

ANNUAL REPORT 2016









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COMPANY INFORMATION

Board Of Directors : Mr. Abdul Rehman Yagub - Director

Mr. Anas Rahman Director/Vice Chairman

Mr. Jonathan R. Simon Director/Chairman

Mr. Khaleequr Rahman - Director
Mr. Nasim Hyder Director
Mr. Perwez Ahmed Director
Mr. Shabbir Ahmed Director

Mr. Rehan Rahman Chief Executive

Audit Committee : Mr. Khaleequr Rahman - Member

M. Nasim Hyder - ChairmanMr. Perwez Ahmed - Member

Human Resource & Remuneration : Mr. Khaleequr Rahman

Mr. Anas Rahman Mr. Rehan Rahman

Company Secretary : Mr. Muhammad Faheem

Bankers : Bank Al Habib Limited

Faysal Bank Limited Habib Bank Limited

Habib Metropolitan Bank Limited

Meezan Bank Limited

Standard Chartered Bank (Pakistan) Limited

Auditors : Rahman Sarfaraz Rahim Iqbal Rafiq

Chartered Accountants 180-A, S.M.C.H.S,

Shahrah-e-Faisal, Karachi

Legal Advisor : Mohsin Tayebaly & Co

Share Registrar : FAMCO Associates (Pvt.)Ltd

8-F, Next to Hotel Faran Nursery, Block 6

PECHS, Shahrah-e-Faisal

Karachi

Registered Office : H-23/4-A, Scheme # 3, Landhi Industrial Area,

Karachi

Website : http://www.feroze1888.com

VISION

Our aim is to be a market leader in terry textile manufacturing with our strong commitment to 3Ps (People-Planet-Prosperity). We will prosper by creating unmatchable value for our global customers & stakeholders through our exceptional quality products & services.

MISSION

We are leading vertically integrated industry known for its state of the art machinery, infrastructure, standardized systems, production processes and adopting the ideology of 3Ps (People-Planet-Prosperity). We are committed to the ongoing learning, development & growth of our valued employees. Our Focus is on building an environment of prosperity & gratification for all our customers & stakeholders through our operational excellence & solution based innovations.



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 44th Annual General Meeting of the Members of the Company will be held at B-4/A, SITE, Karachi on Friday, October 28, 2016 at 09:00 a.m. to transact the following businesses:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Annual Audited Accounts for the year ended June 30, 2016 together with the Directors' and Auditors Reports thereon.
- 2. To consider and approve the final cash dividend @ Rs. 2.10 per share (i.e. 21%) to all shareholders of the company. This is in addition to interim dividend(s) already paid at Rs. 2.00 per share (i.e. 20%).
- To appoint auditors for the year ended June 30, 2017 and to fix their remuneration. The retiring auditors
 Messrs. Rahman Sarfaraz Rahim Iqbal Rafiq, Chartered Accountants being eligible have offered themselves
 for re-appointment.

SPECIAL BUSINESS:

4. To consider and if deemed fit, approve the amendment in Article of Association by way of substitution of an article thereof and for the purpose to pass the following resolution, with or without modification as a Special Resolution.

RESOLVED THAT pursuant to section 28 of the Companies Ordinance, 1984 article 131 (1) of the Articles of Association the company send a hard copy of such balance sheet and profit and loss account together with auditor's report and the director's report to the member of the company at their registered address. It is purpose that Article 131 (1) of the Articles of Association be amended in terms of SRO 470(I)/2016 dated May 31, 2016 issued by Securities and Exchange Commission of Pakistan, for transmission of the annual report to members (annual audited account, notices of annual general meetings and other information) through CD/DVD/USB/EMAIL/ANY OTHER ELECTRONIC MEDIA instead of transmitting the hard copies.

"RESOLVED THAT transmission of the annual audited accounts of the Company be and is hereby accorded for transmission of annual audited accounts, notices of annual general meetings and other information contained therein of the company to the members through CD or DVD or USB or EMAIL or Any Other Electronic Media instead of transmitting the same in hard copies".

"RESOLVED FURTHER that Chief Executive or Company Secretary of the Company be and is hereby authorized to do all acts, deeds and things, take or cause to be taken all necessary or incidental for the purposes of implementing this resolution".

ANY OTHER BUSINESS:

5. To consider any other business with the permission of the Chair.

By order of the Board (Muhammad Faheem) Company Secretary

Karachi: September 29, 2016



NOTES:

- The Share Transfer Book of the Company will remain closed from Saturday, October 22, 2016 to Friday, October 28, 2016 (both days inclusive). Transfer received at the office of Share Registrar at the close of business on Friday October 21, 2016 will be considered in time to attend and vote at the meeting and for the purpose of above entitlement to the transferees.
- 2. A member of the Company entitled to attend and vote at this meeting may appoint a proxy to attend, speak and vote instead of him/her. A proxy must be a member of the company. An instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of authority must to be valid be received at the Registered Office of the Company or at the Office of the Share Registrar not later than forty eight hours before the time appointed for the Meeting. A member shall not be entitled to appoint more than one proxy. If a Member appoints more than one proxy and more than one instrument of proxy are deposited by a member with the Company, all such instruments shall be rendered invalid. The proxy shall produce his/her Original National Identify Card or Passport to prove his/her identity.
- 3. Members are requested to notify any change in their address immediately.
- 4. Members should quota their Folio /CDC number in all correspondence and at the time of attending the Meeting.
- 5. Securities and Exchange Commission of Pakistan (SECP) vide notification dated August 18, 2011 and July 05, 2012 made it mandatory that dividend warrants should bear CNIC number of the registered members, therefore, members who have not yet submitted photocopy of their valid Computerized National Identity Cards to the Company are requested to send the same at the earlier to enable the Company to comply with relevant laws. Failure to provide the same would constrain the Company to withhold dispatch of dividend warrants.
- 6. As directed by SECP vide Circular # 18 of 2012 dated August 18, 2012, we already given opportunity to shareholders to authorize the Company to directly credit in his/their bank account with cash dividend, if any, declared by the Company in future. If you sill wish that the cash dividend, if declared by the Company be directly credited into your bank account, instead of issuing a dividend warrant, please provide the relevant details
- 7. Shareholders are informed that the Government of Pakistan has made certain amendments in Section 150 of the Income Tax Ordinance, 2001 whereby different rate are prescribed for deduction of withholding tax on the amount of dividend paid by the Companies. Theses tax rates are as under:

a). for Filers of Income Tax Returnb). for Non-filer of Income Tax Return20.00%

Shareholders are advised to provide their CNIC/NTN to Share Registrar of the Company for availing the benefit of withholding tax rate applicable to filers.

8. SECP SRO 787(I)/2014 Dated September 8, 2014, the company can Circulate its Annual Financial Statement alongwith Company's Notice of Annual General Meeting through email to its shareholders of the company. Those who wish to receive Annual Audited Report via email are requested to provide the complete consent form to the company. Email consent form already available at our website.



GUIDELINES FOR CDC ACCOUNT HOLDERS ISSUED BY SECURITIES AND EXCHANGE COMMISSION OF PAKISTAN

for personal attendance:

- (i) In case of individual, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing his/her original National Identity Card at the time of attending the meeting
- (ii) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

for appointing proxy

- (i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.
- (ii) The proxy must be witnessed by two persons whose names, addresses and Computerized National Identity Card (CNIC) number shall be mentioned on the form.
- (iii) Attested copies of CNIC or the passport of the beneficial owners and of the proxy shall be furnished with the proxy form.
- (iv) The proxy shall produce his/her Original CNIC or Original Passport at the time of the meeting.
- (v) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted (unless is has been provided earlier) alongwith proxy form to the Company.

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

Securities and Exchange Commission of Pakistan has vide S.R.O 470(I)/2016 dated 31 May 2016 allowed the companies to circulate the annual reports including annual audited accounts, notices of annual general meetings and other information contained therein of the Company to its members through CD/DVD/USB/EMAIL/ANY OTHER ELECTRONIC MEDIA subject to consent of the shareholders in the general meeting. This will save time and expenses incurred on printing of the annual report.

The Company shall supply the hard copies of the aforesaid document to the shareholders on demand, free of cost, within one week of such demand. After approval of the shareholders, the Company will place a Standard Request Form on its website to communicate their need of hard copies of the documents along with postal and email address of the Company Secretary/Share Registrar to whom such requests shall be made.

Accordingly, the directors have placed the matter before the shareholders for their approval and to pass the ordinary resolution as proposed in the notice of meeting.

Registered Office:

Feroze1888 Mills Limited H-23/4A, Scheme # 3 Landhi Industrial Area, Karachi

Share Registrar:

FAMCO Associates (Pvt.) Ltd 8-F, Next to Hotel Faran, Nursery, Block 6, PECHS, Shahra-e-Faisal Karachi



DIRECTORS' REPORT

Your directors are pleased to present the 44th Annual Report together with the audited financial statements for the year ended June 30, 2016.

OPERATIONAL AND FINANCIAL PERFORMANCE

Alhamdulillah the year concluded with accomplishments of substantially all major operational and financial targets and goals with the blessings of Almighty Allah and saw our four quarters of healthy growth despite challenging business environment. It was a year during which we focused on our strategy execution of balancing and modernization of our operations to reduce the reliance on outside world and produce value added material and finished items and enabling functions -- from people, to processes, infrastructure and system.

Raw material prices remained stable during the period, stability in selling prices, lesser mark-up rate by State Bank of Pakistan, stability of Rupee/US \$ parity, improved law and order situation while on the other side of the coin energy crisis escalated by low gas pressures coupled with higher energy costs, tied up working up in refunds such as sales tax, rebates/claims.

The operational and financial performance of the Company is portraying significant improvement which is too encouraging and highest in the history of the Company. The better production levels and efficiencies had helped to achieve a highest sales volume and net profit as compared to prior years, including the focused and committed approach of the management to attain the excellence in operations besides better controlling of costs, eliminate inefficiencies, improved productivity. The higher profits have generated higher cash flows and that had enabled your Company to invest in all capital projects from internal generation besides, meeting its long term debt obligation on time and payment of dividend. The earnings per share Rupees 10.11 has also improved significantly and contributed to some extent in improving the Company's shares prices at bourses.

FUTURE OUTLOOK

The State Bank of Pakistan in its Monetary Policy Statement issued on July 30, 2016 stated that "Pakistan's economy maintained its growth momentum during FY16, despite suffering from heavy losses in the crop sector within agriculture. Both external and domestic factors have contributed towards improvement of the economy. On the external front, despite a decline in exports growth, foreign exchange market remained broadly stable due to lower oil prices, healthy workers' remittances, and adequate official capital inflows, but needs to be supplemented by deep rooted structural reforms so that the recent improvement in macro fundamental can be sustained.

Going forward in FY17, factors affecting the outlook for external sector are broadly similar to that of FY16. Having said this, challenges still exist for the economy. Investment rate continues to remain low, whereas the non – CPEC FDI has not picked up the pace. The tax base stays narrow, despite stop-gap measures by the government to increase tax revenues. Further exports have continued to show weakness, and remittance growth is also slowing down."

Feroze1888 Mills Limited

There are several challenges ahead for the Textile industry for enhancing its competitive strength and global positioning in terms of inflexible labour laws, poor infrastructure, and competition from low cost neighboring countries which will have to be addressed to sustain the growth momentum of the industry. Pakistan's textile industry is finding it difficult to operate in the country after the government increased the import duty on raw cotton and the duty hike has come at a time when the textile industry is reeling from the effects of a crop failure, and the same drop in production is expected in the year 2016-17.

Few important highlights of the recent Budget 2016-17, introduced a zero rating regime for the industry ensuring No Tax No Refund for the entire textile value chain and to tax only the domestic consumption of the finished textile fabrics and garments. However, it excludes the Packing material and impacted the whole industry. Super tax which was levied for the year as a one of tax measure only for year 2015-16, has also been extended for the year 2016-17 which also burdened the industry.

This is a time to produce high value-added textiles efficiently to be able to survive intense competition from traditional as well as emerging competitors such as Vietnam and Cambodia.

CORPORATE SOCIAL RESPONSIBILITY

Feroze1888 has always recognized and given priority towards excellence on Health, Safety and Environment with the aim to be a socially and environmentally responsible organization in all operational and functional areas by implementing and following rigorously laws, regulations, safety standards and best practices, and then going beyond the mandate to keep our planet safe for future generations. The Company's firm and clear cut policy of 'safety of persons prevails all production targets' which drives all employees to endlessly break new grounds in safety management for the benefit of the people, property, environment and the communities in which we operates. The continued initiatives included;

- Waste water treatment
- conservation of natural resources
- reduction in wastages
- enhancement of recycling, improvement of energy efficiency, and
- enhancement of environmental performance by reducing spills and releases

The Company also participated actively in CSR activities to improve corporate social image of the Company

DIVIDEND

Keeping in view the financial results of the Company, the Board of Directors has recommended a final cash dividend @ 21% i.e., Rs. 2.10 per share (in addition to 20% interim cash dividend) for all shareholders of the Company.

CORPORATE GOVERNANCE

The directors have taken all necessary measures in order to comply with the Code of Corporate Governance in accordance with the listing rules of the Pakistan Stock Exchange Limited and state that:

- 1. The financial statements for the year ended June 30, 2016, prepared by the management of the Company, present fairly the Company's state of affairs, the results of its operations, cash flows and changes in equity.
- Proper books of accounts have been maintained.
- In preparation of the financial statements, appropriate accounting policies have been consistently applied and the accounting estimates are based on prudent judgment.



