the company.

I also thank the CEO, his team and all the staff members and employees of the company for their dedicated efforts and valuable contribution. I especially thank the CBA for its positive role and contribution.

YUSUF H. SHIRAZI

Directors' Report

The Directors have pleasure in presenting 32nd Annual Report together with the Audited Accounts and Auditors Report thereon for the year ended June 30, 1998.

| Financial results are as follows: | Rs. in 000 | | |
|-----------------------------------|------------|--------|--|
| | 1998 | 1997 | |
| Profit before taxation | 31,458 | 18,181 | |
| Provision for taxation | | | |
| Current | 10,236 | 13,258 | |

| Prior Year Deferred | 133 | 1,280 |
|--|---------------|---------------|
| | 10,369 | 7,538 |
| Profit after tax Unappropriated profit brought forward | 21,089 777 | 10,643 734 |
| | 21,866 | 11,377 |
| Appropriations: | | |
| Cash Dividend | 7,417 | 2,875 |
| Reserve for issue of Bonus Shares | _ | 1,725 |
| General Reserve | 14,000 | 6,000 |
| | 21,417 | 10,600 |
| Unappropriated profit carried to Balance Sheet | 449 | 777 |
| | ======= | ======== |

DIVIDEND

The Directors are pleased to recommend a cash dividend of 30% (Rs. 3/- per share) on the paid up capital of Rs. 24,725,000/- as on June 30,1998.

CHAIRMAN'S REVIEW

The Directors endorse the contents of the Chairman's Review, included in this report highlighting the activities of the company for the year under review.

PATTERN OF SHAREHOLDING

The pattern of shareholding as at June 30, 1998 is annexed to this report.

AUDITORS

The present auditors, Messrs. Hameed Chaudhri & Co., Chartered Accountants retired and being eligible offer themselves for reappointment.

| AITZAZ SHAHBAZ | VAZEER AL1 | YUSUF H. SHIRAZI |
|----------------|-----------------|------------------|
| Director | Chief Executive | Chairman |

Karachi: November 06, 1998

Auditors' Report to the Members

We have audited the annexed balance sheet of ATLAS BATTERY LIMITED as at June 30,1998 and the related profit and loss account and the cash flow statement, 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 and, after due verification thereof, we report that:

(a) In our opinion, proper books of account have been kept by the company

as required by the Companies Ordinance, 1984.

- (b) In our opinion:-
- (i) the balance sheet and profit and loss account together with the notes 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 purpose of Company's business; and
- iii) the business conducted, investments made and 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 and the cash flow statement, together with the notes forming part thereof, give the information required by the Companies Ordinance, 1984 in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at June 30, 1998 and of the profit and the cash flows for the year then ended; and
- (d) in our opinion, Zakat deductible at source under the Zakat and Ushr Ordinance 1980, was deducted by the company and deposited in the Central Zakat Fund under Section 7 of that Ordinance.

HAMEED CHAUDHRI & COMPANY

Karachi: November 06, 1998 Chartered Accountants

Balance Sheet As at June 30, 1998

| SHARE CAPITAL | NOTE | 1998 | 1997 |
|-------------------------------------|------|------------|------------|
| | | Rupees | Rupees |
| Authorized Goribal | | | |
| Authorised Capital | | | |
| 3,000,000 ordinary shares | | | |
| of Rs. 10/- each | | 30,000,000 | 30,000,000 |
| | | ======== | ======== |
| Issued, subscribed & paidup capital | 3.1 | 24,725,000 | 23,000,000 |
| RESERVES & UNAPPROPRIATED PROFIT | | | |
| General reserve | 3.2 | 52,000,000 | 38,000,000 |
| Reserve for issue of Bonus Shares | | _ | 1,725,000 |
| Unappropriated profit | | 449,042 | 777,080 |
| | | | 40 E02 080 |
| Reserve for issue of Bonus Shares | 3.2 | 449,042 | 1,725,000 |

| | | 77 174 040 | 62 500 000 |
|---|----|-------------|-------------|
| | | | 63,502,080 |
| REDEEMABLE CAPITAL | 4 | | 3,353,716 |
| LONG TERM LOANS | 5 | | 1,292,426 |
| OBLIGATION UNDER FINANCE LEASE | б | 8,785,513 | 6,254,220 |
| DEFERRED LIABILITIES | | | |
| Provision for gratuity | | 1,474,911 | 1,298,879 |
| Deferred taxation | | | 6,067,000 |
| | | | 7,365,879 |
| CURRENT LIABILITIES | | | |
| Short term financing | 7 | 30,988,935 | 47,403,627 |
| Current maturity of long term liabilities | 8 | 7,151,883 | 4,927,065 |
| Creditors, provisions, accrued charges & | | | |
| other liabilities | 9 | 60,853,860 | 55,114,391 |
| Provision for taxation | | 11,722,975 | 7,436,117 |
| Proposed Dividend | | 7,417,500 | 2,875,000 |
| | | | |
| | | 118,135,153 | 117,756,200 |
| CONTINGENT LIABILITIES/ | | | |
| COMMITMENTS | 10 | - | - |
| | | | |
| | | 213,923,591 | 199,524,521 |
| | | ======= | ======= |
| FIXED CAPITAL EXPENDITURE | | | |
| Operating fixed assets | 11 | 62,895,464 | 53,436.55 |
| Capital work in progress | 12 | 2,434,963 | 2,678,477 |
| | | | |
| | | 65,330,427 | 56,115,022 |
| LONG TERM INVESTMENT | 13 | 4,821,850 | 4,821,850 |
| LONG TERM DEPOSITS | 14 | 874,655 | 874,655 |
| CURRENT ASSETS | | | |
| Stores | 15 | 5,865,883 | 6,029,721 |
| Stocks | 16 | 71,436,253 | |
| Trade debtors | 17 | 24,160,820 | |
| Advances, Deposits & Prepayments | 18 | 21,141,469 | 15,522,243 |
| Trade & other deposits | 19 | 6,765,646 | |
| Cash & bank balances | 20 | 13,526,588 | 13,351,975 |
| | | | 137,712,994 |
| | | 213,923,591 | 199,524,521 |
| | | ======== | ======= |

