DIRECTOR'S REVIEW

It is my pleasure to present the un-audited Condensed Financial Information and brief review of the Company's operations for the 1st Quarter ended 31 March 2011.

The company continues to sustain growth trend that it carried previously. Net turnover in the period under review was Rs. 2.046 billion as compared to Rs. 1.652 billion for the corresponding period of last year. This signifies a healthy growth of 24% specially under the current power crises and current political circumstances prevailing within the country.

Retail division with the opening of one new store and by renovating two stores during the first quarter was able to maintain a consistent growth in business. Our focus as a part of our strategy will remain on expansion of big format stores by closing low turnover stores.

Our Wholesale division again achieved remarkable sales during this quarter with a vigorous growth of 52%. This division has developed into a significant contributor to the company's overall business and profitability. They are striving to develop new products and customers base to maintain its strong growth.

During the period under review, our manufacturing units at Batapur and Maraka were fully loaded to meet the high demand for popular items. Our investment in many new moulds introduced this year is also being rewarded as the majority have proved to be winners in the marketplace.

With all divisions performing well, the company was able to achieve year to date profit after tax of Rs 160.5 Million as compared to Rs. 146.3 Million in the corresponding period of last year. As we have our major selling period still to come, it is thus, expected that the full year will reflect all time record sales and profits for the company.

On behalf of the Board

Batapur: Lahore: April 21, 2011 (M. IMRAN MALIK) Chief executive

CORPORATE INFORMATION

Board of Directors

| Mr. Fernando Garcia | | Chairman | |
|---------------------------|------------------|------------------------------------|--|
| Mr. M. Imran Malik | | Chief Executive | |
| Mr. M. G. Middleton | | Director | |
| Mr. Carlos Gomez | | Director & Chief Financial Officer | |
| Mr. Muhammad Ali Malik | | Director | |
| Mr. Fakir Syed Aijazuddin | | Director | |
| Mr. Ijaz Ahmad Chauc | lhry | Director | |
| Mr. Shahid Anwar | (Nominee of NIT) | Director | |
| Mr. Istaqbal Mehdi | (Nominee of NIT) | Director | |

Audit Committee

Mr. Fakir Syed Aijazuddin Mr. Ijaz Ahmad Chaudhry Mr. M. G. Middleton Chairman Member Member

Company Secretary

Mr. S. M. Ismail

Auditors

Ernst & Young Ford Rhodes Sidat Hyder Chartered Accountants Mall View Building, 4 - Bank Square P.O. Box No. 104, Lahore.

Legal Advisor

Surridge & Beecheno 60, Shahrah-e-Quaid-e-Azam, Ghulam Rasool Building, Lahore.

Stock Exchange Listing

Bata Pakistan Limited is listed on Karachi and Lahore Stock Exchanges.

The Company's shares are quoted in leading Newspapers under "Personal Goods" sector.

Bankers

Habib Bank Limited Habib Metropolitan Bank Limited MCB Bank Limited Bank AI Habib Limited National Bank of Pakistan Limited Summit Bank Limited United Bank Limited Silk Bank Limited Barclays Bank PLC

Registered Office

Batapur, G. T. Road, P.O. Batapur, Lahore.

Share Registrar

Corplink (Pvt.) Ltd. Wings Arcade, 1-K Commercial Area Model Town, Lahore.

Factories

Batapur,

G. T. Road, P.O. Batapur, Lahore.

Maraka,

26 - Km, Multan Road, Lahore.

