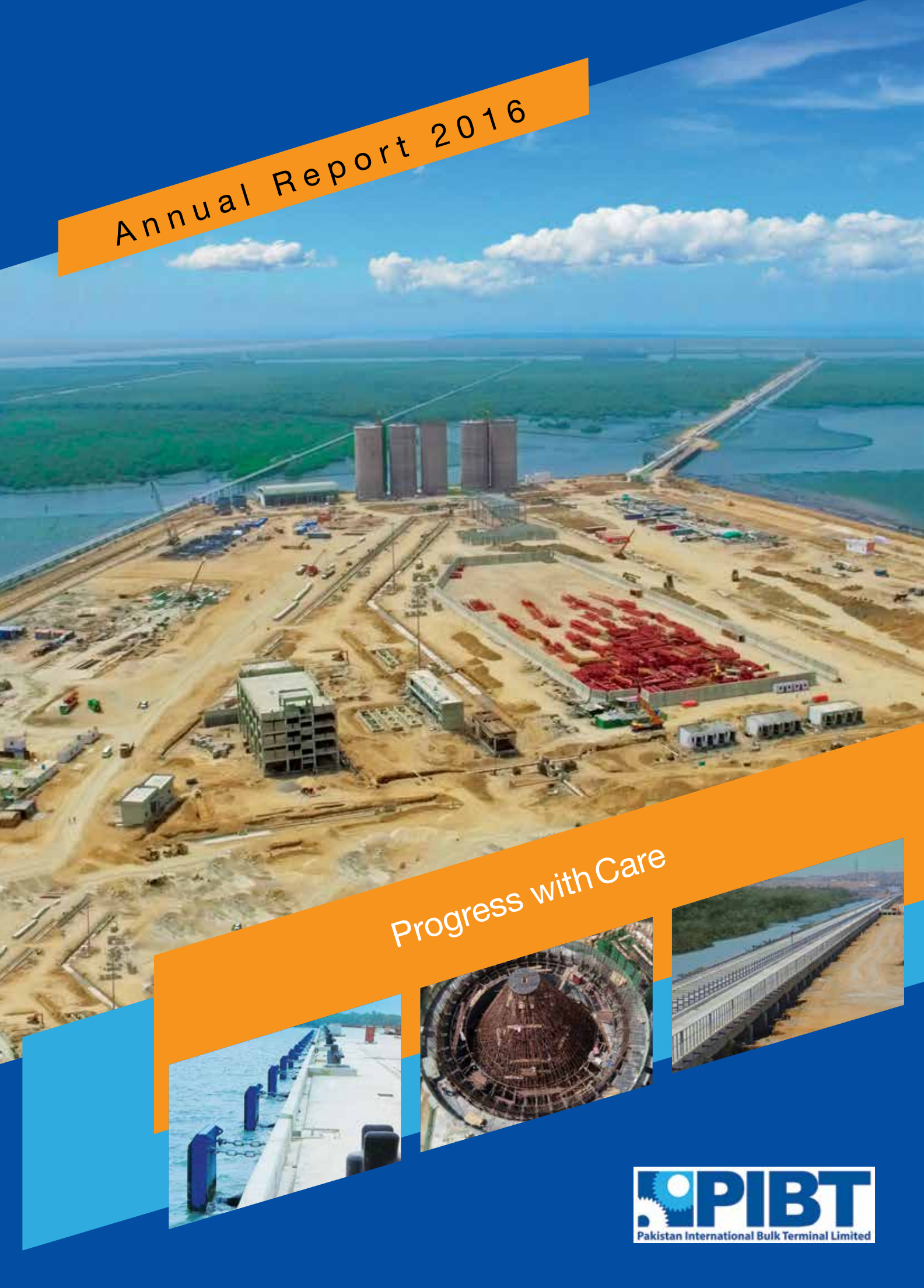


# Annual Report 2016



Progress with Care





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# Company Information

## Board of Directors

Chairman

Capt. Haleem Ahmad Siddiqui

Chief Executive Officer

Mr. Sharique Azim Siddiqui

Directors

Mr. Aasim Azim Siddiqui

Capt. Zafar Iqbal Awan

Syed Nizam A. Shah

Mr. Ali Raza Siddiqui

Mr. M. Masood Ahmed Usmani, FCA

## Chief Financial Officer & Company Secretary

Mr. Arsalan Iftikhar Khan, ACA

## Legal Advisors

Khalid Anwer & Co.

153-K , Sufi Street, Block-2, PECHS,  
Karachi - 75400

Kabraji & Talibuddin

406-407, 4th Floor, The Plaza at Do Talwar,  
Block 9, Clifton, Karachi - 75600

The Continental Law Associates

Panorama Centre, Saddar, Karachi

## Auditors

EY Ford Rhodes

Chartered Accountants

6th Floor, Progressive Plaza, Beaumont Road,  
P.O. Box 15541, Karachi - 75530

## Registrar / Transfer Agent

Technology Trade (Pvt.) Ltd.

241-C, Block-2, P.E.C.H.S., Karachi

Tel: 92-21-34391316-7

Fax: 92-21-34391318

## Audit Committee

Chairman

Syed Nizam A. Shah

Members

Mr. Aasim Azim Siddiqui

Mr. Ali Raza Siddiqui

Mr. M. Masood Ahmed Usmani, FCA

Chief Internal Auditor & Secretary

Mr. Noman Yousuf

## Human Resource & Remuneration Committee

Chairman

Syed Nizam A. Shah

Members

Mr. Ali Raza Siddiqui

Mr. Sharique Azim Siddiqui

Secretary

Mr. Arsalan Iftikhar Khan, ACA

## Bankers

Al-Baraka Bank (Pakistan) Limited

Askari Bank Limited

Dubai Islamic Bank Limited

Faysal Bank Limited

JS Bank Limited

Meezan Bank Limited

National Bank of Pakistan

NIB Bank Limited

Samba Bank Limited

Sindh Bank Limited

The Bank of Punjab

## Registered & Head Office

2nd Floor, Business Plaza,

Mumtaz Hassan Road,

Karachi-74000 Pakistan.

Tel. 92-21-32400450-3

Fax. 92-21-32400281



First Coal Handling Facility in Pakistan to  
Comply with the International Standards  
of Environment Pollution Control

PIBT Silos Under Construction

## Vision

To develop modern infrastructure in Pakistan to handle bulk coal, clinker & cement at international standards of efficiency and at the best global environmental practices.

## Mission

To successfully set-up the country's first state-of-the-art dirty bulk terminal at Port Qasim and to provide mechanized bulk cargo handling services to the trade and industry on the best global standards.





PIBT Trestle

- PIBT is the terminal operating company which has entered into an implementation agreement with the Port Qasim Authority to establish a modern Coal, Clinker & Cement bulk handling facility at Port Qasim.
- PIBT is carrying out the construction activities at it's project site at Port Qasim Authority.
- The project is on a 30 year Built, Operate and Transfer concession from the Port Qasim Authority.







PIBT Jetty

- To develop the bulk terminal as a modern state-of-the-art handling facility.
- To contribute towards enhancing the country's port infrastructure for handling bulk cargo of coal, cement and clinker.
- To operate the terminal at best international standards of efficiency.
- To commit contributing towards planting mangroves in Port Qasim area on approximately 500 hectares (over 1,200 acres) at and around the jurisdiction of Port Qasim Authority.
- To develop and introduce innovative new methods of dirty bulk cargo logistics in Pakistan for the benefit of the country's trade and industry.
- To adopt the best global standards of Health, Safety & Environment.





PIBT Jetty Under Construction

- To reclaim and undertake civil works on 25 hectares of storage area at Port Qasim.
- To construct a 2.5 km trestle carrying conveyor belt, which connects the Storage Area to the Jetty.
- To construct a two berths operational jetty connected via trestle bridge to the backup Storage Area.
- To import modern mechanized coal, clinker and cement handling equipment at the terminal.
- To set up 50,000 tons capacity of cement silos.
- To set up an indigenous Power Plant.
- To establish common-user terminal handling facilities for providing port infrastructure to the cement firms for exporting loose bulk cement and clinker.
- To establish port facilities for enhanced coal imports in the country for potential use by power plants and for the present use of the cement industry.





PIBT Jetty Piles

# Notice of the 7<sup>th</sup> Annual General Meeting

Notice is hereby given that 7<sup>th</sup> Annual General Meeting of the shareholders of **Pakistan International Bulk Terminal Limited** ("company") will be held on Wednesday, October 26, 2016 at 11:45 AM at Beach Luxury Hotel, Karachi to transact the following business:

## Ordinary Business:

1. To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended June 30, 2016 together with the Directors' and Auditors' reports thereon.
2. To appoint auditors of the Company and fix their remuneration.
3. To elect (7) Seven Directors of the Company, as fixed by the directors, for a period of three years commencing from the date of elections in accordance with the provisions of Section 178 of the Companies Ordinance 1984.

The names of the retiring Directors are as follows;

1. Capt. Haleem Ahmad Siddiqui
2. Mr. Sharique Azim Siddiqui
3. Mr. Aasim Azim Siddiqui
4. Capt. Zafar Iqbal Awan
5. Mr. Ali Raza Siddiqui
6. Syed. Nizam A. Shah
7. Mr. M. Masood Ahmed Usmani

## Special Business

4. To obtain consent of the shareholders in terms of S.R.O. 470(I)/2016 dated 31 May 2016 issued by Securities and Exchange Commission of Pakistan, for the transmission of the annual reports including annual audited accounts, notices of annual general meetings and other information contained therein of the Company either through CD or DVD or USB and to pass the following resolution as an Ordinary Resolution, with or without modification:

"Resolved that consent & approval of the members of **Pakistan International Bulk Terminal Limited** (the "Company") be and is hereby accorded for transmission of annual reports including annual audited accounts, notices of annual general meetings and other information contained therein of the Company to

the members for future years commencing from the year ending on 30 June 2017 through CD or DVD or USB instead of transmitting the same in hard copies."

"Resolved Further that Chief Executive Officer 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 actions to comply with all legal formalities and requirements and file necessary documents as may be necessary or incidental for the purposes of implementing this resolution."

5. To consider and, if deemed fit, pass the following resolution as a Special Resolution with or without modification for alterations in the Articles of Association of the Company:

"Resolved that pursuant to Section 28 and other applicable provisions, if any, of the Companies Ordinance, 1984 and any other law(s), Articles of Association of the Company be and are hereby amended by inserting a new Article 57A immediately after the existing Article 57 to read as under;

**57A. ELECTRONIC VOTING:** The Company shall comply with the mandatory e-voting requirements as may be prescribed by the Securities and Exchange Commission of Pakistan from time to time and members may be allowed to appoint members as well as non-members as proxies for the purposes of electronic voting pursuant to this Article."

"Resolved Further that the Chief Executive Officer or Company Secretary be and is hereby authorized to do all acts, deed and things, take all steps and action necessary, ancillary and incidental for altering the Articles of Association of the Company including filing of all requisite documents/ statutory forms as may be required to be filed with the Registrar of Companies and complying with all other regulatory requirements so as to effectuate the alterations in the Articles of Association and implementing the aforesaid resolution."

Karachi  
Dated: October 05, 2016

By Order of the Board,

Arsalan I. Khan  
Company Secretary

## Notes:

1. The Share Transfer Books of the Company shall remain closed from October 19, 2016 to October 26, 2016 (both days inclusive) for determining the entitlement of the shareholders for attending the Annual General Meeting. Physical transfers and deposit requests under the Central Depository System received by the Company's Independent Share Registrar M/s Technology Trade (Private) Limited, Dagia House, 241-C, Block 2, P.E.C.H.S. Karachi by the close of business on October 18, 2016 will be treated in time to attend and vote at the meeting.
2. A member of the Company, entitled to attend, speak and vote at the Annual General Meeting is entitled to appoint another person as his / her proxy to attend, speak and vote instead of him / her and a proxy so appointed shall have such rights, as respects attending, speaking and voting at the Annual General Meeting as are available to the Member. Proxy form, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the Meeting. The proxy need not be a Member of the Company. The proxy shall produce his / her original Computerized National Identity Card (CNIC) or passport to prove his identity. Form of proxy is attached to the Notice.
3. Members are requested to notify any change in their address immediately to our Registrar M/s Technology Trade (Pvt.) Ltd., 241-C, PECHS, Block 2, Karachi.
4. CDC Account Holders will further have to follow the under-mentioned guidelines as laid down in Circular 1 dated 26 January 2000 issued by the Securities and Exchange Commission of Pakistan.

### A. FOR ATTENDING THE MEETING

- I. In case of individuals, the account holder of 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 identity by showing his original Computerized National Identity Card (CNIC) or original passport at the time if attending the meeting. CDC account holders are also requested to bring their CDC participate ID number and account number.
- II. In case of corporate entity, the Board of Director's/ Trustee 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.

### B. FOR APPOINTING PROXIES

- 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 (note 2 above).

- II. The proxy form shall be witnessed by two persons whose names, address and CNIC numbers shall be mentioned on the form.
- III. Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- IV. The proxy shall produce his original CNIC or original passport at the time of the meeting.
- V. In case of corporate entity, the Board of Directors'/ Trustee' resolution/power of attorney with specimen signature of the nominee shall be submitted with the proxy form to the Company, and the same shall be produced in original at the time of the meeting to authenticate the identity.

5. **Notice to Shareholders who have not provided CNIC:** CNIC of the shareholders is mandatory in terms of the directive of the Securities and Exchange Commission of Pakistan contained in S.R.O. 831(I)/2012 dated July 05, 2012 for the issuance of future dividend warrants etc., and in the absence of such information, payment of dividend may be withheld in term of SECP's above mentioned directive. Therefore, the shareholders who have not yet provided their CNICs are once again advised to provide the attested copies of their CNICs directly to our Independent Share Registrar without any further delay.

### 6. Mandate for E-DIVIDENDS for shareholders

In order to make process of payment of cash dividend more efficient, e-dividend mechanism has been envisaged where shareholders can get amount of dividend credited into their respective bank accounts electronically without any delay. In this way, dividends may be instantly credited to respective bank accounts and there are no chances of dividend warrants getting lost in the post, undelivered or delivered to the wrong address, etc. The Securities and Exchange Commission of Pakistan (SECP) through Notice No. 8(4) SM/CDC 2008 dated 5 April 2013 has advised all Listed Companies to adopt e-dividend mechanism due to the benefits it entails for shareholders. In view of the above, you are hereby encouraged to provide a dividend mandate in favour of e-dividend by providing dividend mandate form duly filled in and signed.

7. **Electronic Transmission of Financial Statements Etc.,** SECP through its Notification No. SRO. 787(1)/2014, dated September 08, 2014 has allowed companies to circulate Annual Audited Financial Statements along

with Notice of Annual General Meeting through email instead of sending the same through post, to those members who desires to avail this facility. The members who desire to opt to receive aforesaid statements and notice of AGM through e-mail are requested to provide their written consent on the Standard Request Form available on the Company's website: [www.pibt.com.pk](http://www.pibt.com.pk)

#### 8. Placement of Financial Statements

The Company has placed the Audited Annual Financial Statements for the year ended 30 June 2016 along with Auditors and Directors Reports thereon on its website: [www.pibt.com.pk](http://www.pibt.com.pk)

#### Statement under Section 160 (1)(b) of the Companies Ordinance, 1984

This statement set out the material facts concerning the special business to be transacted at the annual general meeting of the Company to be held on October 26, 2016.

#### Election of Directors

The term of office of the present Directors of the Company will expire on 31 October 2016. In terms of Section 178 (1) of the Companies Ordinance, 1984, the directors have fixed the number of elected directors at seven (7) to be elected in the annual general meeting for the next term of three years.

The present Directors are interested to the extent that they are eligible for re-election as Directors of the Company.

Any person who seeks to contest the election of directors shall, whether he is a retiring director or otherwise, file with the Company the following documents and information at its registered office not later than fourteen days before the day of the above said meeting;

- a) His/her Folio No./CDC Investors Account No./CDC Participant No./Sub-Account No.
- b) Notice of his/her intention to offer himself/herself for the election of directors in terms of Section 178(3) of the Companies Ordinance, 1984;
- c) Consent to act as director on Form 28 under section 184 of the Companies Ordinance, 1984.
- d) A detailed profile along with his/her office address as required under SECP's SRO 634(1)2015 dated July 10, 2014.
- e) An attested copy of Computerized National Identity Card (CNIC);
- f) A declaration that:
  - He/she is not ineligible to become a director of the Company under any applicable laws and regulations (including listing regulations of Stock Exchanges).

- He/she is not serving as a director of more than seven listed companies. Provided that this limit shall not include the directorship in the listed subsidiaries of a listed holding company.
- Neither he/she nor his/her spouse is engaged in the business of brokerage or is a sponsor director or officer of a corporate brokerage house.
- He/she is aware of his/her duties and powers under the relevant laws, Memorandum & Articles of Association of Company and listing regulations of stock exchanges;

#### Circulations of Annual Reports through CD/DVD/USB

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 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. The directors are not interested, directly or indirectly, in the above business except to the extent of their investment as has been detailed in the pattern of shareholding annexed to the Directors Report.

#### Alteration in the Articles of Association

Securities and Exchange Commission of Pakistan has issued Companies (E-Voting) Regulation 2016 on January 22, 2016 vide S.R.O 43(1)/2016. The directors have recommended alteration in the Articles of Association by inserting a new Article 57A therein which will give the members option to be part of the decision making in the general meeting of the Company through electronic means. Accordingly, it has been proposed to pass the resolution as a Special Resolution for alteration in the Articles of Association of the Company as specified in the notice of meeting.

The directors are not interested, directly or indirectly, in the above business except to the extent of their investment as has been detailed in the pattern of shareholding annexed to the Directors Report.



