Reliance Weaving Mills Limited

Half Year Report



DIRECTORS' REPORT TO THE MEMBERS

Dear Members,

On the behalf of the Board of Directors, I am pleased to present 2nd quarterly Financial Statements of the Company for the period ended 31 December, 2010 duly reviewed by external auditors of the Company.

During the period Company has earned after tax net profit of Rs. 298 million as compared to net profit of Rs. 87 million during corresponding period showing significant improvement in financial results of the Company. Turnover of the Company increased up to Rs. 4,397 million as compared to Rs. 3,232 million in corresponding period which is 36% higher. This performance is mainly attributable to following factors:

- The major contribution in profitability is cotton coverage up to September in last year at very competitive price.
- Weaving segment also performed better than corresponding period due to improvement in demand and prices of greige cloth along with management strategy to buy yarn.
- Although, working capital has been enhanced significantly due to increase in raw material and finished goods prices but finance cost did not increase in same proportion due to management of mix between PKR and USD based financing.

Markets have been bullish during last six months due to world and local cotton shortage. The uncertainty in cotton market is still going on but the company has procured its cotton requirement at very competitive price, its benefit will realize in coming months. The company also buys its yarn based on fabric sold so any abnormal increase in yarn price will not affect profitability of weaving segment. Further, the company also diversified one its spinning unit from basic yarn to value added yarn and benefit of this diversification will also start realize during coming months.

New 24 looms has started commercial production in month of December, so phase of 72 looms replacement has been completed during the period under review. The Company is now planning to import further new 20 state of the art air jet looms.

During the period the yarn and fabric prices absorb the high cost of cotton and yarn respectively; however, it is not clear how long these prices will sustain. The other major challenge which we are currently facing is curtailment in gas supply. The non-availability of gas supply reduced the profitability of the Company and it will also affect profitability in coming months. The high inflation rate also increased the other input cost which adversely affected the profitability of the Company.

Management of your Company is heartedly appreciates the contribution of every stake holder towards prosperity and growth of the Company.

February 28, 2011 Lahore FAZAL AHMED SHEIKH CHIEF EXECUTIVE OFFICER

Independent Auditors Report on Review of Condensed Interim Financial Information to the Members

Introduction

We have reviewed the accompanying condensed interim unconsolidated balance sheet of **Reliance Weaving Mills Limited** ("the Company") as at 31 December 2010 and the related condensed interim profit and loss account, condensed interim statement of comprehensive income, condensed interim cash flow statement, condensed interim statement of changes in equity and notes to the condensed interim financial information for the six-months period then ended (here-in-after referred to as "condensed interim financial information"). Management is responsible for the preparation and presentation of this condensed 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 condensed interim financial information based on our review.

Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity." A review of condensed 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 condensed interim financial information is not prepared, in all material respects, in accordance with approved accounting standards as applicable in Pakistan for interim financial reporting.

The figures for the quarters ended 31 December 2010 and 31 December 2009 in the condensed interim profit and loss account and condensed interim statement of comprehensive income have not been reviewed and we do not express a conclusion thereon.

Place: Lahore

Date: February 28, 2011

KPMG Taseer Hadi & Co. Chartered Accountants (Kamran Iqbal Yousafi)

Reliance Weaving Mills Limited

Condensed Interim Balance Sheet (Un-audited) As at 31 December 2010

As at 31 December 2010	,	(Un-audited) 31 December 2010	Audited 30 June 2010
EQUITY AND LIABILITIES	Note	(Rs in '	000)
Share capital and reserves Authorized capital			
40,000,000 (30 June 2010: 40,000,000) ordinary			
shares of Rs. 10 each		400,000	400,000
30,000,000 (30 June 2010: 30,000,000) preference			
shares of Rs. 10 each		300,000	300,000
		700,000	700,000
Jacuad automiked and maid up comited		200 100	208 100
Issued, subscribed and paid up capital Reserves		308,109 233,881	308,109 337,712
Unappropriated profit		689,660	391,346
e mpproprime prom		1,231,650	1,037,167
Surplus on revaluation of fixed assets		452,271	452,271
Non-current liabilities			
Long term finances	5	606,916	382,912
Loans from related parties - subordinated loan		37,000	37,000
Liabilities against assets subject to finance lease		29,264	32,267
Deferred liability		21,871	13,726
C		695,051	465,905
Current liabilities Current portion of non-current liabilities - secured		272,260	244,318
Finances under mark up arrangements and			,
other credit facilities - secured	6	3,230,894	1,759,219
Trade and other payables	7	450,905	238,038
Markup accrued		106,453	85,032
	_	4,060,512	2,326,607
Contingencies and commitments	8		4.001.050
		6,439,484	4,281,950

The annexed notes 1 to 19 form an integral part of these condensed interim financial information.