Liaison Office

138 C-II Commercial Area, P.E.C.H.S., Tariq Road, Karachi.

BATA PAKISTAN LIMITED CONDENSED INTERIM BALANCE SHEET - UNAUDITED AS AT 31 MARCH 2011

| AS AT 31 MARCH 2011 | Note | (UN - AUDITED) 31 March <u>2011</u> (Rupees | (AUDITED) 31 December 2010 in' 000') |
|--|------|--|--|
| ASSETS | | | |
| NON-CURRENT ASSETS | | | |
| Property, plant and equipment | 4 | 623,490 | 629,402 |
| Intangible assets | | 12,771 | 9,960 |
| Capital work in progress | | 2,126 | 1,352 |
| Long term investments | | 35,100 | 37,823 |
| Long term deposits and prepayments | | 37,297 | 39,216 |
| | | 710,784 | 717,753 |
| CURRENT ASSETS | | · | |
| Stores and spares | | 1,986 | 1,157 |
| Stock in trade | | 1,899,203 | 1,527,032 |
| Trade debts - unsecured | | 470,264 | 22,325 |
| Advances - unsecured | | 17,139 | 13,259 |
| Deposits, short term prepayments and other receivables | | 182,231 | 410,517 |
| Interest accrued | | 7,136 | 489 |
| Short term investment | _ | 350,000 | 500,000 |
| Tax refunds due from Government | 5 | 530,678 | 445,479 |
| Cash and bank balances | | <u>311,569</u> 3,770,206 | 539,039 3,459,297 |
| | | 3,770,200 | 5,459,297 |
| TOTAL ASSETS | | 4,480,990 | 4,177,050 |
| SHARE CAPITAL AND RESERVES | | | |
| Authorized share capital | | 100,000 | 100,000 |
| Issued, subscribed and paid up capital | | 75,600 | 75,600 |
| Reserves | | | |
| Capital reserve | | 483 | 483 |
| Revenue reserves | | 2,825,760 | 2,665,217 |
| | | 2,826,243 | 2,665,700 |
| NON-CURRENT LIABILITIES | | 2,901,843 | 2,741,300 |
| Long term deposits | | 35,100 | 37,823 |
| Deferred liability - employee benefits | 6 | 75,128 | 74,211 |
| Deferred taxation | 0 | 22,754 | 22,849 |
| | | 132,982 | 134,883 |
| CURRENT LIABILITIES | | - , | - , |
| Trade and other payables | | 1,379,445 | 988,890 |
| Provision for taxation | | 66,720 | 311,977 |
| | | 1,446,165 | 1,300,867 |
| CONTINGENCIES AND COMMITMENTS | 7 | | |
| TOTAL EQUITY AND LIABILITIES | | 4,480,990 | 4,177,050 |
| | | .,, | .,, |

The annexed notes from 1 to 15 form an integral part of this financial information.

Chief Executive

BATA PAKISTAN LIMITED CONDENSED INTERIM PROFIT AND LOSS ACCOUNT - UNAUDITED FOR THE THREE MONTHS ENDED 31 MARCH 2011

| | Note | Jan - Mar 2011 | Jan - Mar 2010 |
|--|------|-------------------|-------------------|
| | | (Rupees i | n '000') |
| SALES | 8 | 2,045,683 | 1,652,359 |
| COST OF SALES | 9 | 1,269,647 | 977,412 |
| GROSS PROFIT | | 776,036 | 674,947 |
| DISTRIBUTION COST | | 390,931 | 347,716 |
| ADMINISTRATIVE EXPENSES | | 146,913 | 110,219 |
| OTHER OPERATING EXPENSES | | 18,414 | 16,575 |
| | | 556,258 | 474,510 |
| OTHER OPERATING INCOME | | 19,415 | 9,235 |
| OPERATING PROFIT | | 239,193 | 209,672 |
| FINANCE COST | | 12,025 | 9,407 |
| PROFIT BEFORE TAXATION | | 227,168 | 200,265 |
| TAXATION | 10 | 66,625 | 53,949 |
| PROFIT AFTER TAXATION | | 160,543 | 146,316 |
| Other comprehensive income | | - | - |
| TOTAL COMPREHENSIVE INCOME | | 160,543 | 146,316 |
| EARNINGS PER SHARE - BASIC AND DILUTED | | Rs.21.24 | Rs.19.35 |

The annexed notes from 1 to 15 form an integral part of this financial information.

