

Indus Motor Company Ltd.

2019
annual report



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Board of Directors



Ali S. Habib
Chairman

Ali S. Habib is the Chairman of Indus Motor Company Limited and is also the Founding Director of the Company. He also serves as a Member on the Board of Directors of Thal Limited, Shabbir Tiles & Ceramics Limited and Habib Metropolitan Bank Limited.

He is a graduate in Mechanical Engineering from the University of Minnesota, USA. He has attended the PMD Program at Harvard University.



Parvez Ghias
Director

Parvez Ghias was Chief Executive of the Company from 2005 to 2016 and continues to serve Indus Motor as Director on the Board. He is currently the Chief Executive Officer at Habib University Foundation and Vice Chairman - Automotive for the House of Habib. He also serves as a Director on the boards of Dawood Hercules Corporation Limited and Shell Pakistan Limited..

Prior to joining the Company and House of Habib, he was the Vice President and CFO at Engro Corporation (formerly Engro Chemical Pakistan Limited) and served as Director on Engro subsidiaries. He is a Fellow of the Institute of Chartered Accountants from England & Wales and holds a Bachelor's Degree in Economics and Statistics.



Yuji Takarada
Director & Vice Chairman

Yuji Takarada has been appointed as a Director on the Board and Vice Chairman of Indus Motor Company Limited with effect from January 2018. He has been serving at Toyota Motor Corporation for over 25 years and has worked in different capacities. He has also served as Marketing Director for Toyota Astra Motor (TAM).

He has completed his Bachelor's degree in Sociology from Hitotsubashi University in Japan.



Azam Faruque
Independent Director

Azam Faruque was elected as a Director of the Company in October 2014. He is a Director and CEO of Cherat Cement Co. Limited, a Ghulam Faruque Group (GFG) company. Apart from 27 years he has spent in the cement industry and other GFG businesses, he has served as a member on the Board of various public and private sector institutions. Currently, he is a Director of Faruque (Pvt) Limited, Greaves Pakistan (Pvt) Limited, Unicol Limited, International Industries Limited, Atlas Battery Limited, Habib University Foundation and State Bank of Pakistan.

He is an Electrical Engineering and Computer Science graduate from Princeton University, USA, and has also completed his MBA with High Honors from the University of Chicago.



Ali Asghar Jamali
Chief Executive

Ali Asghar Jamali was appointed as Chief Executive Officer in January 2017. He has been with the Company since October 2000 and has served in key roles in various departments, owing to which he has acquired rich experience in end-to-end management of company operations.

He is a Fellow of the Institute of Chartered Accountants of Pakistan and has attended the Advanced Management Program at Harvard University and the Accelerated Management Program at Wharton School of Business in the USA.

Board of Directors



Mohamedali R. Habib
Director

Mohamedali R. Habib is the Founding Director of Indus Motor Company Limited. He has been an Executive Director of Habib Metropolitan Bank Limited since 2004 and currently serves as the Chairman of the Board of Directors of the Bank. He also serves as a Member on the Board of Thal Limited and Habib Insurance Company Limited. He was appointed as Joint-President & Division Head (Asia) & Member of General Management of Habib Bank AG Zurich in 2011.

He has a graduate degree in Business Management – Finance from Clark University, USA.



Sadatoshi Kashihara
Director

Sadatoshi Kashihara was appointed as Director of Indus Motor Company Limited in January 2017 and also serves as Director Manufacturing. He has been with Toyota Group since 1990 and has held various senior executive positions. He has vast experience in the areas of Production and Plant Engineering at various Toyota plants in the world.

He is a graduate from the Miyazaki University, Japan



Imran A. Habib
Director

Imran A. Habib was appointed as Director of Indus Motor Company Limited in February 2019. He is Senior Vice President at Habib American Bank in New York, USA. Prior to his transfer to the United States in 2016, he served as Senior Vice President with Habib Bank AG Zurich in the United Arab Emirates from 2008-2016. He has a graduate degree in Business Administration from Bryant University (2002), USA, and has attended the Program for Leadership Development at Harvard Business School.



Tetsuya Ezumi
Director

Tetsuya Ezumi was appointed as Director of Indus Motor Company Limited in May 2018. He has been associated with Toyota Motor Corporation from 1985 to 2017, during which time he has held various senior positions. He joined Toyota Tsusho Corporation in 2018 and he is presently Executive Officer of Toyota Tsusho Corporation and has served as director on the Board of various Toyota Group companies in countries around the globe.

He is a graduate from Faculty of Law of Kagawa University, Japan.



