3rd Quarterly Accounts March 31, 2012 (Un-Audited)

Company Information

Board of Directors Mr. Fawad Ahmed Mukhtar Chairman

Mr. Fazal Ahmed Sheikh Chief Executive Officer

Mr. Faisal Ahmed Mukhtar

Mr. Fahd Mukhtar Mrs. Fatima Fazal Mrs. Farah Faisal

Mr. Shahid Aziz (Nominee NIT)

Audit Committee Mr. Fawad Ahmed Mukhtar Chairman

Mr. Faisal Ahmed Mukhtar

Mrs. Fatima Fazal Mr. Basharat Hashmi

1r. Basharat Hashmi Secretary

CFO Mr. Waheed Ahmed
Company Secretary Mr. Amanullah

Head of Internal Audit
External Auditors

KPMG Taseer Hadi & Co.

Chartered Accountant, Lahore.

Shares Office CDC Pakistan Ltd.

2nd Floor, 307 Upper Mall Lahore

info@cdc.pak.com

basharat.hashmi@fatima-group.com

Bankers Allied Bank Ltd.

Bank of Khyber

First National Bank Modaraba First Punjab Modaraba Habib Bank Ltd.

Habib Metropolitan Bank Ltd.

MCB Bank Ltd. Meezan Bank Ltd. National Bank of Pakistan

Pak Brunei Investment Company Ltd.

Saudi Pak Industrial & Agricultural Investment Company Ltd.

Standard Chartered Bank of Pakistan Ltd.

Soneri Bank Ltd. United Bank Ltd.

 Head Office &
 2nd Floor, Trust Plaza, L.M.O. Road, Multan.

 Registered Office
 Tel
 : 061-4512031-32, 4546238

 Fax
 : 061-4511677, 4584288

E-Mail: waheed.mushtag@fatima-group.com

Website www.fatima-group.com

Mills Address: Fazal Pur, Khanewal Road, Multan. (Pakistan)

(Unit # 1,2 & 4) Tel: (061) 6740020-3

Fax: (061) 6740039

Mills Address: Mukhtarabad, Chak Beli Khan Road Rawat,

(Unit # 3) Rawalpindi (Pakistan). Tel: 051-4611579-81

Tel: 051-4611579-8° Fax: 051-4611092

E-Mail: imran.malik@fatima-group.com

Directors' Report To The Shareholders

Dear Members.

On the behalf of the Board of Directors, I am pleased to present nine months Financial Statements of the company for the period ended March 31, 2012.

The turnover during the period has decreased to Rs. 6,497 M against Rs. 7,071 M whereas net profit has decreased to Rs. 79 M as compared to Rs. 567 M during corresponding period, a substantial decrease in profit was sharp decline in sales prices of finished products.

The company's spinning segment performed well during period under review. The cotton prices rose sharply in this period due to massive import of cotton by China to fill its strategic stock. This resultant in sharp rise in yarn prices, since the company has procured its cotton at very competitive prices so profitability of spinning improved.

The weaving segment also contributed positively in profitability during period under review. However, due to continued recession in Europe and America the performance of weaving remain under pressure. The continuous rise in utility cost, power and gas curtailment also negatively contributed towards bottom line of the company.

The company procured its cotton at very competitive prices as compare to current market price, further, the management is continuously taking measure to reduce its cost, improve yield and efficiency.

Your directors would like to assure you that every possible effort will be made to achieve better results in the coming period.