Chief Executive

Director

BATA PAKISTAN LIMITED CONDENSED INTERIM CASH FLOW STATEMENT - UNAUDITED FOR THE THREE MONTHS ENDED 31 MARCH 2011

| | Note | Jan - Mar 2011 | Jan - Mar 2010 |
|---|------|-------------------|-------------------|
| CASH GENERATED FROM OPERATIONS | | (Rupees i | n '000') |
| | | 007 4 00 | 200 205 |
| Profit before taxation | | 227,168 | 200,265 |
| Non-cash adjustment to reconcile profit before tax to net cash flows: | | | |
| Depreciation of property, plant & equipments | | 21,619 | 19,919 |
| Amortization of intangible assets | | 1,134 | - |
| Provision for gratuity | | 1,466 | 1,685 |
| Profit on disposal of property, plant and equipment | | (85) | (258) |
| Profit on long and short term investments | | (18,803) | (8,517) |
| Finance cost | | 12,025 | 9,407 22,236 |
| Operating profit before working capital changes | | <u> </u> | 22,230 |
| Working capital adjustments: | | 277,527 | 222,001 |
| (Increase) / decrease in current assets: | | | |
| Stores and spares | | (829) | 61 |
| Stock in trade | | (372,170) | (133,476) |
| Trade debts - unsecured | | (447,939) | (277,814) |
| Advances - unsecured | | (3,880) | (17) |
| Deposits, short term prepayments and other receivables | | (13,983) | (10,254) |
| Tax refunds due from Government | | (85,201) | (56,001) |
| Increase in current liabilities: | | (924,002) | (477,501) |
| Trade and other payables | | 390,555 | 54,564 |
| Cash used in operations | | (288,923) | (200,436) |
| Finance costs paid | | (12,025) | (6,478) |
| Income taxes paid | | (69,709) | (75,821) |
| Gratuity paid | | (549) | (668) |
| Interest income received | | 12,156 | 9,006 |
| | | (70,127) | (73,961) |
| | | • • • | (· · / |
| Net (decrease)/increase in long term deposits | | (803) | 3,125 |
| Net cash used in operating activities | | (359,853) | (271,272) |
| CASH FLOW FROM INVESTING ACTIVITIES | | | |
| Purchase of property, plant and equipment | | (17,379) | (17,930) |
| Purchase of intangible assets | | (3,944) | - |
| Proceeds from sale of property, plant and equipment | | 983 | 279 |
| Increase in long term investments | | 2,723 | (935) |
| Net cash used in investing activities | | (17,617) | (18,586) |
| CASH FLOW FROM FINANCING ACTIVITIES | | | |
| Net cash generated from / (used in) financing activities | | - | - |
| NET DECREASE IN CASH AND CASH EQUIVALENTS | | (377,470) | (289,858) |
| CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD | | 1,039,039 | 811,249 |
| CASH AND CASH EQUIVALENTS AT END OF THE PERIOD | 11 | 661,569 | 521,391 |
| | | | |

The annexed notes from 1 to 15 form an integral part of this financial information.

Chief Executive

BATA PAKISTAN LIMITED CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY - UNAUDITED FOR THE THREE MONTHS ENDED 31 MARCH 2011

| - | Share capital | Capital reserve | General reserve | Unappropriated profits | Total |
|---|---------------|-----------------|--------------------|---------------------------|-----------|
| | (| | Rupees in '000' | |) |
| Balance as at 31 December 2009 | 75,600 | 483 | 1,298,000 | 586,644 | 1,960,727 |
| Total comprehensive income for the three months ended 31 March 2010 | - | - | - | 146,316 | 146,316 |
| Balance as at 31 March 2010 | 75,600 | 483 | 1,298,000 | 732,960 | 2,107,043 |
| Final dividend for 2009 @ Rs. 12.00 per share | - | - | - | (90,720) | (90,720) |
| Transfer to general reserve for 2009 | - | - | 494,000 | (494,000) | - |
| Total comprehensive income for the nine months ended 31 December 2010 | - | - | - | 724,977 | 724,977 |
| Balance as at 31 December 2010 | 75,600 | 483 | 1,792,000 | 873,217 | 2,741,300 |
| Total comprehensive income for the three months ended 31 March 2011 | - | - | - | 160,543 | 160,543 |
| Balance as at 31 March 2011 | 75,600 | 483 | 1,792,000 | 1,033,760 | 2,901,843 |

The annexed notes from 1 to 15 form an integral part of this financial information.

Chief Executive

Director

BATA PAKISTAN LIMITED NOTES TO THE CONDENSED INTERIM FINANCIAL INFORMATION - UNAUDITED FOR THE THREE MONTHS ENDED 31 MARCH 2011

1. LEGAL STATUS AND OPERATIONS

Bata Pakistan Limited, (the Company) is a public limited company incorporated in Pakistan and is quoted on Lahore and Karachi Stock Exchanges. The registered office of the company is situated at Batapur, Lahore. The principal activity of the Company is manufacturing and sale of footwear of all kinds along with sale of accessories and hosiery items. The parent Company of Bata Pakistan Limited is Bafin B.V., Nederland, whereas the ultimate parent is Compass Limited, Bermuda.

2. STATEMENT OF COMPLIANCE

This condensed interim financial report of the Company for the three months ended 31 March 2011 has been prepared in accordance with the requirements of the International Accounting Standard 34 - Interim Financial Reporting and provisions of and directives issued under the Companies Ordinance, 1984. In case where requirements differ, the provisions of or directives issued under the Companies Ordinance, 1984 have been followed.