## ساتواں سالانہ اجلاس عام

### پاکستان انٹرنیشنل بلک ٹریڈ لیمنٹ

بذریعہ بلکہ مطلع کیا جاتا ہے کہ پاکستان انٹرنیشنل بلک ٹریڈ لیمنٹ ("کمپنی") کے ممبران کی ساتویں سالانہ جنرل میٹنگ 26 اکتوبر 2016 بروز بدھ صبح 11:45 بجے پینچ لگژری ہوٹل، کراچی میں منعقد کی جائے گی تاکہ مندرجہ ذیل کاروباری امور انجام دیے جائیں۔

#### عمومی کاروبار

1. 30 جون 2016 کو ختم ہونے والے سال کے لیے کمپنی کے سالانہ آڈٹ شدہ مالیاتی گوشواروں کو بشمول ڈائریکٹرز اور آڈیٹر کی رپورٹ وصول کرنا، ان پر غور کرنا اور انہیں منظور کرنا۔
2. کمپنی کے آڈیٹرز متعین کر کے ان کا معاوضہ طے کرنا۔
3. انتخابات کی تاریخ کے آغاز سے کمپنیز آرڈیننس 1984 کے سیکشن 178 کی دفعات کے مطابق تین سال کے عرصے کے لیے ڈائریکٹرز کے متعین کردہ 7 ڈائریکٹرز کا انتخاب کرنا۔

ریٹائر ہونے والے ڈائریکٹرز کے نام درج ذیل ہیں:

1. کمپنٹن حلیم احمد صدیقی
2. جناب شارق عظیم صدیقی
3. جناب عاصم عظیم صدیقی
4. کمپنٹن ظفر اقبال اعوان
5. جناب علی رضا صدیقی
6. سید نظام اے شاہ
7. جناب محمد مسعود احمد عثمانی

#### خصوصی کاروبار

4. سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی جانب سے جاری کردہ S.R.O.470 (1)/2016 مور نمبر 31 مئی 2016 میں شیئر ہولڈرز کی رضامندی حاصل کرنے کے ضمن میں سالانہ رپورٹس بشمول سالانہ آڈٹ شدہ کھاتے، سالانہ جنرل میٹنگ کے منظر اور کمپنی کی دیگر معلومات کی USB، DVD، CD کے ذریعے منتقلی کے لیے اور ترمیم کے ساتھ یا اس کے بغیر مندرجہ ذیل قرارداد کو عام قرارداد کے طور پر منظور کروانا:

"یہ طے کیا گیا کہ پاکستان انٹرنیشنل بلک ٹریڈ لیمنٹ کے ممبران کی رضامندی اور منظوری سے ("کمپنی") اس بات سے اتفاق کرتی ہے کہ کمپنی کے ممبران کو 30 جون 2017 کو ختم ہونے والے سال کے آغاز سے USB، DVD، CD کے ذریعے سالانہ رپورٹس بشمول سالانہ آڈٹ شدہ کھاتے، سالانہ جنرل میٹنگ کے منظر اور کمپنی کی دیگر معلومات منتقل کی جائیں۔، بجائے اس کے کہ ان کی کاپیاں فراہم کی جائیں۔"

مزید یہ طے کیا گیا کہ چیف کمپنی سیکریٹری اس بات کا مجاز ہے کہ تمام کام، امور اور چیزوں کے لیے تمام ضروری ایکشن لے یا لینے کی وجوہات پیدا کرے کہ جس سے تمام قانونی کارروائیوں اور ضروریات کی تعمیل ہو اور ضروری دستاویزات کو فائل کرے جو اس قرارداد کے نفاذ کے مقاصد کے لیے ضروری یا اتفاقہ ہو۔"

5. اس بات پر غور کرے، اور اگر بہتر لگے تو کمپنی کے آرٹیکلز آف ایسوسی ایشن میں تبدیلیوں کے لیے ترامیم کے ساتھ یا ان کے بغیر مندرجہ ذیل قرارداد کو خصوصی قرارداد کے طور پر پاس کرے:

"یہ طے کیا گیا کہ کمپنیز آرڈیننس 1984 کے سیکشن 28 اور دیگر قابل اطلاق دفعات یا کسی دیگر قانون یا کمپنی آرٹیکلز آف ایسوسی ایشن کے مطابق ان کے ہوتے ہوئے اور بذریعہ ہذا ترامیم نے آرٹیکل 57 A کے ذریعے موجودہ آرٹیکل 57 کے فوری بعد کی جائے تاکہ اسے مندرجہ ذیل کے طور پر پڑھا جائے:

57 A الیکٹرانک ووٹنگ: کمپنی الیکٹرانک ووٹنگ کی لازمی ضرورت کی وقتاً فوقتاً تعمیل کرے گی جیسا کہ سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کا حکم ہے اور ممبران کو یہ اجازت ہوگی کہ وہ بھی اس آرٹیکل کے مطابق الیکٹرانک ووٹنگ کے مقاصد کے لیے ممبران کا تعین نائب کے طور پر کریں۔"

مزید یہ طے کیا گیا کہ چیف ایگزیکٹو یا کمپنی سیکریٹری اس بات کا مجاز ہے کہ تمام کام، امور اور چیزوں کے لیے تمام ضروری ایکشن / اقدامات لے جو کمپنی کے آرٹیکلز آف ایسوسی ایشن میں تبدیلی کے لیے ضمنی اور اتفاقی ہوں بشمول تمام ضروری دستاویزات / قانونی فارمز بشمول کمپنیز کے رجسٹر کے پاس فائل کرنے کی ضرورت پڑے اور جو قواعد و ضوابط کی تمام دیگر ضروریات کی تعمیل کریں تاکہ آرٹیکلز آف ایسوسی ایشن میں تبدیلیاں موثر ہوں اور مذکورہ بالا قرارداد کا نفاذ ہو۔

بورڈ کی ہدایات کے تحت

کراچی

ارسلان آئی خان

تاریخ: 5 اکتوبر 2016

کمپنی سیکریٹری

نوٹس:

1. کمپنی کی شیئر ٹرانسفر بکس 19 اکتوبر 2016 سے 26 اکتوبر 2016 تک بند رکھی جائیں گی (بشمول دونوں دن) تاکہ شیئر ہولڈرز کی سالانہ جنرل میٹنگ میں شرکت کا تعین کیا جاسکے۔ کمپنی کے آزاد شیئر رجسٹرار میسرز ٹیکنالوجی ٹریڈ (پرائیویٹ) لمیٹڈ، ڈاگیا ہاؤس، PECHS-2, Block-C, 241 کراچی کی جانب سے وصول کردہ سینٹرل ڈیپازٹری سسٹم کے تحت فزیکل ٹرانسفر اور ڈپازٹس کی 18 اکتوبر 2016 کو کاروبار کے بند ہونے تک درخواستوں کو بروقت تصور کیا جائے گا تاکہ میٹنگ میں شرکت اور ووٹ دیا جاسکے۔

2. کمپنی کے ایک ممبر کو یہ حق حاصل ہے کہ وہ سالانہ جنرل میٹنگ میں شرکت کرے، اس میں بات کرے اور ووٹ دے اور اسے یہ بھی حق حاصل ہے کہ وہ کسی مرد / عورت کو اپنے نائب کے طور پر نامزد کرے لہذا نامزد کردہ فرد کو سالانہ جنرل میٹنگ میں ممبر کی طرز پر شرکت کرنے، بولنے اور ووٹ دینے کے حوالے سے حقوق حاصل ہوں گے۔ نامزدگی کے فارم کو موثر بنانے کے لیے کمپنی کے رجسٹرڈ شدہ دفتر میں میٹنگ سے 48 گھنٹے پہلے موصول ہونا ضروری ہے۔ نائب کے لیے ضروری نہیں کہ وہ کمپنی کا ممبر ہو۔ نائب کو اپنی شناخت ثابت کرنے کے لیے اپنا اصلی کمپیوٹر ایزڈ قومی شناختی کارڈ پیش کرنا ہوگا۔ نوٹس کے ساتھ نامزدگی کا فارم منسلک ہے۔

3. ممبران سے درخواست کی جاتی ہے کہ ان کے رہائشی پتوں میں اگر کوئی تبدیلی ہو تو فوراً ہمارے رجسٹرار میسرز ٹیکنالوجی ٹریڈ (پرائیویٹ) لمیٹڈ، ڈاگیا ہاؤس، PECHS-2, Block-C کراچی کو مطلع کریں۔

4. مزید یہ کہ CDC کے اکاؤنٹ ہولڈرز کو سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کے جاری کردہ سرکلر نمبر 1 بتاریخ 26 جنوری 2000 میں دیے گئے مندرجہ ذیل اصولوں پر عمل کرنا ہوگا۔

A. میٹنگ میں شرکت کے لیے

- I. انفرادی صورت حال میں ذیلی اکاؤنٹ ہولڈر کا اکاؤنٹ ہولڈر اور/یا وہ شخص جس کی ضمانتیں گروپ اکاؤنٹ میں ہوں اور جس کی رجسٹریشن کی تفصیلات قواعد کے مطابق اب لوڈ ہوئی ہوں اگر وہ میٹنگ میں شرکت کر رہا ہو تو وہ اپنی شناخت کی تصدیق اس وقت اپنا اصلی کمپیوٹر انڈرڈومی شناختی کارڈ دکھا کر کرے گا۔ CDC کے اکاؤنٹ ہولڈرز سے یہ بھی درخواست کی جاتی ہے کہ وہ اپنا CDC میں شرکت کا ID نمبر اور اکاؤنٹ نمبر ساتھ لائیں۔
- II. کسی اجتماعی اکائی کی صورت میں میٹنگ کے دوران بورڈ آف ڈائریکٹرز/ٹرسٹی کی قرارداد/پاور آف اٹارنی نامزد کردہ شخص کی دستخط کے ساتھ پیش کی جائے گی (جب تک کہ وہ پہلے ہی مہیا کر دی گئی ہو)۔

B. نائین کی تقرری کے لیے

- I. انفرادی صورت میں ذیلی اکاؤنٹ ہولڈر کا اکاؤنٹ ہولڈر اور/یا وہ شخص جس کی ضمانتیں گروپ اکاؤنٹ میں ہوں اور جس کی رجسٹریشن کی تفصیلات قواعد کے مطابق اب لوڈ ہوئی ہوں مذکورہ بالا ضروریات کے مطابق نامزدگی کا فارم جمع کروائے گا (مذکورہ بالا نوٹ نمبر 2)۔
- II. نامزدگی کے فارم کے دو گواہان ہوں گے جن کے نام، پتے اور قومی شناختی کارڈ کے نمبر فارم پر درج کیے جائیں گے۔
- III. مالکان اور نامزد کردہ شخص کی قومی شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ کاپیاں نامزدگی کے فارم کے ساتھ منسلک ہوں گی۔
- IV. میٹنگ کے وقت نائب اپنا اصلی کمپیوٹر انڈرڈومی شناختی کارڈ یا اصلی پاسپورٹ پیش کرے گا۔
- V. کسی اجتماعی اکائی کی صورت میں میٹنگ کے دوران بورڈ آف ڈائریکٹرز/ٹرسٹی کی قرارداد/پاور آف اٹارنی نامزد کردہ شخص کی دستخط کے ساتھ کمپنی کا نامزدگی کا فارم جمع کروایا جائے گا اور یہی چیزیں اپنی شناخت کی تصدیق کے لیے میٹنگ کے وقت اصل کے ساتھ پیش کی جائیں گی۔

5. کمپیوٹر انڈرڈومی شناختی کارڈ نہ پیش کرنے والے شیئر ہولڈرز کے لیے نوٹس

شیئر ہولڈرز کا کمپیوٹر انڈرڈومی شناختی کارڈ سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کے S.R.O 831(1)/201 بتاریخ 5 جولائی 2012 میں درج شدہ حکم کے مطابق لازمی ہے تاکہ مستقبل کے ڈویڈنڈ وارنٹس وغیرہ جاری کیے جاسکیں اور اس طرح کی معلومات کی عدم موجودگی کی صورت میں ڈویڈنڈ کی ادائیگی سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کے مذکورہ بالا حکم کے مطابق روک لی جائے گی۔ لہذا ایسے شیئر ہولڈرز جنہوں نے اب تک اپنے کمپیوٹر انڈرڈومی شناختی کارڈ فراہم نہیں کیے ہیں انہیں ایک بار پھر مشورہ دیا جاتا ہے کہ وہ اپنے کمپیوٹر انڈرڈومی شناختی کارڈ کی تصدیق شدہ کاپیاں مزید کسی تاخیر کے ہمارے آزاد شیئر رجسٹرار کو فراہم کریں۔

6. شیئر ہولڈرز کے ای-ڈویڈنڈ کے لیے حکم

نقد ڈویڈنڈ کی ادائیگی کے طریقہ کار کو مزید موثر بنانے کے لیے ای-ڈویڈنڈ متعارف کروایا گیا ہے جہاں سے شیئر ہولڈرز اپنے متعلقہ بینکوں میں جمع کرائی گئی اپنے ڈویڈنڈ کی رقم مزید کسی تاخیر کے حاصل کر سکتے ہیں۔ اس طرح سے ڈویڈنڈ متعلقہ بینکوں میں فوراً جمع ہو سکیں گے اور پوسٹ کرنے کے دوران ڈویڈنڈ وارنٹس کے گم ہونے، غلط پتے پر منتقلی یا غیر منتقلی وغیرہ کا کوئی امکان نہیں ہوتا۔ سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان نے اپنے نوٹس نمبر SM/CDC 2008 (4) 8 بتاریخ 5 اپریل 2013 کے ذریعے تمام لسٹڈ کمپنیوں کو مشورہ دیا ہے کہ وہ ای-ڈویڈنڈ کا طریقہ کار اپنائیں جو شیئر ہولڈرز کے لیے فائدہ مند ہیں۔ مذکورہ بالا صورت میں آپ کی اس بات پر حوصلہ افزائی کی جاتی ہے کہ مکمل طور سے پُر شدہ فارم مہیا کر کے ای-ڈویڈنڈ کی حمایت میں ڈویڈنڈ کا حکم فراہم کریں۔

7. مالیاتی گوشواروں وغیرہ کی الیکٹرانک منتقلی

سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان نے اپنے Notification نمبر 2014/787(1) S.R.O بتاریخ 8 ستمبر 2014 میں کمپنیوں کو اجازت دی ہے کہ وہ اپنے سالانہ آڈٹ شدہ مالیاتی گوشوارے، سالانہ جنرل میٹنگ کے نوٹس کے ساتھ ڈاک کے بجائے ای-میل کے ذریعے بھیجیں اور یہ ان ممبران کے لیے ہے جو اس سہولت کو حاصل کرنا چاہتے ہیں۔ وہ ممبران جو سالانہ جنرل میٹنگ کانوٹس اور مذکورہ بالا گوشوارے کی وصولی بزرگیہ ای-میل وصول کرنا چاہتے ہیں، انہیں درخواست کی جاتی ہے کہ وہ کمپنی کی ویب سائٹ [www.pibt.com.pk](http://www.pibt.com.pk) پر دستیاب معیاری درخواست کے فارم پر اپنی لکھی ہوئی رضامندی فراہم کریں۔

8. مالیاتی گوشواروں کا تعین

کمپنی نے 30 جون 2016 کو ختم ہونے والے سال کے لیے آڈٹ شدہ سالانہ علیحدہ اور جامع مالیاتی گوشواروں کا اپنی ویب سائٹ [www.pibt.com.pk](http://www.pibt.com.pk) بشمول آڈیٹرز اور ڈائریکٹرز کی رپورٹ کے تعین کر دیا ہے۔

### کمپنیز آرڈیننس 1984 کے سیکشن (b) (1) 160 کے تحت گوشوارہ

یہ گوشوارہ ان ٹھوس حقائق کا تعین کرتا ہے جن کا تعلق ان خاص امور سے ہے جن کے معاملات 26 اکتوبر 2016 کو منعقد ہونے والی سالانہ جنرل میٹنگ میں طے ہوں گے۔

ڈائریکٹرز کا انتخاب

کمپنی کے موجودہ ڈائریکٹرز کی بطور ڈائریکٹر مدت بتاریخ 31 اکتوبر 2016 کو منسوخ ہو جائے گی۔ کمپنیز آرڈیننس 1984 کے سیکشن (1) 178 کے مطابق ڈائریکٹرز نے منتخب کردہ 7 ڈائریکٹرز کی تعداد متعین کر دی ہے جنہیں سالانہ جنرل میٹنگ میں اگلے تین سال کی مدت کے لیے منتخب ہونا ہے۔ موجودہ ڈائریکٹرز اس بات میں دلچسپی رکھتے ہیں کہ وہ کمپنی کے ڈائریکٹرز کے طور پر دوبارہ منتخب ہونے کے اہل ہیں۔ کوئی بھی فرد جو ڈائریکٹرز کے انتخاب میں حصہ لینا چاہتا ہو، چاہے وہ ریٹائر ہونے والا ڈائریکٹر ہو یا نہیں، وہ کمپنی کے پاس مندرجہ ذیل دستاویزات اور معلومات، منعقد ہونے والی مذکورہ بالا میٹنگ سے 14 دن پہلے اس کے رجسٹرڈ آفس میں فائل کروائے گا:

- مرد / عورت کا فوٹو نمبر / CDC / انویسٹر اکاؤنٹ نمبر / CDC میں شرکت کا نمبر / ذیلی اکاؤنٹ نمبر۔
  - کمپنیز آرڈیننس 1984 کے سیکشن (3) 178 کے مطابق مرد / عورت کا خود کو ڈائریکٹرز کے انتخاب کے لیے پیش کرنے کے حوالے سے نیت کانوٹس۔
  - کمپنیز آرڈیننس 1984 کے سیکشن 184 کے تحت فارم نمبر 28 میں ڈائریکٹرز کے طور پر کام کرنے کی رضامندی۔
  - SECP کے 2015 (1) 634 SRO بتاریخ 10 جولائی 2014 کی ضروریات کے مطابق مرد / عورت کی مکمل تفصیلات بمعہ آفس کا پتہ۔
  - کمپیوٹرائزڈ قومی شناختی کارڈ کی تصدیق شدہ کاپی۔
  - مندرجہ ذیل کا قرار کہ:
- ☒ وہ مرد / عورت مرد چہ تو انہیں اور قواعد و ضوابط (بشمول اسٹاک ایکسچینج کی لسٹنگ کے قواعد و ضوابط) کے تحت کمپنی کا ڈائریکٹر بننے کے لیے نااہل نہیں ہے۔

- ☒ وہ مرد/عورت سات سے زائد لسٹڈ کمپنیوں کے ڈائریکٹر کے طور پر کام نہیں کر رہے ہیں۔ بشرطیکہ اس پابندی میں کسی لسٹڈ ہولڈنگ کمپنی کی لسٹڈ ماتحت کمپنی کی ڈائریکٹر شپ شامل نہیں ہوگی۔
- ☒ نہ وہ مرد/عورت اور نہ ہی ان کی بیوی/خاوند بروکر ٹیج کے کاروبار میں ملوث نہیں ہیں نہ ہی بیوی/خاوند کسی اجتماعی بروکر ٹیج ہاؤس کے اسپانسر ڈائریکٹر یا افسر ہیں۔
- ☒ وہ مرد/عورت متعلقہ قوانین، کمپنی کے میمورنڈم اینڈ آرٹیکلز اور اسٹاک ایکچینج کی لسٹنگ کے قواعد و ضوابط کے تحت اپنے فرائض اور اختیارات سے آگاہ ہیں۔

CD/DVD/USB کے ذریعے سالانہ رپورٹس کی اشاعت

سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان نے اپنے 2016/S.R.O 470(1) بتاریخ 31 مئی 2016 میں کمپنیوں کو اجازت دی ہے کہ وہ اپنی سالانہ آڈٹ شدہ مالیاتی گوشوارے، سالانہ جنرل میٹنگ کے منظر پر اور کمپنی کی دیگر معلومات اپنے ممبران کو CD/DVD/USB کے ذریعے مہیا کرے بشرطیکہ شیئر ہولڈرز کی جنرل میٹنگ میں رضامندی شامل ہو۔ اس کے باعث سالانہ رپورٹ کی پرنٹنگ میں ہونے والا وقت اور خرچے بچیں گے۔

کمپنی شیئر ہولڈرز کی جانب سے تقاضہ کرنے پر مذکورہ بالا دستاویزات کی کاپیاں اس تقاضے کے ایک ہفتے کے اندر مفت فراہم کرے گی۔ شیئر ہولڈرز کی منظوری کے بعد کمپنی اپنی ویب سائٹ پر معیاری درخواست فارم جاری کرے گی تاکہ دستاویز کی کاپیوں کی ضرورت کے حوالے سے ان سے رابطہ کیا جائے جس میں خط و کتابت کا پتہ اور کمپنی سیکریٹری/شیئر رجسٹرار کا ای۔ میل ایڈریس درج ہوتا کہ انہیں اس طرح کی درخواست دی جائے۔

اس منابت سے ڈائریکٹرز، شیئر ہولڈرز کے سامنے ان کی منظوری کے لیے یہ معاملہ پیش کر چکے ہیں تاکہ میٹنگ کے نوٹس کی تجویز کردہ معمول کی قرارداد پاس کی جائے۔ ڈائریکٹرز جو براہ راست یا بالواسطہ مذکورہ بالا امور میں سوائے اپنی سرمایہ کاری کے پہلو کے حوالے سے دلچسپی نہ رکھتے ہوں جیسا کہ شیئر ہولڈنگ کے نمونے میں تفصیل سے بیان کر دیا گیا ہے، اسے ڈائریکٹرز کی رپورٹ کے ساتھ منسلک کیا گیا ہے۔