On Rehalf of Board of Directors

Sd/-Fazal Ahmed Sheikh (Chief Executive Officer)

Date: April 28, 2012 Place: Lahore

Condensed Interim Balance Sheet (Un-audited)

	Note	Un-audited 31 March 2012 (Rs	Audited 30 June 2011 in "000")
EQUITY AND LIABILITIES			
Share capital and reserves Authorised capital 40,000,000 (2011 : 40,000,000) ordinary shares of Rs. 10 each		400,000	400,000
30,000,000 (2011 : 30,000,000) preference shares of Rs. 10 each		300,000	300,000
		700,000	700,000
Issued, subscribed and paid up capital		308,109	308,109
Reserves		235,498	288,224
Unappropriated profit		974,310	895,045 1,491,378
Surplus on revaluation of fixed assets		452,271	452,271
Non-current Liabilities Long term finances	5	456,494	543,465
Loans from related parties - subordinated loan	J	3,800	3,800
Liabilities against asset subject to finance lease		32,500	26,243
Deferred liabilities		28,480	22,564
0 11 199		521,274	596,072
Current Liabilities Current portion of non-current liabilities - secured Finances under mark up arrangements and		242,875	258,498
other credit facilities - secured		2,827,854	2,296,531
Trade and other payables		391,346	400,852
Mark-up accrued		87,833	101,204
		3,549,908	3,057,085
Contingencies and commitments	6	-	
		6,041,370	5,596,806

The annexed notes 1 to 18 form an integral part of these condensed interim financial information.

Sd/-Chief Executive Officer

As At 31 March 2012

	Note	Un-audited 31 March 2012 (Rs i	Audited 30 June 2011 n "000")
ASSETS			
Non-current assets Property, plant and equipment Intangible assets	7	2,869,073 1,328	2,772,402 574
Long term deposits		16,782	15,713
2019 101111 4060010		2,887,183	2,788,689
Deferred tax asset		33,230	7,247
Current assets			
Stores, spares and loose tools		184,943	184,565
Stock in trade		1,839,201	1,672,004
Trade debts		626,205	574,724
Loans and advances	8	232,615	122,929
Trade deposits and prepayments		18,683	712
Other receivables	_	8,804	650
Short term investments	9	135,352	171,856
Tax refunds due from the government		48,343	53,988
Cash and bank balances		26,811 3,120,957	2,800,870
		6,041,370	5,596,806

Condensed Interim Profit And Loss Account (Un-audited)

For the period ended 31 March

		Nine months ended 31 March		Three months ended 31 March	
		2012	2011	2012	2011
	Note	(Rs in	"000")	(Rs in	"000")
Sales - net	10	6,497,601	7,071,506	2,357,014	2,673,925
Cost of sales		(5,915,334)	(5,884,021)	(2,106,854)	(2,168,347)
Gross profit		582,267	1,187,485	250,160	505,578
Distribution and marketing exper	ises	(94,994)	(78,753)	(34,214)	(23,907)
Administration expenses		(80,882)	(70,896)	(29,880)	(24,569)
Other operating expenses		(13,641)	(59,487)	(5,256)	(21,068)
Finance cost		(319,886)	(343,864)	(111,602)	(144,233)
Other operating income		28,064	4,439	2,224	4,318
Profit before tax		100,928	638,924	71,432	296,119
Taxation		(21,663)	(71,704)	(22,906)	(27,213)
Profit after tax		79,265	567,220	48,526	268,906
Earnings per share		2.57	18.41	1.57	8.73

The annexed notes 1 to 18 form an integral part of these condensed interim financial information.

Sd/-Chief Executive Officer

Condensed Interim Statement of Comprehensive Income (Un-audited)

For the period ended 31 March

	2012	ths ended Narch 2011 "000")	Three months ended 31 March 2012 2011 (Rs in "000")		
Profit for the period	79,265	567,220	48,526	268,906	
Other comprehensive income Gain / (Loss) on remeasurement of investment at fair value Deferred tax	69,840 - 69,840	(10,600) 639 (9,961)	4,565 - 4,565	21,689 (1,304) 20,385	
Total comprehensive income for the period	149,105	557,259	53,091	289,291	

The annexed notes 1 to 18 form an integral part of these condensed interim financial information.