Susumu Matsuda
Director

Susumu Matsuda was appointed as a Director of Indus Motor Company Limited in February 2018. Currently he is serving as the President of Toyota Motor Asia Pacific Pte Ltd and Deputy Chief Executive Officer of Asia & China region, Toyota. He is presently director on the Board of Directors of various Toyota Group companies in countries around the globe.

He graduated from Kobe University, Japan.

Senior MANAGEMENT



Company Information

Bankers

Bank Alfalah Limited
 Bank Al-Habib Limited
 Citibank N.A.
 Habib Bank Limited
 Habib Metropolitan Bank Limited
 MCB Bank Limited
 Meezan Bank Limited
 National Bank of Pakistan
 Standard Chartered Bank (Pakistan) Limited
 United Bank Limited

Auditors

A.F. Ferguson & Co.
 Chartered Accountants,
 State Life Building No. 1-C,
 I.I. Chundrigar Road, Karachi.

Legal Advisors

A.K. Brohi & Company
 Mansoor Ahmed Khan & Co.
 Mahmud & Co.
 Sayeed & Sayeed

Share Registrar

CDC Share Registrar Services Limited
 CDC House, 99-B, Block "B",
 S.M.C.H.S., Main Shahrah-e-Faisal,
 Karachi-74400.
 Tel: 0800-23275
 UAN: 111-111-500
 Email: info@cdcsrsl.com

Credit Rating

Credit Rating Company:
 VIS Credit Rating Company Limited
 Long term rating: AA+
 Short term rating: A-1+

Factory / Registered Office

Plot No. N.W.Z/1/P-1, Port Qasim Authority,
 Bin Qasim, Karachi.
 Phone: (PABX) (92-21) 34720041-48
 (UAN) (92-21) 111-TOYOTA (869-682)
 Fax: (92-21) 34720040
 Website: www.toyota-indus.com

Chief Financial Officer

Mr. Muhammad Aqeel Loon

Company Secretary

Mr. Muhammad Arif Anzer

Board Audit Committee Members

Mr. Azam Faruque (Chairman)
 Mr. Mohamedali R. Habib
 Mr. Imran A. Habib
 Mr. Susumu Matsuda
 Mr. Tetsuya Ezumi
 Mr. Parvez Ghias
 Mr. Azam Khan (Secretary)

Board Human Resource and Remuneration Committee Members

Mr. Azam Faruque (Chairman)
 Mr. Ali S. Habib
 Mr. Parvez Ghias
 Mr. Ali Asghar Jamali
 Mr. Mohammad Ibadullah (Secretary)

Board Ethics Committee Members

Mr. Parvez Ghias (Chairman)
 Mr. Ali Asghar Jamali
 Mr. Imran A. Habib
 Mr. Mohammad Ibadullah (Secretary)



Corporate Governance

IMC's Basic Approach to Corporate Governance

IMC has a range of long-standing in-house committees responsible for monitoring and discussing management and corporate activities from viewpoints of various stakeholders to make prompt decisions for developing strategies, speeding up operations while ensuring heightened transparency and the fulfillment of social obligations. IMC has a unique corporate culture that places emphasis on problem solving and preventative measures in line with Toyota Global Standards.

Basic Concept of Compliance

IMC follows the guiding principles of Toyota and not only complies with local laws and regulations, but also meets social norms, corporate ethics and expectations of various stakeholders. IMC undertakes open and fair corporate activities to meet local standards as well as Toyota Global Standards. The Audit Committee consists of four non-Executive Directors and one independent Director.

Board Human Resource and Remuneration Committee

The Remuneration Committee is a sub-committee of the Board. It recommends human resource management policies to the Board. It also recommends selection, evaluation, compensation and the succession plan of the CEO and Senior Management employees who directly report to the CEO. The Committee consists of three Non-Executive Directors, one Executive Director and the CEO.

Board Ethics Committee

The Committee has the responsibility of overseeing ethical policies and compliance by the Company. It provides expeditious actions on disclosures of wrongdoing. The Ethics Committee also reviews and investigates incidents of whistle-blowing. The Committee consists of the CEO and two Non-Executive Directors.

Board Share Transfer Committee

The Board Share Transfer Committee has been authorized by the Board to approve transfer of shares. All Share Transfer Resolutions are noted by the Board of Directors in subsequent meetings.

Investment Committee

The Investment Committee assists the Board in fulfilling its oversight responsibility for the investment in assets of the company. It evaluates the capital expenditures required to be made and recommends the same to the Board for approval. The Committee is also responsible for formulating the overall policies for investment in fixed assets, subject to approval by the Board, and establishing investment guidelines in furtherance of those policies. The Committee consists of the CEO, two Directors, the CFO and Secretary.