ASSETS	Note	(Un-audited) 31 December 2010 (Rs in '	Audited 30 June 2010 000)
Non-current assets Property, plant and equipment Intangible assets Long term deposits	9	2,703,541 632 <u>15,400</u> 2,719,573	2,335,125 689 15,400 2,351,214
Deferred tax asset		3,991	2,048

Current assets			
Stores, spares and loose tools		147,471	138,241
Stock in trade		2,383,542	962,681
Trade debts		727,444	365,827
Loans and advances	10	153,663	119,544
Trade deposits and prepayments		10,312	400
Other receivables		1,541	3,020
Short term investments	11	116,498	225,924
Tax refunds due from the government		60,645	76,977
Cash and bank balances		114,804	36,074
		3,715,920	1,928,688

6,439,484	4,281,950

Reliance Weaving Mills Limited Condensed Interim Profit and Loss Account (Un-audited)

For the six months period ended 31 December 2010

		Six months 31 Decen		Three month 31 Decen	
	-	2010	2009	2010	2009
	Note	(Rs in '0	000)	(Rs in '0)00)
Sales - net	12	4,397,581	3,232,455	2,489,061	1,748,240
Cost of sales	-	(3,715,674)	(2,836,388)	(2,183,006)	(1,524,277)
Gross profit		681,907	396,067	306,055	223,963
Distribution and marketing expenses]	(54,846)	(59,625)	(32,020)	(36,580)
Administration expenses		(46,327)	(32,101)	(25,323)	(16,451)
	-	(101,173)	(91,726)	(57,343)	(53,031)
Operating profit		580,734	304,341	248,712	170,932
Other operating expenses	ſ	(38,419)	(11,389)	(14,714)	(5,251)
Finance cost		(199,631)	(182,270)	(118,674)	(106,942)
		(238,050)	(193,659)	(133,388)	(112,193)
Other operating income	-	121	23	110	5
Profit before taxation		342,805	110,705	115,434	58,744
Taxation	_	(44,491)	(23,479)	72,429	(12,593)
Profit after taxation	=	298,314	87,226	187,863	46,151
Earnings per share - basic and diluted	=	9.68	2.83	6.10	1.50

The annexed notes 1 to 19 form an integral part of these condensed interim financial information.

Lahore:

Chief Executive Officer

Reliance Weaving Mills Limited Condensed Interim Statement of Comprehensive Income (Un-audited)

For the six months period ended 31 December 2010

	Six months ended 31 December		Three month 31 Decen	
	2010	2009	2010	2009
	(Rs in '0	000)	(Rs in '0	00)
Profit after taxation	298,314	87,226	187,863	46,151
Other comprehensive income:				
Loss on remeasurement of investment at fair value - net	(32,289)	-	(9,029)	-
Deferred tax	1,943	-	543	-
	(30,346)	-	(8,486)	-
Total comprehensive income for the period	267,968	87,226	179,377	46,151

The annexed notes 1 to 19 form an integral part of these condensed interim financial information.

Lahore:

Chief Executive Officer

Director

Reliance Weaving Mills Limited Condensed Interim Statement of Cash Flow (Un-audited)

For the six months period ended 31 December 2010

		Six months ended 31 December		
		2010	2009	
		(Un-audited)	(Un-audited)	
	Note	(Rs in	'000)	
Cash flows from operating activities				
Cash used in operations	15	(1,007,249)	(522,943)	
Finance cost paid		(179,454)	(209,927)	
Taxes paid		(30,711)	(25,742)	
Staff retirement benefits paid		(3,749)	(3,631)	
Net cash used in operating activities		(1,221,163)	(762,243)	
Cash flows from investing activities				
Fixed capital expenditure		(420,750)	(24,288)	
Proceed from disposal of property, plant and equipment		25	167	
Long term deposits		-	(8,546)	
Net cash used in investing activities		(420,725)	(32,667)	
Cash flows from financing activities				
Long term finances obtained		369,267	-	
Long term finances repaid		(117,763)	(17,804)	
Repayment of lease liability		(2,562)	-	
Dividend paid		-	(2)	
Net cash generated from/ (used in) financing activities		248,942	(17,806)	
Net decrease in cash and cash equivalents		(1,392,946)	(812,716)	
Cash and cash equivalents at beginning of the period		(1,723,144)	(1,930,973)	
Cash and cash equivalents at end of the period	16	(3,116,090)	(2,743,689)	

The annexed notes 1 to 19 form an integral part of these condensed interim financial information.