The annexed notes form an integral part of these accounts.

| AITZAZ SHAHBAZ | VAZEER ALI | YUSUF H. SHIRAZI |
|----------------|-----------------|------------------|
| Director | Chief Executive | Chairman |

Profit & Loss Account FOR THE YEAR ENDED JUNE 30, 1998

| TOR THE THAN ENDED COME SO, 1990 | | | |
|-------------------------------------|------|----------------|-------------|
| | NOTE | 1998 Rupees | 1997 |
| SALES | 21 | | 366,098,187 |
| LESS: COST OF SALES | 22 | 345,683,488 | 292,211,693 |
| GROSS PROFIT | | | 73,886,494 |
| OPERATING EXPENSES | | | |
| Administrative | 23 | 11,183,108 | 9,743,635 |
| Selling and distribution | 24 | 41,212,084 | |
| | | 52,395,192 | 44,193,288 |
| OPERATING PROFIT | | 40,554,737 | 29,693.21 |
| MISCELLANEOUS INCOME | 25 | 1,775,507 | 1,811,864 |
| | | | 31,505,070 |
| LESS: OTHER CHARGES | | | |
| Financial expenses | 26 | 8,553,790 | 11,984,735 |
| Workers' profit participation fund | | 1,688,823 | 976,016 |
| Workers' welfare fund | | 629,169 | |
| | | 10,871,782 | 13,324,365 |
| PROFIT FOR THE YEAR BEFORE TAXATION | | | 18,180,705 |
| PROVISION FOR TAXATION | | | |
| Current | | 10,236,000 | 6,258,000 |
| Prior years | | - | 1,280,051 |
| Deferred | | 133,000 | |
| | | 10,369,000 | 7,538,051 |
| PROFIT FOR THE YEAR AFTER TAXATION | | | 10,642,654 |
| UNAPPROPRIATED PROFIT | | | |
| BROUGHT FORWARD | | 777,080 | 734,426 |
| | | | 11,377,080 |
| APPROPRIATIONS: | | | |
| Transfer to General reserve | | 14,000,000 | 6,000,000 |

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|-----------------|-----------------|----------------|-------------|-----------|----------|---------|
| | | | | | | |

| | ======== | ======= |
|---|------------|------------|
| UNAPPROPRIATED PROFIT RETAINED | 449,042 | 777,080 |
| | | |
| | 21,417,500 | 10,600,000 |
| | | |
| Proposed dividend @ 30.0% (1997 12.5%) | 7,417,500 | 2,875,000 |
| Transfer to Reserve for issue of Bonus Shares | - | 1,725,000 |
| | | |

The annexed notes form an integral part of these accounts.

| AITZAZ SHAHBAZ | VAZEER AL1 | YUSUF H. SHIRAZI |
|----------------|-----------------|------------------|
| Director | Chief Executive | Chairman |

Cash Flow Statement FOR THE YEAR ENDED JUNE 30. 1998

| FOR THE YEAR ENDED JUNE 30, 1998 | | | |
|--|------|--------------|--------------|
| | NOTE | 1998 | 1997 |
| | | Rupees | Rupees |
| Net cash inflow from | | | |
| operating activities | 1 | 49,928,789 | 33,066,909 |
| Return on investments and servicing of finance | | | |
| Markup/interest paid | | (6,300,795) | (9,291,614) |
| Finance charges on leased assets | | (1,966,621) | (1,698,745) |
| Dividend received | | 368,775 | 335,250 |
| Dividend paid | | | (5,714,733) |
| Net cash outflow | | (10,712,301) | (16,369,842) |
| Taxation | | | |
| Taxes paid (including tax deducted at source) | | (7,074,336) | (10,388,635) |
| Investing activities | | | |
| Purchase of fixed assets | | (14,244,810) | (12,205,920) |
| Sale of fixed assets | | 5,841,440 | 4,182,690 |
| Investments | | - | (1,000,000) |
| Long term deposits | | | (463,775) |
| | | (8,403,370) | (9,487,005) |
| Net cash flow before financing activities | | | (3,178,573) |
| Financing activities | | | |
| (Decrease)/Increase in short term borrowing | | (16,414,692) | 4,768,926 |
| Repayment of redeemable capital/loans | | (2,207,045) | (2,672,869) |
| Repayment of obligation under finance lease | | (4,084,644) | (2,985,135) |
| Deposits paid on assets acquired on lease | | | (463,536) |
| Net cash flow from financing activities | | (23,564,169) | |

174,613 (4,531,187)

1. Reconciliation of operating profit to net cash flow from operating activities

| | 1998 | 1997 |
|--|--------------|-------------|
| | Rupees | Rupees |
| Net profit before taxation | 31,458,462 | 18,180,705 |
| Depreciation | 8,638,464 | 7,154,449 |
| Mark up/interest expenses | 5,628,262 | 9,208,611 |
| Profit on sale of fixed assets | (872,619) | (589,717) |
| Provision for gratuity | 203,064 | 234,096 |
| Finance charges on leased assets | 1,966,621 | 1,698,745 |
| Dividend Income | (368,775) | (335,250) |
| | | |
| Operating profit before working capital changes | 46,653,479 | 35,551,639 |
| (Increase)/Decrease in trade. other receivables | | |
| and deposits | (11,081,691) | 585,129 |
| Decrease in stores & stocks | 8,033,371 | 1,641,274 |
| <pre>Increase/(Decrease) in creditors, provisions, accrued</pre> | | |
| charges & other liabilities | 6,350,662 | (4,708,322) |
| Gratuity paid | (27,032) | (2,811) |
| | 49 928 789 | 33,066,909 |
| | ======== | |

2. Analysis of changes in cash & cash equivalents during the year

| Balance as at June 30, | 1997 | 13,351,975 | 17,883,162 |
|------------------------|------|------------|-------------|
| Net cash inflow | | 174,613 | (4,531,187) |
| | | | |
| Balance as at June 30. | 1998 | 13,526,588 | 13,351,975 |
| | | ======= | ======= |

3. Non cash transactions

| Assets acquired under finance leases | 8,577,880 | 4,635,356 |
|--------------------------------------|-----------|-----------|
| | ======== | ======== |

| AITZAZ SHAHBAZ | VAZEER ALI | YUSUF H. SHIRAZI |
|----------------|-----------------|------------------|
| Director | Chief Executive | Chairman |

Notes to the Accounts FOR THE YEAR ENDED JUNE 30, 1998

1. THE COMPANY AND ITS OPERATIONS

The company was incorporated as a public limited company on October 19, 1966 and its shares are quoted on Stock Exchanges in Pakistan. The company is engaged in manufacture

and sale of automotive and motorcycle batteries.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Accounting Convention

These accounts have been prepared under the historical cost convention.

