MILLAT TRACTORS LIMITED

ANNUAL REPORT 1997

CONTENTS

Notice of Meeting Directors' Report to the Shareholders Chairman's Review Pattern of Shareholding Decade at a Glance Auditors' Report to the Members Balance Sheet Profit and Loss Account Statement of Changes in Financial Position Notes to the Accounts Accounts of Subsidiary

BOARD OF DIRECTORS

Sikandar Mustafa Khan Chairman & Chief Executive

EMPLOYEES GROUP

Latif Khalid Hashmi Sohail Bashir Rana Laeeq Uddin Ansari S.R. Bokhari Rana Mohammad Siddique Mian Mohammad Saleem

Mian Mohammad Saleem Company Secretary

OTHERS

A.K.M. Sayeed NIT Nominee

S.M. Tanvir M.C.B. Nominee

MANAGEMENT

Sikandar Mustafa Khan Chairman & Chief Executive

Latif Khalid Hashmi Director Marketing

Sohail Bashir Rana Director Technical

Laeeq Uddin Ansari Director Finance

Mian Mohammad Saleem Gen. Manager Finance

Bashir A. Chaudhry Gen. Manager Marketing

S.R. Bokhari Gen. Manager SA & CP

Shaukat Ali Sheikh Gen. Manager Production Control

Dr. Syed Amer Ali Gen. Manager Projects

Mubashar Iqbal Gen. Manager Admn/Purchase

Pir Asad Iqbal Dy. Gen. Manager R & D M. Aslam Khokhar Dy. Gen. Manager HRD

Javed Munir Dy. Gen. Manager Finance

ORGANISATION STRUCTURE

Sikandar Mustafa Khan

Chairman & Chief Executive

Mian M. Saleem Company Secretary

Sohail Bashir Rana Director Technical

Shaukat Ali Sh. Gen. Manager P.C.

Dr. Syed Amer Ali Gen. Manager Projects

Pir Asad Iqbal Dy. Gen. Manager R&D

Pervaiz Aslam Sr. Manager Procurement

Ch. Abdul Ghafoor Sr. Manager Tractor Assy.

Shafaat Ahmed Sr. Manager Mfg./Maint.

M. Ashfaq Farooqi Sr. Manager Dev.

Jehangir Qureshi Sr. Manager Eng./NPA

Rehan A. Qureshi Manager Maintenance

M. Akbar Sheikh Manager Mfg.

Athar Zubair Manager Projects

M. Amir Khan Manager Research

Imtiaz Ahmad Manager Mfg.

M. Naeem Tahir Manager Projects

Laeeq Uddin Ansari Director Finance

Mian M. Saleem Gen. Manager Finance

Javed Munir Dy. Gen. Manager Finance

M. Aslam Qureshi Sr. Manager Corporate Affairs

Tariq Masood Sr. Manager Data Processing

Farogh Iqbal Sr. Manager Data Processing

Masood A. Chaudhry Manager Accounts

M. Pervaiz Butt Manager Budget & MIS

Rustam Ali Manager Finance

Javed Akbar Gill Manager Data Processing

Latif Khalid Hashmi Director Marketing

Bashir A. Chaudhry Gen. Manager Marketing

Idrees Zubair Sr. Manager Sales

Ahsan Imran Sr. Manager Multi App.

Mansoor Abbasi Sr. Manager Service

M.A. Kakakhail Manager Parts

Nasim A. Sindhu Manager Reg. Off. Multan

M. Akram Manager Reg. Off. Islamabad

Mubashar Iqbal Gen. Manager Admn./Pur.

Zaair Farid Shah Sr. Manager Admn./Pers.

Mian M. Anwar Manager Purchase

S. Imtiaz Ali Manager Reg. Off. Karachi

Saif-ur-Rehman Manager Reg. off. Karachi

Shahid S. Toor Sr. Manager Q.C.

M. Anwar Chaudhry Manager Q.C. Assy.

Abdul Razzak Manager Q.C. BOF

M. Aslam Khokhar Dy. Gen. Manager HRD

Abdul Qayyum Butt Manager HRD

S.R. Bokhari Gen. Manager SA & CP

NOTICE OF MEETING

Notice is hereby given that 34th Annual General Meeting of Millat Tractors Limited will be held at the Company's Registered Office, 9 K.M. Sheikhupura Road, Shahdara, Lahore, on Wednesday, December 24, 1997 at 12 Noon to transact the

following business:

1. ORDINARY BUSINESS

i) To confirm minutes of the 33rd Annual General Meeting.

ii) To receive, consider and adopt the audited accounts of the Company for the year ended June 30, 1997 together with the Directors' and Auditors' Reports thereon.

iii)To approve payment of cash dividend at the rate of Rs. 7.50 per share (75%).

iv) To appoint auditors and fix their remuneration for the year ending June 30, 1998. The present joint auditors Messrs Ilyas Saeed & Co., Chartered Accountants and Messrs Ford, Rhodes, Robson, Morrow, Chartered Accountants, retire and are eligible for re- appointment.

v) To elect nine directors for a period of three years. The retiring directors are:-

Mr. Sikandar Mustafa Khan, Mr. Latif Khalid Hashmi, Mr. Sohail Bashir Rana, Mr. Laeeq Uddin Ansari, Mian Muhammad Saleem, Mr. S.R. Bokhari, Rana Muhammad Siddique & Mr. A.K.M. Sayeed. The Board of Directors in their meeting held on Nov. 10, 1997, has decided that the Board would consist of nine elected directors.

2. SPECIAL BUSINESS

To approve investment of Rs. 2.03 lac in Bolan Castings Ltd. by passing the following resolution: "RESOLVED that an investment of Rs. 2.03 lac by way of acquisition of 25,000 ordinary shares of Rs. 10/- each of Bolan Castings Limited be and is hereby approved."

3. ANY OTHER BUSINESS

To transact any other business with the permission of the Chair.

Notes

 The share transfer books of the Company will remain closed from Dec. 5, 1997 to Dec. 24, 1997 (both days inclusive) and no transfer will be accepted during this period. The members whose names appear in the register of members as at the close of business on December 4, 1997 will qualify for the payment of cash dividend.

 A member entitled to attend and vote at this meeting may appoint another member as his/her proxy to attend the meeting and vote for him/her. Proxies in order to be

effective must be received by the Company not less than 48 hours before the meeting.

3. Any proposal for the election of Directors, as aforesaid, must reach the Company Secretary at Millat Tractors Limited, 9 K.M. Sheikhupura Road, Shahdara, Lahore, at least fourteen days before the meeting.

 Shareholders are requested to notify the change of address, if any, immediately.

STATEMENT U/S 160 OF THE COMPANIES ORDINANCE, 1984

In order to broaden equity base of the Company in its subsidiary, Bolan Castings Ltd., the Company has purchased 25,000 shares of Bolan Castings Ltd. through Karachi Stock Exchange @Rs. 8.13 per share.

By order of the Board

Lahore: Mian Muhammad Saleem Dec. 2, 1997 Company Secretary

DIRECTORS' REPORT TO THE SHAREHOLDERS

Your directors feel pleasure in submitting their 34th report together with the audited accounts of the company for the year ended June 30, 1997.

APPROPRIATIONS

Your directors recommend the payment of cash dividend at the rate of Rs. 7.50 per share (75%) out of the profits available for appropriations. Accordingly, the following appropriations have been made:

ACCOUNTS

	Rupees
	in thousands
Profit before taxation	97,399
Less: Taxation	31,543
Profit after taxation	65,856
Add: Unappropriated profit brought forward	219
Profit available for appropriations	66,075
Less: Appropriations	
Transfer to general reserves	6,000
Proposed dividend @75%	60,070
	66,070
Unappropriated profit carried forward	5

DIRECTORS

Mr. Omer Mahmood Rana, a Director on the Board of Directors of the Company, ceased to hold office of directorship w.e.f. December 11, 1996 pursuant to Section 205 of the Companies Ordinance, 1984 and Article 96(i) of the Articles of Association of the Company after having exhausted his share holding in the Company.

Mr. S.M. Tanvir was coopted nominee director of Muslim Commercial Bank Ltd. w.e.f. November 10, 1997 in place of Mian Muhammad Mansha who had earlier resigned from the Board of Director of the Company in pursuance of Article 76 of the Articles of Association of the Company.

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The Board of Directors in their meeting held on Nov. 10, 1997 has decided that the Board would consist of nine elected directors. As such, nine directors are to be elected in the 34th Annual General Meeting for a period of three years in place of the following directors who were elected at the 31st Annual General Meeting held on December 24, 1994;

Messrs Sikandar Mustafa Khan, Latif Khalid Hashmi, Sohail Bashir Rana, Laeeq Uddin Ansari, Mian Muhammad Saleem, S.R. Bokhari, A.K.M. Sayeed, Rana Mohammad Siddique and Omer Mahmood Rana.

AUDITORS

The present joint auditors Messrs Ilyas Saeed & Company, Chartered Accountants, and Messrs Ford, Rhodes, Robson, Morrow, Chartered Accountants, retire and are eligible for re-appointment.

