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### 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 Sved Aijazuddin Director Mr. Ijaz Ahmad Chaudhry Director Mr. Syed Waseem-ul-Haq Haqqie Director Mr. Shahid Anwar (Nominee of NIT) Director Mr. M. Riyazul Haque (Nominee of NIT) Director

#### Audit Committee

#### Chairman Mr. Fakir Syed Aijazuddin

Mr. Ijaz Ahmad Chaudhry Member Habib Metropolitan Bank Limited Mr. M. G. Middleton

Member MCB Bank Limited Bank Al Habib Limited

> National Bank of Pakistan Limited Summit Bank Limited

United Bank Limited Silk Bank Limited Barclays Bank PLC

Habib Bank Limited

#### 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.

#### Registered Office

Batapur, G. T. Road,

**Bankers** 

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.

### DIRECTORS'REVIEW

It is my pleasure to present the un-audited Condensed Interim Financial Information and brief review of the Company's operations for the nine months ended 30 September 2012.

The Company continues to sustain growth trend in turnover that it carried previously. Net turnover in the period under review was Rs. 8.481 billion as compared to Rs. 7.261 billion for the corresponding period of last year. As a result, profit after tax increased from Rs. 623.926 million to Rs. 846.124 million and earning per share increased from Rs. 82.53 to Rs. 111.92.

Our production facilities at Batapur and Maraka produced 9.36 million pairs as compared to 8.95 million pairs in the same period of last year. Our investment in many new moulds made during this period is also being rewarded as the majority have proved to be winners in the marketplace.

Our precedence remains to satisfy the demand of our valued customers and provide them with services exclusively and efficiently. In order to maintain our role as a leader in Footwear Industry, an amount of Rs. 56.636 million has been spent for opening new and renovation of existing stores. Our focus as a part of our strategy will remain on expansion of big format stores by closing low turnover and non profitable stores which are under minimum banchmark.

The Company's HR activities are focused on building talent. Training programs were organized to enhance leadership potential at managerial level to meet the future challenges. We have recruited new potential persons to take up important roles in the coming years. The Company continued its Corporate Social Responsibilities (CSR) and donated shoes and computers during the period under review to underpriviliged communities and orphanage.

We remain confident as regards to our prospects for the remaining year, despite the highly competitive marketing environment. We look forward to continued support from all our stakeholders to achieve the objectives for the year 2012.

In view of excellent year to date results and anticipation of continuous good performance, the Board of Directors are pleased to declare interim cash dividend of 300% (Rs. 30 per share).

On behalf of the Board

Batapur: (M. IMRAN MALIK)
Lahore: 18 October 2012 Chief Executive

#### Statement under section 241 (2) of the Companies Ordinance, 1984.

Director	Director

# CONDENSED INTERIM BALANCE SHEET

#### AS AT 30 SEPTEMBER 2012

	Note	(UN - AUDITED) 30 September 2012	(AUDITED) 31 December 2011
		(Rupees	in '000)
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment Intangible assets Long term investments Long term deposits and prepayments	5	796,721 11,684 37,000 34,430 879,835	733,695 10,503 36,594 37,058 817,850
CURRENT ASSETS			
Stores and spares Stock in trade Trade debts Advances - unsecured Deposits, short term prepayments and other receivables Interest accrued Short term investments Tax refunds due from Government Cash and bank balances	6	1,957 2,910,436 810,255 28,102 402,214 7,009 450,000 508,597 444,101	2,247,616 130,112 24,181 343,694 1,339 100,000 530,678 430,818 3,808,438
TOTAL ASSETS		6,442,506	4,626,288
EQUITY AND LIABILITIES		0,112,300	
Authorized share capital 10,000,000 ordinary shares of Rs. 10 each		100,000	100,000
Issued, subscribed and paid up capital Reserves Capital reserve		75,600 483	75,600 483
Revenue reserve		3,896,631 3,897,114	3,201,707 3,202,190
TOTAL EQUITY		3,972,714	3,277,790
NON CURRENT LIABILITIES			
Long term deposits Deferred liability-employee benefits Deferred taxation	7	37,000 83,207 39,759	36,594 79,262 34,154
CURRENT LIABILITIES		159,966	150,010
Trade and other payables Provision for taxation		2,021,358 288,468	945,337 253,151
CONTINGENCIES AND COMMITMENTS	8	2,309,826	1,198,488
TOTAL EQUITY AND LIABILITIES		6,442,506	4,626,288

The annexed notes from 1 to 16 form an integral part of this interim financial information.

Statement under section 241 (2) of the Companies Ordinance, 1984.