2.2 Staff retirement benefits

The company operates unfunded gratuity scheme for its workers. Provision has been made at the rate of eight days wages for each completed year of service. The company also operates approved contributory provident fund for all employees.

2.3 Taxation

Provision for taxation is based on the taxable income if any, at the current rate of taxation after taking into account tax credits available, if any, or one half percent of turn over, whichever is higher.

The company accounts for deferred tax on all material timing differences using the liability method. However, deferred tax is not provided if it can be established with reasonable probability that the timing differences will not reverse in the foreseeable future.

2.4 Fixed assets and depreciation

Fixed assets other than leasehold land are stated at cost less depreciation. Leasehold land and capital work in progress are stated at cost. Cost in relation to plant and machinery signifies historical cost and exchange differences in respect of foreign currency loans utilised for acquisition thereof.

Fixed assets (including leased assets) other than leasehold land are depreciated on a reducing balance basis, without considering extra shift workings, at the annual rates of 10% to 20% of written down values depending upon the class of assets. The exchange difference relating to plant and machinery at the end of each year is amortised at the normal rates of depreciation.

Normal repairs and maintenance are charged to income as and when incurred. Major repairs and renewals are capitalised. Gain or loss on disposal of fixed assets is included in the profit and loss account.

2.5 Accounting for leased assets

The company accounts for assets acquired under finance lease by recording the assets and related liability. Finance charge is allocated in a manner so as to produce a constant periodic rate of charge on the outstanding liability.

2.6 Investments

Long term investments are stated at cost less provision for permanent diminution in the value, if any.

2.7 Stores, spares and loose tools

These are valued at average cost.

2.8 Stocks

Stocks are valued at lower of cost or net realisable value. Cost in relation to work in

process and finished goods represents direct cost of materials, wages and appropriate manufacturing overheads. In case of finished goods at regional and zonal offices cost also includes related excise duty. Items in transit are stated at cost accumulated to balance sheet date.

2.9 Foreign currency translation

Liabilities in foreign currencies are translated into rupees at the exchange rates prevailing at the balance sheet date. Exchange gains or losses on translation of foreign currency loans utilised for the acquisition of plant and machinery are included in the cost of plant and machinery. All other exchange differences are included in the income.

2.10 Revenue recognition

Sales are recorded on despatch of goods to the customers.

2.11 Presentation

Figures in these accounts have been rounded off to the nearest rupee corresponding figures of the previous year have been rearranged, wherever necessary, for the purpose of comparison.

| 3. SHARE CAPITAL & GENERAL RESERVE. | 1997 Rupees | 1997 Rupees |
|--|----------------|----------------|
| 3.1 Issued, Subscribed & Paid Up Capital | | |
| Ordinary shares of Rs. 10 each | | |
| 1,300,000Fully paid up in cash 1,172,500(1997-1,000,000)Issued | 13,000,000 | 13,000,000 |
| as fully paid Bonus Shares | | 10,000,000 |
| 2,472,500 | 24,725,000 | 23,000,000 |
| ======== | ======= | ======= |
| 3.2 General Reserve | | |
| Balance as at June 30, 1997 | 38,000,000 | 32,000,000 |
| Transferred from Profit & Loss account | 14,000,000 | 6,000,000 |
| Balance as at June 30, 1998 | | 38,000,000 |
| | ======= | ======= |
| 4. REDEEMABLE CAPITAL | | |
| 4.1 Term Finance Certificates (TFCs) | | |
| Balance as at June 30, 1997 | 5,239,714 | 6,892,911 |
| Less redeemed during the year | 1,885,998 | 1,653,197 |

3,353,716 5,239,714

2,158,302 1,885,998

1,195,414 3,353,716

twelve months

Less redeemable within the following

- (a) The company has issued Term Finance Certificates (TFCs) to National Investment Trust Limited (NIT) amounting to Rs. 10 million with a corresponding rescheduled repurchase pride of Rs. 20.5 million. While calculating the rescheduled repurchase price mark up at the rate of 15% per annum has been charged.
- (b) The repurchase price is now redeemable in sixteen half yearly installments commencing form June 30, 1992
- (c) TFCs are secured by a trust deed creating a registered mortgage on all present and future movable and immovable properties of the company and a floating charge on other assets of the company ranking pari passu with charges created in favour of other creditors.

5. LONG TERM LOANS

5.1 NDFC - LMM Loan

| Balance as at June 30, 1997 | 1,449,807 | 1,746,672 |
|--|-----------|-----------|
| Less repaid during the year | 321,047 | 296,865 |
| | | |
| | 1,128,760 | 1,449,807 |
| Less installments due within the following | | |
| twelve months | 170,202 | 157,381 |
| | | |
| | 958,558 | 1,292,426 |
| | ======== | ======== |

- (a) The finance has been obtained from National Development Finance Corporation (NDFC) for purchase of locally manufactured machinery. Under the arrangements NDFC purchased machinery at a price of Rs. 2,275,000 and simultaneously sold the machinery to the company at a marked up price of Rs. 5,774,496 subject to rebate in the marked up price of Rs. 2,467,822 if the installments are paid on due dates.
- (b) The marked up price is repayable in fourteen semi annual installments commencing from January 1, 1995 and ending on July 1, 2001.
- (c) The loan is secured by:-
- (i) Equitable mortgage of company's present and future immovable properties and assets. The security created shall rank pari passu in all respects with the existing senior creditors.
- (ii) A floating charge on the business, undertaking and other properties of the company.
- (iii) Hypothecation of all plant, equipment, motor vehicles and movable properties.
- (iv) Hypothecation of all benefits of the company's contracts with the suppliers