- International Accounting Standards, as applicable to Pakistan, have been followed in preparation of the financial statements and the non-applicability, if any, has been adequately disclosed.
- 5. The sound system of internal controls has been effectively implemented and is being continuously monitored. The process of review will continue and any weaknesses in controls will be removed.
- 6. There are no significant doubts about the Company's ability to continue as a going concern.
- 7. There is no material departure from the best practices of corporate governance as defined in the listing regulations of the Pakistan Stock Exchange Limited.
- The value of Provident Fund Investments as per audited accounts of Provident Fund Trust for the year ended June 30, 2015 was Rs. 387.5 million.
- There are no outstanding dues on account of taxes, levies and charges except of a normal and routine nature.
- During the year share trade by Directors and their spouse were notified in writing to the Company Secretary along with the price, number of shares, form of share certificate and nature of transaction. All such holdings have been disclosed in the pattern of shareholdings.
- 11. Key operating and financial data for the last six years is annexed.
- 12. Five, Four and One meetings of Board of Directors, Audit Committee and HR & Remuneration Committee were respectively held during the year. Attendance by the directors/members is given below:

Board of Directors:

Mr. Khaleequr Rahman	05
Mr. Shabbir Ahmed	04
Sheikh Zafar Ahmed	04
Mr. Perwez Ahmed	05
Mr. Jonathan R. Simon	05
Mr. Abdul Rehman Yaqub	02
Mr. Jawed Yunus Tabba	02
Mr. Pervez Saeed	-
Mr. Faisal Shams Khan	-
Mr. Anas Rahman	05
Mr. Rehan Rahman	01

- Mr. Jawed Yunus Tabba and Mr. Pervez Saeed completed their terms in December, 2015.
- Mr. Sheikh Zafar Ahmed and Mr. Faisal Shams Khan have resigned from Directorship.
- Mr. Anas Rahman has completed his terms as CEO in April, 2016 and Mr. Rehan Rahman has appointed as CEO in April, 2016.
- Mr. Anas Rahman has been appointed as Director in April, 2016.



Audit Committee: HR & Remuneration Committee:

Mr. Pervez Saeed-Mr. Khaleequr Rahman1Mr. Perwez Ahmed04Mr. Shabbir Ahmed1Mr. Jawed Yunus Tabba02Mr. Anas Rahman1

Mr. Faisal Shams Khan 02

Directors/members who could not attend meeting due to illness or some other engagements were granted leave of absence.

13. During the year, the Company Secretary conducted orientation sessions for directors to acquaint them with the changes in Corporate Laws and Regulations.

The Statement of Compliance with the Best Practice of Code of Corporate Governance is annexed.

AUDITORS

The auditor Messrs. Rahman Sarfaraz Rahim Iqbal Rafiq, Chartered Accountants, retires and being eligible, has offered themselves for re-appointment for the year 2016-17.

As suggested by the Audit Committee, the Board recommended the appointment of Messrs. Rahman Sarfaraz Rahim Iqbal Rafiq, Chartered Accountants as auditors of the Company for the year 2016-2017.

PATTERN OF SHAREHOLDING

Statements showing the pattern of shareholding as at June 30, 2016 is enclosed to this report as required under the Companies Ordinance, 1984 and the Code of Corporate Governance.

ACKNOWLEDGMENTS

The Directors are pleased to place on record their appreciation for the contributions made by the employees of the Company and look forward for same cordial relationship in coming years. In addition, management also acknowledges the role of all banks, customers, suppliers and other stakeholders for their continued support.

For and on behalf of the Board

Jonathon R. Simon Chairman

Karachi: September 29, 2016

Feroze1888 Mills Limited

ڈائریکٹر رپورٹ

آپ کے ڈائر یکٹرز کمپنی کی چوالیس سالانہ کارکردگی کی رپورٹ (حائزہ) ماہمراہ آڈٹڈ (محاسب تصدیق شدہ) مالیاتی گوشوارے برائے سال مدت ۲۰۱۷ء بامسرت پیش کرتے ہیں۔

عملی امور (Operations) اور مالیاتی کارکردگی

الحمد للد إس مالي سال كے دوران تمام اہم عملی امور (Operations) مقاصد اور مالياتی اہداف كی انتہائی مكنه حد تك كاميابی كے ساتھ يحميل ہوئی۔ کاروباری مسابقت اور مکنہ درپیش مسائل کے باوجود بفضل تعالی اس سال کی چاروں سہ ماہی میں ادارے کی استعداد کار میں اضافہ رہا۔

اِس سال ہماری بھرپورتوجہ اپنی پیداواری سرگرمیوں میں توازن قائم رکھتے ہوئے اپنی جدت پیندی سے ہم آہنگ کرنے پر مرکوز رہی تا کہ ہم باہر کے عوامل پر اپنا انحصار کم کر سکیں۔ اِس کے ساتھ ساتھ قابل قدر خام مال اور تیار شدہ مصنوعات کی پیداوار اور ہمارے تمام عوامل بشمول ہمارے ملازمین ، انتظامی امور اور بنیادی ڈھانچے میں بھر پورسرگرمی اور روانی بھی اسی حکمت عملی کا حصہ رہی۔

اِس مالی سال کے دوران خام مال اور اشیائے فروخت کی قیمتوں میں استحکام رہا۔ اسٹیٹ بینک آف یاکستان کی جانب سے شرح سود میں کمی ، پاکتانی روپے اور ڈالر کی قدر میں توازن اور امن و امان کی بہتر صورتحال بھی نمایاں رہی۔لیکن اِس کے ساتھ ساتھ توانائی کے بحران ، گیس کے کم دیاؤ بشمول توانائی کے ہوشر یا اخراحات ،سیز ٹیکس اور دیگر مدمیں چینسی رقوم کی واپسی کے دعوؤں اور اس کے حصول جیسے مسائل سے بھی نبردآ زما ہونا پڑا۔

سے بنی کی پیداواری سرگرمیوں اور معالی معاملات میں بہترین کارکردگی نمپنی کی تاریخ میں ایک ریکارڈ اضافیہ ہے جو کہ حوصلہ افزا بھی ہے اور خوش آئند بھی۔ بہترین پیداواری صلاحیت اور استعدادِ کار کی بدولت اس سال سب سے زیادہ فروخت کا ہدف اور خالص منافع کا حصول ہوا جو کہ گزشتہ سالوں کی نسبت کہیں زیادہ ہے۔ اِس کے ساتھ ساتھ اعلیٰ قیادت کی بھرپورتوجہ اِس جانب مرکوز رہی کہ تمام کاروباری عوامل میں بہترین کارکردگی ، اعلیٰ پیداواری عمل کانسلسل ، لاگت میں کمی اور خامیوں پرعبور حاصل کرنے کو ہر طور ممکن بنایا جائے۔ بہترین منافع کے حصول سے رقوم کی دستیابی اور روپے کی گردش میں اضافہ ہوا جس کی بدولت تمپنی نے نہ صرف اندرونی منصوبوں میں سرمایہ کاری کی بلکہ طویل مدتی قرضوں کی ادائیگی اور حصص کی تکد میں ہونے والے منافع کی ادائیگی کو بھی ممکن بنایا۔ ۱۰ رویے ، گیارہ پینے فی حصص کے اضافے نے کمپنی کے حصص کی قیت کو بہتر بنانے میں بھی کردار ادا کیا۔

ایک نظرمستفتبل پر

۳۰ جولائی ۲۰۱۲ء کو جاری کردہ مانیٹری یالیسی میں اسٹیٹ بینک آف یاکتان کے بیان کے مطابق زراعت اور بالخصوص کیاس کے شعبے میں بھاری نقصانات سے دوچار ہونے کے باوجود پاکتان کی معیشت نے Financial Year 2016 کے دوران ترقی کا سفر برقرار رکھا ہے۔ اندرونی اور بیرونی دونوں طرح کےعوامل نے معیشت کی بہتری میں کردار ادا کیا ہے۔ خارجی سطح پر ، برآمدات میں کمی کے ہاوجود ، تیل کی قیتوں میں کمی کے باعث غیر مککی ایکیچنج مارکیٹ میں استخام ، ملازمین کےمعقول مشاہرے اور کافی تعداد میں ہوئی باضابطہ سرمایہ کاری ، ان سب عوامل کے ماوجود ضرورت اِس بات کی ہے کہ ٹھوس اقدامات اور اصلاحات کے ذریعے ان عوامل کومنتکم کیا جائے تا کہ موجودہ بہتری کی صورتحال کو قائم رکھاجا سکے۔

Financial Year 2016 کی جانب بڑھتے ہوئے بیرونی شعبے میں وہی مسائل در پیش ہیں جن کا سامنا Financial Year 2016 کی جانب بڑھتے ہوئے بیرونی شعبے میں وہی مسائل در پیش ہیں جن کا سامنا میں بھی رہا ہے یعنی کہ معیشت کو اب بھی مشکلات کا سامنا ہے۔ سرمایہ کاری کی شرح کم ہے جبکہ Non CPEC FDI کی رفتار میں بھی کوئی غیر معمولی اضافہ نہیں ہے۔حکومت کی جانب سے ٹیکس کی مدمیں کئے جانے والے اقدامات ابھی بھی ناکافی ہیں اس کے علاوہ برآمدات میں مسلسل کمی اور ادائیگیوں میں ست روی کا رجحان ہے۔

Feroze1888 Mills Limited

ا پنی مسابقت کو ثابت کرنے اور عالمی دنیا میں اپنی حیثیت کے حوالے سے ٹیکسٹائل کی صنعت کو بہت سے مسائل کا سامنا ہے۔ مزدوروں کے متعلق بے کچک اور سخت قوانین ، ناقص انتظامی ڈھانچے اور کم پیداواری لاگت کے حامل پڑوی ممالک سے مقابلہ، ترقی کی رفتار کو قائم رکھنے کے لئے ان سب معاملات سے نبٹنا اشد ضروری ہے۔

حکومت کی جانب سے خام کیاں کی برآمد پر عائد کئے جانے والے محصول کے باعث پاکستان میں ٹیکٹائل کی صنعت شدید مشکلات کا شکار ہے۔ یہ محصول ایسے وقت میں نافذ کیا گیا جب کہ ملک میں موجود کیاں کی فصل تباہی سے دوچارتھی اور ٹیکٹائل کی صنعت کو اِس تباہی کے اثرات کا سامنا تھا ، 17-2016 میں بھی بیصورتحال بہتر ہونے کی امیر نہیں ہے۔

حالیہ بجٹ 17-2016 کی چند اہم جملکیاں ، تاہم پیکنگ سے متعلق سامان اِس اصول سے متنفیٰ ہے ، اِس کی وجہ سے ٹیکسٹائل کی صنعت منفی طور پر متاثر ہوئی ہے۔ سپرٹیکس جو کہ صرف سال 16-2015 کے لیے نافذ کیا گیا تھا اِس کی مدت بھی بڑھا کر 17-2016 کر دی گئی ہے جو کہ اس صنعت کے لئے اضافی بوجھ ہے۔

شدید مسابقت کی اس دوڑ میں پرانے حریفوں کے ساتھ ساتھ نئے ج آنے والے حریفوں جیسے کہ ویتنام اور کمبوڈیا سے بھی مقابلہ ہے۔ ضرورت اِس امرکی ہے انتہائی اعلیٰ درجہ اور بہترین قدر و قیمت کی حامل ٹیکٹائل مصنوعات کو فروغ دیا جائے تاکہ مسابقت کی اس فضا میں اپنی بقاء اور آگے بڑھنے کوممکن بنایا جاسکے۔

CSR ہاری معاشرتی ذمہ داری

F1888 نے صحت ، حفاظت اور ماحولیات کی اہمیت کو ہمیشہ سے نہ صرف تسلیم کیا ہے بلکہ ان تمام عوامل کی بہتری کے لیے ہر ممکن اقدامات کو بھی یقینی بنایا ہے۔ صحت ، حفاظت اور ماحولیات سے متعلق ہر قواعد وضوابط پر تختی سے عمل ، معیار کی پاسداری اور عمل پیرائی کی بہترین مثال ہمارے اِس عزم کا مظہر ہے کہ ہم ایک ذمہ دار اور ماحول دوست ادارہ ہیں۔ ہماری تمام کاوشوں کا مقصد اپنی آنے والی نسلوں کو ایک صحتمند اور محفوظ متعقبل کی فراہمی ہے۔ ادارے کی واضح ترین پالیسی ہے: ''لوگوں کی حفاظت سے پیداواری اہداف پر غالب۔'' یہی وجہ ہے کہ ہمارے تمام ملاز مین اِس بات کو یقینی بناتے ہیں کہ اپنے اطراف کے لوگوں ، تنصیبات ، جائیداد ، قدرتی ماحول اور اپنے معاشرے کی بہتری اور صحت و حفاظت کے حصول کے لئے بہتر سے بہترین اقدامات کریں۔

ہاری مسلسل کاوشوں میں سے چند کوششیں مندرجہ ذیل ہیں: ۔

۔ گندے پانی کی صفائی اور دوبارہ قابل استعال بنانے کاعمل

_ قدرتی وسائل کا تحفظ

- Wastages پیں کی

چیزوں کو دوبارہ سے قابل استعال بنانا ، توانائی کی مؤثر کارکردگی میں اضافہ ، اور

_ فاسدمواد کے کم سے کم اخراج کے ذریعے ماحولیاتی کارکردگی میں اضافہ

CSR سے متعلقہ سرگرمیوں میں ہمارے ادارے کا کردار بہت بھر پور اور فعال ہے جس کی وجہ سے ادارے کے معاشرتی تشخص میں اضافہ ہوا ہے۔

Dividend : تقسيم شده منافع / منافع كي تقسيم :

02.10 کیپنی کے مالیاتی نتائج کو سامنے رکھتے ہوئے مجلس نظماء (Board of Directors) نے کمپنی کے تمام حصص یافت گان کے لیے 02.10 رویے نقذ منافع بعنی کہ 2 رویے 10 پیسہ فی حصص (20% عبوری نقد منافع کے علاوہ) کی سفارش کی ہے۔



ضابطه برائے کاروباری نظم ونسق: CCG

یا کتان اسٹاک ایجینے کے عائد کردہ قوانین کے تحت نظماء (Directors) نے ضابطہ برائے کاروباری (CCG) نظم ونت کے ساتھ مطابقت رکھنے اور اس پرعمل کرنے کے لئے تمام تر ضروری اقدامات کویقینی بنایا ہے۔