Sd/-Chief Executive Officer

Condensed Interim Cash Flow Statement (Un-audited)

For the period ended 31 March

		Nine months e	ended 31 March 2011
	Note	(Rs in	"000")
Cash flows from operating activities			
Cash generated from/ (used in) operations	11	194,490	(1,184,383)
Finance cost paid		(328,973)	(296,319)
Worker's Profit Participation Fund paid		(27,194)	-
Taxes paid - net		(66,843)	(54,056)
Staff retirement benefits paid		(8,969)	(6,681)
Net cash (used in) operating activities		(237,489)	(1,541,439)
Cash flows from investing activities			
Fixed capital expenditure		(185,971)	(537,936)
Proceed from disposal of property, plant and equipment		11,329	20,857
Intangible assets		(861)	-
Long term deposits		(1,069)	-
Net cash (used in) investing activities		(176,572)	(517,079)
Cash flows from financing activities			
Proceeds from long term finances		93,000	426,219
Repayment of lease finance		-	(3,870)
Repayment of long term finances		(202,893)	(212,959)
Net cash (used in) generated from financing activities		(109,893)	209,390
Net (decrease) in cash and cash equivalents		(523,954)	(1,849,128)
Cash and cash equivalents at beginning of the period		(2,277,089)	(1,723,145)
Cash and cash equivalents at end of the period	12	(2,801,043)	(3,572,273)

The annexed notes 1 to 18 form an integral part of these condensed interim financial information.

Sd/-Chief Executive Officer

Condensed Interim Statement of Changes in Equity (Un-audited)

69,840

69,840 69,840

149,105

79,265

(122,566)

(122,566)

1,517,917

974,310

57,950

136,467

41,081

308,109

For the period ended 31 March

- (196,9)	
(9,961)	1
	ı
	•
Front for the nine months period ended 3.1 March 20.1.1 Other comprehensive income for the nine months ended 3.1 March 20.1.1 Transactions with owners of the company	Pront for the nine months period ended 31 March 2011 Other comprehensive income for the nine months
farch 2011 -] []	

Transactions with owners of the company recognized directly in equity

ended 31 March 2012

aireculy in equity
Specie dividend

Balance as at 31 March 2012

The annexed notes 1 to 18 form an integral part of these condensed interim financial information.

Sd/-

Chief Executive Officer

For the period ended 31 March

1. Nature and status of the company

Reliance Weaving Mills Limited ("the Company") is incorporated in Pakistan as a public limited company on 7 April 1990 under the Companies Ordinance, 1984 and its shares are quoted on Karachi and Lahore Stock Exchanges. The Company commenced its operations on 14 May 1990 and is principally engaged in the manufacture and sale of yarn and fabric. The registered office of the Company is situated at Second Floor, Trust Plaza, L.M.Q. Road, Multan.

2. Basis of preparation

2.1 Statement of compliance

This condensed interim financial information has been prepared in accordance with approved accounting standards as applicable in Pakistan. Approved accounting standards comprise of such International Financial Reporting Standards (IFRS) issued by the international Accounting Standards Board as are notified under the Companies Ordinance, 1984 provisions of and directives issued under the Companies Ordinance, 1984. Wherever the requirements of the Companies Ordinance, 1984, differ with the requirements of IFRS, the requirements of the Companies Ordinance, 1984 shall prevail.

The disclosures made in these condensed interim financial statements have, however, been limited based on the requirements of the International Accounting Standard 34; (Interim Financial Reporting) thus these do not include the information reported for full annual financial statements and should therefore be read in conjunction with the financial statements for the year ended 30 June 2011. The condensed interim financial information is un-audited and is being submitted to the shareholders as required by Section 245 of the Companies Ordinance, 1984 and Listing Regulations of Stock Exchanges of Pakistan.

The comparative balance sheet presented in this condensed interim unconsolidated financial information has been extracted from the audited annual separate financial statements of the Company for the year ended 30 June 2011, whereas the comparative condensed interim profit and loss account, condensed interim statement of comprehensive income, condensed interim cash flow statement and condensed interim statement of changes in equity are extracted from the unaudited condensed interim unconsolidated financial information for the nine months period ended 31 March 2011.

2.2 Functional and presentation currency

This condensed interim financial information is presented in Pak Rupees which is the functional and presentation currency of the Company. Figures have been rounded off to the nearest thousand rupee.

