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## **COMPANY INFORMATION**

### **BOARD OF DIRECTORS**

Mr. Muhammad Rasheed (Chairman)
Mrs. Tanveer Rasheed
Mr. Mansoor Rasheed (Chief Executive)
Mr. Saud Rasheed
Ms. Rizwana Rasheed
Mrs. Ayesha Mansoor
Mrs. Amina Saud

### **AUDIT COMMITTEE**

Mr. Saud Rasheed (Chairman) Mrs. Ayesha Mansoor Mrs. Amina Saud

### **CHIEF FINANCIAL OFFICER**

Mr. Muhammad Kamran

### **COMPANY SECRETARY**

Mr. Muhammad Kamran

#### STATUTORY AUDITORS

Amin, Mudassar & Co. Chartered Accountants

### **LEGAL ADVISOR**

International Legal Services

### **BANKERS**

The Bank of Punjab KASB Bank Limited United Bank Limited National Bank of Pakistan Habib Bank Limited Bank Alfalah Limited

### REGISTERED OFFICE

30-Sher Shah Block, New Garden Town, Lahore. Telephone: 042-35869827, 35842316, Fax: 042-35831846

### **FACTORY**

DANDOT R.S., Distt. Jhelum. Telephone: 0544-211371, 211491, Fax: 0544-211490

# SHARE REGISTRAR

Corplink (Pvt.) Ltd. Wings Arcade 1-K-Commerical, Model Town, Lahore. Telephone: 042-35839182, 35887262, Fax: 042-35869037

### **WEBSITE**

www.dandotcement.com



## **DIRECTOR'S REPORT TO THE SHAREHOLDERS**

The Board of Directors presents the reviewed condensed interim financial statements of the company for the half year ended December 31, 2010.

### **Operational Performance**

As disclosed in note no. 1 of these interim financial statements, the operations of the company were temporarily suspended during the first quarter of the period which were resumed in October, 2010. Following is the comparative data in M. Ton for the period under review:

Particulars	Second Qua	arter ended	Half Year ended		
Faiticulais	Dec. 2010	Dec. 2009	Dec. 2010	Dec. 2009	
Clinker production	54,895	14,818	54,895	69,150	
Cement production	50,650	16,728	50,650	72,513	
Cement dispatch	48,881	17,328	48,881	72,627	

### **Operating Results**

The comparative financial results of the company for the period are summarized as below and all the figures are in Rupees in thousands:

Particulars	Second Qua	arter ended	Half Year ended		
Faiticulais	Dec. 2010	Dec. 2010 Dec. 2009		Dec. 2009	
Net sales	189,302	44,674	189,302	233,269	
Gross loss	(74,455)	(74,976)	(136,429)	(126,572)	
Loss before taxation	(151,146)	(144,935)	(271,702)	(272,324)	
Netloss	(90,922)	(76,114)	(211,478)	(204,455)	

### **Future Prospects**

Industry:

The cement industry during the period under review has been on the mend. Despite weakening demand in domestic and international market, the domestic cement prices gained some strength and consolidated during the period.

Once the winter is over, cement demand and prices are likely to improve on anticipated revival in construction activities in the past flood scenario. However, steep rise in input cost is more than offsetting improvement in prices. Prevailing general inflation in the country has bolstered all input cost including raw material, packing material and transportation cost. The impact is more pronounced in an unabated rise in electricity cost and the rise in prices of coal.

### Company:

Energy efficiency, labour efficiency & productivity and right financial modeling, smooth plant operations are key factors to success of any cement plant. The management is committed for a balanced delivery of long term values to all stake holders including financers, employees and shareholders.

### **Auditors' Observations**

Due to the fact mentioned in note 5 of the reviewed condensed interim financial statements, current portion of the loan has not been classified in current liabilities. Due to closure of operations of the company in first quarter and financial crunch, the company was unable to pay dues of provident fund; However, management is very much confident that the payments will be regularized in subsequent period. Letters for the balance confirmations have been sent. Further, the directors have reasonable expectations that the company would be able to generate adequate resources in future to continue as going concern.