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies and method of computation adopted in the preparation of this condensed interim financial report are the same as those applied in preparation of the annual audited and published financial statements of the Company for the year ended 31 December, 2010.

4. ACQUISITION AND DISPOSAL OF PROPERTY, PLANT AND EQUIPMENT

| | | | | | | | (UN - AU | DITED) | |
|-----------------|---------------------------------|---------------------|---------------------|-----------|-----------|-------|---------------------------------------|------------------|------------------|
| | Plant and Building machinery | Gas installation | Office equipment | Computers | Computers | t | Furniture, fixture and fittings | 31 March 2011 | 31 March 2010 |
| - | | | | | | | (Rupees | in '000') | |
| Additions | 1,366 | 4,907 | 17 | 132 | 4,042 | 6,141 | 16,605 | 11,792 | |
| Disposals (cost | - | 4,568 | 68 | 86 | 151 | 523 | 5,396 | 314 | |
| | | | | | | Note | (UN - AUDITED) | (AUDITED) | |
| | | | | | | | 31 March | 31 December | |

2011

2010

(Rupees in '000')

5. TAX REFUNDS DUE FROM GOVERNMENT

This represents sales tax paid on raw materials used in zero-rated taxable shoes for which refund claims have been lodged / are being lodged with the Sales Tax Department.

6. PROVISION FOR GRATUITY - DEFINED BENEFITS PLAN

| Opening liability | 74,211 | 69,196 |
|--|--------|---------|
| Amount recognized during the period/year | 1,466 | 6,831 |
| Payment made by the Company during the period/year | (549) | (1,816) |
| Closing Liability | 75,128 | 74,211 |

The latest actuarial valuation was carried out as at 31 December, 2010

7. CONTINGENCIES AND COMMITMENTS

7.1 The Company is contingently liable for:

| Counter Guarantees given to banks | | 7,740 | 7,204 |
|---|-------|--------|---------|
| Indemnity Bonds given to Custom Authorities | | 30,087 | 26,790 |
| Claims not acknowledged as debts - under appeal | | 26,413 | 76,413 |
| Law suit by ex-employee - damages for malicious prosecution | | 3,000 | 3,000 |
| Order by income tax department | 7.1.1 | 3,659 | 3,659 |
| Order by income tax department | 7.1.2 | 2,702 | 2,702 |
| | | 73,601 | 119,768 |

7.1.1 The Company has received an order from Federal Board of Revenue (FBR) in respect of inadequacy of advance tax paid by the Company for the tax year 2008. The FBR has thus levied additional tax u/s 205 (IB) of the Income Tax Ordinance, 2001 amounting to Rs. 8.566 million.

The Company had provided an amount of Rs. 4.907 million on the basis of tax advisor's opinion and also filed an appeal with Commissioner Inland Revenue (CIR)(Appeals). CIR(Appeals) decided the case against the Company after which an appeal was filed with ATIR which is pending adjudication. The management expects a favorable outcome of the matter and accordingly no provision for the remaining amount has been made.

7.1.2 The Company has received an order from Federal Board of Revenue (FBR) in respect of alleged default that the tax at source was not properly deducted by the Company for the tax year 2005. The FBR after charging additional tax u/s 205(3) of the Income Tax Ordinance, 2001 created a demand of Rs. 2.702 million. The Company filed an appeal with CIR(Appeals) which is pending adjudication. The management expects a favorable outcome of the matter and accordingly no provision has been made.

7.3 Commitments

7.3.1 The Company has entered into rent agreements for retail shops. There are no restrictions placed upon the Company by entering into these agreements. Future minimum lease payable under these agreements are as followos:

| | | (UN - AUDITED) | (AUDITED) |
|-------|---|-------------------|---------------------|
| | | 31 March 2011 | 31 December 2010 |
| | | (Rupees in '000') | |
| | With in one year | 431,762 | 427,571 |
| | After one year but not more than five years | 1,428,446 | 1,386,432 |
| | More than five years | 705,305 | 668,212 |
| | | 2,565,513 | 2,482,215 |
| 7.3.2 | Commitments in respect of: | | |
| | - Capital expenditure | 42,123 | 10,583 |
| | - Letters of credit and bank contracts | 423,761 | 326,932 |
| | | 465.884 | 337,515 |

| (UN - AUDITED) |
|-------------------|
| Quarter ended |
| 31 March 31 Mar |
| 2011 2010 |
| (Rupees in '000') |

