GHANDHARA INDUSTRIES LIMITED

COMPANY INFORMATION

BOARD OF DIRECTORS

Mr. Raza Kuli Khan Khattak

Mr. Ahmad Kuli Khan Khattak

Lt. Gen. (R) Ali Kuli Khan Khattak

Director

Mr. Mushtaq Ahmed Khan (FCA)

Director

Dr. Parvez Hassan

Mr. Jamil Ahmed Shah

Director

Mr. Sher Muhammad

Director

SECRETARY

Mr. Iftikhar A. Khan

AUDITORS

Hameed Chaudhri & Co. Chartered Accountants

AUDIT COMMITTEE

Lt. Gen. (R) Ali Kuli Khan Khattak Chairman Mr. Mushtaq Ahmed Khan (FCA) Member Mr. Jamil Ahmed Shah Member

LEGAL ADVISORS

Syed Iqbal Ahmad Barrister at Law S. Abid Shirazi & Co. Syed Qamaruddin Hassan

BANKERS

Bank Al-Habib Limited
National Bank of Pakistan
Soneri Bank Limited
The Bank of Tokyo - Mitsubishi UFJ, Limited
The Bank of Khyber
NIB Bank Limited
Faysal Bank Limited

REGISTERED OFFICE

F-3, Hub Chauki Road, S.I.T.E., Post Box No.2706, Karachi-75730

SHARE REGISTRAR

Hameed Majeed Associates (Pvt.) Ltd. 5th Floor, Karachi Chambers, Hasrat Mohani Road, Karachi.



DIRECTORS REPORT

The Directors of your company take pleasure in presenting the un-audited accounts for the 1st quarter ended on 30th September 2008.

Financial Results

Net Sales during the period under review were Rs.218 million as against net sales of Rs.336 million for the corresponding period last year. The lower sales were attributed to general slump in the national economy.

Gross profit of Rs.24 million was 56 % lower when compared to gross profit of Rs.55 million of the corresponding period last year. This was mainly due to lower sales in this quarter as explained above and a different product mix.

Financial cost during the quarter was Rs.63 million as against Rs.3 million of the 1st quarter of last year. The difference in financial cost was mainly due to exchange loss of Rs.54 million.

Net loss before taxation during the period under review was Rs.56 million against profit of Rs.34 million for the corresponding period last year. The major cause of loss was foreign exchange loss of Rs.54 million as stated above.

Future outlook

Pakistan economy has been affected very baldly due to present international financial crisis and automobile sector has also performed very poorly during this quarter.

Banks and leasing companies have stopped financing automobile sector. There is a liquidity crunch in the market. The uncertain economic conditions are affecting the business very badly. Your management is struggling hard to secure maximum orders. Some of the areas ignored in the past are being explored afresh through newly hired young and qualified marketing staff. It is hoped that our efforts will bring better results in the coming months even under present difficult conditions.

By Order of the Board

AHMAD KULI KHAN KHATTAK

Chief Executive

24th October 2008



INTERIM CONDENSED BALANCE SHEET (UN-AUDITED) AS AT SEPTEMBER 30, 2008

	SEPT 30, 2008	JUNE 30, 2008
ASSETS	(Rupee	es '000')
NON CURRENT ASSETS Property, Plant & Equipment Investment Properties Long Term Investment	1,029,607 91,108 1,400	1,028,798 91,173 1,400
Long Term Loans and advances Long Term Deposits	461 3,999 1,126,575	461 3,999 1,125,831
CURRENT ASSETS		
Stores, spares and tools Stock - in - trade Trade debts Loans, advances Deposits & prepayments Other receivables Cash and bank balances	41 743,846 108,273 171,613 145,159 152,141 13,586 1,334,659 2,461,234	21 468,052 56,903 178,340 150,662 140,583 22,919 1,017,480 2,143,311
Represented by: Capital and Reserves Issued, subscribed and paid - up capital	213,044	213,044
Reserve Accumulated loss	$\frac{43,200}{(93,199)}$ $\overline{163,045}$	43,200 (38,378) 217,866
Surplus on revaluation of Property, Plant, and Equipment and Investment Properties	1,075,668 1,238,713	1,076,546 1,294,412
NON CURRENT LIABILITIES		
Liabilities against assets subject to finance lease Deferred Liabilities	6,553 17,512	8,165 17,935
CURRENT LIABILITIES		
Trade and other payable Accrued mark up/Interest Running Finance under mark up arrangement Current maturity of liabilities against assets subject to finance leases Provision for taxation	663,172 12,759 383,362 7,615 131,548 1,198,456	583,403 9,520 90,339 7,989 131,549 822,798
	2,461,234	2,143,311