آرٹیکل آف ایسوسی ایشن میں تبدیلی

سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان نے ای۔ڈوننگ کے قواعد و ضوابط کے حوالے سے 2016/S.R.O 43(1) بتاریخ 22 جنوری 2016 جاری کیا ہے۔ یہاں ڈائریکٹرز نے آرٹیکل آف ایسوسی ایشن میں نیا آرٹیکل 57 A ڈال کر تبدیلی کی سفارش کی ہے جس سے کمپنی کی جنرل میٹنگ میں ممبران کو یہ اختیار حاصل ہوگا کہ وہ الیکٹرانک ذرائع سے فیصلہ سازی میں حصہ ڈالیں۔ اسی منابت سے اس بات کی تجویز دی گئی کہ آرٹیکل آف ایسوسی ایشن میں تبدیلی کے لیے ایک خاص قرارداد کے طور پر قرارداد پاس کی جائے جیسا کہ نوٹس آف میٹنگ میں درج ہے۔

ڈائریکٹرز جو براہ راست یا بالواسطہ مذکورہ بالا امور میں سوائے اپنی سرمایہ کاری کے پہلو کے حوالے سے دلچسپی نہ رکھتے ہوں جیسا کہ شیئر ہولڈنگ کے نمونے میں تفصیل سے بیان کر دیا گیا ہے، اسے ڈائریکٹرز کی رپورٹ کے ساتھ منسلک کیا گیا ہے۔

PIBT Silos Under Construction

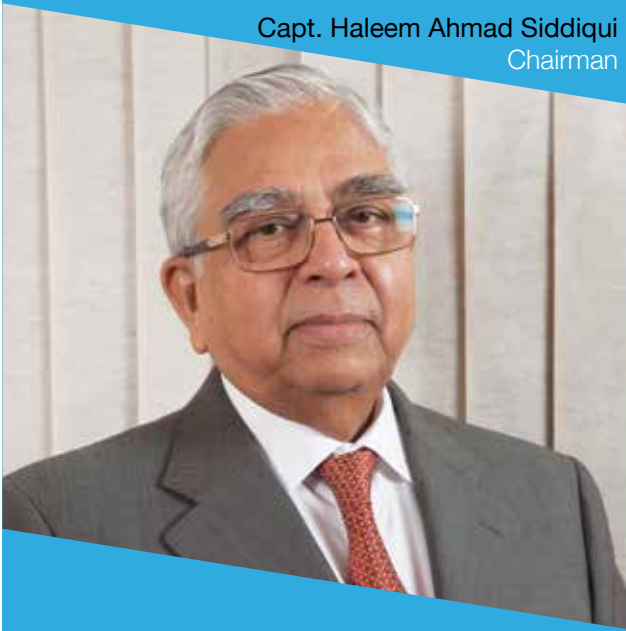




Common User Facility for Exporting Bulk  
Cement & Clinker

# Board of Directors

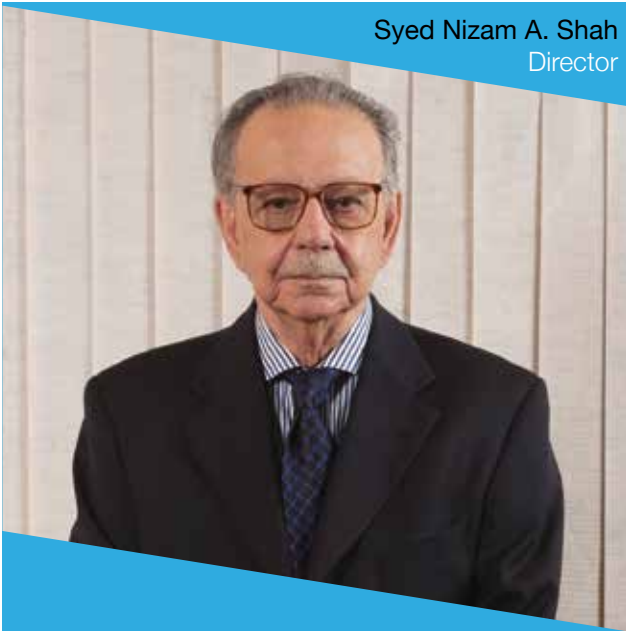
Capt. Haleem Ahmad Siddiqui  
Chairman



Capt. Zafar Iqbal Awan  
Director



Syed Nizam A. Shah  
Director



Ali Raza Siddiqui  
Director





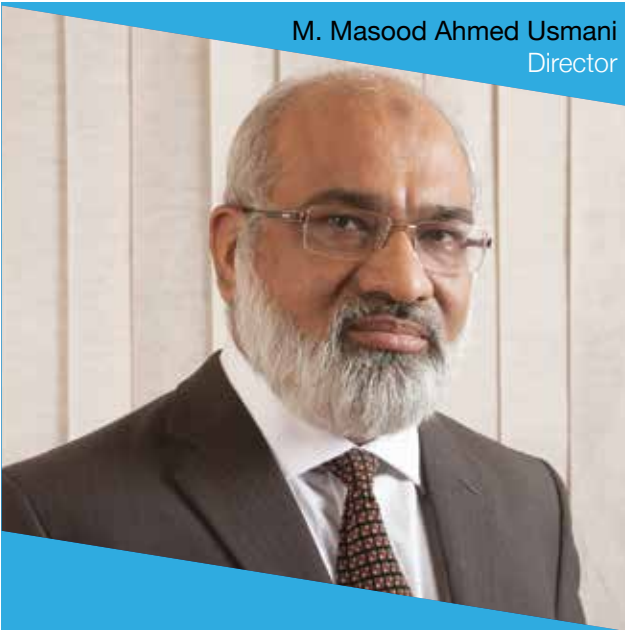
Sharique Azim Siddiqui  
CEO



Aasim Azim Siddiqui  
Director



M. Masood Ahmed Usmani  
Director

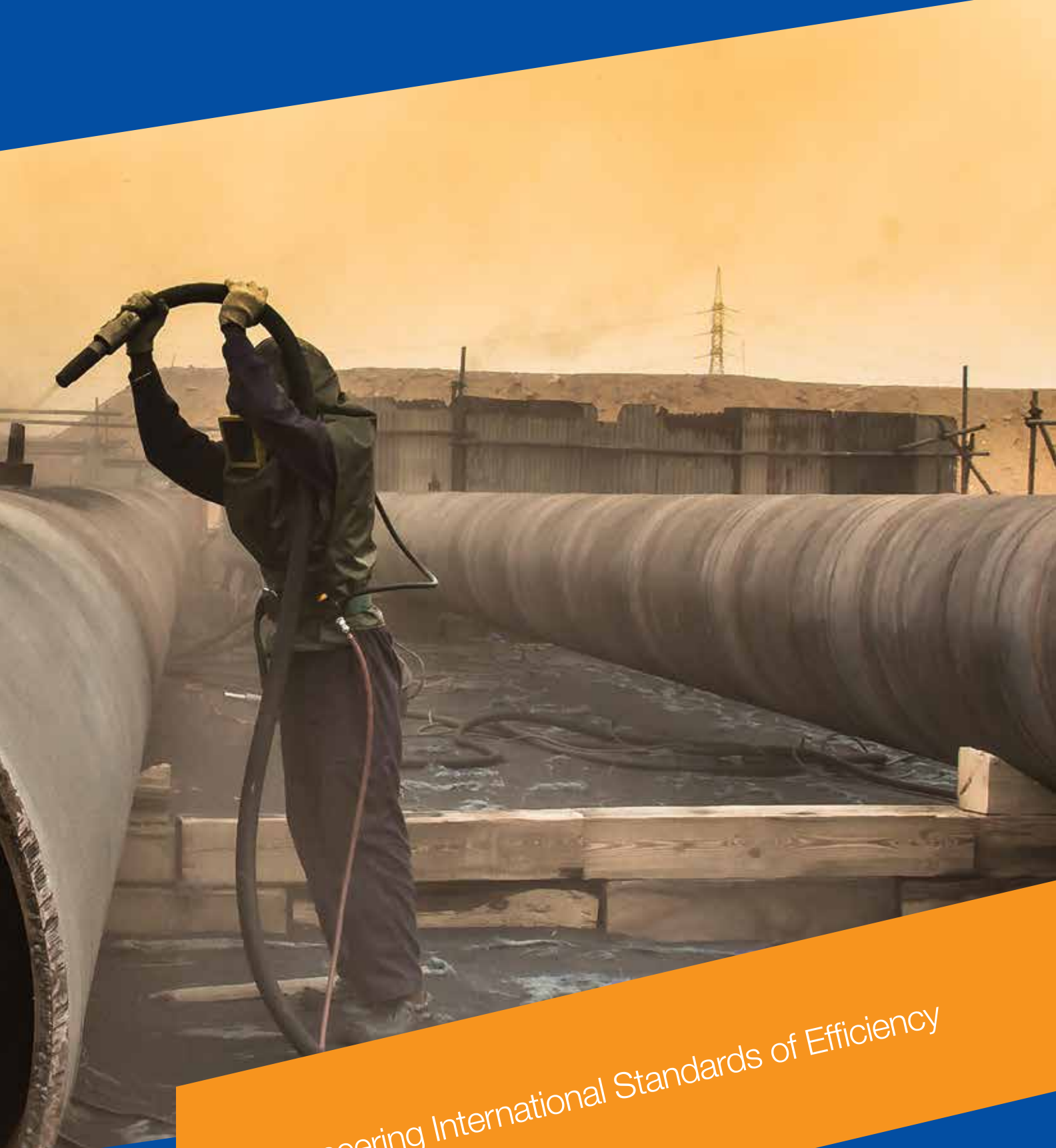


Arsalan Iftikhar Khan  
CFO & Company Secretary



Coating of Jetty Piles





Pioneering International Standards of Efficiency

# From the Chairman's Desk

## Bismillah hir rahman nir Raheem

As mentioned in detail in the Directors' Report, the project progress is satisfactory and the company is expected to commence its Commercial Operations as per schedule.

I would like to congratulate the shareholders and commend the management, shareholders and the regulatory authorities for the successful equity subscription by International Finance Corporation (IFC) and further subscription and allotment of the 2nd Right Issue of the Company. Moreover, I would also like to commend the management and the lenders for the Company's first draw-down of its debt facilities.

Our target remains that PIBT will, Insha-Allah, be the Country's first Coal, Clinker and Cement handling terminal facility. Our objective is to build the port infrastructure of Pakistan so that the ports can offer modern handling services to the trade of the Country. I am hopeful that PIBT will achieve this mission and will become a pioneer state-of-the-art terminal to handle dirty bulk cargoes at international standards of productivity.

On behalf of PIBT, I would like to thank the management of Port Qasim Authority, our lenders, IFC, OPEC Funds for International Development, Syndicate of local Pakistani commercial banks, our vendors, our Contractors and our valued shareholders, for their continued support and commitment to our Project.



Capt. Haleem Ahmad Siddiqui  
Chairman  
Karachi: September 20, 2016

# Directors' Report

The Directors are pleased to present the Annual Report of Pakistan International Bulk Terminal Limited (PIBT) ("The Company") together with the audited financial statements of the Company for the year ended June 30, 2016.

## OPERATIONAL OVERVIEW & PROJECT BRIEF:

1. The Company has entered into a Build Operate Transfer (BOT) contract with Port Qasim Authority ("PQA") on November 06, 2010 for the construction, development, operations and management of a coal and clinker / cement terminal at Port Muhammad Bin Qasim for a period of thirty years. The Company's terminal project is in start-up and construction phase and as a result the Company has not yet commenced its operations.
2. The Company has entered into an Engineering, Procurement and Construction (EPC) Contract with China Harbour Engineering Company Limited ("CHEC") for the purpose of engineering, constructing, installing, testing and commissioning civil works for the Company's coal, cement and clinker bulk handling facility amounting to Rs. 12.499 billion. CHEC has commenced civil works activity with target completion date of end of 2016.
3. During the year, the Company has entered into an Equipment Supply Contract (ESC) with Northern Heavy Industries Group Company Limited ("NHI"), on July 13, 2015, an ESC with Shanghai Zhenhua Heavy Industries Company ("ZPMC"), on August 11, 2015, and an ESC with CHEC, on September 17, 2015, for the purchase, delivery & commissioning of the "Conveyor Belt System", the "Crane System – Ship Loaders & Un-loaders" and the "Power House Equipment", respectively, with a commissioning date of end of 2016. Partial shipments for the above equipment have also started arriving. The Company had appointed M/s Hamburg Port Consultancy, Germany as consultant in the procurement process of the plant and equipment.
4. The current progress activities carried on by CHEC at the Project and their pace are satisfactory along-with the timeline for equipment supply, delivery and commissioning and it is expected that the Project would be completed within its stipulated deadlines.



## FINANCIAL PERFORMANCE

During the year, the Company has earned other income of Rs. 112.307 million (2015: Rs. 181.040 million) which comprises the interest/mark-up income on the deposits held with the Commercial Bank and realized gain on investment in money/income funds. The company has posted a profit before taxation amounting to Rs. 56.383 million against a profit of Rs. 126.901 million during the previous year. Net Profit after tax is Rs. 35.060 million in comparison with a profit of Rs. 81.381 million during the previous year.

## FINANCIAL RESULTS

These are summarized below:

	Rupees in 000'
Profit before taxation	56,383
Taxation	(21,323)
Profit after tax	35,060
EPS- Basic & Diluted	Rs. 0.03

## PROJECT FINANCE

1. As per the financing commitments with International Finance Corporation (IFC), a portion of the financing to be provided by IFC is to be made in the form of equity. In line of the above commitments, the members of the Company, in the Annual General Meeting of the Company held on October 15, 2014, approved the issue of 189,653,626 ordinary shares by way of issue of shares otherwise than right at par value of Rs. 10 per share and accordingly, the Company has obtained approval of the Securities and Exchange Commission of Pakistan for the issue in accordance with the Companies Ordinance, 1984. During the year, the Company has received Rs. 1,896 million as cash consideration for the issue of these shares, which have been allotted on July 16, 2015 to International Finance Corporation (IFC).



2. The Board of Directors of the Company, in their meeting held on August 21, 2015, approved the issue of 322,411,164 ordinary shares by way of right issue at the rate of thirty four ordinary shares for every hundred existing ordinary shares at par value of Rs. 10 per share. The entire process of allotment of right shares was completed on November 26, 2015. The Directors express their gratitude to our Shareholders in the general public and the Institutional Investors in the Company.
3. As fully described in the financial statements, during the year, the Company has made the first draw-downs from its foreign and local loan facilities of PKR 5,390 million of the total committed loans of PKR 12,786 million. The Directors would like to express their gratitude to the Foreign and Local Lenders for instigating confidence among all the stakeholders of the Project.

## APPROPRIATION

The Board of directors has not recommended any dividends and / or bonus for the financial year 2016, as the Company has not yet commenced commercial operations. This recommendation is in line with the overall financing plan shared with the investors.

## COMPLIANCE WITH THE CODE OF CORPORATE GOVERNANCE

The compliance with the Code of Corporate Governance set out by the Pakistan Stock Exchange (formerly Karachi Stock Exchange) in the listing regulations, relevant for the year ended June 30, 2016 have been duly complied with. A statement to this effect is annexed with the report.

## ABSTRACT UNDER SECTION 218 (1) OF THE COMPANIES ORDINANCE, 1984

During the year ended 30 June, 2016, the Board of Directors have revised the remuneration of the Chief Executive Officer and directors as follows:

Mr. Sharique Azim Siddiqui, Chief Executive Officer, from Rs. 17.094 million to Rs. 21.000 million per annum, effective July 01, 2015.

Mr. Aasim Azim Siddiqui, Director from Rs. 17.094 million to Rs. 21.000 million per annum, effective July 01, 2015. There was no change in other terms and conditions of their appointments.

The above directors are elected directors of the Company and are considered as interested in the aforesaid variation of their terms of appointments.

## CORPORATE GOVERNANCE AND FINANCIAL REPORTING FRAMEWORK

- The financial statements, prepared by the management of the Company, present fairly its state of affairs, the result of its operations, cash flows and changes in equity.
- Appropriate accounting policies have been consistently applied in preparation of financial statements and accounting estimates are based on reasonable and prudent judgment.
- International Accounting Standards, as applicable in Pakistan, have been followed in preparation of financial statements.
- The system of internal control is sound in design and has been effectively implemented and monitored.
- During the year, an Executive Director (CEO) has obtained the Certification under Director's Training Program conducted by the Institute of Chartered Accountants of Pakistan.
- There has been no material departure from the best practices of corporate governance, as detailed in the Listing Regulations.
- Proper books of account have been maintained by the Company.
- The value of investments of provident fund based on their un-audited accounts as on June 30, 2016 was Rs. 28.050 million.
- There are no significant doubts upon the Company's ability to continue as a going concern.
- Details of purchase/sale of shares of the company by its directors, CEO, CFO, Company Secretary and their spouses and minor children and Pattern of shareholding is included in the annexed shareholders' information.

## MEETINGS OF THE DIRECTORS

### Board of Directors

During the year five meetings of the Board of Directors were held. Attendance by the Directors is the follows:

Name of Directors	Meetings attended	Name of Directors	Meetings attended
Captain Haleem Ahmad Siddiqui	5	Syed Nizam A. Shah	5
Mr. Sharique Azim Siddiqui	5	Captain Zafar Iqbal Awan	4
Mr. Aasim Azim Siddiqui	5	Mr. Ali Raza Siddiqui	5
		Mr. M. Masood Ahmed Usmani	5

### Committees of the Board of Directors

During the year four meetings of the Audit Committee (AC) and three meetings of the Human Resource & Remuneration Committee (HRC) were held. Attendance by the members is the follows:

Name of AC members	AC Meetings attended	Name of HRC members	HRC Meetings attended
Syed Nizam A. Shah	4	Syed Nizam A. Shah	3
Mr. Aasim Azim Siddiqui	4	Mr. Sharique Azim Siddiqui	3
Mr. Ali Raza Siddiqui	4	Mr. Ali Raza Siddiqui	3
Mr. M. Masood Ahmed Usmani*	1		

Mr. M. Masood Ahmed Usmani was appointed as member of the Audit Committee during the year on 22 Feb 2016.





## AUDITORS

The auditors M/s EY Ford Rhodes, Chartered Accountants retire and being eligible they have offered themselves for reappointment. The Audit Committee has recommended the reappointment of the retiring auditors for the year ending June 30, 2017 and the Board agrees to the recommendation of the Audit Committee.

## CODE OF ETHICS & BUSINESS PRINCIPLES

The Board has adopted the Statement of Ethics and Business Principles, which is signed and acknowledged by all the Directors and employees of the Company and are required to abide by the Code.

## GREEN OPERATIONS

PIBT will also be the first handling facility to comply with World Bank standards of environment pollution control. In this respect, PIBT has developed an Environmental Management Plan (EMP) in compliance with applicable laws & regulations of Pakistan, IFC's performance standards and World Bank Group Environment Health & Safety Guidelines.

### Key aspects of the EMP are:

- Dust emission control
- Noise pollution control
- Waste water management
- Solid waste Management
- Dredge material disposal Management
- Biodiversity conservation & sustainable natural resources management

These aspects of the EMP and the related regulations etc. have been forwarded to and agreed upon with the Civil Works and Equipment Supply Contractor(s), and will be implemented over the course of construction of the terminal.

## CORPORATE SOCIAL RESPONSIBILITY

The development of an enterprise is inextricably linked to the welfare and well-being of the people associated with it. Pakistan International Bulk Terminal Limited embraces responsibility for the impact of its activities on the environment, employers, communities and all other stakeholders of the public sphere.