- کمپنی کی انتظامیہ کی جانب سے تیار کردہ مالیاتی گوشوارے برائے مدت 30 جون 2016 کمپنی کے معاملات ، کاروباری سرگرمیاں اور ان کے نتائج ، رقوم کے بہاؤ اور حصص ومنافع میں اتار چڑھاؤ کے متعلق شفاف اور متندمعلومات فراہم کرتے ہیں۔
 - مالیات کے حوالے سے تمام اندراجات کا بخونی ریکارڈ رکھا گیا ہے۔
- مالیاتی گوشواروں کی تیاری میں حساب داری کے متعلقہ قواعد وضوابط (یالیسی) کوتسلسل کے ساتھ استعمال کیا گیا ہے اور تخمینوں کا اندازہ نہایت دانشمندی سے کیا گیا ہے۔
- بین الاقوامی حساب داری کے معیارات جن کا اطلاق یا کتان میں ہوتا ہے کی مکمل بیروی کی گئی ہے اور کسی صورت میں ہوئی روگردانی کو (r) مناسب طور پر بتایا گیا ہے۔
- اندرونی کنٹرول کے نظام کومؤٹر طور پر نافذ کیا گیا ہے جس کی مسلسل نگرانی کی جاتی ہے۔ تمام عوامل کامسلسل جائزہ ہوتا رہے گا اور خامیوں کو (a) دور کیا جائے گا۔
 - کمپنی کے سفر کو حاری و ساری رہنے کے حوالے سے کسی قشم کے کوئی شک وشبہات نہیں ہیں۔
- یا کستان اسٹاک ایجیجنج کے وضع کردہ قواعد کی روشنی میں کاروباری نظم ونسق کے ضالطے اور اس کے بہترین طریقہ کار میں کسی بھی طریقے یا عم کو ختم نہیں کیا جائے گا۔
 - PF کے جاری کردہ محاسب شدہ گوشورے برائے 30 جون 2015 کے تحت PF میں سر مایہ کاری کی رقم 387.5 ملین روپے ہے۔
 - ماسوائے معمول ، ٹیکس محصول یا اس سے متعلقہ دیگر کسی ئد میں کسی قشم کے واجبات یا بقایا جات واجب الا دانہیں ہیں۔
- نظماء اورنظماء کی زوجین کی جانب سے کی گئی تھے کی گئی تھے کی گئی تھے کی گئی تھے کی تعداد اور سند تھے اور لین دین کی نوعیت کے متعلق کمپنی سیریڑی کوتح پری طور پرمطلع کیا گیا ہے۔اس سے متعلقہ تمام معلومات شیئر ہولڈنگ پیٹرن کے جھے میں ظاہر کی گئی ہیں۔
 - گزشتہ جھ سال کے اہم کاروباری اور مالیاتی اعداد وشار منسلک ہیں۔
- سال کے دوران مجلس نظماء کے پانچ اجلاس آڈٹ کمیٹی کے چار اور HR & R کمیٹی کا ایک اجلاس منعقد ہوا۔نظماء/ ارکان کی حاضری مندرجه ذیل رہی:

مجلس نظماء: _

- جناب خليق الرحمان صاحب
- جناب شبير احمر صاحب
- جناب شيخ ظفر احمه صاحب
- جناب يرويز احمر صاحب
- جناب جانتھن آرسائمن صاحب
- جناب عبدالرحمان يعقوب صاحب
- جناب جاويد يونس تبا صاحب
- جناب فيصل مثمس خان صاحب

جناب پرویز سعیر صاحب میں جناب اس رتمان صاحب میں جناب انس رتمان صاحب اللہ جناب انس رتمان صاحب اللہ جناب ریمان صاحب اللہ جناب جاوید یونس تبا اور جناب پرویز سعید صاحب نے دسمبر 2015 اپنی مدت معیاد کلمل کی جناب شیخ ظفر احمد صاحب اور جناب فیصل شمس خان صاحب نے اپنے عہدوں سے مستعفی ہوئے جناب انس رحمان صاحب نے بطور کمپنی کے سربراہ اپنی مدت میعاد اپریل 2016 میں مکمل کی اور جناب ریحان احمد صاحب اپریل 2016 میں مکمل کی اور جناب ریحان احمد صاحب اپریل 2016 میں مکمل کی اور جناب ریحان احمد صاحب اپریل 2016 میں تعمین کے سربراہ مقرر ہوئے۔

آ ڈٹ تمیٹی :		انچ آراینڈ آر کمیٹی:	
جناب پرویز سعید صاحب	-	جناب خليق الرحمان صاحب	1
جناب پرویز احمه صاحب	۴	جناب شبیر احمد صاحب	1
جناب جاويد يونس تباصاحب	۲	جناب انس رحمان صاحب	1
جناب فيصل تثمس خان صاحب	۲		

نظماء ارکان جو ہماری یا دیگر مصروفیات کی بنا پر اجلاس میں شرکت نہیں کر سکے ان کی زخصتی کو منظور کیا گیا۔

(۱۳) سمپنی سیریٹری نے سال کے دورن واقفیتی اجلاس منعقد کئے جس میں نظماء کو کاروباری و تجارتی قواعد و ضوابط میں ہونے والی تبدیلیوں سے واقفیت اور آگاہی فراہم کی گئی۔

ضابطہء کاروباری نظم ونیق کی پیروی بشمول بہترین طرزِعمل کی تغییل کا بیان (Statement of Compliance) منسلک ہے۔

محاسب (Auditors)

آ ڈیٹرادارے رحمان سرفراز رحیم اقبال رفیق ، چارٹرڈ اکاوٹٹینٹ اپنی ذمہ داریوں سے عہدہ برہ ہوئے آپ دوبارہ سے تقرری کے اہل ہیں اور اپنی تقرری کے لئے بیش کش کر چکے ہیں۔

(Pattern of Shareholding) حصص کاری کا طرزعمل

کمپنیز آرڈنینس 1984 اور ضابطہ کاروباری نظم ونتل (CCG) کے تحت درکار حصص کے طرز عمل کا گوشوارہ برائے مدت 30 جون 2016 اس رپورٹ کے ساتھ منسلک ہے۔

اظهارتشكر

نظماء کمپنی کے تمام ملاز مین کی جانب سے کی گئی ان تمام کوششوں کے لیے تہد دل سے مشکور ہیں اور امید کرتے ہیں کہ باہمی تعاون اور اعتاد کی فضا یونہی قائم رہے گی۔ اِس کے ساتھ ساتھ انتظامیہ اپنے تمام صارفین ، کاروباری شراکت دار ، سپلائیرز اور مینکوں کے عملی تعاون کے لئے بھی ان سب کی مشکور ہے۔

> جناب جأنفن آرسائمن چيئر مين فيروز ۱۸۸۸ ملز لميشدٌ

> > ې ۲۹ ستمبر ۲۰۱۷ء



KEY OPERATING AND FINANCIAL DATA

ASSETS EMPLOYED (Rs. in million	_
ASSETS EMPLOYED	
ASSETS EMPLOYED (Rs. in million	1)
Property, plant and equipment 6,749.86 5,775.61 5,210.87 4,547.77 4,705.28 4,	520.23
Intangible assets – 5.14 10.28 15.43 20.69	22.21
Investments, Long term Advances and Deposits 6.39 5.73 5.36 5.31 5.27	4.51
Current Assets 8,752.71 6,918.26 7,414.04 6,904.32 5,459.26 6,	376.56
Assets classified as held for sale	0.79
Total Assets Employed 15,508.96 12,704.74 12,640.55 11,472.83 10,190.50 10,	924.30
FINANCED BY	
Shareholders' Equity 11,687.23 8,932.63 7,060.03 5,664.70 4,721.22 4,	186.61
Long Term Liabilities 434.15 383.25 472.09 606.25 795.83	964.89
Current Liabilities 2,306.93 2,308.21 4,027.76 4,121.21 3,592.79 5,	204.74
Total Funds Invested 14,428.31 11,624.09 11,559.88 10,392.16 9,109.84 10,	356.24
VALUE ADDITION & ITS DISTRIBUTION	
	28,178
Bought in materials and services 12,866,039 11,722,564 12,830,424 9,303,758 10,724,543 9,0	37,206
Distribution cost 451,455 534,204 442,933 383,153 357,354 3	50,338
Administrative, financial and other charges 646,704 1,382,850 1,444,625 986,792 574,836 6	28,292
Government (including WPPF, WWF & Income tax) 458,957 356,362 320,526 230,860 154,759 1	26,365
Employees 1,439,827 1,218,158 973,148 1,340,051 937,722 7	57,799
Retained in business 3,810,083 2,325,626 1,697,473 1,245,635 535,142 7	78,178
Total Distribution 19,673,065 17,539,764 17,709,129 13,490,249 13,284,356 11,7	28,178
KEY FINANCIAL RATIOS	
	18.14%
Net profit/(loss) (after tax to sales) 19.38% 13.26% 9.59% 9.24% 4.03%	6.64%
Debt equity ratio 3:97 5:95 7:93 11:89 14:86	19:81
Current ratio 3.79 3.00 1.84 1.68 1.52	1.23
Return on assets ratio 0.25 0.18 0.13 0.11 0.05	0.07
Return on equity ratio 0.33 0.26 0.23 0.20 0.10	0.17
Inventory turnover ratio - Times 6.11 5.34 4.68 3.88 4.00	3.94
Fixed assets turnover ratio - Times 2.91 3.03 3.39 2.95 2.79	2.59
Assets turnover ratio - Times 1.27 1.38 1.36 1.18 1.30	1.08
SHARES AND EARNINGS	
Break-up Value without revaluation 31.02 23.71 18.74 15.03 12.53	11.11
Break-up Value with revaluation 33.88 26.57 21.60 17.90 15.40	12.62
Earning per Share from continued operation 10.11 6.17 4.50 3.31 1.42	2.07
Earning per Share from discontinued operation – – – – – – –	0.13
No. of Shares ('000) 376,801 376,801 376,801 376,801 3	76,801
Dividend 1,055,489 453,026 302,150 302,150 524	524



FORM 34
PATTERN OF HOLDINGS OF THE SHARES HELD BY THE
SHAREHOLDERS AS AT JUNE 30, 2016

			Shareholding			Shares held
310	From	1	to	100	Share	9,228
134	From	101	to	500	Share	29,336
29	From	501	to	1,000	Share	21,846
35	From	1,001	to	5,000	Share	73,284
2	From	5,001	to	10,000	Share	14,963
2	From	10,001	to	15,000	Share	25,051
1	From	15,001	to	20,000	Share	19,500
1	From	80,001	to	85,000	Share	84,500
1	From	90,001	to	95,000	Share	93,072
1	From	220,001	to	225,000	Share	220,000
1	From	660,001	to	665,000	Share	660,000
1	From	5,530,001	to	5,535,000	Share	5,533,235
3	From	7,165,001	to	7,170,000	Share	21,495,693
5	From	8,455,001	to	8,460,000	Share	42,282,060
1	From	8,620,001	to	8,625,000	Share	8,623,114
1	From	9,205,001	to	9,210,000	Share	9,209,865
1	From	10,505,001	to	10,510,000	Share	10,508,546
1	From	10,745,001	to	10,750,000	Share	10,746,332
1	From	12,705,001	to	12,710,000	Share	12,708,049
1	From	13,055,001	to	13,060,000	Share	13,057,542
1	From	15,235,001	to	15,240,000	Share	15,237,407
1	From	19,235,001	to	19,240,000	Share	19,237,685
1	From	20,175,001	to	20,180,000	Share	20,178,352
1	From	20,930,001	to	20,935,000	Share	20,931,149
1	From	21,240,001	to	21,245,000	Share	21,242,223
1	From	64,045,001	to	64,050,000	Share	64,049,686
1	From	80,505,001	to	80,510,000	Share	80,509,250
539						376,800,968



PATTERN OF SHAREHOLDING AS PER FORMAT OF SECP (FORM-34) AS AT JUNE 30, 2016

Categories of shareholders	Number of shareholders	Share held	Percentage
Directors, Chief Executive Officer and their Spouse	10	156,798,633	41.61
associated companies, undertaking and related parties	3	89,761,273	23.82
Mutual Funds	1	6	0.00
Bank, Development Finance Institutions, Non-Banking Finance Companies, Insurance Companies, Takeful, Modarabas a Pension Funds	and 2	19,565	0.01
Individuals a. Local	523	130,221,491	34.56
	539	376,800,968	100.00



PATERN OF SHAREHOLDING ADDITIONAL INFORMATION (CODE OF CORPORATE GOVERNANCE) AS AT JUNE 30, 2016

Shareholders' category		Number of shareholders	Number of shares held
Associated Companies, undertaking and			
related parties		3	89,761,273
Mutual Funds			
M/s. Invertment Corporation of Pakistan		1	6
Directors and their spouse(s) and			
minor children Mr. Jonathan R.Simon	Director/Chairman	1	_
Mr. Anas Rahman	Director/Vice Chairm		7,165,231
Mr. Rehan Rahman	Chief Executive	1	8,456,412
Mr. Khaleegur Rahman	Director	1	13,057,542
Mr. Shabbir Ahmed	Director	1	80,509,250
Mr. Perwez Ahmed	Director	1	21,242,223
Mr. Abdul Rehman Yaqub	Director	1	,
Mrs.Shahnaz Rahman	Spouse	1	8,456,412
Mrs.Saba Perwez	Spouse	1	10,746,332
Mrs. Sana Rehan	Spouse	1	7,165,231
Executives			_
Public Sector Companies and Corporation	ons		_
Bank, Development Finance Institutions,			
Non-Banking Finance Companies,	oo and		
Insurance Companies, Takeful, Modaraba Pension Funds	as anu	2	19,565
rension i unus		2	19,505
Shareholders holding 5% or more voting interest:			
Mr. Shabbir Ahmed		1	80,509,250
Mr. Sheikh Zafar Ahmed		1	19,897,685
Mr. Perwez Ahmed		1	21,242,223
Mr. Omair Rehman		1	21,151,149
M/s.1888 Mills LLC (Foreign Company)		1	20,178,352
M/s. Grangeford Ltd (Foreign Company)		1	64,049,686
Details of purchase and sale of share by	Directors and their spous	e during the year 201	6
Mr. Faisal Shams Khan	2,500 purcha	ase/sale (Resigned from	m Directorship)
Mrs.Saba Perwez (spouse)	2,500 purcha	ase	

STATEMENT OF COMPLIANCE WITH THE CODE OF CORPORATE GOVERNANCE FEROZE1888 MILLS LIMITED

June 30, 2016

This statement is being presented to comply with the Code of Corporate Governance contained in the listing regulations of Pakistan Stock Exchange Limited for the purpose of establishing a framework of good governance, whereby a listed company is managed in compliance with the best practices of corporate governance.

The company has applied the principles contained in the CCG in the following manner:

1. The company encourages representation of independent non-executive directors and directors representing minority interests on its board of directors. At present the board includes:

Category	Name
Independent Director	Mr. Nasim Hyder
Executive Director	Mr. Rehan Rahman
Non-Executive Director	Mr. Khaleequr Rahman
	Mr. Shabbir Ahmed
	Mr. Jonathan R. Simon
	Mr. Abdul Rehman Yaqub
	Mr. Perwez Ahmed
	Mr. Anas Rahman

The independent directors meet the criteria of independence under clause 5.9.1. (b) of the CCG.

