

# Half Yearly Financial Statements (Unaudited) December 31, 2010



# **VISION STATEMENT**

The Company's vision is to be the Market Leader and serve the needs of customers with total dedication, supply them the current and anticipate their future needs, create value for customers, shareholders, employees and the community

# **CORPORATE MISSION**

- To meet the current needs of its customers and anticipate their Future needs.
- To maintain close and direct contacts with the customers to ensure their complete satisfaction.
- Constantly improve the quality of all our activities through operational excellence.
- To give fullest regard to the safety and health of employees and customers.
- To promote professionalism at all levels through constant education, training and development of human resources.
- To safeguard the environment and the community from pollution.
- To create a conducive work environment and inspire people to perform to their fullest potential and to reward talent.

# **CORPORATE INFORMATION**

#### **BOARD OF DIRECTORS**

Lt. Gen. Shujaat Zamir Dar, : Chairman

HI (M), S.Bt.

Mr. Torbjorn Saxmo : Vice Chairman

Mr. Mr. Feroze Khan Malik : Director

Mr. Muhammad Nawaz Tishna : Director (N.I.T. Nominee)

Mr. Khalid Pervaiz : Director Mr. Riaz Ahmad : Director Mr. Muhammad Asif : Director

CHIEF EXECUTIVE : Mr. Shabbir Ahmed

**AUDIT COMMITTEE** 

Mr. Riaz Ahmad : Chairman
Mr. Feroze Khan Malik : Member
Mr. Khalid Pervaiz : Member

**COMPANY SECRETARY AND** 

CHIEF FINANCIAL OFFICER : Mr. Tanveer Elahi, FCA

**AUDITORS** : Anjum Asim Shahid Rehman

**Chartered Accountants** 

LEGAL ADVISORS : The Law Firm of Basit Musheer

SHARES REGISTRAR : Ilyas Saeed Associates (Pvt.) Ltd.,

Management Consultants,

Office # 26, 2<sup>nd</sup> Floor, Rose Plaza,

I-8 Markaz, Islamabad. Tel: 051-4102626-7, Fax: 051-4102628 Email: iilyas@hotmail.com

BANKERS : MCB Bank Limited

Allied Bank of Pakistan Limited

Bank Al-Habib Limited

**REGISTERED OFFICE** : G.T. Road, Wah Cantt.

**PHONES** : (051) 5568760, 4545243-6 (4 Lines)

(051) 9314101-21 (21 Lines) Ext. 22236

**FAX** : (051) 4545241, (051) 4535862

E.MAIL : wahnobel@comsats.net.pk

**WEBSITE** : www.wahnobel.com

FACTORY : Wah Cantt.

WAH NOBEL CHEMICALS LTD

**DIRECTORS' REPORT TO THE SHAREHOLDERS** 

The Directors are pleased to present un-audited financial statements of your Company,

duly reviewed by the auditors, for the half year ended 31st Dec 2010.

After having passed through a very very bad period in first quarter of the financial year

2010-11 due to devastating floods and other factors, the second quarter has been

better than the first. Inspite of adverse economic conditions and bad law & order

situation in the country, the company has been able to achieve net sales revenue of

Rs.300.841 Million during the half year under review as against Rs.341.868 in the

corresponding period of the last year and earned pre-tax profit of Rs.42.550 million as

compared to Rs.66.495 Million earned during the last corresponding period. The after-

tax profit for the half year ended 31st December 2010 is Rs.29.246 Million as against

Rs.43.914 Million during the corresponding period of the previous year.

As regards Vend and Permit fee, the case was heard in the Supreme Court of Pakistan

in July-2010. In view of the merit of the case and previous decision of the Sindh High

Court, the management expects a favorable decision from the apex court.

The management of the company looks forward for the future with confidence and

envisages better performance in the 2<sup>nd</sup> half of the financial year 2010-11.

The Directors wish to express their appreciation of the team of dedicated officers and

staff/workers who have made to make concerted efforts towards growth of the

Company's business.

On behalf of the Board

WAH CANTT.

Dated: 28.02.2011.

( SHABBIR AHMED ) CHIEF EXECUTIVE

# AUDITOR'S REPORT TO THE MEMBERS ON REVIEW OF INTERIM FINANCIAL INFORMATION

#### Introduction

We have reviewed the accompanying condensed interim balance sheet of **Wah Nobel Chemicals Limited** as at **December 31, 2010** and the related condensed profit and loss account, condensed interim cash flow statement and condensed interim statement of changes in equity for the six-month period then ended (here-in-after referred to as the "interim financial information"). Management is responsible for the preparation and presentation of this interim financial information in accordance with approved accounting standards as applicable in Pakistan for interim financial reporting. Our responsibility is to express a conclusion on this interim financial information based on our review. The figures of the interim profit and loss account for the quarters ended December 31, 2010 and 2009 have not been reviewed, as we are required to review only the cumulative figures for the half year ended December 31, 2010.