CHAIRMAN'S REVIEW

Your directors endorse the contents of the Chairman Review dealing with the Company affairs which are included in his Review and form part of the Director's Report.

PATTERN OF SHAREHOLDING

The pattern of shareholding is annexed.

For and on behalf of the Board

Sikandar Mustafa Khan Chairman & Chief Executive

CHAIRMAN'S REVIEW

Dear Shareholders:

I feel pleasure to welcome you to the 34th Annual General Meeting of the Company and present audited accounts and my review of operations for the year ended June 30, 1997.

MARKETING

The year 1996-97 turned out to be an unfavourable year for the engineering industry in general and for the tractor industry in particular. In the wake of Awami Tractor Scheme under which import of CBU tractors was allowed free of duty and taxes, the local tractor Industry was badly affected. As such, loaning for local tractors was slashed down drastically and overall tractor booking recorded a decline of 42% from 14,419 tractors in 1996 to 8,294 tractors in 1997. Total Industry sale was recorded at 10,145 units compared to previous year's sale of 16,286 units. Your Company could thus manage to achieve a sale of 5,460 units against 9,628 units sold during the previous year registering a shortfall of 43%. On the basis of orders booked, your Company, however, attained 60% market share which is slightly improved over previous year.

During the year under review, the Government policies were highly unfavourable to the indigenous tractor industry. While all kinds of concessions in duties and taxes were allowed to the importers of CBU tractors, the local industry was subjected to both custom duty and sales tax. The preferential treatments provided to the importers and non availability of adequate funds for the local tractor, the production had to be drastically curtailed to give rise to unfavourable economies of scale. The prevailing uncertain conditions and declining profitability thus forced us and the vending industry to abandon their further investment plans which were intended for quality improvements and increased local content. Nevertheless, because of its high level of indigenisation, MTL is favourably placed to accept any competition, provided level playing field is made available.

FINANCE

The decline in tractor sales lowered the margins considerably. Company's gross sales at Rs. 2049 million, gross profit at Rs. 251.5 million and operating profit at Rs. 126.1 million decreased by 38.1%, 31.7% and 31.4%, respectively. Reduced sales also contributed in piling up of inventories and increased financial charges from Rs. 33.5 million of previous year to Rs. 38.1 million in 1997. However, inspite of inflation and increase in the cost of goods and services, the Management through prudent employment of financial resources made a substantial saving of Rs. 59 million in the operating expenses. The ancillary business comprising of Generating Sets, Forklift Trucks and other Multi-Application Products contributed towards profits and partially compensated the short-fall registered in the tractor sales. The Company thus managed to generate net profit of Rs. 97.4 million against Rs. 159.2 million of previous year. The breakup value of a share marginally increased to Rs.58from Rs. 57 in 1996, while earning per share dropped to Rs. 8.22 as against Rs. 12.09 of previous year. After providing for the current taxation of Rs. 31.5 million, the profit available for appropriation amounted to Rs. 65.9 million. Your Board in line with its policy of giving equitable returns to the shareholders, has maintained last year's pay-out despite lower profitability and feels pleasure to recommend a cash dividend of Rs. 7.50 per share (75%). A sum of Rs. 6.0 million has been retained by way of transfer to General Reserves now standing at Rs. 382 million.

TECHNICAL

As earlier mentioned in my review, the year witnessed a very suppressed tractor market with uncertain funding by ADBP. In line with market behaviour, production had to be curtailed and only 5,523 tractors were produced against last year's production of 9,591. The assembly plant thus operated at 37% of its installed capacity of 15,000 units per annum. The ripple of this uncertainty travelled to the vending

associates as well who had to trim their operations. We foresee problems in gearing up for higher levels of production on the part of vendors.

However, we believe that the local vending industry is guite capable of meeting the rising tractor demand in the country. It has already demonstrated its capabilities in the past, and its track record also proves that production of over 31,000 tractors per annum is possible, given the opportunity. We are, therefore, confident that local vending industry in general, and MTL in particular, will rise to the occasion and adequately meet the enhanced tractor volume requirements anticipated in the years to come.

We made concerted efforts during the year to further improve and enhance the quality of our products. With the technical support of Massey Ferguson, a new concept of Cellular Manufacturing was introduced for better productivity and quality. This concept aims at creating small production cells by involvement of workers in production management and audit performance of their operational area. Initial results of this new concept are quite encouraging and it is intended to spread this to all areas of in-house manufacturing.

DIVERSIFICATION

Following successful introduction of 25 KVA Generating Sets, further improvements and new features are being incorporated to meet specific customer requirements. Enhancement of Gen. Set range, with maximum local content, is now well on its way. 42 KVA Gen. Set is now fully developed and is designed to meet medium-size industry requirements. Your Company received an order from Pakistan Telecommunication Company Limited for the supply and installation of 207 Gen. Sets of 15 and 25 KVA capacity during the year, but their delivery will spill over into the next financial year because of slow off-take by PTCL. Your Company envisages further expansion in this business and is now planning to market Massey Ferguson (UK) range of Diesel Gen. Sets from 50 KVA to 880 KVA based on Perkins Engines and Stamford Newage Alternators. Hopefully this activity will generate more revenues and will go a long way in meeting customers' stand-by power generation requirements.

As part of Company's expansion and diversification plans, a new Projects Department has been created to handle various projects undertaken by the Company. Its primary objective is to provide engineering support required for the manufacturing and launching of new products alongwith carrying out investigation for updating existing products. This new Department is expected to add new dimensions to the MTL's engineering capabilities.

HUMAN RESOURCE DEV.

Our human resource is a blend of talent and experience which through devotion and dedication has attracted brand loyalty from the farming community and provided strength to secure the Company's future. Since its establishment in 1995, the Department has brought a radical and positive change in the thinking, attitude and behaviour of personnel at all levels. HRD Department worked towards organizing in-house training programmes to further improve skill levels of the shopfloor workforce and the Jr. Executives. 492 personnel were imparted training during the year relating to work methods, discipline, behaviour, cost effectiveness and product improvement, which improved the HRD Rating Index considerably. This Department is striving to further refine the potential and capabilities of available human resources for achieving improved productivity.

FUTURE

Pakistan's agriculture is at cross roads. A region which used to be food surplus, now imports wheat and edible oil worth billions of rupees in foreign exchange. Pakistan's agricultural sector will remain stagnant unless we optimise our farm power level through extensive use of agricultural machinery and tractors. The Company envisages that tractor market would improve during 1997-98 based on ADBP's credit plan to provide funding for about 20,000 units under the Government's Agriculture Package to grow more food. MTL will strive to improve its market share and play a positive role aimed at boosting the agriculture sector under the prevailing economic conditions. We shall also concentrate on enhancing our diversification capabilities to remain industry leaders in product, quality and customer service. As part of our diversification plans, an agreement was signed with Ssang Yong Motor Company of South Korea on August 28, 1997. Ssang Yong Motor Company is one of the leading South Korean automobile manufacturers who produce a range of vehicles with the technical assistance of Mercedes Benz of Germany. As a result of this collaboration, MTL will have access to the latest technology for manufacturing Ssang Yong Products in Pakistan. MTL will initially produce the MUSSO 4x4 vehicles & subsequently go for other products in the range. Having

already achieved a local content of 85% in MF tractors and Perkins Engines, MTL now plans to indigenise MUSSO vehicles. It would open new vistas in the automobile industry as this category of vehicle is presently being imported in CBU condition.

GENERAL

The year was marked with the visit of Mr. John Major, the Prime Minister of the United Kingdom alongwith the British High Commissioner in Pakistan and dignitaries from Massey Ferguson and Perkins which was certainly an honour for the Company and the employees. During his visit he was taken, around various Departments of the Company and briefed about the Company's activities and its role in the agricultural development of the country. Mr. Major showed keen interest in the Company's affairs and spoke highly of the quality standards and productivity achieved through collaboration with our Principals.

ACKNOWLEDGMENTS

On behalf of myself and your Board of Directors, I felicitate and pay tributes to employees and all those who directly or indirectly participated in the Company's affairs and extended co-operation. My special thanks to Massey Ferguson and Perkins Engines for their guidance and technical assistance. I also place on record my appreciation for Beijing Forklift Truck Company of China for assisting in our diversification plans.