- 2. The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this company (excluding the listed subsidiaries of listing holding companies where applicable).
- 3. All the resident directors of the Company are registered as taxpayer and none of them as defaulted in payment of any loan to a banking company, a DFI or an NBFI or, being a broker of a stock exchange, has been declared as a defaulter by that stock exchange.
- 4. Casual vacancies occurred in the Board of Directors on dated 20th April, 2016 and 11th May, 2016 where Mr. Sheikh Zafar Ahmed and Mr. Faisal Shams resigned from the Board respectively and Mr. Anas Rahman and Mr. Nasim Hyder were appointed within stipulated time of 90 days.
- 5. The company has prepared a "Code of Conduct" and has ensured that appropriate steps have been taken to disseminate it throughout the company along with its supporting policies and procedures.
- 6. The board has developed a vision/mission statement, overall corporate strategy and significant policies of the company. A complete record of particulars of significant policies along with the dates on which they were approved or amended has been maintained.
- 7. All the powers of the board have been duly exercised and decisions on material transactions, including appointment and determination of remuneration and terms and conditions of employment of the CEO, other executive and non-executive directors, have been taken by the board/shareholders.
- 8. The meetings of the board were presided over by the Chairman and, in his absence, by a director elected by the board for this purpose and the board met at least once in every quarter. Written notices of the board meetings, along with agenda and working papers, were circulated at least seven days before the meetings. The minutes of the meetings were appropriately recorded and circulated.
- 9. During the year no training programs were arranged for its directors.



- The board has approved appointment of CFO, Company Secretary and Head of Internal Audit, including their remuneration and terms and conditions of employment.
- 11. The directors' report for this year has been prepared in compliance with the requirements of the CCG and fully describes the salient matters required to be disclosed.
- 12. The financial statements of the company were duly endorsed by CEO and Head of finance before approval of the board.
- 13. The directors, CEO and Executives do not hold any interest in the shares of the company other than that disclosed in the pattern of shareholding.
- 14. The company has complied with all the corporate and financial reporting requirement of the CCG.
- 15. The board has formed an Audit Committee. It comprises three members, of whom two are non-executive directors and the one is an independent director.
- 16. The meeting of the audit committee were held at least once every quarter prior to approval of interim and final results of the company and as required by the CCG. The terms of reference of the committee have been formed and advised to the committee for compliance.
- 17. The board has formed an HR and Remuneration Committee. It comprises three members of whom two are non-executive directors and one is Chief Executive. The chairman of the committee is a non executive director.
- 18. The board has outsourced the internal audit function to Ernst & Young Ford Rhodes Sidat Hyder, Chartered Accountants who are considered suitably qualified and experience for the purpose and are conversant with the policies and procedures of the Company.
- 19. The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the quality control review program of the ICAP, that they or any of the partners of the firm, their spouses and minor children do not hold shares of the company and that the firm and all its partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the ICAP.
- 20. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the listing regulations and the auditors have confirmed that they have observed IFAC guidelines in this regard.
- 21. The 'closed period', prior to the announcement of interim/final result, and business decisions, which may materially affect the market price of company's securities, was determined and intimated to directors, employees and stock exchange.
- 22. Material/price sensitive information has been disseminated among all market participants at once through stock exchange.
- 23. The Company has complied with the requirements relating to maintenance of register of persons having access to inside information by designated senior management officer in a timely manner and maintained proper record including basis for inclusion or exclusion of names of person from the said list.
- 24. We confirm that all other material principles enshrined in the CCG have complied with.

On behalf of the Board of Directors

Rehan Rahman Chief Executive

Karachi: September 29, 2016



REVIEW REPORT TO THE MEMBERS ON STATEMENT OF COMPLIANCE WITH BEST PRACTICES OF CODE OF CORPORATE GOVERNANCE

We have reviewed the enclosed Statement of Compliance with the best practices contained in the Code of Corporate Governance (the Code) prepared by the Board of Directors of **Feroze1888 Mills Limited** for the year ended **June 30, 2016** to comply with the Listing Regulation of the Pakistan Stock Exchange Limited, where the Company is listed.

The responsibility for compliance with the Code is that of the Board of Directors of the Company. Our responsibility is to review, to the extent where such compliance can be objectively verified, whether the Statement of Compliance reflects the status of the Company's compliance with the provisions of the Code and report if it does not and to highlight any non-compliance with the requirements of the Code. A review is limited primarily to inquiries of the Company personnel and review of various documents prepared by the Company to comply with the Code.

As part of our audit of the financial statements we are required to obtain an understanding of the accounting and internal control systems sufficient to plan the audit and develop an effective audit approach. We are not required to consider whether the Board of Directors' statement on internal control covers all risks and controls or to form an opinion on the effectiveness of such internal controls, the Company's corporate governance procedures and risks.

The Code requires the company to place before the Audit Committee, and upon recommendation of the Audit Committee, place before the Board of Directors for their review and approval its related party transactions distinguishing between transactions carried out on terms equivalent to those that prevails in arm's length transactions and transactions which are not executed at arm's length price and recording proper justification for using such alternate pricing mechanism. We are only required and have ensured compliance of this requirement to the extent of the approval of the related party transactions by the Board of Directors upon recommendation of the Audit Committee. We have not carried out any procedure to determine whether the related party transactions were undertaken at arm's length price or not.

Based on our review, nothing has come to our attention, which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the best practices contained in the Code as applicable for the year ended June 30, 2016.

Karachi:

Date: September 29, 2016

Rahman Sarfaraz Rahim Iqbal Rafiq Chartered Accountants Engagement partner: Muhammad Waseem



AUDITORS' REPORT TO THE MEMBERS

We have audited the annexed balance sheet of **Feroze1888 Mills Limited** ("the Company") as at **June 30**, **2016** and the related profit and loss account, statement of comprehensive income, cash flow statement and statement of changes in equity together with the notes forming part thereof, for the year then ended and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit.

It is the responsibility of the Company's management to establish and maintain a system of internal control, and prepare and present the above said statements in conformity with the approved accounting standards and the requirements of the Companies Ordinance, 1984. Our responsibility is to express an opinion on these statements based on our audit.

We conducted our audit in accordance with the auditing standards as applicable in Pakistan. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the above said statements are free of any material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the above said statements. An audit also includes assessing the accounting policies and significant estimates made by management, as well as, evaluating the overall presentation of the above said statements. We believe that our audit provides a reasonable basis for our opinion and, after due verification, we report that:

- (a) in our opinion, proper books of accounts have been kept by the Company as required by the Companies Ordinance, 1984;
- (b) in our opinion:
 - the balance sheet and profit and loss account together with the notes thereon have been drawn up in conformity with the Companies Ordinance, 1984, and are in agreement with the books of accounts 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, statement of comprehensive income, cash flow statement and statement of changes in equity together with the notes forming part thereof conform with approved accounting standards as applicable in Pakistan and give the information required by the Companies Ordinance, 1984, in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at June 30, 2016 and of the profit, total comprehensive income, cash flows and changes in equity 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 that Ordinance.

Karachi:

Date: September 29, 2016

Rahman Sarfaraz Rahim Iqbal Rafiq Chartered Accountants Engagement partner: Muhammad Waseem



BALANCE SHEET AS AT JUNE 30, 2016

	Note	2016	2015
		(Ru	pees in '000)
ASSETS Non-current assets	4	6 740 964	F 77F C4F
Property, plant and equipment Intangible assets Long term investment	4 5	6,749,864 - 10	5,775,615 5,141 10
Long term deposits		6,387 6,756,261	5,720 5,786,486
Current assets Stores and spares Stock-in-trade Trade debts - considered good Advances, prepayments and other receivables Cash and bank balances	6 7 8 9	567,422 3,046,969 2,782,631 1,364,780 990,908 8,752,710	445,146 2,382,563 2,823,046 979,600 287,909 6,918,264
		15,508,971	12,704,750
SHARE CAPITAL & RESERVES Authorised share capital 400,000,000 (2015: 400,000,000) ordinary shares			
of Rs. 10 each		4,000,000	4,000,000
Issued, subscribed and paid-up capital Capital reserve Accumulated profit	11	3,768,009 758,663 7,160,555 11,687,227	3,768,009 758,663 4,405,961 8,932,633
Surplus on revaluation	12	1,080,662	1,080,662
LIABILITIES Non-current liabilities Long term finance - secured	13	434,150	383,248
G	10	10 1,100	000,210
Current liabilities Trade and other payables Accrued mark-up Taxation	14 15	2,294,441 1,682 4,959	2,197,618 14,575
Current portion of long term finance	13	5,850 2,306,932	96,014 2,308,207
Contingencies and commitments	16	15,508,971	12,704,750

The annexed notes from 1 to 35 form an integral part of these financial statements.



PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED JUNE 30, 2016

	Note	2016	2015
		(Rupees in '000)	
Sales - net	17	19,664,897	17,533,227
Cost of sales	18	(14,089,214)	(13,622,707)
Gross profit		5,575,683	3,910,520
Administrative cost	19	(688,183)	(586,351)
Distribution cost	20	(506,983)	(585,688)
Other operating cost	21	(266,807)	(178,590)
		(1,461,973)	(1,350,629)
Operating profit		4,113,710	2,559,891
Finance cost	22	(81,659)	(32,278)
Profit before taxation		4,032,051	2,527,613
Taxation	23	(221,968)	(201,987)
Profit after taxation		3,810,083	2,325,626
Earnings per share			(Rupees) ·····
	24	10.11	6.47
- Basic and diluted	24	10.11	6.17

The annexed notes from 1 to 35 form an integral part of these financial statements.

REHAN RAHMANCHIEF EXECUTIVE

ANAS RAHMAN
DIRECTOR



STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED JUNE 30, 2016

	2016	2015
	(Rupees in '000)	
Dooft for the coop	2 040 002	2 225 626
Profit for the year	3,810,083	2,325,626
Other comprehensive income for the year	-	_
Tatal assumption in the same facilities and	2.040.002	0.205.000
Total comprehensive income for the year	3,810,083	<u>2,325,626</u>

The annexed notes from 1 to 35 form an integral part of these financial statements.



CASH FLOW STATEMENT FOR THE YEAR ENDED JUNE 30, 2016

	Note	2016	2015
		(Ru	pees in '000)
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before taxation		4,032,051	2,527,613
Adjustments for non cash charges and other items: Depreciation Amortization Finance cost Workers' fund (Gain) / loss on disposal of property, plant and equipment Operating profit before working capital changes Changes in working Capital	27	435,950 37,445 81,659 228,960 (1,942) 782,072 4,814,123 (1,129,957)	399,799 29,551 32,278 147,992 261 609,881 3,137,494 (11,114)
Cash generated from operating activities	21	3,684,166	3,126,380
Finance cost paid Workers' fund paid Income tax paid and deducted at source Net cash generated from operating activities CASH FLOWS FROM INVESTING ACTIVITIES Capital expenditure Proceeds from sale of operating fixed assets Long term deposits placed during the period Net cash used in investing activities		(94,552) (133,954) (217,009) 3,238,651 (1,463,373) 22,811 (667) (1,441,229)	(48,824) (100,504) (173,812) 2,803,240 (1,005,162) 15,947 (372) (989,587)
CASH FLOWS FROM FINANCING ACTIVITIES Dividend paid Long term finance obtained Repayment of long term finance Net cash used in from financing activities Net increase in cash and cash equivalents Cash and cash equivalents at the beginning of the year	40	(1,055,161) 440,000 (479,262) (1,094,423) 702,999 287,909	(452,943) 126,700 (255,678) (581,921) 1,231,732 (943,823)
Cash and cash equivalents at the end of the year	10	990,908	287,909

The annexed notes from 1 to 35 form an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED JUNE 30, 2016

	Share capital	Capital reserve	Accumulated profit	Total
	(Rupees in '000)			
Balance as at July 01, 2014	3,768,009	758,663	2,533,361	7,060,033
Total comprehensive income for the year ended June 30, 2015	-	-	2,325,626	2,325,626
Transactions with owners Final cash dividend for the year ended June 30, 2014 - Final @ 20% (Rs. 2.00 per share) for all shareholders except directors, their relatives and associates.	-	_	(524)	(524)
- Final @ 5% (Rs. 0.50 per share) to directors, their relatives and associates.	-	-	(188,269)	(188,269)
Interim cash dividend - Interim @ 25% (Rs. 2.50 per share) for all shareholders except directors, their relatives and associates.	-	-	(656)	(656)
- Interim $\ensuremath{\textcircled{@}}\xspace$ 7% (Rs. 0.70 per share) to directors, their relatives and associates.	_		(263,577) (453,026)	(263,577) (453,026)
Balance as at June 30, 2015	3,768,009	758,663	4,405,961	8,932,633
Total comprehensive income for the year ended June 30, 2016	-	-	3,810,083	3,810,083
Transactions with owners Final cash dividend for the year ended June 30, 2015 - Final @ 25% (Rs. 2.50 per share) for all shareholders except directors, their relatives and associates.	-	_	(656)	(656)
- Final @ 8% (Rs. 0.80 per share) to directors, their relatives and associates.	-	-	(301,230)	(301,230)
Interim cash dividend - Interim @ 15% (Rs. 1.50 per share) for all shareholders			(565,202)	(565,202)
- Interim @ 5% (Rs. 0.50 per share) for all shareholders	_	_	(188,401)	(188,401)
		_	(1,055,489)	(1,055,489)
Balance as at June 30, 2016	3,768,009	758,663	7,160,555	11,687,227

The annexed notes from 1 to 35 form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED JUNE 30, 2016

1. THE COMPANY AND ITS OPERATIONS

1.1 The Company was incorporated in Pakistan as a public limited company. The shares of the Company are quoted on Pakistan Stock Exchage (formerly Karachi Stock Exchange). The Company is principally engaged in production and export of towels. The registered office of the Company is situated at H-23/4-A, Scheme # 3, Landhi Industrial Area, Karachi.

2 BASIS OF PREPARATION

2.1 Statement of compliance

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

2.2 Basis of measurement

These financial statements have been prepared under the historical cost convention except that the land which is carried at revalued amount and certain exchange elements have been incorporated in the cost of the relevant assets.