The annexed notes 1 to 9 form an integral part of these interim condensed financial statements



INTERIM CONDENSED PROFIT AND LOSS ACCOUNT (UN-AUDITED) FOR THE QUARTER ENDED SEPTEMBER 30, 2008

	SEPT 30, 2008	SEPT 30, 2007
	(Rupee	s '000')
Sales Manufactured goods Trading stock Cost of sales	214,935 2,841 217,776	328,903 6,854 335,757
Manufactured goods Trading stock	191,161 2,528 193,689	274,143 6,408 280,551
Gross profit	24,087	55,206
Distribution cost Administration expenses Operating profit	9,078 7,674 7,335	9,873 8,546 36,787
Other operating expenses Finance cost	<u>63,497</u> (56,162)	2,640 34,147
Other operating income	40	239
Profit/(Loss) before taxation	(56,122)	34,386
Provision for taxation Current Deferred	(423) (423)	12,035 (473) 11,562
Profit/(Loss) after taxation	(55,699)	22,824
Earning per Share Rupees	(2.61)	1.07

The annexed notes 1 to 9 form an integral part of these interim condensed financial statements



INTERIM CONDENSED CASH FLOW STATEMENT (UN-AUDITED) FOR THE QUARTER ENDED SEPTEMBER 30, 2008

	SEPT 30, 2008	SEPT 30, 2007
	(Rupees	s '000')
CASH FLOW FROM OPERATING ACTIVITIES		
Profit /(Loss) before Taxation	(56,122)	34,386
Adjustment for non cash charges & other items		= 0=4
Depreciation Interest Expense	3,692 63,497	7,974 386
Interest Income	-	(239)
	11,067	42,507
WORKING CAPITAL CHANGES		
(Increase)/Decrease in Current Assets	(20)	(7)
Stores & Spares Stock in Trade	(20) (275,794)	(7) 72,364
Trade Debts	(51,370)	7,446
Loans and Advances	9,343	(5,049)
Deposits and Prepayments	5,503	17,829
Other Receivables	(11,558)	(4,087)
Ingraces//Degraces) in Current Lightlities	(323,896)	88,496
Increase/(Decrease) in Current Liabilities Trade & Other Payable	79,769	(223,730)
WORKING CAPITAL CHANGES	(244,127)	(135,234)
	, ,	, , ,
Cash Generated from Operation	(233,060)	(92,727)
Interest Paid Taxes Paid	(59,714)	(2,596)
Taxes Faid	(2,613)	(4,959)
NET CASH INFLOW FROM OPERATING ACTIVITIES	(295,387)	(100,282)
CASH FLOW FROM INVESTING ACTIVITIES		
Fixed Capital Expenditure	(4,438)	-
Interest Received	-	239
Net Cash Inflow from Investing Activities	(4,438)	239
Cash Inflow/(Outflow) before Financing Activities	(299,825)	(100,043)
FINANCING ACTIVITIES		
Dividend Paid	_	27
Payment of Lease Rentals	(2,531)	1,553
	(2,531)	1,580
Net Increase/(Decrease) in Cash and Cash Equivalent	(302,356)	(98,463)
Cash & Cash Equivalents at the beginning	(67,420)	46,262
Cash & Cash Equivalents at the end of the period	(369,776)	(52,201)