As the Chief Executive is not for the time being in Pakistan, this condensed interim financial information has been signed by two directors instead of Chief Executive and one director.

Director
3 **Bata** Chief Executive Director

# CONDENSED INTERIM PROFIT AND LOSS ACCOUNT - UNAUDITED

#### FOR THE NINE MONTH PERIOD ENDED 30 SEPTEMBER 2012

		Nine mo	nth ended	Three month ended		
	Note	30 September 2012	30 September 2011	30 September 2012	30 September 2011	
			(Rupees	in '000)		
NET SALES COST OF SALES	9 10	8,481,019 5,179,584	7,261,457 4,556,180	3,291,960 1,992,274	2,826,973 1,801,725	
GROSS PROFIT		3,301,435	2,705,277	1,299,686	1,025,248	
OPERATING EXPENSES Selling and distribution Administrative Other operating expenses		1,549,702 516,226 92,815 2,158,743	1,342,304 455,634 71,474 1,869,412	570,024 177,532 38,343 785,899	503,779 155,705 25,535 685,019	
OPERATING PROFIT		1,142,692	835,865	513,787	340,229	
FINANCE COST		39,572	40,621	15,090	19,530	
		1,103,120	795,244	498,697	320,699	
OTHER INCOME		37,077	39,195	14,770	3,861	
PROFIT BEFORE TAXATION		1,140,197	834,439	513,467	324,560	
PROVISION FOR TAXATION Current Deferred		288,468 5,605 294,073	199,646 10,867 210,513	138,094 1,953 140,047	67,043 9,313 76,356	
PROFIT AFTER TAXATION		846,124	623,926	373,420	248,204	
Other comprehensive income		-		-		
TOTAL COMPREHENSIVE INC	OME	846,124	623,926	373,420	248,204	
EARNINGS PER SHARE - BASIC AND DILUTED	13	Rs.111.92	Rs.82.53	Rs.49.39	Rs.32.83	

The annexed notes from 1 to 16 form an integral part of this interim financial information.

#### Statement under section 241 (2) of the Companies Ordinance, 1984.

Chief Executive	Director	Director

# CONDENSED INTERIM CASH FLOW STATEMENT - UNAUDITED

#### FOR THE NINE MONTH PERIOD ENDED 30 SEPTEMBER 2012

		Nine n	nonth ended
_	Note	30 September 2012	30 September 2011
		(Rupe	ees in '000)
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before taxation		1,140,197	834,439
Adjustments to reconcile profit before tax to net cash flows			
Depreciation Amortization Provision for gratuity Gain on disposal of property, plant and equipment Income from financial assets Finance cost		80,713 4,593 6,430 (1,466) (33,767) 39,572	69,550 4,019 5,357 (3,998) (33,206) 40,621 82,343
Operating cash flows before working capital changes		1,236,272	916,782
Net changes in working capital Finance cost paid Income taxes paid Gratuity paid Interest income received	11	(270,931) (35,553) (293,270) (2,485) 28,098	(942,563) (33,738) (194,038) (1,817) 30,366
Net cash generated from / (used in) operating activities		662,131	(225,008)
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment Purchase of intangible assets Proceeds from sale of property, plant and equipment (Increase) / Decrease in long term investments		(146,054) (5,774) 3,781 (406)	(144,920) (6,020) 8,904 1,232
Net cash used in investing activities		(148,453)	(140,804)
CASH FLOWS FROM FINANCING ACTIVITIES			
Dividend paid		(150,395)	(210,560)
Net cash used in financing activities		(150,395)	(210,560)
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVA	ALENTS	363,283	(576,372)
CASH AND CASH EQUIVALENTS AT BEGINNING OF PE	RIOD	530,818	1,039,039
CASH AND CASH EQUIVALENTS AT END OF PERI	OD	894,101	462,667

The annexed notes from 1 to 16 form an integral part of this interim financial information.

#### Statement under section 241 (2) of the Companies Ordinance, 1984.

Chief Executive	Director	Director

# CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY - UNAUDITED

#### FOR THE NINE MONTH PERIOD ENDED 30 SEPTEMBER 2012

	Share capital	Capital reserve	General reserve	Unappropriated profits	d Total
		F	Rupees in '00	0,	
Balance as at 01 January 2011	75,600	483	1,792,000	873,217	2,741,300
Final dividend for 2010 @ Rs. 28 per share	-	-	-	(211,680)	(211,680)
Transfer to general reserve	-	-	660,000	(660,000)	-
Total comprehensive income for the nine month period ended 30 September 2011	-	-	-	623,926	623,926
Balance as at 30 September 2011	75,600	483	2,452,000	625,463	3,153,546
Balance as at 01 January 2012	75,600	483	2,452,000	749,707	3,277,790
Final dividend for 2011 @ Rs. 20 per share	-	-	-	(151,200)	(151,200)
Transfer to general reserve	-	-	595,000	(595,000)	-
Total comprehensive income for the nine month period ended 30 September 2012	-	-	-	846,124	846,124
Balance as at 30 September 2012	75,600	483	3,047,000	849,631	3,972,714

The annexed notes from 1 to 16 form an integral part of this interim financial information.