Sikandar Mustafa Khan

PATTERN OF SHAREHOLDING AS AT JUNE 30, 1997

No. of Shareholders		Holding To	Total Shares Held
985	1	100	34996
272	101	200	41312
118	201	300	29729
113	301	400	40583
67	401	500	31185
216	501	1000	156935
321	1001	2000	404646
114	2001	3000	270236
71	3001	4000	242517
40	4001	5000	174466
67	5001	10000	432458
31	10001	20000	409386
9	20001	30000	204512
3	30001	40000	100792
3	40001	50000	137658
3	50001	60000	162879
1	60001	70000	60500
2	80001	90000	174216
2	100001	200000	218697
6	200001	300000	1579653
3	300001	400000	966048
1	400001	500000	432310
1	500001	1000000	690000
1	1000001	2000000	1013674

2450 8009388

CATEGORIES OF SHAREHOLDERS

Particulars	No.	Shares held	Percentage of issued capital
Individuals	2412	4391000	54.82
Investment Companies	5	1418710	17.71
Trusts	3	634418	7.92
Foreign Companies	2	690018	8.62
Financial Institutions	8	732444	9.15
Insurance Companies	4	133585	1.67
Modaraba Companies	2	72	-
Joint Stock Companies	13	8073	0.10
Others			
Dy. Administrator			
Abandoned Properties			
Govt. of Pakistan	1	1068	0.01
	2450	8009388	100.00

DECADE	AT	А	GLANCE
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10 Years

INCOME Net sales and income Profit before tax Profit after tax and extraordinary items Transfer from reserve -Less: cash dividend -Retained in business FINANCIAL POSITION Current assets Less: Current liabilities Net working capital Fixed assets - Net Investments Other assets Less: Long term debts Other liabilities Shareholders' equity _____ _____ REPRESENTED BY: Share capital Capital reserve Revenue reserve Unappropriated profit ---- --NET CAPITAL EMPLOYED _____ _____ STATISTICS Break-up value of a share of Rs. 10/- each 57.7 57.0 52.4 48.3 45.3 51.8 62.5 56.5 57.7 53.5 4.50 7.50 6.0 5.5 2.00 3.75 3.50 Dividend (Rupees per share) 7.5 4.50 Dividend (Percentage) 37.5 1:10B Bonus issue/Right issue of shares -----1:5B 1:5B l:10B 1:10R Total number of tractors sold RATIOS

(Rupees in thousands)

Current assets to current liabilities 1.2:1 1.3:1 1.2:1 1.2:1 1.2:1 1.2:1 1.3:1 1.4:1 1.7:1 1.3:1 Profit before tax to sale and income (Percentage) 4.71 4.78 4.25 4.59 4.01 1.29 3.62 4.62 5.20 4.13 Return on capital employed (Percentage) 20.59 32.86 26.77 23.71 19.22 4.27 12.65 22.45 29.07 26.12 Return on equity (Percentage) 14.25 21.22 19.31 17.56 14.67 3.24 9.61 17.86 23.44 18.28 8:92 17:83 23:77 22:78 19:81 23:77 29:71 Debt to equity 1:99 4:96 7:93

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AUDITORS' REPORT TO THE MEMBERS

We have audited the annexed Balance Sheet of Millat Tractors Limited as at June 30, 1997 and the related Profit and Loss Account and Statement of Changes in the Financial Position, 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 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 and the Statement of Changes in Financial Position, 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, 1997 and of the profit and the changes in financial position 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 established under Section 7 of the Ordinance.

BALANCE SHEET AS AT JUNE 30, 1997

1997 1996 Note (Rupees in thousands)

SHARE CAPITAL AND RESERVES

Authorised capital			
10,000,000 ordinary shares of Rs. 10 each		100,000	100,000
Issued, subscribed and paid up capital	2	80,094	80,094
Reserves	3	382,000	376,000
Unappropriated profit		5	219
		462,099	456,313
REDEEMABLE CAPITAL, LONG - TERM AND			
DEFERRED LIABILITIES			
Redeemable Capital	4	2,954	5,670
Long - term loans	5	0	11,458
Liabilities against assets subject			
to finance lease	6		
Deferred taxation	7	8,000	11,000
		10,954	28,128
CURRENT LIABILITIES		.,	
Current portion of:			
Redeemable capital	4	2,716	5,311
Long - term loans	5	11,458	11,458
Liabilities against assets subject			
to finance lease	6	-	3,639
Short - term running finances - secured	8	215,422	-
Creditors, accrued and other liabilities	9	507,660	580,367
Provision for regulatory duty		10,446	10,446
Proposed dividend		60,070	60,070
CONTINGENCIES AND COMMITMENTS	10	807,772	671,291
CONTINGENCIES AND COMMITMENTS	10		
		1,280,825	1,155,732
		========	=========
FIXED CAPITAL EXPENDITURE			
Operating fixed assets	11	213,006	223,940
	12	1,127	223,940
Capital work - in - progress	12	1,12/	104
		214,133	224,124
LONG - TERM INVESTMENTS	13	69,319	69,116
LONG - TERM LOANS	14	5,088	6,576
CURRENT ASSETS			
Stores and spares	15	18,882	15,434
Stock - in - trade	16	808,381	621,890
Trade debts	17	10,032	48,770
Loans, advances, deposits, prepayments			
and other receivables	18	75,760	57,159
Cash and bank balances	19	79,230	112,663
		992,285	855,916
		1,280,825	1,155,732

The annexed notes form an integral part of these accounts

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED JUNE 30, 1997

	Note	1997 (Rupees in thousands	1996)
SALES		2,049,386	3,309,524
COST OF S ALES		1,797,913	2,941,201
TRADING PROFIT		251,473	368,323
Selling, administration and general expenses	22	125,324	184,384
OPERATING PROFIT		126,149	183,939
Other income	23	16,414	20,800

http://www.paksearch.com/Annual/ANNUAL97/MILLAT97.htm[5/24/2011 12:15:44 PM]

		142,563	
Financial charges	24	38,148	33,542
Other charges	25	,	11,984
		45,164	45,526
PROFIT BEFORE TAXATION		97,399	159,213
Provision for taxation	26		62,400
PROFIT AFTER TAXATION		65,856	96,813
UNAPPROPRIATED PROFIT BROUGHT FORWARD		219	476
PROFIT AVAILABLE FOR APPROPRIATION		66,075	97,289
APPROPRIATIONS			
Transfer to general reserves		6,000	37,000
Proposed dividend @ Rs. 7.50 per share			
(1996: Rs. 7.50)per share		60,070	60,070
		66,070	97,070
UNAPPROPRIATED PROFIT CARRIED FORWARD		5	219

The annexed notes form an integral part of these accounts

STATEMENT OF CHANGES IN FINANCIAL POSITION (CASH FLOW STATEMENT) FOR THE YEAR ENDED JUNE 30, 1997

	1997	1996
	(Rupees in thousands)
CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before taxation	97,399	159,213
Adjustment for non cash charges:		
Depreciation	26,662	27,828
Provision for doubtful debts	6,777	8,970
Provision for regulatory duty	-	10,446
Gain on disposal of fixed assets	(124)	(83)
Adjustment - fixed assets		335
Interest income	(5,757)	(13,981)
Dividend income	(2,100)	-
Financial charges	38,148	33,542
Operating profit before working capital changes	161,005	226,270
(Increase)/decrease in current assets	(161,009)	101,629
Increase/(decrease) in current liabilities	(82,443)	(280,601)
Cash generated from operations	(82,447)	47,298
Interest paid	(28,959)	(30,277)
Income taxes paid	(50,414)	(92,801)
Net cash inflow/(outflow) from operating activities	(161,820)	(75,780)
Net cash innow/ (outnow) from operating activities		=======
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of fixed assets	(17,266)	(22,982)
Proceeds from sale of fixed assets	1,662	788
Capital work-in-progress	(942)	-
Long term investments	(203)	(3,500)
Long term loans	1,789	8,261
Long term deposits	_,	1,072
Dividend received	2,100	- / - · -
Interest received	5,757	13,981
Net cash inflow/(outflow) from investing activities	(7,103)	(2,380)
Net Cash Innow/ (outnow) from investing activities	(7,103)	(2,380)
CASH FLOW FROM FINANCING ACTIVITIES		
Payment of redeemable capital	(5,311)	(5,050)
Payment of liabilities against assets subject to finance	(3,639)	(9,992)
Long term loans and liabilities	(11,458)	(25,293)
Dividend paid	(59,524)	(47,840)
Short-term running finance	215,422	-

Net cash inflow/(outflow) from financing activities	135,490	(88,175)
Net increase/(decrease) in cash and cash equivalents	(33,433)	(166,335)
Cash and cash equivalents at the beginning of the year	112,663	278,998
	79,230	112,663
	=========	==========
NOTE		
(Increase)/decrease in current assets:		
Stores and spares	(3,448)	(4,064)
Stocks	(193,213)	144,109
Trade debts	38,683	(42,198)
Loans, advances, deposits and receivables	(3,031)	3,782
	(161,009)	101,629

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED JUNE 30, 1997

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1.1 Accounting convention

The accounts have been prepared under the historical cost convention. 1.2 Taxation

The charge for current taxation for the year is based on taxable income at the current rates of taxation after taking into account tax credits and tax rebates realizable, if any. The company accounts for deferred taxation, using the liability method, on all major timing differences.

1.3 Fixed capital expenditure and depreciation

1.3.1 Operating fixed assets except land and capital work - in - progress are stated at cost less accumulated depreciation. Land and capital work - in - progress are stated at cost.

Depreciation on operating fixed assets is charged to profit on reducing balance method over its estimated useful life so as to write off the historical cost of an asset at the rates given in note 11.1.

The full annual rate of depreciation is applied on the cost of additions, while no depreciation is charged on assets deleted during the year.

Minor renewals or replacements, maintenance, repairs and profit or loss on disposal of fixed assets are charged to income. Major renewals and improvements are capitalized.