### Acknowledgement

The board of directors is thankful to all stakeholders including but not limited to bankers, employees, suppliers, distributors as well as regulators and shareholders for their continued support, cooperation and trust especially in crises tenure faced by the company in the period under review.

MANSOOR RASHEED

Chief Executive Lahore: March 05, 2011.



### **AUDITORS' REPORT TO THE MEMBERS ON REVIEW OF CONDENSED**

### INTERIM FINANCIAL INFORMATION

We have reviewed the accompanying condensed interim balance sheet of **Dandot Cement Co. Limited** as at December 31, 2010 and the related condensed interim profit and loss account, interim condensed cash flow statement and condensed interim statement of changes in equity together with the notes forming part thereof (hereinafter referred to as "interim financial information") for the half year then ended. Management is responsible for the preparation and presentation of this interim financial information in accordance with approved accounting standards as applicable in Pakistan. Our responsibility is to express a conclusion on this interim financial information based on our review.

### Scope of Review

We conducted our review in accordance with International Standard on Review engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

#### Basis for Qualified Conclusion

- As referred in note no. 5 to the interim financial information, current portion and overdue installments aggregating Rs.402.142 million have not been classified under current liabilities.
- (ii) As explained in note no.6.2 to the interim financial information, the company could not pay dues of the Provident Fund Trust.
- (iii) Loans from Bank of Punjab, KASB Bank Limited, Economic Affairs Division (EAD), ex-sponsors and amount receivable from ex-associates remained unconfirmed as referred to note nos.5, 6 and 7 to the interim financial information.
- (iv) These interim financial information have been prepared on going concern basis despite the fact that the company has accumulated losses of Rs.2,768.496 million. Its current liabilities exceed the current assets by Rs.1,631.974 million. The company could not pay the installments due of long term loan, short term loan and amount due to employees benefits amounting Rs.641.206 million. Consequently, note no.1.2 to the interim financial information is equivocal.

### **Qualified Conclusion**

Based on our review, with the exception of the matters described in preceding paragraphs, nothing has come to our attention that causes us to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with approved accounting standards as applicable in Pakistan.

CHARTERED ACCOUNTANTS
Engagement Partner: Muhammad Amin

Lahore: March 05, 2011.

FOURTY AND LIADULTIFO	Note	(Un-Audited) Dec 31, 2010 (Rupees in	(Audited) June 30, 2010 n thousand)
EQUITY AND LIABILITIES			
CAPITAL AND LIABILITIES			
SHARE CAPITAL AND RESERVES Authorised capital 100,000,000 (June 2010:100,000,000) ordinary shares of Rs.10 each		1,000,000	1,000,000
Issued, subscribed and paid-up capital Share premium reserve Accumulated loss		948,400 31,801 (2,768,496) (1,788,295)	948,400 31,801 (2,576,474) (1,596,273)
SURPLUS ON REVALUATION OF FIXED ASSETS		1,158,173 (630,122)	1,177,629 (418,644)
NON CURRENT LIABILITIES  Loan from banking companies Other loans Liabilities against assets subject to finance lease Deferred liabilities Long term advances and deposits	5 6	1,020,000 368,992 - - - 7,379 1,396,371	1,020,000 378,366 - 60,224 7,358 1,465,948
CURRENT LIABILITIES  Trade and other payables  Mark up accrued  Short term borrowings  Current portion of long term loans and liabilities  Provision for taxation - income tax	7	922,524 797,093 493,628 62,353 15,790 2,291,388	801,321 664,113 446,066 56,170 15,790 1,983,460
CONTINGENCIES AND COMMITMENTS	8	3,057,637	3,030,764





ASSETS	Note	(Un-Audited) Dec 31, 2010 (Rupees in	(Audited) June 30, 2010 thousand)
NON CURRENT ASSETS			
Property, plant and equipment			
Operating fixed assets Capital work in progress  Long term loans Long term security deposits	9	2,193,030 190,681 2,383,711 187 14,325 2,398,223	2,230,649 190,681 2,421,330 202 10,325 2,431,857
CURRENT ASSETS			
Stores, spares and loose tools Stock in trade Loans and advances Deposits and short term prepayments Balances with statutory authorities Interest accrued Other receivables Cash and bank balances	10	150,390 81,265 355,657 - 57,341 9,389 514 4,858 659,414	141,276 41,860 348,035 - 53,970 9,408 569 3,789 598,907
		3,057,637	3,030,764

The annexed notes form an integral part of this condensed interim financial information.