As part of its Corporate Social Responsibility Program, the Company had signed an agreement with the International Union for the Conservation of Nature (IUCN) to undertake the restoration of the degraded mangroves forests in the Indus Delta. The overall objective of the program was the protection and long term viability of the coastal ecosystems, especially mangroves of the northern creeks of the Indus delta (the area controlled by Port Qasim Authority) to ensure that they can continue to provide the functions, products and attributes of those ecosystems at sustainable levels for the benefits of the local communities, the people of Sindh, and the people of Pakistan as a whole. The Project covered mangrove plantation at an area of 500 hectares within Port Qasim jurisdiction, and establishment of a 50,000-container-mangrove plant nursery. During the year, extensive and regular maintenance of the plantation has been carried for their conservation and an immediate benefit was provided to the community in the form of wages to laborers engaged from Rehri and Lat Basti, villages located near PIBT Site, during such maintenance. Moreover, the Company, on its own, has started plantation of mangroves alongside the trestle area on site which will support the dust emission control plan and help sustain the ecosystems of the area.

In the end, Board of Directors of the company would like to reiterate their commitment to build Pakistan's first state-

of-the-art mechanized bulk cargo handling terminal for the handling of Coal, Clinker & Cement, compliant with international standards of excellence which will curtail environment pollution and modernize the port infrastructure of the country.

For and on behalf of Board of Directors

Sharique Azim Siddiqui  
Chief Executive Officer  
Karachi: September 20, 2016



## ڈائریکٹر کی رپورٹ

30 جون 2016 کو ختم ہونے والے سال کے لیے کمپنی کے آڈٹ شدہ مالیاتی گوشواروں کے ساتھ پاکستان انٹرنیشنل بلک ٹریڈنگ لمیٹڈ ("کمپنی") کی سالانہ رپورٹ پیش کرنے میں ڈائریکٹر خوشی محسوس کرتے ہیں۔

کارکردگی کا جائزہ اور منصوبے کا خلاصہ:

1. پورٹ قاسم اتھارٹی ("PQA") کے ساتھ کمپنی نے 6 نومبر 2010 کو بلڈ، آپریٹ، ٹرانسفر (BOT) کی بنیاد پر 30 سال تک کے عرصے کے لیے پورٹ محمد بن قاسم پر کلنکر / سیمنٹ کے ٹریڈنگ کی تعمیر، ترقی، آپریشنز اور انتظامات کا معاہدہ کیا ہے۔ کمپنی کے ٹریڈنگ کا منصوبہ تعمیر کے ابتدائی مراحل میں ہے اور کمپنی کے آپریشنز کا اب تک آغاز نہیں ہوا ہے۔
2. کمپنی نے چائنا ہاربر انجینئرنگ کمپنی لمیٹڈ ("CHEC") کے ساتھ کمپنی کے کوئلے، سیمنٹ اور کلنکر بلک کے بندوبست کی جگہ کے لیے انجینئرنگ، تعمیر، تنصیب، ٹیسٹنگ اور تعمیراتی کام کاج کے اختیارات کی بابت انجینئرنگ، خریداری اور تعمیر (EPC) کے مقصد کے تحت ایک معاہدہ کیا ہے جس کی قیمت 12.499 بلین روپے ہے۔ CHEC نے تعمیراتی کام کا تیزی سے آغاز کر دیا ہے جس کی تکمیل 2016 کے آخر تک متوقع ہے۔
3. سال کے دوران کمپنی نے ناردرن ہیوی انڈسٹریز گروپ کمپنی ("NHI") کے ساتھ آلات کی سپلائی کے حوالے سے 13 جولائی 2015 کو ایک معاہدہ کیا، اسی طرز کا معاہدہ شنگھائی زین ہوا ہیوی انڈسٹریز کمپنی ("ZPMC") سے 11 اگست 2015 کو ہوا اور 17 ستمبر 2015 کو بتریب "کنویئر بیلٹ سسٹم"، "کرین سسٹم" - شپ لوڈرز اور ان-لوڈرز اور "پاور ہاؤس کے آلات" کی خریداری، ترسیل اور انتظامات کے لیے ایسا ہی معاہدہ CHEC کے ساتھ ہوا جس کے انتظامات کی تاریخ 2016 کے اواخر میں تھی۔ مذکورہ بالا آلات کی جزوی سپینٹ پہنچنا شروع ہو چکی ہے۔ کمپنی نے پلانٹ اور آلات کی خریداری کے طریقہ کار کے لیے میسرز ہیبرگ پورٹ کنسلٹنسی، جرمنی کو کنسلٹنٹ کے طور پر تعینات کیا ہے۔

4. CHEC کی جانب سے منصوبے پر کی جانے والی ترقیاتی سرگرمیوں کی موجودہ رفتار اطمینان بخش ہے جس میں آلات کی سپلائی، ترسیل اور انتظامات بھی شامل ہیں اور توقع ہے کہ منصوبہ مقررہ وقت کے اندر پایہ تکمیل کو پہنچ جائے گا۔

### مالیاتی کارکردگی

سال کے دوران کمپنی نے دیگر آمدنی کی مد میں 112.307 ملین روپے حاصل کیے (2015: میں 181.040 ملین روپے) جس میں کمرشل بینک کے ساتھ رکھے گئے رہن پر سود / مارک اپ کی آمدنی اور پیسہ / آمدنی فنڈز پر حاصل شدہ نفع شامل ہے۔ کمپنی نے پچھلے سال کے دوران 126.901 ملین روپے کے منافع کے مقابلے میں اس سال 56.383 ملین روپے قبل از ٹیکس منافع حاصل کر چکی ہے۔ پچھلے سال کے دوران 81.381 ملین روپے کے خالص منافع کے مقابلے میں اس سال بعد از ٹیکس منافع 35.060 ملین روپے رہا۔

### مالیاتی نتائج

اس کا خلاصہ درج ذیل میں ہے:

000، ملین روپے میں

56,383

قبل از ٹیکس منافع

(21,323)

35,060

ٹیکس

بعد از ٹیکس منافع

0.03 روپے

فی شیئر منافع - بنیادی اور ڈائیلیوٹڈ

1. بین الاقوامی مالیاتی کارپوریشن (IFC) کے مالی معاہدوں کے مطابق مالیات کا ایک حصہ IFC مہیا کرے گا جسے ایکویٹی کی شکل دی جائے گی۔ مندرجہ بالا معاہدوں کو مد نظر رکھتے ہوئے کمپنی کے ممبران نے 15 اکتوبر 2014 کو منعقد ہونے والی سالانہ جنرل میٹنگ میں کمپنی سے براہ راست اضافی شیئرز خریدنے کے مقابلے میں بصورت دیگر 10 روپے فی شیئر کی مساوی قیمت پر شیئرز جاری کر کے 189,653,626 شیئرز جاری کرنے کی منظوری دی اور اسی مناسبت سے کمپنیز آرڈیننس 1984 کے مطابق کمپنی نے سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی منظوری بھی حاصل کر لی ہے۔ سال کے دوران ان شیئرز کو جاری کرنے کے لیے کمپنی نے نقد کی تلافی کے طور پر 1,896 ملین روپے وصول کیے جنہیں 16 جولائی 2015 کو بین الاقوامی مالیاتی کارپوریشن (IFC) کو الاٹ کر دیا گیا۔
2. کمپنی کے بورڈ آف ڈائریکٹرز نے 21 اگست 2015 کو ہونے والی اپنی میٹنگ میں 10 روپے فی شیئر کی مساوی قیمت پر اضافی شیئرز براہ راست کمپنی سے خریدنے کے طریقہ کار پر ہر 100 موجودہ عام شیئرز کے لیے چونتیس عام شیئرز کی شرح سے 322,411,164 عام شیئرز جاری کرنے کی منظوری دی۔ اضافی شیئرز براہ راست کمپنی سے خریدنے کی الاٹمنٹ کا پورا طریقہ کار 26 نومبر 2015 کو مکمل ہوا۔ ڈائریکٹرز نے عام لوگوں اور کمپنی کے ادارہ جاتی سرمایہ کاروں کے سامنے اپنے شیئر ہولڈرز سے اظہار تشکر کیا۔
3. جیسا کہ مالیاتی گوشواروں میں پوری طرح بتا دیا گیا کہ سال کے دوران 12,786 ملین روپے کے مجموعی طے شدہ قرضوں میں سے کمپنی نے پہلی بار اپنے بین الاقوامی اور مقامی قرضوں کی سہولیات میں سے 5,390 ملین روپے کی سرمائے کی کٹوتی کی۔ منصوبے کے تمام اسٹیک ہولڈرز میں اعتماد برقرار رکھنے پر ڈائریکٹرز بین الاقوامی اور مقامی قرض دہندگان کا بھی شکریہ ادا کرنا چاہیں گے۔

## موزونیت

بورڈ آف ڈائریکٹرز نے کسی ڈیویڈنڈ اور / یا بونس کی مالی سال 2016 کے لیے کوئی سفارش نہیں کی کیونکہ کمپنی نے اب تک تجارتی سرگرمیوں کا آغاز نہیں کیا ہے۔ یہ سفارش سرمایہ کاروں کو بتائے جانے والے مجموعی مالیاتی منصوبے کے مطابق ہے۔

## اجتماعی گورننس کے ضابطے کی تعمیل

30 جون 2016 کو ختم ہونے والے متعلقہ سال کے لیے لسٹنگ کے قواعد و ضوابط میں پاکستان اسٹاک ایکسچینج (سابقہ کراچی اسٹاک ایکسچینج) کی جانب سے طے کردہ اجتماعی گورننس کے ضابطے کی ضروری تعمیل بروئے کار لائی جا چکی ہے۔ اس بارے میں ایک بیان رپورٹ کے ساتھ منسلک ہے۔

معاوضے میں تبدیلی (برطانیہ) U/S 218 (1)، کمپنیز آرڈیننس (1984)

رواں سال مقررہ 30 جون 2015 بورڈ آف ڈائریکٹرز نے چیف ایگزیکٹو افسر اور ایگزیکٹو ڈائریکٹر کے معاوضے پر نظر ثانی کی ہے۔ نظر ثانی شدہ معاوضہ حسب ذیل ہے۔  
جناب شارق عظیم صدیقی، چیف ایگزیکٹو افسر 17.094 ملین روپے سے بڑھا کر 21.000 ملین روپے سالانہ جو کہ یکم جولائی 2015 سے مؤثر ہے۔  
جناب عاصم عظیم صدیقی، ایگزیکٹو ڈائریکٹر 17.094 ملین روپے سے بڑھا کر 21.000 ملین روپے سالانہ جو کہ یکم جولائی 2015 سے مؤثر ہے۔  
ان کی ملازمت کے معاہدے کی دیگر شرائط و ضوابط میں یکساں رہیں گے اور کمپنی ان کو پالیسی کے مطابق طے شدہ تمام فوائد، الاؤنس اور اضافی مراعات فراہم کرے گی جن کے وہ حقدار ہیں۔

## مجموعی عملداری اور مالیاتی رپورٹنگ کا فریم ورک

<p>☒ اجتماعی گورننس کی بہترین مشقوں میں کسی قسم کا انحراف نہیں ہے جس کی تفصیل لسٹنگ کے قواعد و ضوابط میں ہے۔</p>	<p>☒ انتظامیہ کی جانب سے تیار کیے جانے والے مالیاتی گوشواروں میں اس کے معمولات، آپریشنز کے نتائج، کیش فلو اور ایکویٹی میں تبدیلیوں کو عمدہ طریقے سے پیش کیا گیا ہے۔</p>
<p>☒ کمپنی کی جانب سے کھاتہ جات کو معیاری اور موزوں طرز پر برقرار رکھا گیا ہے۔</p>	<p>☒ مالیاتی گوشواروں کی تیاری میں اکاؤنٹنگ کی پالیسیوں کا مستقل انداز میں نفاذ کیا گیا ہے اور اکاؤنٹنگ کے تخمینوں کا دارومدار معقول اور محتاط فیصلے پر مبنی ہے۔</p>
<p>☒ 30 جون 2016 تک ان کے غیر آڈٹ شدہ کھاتوں کی بنیاد پر پراویڈنٹ فنڈ کی سرمایہ کاری کی مالیت 28.050 ملین روپے تھی۔</p>	<p>☒ مالیاتی گوشواروں کی تیاری میں بین الاقوامی اکاؤنٹنگ کے معیار کا نفاذ کیا گیا ہے جو پاکستان میں بھی رائج ہیں۔</p>

<p>☒ چلتے ہوئے کاروبار کے حوالے سے کمپنی کی قابلیت پر کسی قسم کے شبہات نہیں ہیں۔</p>	<p>☒ اندرونی کنٹرول کے سسٹم کا ڈیزائن عمدہ ہے اور اس کا نفاذ اور نگرانی موثر ہے۔</p>
<p>☒ کمپنی کے ڈائریکٹرز، سی۔ای۔او، سی۔ایف۔او، کمپنی سیکریٹری اور ان کی شریک حیات اور چھوٹے بچوں کے شیئرز کی خرید و فروخت کی تفصیلات اور شیئر ہولڈنگ کی بناوٹ کو منسلک شدہ شیئر ہولڈرز کی معلومات میں شامل کیا گیا ہے۔</p>	<p>☒ رواں سال ایک ایگزیکٹیو ڈائریکٹر (سی۔ای۔او) نے انسٹیٹیوٹ آف چارٹرڈ اکاؤنٹنٹس آف پاکستان کی جانب سے ڈائریکٹرز کے تربیتی پروگرام کے تحت سند تکمیل حاصل کی۔</p>

### ڈائریکٹرز کی میٹنگز

#### بورڈ آف ڈائریکٹرز

سال کے دوران بورڈ آف ڈائریکٹرز کی پانچ میٹنگز منعقد ہوئیں جن میں مندرجہ ذیل ڈائریکٹرز شریک ہوئے:

میٹنگز میں شرکت	ڈائریکٹرز کا نام	میٹنگز میں شرکت	ڈائریکٹرز کا نام
5	سید نظام احمد شاہ	5	کیپٹن حلیم احمد صدیقی
4	کیپٹن ظفر اقبال اعوان	5	جناب شارق عظیم صدیقی
5	جناب علی رضا صدیقی	5	جناب عاصم عظیم صدیقی
5	جناب محمد مسعود احمد عثمانی		

### بورڈ آف ڈائریکٹرز کی کمیٹی

سال کے دوران آڈٹ کمیٹی (AC) کی چار میٹنگز اور ہیومن ریسورس اینڈ رینیو مریٹن کمیٹی (HRC) کی تین میٹنگز منعقد ہوئیں۔ ان میں مندرجہ ذیل ارکان نے شرکت کی:

ڈائریکٹرز کا نام	AC کی میٹنگز میں شرکت	ڈائریکٹرز کا نام	HRC کی میٹنگز میں شرکت
سید نظام احمد شاہ	4	سید نظام احمد شاہ	3
جناب عاصم عظیم صدیقی	4	جناب شارق عظیم صدیقی	3
جناب علی رضا صدیقی	4	جناب علی رضا صدیقی	3
جناب محمد مسعود احمد عثمانی*	1		

\* جناب محمد مسعود احمد عثمانی کو سال کے دوران 22 فروری 2016 کو آڈٹ کمیٹی کے رکن کے طور پر تعینات کیا گیا تھا۔

### آڈیٹرز

آڈیٹرز، میسرز ای وائی فور ڈی ہوڈز، چارٹرڈ اکاؤنٹنٹس ریٹائر اور اہل ہونے کے ناطے انہوں نے خود کو دوبارہ تعیناتی کے لیے پیش کیا۔ آڈٹ کمیٹی نے ریٹائر ہونے والے آڈیٹرز کو 30 جون 2017 میں ختم ہونے والے سال کے لیے دوبارہ تعینات کرنے کی سفارش کی اور بورڈ نے آڈٹ کمیٹی کی سفارش قبول کر لی۔

### ضابطہ اخلاق اور کاروبار کے اصول

بورڈ نے ضابطہ اخلاق اور کاروباری اصول کو اپنا لیا ہے جسے کمپنی کے تمام ڈائریکٹرز اور ملازمین نے تسلیم کر کے اس پر دستخط کیے ہیں اور جس پر عمل کرنا سب پر لازم ہے۔

### گرین آپریشنز

PIBT وہ پہلی جگہ ہوگی جہاں عالمی بینک کے معیار کے مطابق ماحولیاتی آلودگی پر قابو پایا جائے گا۔ اس حوالے سے PIBT نے ایک منصوبہ برائے ماحولیاتی انتظام (EMP) تشکیل دیا ہے جو پاکستان کے مروجہ قوانین اور قواعد و ضوابط، IFC کی کارکردگی کے معیار اور عالمی بینک کے گروپ برائے ماحولیاتی صحت اور حفاظتی رہنمائی کی پیروی کرے گا۔  
EMP کے اہم پہلو یہ ہیں:



<input type="checkbox"/> ٹھوس فضلے کا بندوبست کرنا <input type="checkbox"/> کچھڑ وغیرہ کی تلفی کا بندوبست کرنا <input type="checkbox"/> مختلف النوع حیاتیات کا تحفظ اور قابل برداشت قدرتی ذرائع کا انتظام کرنا	<input type="checkbox"/> گردوغبار کے اخراج پر قابو پانا <input type="checkbox"/> صوتی آلودگی پر قابو پانا <input type="checkbox"/> گندے پانی کا بندوبست کرنا
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EMP کے یہ اہم پہلو اور متعلقہ قواعد و ضوابط وغیرہ کی منظوری کے بعد تعمیریاتی کام اور آلات کی سپلائی کے ٹھیکیداروں کو فراہم کر دیے گئے ہیں جن کا نفاذ ٹریٹمنٹ کی تعمیر کے مرحلے پر ہو گا۔

### مجموعی معاشرتی ذمہ داری

کسی بھی بڑے ادارے کے قیام میں لوگوں کی فلاح و بہبود اور اچھی زندگی کا ایک پیچیدہ تعلق اور دارومدار ہوتا ہے۔ پاکستان انٹرنیشنل بلک ٹریٹمنٹ لمیٹڈ ماحول، آجر، برادریوں اور عوام کے دیگر تمام اسٹیک ہولڈرز پر اپنی سرگرمیوں سے ہونے والے اثرات کی ذمہ داری قبول کرتا ہے۔

مجموعی معاشرتی ذمہ داری کے پروگرام کے حصے کے طور پر کمپنی نے بین الاقوامی یونین برائے قدرتی تحفظ (IUCN) کے ساتھ ایک سمجھوتے پر دستخط کیے ہیں تاکہ دریائے سندھ کے ڈیلٹا میں مینگروو کے جنگلات کی ابتر حالت کو ٹھیک کیا جائے۔ پروگرام کا مجموعی مقصد ساحلی ماحولیاتی نظام کا تحفظ اور طویل المیعاد صلاحیت تھا، خصوصاً دریائے سندھ کے ڈیلٹا کی شمالی خلیج کے مینگروو کا تحفظ (اس جگہ کا کنٹرول پورٹ قاسم اتھارٹی کے پاس ہے) تاکہ اس بات کو یقینی بنایا جاسکے تاکہ قابل برداشت سطحوں تک اس ساحلی ماحولیاتی نظام کی کارکردگی، پیداوار اور خصوصیات، مقامی آبادیوں، سندھ کے عوام اور مجموعی طور پر پورے پاکستان کے عوام کے لیے فائدہ مند ہوں۔ اس منصوبے میں پورٹ قاسم اتھارٹی کی حدود کے اندر 500 ایکڑ پر مینگروو کی کاشت اور 50000 کنٹینر مینگروو کے پودوں کی نرسری کا قیام شامل ہے۔ سال کے دوران پودوں کے تحفظ کے لیے ان کی زبردست اور باقاعدگی سے دیکھ بھال کی گئی اور ریپڑی، لال بستی اور PIBT کے قریب واقع دیہاتوں

کے مزدوروں کو اس دیکھ بھال کے عوض تنخواہوں وغیرہ کی شکل میں فوری فوائد پہنچائے گئے۔ مزید یہ کہ کمپنی نے خود گھوڑی دار علاقوں کے ساتھ ساتھ مینگرو کی کاشت شروع کر دی ہے جس سے گردوغبار کے اخراج پر قابو پانے کے منصوبے کو تقویت ملے گی اور علاقے کا ماحولیاتی نظام بھی برداشت کے قابل بنے گا۔

آخر میں بورڈ آف ڈائریکٹرز اپنے اس عزم کا اعادہ کرتے ہیں کہ کولے، کلنکر اور سیمنٹ کے بندوبست کے لیے پاکستان کا پہلا اور جدت کا شاہکار بلک کارگو ہینڈلنگ ٹرمینل بنائیں گے جو بین الاقوامی معیار پر پورا اترتے ہوئے ماحولیاتی آلودگی پر قابو پائے گا اور ملک میں بندرگاہ کے انفراسٹرکچر کو ترقی دینے میں معاون ثابت ہوگا۔

بورڈ آف ڈائریکٹرز کی جانب سے

شارق عظیم صدیقی

چیف ایگزیکٹو

کراچی: 20 ستمبر 2016

# Key Financial Data

	2016	2015	2014	2013	2012	2011
	----- (Rupees in '000) -----					
<b>PROFIT &amp; LOSS SUMMARY*</b>						
Other Income	112,307	181,040	6,068	8,142	10,237	7,667
Profit / (Loss) before taxation	56,383	126,901	(27,769)	(31,018)	(10,364)	7,341
Profit / (Loss) after taxation	35,060	81,381	(16,868)	(20,747)	(6,681)	8,166
<b>BALANCE SHEET SUMMARY</b>						
Non-Current Assets	16,871,219	6,416,287	4,064,542	3,163,273	1,202,500	407,074
Current Assets	2,427,049	1,411,245	2,526,345	87,728	44,550	17,497
Capital Expenditure during the year	10,585,984	2,315,678	837,683	1,842,901	788,781	403,448
Share Capital	12,706,793	7,586,145	545,766	545,766	545,766	425,000
Share Holders' Equity	12,776,921	7,621,213	499,453	516,321	537,068	422,983
Advance / Subscription against proposed issue of right shares	-	-	6,066,330	2,105,000	700,000	-
Non-Current Liabilities	6,034,041	159,329	8,278	-	-	-
Current Liabilities	487,306	46,990	16,826	629,680	9,982	1,588
<b>STATISTICS</b>						
Break up Value Per Ordinary Share (Rs.)	10.06	10.05	9.15	9.46	9.84	9.95
Market Value Per Ordinary Share (Rs.)	32.07	36.06	29.79	-	-	-
Earnings Per Ordinary Share (Rs.)	0.03	0.07	(0.02)	(0.14)	(0.12)	(0.02)
		(Restated)				

\* As the Company has yet to start its commercial operations, therefore, the "Key Operational Data" has not been provided.