1.3.2 Assets subject to finance lease are stated at the lower of present value of minimum lease payments under the lease agreements and the fair value of the asset less depreciation at the rates and basis applicable to company owned assets. The related obligations of the lease are accounted for as liabilities.

1.4 Stores and spares

These are valued at cost using the moving average method.

1.5 Stock - in - trade

Stock of raw materials, except for raw materials - in - transit, work - in - process and finished goods are valued principally at lower of average cost and net realizable value. Cost of work - in - process and finished goods comprise cost of direct materials, labour and appropriate manufacturing overheads.

Raw materials - in -transit are stated at cost comprising invoice values plus other charges paid thereon.

Net realizable value signifies the estimated selling price in the ordinary course of business less costs necessarily to be incurred in order to make a sale.

1.6 Foreign currencies

Assets and liabilities in foreign currencies except for foreign currency balance covered by forward exchange risk cover are translated into rupees at the exchange rates prevailing at the year end. Foreign currency balance covered by forward exchange risk cover are converted at forward rates. Exchange differences are charged to income.

1.7 Pension scheme

The company operates a pension scheme for its permanent employees. In April 1997, a Pension Trust Fund was formed with intent to operate a funded pension scheme. Actuarial valuation to determine the obligation under the scheme is carried out using the Accrued Benefit Valuation (ABV) method. Under this method the contribution rate of each employee is computed as a percentage of basic salary, which on the actuarial assumption, would be sufficient to provide for the pension benefit, had the scheme existed when he joined the company.

1.8 Gratuity

The scheme, administered by a Board of Trustees, covers all employees. Based on a graduated scale under the scheme, the liability is calculated with reference to the last drawn salary and length of service of employees. All sums due at the year end are contributed to the Employees Gratuity Fund Trust.

1.9 Revenue recognition

Sale of goods is recognized on delivery of goods to customers.

1.10 Investments

These are stated at cost. Provision for diminution in value of investments is deducted from cost wherever applicable.

	1997 (Rupees in thousands	1996 3)
2. ISSUED, SUESCRIBED AND PAID UP CAPITAL		
2,542,857 (1996: 2,542,857) ordinary shares of		
Rs. 10 each fully paid in cash 5,466,531 (1996:5,466,531) ordinary shares of	25,429	25,429
Rs. 10 each issued as fully paid bonus shares	54,665	54,665
	80,094	80,094
	1997	1996

(Rupees in thousands)

RESERVES

Movement in and composition of reserves is as follows:

Revenue General reserve

At the beginning of the year Transfer from profit and loss account	6,000	339,000 37,000
	382,000	
4. REDEEMABLE CAPITAL-NON PARTICIPATORY		
This is composed of:		
Long - term running		
finance 1	-	2,813
finance 2		8,168
	5,670	10,981
Less: Current portion shown		
under current liabilities		5,311
	2,954	5,670

Security

The long-term running finances are secured by an equitable mortgage upon the immovable property of the company convertible at the lenders option into an English mortgage and a hypothecation of current and future movable assets of the company ranking pari passu with each other and with the charges in favour of the foreign currency loans referred to in Note 5 and subject to the hypothecation on short-term running finance referred to in Note 8.

Long-term running finance 1

This was obtained from National Development Finance Corporation (NDFC) under mark- up arrangements. Under these arrangements plant and machinery owned by the company amounting to Rs. 17.4 million was sold to NDFC and was deemed to have been immediately repurchased by the company at the price paid by NDFC plus a mark - up computed at the rate of approximately Re. 0.62 per Rs. 1,000 per diem. In the event of the company paying the long - term running finance or the mark - up or any part thereof on or before the due dates, the Corporation may allow the company a proportionate rebate at the rate of Re. 0.54 per Rs. 1,000 per diem. This liability was discharged during the year.

Long-term running finance 2

This has been obtained from National Development Finance Corporation (NDFC) under mark - up

arrangements. Under these arrangements, plant and machinery owned by the company amounting to Rs. 16.3 million was sold to NDFC and was deemed to have been immediately repurchased by the company at the price paid by NDFC plus a mark - up computed at the rate of approximately Re. 0.61 per Rs. 1,000 per diem. In the event of the company paying the long - term running finance or the mark - up or any part thereof on or before the due dates, the Corporation may allow the company a proportionate rebate at the rate of Re. 0.38 per Rs. 1,000 per diem.

The outstanding balance is repayable in 4 equal half yearly installments, inclusive of the mark - up thereon, commencing after disbursement of the full amount of the running finance.

Significant investments are subject to the Corporation's prior approval.

	1997 (Rupees in thousands)	1996)
5. LONG - TERM LOANS		
Long - term loans		
Foreign currency loan - secured		
SWF 973,124 (1996: SWF 1,946,248)	11,458	22,916
Less: Current portion shown under current liabilities		
SWF 973,124 (1996: SWF 973, 124)	11,458	11,458
	-	11,458

Foreign currency loan

The foreign currency loan has been obtained from International Finance Corporation and the outstanding balance is repayable in Swiss Francs in 2 equal half yearly instalments. The interest on the loan is payable quarterly at a rate of 6 - 5 / 8% per annum.

Security

The loan is secured by an equitable mortgage upon the immovable property of the company convertible at the lenders option into an English mortgage and a hypothecation of current and future movable assets of the company ranking pari passu with the charges in favour of the long - term running finances referred to in Note 8.

The company shall maintain a current ratio of 1.15 and debt equity of 2:1 before payment of cash dividend.

6. LIABILITIES AGAINST ASSETS SUBJECT TO FINANCE LEASE

The value of minimum lease rental payments was discounted at an implicit interest rate ranging from 18.85% to 23% per annum to arrive at their present value. The amount of future payment and the periods during which they will fall due were:

	1997 (Rupees in thousands)	1996
No		
Year ending June 30, 1997 Less: Unamortised financial charges	-	3,893 254
Less: Current portion shown under current liabilities		3,639 3,639
	-	-
7. DEFERRED TAXATION		
The liability for deferred taxation comprises the timing differences		
Balance at the beginning of the year	11,000	13,200
Provision/(reversal) for the year	(3,000)	(2,200)
	11,000	8,000
8. SHORT- TERM RUNNING FINANCES AND		
OTHER CREDIT FACILITIES - SECURED		
Short - term running finances	215,422	-
-		

8.1 Short - term running finances available from commercial banks under mark up arrangements amount to Rs. 475 million (1996: Rs. 475 million). The rate of mark up ranges between paisa 45 to paisa 60 per thousand per diem. The facility is secured by way of pari passu charge against hypothecation of stock & stores.

8.2 Of the aggregate facility of Rs. (thousands) 995,000 (1996: Rs. (thousands) 1,273,000) for opening

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letters of credit and Rs. (thousands) 71,470 (1996: Rs. (thousands) 26,210) for guarantees, the amount utilised at June 30, 1997 was Rs. (thousands) 202,460 (1996: Rs. (thousands) 490,940) and Rs. (thousands) 67,450 (1996: Rs. (thousands) 15,210) respectively. The facility is secured by way of pari passu charge against hypothecation of stock & stores.

8.3 An additional facility for guarantees, Rs. (thousands) Nil (1996: Rs. (thousands) 41,708) was utilised as explained in Note 10 as at June 30, 1997. This facility is secured by a second charge on immovable properties, machinery and electrical equipments.

	1997 (Rupees in thousands)	1996
9. CREDITORS, ACCRUED AND OTHER LIABILITIES		
9.1 These are composed of:		
Creditors	147,601	182,485
Bills payable	259,976	235,265
Accrued liabilities	24,964	28,850
Advances from customers	15,147	9,855
Deposits - Note 9.2	9,747	11,358
Mark up accrued on lease finance		46
Mark up accrued on secured loans		
and running finances	12,454	3,219
Royalties	12,541	10,479
Performance bonus payable		41,650
Workers' profit participation fund - Note 9.3	6,189	9,421
Workers' welfare fund	8,424	10,726
Unclaimed dividend	3,123	2,576
Pension fund payable	423	28,533
Others	7,071	5,904
	507,660	580,367

9.2 Deposits from dealers/contractors, by virtue of agreement, are interest free, repayable on demand and used in company's business.

9.3 Workers' profit participation fund:

Balance at the beginning of the year Allocation for the year	9,421 5,221	7,484 8,560
Amount available	14,642	16,044
Interest provided on funds utilised in company's business	107	162
Amount paid to workers & government	14,749 8,560	16,206 6,785
Balance at the end of the year	6,189	9,421

10. CONTINGENCIES AND COMMITMENTS

10.1 Guarantee aggregating Rs. (thousands) Nil (1996: Rs. (thousands) Nil) was provided by commercial banks in favour of Privatisation Commission for the acquisition of 41% shares of Bolan Castings Ltd. This facility was secured against second charge on assets of the company and pledge of total number of 2,265,407 shares of BCL as set out in Note 8.3. The balance outstanding on the acquisition of shares was fully paid during the year ended June 30, 1996.