Marketing Technical Co-ordination Committee

Marketing Technical Co-ordination Committee is a management committee responsible for synchronization between the marketing and technical departments. The committee also controls new products or minor model specification changes and schedules. The Committee is chaired by the CEO every month and representatives from marketing and technical departments attend the meeting.

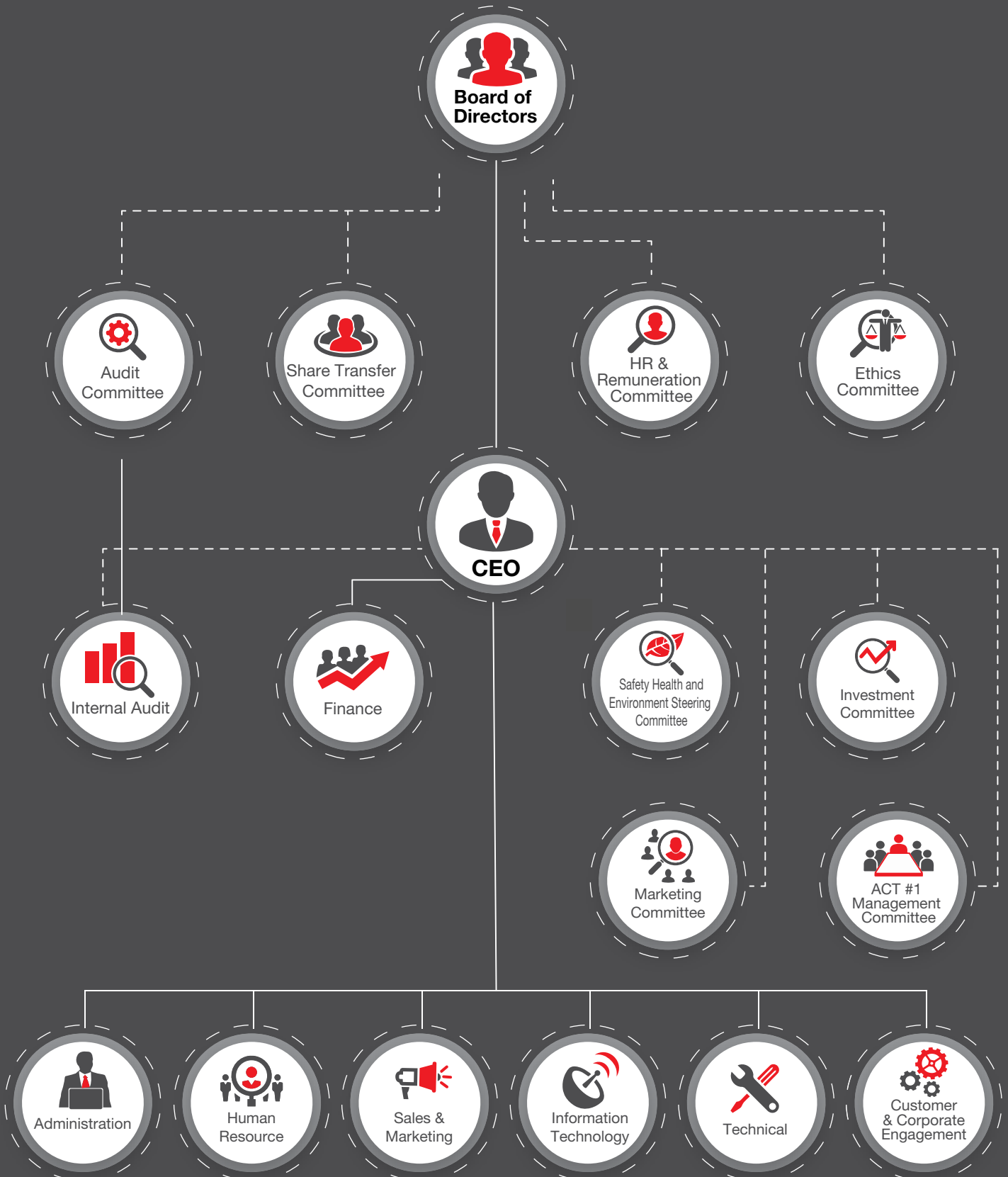
ACT #1 Management Committee

The ACT #1 Management Committee is responsible for the monitoring of organizational KPIs and stewardship of financial performance every month. It also reviews departmental targets and accomplishments achieved during the month. In addition ACT #1 reviews government regulatory affairs including macro-economic situations which results in formation of the Company's strategy and risk management policies. The meeting is conducted by the CEO with representation from all departments.