\*\* The Company was listed at the Karachi Stock Exchange Limited on December 23, 2013. The market value represents closing rate of the Company's share as at the close of financial year.

# Statement of Compliance with Code of Corporate Governance for the year ended June 30, 2016

This statement is being presented to comply with the Code of Corporate Governance (the “Code”) contained in the Listing Regulation No. 35 of Pakistan Stock Exchange (formerly Karachi Stock Exchange) 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 Code in the following manner:

1. The Board of Directors of the Pakistan International Bulk Terminal Limited (the “Company”) has always supported and re-confirms its commitment to continued support and implementation of the highest standards of Corporate Governance at all times.
2. 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 Directors	Syed Nizam A. Shah
	Mr. Ali Raza Siddiqui
Executive Directors	Mr. Aasim Azim Siddiqui
	Mr. Sharique Azim Siddiqui
Non - Executive Directors	Capt. Haleem Ahmad Siddiqui
	Capt. Zafar Iqbal Awan
	Mr. M. Masood Ahmed Usmani

The independent directors meet the criteria of independence under clause 5.19.1. (b) of the Code.

3. The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this Company.
4. All the resident directors of the Company are registered as taxpayers and none of them has defaulted in payment of any loan to a banking company, a DFI or an NBFIs or, being a member of a stock exchange, has been declared as a defaulter by that stock exchange.
5. There were no casual vacancies on the Board during the year.
6. 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.
7. 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.

8. All 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.
9. 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 atleast seven days before the meetings. The minutes of the meetings were appropriately recorded and circulated.
10. During the year, an Executive Director (CEO) has obtained the Certification under Director's Training Program conducted by the Institute of Chartered Accountants of Pakistan. The other executive director, non-executive directors and one of the Independent Directors had obtained similar certifications from local and foreign institutes. In addition, the other Independent Director of the company meets the criteria of exemption under clause (xi) of the Code, and accordingly is exempted from director's training program.
11. There has been no new appointment, at the CFO, Company Secretary, and Head of Internal Audit positions, during the year.
12. The Directors' Report for this year has been prepared in compliance with the requirements of the Code and fully describes the salient matters required to be disclosed.
13. The financial statements of the Company were duly endorsed by CEO and CFO before approval of the Board.
14. 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.
15. The Company has complied with all the corporate and financial reporting requirements of the Code.
16. The Board has formed an Audit Committee, and the composition of the Committee is as follows;

Name	Chairman / Member	Category
Syed Nizam A. Shah	Chairman	Independent Director
Mr. Ali Raza Siddiqui	Member	Independent Director
Mr. Aasim Azim Siddiqui	Member	Executive Director
Mr. M. Masood Ahmed Usmani	Member	Non - Executive Director

17. The meetings 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 Code. The terms of reference of the Committee have been formed and advised to the Committee for compliance.
18. The Board has set-up an effective internal audit function that is considered suitably qualified and experienced for the purpose and is conversant with the policies and procedures of the Company.
19. The Board has formed a Human Resources and Remuneration Committee, and the composition of the Committee is as follows;

Name	Chairman / Member	Category
Syed Nizam A. Shah	Chairman	Independent Director
Mr. Ali Raza Siddiqui	Member	Independent Director
Mr. Sharique Azim Siddiqui	Member	Executive Director

20. The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the quality control review program of the Institute of Chartered Accountants of Pakistan (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.
21. 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.
22. The 'closed period', prior to the announcement of interim / final results, and business decisions, which may materially affect the market price of Company's securities, was determined and intimated to directors, employees and stock exchange.
23. Material / price sensitive information has been disseminated among all market participants at once through stock exchange.
24. We confirm that all other material principles enshrined in the Code have been complied with.

Sharique Azim Siddiqui  
Chief Executive Officer  
20 September, 2016

# Review report to the members on statement of compliance with the 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 Pakistan International Bulk Terminal Limited (the Company) for the year ended 30 June 2016 to comply with the requirements of Rule Book of 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's 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 prevail 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 procedures 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 to the Company for the year ended 30 June 2016.

EY Ford Rhodes  
Chartered Accountants  
Place: Karachi  
Date: 20 September 2016

Clinker Partition walls







# PIBT EVENTS

# 6th Annual General Meeting





# 12th Annual Environment Excellence Award



PIBT received 12th Environment Excellence Award-Clean Environment for Green Pakistan on August 2015 for planting mangroves on approximately 1200 acres at and around the jurisdiction of Port Qasim in the year 2012-14.

Award ceremony was conducted by National forum for environment and health



# Bankers Visit at PIBT Site



# Board of Directors' Visit at PIBT Site





# Chairman Port Qasim Visit at PIBT Site







# Secretary Ports & Shipping Visit at PIBT Site



# Director General Sindh Environment Protection Agency Audit at PIBT Site



# IFC & Royal Haskoning Audit at PIBT Site





# China Harbour Engineering Company Power House Contract Signing

October 2015



Power House at PIBT Site  
September 2016

# Unveiling of Plaque Security Checkpost Chairman PQA



# Board of Directors' & Progress Meetings at PIBT Site











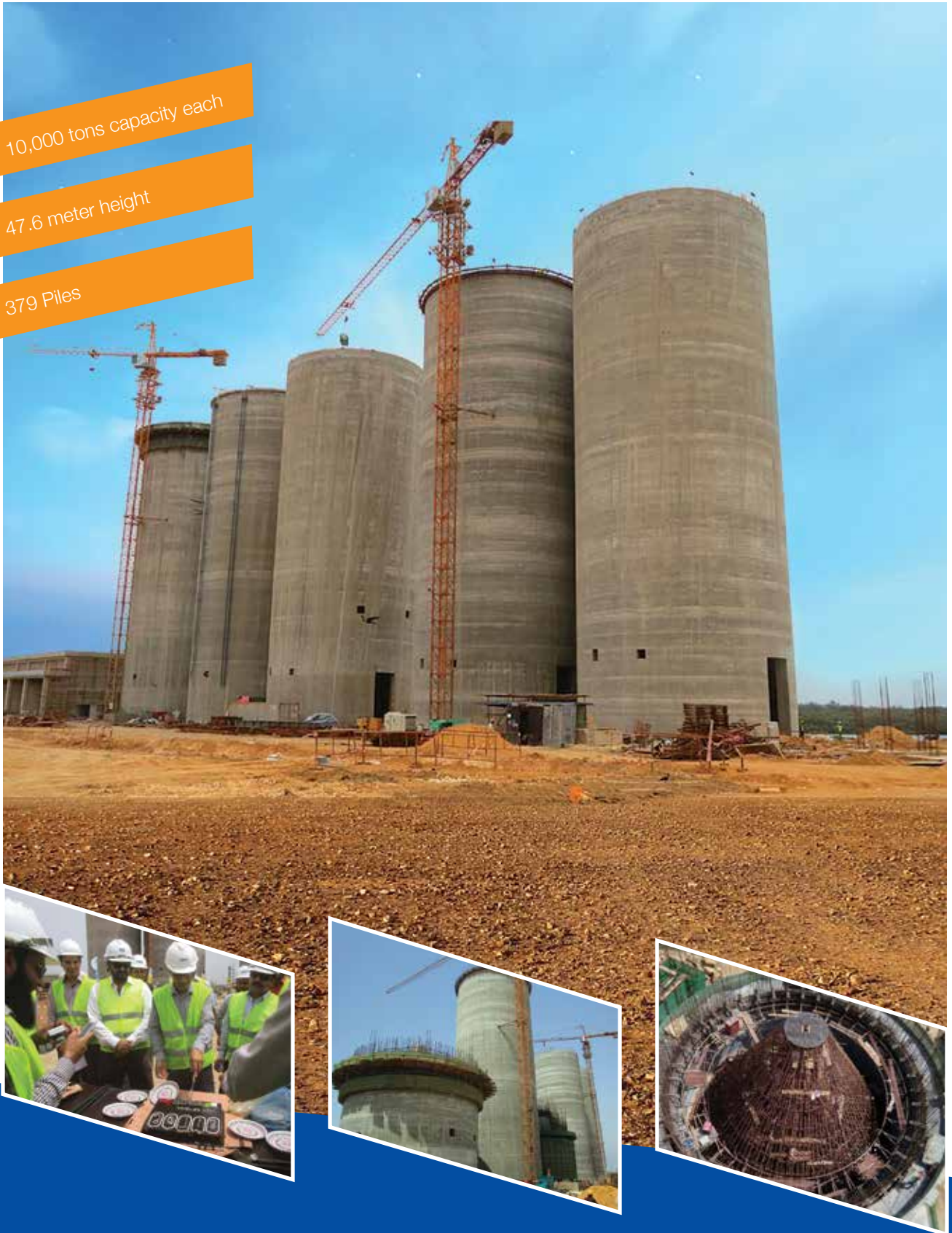
# PIBT Construction Work

# Silos

10,000 tons capacity each

47.6 meter height

379 Piles



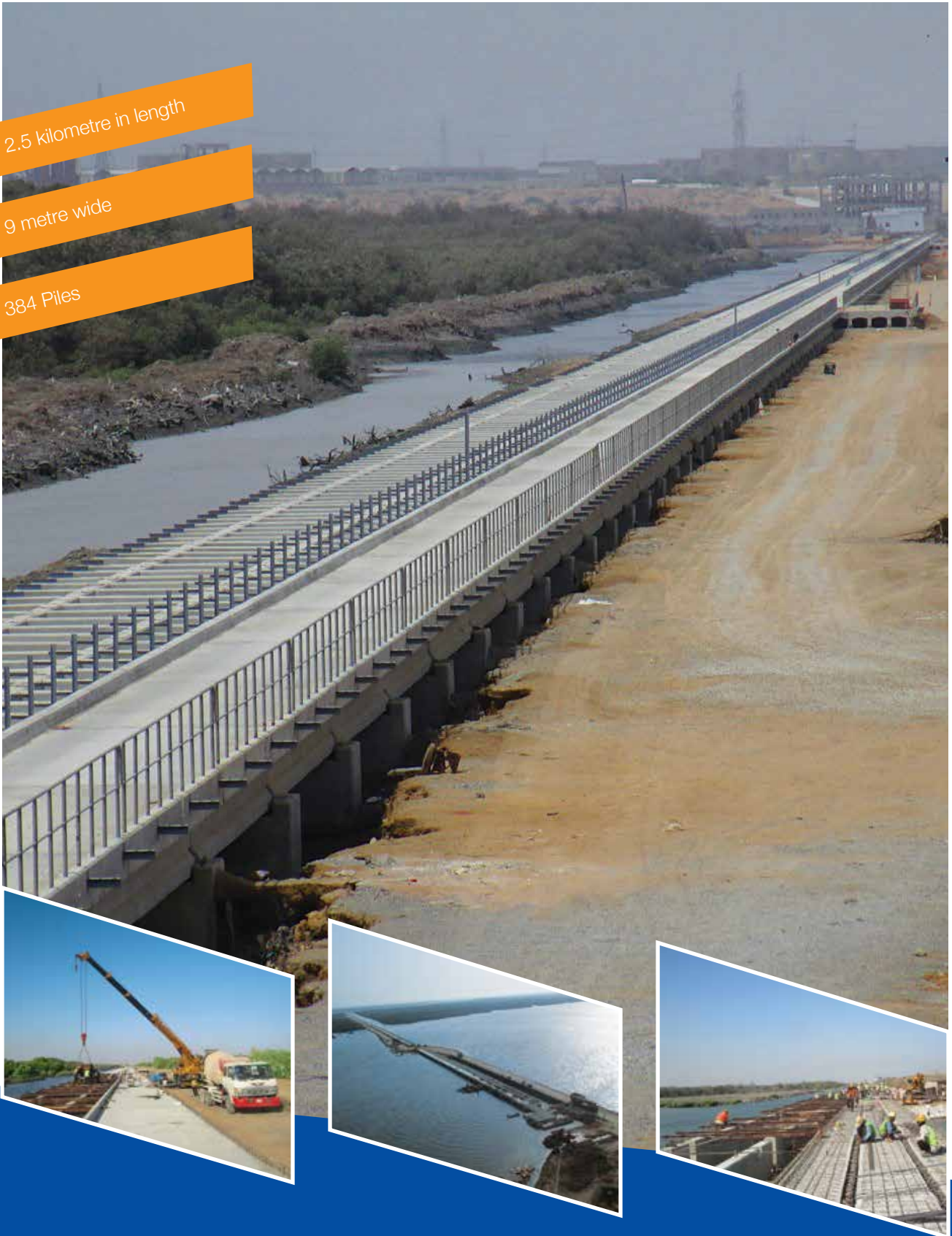


# Trestle

2.5 kilometre in length

9 metre wide

384 Piles





# Jetty

439 meter in length

22 metre wide

275 Piles



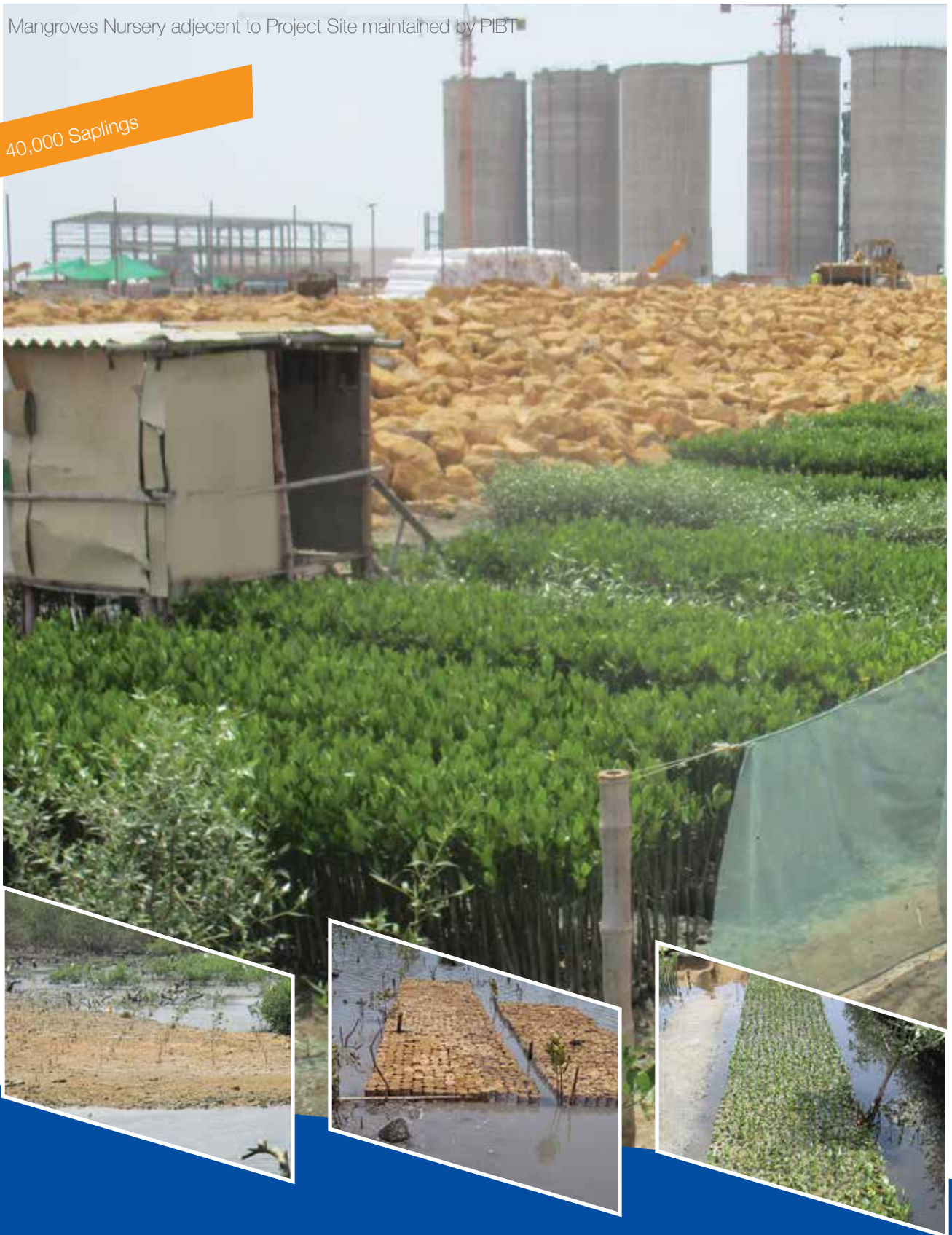




# Mangroves Plantation

Mangroves Nursery adjacent to Project Site maintained by PIBT

40,000 Saplings





# Land Side Activities

## Admin Block



## Fabrication yard



## Conveyor Belt Foundation



## Gate Houses



# Land Side Activities

## Guards Accommodation



## Power House



## Workshop






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



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# Auditors' Report to the Members

We have audited the annexed balance sheet of PAKISTAN INTERNATIONAL BULK TERMINAL LIMITED (the Company) as at 30 June 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 account have been kept by the Company as required by the Companies Ordinance, 1984;
- b) in our opinion:
  - i) 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 account and are further in accordance with accounting policies consistently applied, except for changes as stated in note 2.4.1 to the accompanying financial statements with which we concur;
  - 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 30 June 2016 and of the profit, comprehensive income, its cash flows and changes in equity for the year then ended; and
- d) in our opinion, no Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980.