(v) Exclusive hypothecation of machinery purchased under the contract.

| 6. OBLIGATION UNDER FINANCE LEASE | 1998 Rupees | 1997 Rupees |
|---|----------------|----------------|
| | | |
| Balance as at June 30, 1997 | 9,137,906 | 7,817,479 |
| Assets acquired during the year | 8,577,880 | 4,635,356 |
| | | |
| | 17,715,786 | 12,452,835 |
| Repaid during the year | 4,106,894 | 3,314,929 |
| | | |
| | 13,608,892 | 9,137,906 |
| Less payable within the following 12 months | 4,823,379 | 2,883,686 |
| | | |
| | 8,785,513 | 6,254,220 |
| | ======= | ======= |

- (a) The company has entered into lease agreements with Orix Leasing Pakistan Limited and Atlas Lease Limited(associated under taking) for motor vehicles, moulds and plant & machinery.
- (b) The lease rentals which include finance charges at the rate of 16% to 22% per annum and are payable in equal quarterly/monthly installments.
- (c) The future minimum lease payments to which the company is committed under the agreements are due as follows:-

| Payable 1998 - 1999 | 6,931,950 | 4,366,370 |
|--|------------|------------|
| Payable 1999 - 2002 | 10,766,808 | 7,486,516 |
| | | 11,852,886 |
| Less finance charges allocated | | |
| to future periods. | 4,089,866 | 2,714,980 |
| | 13,608,892 | 9,137,906 |
| | ======= | ======= |
| Classified as under: | | |
| Long term obligation under finance lease | 8,785,513 | 6,254,220 |
| Current obligation under finance lease | 4,823,379 | 2,883,686 |
| | 13,608,892 | 9,137,906 |
| | ======= | ======= |
| 7. SHORT TERM FINANCING | | |
| Running/term finances from banks | 30,988,935 | 47,403,627 |

7.1 The company has credit facilities upto an aggregate Rs. 65.0 million (1997 Rs. 63.5

million) which are secured against pledge/hypothecation of stocks and charge on receivables. The rate of mark-up is 44 paisas to 49 paisas per thousand per day (1997-49 paisas to 51 paisas).

8. CURRENT MATURITY OF LONG TERM LIABILITIES

| | ======== | ======== |
|--------------------------------|---------------|-----------|
| | 7 151 883 | 4,927,065 |
| Obligation under finance lease | 4,823,379 | 2,883,686 |
| NDFC | 170,202 | 157,381 |
| Redeemable capital | 2,158,302 | 1,885,998 |

9. CREDITORS, PROVISIONS, ACCRUED CHARGES

& OTHER LIABILITIES

| Trade creditors | | 8,861,781 | 3,384,061 |
|------------------------------------|------------|------------|------------|
| Accrued expenses | (note 9.1) | 26,009,968 | 29,265,328 |
| Customers' Credit Balances | | 857,688 | 976,304 |
| Interest/markup on redeemable | | 1,576,580 | 2,249,113 |
| Capital & loans | | | |
| Workers' Welfare fund | | 680,425 | 404,884 |
| Sales tax payable | (note 9.2) | 13,484,100 | 11,454,911 |
| Other liabilities | | 7,074,892 | 5,755,874 |
| Workers' profit participation fund | (note 9.3) | 1,829,572 | 1,205,885 |
| Tax deductions | | 499 | 1,016 |
| Unclaimed dividend | (note 9.4) | 478,355 | 417,015 |
| | | | |
| | | 60,853,860 | 55,114,391 |
| | | ======== | ======= |

- $9.1~{\rm Accrued}$ expenses include Rs. nil (1997 Rs. 1,097,706) payable to associated undertakings.
- 9.2 Includes penalty of Rs. 100,000 (1997 Rs. 100,000). An appeal has been filed with Collector of Customs, Central Excise and Sales Tax which is pending.

| | 1998 Rupees | 1997 Rupees |
|---|----------------------|------------------------|
| 9.3 Workers' Profit participation fund | | |
| Balance as at June 30, 1997 Add: Interest credited | | 1,561,427 |
| Less: Payments during the year | | 1,791,296 1,561,427 |
| Contributions for the year | 140,749 1,688,823 | 229,869 976,016 |
| Balance as at June 30, 1998 | 1,829,572 | 1,205,885 |

The company retains the allocation to the fund for its business operations till its payment to the fund.

9.4 Unclaimed Dividends

| Unclaimed Dividends Unclaimed Bonus Fractions | | 399,559 17,456 |
|--|------------|-------------------|
| | 478,355 | 417,015 |
| 10. CONTINGENT LIABILITIES/COMMITMENTS | | |
| Confirmed letters of credit | 29,760,582 | 11,563,460 |
| Guarantees issued by bank on behalf of the company | 2,513,659 | 1,864,207 |
| Indemnity Bonds issued by insurance company | 13,940,000 | 9,795,000 |
| Excise duty & sales tax on lead oxide demands raised by Central Excise & Land Customs not acknowledged | 18,175,000 | 18,175,000 |