10.2 Guarantees to bank for repayment of loan by employees Rs. (thousands) 2,002 (1996: Rs. (thousands) 2,264).

10.3 Claims not acknowledged by the company as debts Rs. (thousands) 7,713 (1996: Rs. (thousands) 16,872).

10.4 Commitments in respect of capital expenditure Rs. (thousands) Nil (1996: Rs. (thousands) Nil).

11. OPERATING FIXED ASSETS - TANGIBLE

11.1 The following is a statement of the operating fixed assets:

Cost to	Additions/	Cost to		Book value	Annual	Depreciation
June 30,	(deletions)	June 30,	Accumulated	as at June	rate of	charge for
1996	(Adjustments)	1997	depreciation	30, 1997	depreciation	the year

%

(Rupees in thousands)

1997		30,599	467,261	254,255	213,006		26,662
	13,333	(13,333)	0	0	0	-	0
Furniture and fixture	503	(503)	0	-	-	10	-
Computers		(3,751)	0	-	-	33	-
Vehicles	9,079	(9,079)	0	-	-	20	-
Assets subject to finance lease							
		(2,492)					
	439,154	30,599	467,261	254,255	213,006	-	26,662
Computers	8,752	5,069	13,821	11,150	2,671	33	1,315
		(2,391)					
Vehicles	28,481		44,012	20,992	23,020	20	5,755
Furniture, fixture and equipments	15,861	1,603 (101)	17,363	10,728	6,635	10-20	812
Tools and equipments	- 1 -	259	37,510		11,524		2,034
Plant and machinery		2,591		114,729			8,780
leasehold land (Note: 11.2)	2,900	-	2,900	725	2,175	5	145
Office building on							
Building on freehold land	141,073	3,155	144,228	69,945	74,283	10-5	7,821
- Leasehold	8	-	8	-	8	-	-
Land - Freehold	13,675	-	13,675	-	13,675	-	-

(15,825) _____ _____ _____ _____ 1996 431,275 45,548 452,487 228,547 223,940 27,828 (24,336) -----_____ -----_____

The asset acquired under the finance lease is transferred to the own assets on the completion of the lease payments.

11.2 Purchased office building at Karachi for Rs. (thousands) 2,900 on lease for 55 years. Keeping in view its expected useful life, it is amortised over 20 years \$5\$ per annum.

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

	1997	1996
	(Rupees in thousands)
Cost of goods sold - Note 21	19,878	21,592
Selling & distribution expenses - Note 22.1	1,929	1,375
Administrative & general expenses - Note 22.2	4,855	4,861
	26,662	27,828

11.3 Disposal of operating fixed assets

Detail of certain fixed assets sold during the year are as follows:

Particulars of assets	Basis of sales	Sold to	Cost	Accumulated depreciation	Book value	Sale proceeds
				(Rupees in th	ousands)	
Motor cars	Company's Car Scheme	Employees				
		Mr. K.A. Waheed	344	69	275	275
		Mr. Rehan Qureshi	138	93	45	45
		Mr. Tayyam Ahmad	268	53	215	215
		Mian M. Toufique	279	56	223	223
	Accident	Claim received from				
		Adamjee Insurance Co.	848	170	678	820
Pick up	Tender Negotiation	Mr. Javed Mansoor, Sarqodha	245	234	11	10
Tractors	-	- do -	76	69	7	7
		- do -	73	43	30	30
		- do -	120	110	10	10
AC and Fridge	Company Scheme	Mr. K.A. Waheed (Employee)	44	4	40	22
Steel Almirah	Negotiation	Mr. Imtiaz Ahmed (Employee)	1	1	0	1
Training equipment	Tender Negotiation	Mr. Javed Mansoor, Sargodha	56	52	4	4
			2,492	954	1,538	1,662

1997 1996

(Rupees in thousands)

12. CAPITAL WORK - IN - PROGRESS

This consists of:		
Civil works and building	1,127	184
	1,127	184
	1997	1996
	(Rupees in thousands))
13. LONG - TERM INVESTMENT - AT COST		
In subsidiary companies:		
Bolan Castings Limited (quoted company)		
2,290,407 (1996:2,265,407) fully paid ordinary		
shares of Rs. 10/- each - Note 13.1	55,819	55,616
Millat Equipment (Pvt) Ltd.		
7 (1996: 7) fully paid ordinary shares of		
Rs. 10/- each - Note 13.2	-	-
In associated companies:		
Arabian Sea Country Club Limited (unquoted company)		
1,500,000 (1996:500,000) fully paid ordinary		
shares of Rs. 10/- each - Note 13.3	5,000	5,000
Other investments:		
Baluchistan Wheels Limited (quoted company)		
1,050,000 (1996: 1,050,000) fully paid ordinary		
shares of Rs. 10/- each - Note 13.4	8,500	8,500
	69,319	69,116

13.1 The company acquired 2,290,407 fully paid ordinary shares of Rs. 10 each out of which 2,265,407 shares were acquired through Privatization Commission in open bidding @Rs. 24.55 per share alongwith management control. The above investment represents 41.45% of the issued ordinary share capital of subsidiary company Mr. L. K. Hashni is Chief Executive of the company (1996: Mr. L.K. Hashmi). The stock exchange quoted price of ordinary shares of BCL as at June 30, 1997 was Rs. 6.95 per share. No provision has been made for diminution in value as it is considered temporary in the context of the company's intention to hold these investment on a long term basis, and the management's opinion is that the acquisition price is a fair reflection of the current market price of this lot of shares with management control.

13.2 The company has formed a subsidiary company through nominee shareholders in the name of Millat Equipment (Pvt) Ltd. which has not commenced any business to date. The break-up value of each ordinary share of Rs. 10 is Rs. 10 (1996: Rs. 10) as per last available audited accounts of the subsidiary company for the year ended June 30, 1996. Chief Executive of the company is Mr. Schail Bashir Rana. (1996: Mr. Shoail Bashir Rana).

13.3 The above investment represents 12.82% (1996: 12.82%) of the issued ordinary share capital of the associated company. The break-up value of each ordinary share of Rs. 10 is Rs. 10 (1996: Rs. 10) as per last available audited accounts of the associated company as at June 30, 1996. Chief Executive of the company is Mr. Zaeem Lutfi (1996: Mr. Zaeem Lutfi).

13.4 The above investment represents 9.06% (1996: 9.06%) of the issued ordinary share capital of the company. The break-up value of each ordinary share of Rs. 10 is Rs. 17.55 (1996: Rs. 17.24) as per last available audited accounts of the company as at June 30, 1996. The Stock Exchange quoted price of ordinary shares of BWL as on June 30, 1997 was Rs. 27.25.

1997 1996 (Rupees in thousands)

14. LONG - TERM LOANS - CONSIDERED GOOD

Other employees	3,001	3,423
Executives	616	495
Less: Current portion included in current assets - Note 19		
	8,705	10,494
Other employees	7,102	8,824
Executives	1,603	1,670

3,918	3,617
6,576	5,088

These include:-

- Interest free loans to executives and employees for purchase of residential plots, furniture, fixture etc. aggregating Rs. (thousands) 4,523 (1996: Rs. (thousands) 5,897) which are unsecured.

- Interest free loans to employees aggregating Rs. (thousands) 4,182 (1996: Rs. (thousands) 4,597) which are secured by joint registration of motor cycles in the name of the employees and the company.

The maximum aggregate amount at any time during the year due from the Chief Executive was Rs. (thousands) Nil (1996: Rs. thousands) 2,160), directors Rs. (thousands) Nil (1996: Rs. (thousands) Nil) and executives Rs. (thousands) 2,123 (1996: Rs. (thousands 1,718). There were no loans to employees outstanding for more than three years.

15. STORES AND SPARES

Most of the items of stores and spares are of inter - changeable nature and can be used as machine spares or consumed as stores. Accordingly, it is not practicable to distinguish stores from spares until their actual usage.

16. STOCK - IN - TRADE

	1997	1996
	(Rupees in thousands)	
Raw materials		
Including in transit Rs. (thousands) 262, 334		
(1996: Rs. (thousands) 206,486)	639,082	511,214
Work - in - process	26,040	22,382
Finished goods - Manufactured	52,710	23,207
- Trading	105,095	72,370
Others	680	1,221
Less: Provision for slow moving / obsolete stock	(15,226)	(8,504)
	808,381	621,890

Included in stocks are goods held with third parties amounting to Rs. (thousands) 24,024 (1996: Rs. (thousands) 20,780).

17. TRADE DEBTS 10,032 48,770 Considered good 8,322 8,267
Considered doubtful 8,322 8,267
Less: Provision for doubtful debts 8,322 8,267
10,032 48,770

All debts are unsecured except for Rs. (thousands) 1,796 (1996: Rs. (thousands) Rs. 2,750) which are secured by deposits. All debts are considered good.

18. LOANS, ADVANCES, DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

Current portion of long term loans to employees - Note 14	3,617	3,918
Advances considered good:		
to employees - Note 18.1	4,989	683
to suppliers	23,681	23,327
Less: Provision for doubtful debts	1,549	949
	22,132	22,378
Trade deposits and prepayments	2,412	2,943
Amounts recoverable from statutory authorities for octroi:		
Considered good	1,100	1,020
Income tax recoverable Letter of credit - opening charges	16,135	264
and import licence fee	39	1,374
Return accrued on time deposits	175	175
Other receivables - considered good	25,161	24,404

75,760	57,159

18.1 Included in advances to employees are amounts due from the Chief Executive Rs. (thousands) Nil (1996: Rs. (thousands) Nil), directors Rs. (thousands) Nil (1996: Rs. (thousands) Nil) and executives Rs. (thousands) 1,852 (1996: Rs. (thousands) 191).