2.3 Functional and presentation currency

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

2.4 Use of estimates and judgments

The preparation of financial statements in conformity with approved accounting standards, as applicable in Pakistan, requires the management to make the judgment, estimates, assumptions and use judgments that affect the application of policies and the reported amounts of assets, liabilities, income and expenses.

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources.

Estimates, assumptions and judgments are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgments and estimates made by management that may have a significant risk of material adjustments to the financial statements in subsequent years are as follows:

		Note
a)	Useful lives and residual values of property, plant and equipment	3.7
b)	Taxation	3.3
c)	Staff retirement benefits	3.1
d)	Estimation for impairment in respect of trade debts	3.11
e)	Provision for obsolete / slow moving stores and spares and stock-in-trade	3.9 & 3.10

2.5 Standards, amendments or interpretations which became effective during the year

During the period, certain amendments to standards or new interpretations became effective, however, the amendments or interpretation did not have any material effect on the financial statements of the Company.

2.6 New / revised accounting standards, amendments to published accounting standards, and interpretations that are not yet effective

There are new and amended standards and interpretations that are mandatory for accounting periods beginning July 01, 2014 but are considered not to be relevant or do not have any significant effect on the financial statements and are therefore not detailed in these financial statements.

- Amendments to IAS 38 Intangible Assets and IAS 16 Property, Plant and Equipment (effective for annual periods beginning on or after 1 January 2016) introduce severe restrictions on the use of revenue-based amortization for intangible assets and explicitly state that revenue-based methods of depreciation cannot be used for property, plant and equipment. The rebuttable presumption that the use of revenue-based amortisation methods for intangible assets is inappropriate can be overcome only when revenue and the consumption of the economic benefits of the intangible asset are 'highly correlated', or when the intangible asset is expressed as a measure of revenue. The amendments are not likely to have an impact on the Company's financial statements.
- Investment Entities: Applying the Consolidation Exception (Amendments to IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures) [effective for annual periods beginning on or after 1 January 2016) clarifies (a) which subsidiaries of an investment entity are consolidated; (b) exemption to present consolidated financial statements is available to a parent entity that is a subsidiary of an investment entity; and (c) how an entity that is not an investment entity should apply the equity method of accounting for its investment in an associate or joint venture that is an investment entity. The amendments are not likely to have an impact on Company's financial statements.
- Accounting for Acquisitions of Interests in Joint Operations Amendments to IFRS 11 'Joint Arrangements' (effective for annual periods beginning on or after 1 January 2016) clarify the accounting for the acquisition of an interest in a joint operation where the activities of the operation constitute a business. They require an investor to apply the principles of business combination accounting when it acquires an interest in a joint operation that constitutes a business. The amendments are not likely to have an impact on Company's financial statements.
- Amendment to IAS 27 'Separate Financial Statements' (effective for annual periods beginning on or after 1 January 2016) allows entities to use the equity method to account for investments in subsidiaries, joint ventures and associates in their separate financial statements. The amendment is not likely to have an impact on Company's financial statements.
- Agriculture: Bearer Plants [Amendment to IAS 16 and IAS 41] (effective for annual periods beginning on or after 1 January 2016). Bearer plants are now in the scope of IAS 16 Property, Plant and Equipment for measurement and disclosure purposes. Therefore, a company can elect to measure bearer plants at cost. However, the produce growing on bearer plants will continue to be measured at fair value less costs to sell under IAS 41 Agriculture. A bearer plant is a plant that: is used in the supply of agricultural produce; is expected to bear produce for more than one period; and has a remote likelihood of being sold as agricultural produce. Before maturity, bearer plants are accounted for in the same way as self-constructed items of property, plant and equipment during construction. The amendments are not likely to have an impact on Company's financial statements.



Feroze1888 Mills Limited

- Amendments to IAS 12 'Income Taxes' are effective for annual periods beginning on or after 1 January 2017. The amendments clarify that the existence of a deductible temporary difference depends solely on a comparison of the carrying amount of an asset and its tax base at the end of the reporting period, and is not affected by possible future changes in the carrying amount or expected manner of recovery of the asset. The amendments are not likely to have an impact on Company's financial statements.
- Amendments to IAS 7 'Statement of Cash Flows' are part of IASB's broader disclosure initiative and are effective for annual periods beginning on or after 1 January 2017. The amendments require disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flow and non-cash changes.
- Amendments to IFRS 2 Share-based Payment clarify the accounting for certain types of arrangements and are effective for annual periods beginning on or after 1 January 2018. The amendments cover three accounting areas (a) measurement of cash-settled share-based payments; (b) classification of share-based payments settled net of tax withholdings; and (c) accounting for a modification of a share-based payment from cash-settled to equity-settled. The new requirements could affect the classification and/or measurement of these arrangements and potentially the timing and amount of expense recognised for new and outstanding awards. The amendments are not likely to have an impact on Company's financial statements.

Annual Improvements 2012-2014 cycles (amendments are effective for annual periods beginning on or after 1 January 2016). The new cycle of improvements contain amendments to the following standards:

- IFRS 5 Non-current Assets Held for Sale and Discontinued Operations. IFRS 5 is amended to clarify that if an entity changes the method of disposal of an asset (or disposal group) i.e. reclassifies an asset from held for distribution to owners to held for sale or vice versa without any time lag. then such change in classification is considered as continuation of the original plan of disposal and if an entity determines that an asset (or disposal group) no longer meets the criteria to be classified as held for distribution, then it ceases held for distribution accounting in the same way as it would cease held for sale accounting.
- IFRS 7 'Financial Instruments- Disclosures'. IFRS 7 is amended to clarify when servicing arrangements on continuing involvement in transferred financial assets in cases when they are derecognized in their entirety are in the scope of its disclosure requirements. IFRS 7 is also amended to clarify that additional disclosures required by 'Disclosures: Offsetting Financial Assets and Financial Liabilities (Amendments to IFRS7)' are not specifically required for inclusion in condensed interim financial statements for all interim periods.
- IAS 19 'Employee Benefits', IAS 19 is amended to clarify that high quality corporate bonds or government bonds used in determining the discount rate should be issued in the same currency in which the benefits are to be paid.
- IAS 34 'Interim Financial Reporting'. IAS 34 is amended to clarify that certain disclosures, if they are not included in the notes to interim financial statements and disclosed elsewhere should be cross referred.

The above amendments are not likely to have an impact on Company's financial statements.

3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

3.1 Staff retirement benefits

3.1.1 **Defined contribution plans**

The Company operates an approved defined contribution provident fund for its eligible employees. Monthly contributions are made both by the Company and employees to the fund at the rate of 10% of basic salary.

3.1.2 Employees' compensation absences

The Company accounts for the liability in respect of employees' compensated absences in the year in which these are earned.

3.2 Provisions

Provisions are recognised when the Company has a legal or constructive obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect current best estimate.

3.3 Taxation

Tax is recognised in the profit and loss account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the tax is also recognised in other comprehensive income or directly in equity, respectively.

Current

Provision for current taxation is based on taxable income at the current rates of taxation after taking into account tax credits and rebates available, if any. The charge for the current tax also includes adjustments where necessary, relating to prior years which arise from assessments framed / finalized during the year.

The Company's income is chargeable to tax under final tax regime prescribed under the Income Tax Ordinance. 2001.

Deferred

Deferred tax is recognised using the balance sheet method, providing for all temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

A deferred tax asset is recognised to the extent that is probable that future taxable profits will be available against which temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Currently, no deferred tax is recognised since Company's income is wholly chargeable to tax under the final tax regime of the Income Tax Ordinance, 2001.

3.4 Trade and other payables

Trade and other payables are recognised initially at fair value and subsequently measured at amortized cost.

3.5 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the profit and loss account over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

3.6 Share capital

Ordinary shares are classified as equity and recognised at their face value. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

3.7 Property, plant and equipment

3.7.1 Owned

These are stated at historical cost less accumulated depreciation and impairment loss, if any, except for land that are shown at revalued amounts. Depreciation is charged to profit and loss account applying the reducing balance method whereby the cost of an asset is written off over its useful life at the rates specified in note 4.1 to the financial statements except for lease hold improvement which are depreciated on straight line basis over the period of 3 to 5 years. Depreciation on additions is charged from the month the asset is available for use upto the month preceeding the month of disposal.

An asset's carrying amount is written down immediately to its recoverable amount if the carrying amount is greater than the recoverable amount.

Where major components of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the profit and loss account during the financial period in which they are incurred.

Disposal of asset is recognised when significant risk and rewards incidental to ownership have been transferred to buyers. Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are taken to the profit and loss account.

Depreciation method, useful lives and residual values are reviewed annually and adjusted, if appropriate, at each balance sheet date.

Repairs and maintenance are charged to income as and when incurred.

3.7.2 Capital work in progress

Capital work-in-progress is stated at cost less impairment, if any. It consists of expenditure incurred and advances made in respect of tangible and intangible assets in the course of their construction and installation. Transfers are made to relevant operating fixed assets category as and when assets are available for use.

3.8 Intangible assets

Computer software is capitalized on the basis of cost incurred to acquire and bring to use the specific software. Amortization is charged to the profit and loss account using the 'straight line' method over a period of 5 year. Amortization on additions is charged from the month of purchase of the intangible asset. Intangible asset is derecognized on disposal, or when no future economic benefits are expected from use. Any resulting gain or loss on derecognition are recognized in profit and loss account. The estimated useful life and the amortization methods are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

3.9 Stores and spares

Stores and spares, excluding items in transit, are valued at lower of moving average cost and net realisable value. Provision is made for slow moving and obsolete items, based on management's best estimate regarding their future usability.

Items in transit are valued at cost comprising invoice values plus other charges incurred thereon accumulated to the reporting date.

Net realisable value signifies the estimated selling price in the ordinary course of business, less the estimated costs necessary to make the sale.

3.10 Stock-in-trade

Raw materials and finished goods are valued at lower of average cost and net realizable value.

Work-in-process is valued at average cost of raw-materials including a proportionate of manufacturing overheads. By products [Waste products] are valued at net realisable value.

Net realisable value signifies the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to be incurred to make the sale.

Provisions are made in the financial statements for obsolete and slow moving stock-in-trade based on management's best estimate regarding there future usability.

3.11 Trade and other receivables

Trade and other receivables are carried at original invoice amount / cost, which is the fair value of the consideration to be received, less an estimate made for doubtful debts which is determined based on management review of outstanding amounts and previous repayment pattern. Balances considered bad and irrevocable are written off.

3.12 Cash and cash equivalents

Cash and cash equivalents in the cash flow statement includes cash in hand, balance with banks, and bank overdrafts / short term borrowings. Bank overdrafts are shown within short term borrowings in current liabilities on the balance sheet.

3.13 Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of the Company's activities.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company and specific criteria has been met for each of the Company's activities as described below:

- Sale of goods & services
 Sales are recorded on dispatch of goods to the customer or on performance of services.
- Interest / mark up income
 Income on deposits and other operating income are recorded on accrual basis.
- Markup Refundable
 Markup Refundable under Export Refinance is recorded on receipt basis.

3.14 Borrowing costs

Borrowing cost are recognised as an expense in the period in which they are incurred except where such costs are directly attributable to the acquisition, construction or production of a qualifying asset in which case such costs are capitalized as part of the cost of that asset. Borrowing cost includes exchange differences arising on foreign currency borrowings to the extent these are regarded as an adjustment to borrowing cost.

3.15 Foreign currency transactions and translation

These financial statements are presented in Pak Rupees, which is Company's functional and presentation currency. Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit and loss account.

3.16 Impairment of non-financial assets

Assets that are subject to depreciation / amortization are reviewed at each balance sheet date to identify circumstances indicating occurrence of impairment loss or reversal of previous impairment losses. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost to sale and value in use. Reversal of impairment loss is restricted to the original cost of the asset.

3.17 Financial instruments

Financial instruments carried on the balance sheet include investments, deposits, trade debts and other receivables, cash and bank balances, trade and other payables, long term loan, accrued mark-up on short term finance and short term borrowings.

Financial assets

The Company classifies its financial assets in held to maturity, fair value through profit and loss, and available-for-sale categories. The classification depends on the purpose for which the financial assets are acquired. Management determines the classification of its financial assets at initial recognition.

(a) Held-to-maturity

These are non-derivative financial assets with fixed or determinable payments and fixed maturity that the Company has the positive intention and ability to hold till maturity.

(b) Fair value through profit and loss

Financial assets at fair value through profit or loss are financial assets held for trading. A financial asset is classified in this category if acquired principally for the purpose of selling in the short-term. Derivatives are also categorized as held for trading unless they are designated as hedges. Assets in this category are classified as current assets. There were no financial assets at fair value through profit or loss on the balance sheet date.

(c) Available for sale

Available for sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories.

(d) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than twelve months after the balance sheet date, which are classified as non-current assets. Loans and receivables comprise trade debts, loans, advances, deposits, other receivable and cash and bank balances in the balance sheet.

All financial assets are recognised at the time when the Company becomes a party to the contractual provisions of the instrument. Regular purchases and sales of investments are recognised on trade date - the date on which the Company commits to purchase or sell the asset. Financial assets are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets are derecognised when the right to receive the cash flows from the assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownerships.

Fair value of available-for-sale investments are determined on the basis of rates notified by Mutual Fund Association of Pakistan for debt securities, relevant redemption prices for the open-end mutual funds, or PKRV sheets.

Available-for-sale financial assets are subsequently carried at fair value with changes in fair value recognised in other comprehensive income until derecognised or impaired. When securities classified as available-for- sale are sold or impaired, the accumulated fair value adjustment recognised in equity are included in the profit and loss account as gains and losses from investment securities. Interest on available-for-sale securities calculated using the effective interest method is recognised in the profit and loss account. Dividends on available-for-sale equity instruments are recognised in the profit and loss account when the Company's right to receive the dividends is established.

The Company assesses at the end of each reporting date whether there is objective evidence that a financial asset or a group of financial assets is impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss is removed from equity and is recognised in the profit and loss account. Impairment losses recognised in the profit and loss account on equity instruments are not reversed through the profit and loss account.

The Company follows trade date accounting for regular way purchase and sales of securities.

Financial liabilities

All financial liabilities are recognised at the time when the Company becomes a party to the contractual provisions of the instruments. A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expired.

3.18 Offsetting of financial assets and financial liabilities

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

3.19 Transactions with related parties

Transactions with related parties are carried out on commercial terms and conditions.