#### Scope of Review

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

### Conclusion

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

Without qualifying our opinion, we draw attention to note 7.1.1 to the interim financial information. The Company is defendant in a lawsuit alleging non-payment of vend and permit fee of Rs. 660 million on methanol to the excise and taxation department, Government of Sindh. The ultimate outcome of matter cannot be determined presently and therefore no provision for any liability that may result has been made in these interim financial information. In the event of unsuccessful outcome, there is a substantial doubt that the Company will be able to continue as a going concern.

### ANJUM ASIM SHAHID RAHMAN

Chartered Accountants Audit Engagement Partner Nadeem Tirmizi

Islamabad

Date: February 28, 2011

# WAH NOBEL CHEMICALS LIMITED CONDENSED INTERIM BALANCE SHEET (UN-AUDITED) AS AT DECEMBER 31, 2010

		_	Audited
		December 31,	June 30,
	Note	2010 (Rupees i	2010
Assets	Note	(Rupees I	11 000 )
NON CURRENT ASSETS			
Property, Plant and Equipment	4	102,887	105,209
Long Term Investment	5	33,288	33,106
Long Term In Tecunion	· ·	136,175	138,315
CURRENT ASSETS			
Stores, spares and loose tools		37,480	30,525
Stock in trade		68,526	51,423
Trade debts	6	248,660	241,500
Advances		2,767	6,272
Trade deposits and prepayments		910	40
Other receivables		1,208	1,607
Short-term Investment		2,647	2,671
Cash and bank balances		10,472	24,373
		372,670	358,411
Total assets		508,845	496,726
Equity			
Authorized capital: 20,000,000 ordinary shares of Rs.10/- each			
Issued, subscribed and paid up capital: 9,000,000 (June30, 2010: 9,000,000) ordinary shares of			
Rs.10/- each, fully paid up in cash		90,000	90,000
Capital reserve		944	944
General reserve		233,000	183,000
Unappropriated profit		42,419	108,173
Total equity		366,363	382,117
Liabilities			
Non current liabilities			
Deferred tax liability		7,685	7,983
Accumulated compensated absences		3,531	3,042
1		11,216	11,025
CURRENT LIABILITIES			
Trade and other payables		62,567	78,783
Due to associated companies		66	57
Accrued mark-up		1,796	616
Short term borrowings - secured		43,308	662
Taxation (Net)		23,529	23,466
- Land (2 100)		131,266	103,584
Total liabilities		142,482	114,609
2 OWN AND MILEO		508,845	496,726
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The annexed notes from 1 to 10 form an integral part of these condensed interim financial statements.

DIRECTOR CHIEF EXECUTIVE

# WAH NOBEL CHEMICALS LIMITED CONDENSED INTERIM PROFIT AND LOSS ACCOUNT (UN-AUDITED) FOR THE HALF YEAR ENDED DECEMBER 31, 2010

	Half year ended December 31, 2010	Half year ended December 31, 2009	Quarter ended December 31, 2010	Quarter ended December 31, 2009
		(Rupees	in '000')	
Manufactured goods				
Gross sales	354,365	399,871	184,162	208,773
Sales tax	(50,553)	(54,590)	(25,952)	(28,479)
Special excise duty	(2,971)	(3,413)	(1,525)	(1,782)
Net sales	300,841	341,868	156,685	178,512
Cost of sales	(228,736)	(238,795)	(114,638)	(122,957)
Gross profit	72,105	103,073	42,047	55,555
Operating expenses				
Administrative and general expenses	(6,279)	(7,861)	(2,697)	(5,074)
Selling and distribution expenses	(16,829)	(19,029)	(8,641)	(11,556)
Other Operating Income	118	212	86	39
Operating profit	49,115	76,395	30,795	38,964
Financial and other charges:				
Finance Cost	(3,376)	(4,495)	(2,201)	(2,108)
Other expenses	(3,370)	(5,168)	(2,080)	(2,697)
Share in profit/(loss) of associated company-net of tax	182	(237)	182	(237)
Profit before taxation	42,550	66,495	26,695	33,922
Provision for taxation	(13,304)	(22,581)	(9,185)	(12,181)
Profit after taxation	29,246	43,914	17,510	21,741
Other comprehensive income for the period				
Total comprehensive income for the period	29,246	43,914	17,510	21,741
Earning Per Share - basic and diluted	Rs. 3.25	Rs. 4.88	Rs. 1.95	Rs. 2.42

Appropriations have been reflected in the statement of changes in equity.