# Condensed Interim Profit And Loss Account (Un-Audited)

# For the Half Year ended December 31, 2010

	Note	Second Quarter ended December December 2010 2009 (Rupees in thousand)		Half Year  December  2010  (Rupees in	December 2009
Sales (Net)		189,302	44,674	189,302	233,269
Cost of sales	11	263,757	119,650	325,731	359,841
Gross loss		(74,455)	(74,976)	(136,429)	(126,572)
Operating Expenses					
Distribution costs Administrative expenses		1,085 5,961	566 5,884	1,182 9,538	1,276 19,147
		7,046	6,450	10,720	20,423
Operating loss		(81,501)	(81,426)	(147,149)	(146,995)
Finance costs Other income	12	(69,726) 81	(63,655) 146	(133,584) 9,031	(125,495) 166
		(69,645)	(63,509)	(124,553)	(125,329)
Loss before taxation		(151,146)	(144,935)	(271,702)	(272,324)
Taxation : Current Deferred	13	- (60,224) (60,224)	(69,049) (68,821)	- (60,224) (60,224)	1,180 (69,049) (67,869)
Net Loss after taxation		(90,922)	(76,114)	(211,478)	(204,455)
Loss per weighted average shares- Basic (Rupees)		(0.96)	(0.80)	(2.23)	(2.16)

The annexed notes form an integral part of this condensed interim financial information.

MANSOOR RASHEED Chief Executive

OS LEGIO COMPANIO CONTROL CONT

SAUD RASHEED Director

# **Condensed Interim Statement of Comprehensive Income (Un-Audited)**

# For the Half Year ended December 31, 2010

	Six montl	hs ended	Quarter	ended
	July to D	ecember	October to [	December
	<b>2010</b> 2009		2010	2009
	(Rupees in thousand)		(Rupees in	thousand)
Loss for the period	(211,478)	(204,455)	(90,922)	(76,114)
Other comprehensive income		-	-	-
Total comprehensive loss for the period	(204,455)		(90,922)	(76,114)

The annexed notes form an integral part of this condensed interim financial information.

MANSOOR RASHEED
Chief Executive





# Condensed Interim Statement of Changes in Equity (Un-Audited)

# For the Half Year ended December 31, 2010

	SHARE CAPITAL	SHARE PREMIUM RESERVE	ACCUMULATED LOSS	TOTAL SHARE CAPITAL AND RESERVES	SURPLUS ON REVALUATION OF FIXED ASSETS	TOTAL
		REGERVE	(Rupees i	n thousand)	11/125/100210	101712
Balance as at July 01, 2009	948,400	31,801	(2,182,389)	(1,202,188)	1,219,669	17,481
Total comprehensive loss for						
the half year ended						
December 31, 2009	-	-	(204,455)	(204,455)	-	(204,455)
Incremental depreciation transferred						
from surplus on revaluation of						
fixed assets -Net of deferred tax	-	-	20,461	20,461	(20,461)	-
Balance as at December 31, 2009	948,400	31,801	(2,366,383)	(1,386,182)	1,199,208	(186,974)
B	0.40.400	04.004	(0.570.474)	(4.500.070)	4 477 000	(440.044)
Balance as at July 01, 2010	948,400	31,801	(2,576,474)	(1,596,273)	1,177,629	(418,644)
Total comprehensive loss for						
the half year ended			(0.14, 470)	(0.1.1.1=0)		(0.1.1.4=0)
December 31, 2010	-	-	(211,478)	(211,478)	-	(211,478)
Incremental depreciation transferred						
'						
from surplus on revaluation of			40.450	40.450	(40.450)	
fixed assets -Net of deferred tax	-	-	19,456	19,456	(19,456)	-
Balance as at December 31, 2010	948,400	31,801	(2,768,496)	(1,788,295	1,158,173	(630,122)
			=	=		

The annexed notes form an integral part of this condensed interim financial information.