Chief Executive Officer

Reliance Weaving Mills Limited Condensed Interim Statement of Changes in Equity (Un-audited)

For the six months period ended 31 December 2010

		Capital 1	reserves	Revenue	e reserves	
	Share	Share	Fair value	General	Unappropriated	
_	capital	premium	reserve	reserve	profit/ (loss)	Total
			(Rs in '	000)		
Balance as at 1 July 2009	308,109	41,081	-	254,000	(11,807)	591,383
Total comprehensive income for the six months period ended 31 December 2009	-	-	-	-	87,226	87,226
Balance as at 31 December 2009	308,109	41,081		254,000	75,419	678,609
Total comprehensive income for the six months period ended 30 June 2010	-	-	42,630	-	315,927	358,557
Balance as at 30 June 2010	308,109	41,081	42,630	254,000	391,346	1,037,166
Specie dividend paid	-	-	-	(73,484)	-	(73,484)
Total comprehensive income for six months period ended 31 December 2010	-	-	(30,346)	-	298,314	267,968
Balance as at 31 December 2010	308,109	41,081	12,284	180,516	689,660	1,231,650

The annexed notes 1 to 19 form an integral part of these condensed interim financial information.

Lahore:

Chief Executive Officer

Director

1 Legal status and nature of business

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

The condensed interim financial information has been prepared in accordance with approved accounting standards as applicable in Pakistan for interim financial reporting. The disclosures in the condensed interim financial information 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 2010.

3 Significant accounting policies

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

This condensed interim financial information is presented in Pak Rupees which is the Company's functional and presentation currency and has been rounded off to the nearest thousand rupees.

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 significaant judgements made by management in applying the Company's accounting policies and the key sources of estimation uncertanity were the same as those applied to the financial statements for the year ended 30 June 2010.

	Note	(Un-audited) 31 December 2010 (Rs in '(Audited 30 June 2010 000)
Long term finances			
Loan from financial institutions - secured	5.1	873,401	621,897
Less: current portion		(266,485)	(238,984)
		606,916	382,913

5

5.1 The movement of long term financing during the six months ended 31 December 2010 is as follows:

	Note	(Un-audited) 31 December 2010 (Rs in '	Audited 30 June 2010 000)
Opening balance Loan obtained during the period	5.2	621,897 <u>369,267</u> 991,164	816,964 - 816,964
Loan repaid during the period Closing balance		(117,763) 873,401	(195,067) 621,897

5.2 These represents long term financing facilities under SBP LTFF scheme, obtained from the following commercial banks/ financial institution and secured against present and future fixed assets of the Company.

Particulars	Amount of loan (Rs in '000)	Interest rate per annum	Number of remaining installments	Interest payable
MCB Bank Limited	45,900	11.1%	10 equal half yearly installments, commencing on 1st May 2011	Quarterly
Saudi Pak Industrial and Agricultural Company Limited	230,321	11.1%	8 equal half yearly installments, commencing on 15 January 2012	Quarterly
Pak Brunei Investment Company	93,046	11.2%	12 equal half yearly installments, commencing on 1st May 2012	Quarterly

6		nces under mark up arrangements and er credit facilities - secured	Note	(Un-audited) 31 December 2010 (Rs in '	Audited 30 June 2010 000)
	Short	term running finances		2,404,845	1,289,294
	Expo	rt finances		826,049	469,925
				3,230,894	1,759,219
7	Trad	e and other payables			
	Trade	e creditors		220,983	121,128
	Accru	ued liabilities		111,806	70,741
	Adva	nces from customers		-	5,931
	Due t	o related parties	7.1	30,901	1,029
	Work	ers' profit participation fund		46,444	25,584
	Uncla	aimed dividend		3,548	3,548
	Other	"S		37,223	10,078
				450,905	238,039
	7.1	Due to related parties			
		Fatima Sugar Mills Limited		29,976	-
		Reliance Cotton (Private) Limited		922	1,029
		Reliance Commodities (Private) Limited		3	-
				30,901	1,029

This relates to normal business of the Company and is interest free.

8 Contingencies and commitments

8.1 Contingencies

There is no change in contingencies since the last audited published financial statements except the following:

- (i) The Company has provided bank guarantees from Habib Bank Limited in favour of Sui Northern Gas Pipelines Limited amounting to Rs. 52.296 million (30 June 2010: Rs. 52.569 million) on account of payment of dues against utilization of gas.
- (ii) Foreign bills discounted outstanding as at 31 December 2010 aggregated Rs. 738.291 million (30 June 2010: Rs. 629.104 million).