3.20 Earnings per share

The company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary share holders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares.

3.21 Dividend and appropriation to reserves

Dividend and appropriation to reserves are recognised in the financial statements in the period in which these are approved.

		Note	2016	2015
			(Rup	ees in '000)
4	PROPERTY, PLANT AND EQUIPMENT			
	Operating fixed assets	4.1	5,837,009	5,214,541
	Capital work-in-progress	4.5	854,663	535,596
	Lease hold improvements		58,192	25,478
			6,749,864	5,775,615



Feroze1888 Mills Limited

			Building on									
	Lease hold land	Free hold land	Leasehold	Building on Freehold Land	Plant & Machinery	Electric fittings / Equipments	Office Equipment	Computers	Furniture and Fixtures	Vehicles	Arms and Ammunitions	Sub Total
			5			Rupees in '000'	,00					
As at July 01, 2014	1 004 075	000 000	101 202	140 250	120 051 3	2000 546	702.26	101 23	26.343	77.0	ç	7020 7
Accumulated depreciation	c /6'000'l	000,000	(379,658)	(74,904)	(2,484,838)	(105,452)	30,037	(48,036)	(22,261)	(99,879)	(32)	(3,228,275)
Net book value	1,086,975	308,038	226,526	73,346	2,654,116	95,094	23,482	19,085	14,082	101,398	10	4,602,152
Year ended June 30, 2015												
Opening net book value	1,086,975	308,038	226,526	73,346	2,654,116	95,094	23,482	19,085	14,082	101,398	10	4,602,152
Additions / transfers during the	1	1	133,451		798,157	22,987	12,981	14,947	2,971	42,902		1,028,397
year Disnocals / transfers												
Cost	,			-	(35.294)		,		,	(18.033)		(53.327)
Accumulated depreciation			,	1	23,617		,			13,502		37,119
Net book value					(11,677)					(4,531)		(16,208)
Depreciation for the year	,	,	(23,848)	(7,335)	(321,154)	(9,236)	(4,397)	(2,969)	(1,549)	(24,311)	Ξ	(399,799)
Closing net book value	1,086,975	308,038	336,129	66,011	3,119,442	108,845	32,066	26,063	15,504	115,459	6	5,214,542
As at June 30, 2015	, , , , , , , , , , , , , , , , , , , ,				200		01,00			200	ę	000
Cost Accumulated depreciation	1,086,975	308,038	739,635	148,250	718,106,5	223,533	49,678	82,068	39,314	226,146	(33)	8,805,497
Net book value	1,086,975	308,038	336,129	66,011	3,119,442	108,845	32,066	26,063	15,504	115,459	6	5,214,542
Year ended June 30, 2016												
Opening net book value	1,086,975	308,038	336,129	66,011	3,119,442	108,845	32,066	26,063	15,504	115,458	6	5,214,542
Additions / transfers during the	3,068	,	230,358		698,761	28,486	23,830	13,906	4,257	76,642		1,079,308
year Transfer to intangible assets								(75)				(75)
Reclassification	•	1		,	58,748	(1,807)	4,630	(1,343)	,	(60,228)		,
Surplus on Revaluation	T					ı			r			
Disposals / transfers					101		3			(300 10)		(200 00)
Cost Accumulated depreciation					38,425		(50)			(35,380)		(83,023)
Net book value					(9,163)		(11)			(11,697)		(20,870)
Transfer to intangible assets	ı	1		ſ	ſ	ī	1	54	ı	1	ı	54
Reclassification					(42,624)	939	(2,958)	1,259		43,384		
Depreciation for the year			(38,417)	(6,601)	(333,434)	(10,772)	(990'9)	(9,951)	(1,617)	(26)(62)	(1)	(435,950)
Closing net book value	1,090,043	308,038	528,070	59,410	3,491,731	125,691	51,492	29,913	18,144	134,468	∞	5,837,009
As at June 30, 2016							;		į		:	
Cost Accumulated depreciation	1,090,043	308,038	909,993	(88.840)	(3.120.008)	250,212	76.596)	94,556	45,571	(72.706)	(34)	(3.964.698)
Net book value	1,090,043	308,038	528,070	59,410	3,491,731	125,691	51,492	29,913	18,144	134,468	88	5,837,009
Annual rates of depreciation	%0	%0	10%	10%	10%	10%	15%	30%	10%	20%	15%	

2016 2015 -----(Rupees in '000)------

4.2 Depreciation charge for the year has been allocated as under:Cost of sales
Administrative cost

404,623 31,327 435,950

374,491 25,307 399,798

4.3 Details of disposal of property, plant and equipment having book value of more than Rs. 50,000 during the year are as follows:

Description	Cost	Accumulated	Book Value	Sale	(Gain) /	Mode of	Particular of buyers
Description	COST	Depreciation	DOOK Value	Proceeds	Loss	Disposal	Farticular of buyers
Plant and Machinery				!			
Draw Frame Rieter & Auto Lever	13,005	12,352	653	660	(7)	Negotiation	Mr. Amjad Ali
Murata Mach Corner 22 Spindles,	863	614	248	250	(2)	Negotiation	Mr. Muhammad Naeem (Faisalabad)
Murata Mach Corner 50 Spindles,	1,500	924	576	600	(24)	Negotiation	Mr. Salman Khalid (Faisalabad)
Hacoba Warping Sectional 180 CM	5 554	5,221	333	350	(17)	Negotiation	Mr. Mazhar Abbas (Faizalabad)
Genset Generator- Model 3512 STD	3,811 1,645	3,597	214 95	200 95	14	Negotiation	M/s. Arefeen Engineering & Services
Draw Frame Rieter & Auto Lever Draw Frame Rieter & Auto Lever	1,645	1,550 1,550	98	95 95	(0)	Negotiation Negotiation	M/s. Texstyle Corporation M/s. Texstyle Corporation
Water& Steam Pipe Lines & Mechanical Accessories	4 338	2,087	2.251	270	1,981	Negotiation	M/s. G.M. Sons (Pvt) Ltd
Over Lock Machine Pegasus 23 numbers	1,632	824	808	299	509	Negotiation	Mr. Abrar Khan
TFO Machine Murata - 363 144-Spindles	6,209	4,537	1,673	510	1,163	Negotiation	M/s. Good Luck Textile Mills (Pvt) Ltd
Doubler Machine Murata - 120-Spindles	798	582	216	90	126	Negotiation	M/s. Good Luck Textile Mills (Pvt) Ltd
Murata Two For One Twister	1 468	1,103	366	170	196	Negotiation	M/s. Good Luck Textile Mills (Pvt) Ltd
Loop Dryer # 01 With 10 Stac Cylinder	4 565	2,975	1,590	91	1,499	Negotiation	Mr. Abrar Khan
Sub-Total	47,037	37,916	9,122	3,680	5,442		
Motor Vehicles:							
Suzuki Mehran ASY-276 Model 2010	504	355	149	287	(138)	Negotiation	Ms. Fatima Haider W/o. Shaji Haider
Suzuki Cultus ARC-964 Model 2008	682	539	143	392	(249)	Negotiation	Mr. Muhammad Irfa S/o. Muhammad Suleman
Suzuki Cultus AQM-942 Model 2008	626 481	503 365	124 116	375 245	(251) (129)	Negotiation	Mr. Muhammad Zafar Siddiq S/o. Muhammad Siddiq Syed Muhammad Shahab S/o. Syed Muhammad Salim Hussain
Suzuki Mehran ARP-947 Model 2009 Suzuki Mehran ASX-289 Model 2010	502	359	143	245	(129)	Negotiation Negotiation	Mr. Shah Faisal S/o. Ghulam Sarwar
Fork Lifter #. 01 TCM 02 Ton Diesel	430	341	89	110	(21)	Negotiation	Mr. Muhammad Rafig
Toyota Corolla AUD-569 Model 2010	1.459	985	473	770	(297)	Negotiation	Mr. Gul Muhammad
Suzuki Mehran AUE-972 Model 2010	524	357	167	280	(113)	Negotiation	Mr. Khurram Zaman Khan
Suzuki Mehran AUE-814 Model 2010	524	357	167	280	(113)	Negotiation	Mr. Abid Ibrahim Zahidi
Toyota Altis AUF-567 Model 2010	1,799	1,226	573	893	(319)	Negotiation	Mr. Zafar-ul-Islam
Suzuki Mehran ASY-275 Model 2010	504	365	139	280	(141)	Negotiation	Mr. Muhammad Saleem S/o. Muhammad Manzoor Hussain
Suzuki Cultus AUE-970 Model 2010	857	594	263	476	(213)	Negotiation	Mr. Athar Shafique
Suzuki Mehran AUE-971 Model 2010	524	363	161	287	(126)	Negotiation	Mr. Nisar Ahmed Zahid
Suzuki Mehran ASK-493 Model 2009 Toyota Corolla AUG-758 Model 2010	497 1 458	375 1.001	122 457	210 823	(88) (366)	Negotiation Negotiation	Mr. Muhammad Riaz Sarwar Ms. Ayesha Nadeem W/o. Nadeem Iqbal Shamsee
Honda City AUC-488 Model 2010	1 300	900	399	770	(371)	Negotiation	Mr. Gulzada S/o. Ali Muhammad Mujahid
Daihatsu Terios BF-5888 Model 2010	2 620	1,767	853	875	(22)	Negotiation	Mr. Saleem Ahmed Khanzada S/o. Asalat Khan
Honda City AUH-731 Model 2010	1,299	899	400	791	(391)	Negotiation	Mr. Ibad-ur-Rehman S/o. Mujeeb-ur-Rehman
Honda City AUH-231 Model 2010	1,299	899	400	770	(370)	Negotiation	Mr. Vigar Shah S/o. Mr. Syed Farrukh Shah
Suzuki Merhan AUK-689 Model 2010	534	363	171	287	(116)	Negotiation	Ms. Spantik Textiles
Suzuki Merhan AUG-053 Model 2010	524	363	161	280	(119)	Negotiation	Mr. Naseem Ahmed S/o. Muhammad Mubeen
Toyota Altis AUW-567 Model 2011	1 790	1,186	604	875	(271)	Negotiation	Mr. Abrar Khan S/o. Khan Bahadur
Suzuki Mehran BDJ-385	720	105	615	722	(107)	Insurance Claim	
Suzuki Mehran AVG-820 Model 2011	569	377	192	300	(108)	Negotiation	Mr. Zeeshan Abdullah S/o. Muhammad Abdullah
Honda City AUC-487 Model 2010 Honda Civic AUR 263 Model 2010	1 300 1 834	915 1,248	384 586	777 876	(393) (290)	Negotiation Negotiation	Mr. Rahmat Ali S/o. Mr. Muhammad Qasim Mrs. Salma Saeed W/o. Tariq Hussain
Suzuki Mehran AUK-658 Model 2010	534	367	167	290	(123)	Negotiation	Mr. Muhammad Saleem S/o. Muhammad Manzoor Hussain
Komatsu Fork Lifter 02 Ton Mode 1997 Reg#. JS-2989	411	336	75	100	(25)	Negotiation	Mr. Abdul Sattar S/o. Abdul Rehman
Toyota Corolla GLI (AUN-447)	1,458	1,001	457	770	(313)	Negotiation	Mr. Syed Afaq Ahmed S/o. Syed Sirajuddin
Suzuki Mehran VXR ASQ 083 Model 2009	497	377	120	270	(150)	Negotiation	Mr. Asim Bin Waseem Siddiqui S/o. Mr. Muhammad Waseem Sidd
Suzuki Mehran VXR AUE-416 2010 Model 2010	524	372	152	295	(143)	Negotiation	Mr. Sher Ahmed Khan S/o. Haji Khan Momin
Suzuki Cultus VXR 993 cc Reg#. AUN-448 Model 2010	872	604	268	470	(202)	Negotiation	Mr.Muhammad Afzal S/o. Muhammad Akram
Suzuki Mehran VXR E2 M1 796 CC Reg#. BDF-258	720	139	581	722	(141)	Insurance Claim	
Suzuki Mehran AVA-949 Ch 1020384 Eng 482104	549	374	175	300	(125)	Negotiation	Mr. Faiz Muhammad S/o. Noor Muhammad Meethar
Suzuki Mehran AVA-929 Ch 1020382 Eng 482107	549	374	175 141	300	(125)	Negotiation	Mr. Muhammad Saleem S/o. Muhammad Manzoor Hussain
Suzuki Cultus ARX-603 Suzuki Mehran VXR E2 M1 796 CC Reg#. BED-821	806 720	665 84	141 636	390 720	(249) (84)	Negotiation Insurance Claim	Mr. Shafiq ur Rehman S/o. Ibrahim Ms. EFU General Insrance Co. Ltd
Toyota Fork Lifter 03 Ton Reg#. JS-1693 Model 1984	720 750	619	131	110	(84)	Negotiation	Mr. Muhammad Yousuf Ghanchi S/o. Muhammad
Suzuki Bolan Reg # CT 9661	701	437	264	430	(166)	Negotiation	Mr. Ahsaan Ali Bhatti
Suzuki Mehran AUE-408 Eng No 469619 Ch No 01008238	524	378	146	287	(141)	Negotiation	Mr. Muhammad Islam Khan
Suzuki Ravi KR-3260 Chasis # SR308PK300173 Eng. #	530	374	157	300	(143)	Negotiation	Mr. Rana Sajid Hussain
PKT195527 Sub-Total	35,304	23,608	11,696	19,046	(7,350)	146A011411011	ин. пана Заји Пиззаш
Grand Total-2016							
=	82,341	61,523	20,818	22,726	(1,908)		
Grand Total-2015	52,718	36,549	16,170	15,919	253		



4.4 Had there been no revaluation, the related figures of land would have been at Rs.314,351,000 as at June 30, 2016.(2015: Rs. 314,351,000/-)