11. STATEMENT OF OPERATING FIXED ASSETS

| Particulars | Cost as at June 30, 1997 Rupees | Additions Rupees | Disposals Rupees | Cost as at June 30, 1998 Rupees | Accumulated Depreciation June 30, 1998 Rupees | Written down value June 30, 1998 Rupees | Depreciation charge for the year Rupees | Rate % |
|----------------------------|--|---------------------|---------------------|--|---|---|--|-----------|
| Leasehold land | 435,238 | - | - | 435,238 | - | 435,238 | _ | _ |
| Building on leasehold Land | 16,444,623 | 5,379,599 | - | 21,824,222 | 8,483,474 | 13,340,748 | 1,482,305 | 10 |
| Plant & Machinery | 51,588,262 | 803,292 | - | 52,391,554 | 37,552,885 | 14,838,669 | 1,648,741 | 10 |
| Electric installations | 780,835 | _ | - | 789,635 | 657,076 | 132,559 | 14,729 | 10 |
| Airconditioners | 1,194,507 | 354,404 | - | 1,548,911 | 542,124 | 1,006,787 | 111,865 | 10 |
| Gas installations | 135,073 | = | - | 135,073 | 98,882 | 36,191 | 4,021 | 10 |
| Furniture & fixtures | 977,033 | = | - | 977,033 | 757,388 | 219,645 | 24,405 | 10 |
| Office equipment | 1,386,359 | 25,673 | - | 1,412,032 | 795,904 | 616,128 | 68,459 | 10 |
| Laboratory equipment | 1,208,526 | 1,586,030 | 1,586,030 | 1,208,526 | 418,035 | 790,491 | 87,832 | 10 |
| Vehicles | 7,606,253 | 3,124,118 | 2,181,280 | 8,549,091 | 3,434,037 | 5,115,054 | 1,271,873 | 20 |
| Fork lifter | 1,054,196 | = | - | 1,054,196 | 813,832 | 240,364 | 60,091 | 20 |
| Moulds, dies & Jigs | 20,910,756 | 3,179,158 | 2,517,496 | 21,572,418 | 13,175,525 | 8,396,893 | 932,988 | 10 |
| Factory equipment | 1,699,286 | = | - | 1,699,286 | 1,232,258 | 467,028 | 51,892 | 10 |
| Workshop equipment | 149,749 | = | - | 149,749 | 115,384 | 34,365 | 3,818 | 10 |
| Computer | 1,861,743 | 258,550 | - | 2,120,293 | 653,888 | 1,466,405 | 162,934 | 10 |

| | 107,441,239 | 14,710,824 | 6,284,806 115,867,2 | 68,730,692 | 47,136,565 | 5,925,953 | |
|----------------------|-------------|------------|---|---------------|------------|-----------|----|
| | | | | | | | |
| LEASED ASSETS | | | | | | | |
| Plant & machinery | 2,856,274 | = | - 2,856,2 | 542,692 | 2,313,582 | 257,065 | 10 |
| Vehicles | 6,154,482 | 4,191,850 | 222,500 10,123,8 | 3,723,814 | 6,400,018 | 1,600,244 | 20 |
| Moulds | 2,246,850 | 2,800,000 | - 5,046,8 | 970,794 | 4,076,056 | 452,895 | 10 |
| Fork Lifter | 1,018,000 | _ | - 1,018,0 | 496,784 | 521,216 | 130,304 | 20 |
| Laboratory equipment | 1,400,000 | 1,586,030 | - 2,986,0 | 538,003 | 2,448,027 | 272,003 | 10 |
| | 13,675,606 | 8,577,880 | 222,500 22,030,9 | | 15,758,899 | 2,712,511 | |
| Total 1998 | 121,116,845 | 23,288,704 | 6,507,306 137,898,2 | | 62,895,464 | 8,638,464 | |
| Total 1997 | 107,446,631 | 21,525,241 | 7,855.03 121,116,8 | 45 67,680,300 | 53,436,545 | 7,154,449 | |
| | ========== | ========== | ======================================= | | ========== | ======= | |

11.1 DISPOSAL OF FIXED ASSETS

| | | | Written | | | |
|--------------------|----------------|---------------------------------|-------------------------|----------------------------|--|-----------------|
| Particulars | Cost Rupees | Accumulated Depreciation Rupees | down Value Rupees | Sale Proceeds Rupees | Profit Partic (Loss) of Pur Rupees | |
| | | | | | Negotiation/company | policy |
| MOTOR VEHICLES | | | | | | |
| Motor Cycle CD 70 | 45,730 | 24,658 | 21,072 | 45,730 | 24,658Mr. Abdul Razzaque | Employee |
| Motor Cycle CD 70 | 39,500 | 21,298 | 18,202 | 39,500 | 21,298Mr. Ejaz Ahmed | Employee |
| Motor Cycle CD 70 | 38,300 | 20,651 | 17,649 | 38,300 | 20,651 Mr. Saeed Shah | Employee |
| Motor Cycle CD 70 | 37,800 | 23,865 | 13,935 | 37,800 | 23,865Mr. Dil Bahadur | Employee |
| Motor Cycle CD 70 | 38,300 | 24,181 | 14,119 | 38,300 | 24,181Mr. Mohammad Naseem | Ex-Employee |
| Motor Cycle CD 70 | 46,500 | 25,073 | 21,427 | 46,500 | 25,073Mr. Akber Qureshi | Employee |
| Motor Cycle CD 70 | 38,300 | 24,180 | 14,120 | 38,300 | 24,180 Mr. Ashber Khan | Employee |
| Motor Cycle CD 70 | 45,730 | 24,658 | 21,072 | 45,730 | 24,658Mr. Mohd Abdur Rehm | an Employee |
| Motor Cycle CD 70 | 39,500 | 21,298 | 18,202 | 39,500 | 21,298Mr. Makdoom Raza | Employee |
| Motor Cycle CD 70 | 38,300 | 20,651 | 17,649 | 38,300 | 20,651Mr. Abdul Sattar | Employee |
| Motor Cycle CD 70 | 46,500 | 25,073 | 21,427 | 46,500 | 25,073 Mr. Abdul Rashid | Employee |
| Motor Cycle CG 125 | 50,300 | 18,108 | 32,192 | 50,300 | 18,108Mr. A Razzaque Usma | n Ex-Employee |
| Motor Cycle CD 70 | 39,500 | 21,298 | 18,202 | 39,500 | 21,298 Mr. Abdul Majid | Employee |
| Motor Cycle CD 70 | 40,500 | 21,838 | 18,662 | 40,500 | 21,838 Mr. Sajjad Haider | Ex-Employee |
| Motor Cycle CD 70 | 40,500 | 21,838 | 18,662 | 40,500 | 21,838 Mr. Jamshed | Employee |
| Motor Cycle CD 70 | 45,730 | 24,658 | 21,072 | 45,730 | 24,658 Mr. Jahanzeb | Employee |
| Motor Cycle CD 70 | 46,500 | 25,073 | 21,427 | 46,500 | 25,073 Mr. Taza Gull | Employee |
| Motor Cycle CD 70 | 46,500 | 19,716 | 26,784 | 26,784 | 0Mr. A. Hafeez Butt | Ex-Employee |
| Suzuki Margalla | 346,700 | 218,893 | 127,807 | 143,784 | 15,977Mr. Saiful Rehman K | hawaja Employee |
| Suzuki Margalla | 350,000 | 220,976 | 129,024 | 145,152 | 16,128Mr. Salam Ismail | |
| | | | | | C-26, Dhoraji Colon | У, |
| | | | | | Karachi | |
| Toyota Corolla | 543,590 | 343,201 | 200,389 | 370,000 | 169,611 Shirazi Investment | (Pvt) Ltd. |