# **Condensed Interim Cash Flow Statement (Un-Audited)**

# For the Half Year ended December 31, 2010

CASH FLOWS FROM OPERATING ACTIVITIES	<b>Dec 31, 2010</b> (Rupees i	Dec. 31, 2009 n thousand)
Loss before taxation	(271,702)	(272,324)
Adjustments of items not involving movement of cash:  Depreciation Provision for gratuity Amortization of deferred cost Finance cost  Operating cash flows before working capital changes	37,736 - - 133,584 - 171,320 (100,382)	40,099 - - 125,495 165,594 (106,730)
(Increase)/Decrease in operating assets: Stores, spares and loose tools Stock in trade Loans and advances Deposits and short term prepayments Other receivables Increase/(Decrease) in trade and other payables	(9,114) (39,405) (7,622) - 55 121,204 65,118 (35,264)	(1,623) (11,096) (9,142) 522 (26) 147,315 125,950 19,220
Long term advances and deposits Gratuity paid Finance cost paid Income tax paid Net Cash Flows From Operating Activities	(586) (3,371) (39,200)	96 (376) (471) (6,986) 11,483
CASH FLOWS FROM INVESTING ACTIVITIES  Fixed capital expenditure  Long term security deposits  Long term loans  Net Cash Flows From Investing Activities	(117) (4,000) 15 (4,102)	- (139) (139)
CASH FLOWS FROM FINANCING ACTIVITIES Other loans Short term borrowings Net Cash Flows From Financing Activities Net Increase in Cash and Cash Equivalents Cash and Cash Equivalents at Beginning of the Period Cash and Cash Equivalents at End of the Period	(3,191) 47,562 44,371 1,069 3,789 4,858	1,697 (12,895) (11,198) 146 3,867 4,013

The annexed notes form an integral part of this condensed interim financial information.

MANSOOR RASHEED

Chief Executive

SAUD RASHEED Director



# Notes to the Condensed Interim Financial Statements (Un-Audited)

## For the Half Year ended December 31, 2010

### 1 THE COMPANY AND ITS OPERATIONS

- 1.1 The Company is a Public Limited Company incorporated in Pakistan and is listed on Karachi and Lahore Stock exchanges. The Company started its production on March 01, 1983 and has been engaged in production and sale of cement. The company is a subsidiary of Three Stars Cement (Pvt) Ltd.
- 1.2 The company has accumulated loss of Rs.2,768.496 million and its current liabilities exceed its current assets by Rs. 1,631.974 million as at December 31, 2010. Inspite of the adverse current ratio and large accumulated loss, the company has continued financial support from its sponsoring directors as they are planning to inject further working capital in the company. In October 2009, due to poor economic conditions, low prices of cement and financial crunch, management has decided the temporary shutdown of the operations of the company. However, in October 2010, with the increase in cement prices and rise in demand of cement, the operations of the company have been resumed after arranging necessary funds by the management.

The directors of the company are confident that in view of the above factors and their full commitment and determination to promote the company's objectives in the long run the company will continue its operations as going concern. Accordingly, these interim condensed financial information have been prepared on going concern basis.

### 2 STATEMENT OF COMPLIANCE

These condensed interim financial information have been reviewed by Auditors of the company and is prepared in accordance with International Financial Reporting Standard 'IAS-34 - Interim Financial Reporting' and should be read in conjunction with the Annual Audited Financial Statements for the year ended June 30, 2010. These condensed interim financial information are being submitted to the shareholders as required by Section 245 of the Companies Ordinance, 1984 and the listing regulations of the Karachi and Lahore Stock Exchange.

### 3 STATEMENT OF CONSISTENCY IN ACCOUNTING POLICIES

The accounting policies and methods of computation adopted for the preparation of these condensed interim financial information are the same as those adopted in preparation of financial statements for the year ended June 30, 2010.