3. Significant accounting policies

The accounting policies and methods of computation adopted in the preparation of this

For the period ended 31 March

condensed interim unconsolidated financial information are the same as those applied in the preparation of audited annual separate financial statements of the Company for the preceding year ended 30 June 2011.

Amendments to certain existing standards and interpretations on approved accounting standards effective during the period were not relevant to the Company's operations and did not have any impact on the accounting policies of the Company.

4. Estimates

The preparation of the condensed interim financial information requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. The significant judgments made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those applied to the financial statements for the year ended 30 June 2011.

			(Un-audited)	Audited
			31 March	30 June
			2012	2011
		Note	(Rs in	"000")
5.	Long term finances			
	Loan from financial institutions - secured	5.1	685,953	795,846
	Less: current portion		(229,459)	(252,381)
			456,494	543,465
5.	Loan from financial institutions - secured	5.1	(229,459)	(252,381

5.1 The movement of long term financing during the nine months period ended 31 March 2012 is as follows:

Opening balance		795,846	621,896
Loan obtained during the period	5.2	93,000	445,026
		888,846	1,066,922
Loan repaid during the period		(202,893)	(271,076)
Closing balance		685,953	795,846

5.2 This represents long term financing facility under SBP LTFF scheme, obtained from the following commercial bank secured against present and future fixed assets of the Company.

For the period ended 31 March

Particulars	Amount of loan (Rs in '000)	Interest rate per annum		Interest payable
National Bank of Pakistan	93,000	12.60%	12 equal half yearly installments, commencing on 11 July 2012	Quarterly

6. Contingencies and commitments

6.1 Contingencies

There is no significant change in contingencies since the last audited published financial statements for the year ended 30 June 2011 except the following.

Foreign bills discounted outstanding as at 31 March 2012 aggregated Rs.132.506 million (30 June 2011: Rs. 366.976 million).

(Lla audited)

Auditod

			(Un-audited)	Audited
			31 March	30 June
			2012	2011
		NI 4		
		Note	(KS IP	"000")
	6.2	Commitments		
	6.2.1	Commitment in respect of letters of credit for:		
		- capital expenditures	65,921	117,372
		- other than capital expenditures	-	16,747
			65,921	134,119
		. Citt-it-ff	h	
	b.Z.Z	Commitments in respect of forward foreign exc	nange contracts	:
		- Sale	45,945	149,685
7.	Prop	erty, plant and equipment		
	Opera	ating assets 7.1	2,842,694	2,768,841
	Capit	al work in progress	26,379	3,561
	'	1 0	2,869,073	2,772,402
	7.1	Operating assets		
		Opening written down value	2,768,841	2,322,905
		Additions during the period / year 7.1.1	176,709	592,543
		Net Book value of operating assets disposed		
		off during the period / year 7.1.1	(8,011)	(34,467)
		Depreciation charged during the period / year	(94,845)	(112,140)
		Closing written down value	2,842,694	2,768,841

For the period ended 31 March

Fo	r the period e	ended 31 March		
				period ended ch 2012
			Additions	Disposal
			at cost	book value
			(Rs in	ı '000)
	7.1.1	Cost of additions		
		Buildings	408	-
		Plant and machinery	146,099	(7,187)
		Electric installations	2,724	-
		Factory equipment	365	-
		Office equipment	1,663	(41)
		Electric appliances	482	-
		Furniture and fixtures	491	- (700)
		Vehicles	24,477	(783)
			176,709	(8,011)
			// P. D	A 11: 1
			(Un-audited)	Audited
			31 March	30 June
			2012	2011
8.	Loans and		(Rs ir	1 '000)
		considered good		
	- To employ	/ees	51,314	47,211
	 To supplie 	rs	69,441	62,026
	Advances for	or issue of shares - related party	8,352	8,352
	Due from re	lated parties	101,700	4,814
	Letters of co	redit - margins, deposits, opening charges, etc.	1,808	526
			232,615	122,929
9.		investment - available for sale ilizer Company Limited		
		rket value/ cost of 10,327,902		
		1: 18,030,636) shares	171,856	225 024
			171,000	225,924
	•	lend paid 4,621,641	(100.044)	/7F 000\
	(June 201	1: 7,702,734) shares	(106,344)	(75,333)
			65,512	150,591
			60.040	04.005
	,	gain on remeasurement at fair value	69,840	21,265
	•	ket value of 5,706,261	105.050	174.050
	(June 201	1: 10,327,902) shares	135,352	171,856