8. SALES

| | 2 264 702 | 1 704 007 |
|--|-----------|-----------|
| Local | 2,264,702 | 1,784,997 |
| Export | 28,387 | 39,217 |
| | 2,293,089 | 1,824,214 |
| Sundry articles and scrap material | 6,879 | 4,838 |
| | 2,299,968 | 1,829,052 |
| Less: Sales tax paid | 29,288 | 30,582 |
| Discount to dealers and distributors | 205,221 | 128,207 |
| Commission to agents/business associates | 19,776 | 17,904 |
| | 254.285 | 176,693 |

2,045,683

1,652,359

9. COST OF SALES

| Raw material consumed | 719.952 | 442,215 |
|---------------------------------------|-----------|-----------|
| | | |
| Store and spares consumed | 2,521 | 2,127 |
| Fuel and power | 28,511 | 28,254 |
| Salaries, wages and benefits | 62,714 | 64,399 |
| Repairs and maintenance | 7,876 | 8,774 |
| Insurance | 1,469 | 1,519 |
| Depreciation | 4,325 | 3,638 |
| | 827,368 | 550,926 |
| Add: Opening goods in process | 59,483 | 41,249 |
| | 886,851 | 592,175 |
| Less: Closing goods in process | 86,118 | 61,461 |
| Cost of goods manufactured | 800,733 | 530,714 |
| Add: Opening stock of finished goods | 1,190,413 | 1,035,130 |
| Finished goods purchased | 711,741 | 519,429 |
| | 2,702,887 | 2,085,273 |
| Less: Closing stock of finished goods | 1,433,240 | 1,107,861 |
| | 1,269,647 | 977,412 |

| | (UN - AUDITED) | | |
|-----------------------------|------------------|-------------------|--|
| | Quarter e | Quarter ended | |
| | 31 March 2011 | 31 March 2010 | |
| 10. TAXATION | (Rupees in | (Rupees in '000') | |
| Current - For the period | 66,720 | 54,974 | |
| Deferred | (95) 66,625 | (1,025) 53,949 | |

11. CASH AND CASH EQUIVALENTS

For the purpose of the cash flow statement, cash and cash equivalents comprise the following:

| Bank balances - in current accounts | 269,679 | 190,816 |
|-------------------------------------|---------|---------|
| Short term investment | 350,000 | 300,000 |
| Cash in transit | 40,002 | 26,160 |
| Cash in hand | 1,888 | 4,415 |
| | 661,569 | 521,391 |

12. TRANSACTIONS WITH RELATED PARTIES

The related parties and associated undertakings comprise of parent company, related group companies, provident fund trusts, directors and key management personnel. Transactions with related parties and associated undertakings, other than remuneration and benefits to executive directors and key management personnel under the terms of their employment, during the period, are as follows:

| Relationship with the Company | Nature of transactions | (UN - AUDITED) Quarter ended | |
|-------------------------------|---------------------------------------|---------------------------------|------------------|
| | | 31 March 2011 | 31 March 2010 |
| | | (Rupees in '000') | |
| Associated Companies | Purchase of goods and services | 207,216 | 92,399 |
| - | Sale of goods and services | 4,146 | 2,322 |
| | Brand royalty | 49,342 | 38,824 |
| | Service charges | 34,103 | 11,393 |
| Staff Retirement Benefits | Contribution to provident fund trusts | 7,854 | 6,781 |
| Staff Retirement Benefits | Gratuity paid | 549 | 668 |

The Company continues to have a policy whereby all transactions with related parties and associated undertakings are entered into at arm's length.

13 EARNINGS PER SHARE - BASIC AND DILUTED

| Profit after taxation attributable to ordinary share holders (in '000) | 160,543 | 146,316 |
|--|---------|---------|
| Weighted average number of ordinary shares - Number (in '000) | 7,560 | 7,560 |
| Earnings per share - Basic (Rs.) | 21.24 | 19.35 |

13.1 No figure for diluted earnings per share has been disclosed as the Company has not issued any instrument which would have a dilutive impact on earnings per share, when exercised.

14 DATE OF AUTHORIZATION

This financial information was authorized for issue by the Board of Directors on 21 April 2011

15 GENERAL

The figures in this financial information have been rounded off to the nearest thousand rupees unless otherwise stated.

Chief Executive

Director