Safety, Health and Environment Steering Committee

The Steering Committee meets on a monthly basis and keeps a close eye on company wide Safety, Health and Environment (S.H.E) statistics, KPI trends, relevant local laws compliance, promulgating drive and focus on S.H.E. right from the top; enabling Management to have a first hand feel of S.H.E issues prevailing on the shop floor and ways to resolve them via efficient and swift decision-making. The S.H.E Steering committee, chaired by the CEO, formulates the overall policies and S.H.E framework for the company.

Organization Chart



Shareholder Information

Factory / Registered Office

Plot No. N.W.Z./1/P-1, Port Qasim Authority
Bin Qasim, Karachi.
PABX: (92-21) 34720041-48
Fax: (92-21) 34720040

Share Registrar

CDC Share Registrar Services Limited
CDC House, 99-B, Block "B"
S.M.C.H.S., Main Shahrah-e-Faisal,
Karachi-74400.
Tel: 0800-23275
UAN: 111-111-500
Email: info@cdcsrsl.com

Annual General Meeting

The Annual General Meeting will be held at 9:00 a.m. on October 8, 2019 at the Institute of Chartered Accountants of Pakistan, Karachi.

Shareholders as on October 1, 2019 are encouraged to participant and vote.

Any shareholder may appoint a proxy to vote on his or her behalf. Proxies must be deposited with the Company not less than 48 hours before the Meeting.

Ownership

On June 30, 2019 there were 4,126 shareholders on record of the Company's ordinary shares.

Dividend Payment

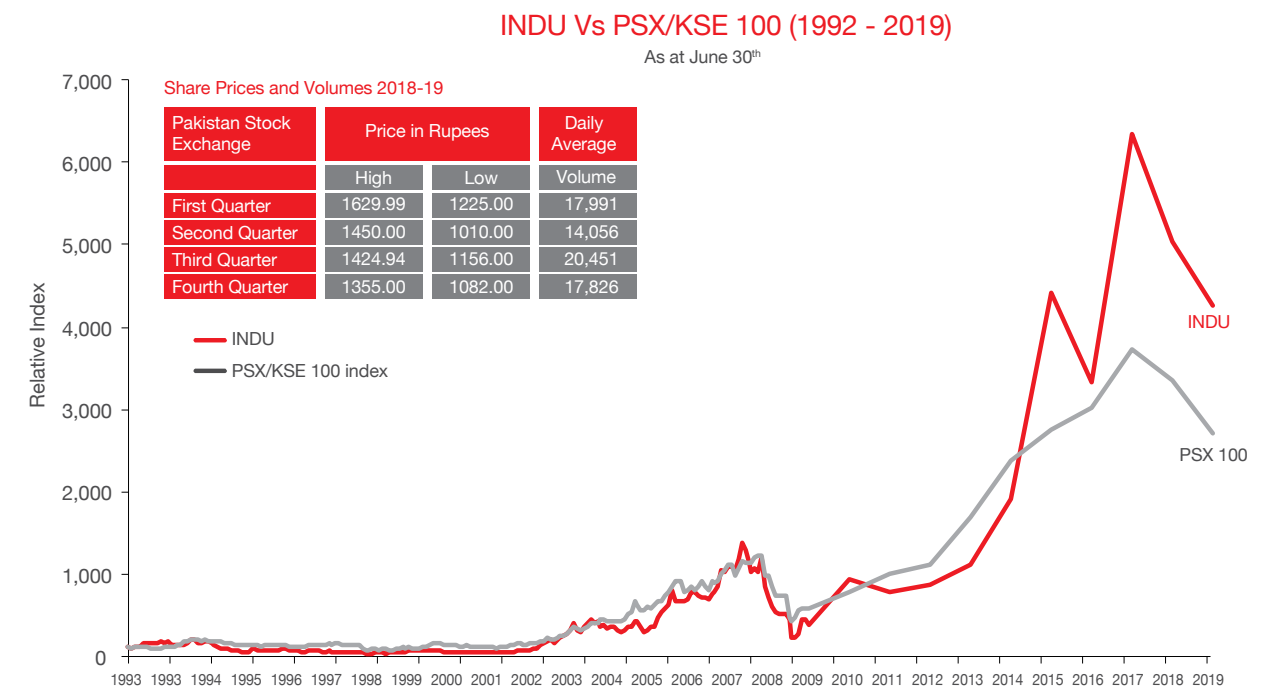
The proposal of the Board of Directors for dividend payment will be considered at the Annual General Meeting. The net amount of dividend will be credited into respective account of the shareholder listed in the register of members as on October 1, 2019. Income Tax will be deducted in accordance with the provisions of Income Tax Ordinance, 2001.