**EY Ford Rhodes**

Chartered Accountants

Audit Engagement Partner: Riaz A. Rehman Chamdia

Date: 20 September 2016

Place: Karachi

# Balance Sheet

As at June 30, 2016

	Note	2016 ------(Rupees in '000)-----	2015
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	4	16,475,660	5,846,214
Intangible assets	5	330,481	343,486
Deferred transaction costs on long term financing		-	177,305
Deferred tax	6	65,078	49,282
		<u>16,871,219</u>	<u>6,416,287</u>
<b>CURRENT ASSETS</b>			
Trade deposits and short term prepayments	7	12,923	250
Other receivables	8	230	74
Short term investments		-	403
Sales tax refundable	9	163,488	-
Taxation – net	9	52,971	395
Cash and bank balances	10	2,197,437	1,410,123
		<u>2,427,049</u>	<u>1,411,245</u>
<b>TOTAL ASSETS</b>		<u><u>19,298,268</u></u>	<u><u>7,827,532</u></u>
<b>SHARE CAPITAL AND RESERVES</b>			
<b>Authorised capital</b>			
1,500,000,000 (2015: 1,500,000,000) Ordinary shares of Rs. 10/- each		<u>15,000,000</u>	<u>15,000,000</u>
<b>Issued, subscribed and paid-up capital</b>			
1,270,679,294 (2015: 758,614,504) Ordinary shares of Rs. 10/- each fully paid in cash	11	12,706,793	7,586,145
Accumulated profit		70,128	35,068
		<u>12,776,921</u>	<u>7,621,213</u>
<b>NON-CURRENT LIABILITIES</b>			
Long-term financing	12	5,072,404	-
Retention money – EPC contractor		948,426	149,410
Staff compensated absences		13,211	9,919
		<u>6,034,041</u>	<u>159,329</u>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	13	470,028	46,990
Accrued interest		17,278	-
		<u>487,306</u>	<u>46,990</u>
<b>COMMITMENTS</b>	14		
<b>TOTAL EQUITY AND LIABILITIES</b>		<u><u>19,298,268</u></u>	<u><u>7,827,532</u></u>

The annexed notes from 1 to 24 form an integral part of these financial statements.

Sharique Azim Siddiqui  
Chief Executive Officer

Capt. Zafar Iqbal Awan  
Director

# Profit and Loss Account

For the year ended June 30, 2016

	Note	2016 ------(Rupees in '000)-----	2015
Administrative expenses	15	(55,924)	(50,519)
Other operating expenses – workers' welfare fund		-	(3,620)
Other income	16	112,307	181,040
<b>Profit before taxation</b>		<u>56,383</u>	<u>126,901</u>
Taxation	17	(21,323)	(45,520)
<b>Profit after taxation</b>		<u>35,060</u>	<u>81,381</u>
<b>Earnings per ordinary share – basic and diluted</b>	18	<u>0.03</u>	<u>(Restated) 0.07</u>

The annexed notes from 1 to 24 form an integral part of these financial statements.

Sharique Azim Siddiqui  
Chief Executive Officer

Capt. Zafar Iqbal Awan  
Director

# Statement of Comprehensive Income

For the year ended June 30, 2016

	2016	2015
	----- (Rupees in '000) -----	
Profit for the year	35,060	81,381
Other comprehensive income	-	-
<b>Total comprehensive income for the year</b>	<u>35,060</u>	<u>81,381</u>

The annexed notes from 1 to 24 form an integral part of these financial statements.

Sharique Azim Siddiqui  
Chief Executive Officer

Capt. Zafar Iqbal Awan  
Director

# Cash Flow Statement

For the year ended June 30, 2016

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

## CASH FLOWS FROM OPERATING ACTIVITIES

Profit before taxation	56,383	126,901
Adjustments for non-cash items		
Depreciation	1,725	1,376
Amortization	13	6
Gain on sale of short term investment	(11)	-
Staff compensated absences	329	179
Gain on sale of fixed assets	-	(281)
Unrealised gain on investment – net	-	(27)
	<u>58,439</u>	<u>128,154</u>
Increase in current assets		
Trade deposits and short term prepayments	(12,673)	-
Other receivables	(156)	(74)
Sales tax refundable	(163,488)	-
	<u>(176,317)</u>	<u>(74)</u>
Increase in current liabilities		
Trade and other payables	423,038	30,200
Cash generated from operations	<u>305,160</u>	<u>158,280</u>
Increase in retention money	799,017	149,410
Taxes paid	(89,694)	(59,013)
Staff compensated absences paid	-	(146)
Net cash generated from operating activities	<u>1,014,483</u>	<u>248,532</u>

## CASH FLOWS FROM INVESTING ACTIVITIES

Additions to property, plant and equipment	(33,763)	(38,143)
Additions to intangible assets	-	(404)
Additions to capital work in progress – net	(10,552,221)	(2,277,131)
Proceeds from sale of fixed assets	4,025	4,094
Proceeds from redemption of short term investments	414	-
Net cash used in investing activities	<u>(10,581,545)</u>	<u>(2,311,584)</u>

## CASH FLOWS FROM FINANCING ACTIVITIES

Proceeds from issue of shares	5,120,648	974,049
Proceeds from long term loan	5,345,460	-
Transaction costs paid on long term financing	(111,732)	(26,593)
Net cash generated from financing activities	<u>10,354,376</u>	<u>947,456</u>
Net increase / (decrease) in cash and cash equivalents	<u>787,314</u>	<u>(1,115,596)</u>
Cash and cash equivalents at the beginning of the year	1,410,123	2,525,719
Cash and cash equivalents at the end of the year	<u>2,197,437</u>	<u>1,410,123</u>

The annexed notes from 1 to 24 form an integral part of these financial statements.

Sharique Azim Siddiqui  
Chief Executive Officer

Capt. Zafar Iqbal Awan  
Director

# Statement of Changes in Equity

As at June 30, 2016

	Issued, subscribed and paid-up capital	Revenue reserve - accumulated (loss) / profit	Total
------(Rupees in '000)-----			
<b>Balance as at July 01, 2014</b>	545,766	(46,313)	499,453
Issue of right shares	7,040,379	-	7,040,379
Profit for the year	-	81,381	81,381
Other comprehensive income	-	-	-
Total comprehensive income	-	81,381	81,381
<b>Balance as at June 30, 2015</b>	<u>7,586,145</u>	<u>35,068</u>	<u>7,621,213</u>
Issue of shares other than right	1,896,536	-	1,896,536
Issue of right shares	3,224,112	-	3,224,112
Profit for the year	-	35,060	35,060
Other comprehensive income	-	-	-
Total comprehensive income	-	35,060	35,060
<b>Balance as at June 30, 2016</b>	<u><u>12,706,793</u></u>	<u><u>70,128</u></u>	<u><u>12,776,921</u></u>

The annexed notes from 1 to 24 form an integral part of these financial statements.

**Sharique Azim Siddiqui**  
Chief Executive Officer

**Capt. Zafar Iqbal Awan**  
Director

# Notes to the Financial Statements

For the year ended June 30, 2016

## 1. THE COMPANY AND ITS OPERATIONS

1.1 Pakistan International Bulk Terminal Limited (the Company) was incorporated under the Companies Ordinance, 1984 (the Ordinance) on March 22, 2010 as a private limited company. Subsequently, it was converted to an unquoted public limited and later on, listed on the Pakistan Stock Exchange (formerly Karachi Stock Exchange) on December 23, 2013. The registered office of the Company is situated at 2nd Floor, Business Plaza, Mumtaz Hassan Road, Karachi. The Company's terminal project is in start-up and construction phase and as a result, the Company has not commenced its operations.

1.2 The Company has entered into a Build Operate Transfer (BOT) contract with Port Qasim Authority (PQA) on November 06, 2010 for the exclusive construction, development, operations and management of a coal and clinker / cement terminal at Port Muhammad Bin Qasim for a period of thirty years.

## 2. BASIS OF PREPARATION

### 2.1 Statement of compliance

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

The Securities and Exchange Commission of Pakistan (SECP) in pursuance of the SRO No. 24 (1) / 2012 dated January 16, 2012 has granted waiver from the implementation of IFRIC 12 – "Service Concession Arrangements". However, the SECP made it mandatory to disclose the impact on the results of application of IFRIC-12 (Refer note 22).

### 2.2 Accounting convention

These financial statements have been prepared under the historical cost convention, except as disclosed in the accounting policies below.

### 2.3 Significant accounting judgements, estimates and assumptions

The preparation of Company's financial statements in conformity with above requirements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to the accounting estimates are recognized in the periods in which the estimates are revised and in any future periods affected.

In the process of applying the accounting policies, management has made the following judgements, estimates and assumptions which are significant to the financial statements.

	Notes
• determining the residual values, useful lives and impairment of property, plant and equipment and intangibles	3.1, 3.2, 4 & 5
• classification and valuation of investments	3.3
• deferred tax	3.7 & 6

A judgement has been made by the management, whereby, all costs that are directly attributable to the project have the probability that associated future economic benefits will flow to entity, are capitalized as capital work-in-progress. These will be expensed out (in form of impairment) in case if the project does not eventually materialize.

# Notes to the Financial Statements

For the year ended June 30, 2016

## 2.4 Adoption of amended standards

The accounting policies adopted in the preparation of these financial statements are consistent with those of the previous financial year except as describe below:

### 2.4.1 New Standards, Interpretations and Amendments

The Company has adopted the following accounting standards and the amendments and interpretation of IFRSs which became effective for the current year:

IFRS 10 – Consolidated Financial Statements

IFRS 11 – Joint Arrangements

IFRS 12 – Disclosure of Interests in Other Entities

IFRS 13 – Fair Value Measurement

IAS 27 – Equity Method in Separate Financial Statements

IAS 28 – Investments in Associates and Joint Ventures

The adoption of the above accounting standards did not have any effect on the financial statements.

### 2.4.2 Standards, interpretations and amendments to approved accounting standards that are not yet effective

The following standards, amendments and interpretations with respect to the approved accounting standards as applicable in Pakistan would be effective from the dates mentioned below against the respective standard or interpretation:

Standard or interpretation	Effective date (annual periods Beginning on or after)
IFRS 2 Share-based Payments – Classification and Measurement of Share-based Payments Transactions (Amendments)	01 January 2018
IFRS 10 Consolidated Financial Statements, IFRS 12 Disclosure of Interests in Other Entities and IAS 28 Investment in Associates – Investment Entities: Applying the Consolidation Exception (Amendment)	01 January 2016
IFRS 10 Consolidated Financial Statements and IAS 28 Investment in Associates and Joint Ventures – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendment)	Not yet finalized
IFRS 11 – Joint Arrangements - Accounting for Acquisition of Interest in Joint Operation (Amendment)	01 January 2016
IAS 1 – Presentation of Financial Statements - Disclosure Initiative (Amendment)	01 January 2016
IAS 7 Financial Instruments: Disclosures - Disclosure Initiative - (Amendment)	01 January 2017



# Notes to the Financial Statements

For the year ended June 30, 2016

	Effective date (annual periods Beginning on or after)
<b>Standard or interpretation</b>	
IAS 12 Income Taxes – Recognition of Deferred Tax Assets for Unrealized losses (Amendments)	01 January 2017
IAS 16 Property, Plant and Equipment and IAS 38 intangible assets - Clarification of Acceptable Method of Depreciation and Amortization (Amendment)	01 January 2016
IAS 16 Property, Plant and Equipment IAS 41 Agriculture - Agriculture: Bearer Plants (Amendment)	01 January 2016
IAS 27 – Separate Financial Statements – Equity Method in Separate Financial Statements (Amendment)	01 January 2016

The above standards and amendments are not expected to have any material impact on the Company's financial statements in the period of initial application.

In addition to the above standards and amendments, improvements to various accounting standards have also been issued by the IASB in September 2014. Such improvements are generally effective for accounting periods beginning on or after 01 January 2016. The Company expects that such improvements to the standards will not have any material impact on the Company's financial statements in the period of initial application.

Further, following new standards have been issued by IASB which are yet to be notified by the SECP for the purpose of applicability in Pakistan.

	IASB Effective date (annual periods Beginning on or after)
<b>Standard</b>	
IFRS 9 – Financial Instruments: Classification and Measurement	01 January 2018
IFRS 14 – Regulatory Deferral Accounts	01 January 2016
IFRS 15 – Revenue from Contracts with Customers	01 January 2018
IFRS 16 – Leases	01 January 2019

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### 3.1 Property, plant and equipment

#### 3.1.1 Fixed assets

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any.

Depreciation is charged to profit and loss account using straight line method so as to write off the historical cost of the assets over their estimated useful lives at the rates specified in note 4.1 to these financial

# Notes to the Financial Statements

For the year ended June 30, 2016

statements. Depreciation on additions is charged from the month in which the asset is available to use and on disposals upto the month the respective asset was in use. Assets residual values, useful lives and methods are reviewed, and adjusted, if appropriate, at each financial year end.

The carrying values of property, plant and equipment are reviewed at each reporting date for indication that an asset may be impaired and carrying values may not be recovered. If any such indication exists and where the carrying values exceed the estimated recoverable amount, the assets or cash generating units are written down to their recoverable amount. The recoverable amount of property, plant and equipment is the greater of net selling price and value in use.

Maintenance and normal repairs are charged to profit and loss account as and when incurred. Major renewals and improvements, if any, are capitalized when it is probable that respective future economic benefits will flow to the Company.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use. Gains and losses on disposals are determined by comparing proceeds with the carrying amount of the relevant assets. These are included in the profit and loss account in the period in which they arise.

## 3.1.2 Capital work-in-progress

These are stated at cost less accumulated impairment losses, if any. All expenditure connected with specific assets incurred during installation and construction period are carried under this head. These are transferred to specific assets as and when these assets are available for use.

## 3.2 Intangible assets

An intangible asset is recognized if it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and that the cost of such asset can also be measured reliably.

Costs incurred on the acquisition of computer software are capitalized and are amortized on straight line basis over their estimated useful life. Amortization is charged in the month in which the asset is put to use at the rates stated in note 5 to these financial statements.

Development expenditure incurred on the project is capitalized when its future recoverability can reasonably be regarded as assured. These are amortized over their useful life on straight line basis commencing from the date of completion of the project, on a monthly pro-rata basis.

Useful lives of intangible assets are reviewed, at each financial year end and adjusted if appropriate.

The carrying value of intangible assets are reviewed for impairment at each financial year end when events or changes in circumstances, indicate that the carrying value may not be recoverable.

## 3.3 Investments

The investments of the Company, upon initial recognition, are classified as investment at fair value through profit or loss, held to maturity investment or available for sale investment, as appropriate. The Company determines the classification of its financial assets after initial recognition and, where allowed and appropriate, re-evaluates this designation at each financial year-end.

When investments are recognized initially, they are measured at fair value, plus, in the case of investments not at fair value through profit or loss, directly attributable transaction costs.

# Notes to the Financial Statements

For the year ended June 30, 2016

## Investments at fair value through profit or loss

Financial assets at fair value through profit or loss includes financial assets held for trading and financial assets designated upon initial recognition as at fair value through profit or loss.

Investments which are acquired principally for the purpose of generating profit from short term fluctuations in price or dealer's margin are classified as held for trading. After initial recognition, these are stated at fair values with any resulting gains or losses recognized directly in the profit and loss account. Transaction costs are charged to profit and loss account when incurred.

## Held-to-maturity investments

Investments with fixed or determinable payments and fixed maturity where management has both the positive intent and ability to hold to maturity are classified as held to maturity and are stated at amortized cost using the effective interest method. Gains and losses are recognized in profit and loss account when the investments are derecognized or impaired, as well as through the amortization process.

## Available for sale investments

Investments which are intended to be held for an indefinite period of time but may be sold in response to the need for liquidity or changes in interest rates are classified as available for sale. They are initially measured at fair value plus directly attributable transaction costs. After initial measurement, these are stated at fair values (except for unquoted investments where active market does not exist) with unrealized gains or losses recognized directly in other comprehensive income until the investment is disposed or determined to be impaired. At the time of disposal, the cumulative gain or loss previously recorded in other comprehensive income is recognized in the profit and loss account.

## 3.4 Cash and cash equivalents

For the purpose of cash flow statement, cash and cash equivalents consist of cash in hand and balances with banks, cheques in hand, deposits held at call with banks.

## 3.5 Financial instruments

Financial assets and financial liabilities are recognised at the time when the Company becomes a party to the contractual provision of the instrument. Financial assets are de-recognised when the contractual right to future cash flows from the asset expires or is transferred along with the risk and reward of ownership of the asset. Financial liabilities are de-recognised when obligation is discharged, cancelled or expired. Any gain or loss on de-recognition of the financial asset and liability is recognized in the profit and loss account of the current period.

## 3.6 Offsetting of financial assets and financial liabilities

Financial assets and financial liabilities are set off and the net amount is reported in the financial statements only when the Company has a legally enforceable right to set off and the Company intends to either settle on a net basis, or to realize the assets and to settle the liabilities simultaneously. Income and expense items of such assets and liabilities are also offset and the net amount is reported in the financial statements.

## 3.7 Taxation

### Current

The charge for current taxation is based on taxable income at the current rates of taxation after taking into account applicable tax credits, rebates and exemptions available, if any. The tax charge as calculated above is compared with Turnover and Alternate Corporate Taxes, calculated at applicable tax rates under section 113 of the Income Tax Ordinance, 2001 and whichever is higher is provided in the financial statements. The charge for tax also includes adjustments, where considered necessary, to provision for tax made in prior years arising from assessments framed during the year for such years.

# Notes to the Financial Statements

For the year ended June 30, 2016

## Deferred

Deferred tax is recognized using the balance sheet liability method, on all temporary differences arising at the balance sheet date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences to the extent that it is probable that the future taxable profits will be available against which the assets may be utilized.

The carrying amount of deferred tax asset is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be recognized. Unrecognized deferred tax assets are reassessed at each balance sheet date and are recognized to the extent that it has become probable that future taxable profit will allow deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

## 3.8 Staff benefits

### Provident fund

The Company operates a recognized provident fund scheme for all its employees. Equal monthly contributions are made, both by the Company and the employees, to the fund at the rate of 8.33% of basic salary.

### Staff compensated absences

The Company provides a facility to its employees for accumulating their annual earned leave under an unfunded scheme.

Provisions are made to cover the obligation under the scheme on accrual basis and are charged as an expense. Accrual for compensated absences for employees is calculated on the basis of one month's gross salary. The amount of liability recognized in the balance sheet is calculated by the Company using the above basis as the difference in liability is not expected to be material using the Projected Unit Credit Method.

## 3.9 Trade and other payables

Liabilities for trade and other amounts payable are carried at cost which is the fair value of the consideration to be paid in future for goods and services rendered whether or not billed to the Company.

## 3.10 Interest / mark-up bearing loans and borrowings

All loans and borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs.

Loans and borrowings are subsequently stated at amortised cost with any difference between the proceeds (net of transaction costs) and the redemption value recognised in the profit and loss account over the period of the borrowing using the effective interest method.

Gains and losses are recognised in profit and loss account when the liabilities are derecognised as well as through amortisation process.