### 4 SIGNIFICANT ESTIMATES

The preparation of these condensed interim financial information requires management to make judgment, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses and related disclosures at the date of financial information. Actual results may differ from these estimates. In preparing these financial information, the significant judgments made by the management in applying accounting policies. Key estimates and uncertainty includes, but not limited to:

- Depreciation methods, residual values and useful life of depreciable assets
- Taxation
- Provisions and Contingencies



**Dec. 31, 2010** June 30, 2010 (Rupees in thousand)

### LOAN FROM BANKING COMPANIES

The Bank of Punjab Limited

5

- Demand finance facility
- Bridge finance facility

	750,000	750,000
	270,000	270,000
5.1	1,020,000	1,020,000

5.1 The company has filed a suit in the Lahore High Court, Lahore against BOP for declaration, permanent injunction, discharge, cancellation of dacuments, redemption of property and damages to the tune of Rs.1,926 Million on account of various breaches of its obligation committed by BOP. BOP has also filed its Petition for Leave to Appeal (PLA) in the same and the matter is pending adjudication before the honorable court.

Note

BOP has instituted a suit against the company for recovery of Rs.1,626.625 Millions along with markup / Cost of funds in the Lahore High Court, Lahore. Petition for Leave to Appeal (PLA) on behalf of the company has been filed in the same and the matter is pending adjudication.

#### 6 OTHER LOANS

Economic Affairs Division, Government of Pakistan (EAD)		35,232	35,232
Ex-Sponsors' Loan	6.1	250,000	250,000
Holding Company		53,675	53,675
Provident Fund Trust	6.2	60,252	60,252
Peace agreement arrears		32,170	35,362
		431,329	434,521
Less: Current maturity		62,337	56,155
		368,992	378,366

- **6.1** This represents loan received from Ex-management Mr.A.Rafique Khan and Mr.Tousif Peracha as subordinated to Bank of Punjab loan facility. It is interest free, unsecured and is repayable after repayment of loan of Bank of Punjab.
- 6.2 The Securities & Exchange Commission of Pakistan (SECP) had passed an order on August 13, 2009 that the company should provide mark-up on old dues till June 30, 2008 and an overdue current provident fund contributions till September 30, 2009 and repay all the principal portion of old dues and overdue current provident fund contributions along with mark-up there on in installments of Rs. 0.5 million per month from October 2009. The markup accruals has been made in the books of accounts and interim financial information in accordance with the SECP order. Due to financial crunch, the company was unable to pay current and old dues of provident fund. However, management is committed to regularize the payments in the subsequent period.

**Dec. 31, 2010** June 30, 2010 (Rupees in thousand)

#### 7 SHORT TERM BORROWINGS

Running finances - secured			
KASB Bank Limited	7.1	290,000	290,000
Others - Secured			
The Bank of Punjab		57,256	57,256
The Bank of Punjab		83,600	83,600
		140,856	140,856
Bank Overdraft - unsecured		1,590	456
Loan from Related Parties - unsecured			
Director		42,984	1,097
Others		18,198	13,657
		61,182	14,754
		493,628	446,066

Note

**7.1** KASB Bank Limited has instituted a suit against the company for recovery of Rs.351.732 million alongwith markup / cost of funds in the Lahore High Court, Lahore. Petition for Leave to Appeal (PLA) on behalf of the compnay has been filed in the same and the matter is pending adjudication.

The facility is secured by 1st pari passu charge on plant and machinery of the company amounting Rs.400 million and lien over deposit of Rs.176.5 million in saving account of Mr. Tauseef Peracha and Mr. A. Rafique Khan.

### 8 CONTINGENCIES AND COMMITMENTS

- The company has not accounted for Rs.165.375 Million (June 30, 2010: Rs. 137.825 Million) additional profit/ liquidated damages on the loan payable to KASB Bank Limited as the matter is subjudice with the honourable Lahore High Court as referred to note no. 6.1 to the financial information.
- Except the above there has been no significant change in contingencies and commitments since the date of preceding published annual financial statements.