For the period ended 31 March

(Un-audited)

9.1 Fatima Fertilizer Company Limited is an associated undertaking as per Companies Ordinance, 1984 however, for the purpose of measurement this has been classified as available for sale as the Company cannot exercise significant influence over the operating and financial decisions of this associate.

9.2	Specie dividend	Nine months e	nded 31 March 2011 1 '000)
	Dividend during the period at fair value at the date of declaration Change in fair value - (credited) / charged to	122,566	73,484
	profit and loss account	(16,222)	1,849
	Fair value of dividend distributed during the period	106,344	75,333

During the period the Company declared 4,621,641 shares (June 2011: 7,702,734 shares) of Fatima Fertilizer Company Limited (FFCL), having face value of Rs. 10 each, to the share holders as specie dividend in the ratio of 1.5 shares of FFCL for every 10 shares held of the Company on 31 October 2011.

		Nine months period ended Three months period 31 March 31 March		
	2012	2011	2012	2011
	(Rs in	"000")	(Rs in	"000")
10. Sales - net				
Export	4,973,119	4,323,092	1,896,538	1,591,752
Local	1,524,063	2,695,169	458,000	1,069,419
Waste	94,553	138,628	34,160	48,173
	6,591,735	7,156,889	2,388,698	2,709,344
Less: Commission	(103,239)	(87,263)	(38,511)	(35,574)
	6,488,496	7,069,626	2,350,187	2,673,770
Add: Doubling/Sizing income	7,232	1,643	5,913	155
Export rebate	1,873	237	914	-
	9,105	1,880	6,827	155
	6,497,601	7,071,506	2,357,014	2,673,925

Nine months period ended

For the period ended 31 March

			period ended larch
		2012	2011
			"000")
11.	Cash generated from operations	·	·
	Profit before tax	100,928	638,924
	Adjustments for non cash charges and other items: Depreciation on property, plant and equipment Amortization of intangible assets Staff retirement benefits accrued (Gain)/loss on disposal of property, plant and equipment (Gain)/loss on remeasurement of specie dividend Provision for workers' profit participation fund Provision for workers' welfare fund Interest on workers' profit participation fund Finance cost (excluding exchange loss) Profit before working capital changes	94,845 108 14,886 (3,318) (16,222) 1,844 3,652 315,603 512,326	80,872 57 16,894 (4,179) 3,653 33,200 12,281 3,206 337,897 1,122,805
	Effect on cash flow due to working capital changes: (Increase)/ decrease in current assets		
	 Stores, spares and loose tools Stock in trade Trade debts Loans and advances Trade deposits and prepayments Tax refunds due from government (excluding income tax) Other receivables Increase in current liabilities Trade and other payables (excluding workers' welfare fund and workers' profit participation fund) Cash generated from/ (used in) operations	(377) (167,198) (51,481) (109,686) (17,972) 6,106 (8,154) 30,926 (317,836) 194,490	(30,562) (2,029,074) (489,345) 15,820 (5,916) (5,846) (127) 237,862 (2,307,188) (1,184,383)
			(171017007
12.	Cash and cash equivalents Cash and bank balances Finances under mark up arrangements and other	26,811	26,593
	credit facilities - secured	(2,827,854)	(3,598,866)
	Cash and cash equivalents	(2,801,043)	(3,572,273)

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For the period ended 31 March

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Segment Reporting

Reportable segments

13.1

The Company's reportable segments are as follows:

- Spinning segment - production of different quality of yarn using natural and artificial fibers

- Weaving segment - production of different quality of greige fabric using yarn

Information regarding the Company s reportable segments is presented below:

13.2 Segment revenue and results

Following is an analysis of the Company's revenue and results by reportable segmen

	Spinning	ing	Weaving	/ing	(Elimination of inter-segment transactions)	nter-segment ions)	01	Total
Nine months ended 31 March	2012	2011	2012	2011	2012 	2011	2012	2011
Sales - net Cost of sales Gross profit	3,083,678 (2,827,907) 255,771	3,755,706 (3,087,801) 667,905	5,342,762 (5,016,266) 326,496	5,410,329 (4,890,749) 519,580	(1,928,839)	(2,094,529) 2,094,529	6,497,601 (5,915,334) 582,267	7,071,506 (5,884,02° 1,187,48!
Distribution and marketing expenses Administrative expenses Finance cost	(9,158) (29,562) (153,344) (192,064)	(12,662) (26,246) (200,881) (239,789)	(85,836) (51,320) (166,542) (303,698)	(66,091) (44,650) (142,983) (253,724)		1 1 1	(94,994) (80,882) (319,886) (495,762)	(78,75) (70,896) (343,86) (493,51)
(Loss)/ profit before tax and unallocated expenses	63,707	428,116	22,798	265,856	1		86,505	.22,97.
Unallocated income and expenses								
Other operating expenses Other operating income Taxation							(13,641) 28,064 (21,663)	(59,48) 4,430 (71,70

13.2.1 The accounting policies of the reportable segments are the same as the Company's accounting policies described in the annual financial statements.

Reportable segments' assets and liabilities are reconciled to total assets and total liabilities as follows:

		Spin	Spinning	Wes	Weaving	Total	le le
		31-Mar-12	30-Jun-11	31-Mar-12	30-Jun-11	31-Mar-12	30-Jun-11
	Soment assets for reportable soment			dnyBup	Rupees '000'		
	Operating fixed assets	1,334,630	1,430,626	1,508,064	1,338,215	2,842,694	2,768,841
	Stores, spares and loose tools	96,091	101,509	88,852	83,056	184,943	184,565
	Stock in trade	1,181,717	777,522	657,484	894,482	1,839,201	1,672,004
		2,612,438	2,309,657	2,254,400	2,315,753	4,866,838	4,625,410
	Unallocated corporate assets					1,174,532	971,396
	Total assets as per balance sheet					6,041,370	5,596,806
13.4	Segment liabilities						
	Segment liabilities for reportable segment	240,863	359,435	491,006	468,771	731,869	828,206
	Unallocated corporate liabilities					3,339,313	2,824,951
	Total assets as per balance sheet					4,071,182	3,653,157

For the period ended 31 March

Nine months ended

14. Transactions with related parties

The related parties comprise associated undertakings and key management personnel. The Company in the normal course of business carries out transactions with various related parties. Significant transactions with related parties are as follows:

	31 N	/larch
	2012	2011
	(Rs ii	n '000)
Nature of Transaction		
Associated undertakings		
Sale of goods and services	4,334	1,250
Purchase of goods	100,038	65,891
Mark up charged	6,794	1,789
Key management personnel		
Remuneration under the terms of employment to:		
Director	2,119	2,119
Executives	8,946	8,438
Others		
Donations	10,795	8,800

All transactions with related parties have been carried out on commercial terms and conditions.

15. Financial risk management

The Company's financial risk management objective and policies are consistent with those disclosed in the financial statements as at and for the year ended 30 June 2011.

16. Capital management

The Company's capital management objective and policies are consistent with those disclosed in the financial statements as at and for the year ended 30 June 2011.

17. Date of authorization

These condensed interim financial information are authorized for issue by the Board of Directors of the Company on 28 April, 2012.

18. General

Figures have been rounded off to the nearest thousand rupees except as stated otherwise.

Sd/- Sd/Chief Executive Officer Director