# Notes to the Financial Statements

For the year ended June 30, 2016

## 3.11 Borrowing Costs

Borrowing costs that are directly attributable to the acquisition and construction of assets and incurred during the period in connection with the activities necessary to prepare the asset for its intended use are capitalised as a part of the cost of related asset. All other borrowing costs are recognised as an expense in the period in which they are incurred.

## 3.12 Provisions

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

## 3.13 Foreign currency translations

Foreign currency transactions are translated into Pakistani Rupee (functional currency) using the exchange rates ruling at the dates of the transactions. Monetary assets and liabilities in foreign currencies are re-translated into Pakistani Rupee using the exchange rate ruling at the balance sheet date. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translations at the year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are taken to profit and loss account.

## 3.14 Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Pak Rupees, the Company's functional and presentation currency.

## 3.15 Revenue recognition

Profit on savings accounts is recognised on accrual basis.

	Note	2016 ------(Rupees in '000)-----	2015
<b>4. PROPERTY, PLANT AND EQUIPMENT</b>			
Fixed assets	4.1	<b>60,076</b>	45,894
Capital work-in-progress	4.2	<b>16,415,584</b>	5,800,320
		<b><u>16,475,660</u></b>	<b><u>5,846,214</u></b>

# Notes to the Financial Statements

For the year ended June 30, 2016

## 4.1 The following is a statement of fixed assets:

	Cost as at July 01, 2015	Additions/ (disposals)	Cost as at June 30, 2016	Accumulated depreciation as at July 01, 2015	Depreciation for the year	Accumulated depreciation as at June 30, 2016	Book value as at June 30, 2016	Dep. rate % per annum
----- (Rupees in '000) -----								
<u>Owned</u>								
Vehicles	63,737	32,938 (10,500)	86,175	19,679	13,814 (6,475)	27,018	59,157	20-33.33
Computers	5,664	488	6,152	4,478	1,129	5,607	545	33.33
Furniture and fixtures	5,786	-	5,786	5,441	243	5,684	102	33.33
Office equipment	2,048	337	2,385	1,743	369	2,113	272	33.33
<b>2016</b>	<b>77,235</b>	<b>33,763 (10,500)</b>	<b>100,498</b>	<b>31,341</b>	<b>15,555 (6,475)</b>	<b>40,422</b>	<b>60,076</b>	

	Cost as at July 01, 2014	Additions/ (disposals)	Cost as at June 30, 2015	Accumulated depreciation as at July 01, 2014	Depreciation for the year	Accumulated depreciation as at June 30, 2015	Book value as at June 30, 2015	Dep. rate % per annum
----- (Rupees in '000) -----								
<u>Owned</u>								
Vehicles	34,973	36,750 (7,986)	63,737	13,770	10,082 (4,173)	19,679	44,058	20-33.33
Computers	4,820	844	5,664	2,715	1,763	4,478	1,186	33.33
Furniture and fixtures	5,546	240	5,786	4,907	534	5,441	345	33.33
Office equipment	1,739	309	2,048	1,470	273	1,743	305	33.33
<b>2015</b>	<b>47,078</b>	<b>38,143 (7,986)</b>	<b>77,235</b>	<b>22,862</b>	<b>12,652 (4,173)</b>	<b>31,341</b>	<b>45,894</b>	

### 4.1.1 Depreciation charge for the year has been allocated as under:

	Note	2016 ----- (Rupees in '000) -----	2015
Administrative expenses	15	1,725	1,376
Capital work-in-progress	4.2	13,830	11,275
		<b>15,555</b>	<b>12,651</b>

# Notes to the Financial Statements

For the year ended June 30, 2016

4.1.2 Details of disposals of property, plant & equipment having book value exceeding Rs. 50,000/- each are as follows:

Particulars	Cost	Accumulated depreciation	Book value	Sale proceeds	Gain/(loss)	Mode of disposal	Particulars of buyer
----- (Rupees in '000') -----							
Vehicles	10,500	6,475	4,025	4,025	-	Company Policy	Sharique A. Siddiqui (Director)
June 30, 2016	<u>10,500</u>	<u>6,475</u>	<u>4,025</u>	<u>4,025</u>	<u>-</u>		
June 30, 2015	<u>7,194</u>	<u>4,116</u>	<u>3,798</u>	<u>4,079</u>	<u>281</u>		

## 4.2 Capital work-in-progress

	Note	July 1, 2015	Additions during the year	June 30, 2016
----- (Rupees in '000') -----				
Civil works		3,511,407	8,268,249	11,779,656
Consultancy and survey fees		563,415	222,470	785,885
Advance to EPC contractor	4.2.1	1,100,490	1,682,881	2,783,371
Depreciation and amortization	4.1.1 & 5.2	75,051	26,822	101,873
Borrowing costs	4.2.2	-	86,771	86,771
Other ancillary costs	4.2.3	549,957	328,071	878,028
		<u>5,800,320</u>	<u>10,615,264</u>	<u>16,415,584</u>

4.2.1 This represents amount charged by the EPC Contractor for civil work carried out on the Project site.

4.2.2 This represents interest on long term financing obtained as mentioned in note 12.

4.2.3 These include salaries, wages and benefits, legal and professional charges, insurance and other directly attributable costs.

## 5. INTANGIBLE ASSETS

	Cost as at July 01, 2015	Additions	Cost as at June 30, 2016	Accumulated amortization as at July 01, 2015	Amortization charge for the year	Accumulated amortization as at June 30, 2016	Book value as at June 30, 2016	Amortization rate %
----- (Rupees in '000') -----								
Computer software	956	-	956	597	135	732	224	33.33
Right to use infrastructure facilities (note 5.1)	386,104	-	386,104	42,977	12,870	55,847	330,257	3.33
<b>2016</b>	<u>387,060</u>	<u>-</u>	<u>387,060</u>	<u>43,574</u>	<u>13,005</u>	<u>56,579</u>	<u>330,481</u>	

# Notes to the Financial Statements

For the year ended June 30, 2016

	Cost as at July 01, 2014	Additions	Cost as at June 30, 2015	Accumulated amortization as at July 01, 2014	Amortization charge for the year	Accumulated amortization as at June 30, 2015	Book value as at June 30, 2015	Amortization rate %
----- (Rupees in '000) -----								
Computer software	552	404	956	534	63	597	359	33.33
Right to use infrastructure facilities (note 5.1)	386,104	-	386,104	30,107	12,870	42,977	343,127	3.33
<b>2015</b>	<b>386,656</b>	<b>404</b>	<b>387,060</b>	<b>30,641</b>	<b>12,933</b>	<b>43,574</b>	<b>343,486</b>	

**5.1** This represents Peripheral Development Charges (PDC) of leasehold land paid to PQA as per the BOT contract for the grant of the right to use the site and related facilities for the construction, management and operation of the coal and clinker / cement terminal.

**5.2** Amortization charge for the year has been allocated as under:

	Note	2016 ----- (Rupees in '000) -----	2015
Administrative expenses	15	13	6
Capital work-in-progress	4.2	12,992	12,927
		<u>13,005</u>	<u>12,933</u>

## 6. DEFERRED TAX

Arising on deductible temporary difference

- pre-incorporation expenses	3,211	3,315
- pre-commencement expenses	61,867	45,967
	<u>65,078</u>	<u>49,282</u>

## 7. TRADE DEPOSITS AND SHORT TERM PREPAYMENTS

Deposits	7.1	2,250	250
Prepayments	7.2	10,673	-
		<u>12,923</u>	<u>250</u>

**7.1** Represent interest free deposits.

**7.2** Includes Rs. 10.578 million (2015: Nil) as prepayments to Port Qasim Authority against annual land rent, maintenance and water charges.



# Notes to the Financial Statements

For the year ended June 30, 2016

	Note	2016 ------(Rupees in '000)-----	2015
<b>8. OTHER RECEIVABLES</b>			
Insurance claim receivable	8.1	<u>230</u>	<u>74</u>

8.1 Represent interest free receivable.

## 9. SALES TAX REFUNDABLE AND TAXATION - NET

These amounts represent sales tax and income tax levies of Rs. 163.488 million and Rs. 61.885 million respectively, which were charged and collected by the Government Authorities at the time of import of partial shipments of project equipment.

	Note	2016 ------(Rupees in '000)-----	2015
<b>10. CASH AND BANK BALANCES</b>			
<b>With conventional banks:</b>			
- in current account		6,105	35
- in savings account	10.1	<u>2,172,934</u>	<u>1,409,558</u>
		<u>2,179,039</u>	<u>1,409,593</u>
<b>With islamic banks:</b>			
- in current account	10.1	5	-
- in savings account	10.1	<u>17,342</u>	<u>-</u>
		<u>17,347</u>	<u>-</u>
		<u>2,196,386</u>	<u>1,409,593</u>
Cash in hand		<u>1,051</u>	<u>530</u>
		<u>2,197,437</u>	<u>1,410,123</u>

10.1 These carry profit at the rates ranging from 4.75 to 6.25 percent (2015: 6 to 6.25 percent) per annum.

## 11. ISSUED, SUBSCRIBED AND PAID UP CAPITAL

Number of shares			2016 ------(Rupees in '000)-----	2015
2016	2015			
		Ordinary shares of Rs.10/- each fully paid in cash		
758,614,504	54,576,583	Opening balance	7,586,145	545,766
512,064,790	704,037,921	Issued during the year	5,120,648	7,040,379
<u>1,270,679,294</u>	<u>758,614,504</u>	Closing balance	<u>12,706,793</u>	<u>7,586,145</u>

11.1 The members of the Company, in the Annual General Meeting of the Company held on October 15, 2014, approved the issue of 189,653,626 ordinary shares by way of issue of shares otherwise than right at par

# Notes to the Financial Statements

For the year ended June 30, 2016

value of Rs. 10 per share and accordingly, the Company has obtained approval of the Securities and Exchange Commission of Pakistan for the issue in accordance with the Companies Ordinance, 1984. During the year, the Company has received Rs. 1,896 million as cash consideration for the issue of these shares, which have been allotted on July 16, 2015 to International Finance Corporation (IFC).

**11.2** The Board of Directors of the Company, in their meeting held on August 21, 2015, approved the issue of 322,411,164 ordinary shares by way of right issue at the rate of thirty four ordinary shares for every hundred existing ordinary shares at par value of Rs. 10 per share. The entire process of allotment of right shares was completed on November 26, 2015.

## 12. LONG TERM FINANCING – secured

Note	As at July 01, 2015	Draw down/ (transaction cost paid)	Translation/ Amortization of transaction cost	Current maturity	As at June, 30, 2016	
------(Rupees in '000')-----						
<b>Foreign currency loans</b>						
<i>Under finance facility agreements</i>						
International Finance Corporation	12.1	-	1,161,784	7,702	-	1,169,486
OPEC Fund For International Development	12.2	-	1,148,576	7,614	-	1,156,190
		-	2,310,360	15,316	-	2,325,676
<b>Local currency loans</b>						
<i>Under commercial facility agreements</i>						
Local debt - conventional facility	12.3	-	1,644,000	-	-	1,644,000
Local debt - musharaka facility	12.4	-	1,391,100	-	-	1,391,100
		-	3,035,100	-	-	3,035,100
Total outstanding loans		-	5,345,460	15,316	-	5,360,776
Transaction cost of borrowings		(177,305)	(111,732)	665	-	(288,372)
		<u>(177,305)</u>	<u>5,233,728</u>	<u>15,981</u>	<u>-</u>	<u>5,072,404</u>

**12.1** The Company has entered into a loan agreement with IFC for an amount of USD 26.5 million repayable in 18 semi-annual installments commencing from December 15, 2017, at a markup rate of 6 months' LIBOR + 5%. During the year, the Company has made a drawdown of USD 11.71 million from this facility.

**12.2** The Company has entered into a loan agreement with OPEC Fund for International Development (OFID) for an amount of USD 26.2 million repayable in 18 semi-annual installments commencing from December 15, 2017, at a markup rate of 6 months' LIBOR + 5%. During the year, the Company has made a drawdown of USD 11.044 million from this facility.

**12.3** The Company has entered into a Term Finance Facility with five commercial banks namely Askari Bank Limited, JS Bank Limited, NIB Bank Limited, Sindh Bank Limited and The Bank of Punjab for an aggregate amount of Rs 3,900 million repayable in 18 semi-annual installments commencing from December 15, 2017, at a mark-up rate of 6 months KIBOR + 3%. During the year, the Company has made a drawdown of Rs. 1,644 million from this facility.

# Notes to the Financial Statements

For the year ended June 30, 2016

- 12.4** The Company has entered into a Musharaka agreement with four financial institutions namely Al Baraka Bank (Pakistan) Limited, Dubai Islamic Bank Limited, Faysal Bank Limited & Meezan Bank Limited for an aggregate amount of Rs. 3,300 million repayable in 18 semi-annual installments commencing from December 15, 2017, at a markup rate of 6 months KIBOR + 3%. Faysal Bank Limited is acting as a Musharaka agent for the agreement. During the year, the Company has made a drawdown of Rs. 1,391 million from this facility.
- 12.5** The Company may declare dividends subject to satisfaction of certain financial covenants under the facilities mentioned in notes 12.1 to 12.4.
- 12.6** The above long term financing (from notes 12.1 to 12.4) has been secured, at 25% security margin, by way of the following charges ranking pari passu among the lenders:
- (i) first ranking charge over mortgaged immovable properties
  - (ii) first ranking charge over project hypothecated properties
  - (iii) first ranking lien over security account and deposits
  - (iv) assignment of the mortgaged project receivables

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

## 13. TRADE AND OTHER PAYABLES

Accrued liabilities	13.1	464,832	27,837
Workers' Welfare Fund		3,620	3,620
Withholding tax		1,576	15,533
		470,028	46,990

- 13.1** This includes an amount of Rs. 434.253 million (2015: Nil) due to the EPC civil works contractor in lieu of progress payments.

## 14. COMMITMENTS

- 14.1** Performance bond issued by bank on behalf of the Company to PQA in pursuance of the Implementation Agreement in equivalence of USD 2.5 million amounted to Rs. 262.5 million (2015: Rs. 254 million).
- 14.2** As mentioned in note 12, the Company has entered into various long term financing arrangements. As at the balance sheet date, commitments include undisbursed amounts of foreign currency loans amounting to USD 30.485 million and local currency facilities amounting to Rs. 4,165 million.
- 14.3** Capital expenditure contracted but remaining to be executed amounted to Rs. 3,910 million (2015: Rs. 10,146 million) pertaining to the contract for civil works construction and Rs. 4,893 million (2015: Nil) pertaining to letters of credit under contract for equipment procurement.

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

## 15. ADMINISTRATIVE EXPENSES

Salaries, wages and benefits	15.1	12,060	8,100
Travelling and conveyance		413	1,102
Auditors' remuneration	15.2	1,567	1,168
Legal and professional charges		4,728	3,906

# Notes to the Financial Statements

For the year ended June 30, 2016

	Note	2016 ------(Rupees in '000)-----	2015
Office maintenance and other expenses		896	847
Vehicles running and maintenance		1,167	1,319
Insurance		388	179
Communication		307	336
Printing and stationery		823	373
Utilities		1,183	521
Depreciation	4.1.1	1,725	1,376
Amortization	5.2	13	6
Fees and subscription		17,100	18,305
Rent, rates and taxes		12,828	12,295
Bank charges		726	686
		<u>55,924</u>	<u>50,519</u>

15.1 Includes Rs. 0.477 million (2015: Rs. 0.366 million) in respect of defined contributory provident fund.

	Note	2016 ------(Rupees in '000)-----	2015
Statutory audit fee		580	500
Fee for review of half yearly accounts and special assignment		872	556
Out of pocket expenses		115	112
		<u>1,567</u>	<u>1,168</u>

## 15.2 Auditors' remuneration

## 16. OTHER INCOME

### Income from financial assets

Profit on savings account – conventional	111,546	180,732
Profit on savings account – islamic	750	-
Unrealised gain on revaluation of short term investment	-	27
Gain on sale of short term investment	11	-
	<u>112,307</u>	<u>180,759</u>

### Income from non-financial assets

Gain on sale of property, plant and equipment	-	281
	<u>112,307</u>	<u>181,040</u>

## 17. TAXATION

Current	35,942	58,557
Deferred	(15,796)	(13,062)
Prior	1,177	25
	<u>21,323</u>	<u>45,520</u>

# Notes to the Financial Statements

For the year ended June 30, 2016

	Note	2016 ------(Rupees in '000)-----	2015
<b>17.1 Relationship between tax expense and accounting profit</b>			
Accounting profit before tax		<u>56,383</u>	<u>126,901</u>
Corporate tax rate		32%	33%
Tax on accounting profit at applicable rate		18,043	41,877
Tax effects of:			
- Different tax rate for deferred tax		2,100	3,628
- Expenses that are not allowable in calculating taxable income		-	(10)
- Prior year charge		1,177	25
- Income taxable at separate rates		<u>3</u>	<u>-</u>
		<u>21,323</u>	<u>45,520</u>
<b>18. EARNINGS PER ORDINARY SHARE – basic and diluted</b>			
Profit after taxation		<u>35,060</u>	<u>81,381</u>
		Number of shares	
			(Restated)
Weighted average number of ordinary shares outstanding	18.1	<u>1,207,680,232</u>	<u>1,207,680,232</u>
Basic earnings per share	18.2	<u>Rs. 0.03</u>	<u>Rs. 0.07</u>

**18.1** As fully disclosed in note 11.2, the Company has issued right shares during the year. The impact of bonus element due to right issue is accounted for in the weighted average number of ordinary shares outstanding in the current and prior year.

**18.2** There is no dilutive effect on basic earnings per share of the Company.

## 19. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's activities expose it to a variety of financial risks i.e. market risk (including currency risk, interest rate risk and price risk), credit risk, liquidity risk and capital risk. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance.

The Board of Directors reviews and agrees policies for managing each of these risks which are summarized below:

### 19.1 Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates, and equity prices may affect the Company's income or the value of its holdings of financial instruments. The exposure of these risks and their management is explained below:

#### (i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the financial instruments will fluctuate

# Notes to the Financial Statements

For the year ended June 30, 2016

because of changes in the market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long term debt obligations with floating interest rates. The management keeps on evaluating different options available for interest rate swaps. As of balance sheet date, the sensitivity on the Company's borrowing costs to a reasonable possible change of 100 basis points in KIBOR and 15 basis points in LIBOR is Rs. 33.84 million (2015: Nil), with all other variables held constant.

## (ii) Foreign currency risk

Foreign exchange risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. It arises mainly where receivables and payables exist due to transactions in foreign currency. The Company's exposure to foreign currency risk relates primarily to its long term finances, accrued interest thereon, and trade and other payables in foreign currency.

The foreign currency exposure will be partly covered as the Company's billing will be substantially determined in USD Dollars. Moreover, the management keeps on evaluating different options available for hedging purposes. As of the balance sheet date, the sensitivity on the Company's foreign currency obligations to a reasonable possible change of Rs. 5 in USD-PKR parity is Rs. 111.37 million (2015: Nil), with all other variables held constant.

## (iii) Other price risk

Price risk represents the risk that the fair values or future cash flows of financial instruments will fluctuate because of changes in market prices (other than those arising from currency risk or interest rate risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market. The Company is not exposed to price risk as it carries no price sensitive financial instrument.

## 19.2 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. The Company attempts to control credit risk by monitoring credit exposure and continuously assessing the credit worthiness of counter parties.

The Company is exposed to credit risk on deposits and bank balances. The Company seeks to minimise the credit risk exposure through having exposure only to customers/ parties considered credit worthy and obtaining securities where applicable. The maximum exposure to credit risk as of the balance sheet date is Rs. 2,196 million (2015: 1,410 million).