The annexed notes 1 to 9 form an integral part of these interim condensed financial statements



INTERIM CONDENSED STATEMENT OF CHANGES IN EQUITY FOR THE QUARTER ENDED SEPTEMBER 30, 2008

		Capital Reserves					
	Share	Tax	Fixed Assets	Contingency	Revenue	Accumulated	TOTAL
	Capital	Holiday	Replacement	Reserve	Reserve	Loss	IUIAL
		Reserve	Reserve				
			Rupees	in thousand —		'	
Balance as at 1 July 2007	213,044	5,500	10,000	25,300	2,400	(60,022)	196,222
Profit for the year	-	-	-	-	-	18,132	18,132
Transferred from surplus on revaluation of Fixed Assets on account of incremental depreciation for the year						3,512	3,512
Balance as at 30 June 2008	213,044	5,500	10,000	25,300	2,400	(38,378)	217,866
Balance as at 1 July 2008	213,044	5,500	10,000	25,300	2,400	(38,378)	217,866
Loss for the quarter	-	-	-	-	-	(55,699)	(55,699)
Transferred from surplus on revaluation of Fixed Assets on account of incremental depreciation for the year						878	878
Balance as at 30 September 2008	213,044	5,500	10,000	25,300	2,400	(93,199)	163,045

The annexed notes 1 to 9 form an integral part of these interim condensed financial statements

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NOTES TO THE FINANCIAL STATEMENTS (UN-AUDITED) FOR THE QUARTER ENDED SEPTEMBER 30, 2008

1 CORPORATE INFORMATION

Ghandhara Industries Limited was incorporated on 23 February 1963. The Company's shares are listed on Karachi and Lahore Stock Exchanges. The principal activity of the Company is assembly and progressive manufacture of Isuzu trucks and buses.

2 BASIS OF PRESENTATION

These interim condensed financial statements are prepared in accordance with the requirment of Ineternational Accounting Standard No 34 "Interim Financial Reporting" and are being submitted to the shareholders as required under Section 245 of the Companies Ordinance, 1984. Wherever the requirements of the Companies Ordinance, 1984 or directives issued by the Securities and Exchange Commission of Pakistan (SECP) differ with the requirements of this standard, the requirements of the Companies Ordinance, 1984 or the requirements of the said directives take the precedence.

3 SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted in the preparation of these interim condensed financial statements are consistent with those followed in the preparation of the Company's annual financial statements for the year ended June 30, 2008.

4 APPROVAL OF FINANCIAL STATEMENTS

These interim condensed financial statements were approved by the Board of Directors and authorized for issue on 24, October 2008.

5 PRESENTATION

Figures in these interim condensed financial statements have been rounded off to the nearest thousand rupees.

			SEPT 30, 2008	SEPT 30, 2007
6	PROPERTY, PLANT AND EQUIPMENT	Note	(Rupe	es '000')
	Book value at the beginning of the period / year Additions during the period / year Less:	6.1	1,028,798 4,438	1,028,668
	Disposal during the period / year - at book value Depreciation charged during the period / year		3,629	7,877
			1,029,607	1,020,791
6.1	Additions during the period / year			
	Funiture & Fixture Office machines and equipment Motor vehicles		256 27 4,155	- - -
			4,438	-

GHANDHARA INDUSTRIES LIMITED

SEPT 30,

JUNE 30,

7.	COST OF SALES	Note	SEPT 30, 2008 (Rupeo	SEPT 30, 2007 es '000')
	Stock at beginning Cost of goods manufactured Trading Stock	7.1	57,931 309,553 2,528 370,012	164,578 197,577 6,408 368,563
	Stock at end		(176,323) 193,689	(88,012) 280,551
7.1	COST OF GOODS MANUFACTURED Work in process at beginning Raw material & component consumed Direct Labour & overheads		319,412 26,444 345,856	178,979 21,341 200,320
	Work in process at end		(36,303)	(2,743) 197,577

8. CONTINGENCIES & COMMITMENTS

8.1 Contingencies

There is no change in contingent liabilities as reported in Note 26.1 to the financial statements for the year ended June 30,2008.