| Suzuki Mehran | 177,000 | 124,800 | 52,200 | 52,200 | Associated undertaking - Mr. Waseem Qureshi | Employee |
|-------------------------------|------------------------|-----------|------------------------|------------------------|---|----------|
| MOULD Laboratory Equipment | 2,517,496 1,586,030 | - - | 2,517,496 1,586,030 | 2,800,000 1,586,030 | 282,504 Sales/Lease back -Sales/Lease back | |
| | 6,284,806 | 1,315,985 | 4,968,821 | 5,841,440 | 872,619 | |

| | 1998 | 1997 |
|---|-----------|-----------|
| | Rupees | Rupees |
| 11.2 Depreciation for the year has been | | |
| apportioned as follows: | | |
| | | |
| Cost of goods manufactured | 7,296,468 | 6,109,591 |
| Administrative expenses | 789,514 | 463,743 |
| Selling & distribution expenses | 552,482 | 581,115 |
| | | |
| | 8,638,464 | 7,154,449 |
| | ======== | ======= |

11.3 Moulds for containers and lids costing Rs. 9,253,000 (1997 Rs. 9,253,000) included in the moulds, dies & jigs are held by Pak Polymer (Pvt) Limited, Bombal Plastic Industries, Paramount Moulding Service, DICOM Industries Limited and Novoplast Custom Moulders under agreements executed by the company with them for use of these moulds for manufacturing containers and lids for the company.

12. CAPITAL WORK IN PROGRESS

| ===: | ====== = | |
|----------------------|----------|-----------|
| 2, | 434,963 | 2,678,477 |
| Building | - | 2,678,477 |
| Plant & machinery 2, | 434,963 | = |

13. INVESTMENT AT COST

Associated undertaking (Listed)
Atlas Honda Limited
2 70,435 (1997-245,850) ordinary shares
of Rs. 10 each
(Market value Rs. 6,146,250 (1997 Rs. 7,621,350)

Unlisted

Arabian Sea Country Club Limited

100,000 ordinary shares of Rs. 10/- each
(Name of Chief Executive Mr. Zaeem Lutfi
Break-up value on the basis of audited accounts
for the year ended June 30, 1998
Rs. 10/-(1997Rs. 10/-) per share

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| Tamban Best Business site wan I make Teports, Early and I make | | |
|--|------------|------------|
| Auditors Sidat Hayder Qamar Maqbool & Co.) | | |
| | 4,821,850 | 4,821,850 |
| | ======== | ======= |
| 14. LONG TERM DEPOSITS | | |
| Utility and other deposits | 874,655 | 874,655 |
| | ======= | ======= |
| 15. STORES | | |
| General stores | 1,658,661 | 1,881,650 |
| Tools | 71,349 | 68,555 |
| Spare parts | 3,753,101 | 4,079,516 |
| Spare parts in transit | 382,772 | _ |
| | | |
| | 5,865,883 | 6,029,721 |
| | ======= | ======= |
| 16. STOCKS | | |
| Raw material (average cost) | 18,305,250 | 21,878,529 |
| Work in process (average cost) | 18,221,803 | 16,039,035 |
| Finished goods (average cost) | 24,718,511 | 28,189,047 |
| Goods in transit (at cost) | | 13,199,175 |
| | | 79,305,786 |
| | | ======== |
| | | |
| 17. TRADE DEBTORS UNSECURED | | |
| Considered good (note 17.1) | 24,160,820 | 18,890,537 |
| | ======== | ======= |

17.1 Includes Rs. 529,938 (1997 Rs. 870,453) due from associated undertakings. The maximum amount due from associated undertaking at the end of any month was Rs. 4,220,707 (1997 Rs. 3,478,227).

18. ADVANCES, DEPOSITS & PREPAYMENTS UNSECURED - CONSIDERED GOOD

| Loan to staff & workers | 102,028 | 183,307 |
|--------------------------------|------------|------------|
| Advances to staff for expenses | 62,797 | 30,913 |
| <u>-</u> | , | • |
| Advances to suppliers | 284,684 | 699,997 |
| Advances to others | 130,100 | 130,100 |
| Tax deducted at source | 12,058,295 | 10,933,101 |
| Income tax refundable | 4,630,331 | _ |
| Advance Sales Tax | 2,514,524 | 2,822,598 |
| Prepayments (note 18.1) | 747,125 | 625,184 |
| Insurance claims receivables | 611,585 | 97,043 |
| (associated undertaking) | | |
| | 21,141,469 | 15,522,243 |
| | ======== | ======== |

18.1 Prepayments include rent Rs. nil (1997 Rs. 62,400) computer services Rs. nil (1997 Rs. 108,000) and insurance Rs. 745,894 (1997 Rs. 417,284)paid to associated

19. TRADE & OTHER DEPOSITS

| Trade deposits Guarantee deposits Excise deposit L/C margin | 3,504,896 2,380,250 540,660 339,840 | 1,604,750 327,251 |
|---|--|----------------------|
| | 6,765,646 | 4,612,732 |
| | ======== | ======= |
| 20. CASH & BANK BALANCES | | |
| Cash in bared and Imprest accounts | 235,564 | 290,362 |
| With banks: | | |
| On current accounts | 936,801 | 484,540 |
| Un-deposited cheques/collection | 12,354,223 | 12,577,073 |
| | 13,526,588 | 13,351,975 |
| | ======== | |

21. SALES

Sales have been recorded at dealers' net price and are after deducting Excise duty Rs. 59,193,132 (1997 Rs. 50,112,611).