The maximum aggregate amount at any time during the year due from the Chief Executive was Rs. (thousands) Nil (1996: Rs. (thousands) Nil), directors Rs. (thousands) Nil (1996: Rs. (thousands) Nil) and executives Rs. (thousands) 2,850 (1996: Rs. (thousands) 858).

19	97		1996
(Rupees	in	thousands)	

19. CASH AND BANK BALANCES

The balances were held At banks On deposit accounts: 8,498 7,372 Foreign currency - Note 19.1 Local currency 3,500 On current accounts 43,579 100,001 On dividend accounts 143 757 55,720 108,130 In hand - cash 9 167 - Demand drafts 23,501 4,366 79,230 112,663 ----------

19.1 Foreign currency bank balances US\$ (thousands) 211 (1996: US\$ (thousands) 211) represent remittances received from customers against import of tractors under the gift baggage scheme of the State Bank of Pakistan. Delivery had been made to customers and now this amount can be utilised only for the import of tractors by the company.

20. SALES

Manufactured goods less commission		
Rs. (thousands) 12,649		
(1996: Rs. (thousands) 50,397)	1,969,090	3,150,414
Trading goods less commission		
Rs. (thousands) 4,539		
(1996: Rs. (thousands) 6,489)	80,296	
		3,309,524
	1997	1996
	(Rupees in thousand	s)
21. COST OF GOODS SOLD		
Manufactured goods:		
Components consumed less recoveries from		
sale of scrap Rs. (thousands) 4,065		

sale of scrap Rs. (thousands) 4,065		
(1996: Rs. (thousands) 9,029)	1,610,538	2,582,334
Salaries, wages and amenities	62,164	114,646
Pension contribution	3,840	33,348
Fuel and power	7,434	8,154
Rent, rates and taxes	-	18
Travelling and motor running	4,533	3,959
Insurance	4,510	3,228
Repair and maintenance	4,298	4,455
Stores and supplies	7,736	8,988
Royalty charges	32,328	30,029
Depreciation	19,878	21,592
Other expenses	,	3,009
		2,813,760
Add: Opening work - in - process	22,382	30,033
Less: Closing work - in - process		(22,382)
Cost of goods manufactured	1,767,939	2,821,411
Add: Opening stock - Manufactured goods	23,207	25,738
Less: Closing stock - Manufactured goods		(23,207)

	1997	1996
	1,797,913	2,941,201
	61,959	117,929
Less: Closing stock	(105,095)	(72,370)
Purchases	94,684	125,156
Opening stock	72,370	65,143
Trading goods:		
	1,735,954	2,823,272
Transfer to - W.I.P (combine project)	(2,482)	(670)

(Rupees in thousands)

22. SELLING, ADMINISTRATIVE AND GENERAL EXPENSES

22.1 Selling and distribution expenses	22.1	Selling	and	distribution	expenses
--	------	---------	-----	--------------	----------

Salaries and amenities	17,540	30,231
Pension contribution	1,333	11,711
Travelling and motor running	4,554	4,676
Rent, rates and taxes	398	345
Insurance	2,203	1,535
Repair and maintenance	296	254
Electricity and gas	711	803
Postage, telephone and telegrams	1,737	1,524
Printing and stationery	785	1,180
Free service	1,831	3,772
Advertisement and sale promotion	4,436	5,148
Depreciation	1,929	1,375
Other expenses	3,443	3,366
	41,196	65,920
22.2 Administrative and general expenses		
Salaries and amenities	39,176	53,294
Pension contribution	2,423	19,616
Travelling and motor running	6,634	6,552
Insurance	1,975	1,480
Rent, rates and taxes	39	24
Repair and maintenance	4,321	4,915
Electricity and gas	964	1,121
Postage, telephone and telegrams	1,781	1,638
Printing and stationery	1,252	1,734
Advertisement	340	233
Entertainment	920	740
Legal and professional charges - Note 22.3	2,116	1,530
Donations - Note 22.4	208	110
Depreciation	4,855	4,861
Other expenses	1,265	1,200
Provision for		
- Doubtful trade debtors	633	466
- Obsolete / slow moving stocks	15,226	8,504
- Regulatory duty	-	10,446
	84,128	118,464
	125,324	184,384

1997 1996 (Rupees in thousands)

22.3 Legal and professional charges include the following

in respect of auditors services for:

Statutory audit Ilyas Saeed & Co. Ford, Rhodes, Robson, Morrow	45 45	42 41
	90	83
Special assignment for royalty, trade mark and sundry accounting services (Ilyas Saeed & Co.)	27	27

Out of pocket expenses

Ilyas Saeed & Co.	3	2
Ford, Rhodes, Robson, Morrow	2	3
	5	5
	122	115

22.4 None of the directors or their spouses had any interest in any of the donees.

23. OTHER INCOME

25. OTHER CHARGES		
	(Rupees in thousand	
	1997	1996
	38,148	33,542
Financial charges on finance lease	230	1,349
Bank charges and commission		1,269
Interest on workers' profit participation fund	107	162
foreign currency loans - secured	1,979	3,08
Interest including other charges on long - term		
Mark up on short - term running finance - secured	34,326	24,939
Mark up on long - term running finance - secured	648	2,736
24. FINANCIAL CHARGES		
	16,414	20,800
Dividend income	2,100	
Sundry income		1,325
Scrap sale - others	452	3,301
Foreign currency transaction gain / (loss)	971	709
- on advances to suppliers	5,319	7,615
Mark up - on bank deposits	438	6,366
Net profit on disposal of fixed assets	124	83

Workers' profit participation fund	5,221	8,560
Workers' welfare fund	1,795	3,424
	7,016	11,984
26. PROVISION FOR TAXATION		
For the year - current	34,543	64,600
- deferred	(3,000)	(2,200)
	31,543	62,400

27. REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

27.1 The aggregate amounts charged in the accounts for the year for remuneration, certain benefits, to the Chief Executive, Directors representing employees and executives of the company are as follows:

	Chief Ex	ecutive	Directors		Execut	ives
	1997	1996	1997	1996	1997	1996
Number of persons	1	1	6	6	66	48
Remuneration	868	763	3,130	2,869	21,547	16,633
House rent	292	254	882	769	4,138	2,855
Contribution to provident						
and gratuity funds	448	376	1,164	980	5,069	3,339
Pension contribution	110	66	333	200	1,590	773
Medical expenses	67	43	562	172	1,365	956
Utilities	111	101	366	270	1,007	736
Other reimbursable expenses	366	327	1,216	1,128	2,052	1,742
	2,262	1,930	7,653	6,388	36,768	27,034

The company also provides the Chief Executive, certain Directors and executives with free transport and residential telephones.

27.2 Remuneration to other directors:

Aggregate amounts charged in the accounts for the year for fee to directors was Rs. (thousands) Nil (1996:2 directors Rs. (thousands) 2).

28. TRANSACTIONS WITH ASSOCIATED COMPANIES

The company purchased goods and services from associated companies aggregating Rs. (thousands) 148,176 (1996: Rs. (thousands) 166,870).

	1997 Units	1996 Units
29. CAPACITY AND PRODUCTION		
Plant capacity (single shift) Actual production	15,000 5,523	15,000 9,591

The shortfall in production was due to the drop in sales.

30. RATES OF EXCHANGE

Assets in foreign currency have been translated into Rupees at Pound Sterling 1.4959 (1996: Pound Sterling 1.8467) and US\$ 2.4822 (1996: US\$ 2.8320) equal to Rs. 100. Liabilities in foreign currency have been translated into Rupees at Pound Sterling 1.4738 (1996: Pound Sterling 1.8193), US\$ 2.4568 (1996: US\$ ~8320) and SWF 8.4931 ~1996: SWF 8.4931) equal to Rs. 100.