		2016	2015
4.5	Capital work-in-progress	(Rup	ees in '000)
	Opening as at July 1	511,856	508,857
	Additions during the year		
	- Machines under installation	577,927	674,235
	- Building under construction	431,923	217,446
	- Others	28,814	27,000
		1,038,664	918,681
	Transferred to operating fixed assets	(881,162)	(888,694)
	Transferred to leasehold improvements	(64,944)	(23,480)
	Transferred/adjustment to expense	(26,223)	(3,508)
		(972,329)	(915,682)
		578,191	511,856
	Advances - CWIP	276,472	23,740
	Closeing Balance	854,663	535,596
5	INTANGIBLE ASSETS		
	Software		
	Cost		
	Opening as at July 1	30,308	30,308
	Transferred from operating fixed assets during the year	21	_
	Closing balance	30,329	30,308
	Accumulated amortization		
	Opening as at July 1	(25,167)	(20,025)
	Charge for the year	(5,162)	(5,142)
	Closing balance	(30,329)	(25,167)
	Net book value as at June 30		5,141
6	STORES AND SPARES		
	General stores	262,966	172,513
	Chemicals	225,807	203,375
	Packing stores	102,577	93,186
		591,350	469,074
	Less: Provision for slow moving	(23,928)	(23,928)
		567,422	445,146
7	STOCK-IN-TRADE		
	Raw material	1,530,681	1,229,094
	Work-in-process	971,073	790,365
	Finished goods	545,215	363,104
		3,046,969	2,382,563

2016	2015
(Rupees in '000)-	

8 TRADE DEBTS - CONSIDERED GOOD

 Export
 2,780,657
 2,817,978

 Local
 1,974
 5,068

 2,782,631
 2,823,046

8.1 Trade debts includes an amount of Rs. NIL (2015: Rs. 2.42 million) receivable from a related party.

9 ADVANCES, PREPAYMENTS AND OTHER RECEIVABLES

Advances - considered good

- Suppliers	9.1	253,164	270,060
- Employees		570	1,032
		253,734	271,092
Short term prepayments		7,528	6,442
Sales tax refundable	9.2	533,682	271,143
Export rebate		407,882	278,530
Duty drawback		70,982	100,144
Special excise duty		5,737	5,737
Research and development support		3,070	3,070
Security deposit	9.3	25,897	24,672
Markup receivable		2,061	13,157
Reimbursement due from Government	9.4	50,384	-
Others		3,823	5,613
		1,364,780	979,600

- 9.1 Advance to suppliers includes an amount of Rs. 6.5 million (2015: Rs. 13.48 million) paid to a related party.
- 9.2 The company has received Rs. 371 million against Sales Tax Refundable subsequent to year end.
- 9.3 Security deposit includes an amount of Rs. 25.90 (2015: Rs. 24.67 million) paid to a related party.
- 9.4 This represents the amount recognized during the year against Technolgy Upgradation Fund (TUF) scheme set up by the government for which the company submitted its claim for reimburesment during the current year based on cost incurred on textile machines imported for upgradation.

10 CASH AND BANK BALANCES

Cash in hand	6,603	2,230
Cash at bank - current accounts	984,305	285,679
	990,908	287,909

11 ISSUED, SUBSCRIBED AND PAID-UP CAPITAL

2016	2015		2016	2015
(Number	of shares)		(Rupees	s in '000)
116,728,612	116,728,612	Ordinary shares fully paid in cash	1,167,286	1,167,286
859,020	859,020	Ordinary shares issued as bonus shares	8,590	8,590
259,213,336	259,213,336	Ordinary shares fully paid in cash issued		
		against consideration other than cash	2,592,133	2,592,133
376,800,968	376,800,968	_	3,768,009	3,768,009



12 SURPLUS ON REVALUATION

The Company performed revaluation by independent valuer M/s. Joseph Lobo (Private) Limited (an approved valuer from Pakistan Bank's Association) reports dated July 15, 2011 on the basis of present market value. Previously the revaluation was performed by M/s. Iqbal A. Nanji on October 29, 2008. This represents surplus on revaluation on land only.

					Note	20	16	2015
							(Rupees ir	ı '000)
13	LONG TERM FINA	ANCE -	SECURED					
	Long term finances	S			13.1	440,	000	479,262
	Current portion she		der current lia	abilities			350)	(96,014)
						434,		383,248
						===		
13.1	Long term finance	e from	bank					
Habib I	Bank Limited	13.2	Term loan	16 half yearly	December 3	, 2011	-	17,884
		13.2	Term loan	16 half yearly	July 20, 201	3	-	140,000
		13.2	Term loan	16 half yearly	July 20, 201	3	-	27,100
		40.0						
	Metropolitan Bank	13.2	Term loan	16 half yearly	December 1		-	11,660
Limited	1	13.2	Term loan	16 half yearly	December 1	6, 2010	-	20,850
		13.2	Term loan	16 half yearly	May 19, 201		-	5,901
		13.2	Term loan	16 half yearly	May 25, 201		-	10,967
		13.2	Term loan	16 half yearly	August 9, 20		-	13,750
		13.2	Term loan	10 half yearly	January 6, 2	013	-	98,850
		13.2	Term loan	10 half yearly	December 6		-	5,600
		13.2	Term loan	8 half yearly	January 29,	2015	-	18,300
		13.2	Term loan	8 half yearly	January 30,		-	12,500
		13.2	Term loan	8 half yearly	January 29,		-	20,800
		13.2	Term loan	8 half yearly	April 8, 2015		-	75,100
		13.2	Term loan	8 half yearly	December 2	8, 2015	22,795	-
		13.2	Term loan	8 half yearly	January 5, 2	016	24,000	-
		13.2	Term loan	8 half yearly	April 21, 201	6	52,700	-
Favsal	Bank Limited	13.2	Term loan	16 Quarterly	May 2, 2016		49,650	_
i ayoai	Darik Elitikoa	13.2	Term loan	16 Quarterly	May 2, 2016		21,000	_
		13.2	Term loan	16 Quarterly	May 2, 2016		44,900	_
		13.2	Term loan	16 Quarterly	May 25, 2010		38,000	_
		13.2	Term loan	16 Quarterly	June 6, 2016		65,400	_
		13.2	Term loan	16 Quarterly	June 20, 2010		121,555	_
			i eiiii loali	TO Quarterly	Julie 20, 20	10	440,000	479,262
Less: C	Current portion shov	vn unde	er current lia	bilities			(5,850)	(96,014)
	Samon portion only	and	Janoni na				434,150	383,248

These loans have been obtained in acquiring imported and local textile machinery. The rate of markup is 3% (2015: 6.5% to 10.25%). These are secured against specific charge on the fixed assets and equitable mortgage over immovable properties.

		Note	2016	2015
		Note		
1.1	TRADE AND OTHER RAYARI SC		(Ku	pees in '000)
14	TRADE AND OTHER PAYABLES			
	Creditors	14.1	1,802,301	1,715,593
	Accrued expenses		191,679	248,843
	Workers' profits participation fund	14.2	213,043	133,769
	Workers' welfare fund		43,916	28,185
	Advance from customers		19,005	41,859
	Payable to provident fund		11,019	9,596
	Unclaimed dividend		962	634
	Others		12,516	19,139
			2,294,441	2,197,618
14.1	This include an amount of Rs. 46.55 (2015: Rs. 2.3 million	n) payable t	o related parties	
14.2	Workers' profits participation fund (WPPF)			
	Opening balance		133,769	100,308
	Interest on WPPF		140	196
	Contribution for the year		213,043	133,769
			346,952	234,273
	Less: Payment during the year		(133,909)	(100,504)
	Closing balance		213,043	133,769
15	ACCRUED MARK-UP			
	Long term finance		1,682	14,255
	Short term borrowings - secured		-,	320
	2 20		4.000	

16 CONTINGENCIES AND COMMITMENTS

16.1 Contingencies

No contingencies exist as at reporting date.

16.2 Commitments

Guarantees issued by commercial banks to Sui Southern Gas Company Limited on behalf of the Company amounting to Rs. 226.85 million (2015: Rs. 206.02 million).

Guarantees issued by commercial bank to supplier and Central Excise Department on behalf of the Company amounting to Rs. 3.63 million (2015: Rs. 2.38 million) and Rs. 75.85 million (2015: Rs. 56.85 million) respectively.

14,575

1,682



		Note	2016	2015
			(Rup	oees in '000)
16.3	- Letters of credit		34,880	33,484
	- Capital expenditure		57,335	106,490
17	SALES - net			
	Local		221,695	200,700
	Export		19,888,536	18,107,107
	Export rebate		361,384 20,471,615	<u>246,102</u> 18,553,909
			20,471,013	10,555,909
	Less: Sales tax		(8,169)	(6,577)
	Less: Marketing fee and others		(798,549) (806,718)	[(1,014,105)] (1,020,682)
			19,664,897	17,533,227
18	COST OF SALES			
	Opening stock of finished goods		363,104	640,578
	Add: cost of goods manufactured	18.1	14,271,325	13,345,233
			14,634,429	13,985,811
	Less: closing stock of finished goods		(545,215)	(363,104)
			14,089,214	13,622,707
40.4				
18.1	Cost of goods manufactured			
	Raw material consumed	18.1.1	8,222,474 2,241,413	7,494,536 2,038,042
	Stores consumed Salaries, wages and other benefits	18.1.2	1,979,449	2,038,042 1,747,891
	Fuel, power and water		1,236,749	1,124,417
	Insurance expense Repair and maintenance		27,462 101,115	29,263 68,409
	Vehicle running expenses		10,505	9,897
	Communication and transportation Rent Expenses		43,651 124,229	44,683 97,003
	Other manufacturing expenses Amortization of leasehold land improvements		28,133 32,230	17,967 24,408
	Depreciation	4.2	404,623	374,491
	Opening work-in-process		14,452,033 790,365	13,071,007 1,064,591
	Closing work-in-process		(971,073)	(790,365)
			14,271,325	13,345,233
18.1.1	Raw material consumed			
	Opening stock		1,229,094	1,428,291
	Purchases during the year		8,524,061 9,753,155	7,295,339 8,723,630
	Less: closing stock		(1,530,681)	(1,229,094)
			8,222,474	7,494,536



18.1.2 This include amount of Rs. 71.48 million (2015: Rs. 63.42 million) in respect of staff retirement benefits.

		Note	2016	2015
			(Rupe	es in '000)
19	ADMINISTRATIVE COST			
	Salaries, wages and benefits Repairs and maintenance Rent, rates and taxes Vehicle running expenses Conveyance and traveling Utilities Printing and stationery Postage, telegram and telephone Legal and professional Fees and subscriptions Amortization Depreciation Miscellaneous expenses	19.1	442,523 26,060 8,935 19,159 15,031 28,818 1,023 18,539 16,396 2,474 5,215 31,327 72,683 688,183	384,969 16,075 4,683 19,345 1,910 23,003 634 17,486 10,697 8,176 5,143 25,307 68,923 586,351
19.1	This includes amount of Rs. 24.00 million (2015: Rs. 22.67 n	ni ll ion) i	n respect of staf	f retirement benefits.
20	DISTRIBUTION COST			
	Salaries, wages and benefits	20.1	55,528	51,484

Freight and insurance 223,743 314,795
Inspection and forwarding charges 152,430 147,429
Showroom and exhibitions 23,675 28,538

 Showroom and exhibitions
 23,675
 28,538

 Export development surcharge
 49,769
 41,892

 Market research
 1,838
 1,550

 506,983
 585,688

20.1 This includes amount of Rs. 3.17 (2015: Rs. 2.81 million) in respect of staff retirement benefits.

21 OTHER OPERATING COST NET OF INCOME

	(Gain) / Loss on disposal of property, plant and equipment Auditors' remuneration Workers' profit participation fund Workers' welfare fund Donations	21.1	(1,942) 1,100 213,044 15,776 38,829 266,807	261 1,100 133,769 14,027 29,433 178,590
21.1	Auditors' remuneration			
	Audit fee Half yearly review Other certification		800 200 100 1,100	800 200 100 1,100

21.2 None of the directors and their spouses had any interest in these donations.

		Note	2016	2015
			(Rupe	es in '000)
22	FINANCE COST			
	Mark-up on - Long term finance - Short term borrowings - WPPF	22.1	9,260 2,357 140 11,757	46,155 7,867 <u>196</u> 54,218
	Bank charges Discounting charges Exchange loss / (gain)		47,360 - 22,542 81,659	66,902 12,183 (101,025) 32,278

22.1 This represents markup paid on short term borrowings facilities and export re-finance facility of Rs. 4,690 million (2015: Rs. 4,690 million) which was securd by pari passu ranking hypothecation charge over stores and spares, cotton yarn, finished goods and export bills under collection and trade debts amounting to Rs. 6,530 million (2015: Rs. 7,068 million) of the Company. The rate of mark-up for running / short term finance is 3 months KIBOR + 0.5% to 2% per annum (2015: 3 months KIBOR + 0.5% to 2% per annum). The rate of mark-up for export re-finance is SBP rate + half to full spread per annum (2015: SBP rate + half to full spread per annum).

23 TAXATION

Current		219,866	198,382
Prior year	23.1	2,102	3,605
		221,968	201,987

- The Company's income is chargeable to tax under Final Tax Regime prescribed under the Income Tax Ordinance, 2001 and hence tax reconciliation is not being presented.
- 23.2 The Finance Act, 2015 introduced a new tax under Section 5A of the Income Tax Ordinance, 2001on every public company other than a scheduled bank or modaraba, that derives profits for tax year and does not distribute cash dividend within six months of the end of said tax year or distribute dividends to such an extent that its reserves, after such distribution, are in excess of 100% of its paid up capital. However, this tax on undistributed reserves is not applicable to a public company which distributes profit equal to either 40 percent of its after tax profits or 50% of its paid up capital, whichever is less, within six months of the end of the tax year.

The company has paid interim dividend amounting to Rs. 753.603 million (2015: Rs. 264.233 million) of the profit after tax for the year. In terms of 5A in case it distributes cash dividend amounting to Rs. 782.076 million (2015: Rs 666.017 million) within six months of the close of the year it would not be liable to any tax under section 5A. The recognition of any liability in this respect as at financial year end is not considered necessary keeping in view the abov,e and liability if any in this respect would be recognized as of December 31, 2016 depending upon the dividend distributed out of profit for the year ended 30 June 2016.



24 **EARNINGS PER SHARE - BASIC AND DILUTED** 2016 2015 ----- (Rupees in '000) ------24.1 Earning per share-basic Profit after taxation 3,810,083 2,325,626 (Number) Weighted average number of ordinary shares 376,800,968 376,800,968 (Rupees) Earnings per share-basic 10.11 6.17

24.2 Earnings per share-diluted

There is no dilution effect on the shares of the company (2015: Nil).