22. COST OF SALES

| Stocks as at June 30, 1997 | 28,189,047 | 24,700,011 |
|--|-------------|-------------|
| Cost of goods manufactured (Note 22.1) | 351,514,266 | 305,385,387 |
| | 379,703,313 | 330,085,398 |
| | | |
| Less cost of batteries replaced | 9,301,314 | 9,684,658 |
| Stocks as at June 30, 1998 | 24,718,511 | 28,189,047 |
| | | |
| | 34,019,825 | 37,873,705 |
| | | |
| | 345,683,488 | 292,211,693 |
| | ======== | ======= |

22.1 Cost of Goods Manufactured

| Work in process as at June 30, 1997 | 16,039,035 | 12,916,837 |
|---|-------------|-------------|
| Raw materials & components consumed (Note 22.2) | 236,417,710 | 215,376,054 |
| Salaries, wages and benefits | 36,721,593 | 31,386,847 |
| Stores consumed | 22,838,762 | 15,395,669 |
| Fuel, power & water | 17,518,749 | 12,851,798 |
| Insurance | 1,240,172 | 919,214 |
| Rent, rates & taxes | 1,013,546 | 1,313,905 |
| Repairs & maintenance | 7,119,173 | 4,422,845 |
| Royalty | 9,956,531 | 8,324,216 |
| Travelling, conveyance & entertainment | 2,569,843 | 1,643,006 |
| | | |

| Cartage | 2,598,374 | 2,350,937 |
|-------------------------------------|-------------|-------------|
| | | , , |
| Postage & telephone | 785,359 | 365,821 |
| Printing & stationery | 822,251 | 952,476 |
| Vehicle running | 263,088 | 207,564 |
| Free replacement | 5,467,862 | 6,337,066 |
| Depreciation | 7,296,468 | 6,109,591 |
| Other manufacturing expenses | 1,067,553 | 550,576 |
| | | |
| | 369,736,069 | 321,424,422 |
| Work in process as at June 30, 1998 | 18,221,803 | 16,039,035 |
| | | |
| | 351,514,266 | 305,385,387 |
| | ======= | ======= |
| | | |

22.2 Raw Material & Components Consumed

| | ======== | ======== |
|----------------------------------|-------------|-------------|
| | 236,417,710 | 215,376,054 |
| | | |
| Less: Stocks as at June 30, 1998 | 18,305,250 | 21,878,529 |
| | 254,722,960 | 237,254,583 |
| | | |
| Purchases | 232,844,431 | 213,302,922 |
| Stocks as at June 30, 1997 | 21,878,529 | 23,951,661 |

23. ADMINISTRATIVE EXPENSES

| Directors' meeting fee | 5,000 | 3500 |
|--|------------|-----------|
| Salaries & benefits | 6,687,775 | 5,569,568 |
| Travelling, conveyance & entertainment | 1,175,890 | 1,220,926 |
| Rent, rates & taxes | 490,440 | 433,848 |
| Insurance | 346,364 | 205,487 |
| Repairs & maintenance | 72,408 | 31,787 |
| Advertisement | 99,785 | 28,855 |
| Legal & professional charges | 301,266 | 405,537 |
| Auditors' remuneration | | |
| Audit fee | 60,000 | 60,000 |
| Consultancy | 5,000 | 5,000 |
| Out of pocket expenses | 4,230 | 9,575 |
| Providend fund audit | 28,000 | 22,100 |
| Gas & electricity | 162,375 | 131,163 |
| Fees & subscription | 95,780 | 125,469 |
| Postage & telephone | 202,706 | 178,399 |
| Printing & stationery | 333,985 | 285,559 |
| Vehicle running expenses | 202,191 | 50,494 |
| Training Expenses | 109,649 | 505,491 |
| Depreciation | 789,514 | 463,743 |
| Others | 10,750 | 7,131 |
| | | |
| | 11,183,108 | 9,743,635 |
| | ======== | ======= |

24. SELLING & DISTRIBUTION EXPENSES

| 24. SELLING & DISTRIBUTION EXPENSES | | |
|---|------------------------|------------------------|
| Salaries & benefits | 6,951,647 | 6,176,265 |
| Travelling, conveyance & entertainment | 2,505,993 | 2,723,018 |
| Rent, rates & taxes | 1,191,071 | 1,183,684 |
| Insurance | 2,416,427 | 2,073,468 |
| Repairs & maintenance | 187,343 | 194,707 |
| Gas & electricity | 387,642 | 335,456 |
| Advertisement & publicity | 5,166,369 | 2,864,174 |
| Freight & handling | 20,204,280 | 16,099,663 |
| Printing & stationery | 392,273 | 279,352 |
| Postage & telephone | 1,100,941 | 1,594,948 |
| Vehicle running expenses | 21,071 | 52,175 |
| Service charges | 2,425 | 3,302 |
| Depreciation | 552,482 | 581,115 |
| Others | 132,120 | |
| | | |
| | 41,212,084 | 34,449,653 |
| | ======= | ======= |
| | | |
| 25. MISCELLANEOUS INCOME | | |
| | | |
| Scrap sales | 184,116 | 239,616 |
| Profit on sale of freed assets | 872,619 | 589,717 |
| Dividend Income (Associated undertaking) 368, 775 | | 335,250 |
| Service & others | 349,997 | 647,281 |
| | | |
| | 1,775,507 | 1,811,864 |
| | ======== | ======= |
| | | |
| 26. FINANCIAL EXPENSES | | |
| Interest/markup on: | | |
| Long term loans | 109,509 | 175,911 |
| Bank loans/running finances | 4,701,202 | 7,877,043 |
| Redeemable capital | 676,802 | 909,603 |
| Morabaha financing | _ | 16,185 |
| Workers' profit participation fund | 140,749 | |
| Finance charges on leased assets | | 1,698,745 |
| Bank & other financial charges | | 1,077,379 |
| | | |
| | 8,553,790 | 11,984,735 |
| | ======= | ======= |
| 27. TRANSACTIONS WITH ASSOCIATED UNDERTAKINGS | | |
| | | |
| Sales | 20,576,276 | 21,922,199 |
| Purchases | 2,927,610 | 1,781,906 |
| Expenses charged by | 3,756,185 | 2,401,751 |
| Rent and insurance premium | | |
| Assets acquired on lease | 9,360,643 8,577,880 | 4,968,418 4,635,356 |