31. COMPARATIVE FIGURES

31.1 Corresponding figures of the previous year have been rearranged, where necessary, for the purposes of comparison.

Director

31.2 Figures have been rounded off to the nearest thousand of rupees.

Chairman & Chief Executive

STATEMENT UNDER SECTION 237 OF THE COMPANIES ORDINANCE, 1984

Statement under Sub - section 1 (e)

Sub - section 1 (e)	Bolan Castings Mill Ltd.	lat Equipment (Pvt) Ltd.		
	(Rupees in thousands)			
(a) Extent of the interest of the holding				
company in the equity of its				
subsidiaries at the end of the last				
financial year of the subsidiaries	41.45%	100%		
(b) The net aggregate amount so as				
it concerns members of the holding				
company and is not dealt with in				
{he company's-accounts of the				
subsidiary's profits after deducting its				
losses or vice versa				
(i) For the financial years of the				
subsidiaries	472	Nil		
(ii) For the previous financial				
years of the subsidiaries since it				
became the holding company's				
subsidiaries	9,248	Nil		
(c) The net aggregate amount of profits				
of subsidiaries after deducting its				
losses and vice versa				
(i) For the financial years of the				
subsidiaries	1,138	Nil		
(ii) For the previous financial				
years of the subsidiaries since it				
became the holding company's				
subsidiary	22,311	Nil		

TRACTOR DEALERS

PUNJAB

Northern Motors, Rawalpindi Ahmer Brothers, Attock Friends Corporation, Mandi Bahauddin Hassan Corp., (Pvt) Ltd., Gujranwala Zeshan Tractors, Gujrat Kashmir Tractors, Jhelum Globe Automobiles (Pvt) Limited, Lahore Zamindar Tractors & Equip., Kasur Shahrah Autos (Pvt) Ltd., Sheikhupura Mohammad Yousaf & Co., Faisalabad Sheraz Tractors, Toba Tek Sing Armed K. Agencies, Jhang Sahiwal Tractor House (Pvt) Ltd., Sahiwal Rana Traders, Arifwala Khawaja Autos, Okara Mumtaz Trading Corporation, Sargodha Super United Tractors, Mianwali Shaheen Tractor House, Bhakkar Multan Autos (Pvt) Ltd., Multan Chenab Tractor House, Muzaffargarh Universal Autos, D.G. Khan Shahbaz Auto Agency, Jampur Haleem Sons, Khanewal Thai Tractor Dev., Corp., Leiah AI-Hassan Traders, Bahawalpur Panjnad Tractors (Pvt) Ltd. R.Y. Khan Vehari Tractors, Vehari Sutlej Traders, Chishtian Sargroh Services (Pvt) Ltd. Bahawalnagar Shabbir Trading Co., Depalpur lqbal Enterprises, Chakwal Al-Mumtaz Agencies, Sialkot Kissan Brothers, Kasur Usman Enterprises, Lahore Shadab Tractors, Lahore Khushab Tractor House, Jauharabad Zarkhez Tractor and Equipment Co., Hasilpur Mian Tractors, Lodhran Al-Jabbar Tractors, Sialkot

BALUCHISTAN

National Agricultural Engineering & Services, Jhat Pat Daavi Autos, Quetta Zamindar Tractors, Pishin Bolan Tractor House, Loralai

N.W.F.P.

Indus Autos, D.I. Khan Kurram Tractors (Pvt) Ltd., Bannu Kohat Automobiles, Kohat Samir Tractor Agency, Parachinar Mardan Tractors, Mardan Ghulam Muhammad Auto Store, Swat Hunza Motors, Gilgit Tractor House, Charsadda Tractor House, Peshawar Afghan Tractors House, Malakand

SIND

Popular Tractor Co., Sukkur Larkana Tractor House, Larkana Sind Trading Company, Jacobabad Good Luck Tractor Co., Khairpur AI-Madina Motors, Shikarpur Shabbir Tractors, Nawabshah Pakistan Zari Industries, Hyderabad Mehran Trading Co., Sanghar

SPARE PARTS DEALERS

Mian Autos, Lahore Hudiara Agencies, Lahore Malik Tractors, Lahore Muslim Tractor Corp., Lahore Ghazi Autos, Lahore Pak Tractor House (Pvt) Ltd., Lahore Sadar Auto Traders, Lahore Farhah Tractors, Lahore Azhar Agencies, Lahore Shah Autos, Pattoki Universal Tractors, Okara Fareed Auto Store, Depalpur Madina Tractors, Muridkey Riaz Autos, Sheikhupura New Kissan Autos, Hafizabad Kissan Tractor House, Sialkot Madina Autos Services, Sambarial Mukhtar Autos, Sahiwal Madina Autos, Arifwala Crescent Autos, Pakpattan Madina Autos, Burewala Nawaz Auto Store, Multan Ishtiaq Auto Store, Multan M. Latif & Brothers, Mian Channu Hafiz Autos, Jehanian Afzal Auto Store, Khanewal Nazar Tractor Workshop, Alipur Farooq Brothers, Kot Addu Sarsabz Auto Store, Rajanpur Nasir Khan Autos, Leiah Pak Autos, Pirmahal Idrees & Company, Faisalabad Ali Imran Autos, Chiniot New Abrar Tractor Centre, Sargodha Pak Auto Store, Haroonabad Mushtaq Parts Centre, Gujrat Mukhtar Autos, Daska Malik Tractor Autos, Rawalpindi Piracha Auto Agency, Bhalwal Kissan Tractor House, Wazirabad

N.W.F.P.

Millat Tractor House, Mardan Quresh Mechanical Engineering Works, Kurram Agency

Lahore Autos, Charsadda

SIND

Genuine Tractors, Hyderabad

WORKSHOPS

ATTOCK

Al-Muthidda Engg. Workshop, Attock Ramzan Tractor Workshop, Mathial Chowk Sargodha Diesel Workshop, Pindi Gheb Sargodha Repairing Workshop, Talagang

ARIFWALA

Rana Traders Tractor Workshop, Qaboola Rana Traders Tractor Workshop, Trikhani Adda

BANNU

Khalid Tractor Workshop, Bannu Gul Tractor Workshop, Lakki Umer Nyaz Tractor Workshop, Domel Jillani Tractor Workshop, Miran Shah

BHAKKAR

Shaheen Tractor Workshop, Hyderabad Thall Yousaf Tractor Workshop, Dulewala

BAHAWALNAGAR

Mughal Tractor Workshop, Haroonabad Chaudhry Tractor Workshop, Minchanabad Sadiq Tractor Workshop, Faqir Wali

Mughal Tractor Workshop, Donga Bonga

BAHAWALPUR

Najamal Tractor Workshop, Yazman Mandi Al-Noor Tractor Workshop, Noorpur Naranga Manzoor Tractor Workshop, Uch Sharif Itefaq Tractor Workshop, Bunglow Tailwala Shaheen Tractor Workshop, Ahmadpur East

CHARSADA

Rahim Tractor Workshop, Sardary Madina Tractor Workshop, Charsada

CHAKWAL

Naseer Auto Workshop, Dhulian Ibrar Auto Workshop, Mulhal Mughlan

CHISTIAN

Mushtaq Tractor Workshop, Fort Abbas Moughal Tractor Workshop, Chishtian

DERA ISMAIL KHAN

Zulfiqar Tractor Workshop, Pahar Pur

DERA GHAZI KHAN

Abbas Tractor Workshop, Choti Zareen Arbab Tractor Workshop, Taunsa Sharif Nawaz Tractor Workshop, Kot Chutta

FAISALABAD

Khan Tractor Workshop, Faisalabad Dilbar Hameed Tractor Workshop, Sammundri Akram Tractor Workshop, Tandilanwala Rashid Tractor Workshop, Jaranwala Sabar Tractor Workshop, Jaranwala Moughal Tractor Workshop, Samundri

GUJRAT

Tariq Tractor Workshop, Kharian

GUJRANWALA

Wazirabad Tractor Workshop, Wazirabad Hussain Tractor Workshop, Pindi Bhattian Yasin Tractor Workshop, Nowshera Virkan Mughal Tractor Workshop, Kamoke Dar Tractor Workshop, Mhando Madina Auto, Alipur Chatta Minhas Tractor Workshop, Hafizabad

HASILPUR

Friends Tractor Workshop, Khairpur Tamiwali Khalid Javed Tractor Workshop Jamal Pur Ghulam Farid Tractor Workshop, Vehari Road Idrees Tractor Workshop, Mandi Chuna Wali

HYDERABAD

Javed Tractor Workshop, Tando Jam Sind Tractor Workshop, Hala

JHELUM

Latif Auto Store Workshop, Bhimber Iqbal Tractor Workshop, Mirpur Kashmir Tractor Workshop, Muzaffar Abad Bismillah Tractor Workshop, Jatlian Kashmir Tractor Workshop, Kotli Gujranwala Tractor Workshop, Chakswari Sargodha Tractor Workshop, Bhimber Kashmir Tractor Workshop, Dina

JHANG

Yaseen Tractor Workshop, Gojra More Younas Tractor Workshop, Shorkot Ahmed K. Agencies, Chiniot Al-Nawaz Tractor Workshop, Garh More

JAUHARABAD

Ashraf Tractor Workshop, Rang Pur Bhagoor Hafeez Tractor Workshop, Quaidabad Azad Tractor Workshop, Noor Pur Thal

JAM PUR

Gul Muhammad Tractor Workshop, Rajan Pur Allah Baksh Tractors Workshop, Jam Pur

JACOBABAD

Ustad Adoo Tractor Workshop, Kand Kot Abdul Jabbar Tractor Workshop, Kashmore Abdul Latif Tractor Workshop, Thull

KASUR

Yousaf Tractor Workshop, Bhai Phero Khokhar Tractor Workshop, Pattoki Zamindar Tractor Workshop, Chunian Kissan Tractor Workshop, Noor Pur Kissan Tractor Workshop, Noor Pur Kissan Tractor Workshop, Kudian Qalandri Tractor Workshop, Kangan Pur Kissan Tractor Workshop, Kot Radha Kishan Malik Tractor Workshop, Chunian Badar Din Tractor Workshop, Teeh. Sheikhum