#### Statement under section 241 (2) of the Companies Ordinance, 1984.

Chief Executive	Director	Director
Rata 6		

#### FOR THE NINE MONTH PERIOD ENDED 30 SEPTEMBER 2012

#### LEGAL STATUS AND OPERATIONS 1.

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.

#### STATEMENT OF COMPLIANCE 2.

This condensed interim financial report of the Company for the nine month period ended 30 September 2012 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. BASIS OF PRESENTATION AND MEASUREMENT

This condensed interim financial report of the Company for the nine month period ended 30 September 2012 are unaudited and these should be read in conjunction with the financial statements of the Company for the year ended 31 December 2011.

#### 4. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies and the methods of computation adopted in the preparation of this condensed interim financial report are the same as those applied in the preparation of the financial statements for the year ended 31 December 2011 except as describe below:

#### New and amended standards and interpretations

The Company has adopted the following new and amended IFRS and IFRIC interpretations which became effective during the year:

IFRS 7 – Financial Instruments: Disclosures (Amendment)

IAS 12 - Income Taxes (Amendment) - Recovery of underlying assets

The adoption of the above standards, amendments / improvements and interpretations did not have any effect on the financial statements.

#### 5. ACQUISITION AND DISPOSAL OF PROPERTY, PLANT AND EQUIPMENT

			Furniture						(UN-AU	DITED)
			Plant and	Office		fixture and			30 September	30 September
	Build	ings	machinery	equipemnt	Computer	fittings	Gas Installations	Boiler	2012	2011
	factory	other							(Rupees	in '000')
Additions	853	530	36,814	465	18,883	87,308	21	-	144,874	142,753
Disposals (cost)	-	-	12,726	145	1,349	3,264	-	24	17,508	34,899

This represents sales tax paid on raw materials used in zero-rated taxable shoes for which refund claims 6. have been lodged with the Sales Tax Department.

		(UN - AUDITED)	(AUDITED)
		30 September 2012	31 December 2011
'. I	DEFERRED LIABILITY- EMPLOYEE BENEFITS	(Rupees	in '000')
	Opening liability Amount recognized during the period/year Payment made by the Company during the period/year	79,262 6,430 (2,485)	74,211 7,142 (2,091)
	Closing liability	83,207	79,262

The latest actuarial valuation was carried out as at 31 December 2011.

7.

#### FOR THE NINE MONTH PERIOD ENDED 30 SEPTEMBER 2012

8

		2012	2011
		(Rupees	in '000')
CONTINGENCIES AND COMMITMENTS			
<b>8.1</b> The Company is contingently liable for:			
Counter Guarantees given to banks		7,634	5,859
Indemnity Bonds given to Custom Authorities		34,314	39,549
Claims not acknowledged as debts - under appeal		18,354	15,401
Law suit by ex-employee - damages for malicious prosect	ution	-	3,000
Order by sales tax department - under appeal	8.1.1	138,851	138,851
Order by sales tax department - under appeal	8.1.2	201,252	201,252
Order by income tax department - under appeal	8.1.3	1,645	1,645
		402,050	405,557

Note

(UN - AUDITED) 30 September

(AUDITED)