		2008 Un-audited	2008 Audited
8.2	Guarantees	(Rupees '	000')
	Issued by banks	20,432	74,546
8.3	Commitments		
	Post dated cheques	252,627	103,760
8.4	Commitments		
	Confirmed letters of credit-CKD	219,412	153,896



).	RELATED PARTY TRANSACTIONS		Sept.30 2008	Sept.30 2007	
	Name of Related Party and nature of relationship	Nature of transaction	(Rupees	'000')	
	(a) Subsidiary company				
	Marghzar Industries (Private) Limited	Financial charges	52	51	
	(b) Associated Companies				
	The General Tyre & Rubber Company of Pakistan Limited (Common Directorship)	Purchase of Tyres	6,726	7,352	
	Ghandhara Nissan Limited (Common Directorship)	Assembly charges	14,121	7,380	
	Universal Insurance Limited (Common Directorship)	Insurance Premium	944	1,118	
	(c) Technology suppliers				
	Isuzu Motors Limited, Japan	Purchase of CKD Running royalty	293,867 1,048	86,161 1,390	



INTERIM CONDENSED CONSOLIDATED BALANCE SHEET (UN-AUDITED) AS AT SEPTEMBER 30, 2008

	SEPT 30, 2008	JUNE 30, 2008
ASSETS	(Rupees	'000')
NON CURRENT ASSETS Property, Plant & Equipment Investment Properties Long Term Investment	1,029,607 91,108	1,028,798 91,173
Long Term Loans and advances Long Term Deposits	461 3,999 1,125,175	461 3,999 1,124,431
CURRENT ASSETS		
Stores, spares and tools Stock - in - trade Trade debts Loans, advances Deposits & prepayments Other receivables Cash and bank balances	41 743,846 108,273 171,893 145,159 152,141 13,606 1,334,959 2,460,134	21 468,052 56,903 178,620 150,662 140,583 22,939 1,017,780 2,142,211
Represented by: Capital and Reserves Issued, subscribed and paid - up capital	213,044	213,044
Reserve Accumulated loss Minority Interest	$ \begin{array}{r} 43,200 \\ \underline{(92,764)} \\ 163,480 \\ \underline{187} \\ 163,667 \end{array} $	43,200 (37,950) 218,294 184 218,478
Surplus on revaluation of Property, Plant, and Equipment and Investment Properties	1,075,668	1,076,546
NON CURRENT LIABILITIES Liabilities against assets subject to finance lease Deferred Liabilities	6,553 17,512	8,165 17,935
CURRENT LIABILITIES		
Trade and other payable Accrued mark up/Interest Running Finance under mark up arrangement Current maturity of liabilities against assets subject to finance leases Provision for taxation	661,152 12,759 383,362 7,615 131,846 1,196,734	581,397 9,520 90,339 7,989 131,842 821,087
	2,460,134	2,142,211

The annexed notes 1 to 9 form an integral part of these interim condensed consolidated financial statements



INTERIM CONDENSED CONSOLIDATED PROFIT AND LOSS ACCOUNT (UN-AUDITED) FOR THE QUARTER ENDED SEPTEMBER 30, 2008

	SEPT 30, 2008	SEPT 30, 2007 es '000')
Sales Manufactured goods Trading stock Cost of sales Manufactured goods Trading stock	214,935 2,841 217,776 191,161 2,528 193,689	328,903 6,854 335,757 274,143 6,408 280,551
Gross profit	24,087	55,206
Distribution cost Administration expenses Operating profit	$\frac{9,078}{7,711}$ 7,298	9,873 8,579 36,754
Other operating expenses Finance cost	63,445 (56,147)	2,589 34,165
Other operating income	40	239
Profit/(Loss) before taxation	(56,107)	34,404
Provision for taxation Current Deferred	5 (423) (418)	12,041 (473) 11,568
Profit/(Loss) after taxation	(55,689)	22,836
Attributable to: Equity holders of parent Minority Interest	(55,692) 3 (55,689)	22,834 <u>2</u> 22,836
Combined Earning per Share Rupees-basic & diluted	(2.61)	1.07