The annexed notes from 1 to 10 form an integral part of these condensed interim financial statements.

DIRECTOR	CHIEF EXECUTIVE

WAH CANTT DATED 28.02.2011.

# WAH NOBEL CHEMICALS LIMITED CONDENSED INTERIM CASH FLOW STATEMENT (UN-AUDITED) FOR THE HALF YEAR ENDED DECEMBER 31, 2010

	December 31, 2010	December 31, 2009
	(Rupees	in '000')
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before taxation	42,550	66,495
Adjustment for non cash charges and other items:		
Depreciation	2,328	3,944
Profit on sale of property, plant and equipment	-	(173)
Financial and other charges	3,171	4,308
Interest on WPPF	206	187
Share in profit of associated company	(182)	237
Provision against doubtful debts	-	3,784
Allocation of Workers' Profit Participation Fund (WPPF)	2,275	3,583
Workers' Welfare Fund (WWF)	865	1,354
Provision for employee's gratuity fund	653	120
Provision for accumulated compensated absences	523	360
Interest on Term Deposit Receipts	(65)	(39)
Changes in working capital	9,774	17,665
(Increase)/decrease in current assets:		
Stores, spares and loose tools	(6,956)	3,329
Stock in trade	(17,103)	(8,211)
Trade debts	(7,159)	(1,392)
Advances	3,505	(4,992)
Trade deposits and prepayments	(871)	(814)
Other receivables	(253)	1,093
Increase/(decrease) in current liabilities:	(233)	1,073
Trade and other payables	(13,082)	5,080
Trade and other payables	(41,919)	(5,907)
Cash generated from operations	10,405	78,253
Payment for:		
Taxation	(13,540)	(36,016)
Financial and other charges paid	(1,991)	(5,450)
WPPF paid	(6,470)	(8,177)
Compensated absences paid	(33)	(2)
50 <del></del>	(22,034)	(49,645)
Net cash generated from/(used in) operating activities	(11,629)	28,608
CASH FLOWS FROM INVESTING ACTIVITIES	(11,027)	==,,,,,
Capital expenditure	(6)	(2,512)
Interest on Term Deposit Receipts	88	38
Proceed from sale of property, plant and equipment	-	193
Net cash used in investing activities	82	(2,281)
CASH FLOWS FROM FINANCING ACTIVITIES	Ŭ <b>-</b>	(=,= 0 1)
Short term borrowings	42,646	15,394
Dividends paid	(45,000)	(45,000)
Net cash (used in)/generated from financing activities	(2,354)	(29,606)
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Net increase/(decrease) in cash and cash equivalents	(13,901)	(3,279)
Cash and cash equivalents at beginning of the period	24,373	18,653
Cash and cash equivalents at end of the period	10,472	15,374

The annexed notes from 1 to 10 form an integral part of these condensed interim financial statements.

DIRECTOR CHIEF EXECUTIVE

# WAH NOBEL CHEMICALS LIMITED CONDENSED INTRIM STATEMENT OF CHANGES IN EQUITY (UN-AUDITED) FOR THE 1ST QUARTER ENDED DECEMBER 31, 2010

	Issued	Issued Capital	Revenu	ie reserves	
	Subscribed and paid-up share capital	reserve - share premium	General reserve	Unappropriated profit	Total
			Rupees in '00	0)	
Balance as at July 1, 2009	90,000	944	133,000	127,182	351,126
Comprehensive income for the period					
Net profit for the period ended December 31, 2009	-	-	-	43,914	43,914
Other comprehensive income	-	-	-	-	-
Transfer to General reserve Total other comprehensive income	<del>-</del>		50,000 50,000	(50,000) (50,000)	<u>-</u>
Total comprehensive income for the period ended December 31, 2009	-	-	50,000	(6,086)	43,914
Transaction with owners	-	-	=	-	=
Final dividend for the year ended June 30, 2009 (Rs. 5 per share)  Total transactions with owner  Balance as at December 31, 2009	90,000	 944	183,000	(45,000) (45,000) <b>76,096</b>	(45,000) (45,000) <b>350,040</b>
Profit for the six months ended June 30, 2010	-	-	-	32,077	32,077
Balance as at July 1, 2010	90,000	944	183,000	108,173	382,117
Comprehensive income for the period					
Net profit for the period ended December 31, 2010	-	-	-	29,246	29,246
Other comprehensive income	-	-	_	-	-
Transfer to General reserve Total other comprehensive income		-	50,000 50,000	(50,000) (50,000)	<u>-</u>
Total comprehensive income for the period ended December 31, 2010	-	-	50,000	(20,754)	29,246
Transaction with owners	-	-	-	-	-
Final dividend for the year ended June 30, 2010 (Rs. 5 per share)				(45,000)	(45,000)
Total transactions with owner Balance as at December 31, 2010	90,000	944	233,000	(45,000) <b>42,419</b>	(45,000) <b>366,363</b>

The annexed notes from 1 to 10 form an integral part of these condensed interim financial statements.