	Note	(Un-audited) 31 December 2010 (Rs in '	Audited 30 June 2010 000)
8.2 Commitments			
- Letter of credits for:			
Capital expenditures		96,064	431,957
Other than capital expenditures		397,275	71,477
		493,339	503,434

- The Company has provided post dated cheques to Collector of Customs Multan as a security against approval of Duty and Tax Remission on Export amounting to Rs. 36.687 million (30 June 2010: Nil). The same will be returned to the Company on completion of the approval period.

9	Prope	rty, plant and equipment	Note	(Un-audited) 31 December 2010 (Rs in 5	Audited 30 June 2010 000)
	Operat	ting assets	9.1	2,690,290	2,322,905
	-	l work in progress		13,251	12,220
				2,703,541	2,335,125
	9.1	Operating assets			
		Opening written down value		2,322,905	2,272,586
		Additions during the period / year	9.1.1	419,718	147,874
		Net book value of operating assets disposed			
		off during the period / year	9.1.1	(31)	(5,024)
		Depreciation charged during the period / year		(52,302)	(92,531)
		Closing written down value		2,690,290	2,322,905
				Six month	
				31 Decemb Additions	
				cost	Disposal book value
	9.1.1	Buildings		1,747	-
		Plant and machinery		413,102	-
		Factory equipment		87	-
		Office equipment		1,005	-
		Electric appliances		685	-
		Furniture and fixtures		558	-
		Vehicles		2,534	31
				419,718	31

		Note	(Un-audited) 31 December 2010 (Rs in '(Audited 30 June 2010 000)
10	Loans and advances			
	Advances - considered good			
	- To employees		45,327	39,990
	- To suppliers		82,867	49,852
	Advances for issue of shares - related party	10.1	8,352	8,352
	Due from related parties	10.2	4,676	6,977
	Letters of credit - margins, deposits, opening charges, etc.		12,441	14,373
			153,663	119,544

10.1 Advance for issuance of shares has been given to Fatima Fertilizer Company Limited.

	0)
2010	2010
31 December	30 June
(Un-audited)	Audited

10.2 Due from related parties

Fatima Fertilizer Company Limited	539	534
Gadoon Packing Limited	1,021	915
Reliance Fabrics Limited	20	20
Pak Arab Fertilizers Limited	1,278	742
Fazal Cloth Mills Limited	302	3,405
Multan Cloth Finishing Factory	1,516	1,361
	4,676	6,977

These relate to normal business of the Company and are interest free.

		(Un-audited)	Audited
		31 December	30 June
		2010	2010
	Note	(Rs in '0	000)
11	Short term investment - available for sale		
	Fatima Fertilizer Company Limited		
	Cost of 18,030,636 shares	180,563	180,563

Specie dividend paid - 7,702,734 shares	11.2	(75,333)	-
		105,230	180,563
Unrealised gain on remeasurement at fair value		11,268	45,361
Closing market value value of 10,327,902 shares		116,498	225,924

11.1 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.

		(Un-audited) Six months ended 31 December 2010 (Rs in '000)
11.2	Dividend during the period	73,484
	Change in fair value - charged to profit and loss account	1,849
	Fair value of dividend distributed during the period	75,333

During the year the Company distributed 7,702734 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 2.5 shares of FFCL for every 10 shares held of the Company.

		Six months 31 Decem		Three month 31 Decer	
		2010	2009	2010	2009
			(Rs in '000)-		
12	Sales - net				
	Export	2,731,340	2,416,061	1,486,282	1,330,421
	Local	1,573,341	776,119	921,997	389,525
	Waste	142,864	76,607	102,957	46,522
		4,447,545	3,268,787	2,511,236	1,766,468
	Less: Commission	(51,689)	(37,184)	(23,357)	(18,636)
		4,395,856	3,231,603	2,487,879	1,747,832
	Add: Doubling income	1,488	103	1,182	-
	Export rebate	237	749	-	408
		1,725	852	1,182	408
		4,397,581	3,232,455	2,489,061	1,748,240

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. Amounts due from and to related parties are shown under receivables and payables. Other significant transactions with related parties are as follows:

Nature of transaction		Six months ended 31 December		
	2010	2009		
	(Rs in '	000)		
Associated undertakings				
Sale of goods	1,250	18,834		
Purchases of goods	42,537	26,895		
Mark up expense	1,550	7,336		
<u>Key management personnel</u>				
Remuneration under the terms				
of employment to:				
Chief Executive Officer	1,411	662		
Executive	5,789	5,543		
<u>Others</u>				
Donations	7,300	4,053		