The annexed notes 1 to 9 form an integral part of these interim condensed consolidated financial statements



INTERIM CONDENSED CONSOLIDATED CASH FLOW STATEMENT (UN-AUDITED) FOR THE QUARTER ENDED SEPTEMBER 30, 2008

	SEPT 30, 2008	SEPT 30, 2007
CASH FLOW FROM OPERATING ACTIVITIES	(Rupees	s '000')
Profit /(Loss) before Taxation	(56,107)	34,386
Adjustment for non cash charges & other items		
Depreciation	3,692	7,974
Interest Expense	63,445	386
Interest Income		(239)
	11,030	42,507
WORKING CAPITAL CHANGES		
(Increase)/Decrease in Current Assets		
Stores & Spares	(20)	(7)
Stock in Trade	(275,794)	72,364
Trade Debts	(51,370)	7,446
Loans and Advances	9,343	(5,049)
Deposits and Prepayments	5,503	17,829
Other Receivables	(11,558)	(4,087)
	(323,896)	88,496
Increase/(Decrease) in Current Liabilities		(222 =20)
Trade & Other Payable	79,755	(223,730)
WORKING CAPITAL CHANGES	(244,141)	(135,234)
Cash Generated from Operation	(233,111)	(92,727)
Interest Paid	(59,663)	(2,596)
Taxes Paid	(2,613)	(4,959)
NET CASH INFLOW FROM OPERATING ACTIVITIES	(295,387)	(100,282)
CASH FLOW FROM INVESTING ACTIVITIES		
Interest Received	(4.420)	
Fixed Capital Expenditure Interest Received	(4,438)	220
interest Received		239
Net Cash Inflow from Investing Activities	(4,438)	239
Cash Inflow/(Outflow) before Financing Activities	(299,825)	(100,043)
FINANCING ACTIVITIES		
D' '1		27
Dividend Paid	(2.521)	27
Payment of Lease Rentals	(2,531)	1,553
	(2,531)	1,580
Net Increase/(Decrease) in Cash and Cash Equivalent	(302,356)	(98,463)
Cash & Cash Equivalents at the beginning	(67,400)	46,262
Cash & Cash Equivalents at the end of the period	(369,756)	(52,201)
Cash & Cash Equivalents at the end of the period	(30),730)	(32,201)

The annexed notes 1 to 9 form an integral part of these interim condensed consolidated financial statements



INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE QUARTER ENDED SEPTEMBER 30, 2008

		Capital Reserves						
	Share	Tax	Fixed Assets	Contingency	Revenue	Accumulated	Minority	Total
	Capital	Holiday	Replacement	Reserve	Reserve	Loss	Interest	Equity
		Reserve	Reserve					
	_			- Rupees in	thousand —			
Balance as at 1 July 2007	213,044	5,500	10,000	25,300	2,400	(59,620)	172	196,796
Profit for the year	-	-	-	-	-	18,158	12	18,170
Transferred from surplus on revaluation of Fixed Assets on account of incremental depreciation for the year						3,512		3,512
Balance as at 30 June 2008	213,044	5,500	10,000	25,300	2,400	(37,950)	184	218,478
Balance as at 1 July 2008	213,044	5,500	10,000	25,300	2,400	(37,950)	184	218,478
Loss for the quarter	-	-	-	-	-	(55,692)	3	(55,689)
Transferred from surplus on revaluation of Fixed Assets on account of incremental depreciation for the year						878		878
Balance as at 30 September 2008	213,044	5,500	10,000	25,300	2,400	(92,764)	187	163,667

The annexed notes 1 to 9 form an integral part of these interim condensed consolidated financial statements

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UN-AUDITED) FOR THE QUARTER ENDED SEPTEMBER 30, 2008

1 CORPORATE INFORMATION

Ghandhara Industries Limited (the holding company) was incorporated on 23 February 1963. The Company's shares are listed on Karachi and Lahore Stock Exchanges. The principal activity of the Company is assembly and progressive manufacture of Isuzu trucks and buses.