DIRECTOR	CHIEF EXECUTIVE

### 1 STATUS AND NATURE OF BUSINESS

- 1.1 Wah Nobel Chemicals Limited (the Company) was incorporated in Pakistan on May 31, 1983 as a public limited company under the Companies Act, 1913, (now the Companies Ordinance, 1984) and its shares are quoted on the Karachi, Lahore and Islamabad stock exchanges of Pakistan. The holding company of the Company is Wah Nobel (Private) Limited and the ultimate holding company is Wah Industries Limited. The registered office and manufacturing facilities of the Company are situated in Wah Cantt, Pakistan.
- 1.2 The principal activity of the Company is to manufacture Formaldehyde and Formaldehyde based liquid resins for use as bonding agent in the chip board, plywood and flush door manufacturing industries. It is also engaged in erection of plants and trading activities.

#### 2 BASIS OF PREPARATION

These condensed interim financial statements are unaudited but subject to limited scope review by the external auditors, as required by the Code of Corporate Governance, and are being circulated to the shareholders in compliance with section 245 of the Companies Ordinance, 1984. These condensed interim financial statements have been prepared in accordance with International Accounting Standard (IAS) 34, "Interim Financial Reporting". In case where requirements differ, the provision of or directives issued under the Companies Ordinance, 1984 have been followed.

#### 3 ACCOUNTING POLICIES

The accounting policies and basis of preparation adopted in preparation of these half yearly condensed interim financial statements are same as those applied in the preparation of preceding annual financial statements of the Company for the year ended June 30,2010.

# 4 PROPERTY, PLANT AND EQUIPMENT - AT BOOK VALUE

Following is the statement of additions to operating assets during the period / year:

		<b>Un-Audited</b>	Audited
		December 31, 2010	June 30, 2010
		Rupees	in '000'
	Opening book value	105,209	110,111
	Plant and machinery	-	2,512
	Furniture and Fixture	6	-
	Tools and workshop equipments	-	-
	Office equipment	-	-
	Computer installations	-	
	Vehicles		675
		105,215	113,298
	Book value of assets disposed off during the period / year	-	20
	Adjustments during the period /year	-	-
	Depreciation for the period / year	2,328	8,069
	Closing book value	102,887	105,209
5	LONG TERM INVESTMENT		
	Wah Nobel Acetate Limited		
	2,500,000 shares of Rs. 10/- each. (equity held: 8.33%)	25,000	25,000
	Share of profit of prior periods	8,106	7,507
	Share of Profit / (Loss) of current period / year	182	599
		8,288	8,106
		33,288	33,106

# WAH NOBEL CHEMICALS LIMITED NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UN-AUDITED) FOR THE HALF YEAR ENDED DECEMBER 31, 2010

6	TRADE DEBTS	December 31, 2010	June 30, 2010
		Rupees i	n '000'
	Considered good	248,660	241,500
	Considered doubtful	43,615	43,615
		292,274	285,115
	Provision for doubtful debts	(43,615)	(43,615)
		248,660	241,500

# 7 CONTINGENCIES AND COMMITMENTS

### 7.1 Contingencies

The contingencies reported in the preceding annual financial statements have undergone the following changes:

**7.1.1** The contingent liability of the Company on account of vend fee and permit fee has increased from Rs. 642 million to Rs. 660 million on account of further import of Methanol from July 01, 2010 to December 31, 2010.

		December 31, 2010	June 30, 2010
		Rupees i	n '000'
7.2	Commitments in respect of:	-	
7.2.1	Letters of credit for purchase of stocks	15,622	43,615
7.2.2	Post dated cheues issued in favour of Collector of Customs against custom duties and other levies on Methanol kept in bonded Ware house	6,213	7,644
8	RELATED PARTY TRANSACTIONS		
	Significant transactions with related parties during the period / year were as follows:		
	Expenses incurred (on behalf of)/ by the group companies	(441)	(1,750)
	Vehicles lease rentals paid by the holding company		884
	Management services by holding company	450	900
	Purchases from Associate Company		72
	Dividend paid to the holding company	24,852	24,852

# 9 General

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

### 10 DATE OF AUTHORIZATION FOR ISSUE

These financial statements were authorized for issue on February 28, 2011 by the Board of Directors of the Company.

DIRECTOR	CHIEF EXECUTIVE