31 December

- 8.1.1 The Sales Tax Department has issued show-cause notice followed by an order amounting to Rs. 138.8 million in respect of the period from July 2005 to June 2007 for non payment of sales tax on certain items including disposal of fixed assets, inadmissible input tax claimed on electricity bills of retail outlets, inadmissible input tax adjustment claimed against zero rated retail supplies and less declaration of output sales tax in returns when compared with final accounts. The Company filed an appeal against the order before Commissioner Sales Tax (Appeals) who has dismissed the appeal vide order dated 31-01-2009. Thereafter, the Company filed an appeal against the stated order before Appellate Tribunal Inland Revenue (ATIR) who has decided the appeal in favor of the Company. The Sales Tax Department filed a reference application in Honorable Lahore High Court (LHC). LHC vide its order dated 16-05-2012 disposed off the reference application. However at period end, the Company is not aware if any leave for appeal has been made by the Sales Tax Department.
- 8.1.2 The Company has received an order from sales tax department amounting to Rs. 201 million for non-payment of retail tax on sales made through retail outlets and inadmissible input tax adjustment claimed against zero-rated retail supplies for the period from July 2007 to December 2008. The Company has filed an appeal against the order before the Commissioner Sales Tax (Appeals) which is pending adjudication. The Company has also filed a complaint with Federal Tax Ombudsman (FTO) against departmental violation of binding legal precedent. The FTO in his recommendations dated 11-01-2012 has asked the Federal Board of Revenue (FBR) to direct the Commissioner to vacate the above stated order and submit the compliance report with in 30 days from the date of recommendations. Moreover on 17- 07-2012, Company has received an additional order from Deputy Commissioner Inland Revenue (DCIR) relating to sales tax amounting to Rs. 64 million pertaining to period from July 2007 to December 2008 previously refunded to the Company. The case has been referred to concerned ACIR/DCIR enforcement against the order. Company has filed an appeal with CIR(Appeals) which is pending adjudication. Based on legal advisor's opinion, the Company expects a favorable outcome of the matter.
- The Company has received an order from income tax department in respect of alleged 8.1.3 default that the Company had willfully understated its admitted liability by not declaring FTR receipts as charged u/s 122(5A) vide order dated 30-09-2009 for the tax year 2004. The Deputy Commissioner Inland Revenue (DCIR) charged additional tax u/s 205(IB) of the Income Tax Ordinance, 2001 and created a demand of Rs. 1.645 million. The Company filed an appeal with CIR (Appeals) against which an order dated 17 May 2012 has been issued according to which a concerned officer is directed to verify the records, if found to be correct, no default surcharge would be imposed.

#### FOR THE NINE MONTH PERIOD ENDED 30 SEPTEMBER 2012

#### 8.2 Commitments

**8.2.1** 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 follows:

(UN - AUDITED)

30 September

(AUDITED)

31 December

			30	September 2012	31 December 2011
				(Rupees in	
	With in one year			498,843	478,244
	After one year but not more th	nan five vears		1,809,273	1,521,512
	More than five years	and inverse years		629,745	788,627
	· ·			2,937,861	2,788,383
	8.2.2 Commitments in respect of:		_	-,,	
	- Capital expenditure			59,390	14,872
	- Letters of credit and bank	contracts		639,224	441,920
				698,614	456,792
		(IIN A	U <b>DITED</b> )		UDITED)
			nth ended		onth ended
		30 September	30 September	30 September	30 September
		2012	2011	2012	2011
9.	NET SALES		(Rupe	es in '000)	
9.					
	Shoes and accessories Local	9,706,227	8,098,915	3,758,850	3,184,304
	Export	105,443	133,216	44,172	40,820
		9,811,670	8,232,131	3,803,022	3,225,124
	Sundry articles and scrap material	20,054	29,407	5,326	5,267
		9,831,724	8,261,538	3,808,348	3,230,391
	Less: Sales tax	497,368	289,234	188,127	128,933
	Discount to dealers and distributors Commission to agents/business associates	730,904 122,433	630,153 80,694	279,568 48,693	241,283 33,202
	commonon to agenta, business associates	1,350,705	1,000,081	516,388	403,418
		8,481,019	7,261,457	3,291,960	2,826,973
		0,701,017	= 7,201,737	3,271,700	2,020,773
10.	COST OF SALES				
	Raw material consumed	2,450,009	2,459,145	702,317	705,072
	Salaries, wages and benefits Fuel and power	214,851 114,026	199,529 91,340	66,387 36,520	57,447 28,543
	Stores and spares consumed	7,590	7,625	2,071	1,991
	Repairs and maintenance	36,518	30,970	12,745	10,099
	Insurance	4,752	4,377	1,583	1,416
	Depreciation	18,022	14,645	6,427	5,676
		2,845,768	2,807,631	828,050	810,244
P	Add: Opening goods in process	102,145	59,483	101,833	118,744
		2,947,913	2,867,114	929,883	928,988
	ess: Closing goods in process	73,979	121,027	73,979	121,027
	Cost of goods manufactured	2,873,934	2,746,087	855,904	807,961
F	Add: Opening stock of finished goods Finished goods purchased	1,850,498 3,021,993	1,190,413 2,903,413	2,591,755 1,111,456	2,203,869 1,073,628
	I moned goods purchased				
Ι	ess: Closing stock of finished goods	7,746,425 2,566,841	6,839,913 2,283,733	4,559,115 2,566,841	4,085,458 2,283,733
	3	5,179,584	4,556,180	1,992,274	1,801,725