### 9 OPERATING FIXED ASSETS

Opening fixed assets at WDV Additions	2,230,649 117	2,313,958 -
(Deletions)	-	(23,922)
	2,230,766	2,290,036
Less: depreciation:		
For the period	37,736	79,856
On disposal	-	(20,469)
	37,736	59,387
	2,193,030	2,230,649



### 10 LOAN AND ADVANCES

These include amount Rs. 250 million (June 30, 2010: Rs. 250 million) receivable from Gharibwal Cement Limited (GCL), the past associated company.

### 11 COST OF SALES

Second Quarter ended		Half Year ended	
Dec. 2010	Dec. 2009	Dec. 2010	Dec. 2009
(Rupees in thousand)		(Rupees in thousand)	
27,455	12,333	27,455	21,877
28,549	29,334	70,549	73,604
199,041	46,236	201,135	193,747
5,560	873	5,560	6,659
46	3	46	17
3,562	1,186	3,562	4,991
18,165	5,617	18,165	23,390
17,881	18,920	35,761	37,841
6,197	2,417	6,197	8,808
306,456	116,919	368,430	370,934
(31,221)	1,159	(31,221)	(11,118)
275,235	118,078	337,209	359,816
(11,478)	1,572	(11,478)	25
263,757	119,650	325,731	359,841
	Dec. 2010 (Rupees i  27,455 28,549 199,041 5,560 46 3,562 18,165 17,881 6,197 306,456 (31,221) 275,235 (11,478)	Dec. 2010 (Rupees in thousand)         Dec. 2009 (Rupees in thousand)           27,455 (Rupees in thousand)         12,333           28,549 (29,334)         29,334 (46,236)           5,560 (37)         873 (46)           46 (33)         3,562 (1,186)           18,165 (17,186)         5,617 (18,920)           17,881 (18,920)         2,417 (16,919)           306,456 (11,478) (11,478) (11,478)         1,572 (11,478)	Dec. 2010 (Rupees in thousand)         Dec. 2010 (Rupees in thousand)           27,455 (Rupees in thousand)         12,333 (Rupees in thousand)           27,455 (Rupees in thousand)         27,455 (Rupees in thousand)           28,549 (Rupees in thousand)         27,455 (Rupees in thousand)           29,334 (Rupees in thousand)         201,135 (Rupees in thousand)           46 (236 (Rupees in thousand)         201,135 (Rupees in thousand)           46 (236 (Rupees in thousand)         201,135 (Rupees in thousand)           46 (236 (Rupees in thousand)         201,135 (Rupees in thousand)           46 (31,246 (Rupees in thousand)         33,562 (Rupees in thousand)           46 (Rupees in thousand)         33,562 (Rupees in thousand)           46 (Rupees in thousand)         33,562 (Rupees in thousand)           46 (Rupees in thousand)         33,562 (Rupees)           11,186 (Rupees)         33,562 (Rupees)           11,186 (Rupees)

## 12 OTHER INCOME

Other income includes an amount of Rs. 8.950 Million in respect of tenderable gain surrendered by the two directors of the company under section 224 of the Companies Ordinanace, 1984.

## 13 TAXATION

Minimum tax u/s 113 of Income Tax Ordinance, 2001 has not been made as the company suffered gross loss before depreciation charge.

Half Year ended			
Dec. 31, 2010	Dec. 31, 2009		
(Rupees in thousand)			

## 14 TRANSACTIONS WITH RELATED PARTIES

Three Stars Hosiery Mills (pvt) Ltd. (Associated company due to common directorship)		
Goods and services	30	-
Funds paid back	43	-
Loan received	1,000	-
Active Apparel International (Pvt) Ltd (Associated company due to common directorship) Loan received Funds paid back	5,060 505	- -
The Forwarder (Pvt) Ltd (Associated company due to common directorship) Fund received back		3,400

### 15 CORRESPONDING FIGURES

- Corresponding figures, wherever necessary, have been rearranged. However, there was no material reclassifications to report.
- Figures have been rounded off to the nearest thousand rupees.

### 16 DATE OF AUTHORISATION

These condensed interim financial information were authorised for issue on March 05, 2011 by the Board of Directors of the company.

MANSOOR RASHEED
Chief Executive