### Quality of financial assets

The credit quality of financial assets can be assessed by reference to external credit ratings as shown below:

	2016	2015
	------(Rupees in '000)-----	
<b>Cash with Banks</b>		
A-1+	2,163,763	990,723
A-1	<u>32,623</u>	<u>418,870</u>
	<u><u>2,196,386</u></u>	<u><u>1,409,593</u></u>

# Notes to the Financial Statements

For the year ended June 30, 2016

## 19.3 Liquidity risk

Liquidity risk is the risk that the Company will be unable to meet its funding requirements. To guard against the risk, the Company has diversified funding sources and assets are managed with liquidity in mind. The maturity profile is monitored to ensure that adequate liquidity is maintained.

### Year ended 30 June 2016

	On demand	Less than 3 Months	3 to 12 Months	1 to 5 Years	Total
	----- (Rupees in '000) -----				
Trade and other payables	459,513	-	10,515	-	470,028
Accrued markup	-	-	17,278	-	17,278
Total	<u>459,513</u>	<u>-</u>	<u>27,793</u>	<u>-</u>	<u>487,306</u>

### Year ended 30 June 2015

	On demand	Less than 3 Months	3 to 12 Months	1 to 5 Years	Total
	----- (Rupees in '000) -----				
Trade and other payables	46,490	-	-	-	46,490
Total	<u>46,490</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>46,490</u>

## 19.4 Fair values of financial instruments

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. The carrying values of all financial assets and liabilities reflected in the financial statements approximate to their fair values.

### Fair value hierarchy

Financial instruments carried at fair value by valuation method, are categorized as follows:

- Level 1 - Quoted market prices
- Level 2 - Valuation Techniques (market observable)
- Level 3 - Valuation Techniques (non-market observable)

As at the balance sheet date, the Company did not hold any financial instruments measured at fair value.

## 19.5 Capital risk management

The primary objective of the Company's capital management is to maintain healthy capital ratios, strong credit rating and optimal capital structures in order to ensure ample availability of finance for its existing and potential investment projects, to maximize shareholder value and reduce the cost of capital.

The Company manages its capital structure and makes adjustment to it, in light of changes in economic conditions. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

As of the balance sheet date, the Company monitors capital using a gearing ratio, which is net debt divided

# Notes to the Financial Statements

For the year ended June 30, 2016

by total capital plus net debt. Net debt is calculated as total loans and borrowings including any finance cost thereon, trade and other payables, less cash and bank balances. Capital signifies equity as shown in the balance sheet plus net debt.

The gearing ratio as at 30 June 2016 is as follows:

	Rupees in '000
Long term financing	5,072,404
Trade and other payables including retention	1,418,454
Accrued interest / mark-up on borrowings	17,278
Total debt	6,508,136
Less: Cash and bank balances	(2,197,437)
<b>Net debt</b>	<b>4,310,699</b>
Share Capital	12,706,793
Accumulated profit	70,128
Equity	12,776,921
<b>Capital</b>	<b>17,087,620</b>
<b>Gearing Ratio</b>	<b>25.23%</b>

The Company finances its investment portfolio through equity, borrowings and management of its project costs with a view to maintaining an appropriate mix between various sources of finance to minimize risk.

## 20. REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

	2016			2015		
	Chief Executive	Directors	Executives	Chief Executive	Directors	Executives
	------(Rupees in '000')-----					
Fees	800	35,610	-	90	630	-
Remuneration	16,625	16,625	19,637	12,820	12,820	13,530
Housing rent	4,200	4,200	5,002	3,419	3,419	3,746
Retirement benefits	1,166	1,166	1,182	949	949	898
Medical	1,400	1,400	1,667	1,140	1,140	1,249
Utilities	1,400	1,400	1,667	1,140	1,140	1,249
	<u>25,591</u>	<u>60,401</u>	<u>29,155</u>	<u>19,558</u>	<u>20,098</u>	<u>20,672</u>
Number	1	6	11	1	6	11

20.1 The Chief Executive Officer, Executive Director and certain executives of the Company are also provided with the use of the Company maintained car and other benefits in accordance with terms of service.

## 21. RELATED PARTY TRANSACTIONS AND BALANCES

Related parties comprise of entities which have the ability to control the Company to exercise significant influence over the Company in making financial and operating decisions or vice versa. The related parties comprise principal shareholders and their affiliates' directors, companies with common directors and key management personnel. Significant transactions with related parties are as follows:



# Notes to the Financial Statements

For the year ended June 30, 2016

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

## Associated Companies

### Transactions during the year

#### Entities having directors in common with the Company

##### Premier Mercantile Services (Private) Limited

Issue of share capital	1,394,771	3,909,544
Rent against office premises	2,754	2,700

##### Travel Club (Private) Limited

Payment for travelling expenses	7,062	8,641
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##### EFU General Insurance Limited

Insurance premium	49,062	149,999
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#### Directors – Fees and remuneration

##### Executive Directors

51,282	39,161
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##### Non – Executive Directors

34,710	495
--------	-----

##### Staff retirement contribution plan

Contributions to staff provident fund	4,396	3,471
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#### Other related party

##### Jahangir Siddiqui & Co. Limited

Issue of share capital	381,293	1,483,500
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21.1 There were no outstanding balances of related parties as at June 30, 2016 (June 30, 2015: Nil).

## 22. EXEMPTION FROM APPLICABILITY OF IFRIC – 12 “SERVICE CONCESSION ARRANGEMENTS”

As explained in note 2.1, the required mandatory disclosure is as follows:

Under IFRIC-12, the consideration required to be made by operator (the Company) for the right to use the asset is to be accounted for as an intangible asset under IAS - 38 “Intangible Assets”. If the Company were to follow IFRIC-12 and IAS-38, the effect on the financial statements would be as follows:

# Notes to the Financial Statements

For the year ended June 30, 2016

	2016	2015
	----- (Rupees in '000) -----	
Reclassification from property, plant and equipment (CWIP) to intangible assets (Port Concession Rights) – written down value	<u>16,415,584</u>	<u>5,800,320</u>
Recognition of intangible assets (Port Concession Rights) on account of rent of backup and waterfront area (rent)	<u>85,784</u>	<u>85,784</u>
Recognition of present value of concession liability on account of intangibles (rent)	<u>105,658</u>	<u>102,318</u>
Interest expense charged for the year on account of intangibles (rent)	<u>8,292</u>	<u>8,061</u>

## 23. DATE OF AUTHORISATION FOR ISSUE

These financial statements were authorized for issue on 20 September 2016 by Board of Directors of the Company.

## 24. GENERAL

### 24.1 Number of employees

Number of persons employed as at year end were 80 (2015: 66) and the average number of persons employed during the year were 72 (2015: 59).

### 24.2 Provident Fund

	2016	2015
	----- (Rupees in '000) -----	----- (Unaudited) -----
<b>General disclosures</b>		
Size of the fund	<u>28,050</u>	<u>18,462</u>
Cost of investments	<u>26,941</u>	<u>18,204</u>
Fair value of investments	<u>28,050</u>	<u>18,462</u>
Percentage of investments	<u>100%</u>	<u>100%</u>

#### Categories of investments as a percentage of total assets of provident fund:

	2016		2015	
	(Rupees in '000)	(%)	(Rupees in '000)	(%)
	----- (Unaudited) -----			
Deposit Account	<u>22,668</u>	<u>81</u>	<u>13,179</u>	<u>71</u>
Others	<u>5,382</u>	<u>19</u>	<u>5,283</u>	<u>29</u>
Total	<u>28,050</u>	<u>100</u>	<u>18,462</u>	<u>100</u>

Investments of provident fund have been made in accordance with the provisions of the section 227 of the Companies Ordinance, 1984 and the rules formulated for this purpose.

### 24.3 Figures have been rounded off to the nearest thousand rupees unless otherwise stated.

**Sharique Azim Siddiqui**  
Chief Executive Officer

**Capt. Zafar Iqbal Awan**  
Director

# Pattern of Shareholding

as at June 30, 2016

Number of Share Holders	Size of Holding		Total Shares Held
	From	To	
1,513	1	100	40,261
4,359	101	1000	2,911,905
6,608	1001	10000	28,205,816
1,579	10001	25000	26,395,874
719	25001	50000	26,610,377
413	50001	100000	30,359,810
144	100001	150000	17,912,559
65	150001	200000	12,019,188
31	200001	250000	7,050,476
34	250001	300000	9,543,941
16	300001	350000	5,141,710
20	350001	400000	7,718,454
20	400001	500000	8,907,244
12	500001	600000	6,513,624
10	620001	800000	7,103,040
10	850001	1000000	9,256,200
1	1035001	1040000	1,040,000
1	1050001	1055000	1,055,000
1	1070001	1075000	1,072,000
1	1125001	1130000	1,125,285
1	1145001	1150000	1,150,000
1	1210001	1215000	1,211,200
1	1295001	1300000	1,300,000
1	1300001	1305000	1,303,500
1	1375001	1380000	1,379,500
1	1380001	1385000	1,380,670
1	1400001	1405000	1,402,980
1	1495001	1500000	1,500,000
1	1695001	1700000	1,700,000
1	1815001	1820000	1,815,500
1	1920001	1925000	1,921,630
2	1935001	1940000	3,873,576
1	2050001	2055000	2,053,684
1	2290001	2295000	2,291,618
1	2510001	2515000	2,514,510
1	2540001	2545000	2,545,000
1	2800001	2805000	2,802,610
2	3480001	3485000	6,964,500
1	3650001	3655000	3,650,677
1	5480001	5485000	5,481,500
1	5490001	5495000	5,491,000
1	5760001	5765000	5,762,150
1	6410001	6415000	6,413,500
1	10145001	10150000	10,145,097
1	18275001	18280000	18,275,072
1	18595001	18600000	18,599,383
1	18990001	18995000	18,993,768
1	25355001	25360000	25,357,564
1	146570001	146575000	146,574,723
1	207135001	207140000	207,137,858
1	549700001	549705000	549,703,760
<b>15,590</b>			<b>1,270,679,294</b>

Categories of Shareholders	Number of Shareholders	Total Shares Held	Percentage %
Individuals	15,412	316,096,964	24.88%
Insurance Companies	6	6,543,162	0.51%
Financial Institutions	11	4,964,314	0.39%
Modarabas And Mutual Funds	6	417,873	0.03%
Foreign Investors	17	215,118,038	16.93%
Others	138	727,538,943	57.26%
	<b>15,590</b>	<b>1,270,679,294</b>	<b>100%</b>

# Key Shareholdings

as at June 30, 2016

Categories of Shareholders	Number of Share Holders	Total Shares Held	Percentage %
<b>Associated Companies, Undertaking And Related Parties.</b>			
Premier Mercantile Services (Private) Limited - Associated Company	1	549,703,760	
Jahangir Siddiqui & Company Limited - Other Related Party	1	148,512,299	
<b>Total</b>	<b>2</b>	<b>698,216,059</b>	<b>54.95</b>
<b>Directors, Chief Executive Officer and thier Spouse and Minor Children</b>			
Capt. Haleem Ahmad Siddiqui	1	25,357,564	
Mrs. Saba Haleem	1	10,145,097	
Capt. Zafar Iqbal Awan	1	73,722	
Mr. Aasim Azim Siddiqui	1	18,599,383	
Mr. Sharique Azim Siddiqui	1	18,275,072	
Mr. Muhammad Masood Ahmed Usmani	1	209,530	
Syed Nizam A. Shah	1	64,359	
Mr. Ali Raza Siddiqui	1	1,134	
<b>Total</b>	<b>8</b>	<b>72,725,861</b>	<b>5.72</b>
<b>Company Secretary</b>			
Mr. Arsalan Iftikhar Khan	1	138,832	0.01
<b>Executives</b>			
	11	287,306	0.02
<b>Public Sector Companies &amp; Corporation</b>			
	-	-	-
<b>Banks, Development Financial Institutions, Non Banking Financial Institutions, Insurance Companies, Modarabas &amp; Mutual Funds</b>			
	23	11,925,349	0.94
<b>Foreign Investors &amp; Others</b>			
	153	244,440,922	19.24
<b>Individuals</b>			
	15,392	242,944,965	19.12
<b>Total</b>	<b>15,590</b>	<b>1,270,679,294</b>	<b>100.00</b>

Shareholders holding 5% or more voting interest	Number of Share Holders	Total Shares Held	Percentage %
Premier Mercantile Services (Private) Limited	1	549,703,760	43.26
Jahangir Siddiqui & Company Limited	1	148,512,299	11.69
International Finance Corporation	1	207,137,858	16.30
<b>Total</b>	<b>3</b>	<b>905,353,917</b>	<b>71.25</b>

# Key Shareholdings

as at June 30, 2016

Details of Purchase / Sales of Shares by Directors, Executives, and their spouses/minor children during the year 2016.

Name *	Date	Purchase	Sale
Capt. Haleem Ahmad Siddiqui**	26-Nov-15	6,527,292	-
Mrs. Saba Haleem	26-Nov-15	2,574,129	-
Capt. Zafar Iqbal Awan	26-Nov-15	18,705	-
Mr. Aasim Azim Siddiqui**	26-Nov-15	4,813,425	-
Mr. Sharique Azim Siddiqui**	26-Nov-15	4,731,390	-
Mr. Muhammad Masood Ahmed Usmani	26-Nov-15	53,164	-
Syed Nizam A. Shah**	26-Nov-15	53,643	-
Mr. Ali Raza Siddiqui	26-Nov-15	287	-
Mr. Arsalan I. Khan	26-Nov-15	35,226	-

\*The above have each subscribed to right shares as offered to them by the Company at par value of Rs. 10/- each during the year.

\*\*The above have each purchased the unsubscribed right shares offered to them by the Company at par value of Rs. 10/- each, during the year.

Categories of Shareholders	Number of Share Holders	Total Shares Held	Percentage %
<b>MODARABAS AND MUTUAL FUNDS:</b>			
First Equity Modaraba	1	100,000	
NH Capital Fund Limited	1	931	
CDC - Trustee First Dawood Mutual Fund	1	60,000	
CDC - Trustee AKD Index Tracker Fund	1	149,075	
Providence Modaraba Limited	1	427	
First UDL Modaraba	1	107,440	
		<b>417,873</b>	<b>0.03</b>



# Form of Proxy

The Company Secretary  
Pakistan International Bulk Terminal Limited  
2nd Floor, Business Plaza, Mumtaz Hassan Road, Karachi

I/We, \_\_\_\_\_ of \_\_\_\_\_ being member of Pakistan International Bulk Terminal Limited and holder of \_\_\_\_\_ Ordinary Shares as per Share Register Folio No \_\_\_\_\_ and/or CDC Participant I. D. N o. \_\_\_\_\_ hereby appoint Mr./Mrs./Miss \_\_\_\_\_ of (full address) as my/us proxy to attend, speak and vote for me/us and on my/our behalf at the 7th Annual General Meeting of the Company to be held on October 26<sup>th</sup>, 2016 and at any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2016.

Witnesses:

1. Name \_\_\_\_\_  
Address \_\_\_\_\_  
CNIC No. \_\_\_\_\_  
Signature \_\_\_\_\_
2. Name \_\_\_\_\_  
Address \_\_\_\_\_  
CNIC No. \_\_\_\_\_  
Signature \_\_\_\_\_

Signature  
on Rs. 5/-  
Revenue  
Stamp

Notes:

1. A member entitled to attend and vote at the meeting may appoint another member as his/her proxy who shall have such rights as respects attending, speaking and voting at the meeting as are available to a member.
2. The proxy in order to be valid must be signed across Five Rupees Revenue Stamp and should be deposited with the Company not later than 48 hours before the time of holding the Meeting.
3. The proxy shall authenticate his/her identity by showing his/her original CNIC or original passport and bring folio number at the time of attending the meeting.
4. Signature should agree with the specimen signature registered with the Company.
5. CDC shareholders and their Proxies must attach either an attested photocopy of their Computerized National Identity Card or Passport with this Proxy Form.
6. In case of proxy by a corporate entity, Board of Directors resolution/power of attorney with specimen signature and attested copies of CNIC or Passport of the proxy shall be submitted along with the proxy form.

# پراکسی فارم

کمپنی سیکریٹری  
پاکستان انٹرنیشنل بلک ٹریڈنگ لمیٹڈ  
دوسری منزل بزنس پلازہ  
ممتاز حسن روڈ  
کراچی۔

میں / ہم \_\_\_\_\_ کا / کے \_\_\_\_\_  
بحیثیت رکن پاکستان انٹرنیشنل بلک ٹریڈنگ لمیٹڈ اور حامل عام حصص، برطانیق شیئرز رجسٹرڈ لیونمبر \_\_\_\_\_ کے مطابق اور ایسی ڈی سی شرکاء  
آئی ڈی نمبر \_\_\_\_\_ اور سب اکاؤنٹ (ذیلی کھاتہ) نمبر \_\_\_\_\_ جناب / محترم / مس \_\_\_\_\_  
مکمل پتا \_\_\_\_\_  
کو اپنے / ہمارے ایماء پر ۲۶۔ اکتوبر ۲۰۱۶ء کو منعقد ہونے والے کمپنی کے ساتویں سالانہ اجلاس عام میں حق رائے دی استعمال کرنے یا کسی بھی التوا کی صورت اپنا /  
ہمارا بطور مختار (پراکسی) مقرر کرتا ہوں / کرتے ہیں۔  
آج بروز \_\_\_\_\_ بتاریخ \_\_\_\_\_ ۲۰۱۶ء کو دستخط کئے گئے۔  
گواہان:

دستخط  
پانچ روپے ریونیو اسٹیپ پر  
(دستخط کمپنی کے نمونہ دستخط سے مماثل ہونے چاہئیں)

۱۔ نام: \_\_\_\_\_  
پتا: \_\_\_\_\_  
کمپیوٹرائزڈ شناختی کارڈ نمبر: \_\_\_\_\_  
دستخط: \_\_\_\_\_  
۲۔ نام: \_\_\_\_\_  
پتا: \_\_\_\_\_  
کمپیوٹرائزڈ شناختی کارڈ نمبر: \_\_\_\_\_  
دستخط: \_\_\_\_\_

نوٹ: ۱۔ ایک ممبر (رکن) جو اجلاس میں شرکت اور ووٹ دینے کا مجاز ہو، اپنی جگہ کسی اور شخص کو بطور نائب شرکت کرنے اور ووٹ دینے کا حق تفویض کر سکتا ہے۔  
۲۔ ایک ممبر (رکن) جو اجلاس میں شرکت نہیں کر سکتا، وہ اس فارم کو مکمل طور سے پُر کرے اور پانچ روپے کی رسید ٹکٹ پر دستخط کرنے کے بعد اجلاس شروع ہونے کے کم از کم ۲۸ گھنٹے قبل کمپنی کے دفتر یا رجسٹرار کو جمع کرادے۔  
۳۔ اجلاس کے وقت نائب کو اپنا اصل کمپیوٹرائزڈ قومی شناختی کارڈ یا اصل پاسپورٹ پیش کرنا ہوگا۔  
۴۔ دستخط کا نمونہ جو کمپنی کے ریکارڈ میں جمع / درج ہے، اس سے مماثل ہونا چاہیے۔  
۵۔ سی ڈی سی حصص یافتگان اور ان کا نائب کے کمپیوٹرائزڈ قومی شناختی کارڈ یا پاسپورٹ کی مصدقہ نقول بھی اس پراکسی فارم کے ساتھ منسلک کرنی ہوگی۔  
۶۔ کاپوریٹ ادارہ ہونے کی صورت میں بحیثیت ممبر (رکن)، بورڈ آف ڈائریکٹرز / ڈائریکٹرز کی قرارداد / پاور آف اٹارنی کے نمونہ دستخط کے ساتھ، نائب کے کمپیوٹرائزڈ قومی شناختی کارڈ یا پاسپورٹ کی مصدقہ نقول بھی اس پراکسی فارم کے ساتھ منسلک کرنی ہوگی۔







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