#### FOR THE NINE MONTH PERIOD ENDED 30 SEPTEMBER 2012

		(UN - AUDITED)		
		30 September 2012	30 September 2011	
		(Rupees in '000')		
11	NET CHANGES IN WORKING CAPITAL			
	(Increase)/decrease in assets			
	Stores and spares	(1,957)	1,060	
	Stock in trade	(662,820)	(1,368,779)	
	Trade debts	(680,143)	(532,400)	
	Advances - unsecured	(3,922)	(9,829)	
	Deposits, short term prepayments and other receivables	(18,399)	(11,593)	
	Long term deposits and prepayments	22,081	(85,201)	
		2,628	(809)	
	Increase / (decrease) in liabilities		` ,	
	Trade and other payables			
	Long term deposits	1,071,195	1,069,147	
	-	406	(4,159)	
		(270,931)	(942,563)	

#### TRANSACTIONS WITH RELATED PARTIES 12

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

		(UN - AU	J <b>DITED</b> )	(UN - AU	JDITED)
		Nine month ended		Three month ended	
		30 September 2012	30 September 2011	30 September 2012	30 September 2011
(Rupees in '000)					
Relationship with the Company	Nature of transactions				
Associated Companies	Purchase of goods and services	1,101,572	1,209,066	401,720	430,217
	Sale of goods and services	3,181	17,811	396	7,764
	Dividend paid	111,967	127,008	-	-
	Brand royalty	199,479	171,745	77,449	66,334
	Service charges	111,931	105,022	38,345	35,706
Staff Retirement Benefits	Contribution to provident fund trusts	27,973	25,345	9,111	8,368
Staff Retirement Benefits	Gratuity paid	2,485	1,817	362	1,117

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

#### FOR THE NINE MONTH PERIOD ENDED 30 SEPTEMBER 2012

		(UN - AUDITED)  Nine month ended		(UN - AUDITED) Three month ended	
		30 September 2012	30 September 2011	30 September 2012	30 September 2011
		(Rupees in '000)			
13.	EARNINGS PER SHARE - BASIC AND DILUTED				
	Profit after taxation attributable to ordinary share holders (in '000)	846,124	623,926	373,420	248,204
	Weighted average number of ordinary shares - Number (in '000)	7,560	7,560	7,560	7,560
	Earnings per share - Basic (Rs.)	111.92	82.53	49.39	32.83

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 POST BALANCE SHEET EVENTS

The Board of Directors in their meeting held on 18 October 2012 have declared an interim cash dividend @ Rs. 30 per share in respect of the nine month period ended 30 September 2012 (30 September 2011: Rs. Nil) amounting to Rs. ('000) 226,800 (30 September 2011: Rs. Nil). This financial information does not reflect the effect of the above event.

#### 15 DATE OF AUTHORIZATION

This financial information was authorized for issue by the Board of Directors on 18 October 2012.

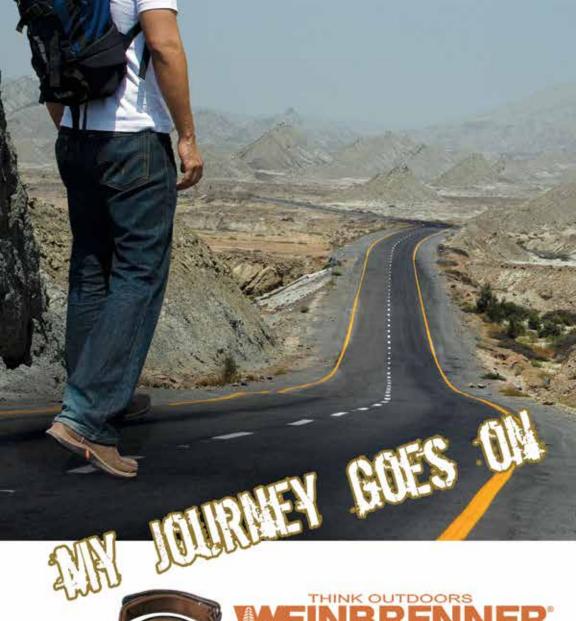
#### 16 GENERAL

Certain amounts in the prior year have been reclassified to conform to current year presentation.

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

#### Statement under section 241 (2) of the Companies Ordinance, 1984.

Chief Executive	Director	Director





# Bata PAKISTAN LIMITED

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