28. DIRECTORS' REMUNERATION

28.1 Chief Executive Officer

| 28.1 Chief Executive Officer | | |
|------------------------------|-----------|---------|
| Managerial remuneration | 609,000 | 519,000 |
| Rent & utilities | 334,950 | 285,450 |
| Provident fund | 60,900 | 51,900 |
| Reimbursement of expenses | | |
| Medical, telephone & others | 62,562 | 40,636 |
| Bonus | 148,500 | 99,000 |
| | 1,215,912 | 995,986 |
| | ======== | ======= |
| Number of person | 1 | 1 |

| 28.2 Other Director | 1998 Rupees | 1997 Rupees |
|-----------------------------------|----------------|----------------|
| | | |
| Managerial remuneration | 304,500 | _ |
| Rent & utilities | 167,475 | _ |
| Provident fund | 30,450 | - |
| Reimbursement of expenses | | |
| Medical, telephone & others | 133,120 | _ |
| Bonus | 50,750 | _ |
| | 686,295 | |
| | ======= | ======= |
| Number of person | 1 | - |
| 28.3 Meeting fees other directors | 5,000 | 3,500 |
| Number of persons | 3 | 3 |
| 28.4 Executives | | |
| Managerial remuneration | 3,426,769 | 2,988,657 |
| Rent & utilities | | 1,643,759 |
| Provident fund | 342,107 | 298,864 |
| Medical, telephone & others | 642,508 | 483,222 |
| Bonus | | 548,588 |
| | 7,200,150 | 5,963,090 |
| Number of persons | 15 | 15 |

29. PLANT CAPACITY

The production capacity of the plant cannot be determined as this depends on relative proportion of various types and sizes of batteries produced.

| AITZAZ SHAHBAZ | VAZEER ALI | YUSUF H. SHIRAZI |
|----------------|-----------------|------------------|
| Director | Chief Executive | Chairman |

Atlas Group Companies

Year of Establishment Acquisition

| Shirazi Investments (Pvt) Ltd. | 1962 |
|--|-------|
| Atlas Honda Ltd. | 1963 |
| Atlas Battery Ltd. | 1966 |
| Shirazi Trading Co.(Pvt) Ltd. | 1973 |
| Atlas Warehousing (Pvt) Ltd. | 1979 |
| Atlas Office Equipment (Pvt) Ltd. | 1979* |
| Muslim Insurance Co. Ltd. | 1980* |
| Allwin Engineering Industries Ltd. | 1981* |
| Atlas Lease Ltd. | 1989 |
| Atlas Investment Bank Ltd. | 1990 |
| Honda Atlas Cars (Pakistan) Ltd. | 1993 |
| Honda Atlas Services (Pvt) Ltd. | 1994 |
| Atlas Information Technology (Pro) Ltd. | 1996 |
| Total Atlas Lubricants Pakistan (Pvt) Ltd. | 1997 |
| Honda Atlas Power Products (Pvt) Ltd. | 1997 |
| | |

Pattern of Shareholding AS AT JUNE 30, 1998

| No. of Shareholders | | Categor | ies | | No. of shares | Percentage |
|------------------------|------|---------|-----|--------|---------------|------------|
| 476 | From | 1 | То | 100 | 11,465 | 0.46 |
| 180 | From | 101 | To | 500 | 43,236 | 1.75 |
| 38 | From | 501 | То | 1000 | 23,201 | 0.94 |
| 48 | From | 1001 | To | 5000 | 119,270 | 4.82 |
| 13 | From | 5001 | То | 10000 | 99,634 | 4.03 |
| 2 | From | 10001 | То | 15000 | 23,875 | 0.97 |
| 2 | From | 15001 | To | 20000 | 37,086 | 1.50 |
| 2 | From | 20001 | То | 25000 | 43,693 | 177 |
| 2 | From | 25001 | To | 30000 | 57,216 | 2.31 |
| 1 | From | 40001 | То | 45000 | 43,118 | 1.74 |
| 2 | From | 85001 | То | 90000 | 172,153 | 6.96 |
| 4 | From | 105001 | То | 110000 | 421,530 | 17.05 |
| 1 | From | 150001 | То | 155000 | 150,500 | 6.09 |
| 1 | From | 165001 | То | 170000 | 166,825 | 6.75 |
| 1 | From | 185001 | То | 190000 | 188,935 | 7.64 |
| 1 | From | 200001 | То | 205000 | 203,436 | 8.23 |
| 1 | From | 295001 | То | 300000 | 296,452 | 11.99 |
| 1 | From | 370001 | То | 375000 | 370,875 | 15.00 |
| 776 | | | | | 2,472,500 | 100.00 |
| ======= | | | | | ======= | ======= |

| CATEGORIES OF SHAREHOLDERS | NUMBER | SHARES HELD | PERCENTAGE |
|----------------------------|----------|-------------|------------|
| Individuals | 759 | 828,859 | 33.52 |
| Investment Companies | 7 | 731,762 | 29.60 |
| Financial Institutions | 2 | 12,354 | 0.50 |
| Insurance Companies | 3 | 72,628 | 2.94 |
| Joint Stock Companies | 3 | 817,826 | 33.07 |
| Corporate Law Authority | 1 | 1 | = |
| Abandoned Properties | 1 | 9,070 | 0.37 |
| | | | |
| | 776 | 2,472,500 | 100.00 |
| | ======== | ======== | ======== |