Ghandhara Industries Limited hold 70% equity in Marghzar Industries (Private)Limited

2 BASIS OF PRESENTATION

These interim condensed condensed financial statements are prepared in accordance with the requirment of Ineternational Accounting Standard No 34 "Interim Financial Reporting" and are being submitted to the shareholders as required under Section 245 of the Companies Ordinance, 1984. Wherever the requirements of the Companies Ordinance, 1984 or directives issued by the Securities and Exchange Commission of Pakistan (SECP) differ with the requirements of this standard, the requirements of the Companies Ordinance, 1984 or the requirements of the said directives take the precedence.

3 SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted in the preparation of these interim condensed consolidated financial statements are consistent with those followed in the preparation of the Company's annual financial statements for the year ended June 30, 2008.

4 APPROVAL OF FINANCIAL STATEMENTS

These interim condensed consolidated financial statements were approved by the Board of Directors and authorized for issue on October 24, 2008.

5 PRESENTATION

Figures in these interim condensed consolidated financial statements have been rounded off to the nearest thousand rupees.

		Note	SEPT 30,	SEPT 30,
			2008	2007
			(Rupe	es '000')
6	PROPERTY, PLANT AND EQUIPMENT			
	Book value at the beginning of the period / year		1,028,798	1,028,668
	Additions during the period / year	6.1	4,438	´ ´ -
	Less:			
	Disposal during the period / year - at book value		-	-
	Depreciation charged during the period / year		3,629	7,877
			1,029,607	1,020,791
				=,,==,,,==
6.1	Additions during the period / year			
	Funiture & Fixture		256	_
	Office machines and equipment		27	_
	Motor vehicles		4,155	-
			4,438	
			=====	

GHANDHARA INDUSTRIES LIMITED

7.	COST OF SALES	Note	SEPT 30, 2008 (Rupee	SEPT 30, 2007
	Stock at beginning Cost of goods manufactured Trading Stock	7.1	57,931 309,553 2,528 370,012	164,578 197,577 6,408 368,563
	Stock at end		(176,323) 193,689	(88,012) 280,551
7.1	COST OF GOODS MANUFACTURED			
	Work in process at beginning Raw material & component consumed Direct Labour & overheads		319,412 26,444 345,856	178,979 21,341 200,320
	Work in process at end		(36,303)	(2,743) 197,577

8. CONTINGENCIES & COMMITMENTS

8.1 Contingencies

There is no change in contingent liabilities as reported in Note 26.1 to the financial statements for the year ended June 30, 2008.

		SEPT 30,	JUNE 30,
		2008	2008
		Unaudited	Audited
8.2	Guarantees	(Rupees '0	000')
	Issued by banks	20,432	74,546
8.3	Commitments		
	Post dated cheques	252,627	103,760
8.4	Commitments		
	Confirmed letters of credit-CKD	219,412	153,896



9. RELATED PARTY TRANSACTIONS

Name of Related Party and nature of relationship	Nature of transaction	SEPT 30, SEPT 30, 2008 2007 2007		
(a) Subsidiary company				
Marghzar Industries (Private) Limited	Financial charges	52	51	
(b) Associated Companies				
The General Tyre & Rubber Company of Pakistan Limited (Common Directorship)	Purchase of Tyres	6,726	7,352	
Ghandhara Nissan Limited (Common Directorship)	Assembly charges	14,121	7,380	
Universal Insurance Limited (Common Directorship)	Insurance Premium	944	1,118	
(c) Technology suppliers				
Isuzu Motors Limited, Japan	Purchase of CKD Running royalty	293,867 1,048	86,161 1,390	