25 REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

		20	16			201	5	
Particulers	Chief Executive	Directors	Executives	Total	Chief Executive	Directors	Executives	Total
				··· (Rupees i	n '000) ······			
Meeting fees	-	240		240	-	120	-	120
Managerial								
Remuneration	12,420	17,376	323,747	353,543	12,062	8,400	259,083	279,545
Bonus	10,970	1,516	22,120	34,606	812	653	17,109	18,574
Retirement								
benefits	693	1,121	19,446	21,260	776	560	15,846	17,182
	24,083	20,253	365,313	409,649	13,650	9,733	292,038	315,421
No of persons	2	2	192	196	1	1	148	150

- 25.1 The Chief Executive, directors and certain executives are provided with the Company's maintained cars.
- 25.2 The meeting fees has been paid to non executive directors only.

	Note	2016	2015
		(Rupe	es in '000)
26	PROVIDENT FUND DISCLOSURES		
	Size of the fund	497,740	463,208
	Cost of investment made	319,620	380,546
	Percentage of investment made	64.2%	82.2%
	Fair value of investment	328,992	387,562

Break up of investment - at fair value

- Shares in listed Companies
- Mutual fund
- Investment in fixed deposits
- Sukuk & Ijara Certificates

2016		2015		
Rs. in 000's	%	Rs. in 000's	%	
7,354	2.2	72,087	18.6	
101,350	30.8	14,640	3.8	
51,869	15.8	82,569	21.3	
168,419	51.2	218,267	56.3	
328,992		387,563		



26.1 The investments out of provident fund have been made in accordance with the provision of Section 227 of the Companies Ordinance, 1984 and the rules formulated for this purpose.

		Note	2016	2015
			(Rupe	es in '000)
27	Working Capital Changes			
	(Increase) / decrease in current assets			
	Stores and spares		(122,276)	154,363
	Stock-in-trade		(664,406)	750,897
	Trade debts - considered good		40,415	(192,053)
	Advances, prepayments and other receivables		(385,180)	(191,601)
			(1,131,447)	521,606
	Increase / (decrease) in current liabilities			
	Trade and other payables		1,490	(532,720)
			(1,129,957)	(11,114)

28 TRANSACTIONS WITH RELATED PARTIES

Related parties comprise of group companies, directors and their close family members, major shareholders of the Company, key management personnel and staff provident fund. Remuneration and benefits to executives of the Company are in accordance with the terms of the employment while contribution to the provident fund is in accordance with staff service rules. Remuneration of chief executive, directors and executives is disclosed in note to the financial statements. Transactions with related parties and balances outstanding at the year end, other than those disclosed elsewhere in the financial statements are given below:

Nature of transactions	Relationship		
Sales	Associate	1,032,555	1,353,751
Purchases	Associate	103,028	105,546
Manufacturing and other expenses	Associate	1,061,666	937,441
Balances			
(Payable) / Receivable	Associate	(40,006)	13,600

29 PRODUCTION CAPACITY IN METRES

Towel	Looms	Capacity	Actual
2016	302	100,429,786	96,063,806
2015	298	106,673,278	97,680,567

29.1 Actual production achieved was lower than the capacity due to change in product mix caused by orders.

30 FINANCIAL INSTRUMENTS

Financial risk management objectives and policies

The Company has exposures to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the financial performance. Overall, risks arising from the Company's financial assets and liabilities are limited. The Company consistently manages its exposure to financial risk without any material change from previous period in the manner described in notes below.

The Board of Directors has overall responsibility for the establishment and oversight of Company's risk management framework. The Board is also responsible for developing and monitoring the Company's risk management policies.

30.1 Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss, without taking into account the fair value of any collateral. Concentration of credit risk arises when a number of financial instruments or contracts are entered into with the same party, or when counter parties are engaged in similar business activities, or activities in the same geographic region, or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by change in economics, political or other conditions. Concentration of credit risk indicates that relative sensitivity of the Company's performance to development affecting a particular industry.

The carrying amount of financial assets represents the maximum credit exposure. To manage exposure to credit risk, the Company applies credit limits to their customers. Cash is held only with banks with high quality credit worthiness.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date is:

2016

	2016	2015
	(Rupe	es in '000)
Long term investment	10	10
Long term deposits	6,387	5,720
Trade debts	2,782,631	2,823,046
Advances, prepayments and other receivables	1,111,046	708,508
Bank balances	984,305	285,679
	4,884,379	3,822,963
		<u> </u>

The maximum exposure to credit risk at the balance sheet date by geographic region is as follows:

Domestic	1,974	5,068
United States	2,658,795	2,641,723
Gulf states	-	6,965
European countries	100,290	153,295
Other regions	21,572	15,995
	2,782,631	2,823,046

2015

Impairment losses

The aging of trade debts at the balance sheet date was:

Not past due	2,381,723	2,219,652
Past due 1-60 days	400,892	595,341
Past due 61 days -90 days	7	442
More than 90 days	9	7,611
	2,782,631	2,823,046

Based on assessment conducted of individual customers, the management believes that receivable falling within the age bracket of upto one year does not require any impairment provision other than to the extent determined above.

Based on past experience, consideration of financial position, past track records and recoveries, the Company believes that trade debts past due upto one year do not require any impairment except as provided in these financial statements, if any. None of the other financial assets are either past due or impaired.

The credit quality of Company's liquid funds is high since the counter parties are banks with reasonable external credit ratings.

30.2 Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting its financial obligations as they fall due. Liquidity risk arises because of the possibility that the Company could be required to pay its liabilities earlier than expected or difficulty in raising funds to meet commitments associated with financial liabilities as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

On the reporting date, the Company has cash and bank balances and unutilised credit lines of Rs. 990.91 million (2015: Rs. 287.9 million) and Rs. 4,690 million (2015: Rs. 4,690 million).

2016

2015

The following are the contractual maturities of financial liabilities, including interest payments:

Carrying Contractual Twelve Two to More than cash flows months or less five years amount five years (Rupees in '000) Non-derivates **Financial libilities** Long term financing including accrued mark - up 441,682 (485,677)28,590 457,087 Short term borrowings including accrued mark - up Trade and other payables 2,037,482 (2,037,482)2,037,482 2,479,164 (2,523,159)2,066,072 457,087

	2015				
	Carrying amount	Contractual cash flows	Twelve months or less	Two to five years	More than five years
Non-derivates			(Rupees in '000)		
Financial libilities					
Long term financing including accrued mark - up	493,837	(590,132)	161,929	413,018	15,185
Short term borrowings including accrued mark - up	320	(320)	320	-	-
Trade and other payables	2,035,664	(2,035,664)	2,035,664	-	-
	2,529,821	(2,626,116)	2,197,913	413,018	15,185

30.3 Market Risk

Market risk is the risk that the value of the financial instrument may fluctuate as a result of changes in market interest rates or the market price due to a change in credit rating of the issuer or the instrument, change in market sentiments, speculative activities, supply and demand of securities and liquidity in the market. The Company is exposed to currency risk and interest rate risk.

30.3.1 Currency Risk

Foreign currency risk is the risk that the value of financial asset or a liability will fluctuate due to a change in foreign exchange rates. It arises mainly where receivables and payables exist due to transactions entered into foreign currencies.

Exposure To Currency Risk

The Company is exposed to currency risk on trade debts, sales, trade payables and purchases that are denominated in a currency other than the respective functional currency of the Company. The currencies in which these transactions are denominated is the US Dollars and Euros.

The Company's exposure to foreign currency risk is as follows:

Trade debts
Trade payable

20	16	201	5
USD	Euro	USD	Euro
26,609	-	27,763	-
(516)	-	(198)	(27)
26,093	-	27,565	(27)

The following significant exchange rates have been applied:

2016			2015				
Euro to PKR			Euro to PKR				
Reporting	date rate	Avei	rage rate	Reporting date rate Average r		rage rate	
buying	selling	buying	selling	buying	selling	buying	selling
116.08	116.31	115.39417	115.62	113.57	113.79	120.86	121.1
	2016 USD to Pk	KR		2015 USD to PKR			
Reporting	date rate	Avei	rage rate	Reporting date rate Average rate		rage rate	
buying	selling	buying	selling	buying	selling	buying	selling
104.50	104.70	104.53	104.73	101.5	101.7	101.31	101.51

Sensitivity Analysis

A 10 percent strengthening / weakening of the PKR against USD and PKR against Euro at 30 June would have decreased / increased post-tax profit by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant. The analysis is performed on the same basis for 2015.

2016 2015(Rupees in '000)-----

Effect on profit

USD 10%

Euro 10%

(273,195)

(280,339)

307

The sensitivity analysis prepared is not necessarily indicative of the effects on profit / loss for the year and assets and liabilities of the Company.

30.3.2 Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Majority of the interest rate exposure arises from short and long term borrowings from banks . At the reporting date, the interest rate profile of the Company's interest-bearing financial instruments was as follows:

Carrying amount 2016 2015

-----(Rupees in '000) ------

Financial liabilities

Fixed rate instruments

Long term finance

440,000

479,262

Fair value sensitivity analysis for fixed rate instruments

The Company does not account for any fixed rate financial assets and liabilities at fair value through profit and loss. Therefore, a change in interest rates at the reporting date would not affect profit and loss account.

30.3.3 Fair value of financial instruments

The carrying values of the financial assets and financial liabilities approximate their fair values. Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction.

30.3.4 Capital risk management

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence, sustain future development of the business, safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefit for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The Board of Directors monitors the return on capital, which the Company defines as net profit after taxation divided by total shareholders' equity. The Board of Directors also monitors the level of dividend to ordinary shareholders. There were no changes to the Company's approach to capital management during the year and the Company is not subject to externally imposed capital requirements.



31 OPERATING SEGMENTS

These financial statements have been prepared on the basis of a single reportable segment.

- 31.1 Revenue from export sales represents 97.15% (2015 : 97.59%) of the total revenue of the Company.
- 31.2 All non-current assets of the Company at 30 June 2016 are located in Pakistan.

32 CORRESPONDING FIGURES

Corresponding figures have been rearranged and reclassified, wherever necessary for the purposes of comparison and better presentation.

32.1 NON ADJUSTING EVENT

The Board of Directors in its meeting held on September 29, 2016 has proposed a cash dividend in respect of the year ended June 30, 2016 of Rs 2.10 per share for all shareholders amounting to Rs. 791,282,033 (2015: Rs 2.50 per share amounting to Rs. 655,438 for all shareholders of the Company except directors, their relatives and associates and Rs 0.80 per share amounting to Rs. 301,231,034 for directors, their relatives and associates which aggregates Rs. 301,886,472), for approval of the members at the Annual General Meeting to be held on October 28, 2016. These financial statements do not include the effect of this proposed cash dividend which will be accounted for in the financial statements for the year ending June 30, 2017.

33 NUMBER OF EMPLOYEES

The total number of employees and average number of employees at year end and during the year respectively are as follows:

	2015		2014
		(Number)	
Total number of employees as at June 30	2,985		2,951
Average number of employees during the year	2,992		2,836

34 DATE OF AUTHORIZATION FOR ISSUE

Theses financial statements were authorised for issue on September 29, 2016 by the Board of Directors of the Company.

35 GENERAL

All figures in the financial statements are rounded off to the nearest thousand.

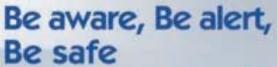
REHAN RAHMAN
CHIEF EXECUTIVE
DIRECTOR





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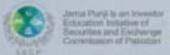


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PROXY FORM

I/We,				
of				
being a member of FEI	ROZE1888 MILLS I	LIMITED I	nolding	
ordinary shares hereby a	ppoint			
				I.D. No
				_
of				
				us and my behalf at the
44th Annual General Med	eting of the Company	/ to be held	at B-4/A, SITE, I	Karachi on Friday, October
28, 2016 at 09:00 a.m. and	at any adjournement	thereof.		
Signed this	day of		2016.	
				Please affix Rs. 5/- Revenue
Signed				Stamp
WITNESSES:				
1. Signature		2.	Signature	
Name				
Address				
NIC or		_	NIC or	
Passport No.		_	Passport No	

Note:

- A member entitled to attend and vote at the meeting may appoint a proxy in writing to attend the meeting and vote on the member's behalf. A Proxy should be a member of the Company.
- If a member is unable to attend the meeting, he/she/they may complete and sign this form and send it to the Company Secretary at the Registered Office so as to reach not less than 48 hours before the time appointed for holding the meeting.
- For CDC Account Holders / Corporate Entities

In addition to the above the following requirements have to be met:

- (i) The proxy form shall be witnessed by two persons whose names, addresses and NIC numbers shall be stated on the form.
- Attested copies of NIC or the passport of the beneficial owner(s) and the proxy shall (ii) be proved with the proxy form.
- The proxy shall produce his/her NIC or original passport at the time of the meeting. In case of a corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

پراکسی فارم

יט		
یت ممبر (ز) فیروز ۱۸۸۸ ملز لمیشدٌ اور حق ملکیت رکھتے ہوئے		
ی شیئر زجس کا اندراج رجسٹر فولیونمبر	اور ذیلی اکاؤنث نمبر	اپنی جانب سے نامزد کرتا ہوا
ن سے		
ان کے نہ جانے پرمسمی /مساۃ		
ن بطور پراکسی مق	ر پرانسی مقرر کرنا / کرتے ہیں تا کہ وہ میری/ ہماری جگہ اور میہ	ہاری طرف سے نمپنی کے 44ویں سالانہ ہ
س بمقام رجسٹرڈ آفس B-4/A, SITE, Karachi اکتوبر	28 اکتوبر 2016 بوقت 09:00 بجےمنعقد ہور ہا ہے، اس	اِ اس کے کسی ملتو می شدہ اجلاس میں شرکت
ے اور ووٹ ڈالے۔ رمیرے/ ہمارے گواہکو	کو بتاریخ	2016
<i>مندرجہ</i> بالا کے لیے نامزد کیا گیا ہے		
سررنه پان کے ۱۰ او ج ایا کی ایا ہے۔		J. ()3.7
ط		
تخط کا ^{کمپی} ن میں رجسٹرڈ نمونے سے مماثلت رکھنا ضروری ہے)	(4	درست رقم كا مكث
		چسپا <i>ن کری</i> دستخط
واه)	(گواه)	
<u></u>	ينخبا	
	<u></u> ۲ ^۱	
ة. كالدياغية	شاختی کارڈ نمبر	
تی کارڈنمبر		
ن ۱و و بر پورٹ نمبر	پاسپورٹ نمبر	

نقل جمع کروائیں۔



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