KHANEWAL

Akram Tractor Workshop, Mian Channu Mukhtar Tractor Workshop, Abdul Hakeem Aslam Tractor Workshop, Kabirwala Sadiq Tractor Workshop, Jehanian

KOHAT

Ejaz Tractor Workshop, Kohat Sher Ali Tractor Workshop, Karya

LAHORE

Pakistan Tractor Workshop, Begumkot Zafar Tractor Workshop, Lahore Universal Tractor Workshop, Mohlanwal Highway Tractor Workshop, Manga Mandi Kissan Auto Services Tractor Workshop, Lahore Cantt. Madina Tractor Workshop, Raiwind

LEIAH

Mian Autos Tractor Workshop, Karor Lal Esan Altaf Tractor Workshop, Layyah

LODHRAN

Multan Tractor Workshop, Kahror Pacca Qadiri Tractor Workshop, Dunyapur lmran Tractor Workshop, Dunyapur Chudhry Tractor Workshop, Hagran

LARKANA

Saleem Akhtar Tractor Workshop, Dokri Sikandar Ali Tractor Workshop, Qambar All Khan Imtiaz Ahmad Tractor Workshop, Warah Shah Latif Tractor Workshop, Shahdad Kot

MARDAN

Minhaj Tractor Workshop, Swabi Umer Tractor Workshop, Takhtbhai

MALAKAND

Afghan Tractor Workshop, Malakand Afghan Tractor Workshop, Dir Afghan Tractor Workshop, Bajoor Afghan Tractor Workshop, Timergaraha Afghan Tractor Workshop, Batkhela

MANDI BAHAUDD1N

Friends Corp. Tractor Workshop, Phalia Friends Corp. Tractor Workshop, Gojra

MIANWALI

Super United Tractor Workshop, Kamar Mishani Younas Tractor Workshop, Piplan Millat Tractor Workshop, Wan Bachran

MULTAN

Shoab Tractor Workshop, Qadirpur Bismillah Tractor Workshop, Makhdoom Rashid Amin Tractor Workshop, Bohdla Sant Mehar Tractor Workshop, Multan Riaz Tractor Workshop, Jalalpur Pirwala Multan Tractor Workshop, Shuja Abad

MUZAFFARGARH

Mukhtar Tractor Workshop, Chowk Karm Dad Qureshi Nazar Tractor Workshop, Alipur Khadim Tractor Workshop, Rohalianwali AI Bilal Tractor Workshop, Kot Addu Bismillah Tractor Workshop, Chowk Sarwar Multan Tractor Workshop, B. M. Hazar Derwaish Tractor Workshop Shehr Sultan Bismillah Tractor Workshop, Jatoi

NAWABSHAH

Aslam Tractor Workshop, Nawab Shah Ghulam Qair Tractor Workshop, Qazi Ahmad Babar Tractor Workshop, Nowshero Feroz Khan Tractor Workshop, Kandaro Sohail Autos Tractor Workshop, Nawabshah

OKARA

Madina Tractor Workshop, Basirpur Khaliquia Tractor Workshop, Depalpur Khan Tractor Workshop, Haveli Lakha AI-Madina Tractor Workshop, Haveli Lakha Modem Tractor Workshop, Rajowal Naseer Tractor Workshop, Rajowal

PESHAWAR

Awami Tractor Workshop, Pandoo Peshawar New Peshawar Tractor Workshop, Khazana Millat Tractor Workshop, Pandoo Peshawar Peshawar Tractor Workshop, Peshawar New Awami Tractor Workshop, Peshawar

PARACHINAR

Samir Tractor Workshop, Sedda Samir Tractor Workshop, Parachinar

PISHIN

Agah Tractor Workshop, Chaman Zamindar Tractor Workshop, Muslim Bagh Zain-ud-Din Tractor Workshop, Gulstan. Zamindar Tractor Workshop, Mazai Adda

QUETTA

Ali Muhammad Tractor Workshop, Loralai Abdul Ghafoor Tractor Workshop, Qila Saifullah Nisar Ahmad Tractor Workshop, Zhob Lali Garrage Tractor Workshop, Kuchlak Daavi Autos Tractor Workshop, Kano Zai Naseeb Ullah Tractor Workshop, Zandra Shah Tractor Workshop, Drain Garh

RAWALPINDI

Sargodha Tractor Workshop, Kahuta Hakeem Tractor Workshop, Gujar Khan Ittefaq Tractor Workshop, Taxila Asghar Tractor Workshop, Mall Road, Rawat

RAHIM YAR KHAN

Anwar Mustafa Tractor Workshop, Banglow Minthar Panjnad Tractor Workshop, Sadiqabad Akhtar Tractor Workshop, Shahbazpur Jared Tractor Workshop, Kot Sabzal Ashraf Tractor Workshop, Kot Sabzal Ashraf Tractor Workshop, Khan Pur Rais Tractor Workshop, Zahir Pir Shaheen Tractor Workshop, Feroza Awami Tractor Workshop, Tranda Muhammad Pinnah

Nazar Tractor Workshop, Liaquat Pur

SIALKOT

Tariq Tractor Workshop, Shakargarh Adnan Tractor Workshop, Narowal Millat Tractor Workshop, Daska Khan Tractor Workshop, Chiwanda Amjad Tractor Workshop, Chowk Mundke Goraya

Afzal Tractor Workshop, Daska Riaz Tractor Workshop, Adamke Cheema Zamindara Tractor Workshop, Budiana Baba Tractor Workshop, Pasrur Awami Tractor Workshop, Narowal Al-Madina Tractor Workshop, Mundayki Goraya, Daska Manzoor Tractor Workshop, Shakargarh

SHEIKHUPURA

Javaid Tractor Workshop, Muridkey Rafique Tractor Workshop, Narang Mandi Malik Tractor Workshop, Kandi Faizabad Hamdan Tractor Workshop, Farooqabad Nazir Tractor Workshop, Khanqah Dogran Butt Tractor Workshop, Adda Manawala New Rehman Tractor Workshop, Shahkot Sharif Tractor Workshop, Nankana Sahib Bismillah Tractor Workshop, Nore Khunda Usman Tractor Workshop, Ahmad Pur Usman Tractor Workshop, Narang Mindi Usman Tractor Workshop, Narang Mindi Usman Tractor Workshop, Sharakpur

SARGODHA

Iqbal Tractor Workshop, Silanwali Afzal Tractor Workshop, Kot Momen Tariq Tractor Workshop, Bhera Zafar Tractor Workshop, Shahpur Iqbal Tractor Workshop; Bhalwal Akram Tractor Workshop, Bhagtanwala Saeed Tractor Workshop, Sahiwal Town Javed Tractor Workshop, Pull II

SAHIWAL

Sahiwal Tractor Workshop, Pakpattan Sahiwal Tractor Workshop, Arifwala Sahiwal Tractor Workshop, Chichawatni Sahiwal Tractor Workshop, Jidalnagar Sahiwal Tractor Workshop, Aimad Yar Sahiwal Tractor House Workshop, Adda Kabeer Sahiwal Tractor House Workshop, Adda Kassowal Sahiwal Tractor Workshop, Qaboola

SUKKUR

Mian Tractor Workshop, Kamber Moughal Tractor Works, Pannu Aqil Madina Tractor Workshop, Ghotki Sabir Tractor Workshop, Khanpur Hamed Tractor Workshop, Mirpur Mathelo Millat Tractor Workshop, Ubaro

SHIKARPUR

Qasim Tractor Workshop, Garhi Yaseen

SANGHAR

Rehman Tractor Workshop, Khapro

SWAT

Shah Hussain Tractor Workshop, Bunair Gulzar Tractor Workshop, Besham

TOBA TAKE SINGH

Sharaz Tractor Workshop, Gojra Sharaz Tractor Workshop, Kamalia Sharaz Tractor Workshop, Pirmahal Sharaz Tractor Workshop, Sandliawali

VEHARI

Zamindara Tractor Workshop, Gaggo Mandi Manzoor Tractor Workshop, Burewala Akram Tractor Workshop, Tibba Sultan Put Shahid Tractor Workshop, Maitla Chowk Al-Saleem Tractor Workshop, Garh More Asghar Tractor Workshop, Mailsi Asghar Tractor Workshop, Dakota Mughal Tractor Workshop, Burewala

COMPANY INFORMATION

BANKERS

National Development Finance Corp. Muslim Commercial Bank Ltd. Allied Bank of Pakistan Ltd. United bank Ltd. Habib Bank Ltd. Bank of America Standard Chartered Bank Emirates Bank International Ltd. Societe Generale French and International Bank Hong Kong and Shanghai Banking Corp. Ltd.

LEGAL ADVISORS

Walker Martineau Saleem Advocates and Legal Consultants Altaf and Altaf Advocates

REGISTERED OFFICE AND PLANT

Sheikhupura Road, Distt. Sheikhupura

REGIONAL OFFICES

Karachi 3-A, Faiyaz Centre, Sindhi Muslim Co-operative Housing Society

Multan Cantt. Garden Town, Shershah Road

Islamabad H. No. 22, St. No. 41, Sector F-6/1