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

		Six month 31 Dece	
		2010	2009
15	Cash generated from operations	(Rs in	'000)
	Profit before tax	342,805	110,705
	Adjustments for non cash charges and other items:		
	Depreciation on property, plant and equipment	52,302	45,983
	Amortization of intangible assets	57	58
	Staff retirement benefits accrued	11,894	6,370
	Loss on disposal of property, plant and equipment	6	-
	Disposal of short term investment	3,653	-
	Provision for workers' profit participation fund	18,705	-
	Provision for workers' welfare fund	6,790	-
	Interest on workers' profit participation fund	2,155	
	Finance cost (excluding exchange loss)	200,875	180,535
	Profit before working capital changes	639,242	343,651
	Effect on cash flow due to working capital changes:		
	(Increase)/ decrease in current assets		
	- Stores, spares and loose tools	(9,230)	(7,124)
	- Stock in trade	(1,420,861)	(829,023)
	- Trade debts	(361,617)	(86,920)
	- Loans and advances	(34,119)	(13,783)
	- Trade deposits and prepayments	(9,912)	(13,667)
	- Tax refunds due from government (excluding income tax)	190	(6,235)
	- Other receivables	1,479	884
	Increase in current liabilities		
	- Trade and other payables (excluding workers' welfare fund		
	and workers' profit participation fund)	187,579	89,274
		(1,646,491)	(866,594)
	Cash used in operations	(1,007,249)	(522,943)

		Six months ended 31 December	
		2010	2009
16	Cash and cash equivalents	(Rs in '000)	
	Cash and bank balances	114,804	10,943
	Finances under mark up arrangements and other credit facilities - secured	(3,230,894)	(2,754,632)
	Cash and cash equivalent	(3,116,090)	(2,743,689)

17 Financial risk management

The Company's financial risk management objectives and policies are consistent with that disclosed in the financial statements as at and for the year ended 30 June 2010.

18 Date of authorisation

These condensed interim financial information are authorised for issue on ______ by the board of directors of the Company.

19 General

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

Lahore:

Chief Executive Officer

Director

13 Segment Reporting

13.1 Reportable segments

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 of reportable segments

	Spinning		Weaving		(Elimination of inter-segment transactions)		Total					
Six months period ended 31 December	2010	2009	2010	2009	2010	2009	2010	2009				
	(Rupees '000')											
Sales - net	2,198,182	1,573,810	3,432,009	2,140,994	(1,232,610)	(482,349)	4,397,581	3,232,455				
Cost of sales	(1,834,999)	(1,368,860)	(3,113,285)	(1,949,877)	1,232,610	482,349	(3,715,674)	(2,836,388)				
Gross profit	363,183	204,950	318,724	191,117	-	-	681,907	396,067				
Distribution and marketing expenses	(10,487)	(22,967)	(44,359)	(36,658)	-	-	(54,846)	(59,625)				
Administrative expenses	(17,713)	(11,424)	(28,614)	(20,677)	-	-	(46,327)	(32,101)				
Finance cost	(124,616)	(88,825)	(75,015)	(93,445)	-	-	(199,631)	(182,270)				
	(152,816)	(123,216)	(147,988)	(150,780)	-	-	(300,804)	(273,996)				
Profit before tax and unallocated income and expenses	210,367	81,734	170,736	40,337		<u> </u>	381,103	122,071				
Unallocated income and expenses												
Other operating expenses							(38,419)	(11,389)				
Other operating income							121	23				
Taxation						_	(44,491)	(23,479)				
Profit after taxation						_	298,314	87,226				
						-						

13.2.1 The accounting policies of the reportable segments are the same as those described in the financial statements for the preceding year ended 30 June 2010.

13.3 Segment assets and liabilities

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

Segment assets	Spinning		Weaving		Total			
For the period / year ended	31 December	30 June	31 December	30 June	31 December	30 June		
	2010	2010	2010	2010	2010	2010		
	(Rupees '000')							
Segment assets for reportable segment	1,345,374	1,295,481	1,344,916	1,027,424	2,690,290	2,322,905		
Unallocated corporate assets					3,749,194	1,959,045		
Total assets as per balance sheet					6,439,484	4,281,950		
Segment liabilities								
For the period / year ended								
Segment liabilities for reportable segment	436,255	466,639	437,144	155,258	873,399	621,897		
Unallocated corporate liabilities					5,566,085	3,660,053		
Total liabilities as per balance sheet					6,439,484	4,281,950		