Listing on Stock Exchanges

Indus Motor Company Limited equity shares are listed on the Pakistan Stock Exchange.

Stock Code

The stock code for dealer in equity shares of Indus Motor Company Limited at PSX is INDU.



Operating Highlights

Net Revenues (Rs. in billion)

2019	158.0
2018	139.7

Vehicle Sales (Units)

2019	66,211
2018	64,000

Vehicle Production (Units)

2019	65,346
2018	62,886

Earnings Per Share (Rs.)

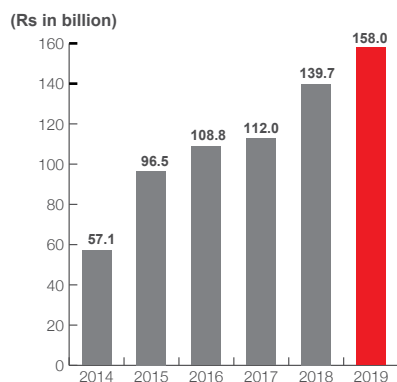
2019	174.5
2018	200.7

		Year ended June 30	
		2019	2018
Profit after Tax	Rs in billion	13.7	15.8
Vehicle Sales	Units	66,211	64,000
Vehicle Production	Units	65,346	62,886
Net Revenues	Rs in billion	158.0	139.7
Earnings Per Share	Rs	174.5	200.7
Annual Cash Dividend Per Share	Rs	115.0	140.0
Shareholders' Equity	Rs in billion	40.0	36.7
Contribution to National Exchequer	Rs in billion	52.3	49.0
Manpower	No. of employees	3,349	3,266

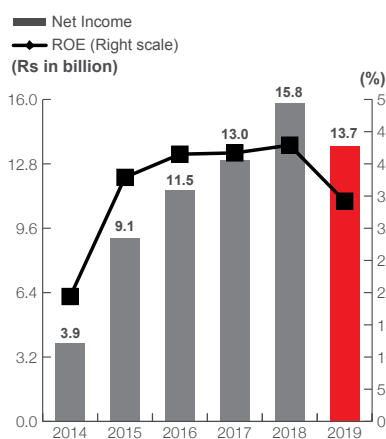
Financial Summary

		% Change	Year ended June 30					
For The Year:		2019 Vs 2018	2019	2018	2017	2016	2015	2014
Units sold		3%	66,211	64,000	60,586	64,584	57,387	34,470
Net revenues	Rs in billion	13%	158.0	139.7	112.0	108.8	96.5	57.1
Profit before tax	Rs in billion	-17%	19.0	23.0	19.1	17.4	14.1	5.0
Profit after tax	Rs in billion	-13%	13.7	15.8	13.0	11.5	9.1	3.9
Return on equity	Percentage	-20%	34.2	42.9	41.7	41.5	37.9	19.4
Per Share Data:								
Earnings (EPS)	Rs	-13%	174.5	200.7	165.4	145.7	115.9	49.3
Cash dividends	Rs	-18%	115	140.0	115.0	100.0	80.0	29.5
Shareholders' equity	Rs	9%	509.5	467.5	396.9	351.5	305.8	253.4
At Year-End:								
Total assets	Rs in billion	-21%	64.8	81.9	63.9	57.5	50.4	26.1
Shareholders' equity	Rs in billion	9%	40.0	36.7	31.2	27.6	24.0	19.9
Share Performance (June 30):								
Price per share	Rs	-15%	1,203.9	1,421.5	1,793.6	939.5	1,249.0	537.9
Market capitalization	Rs in billion	-15%	94.6	111.7	141.0	73.8	98.2	42.3

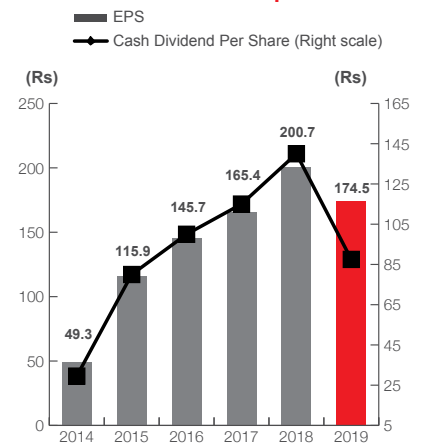
Net Revenues



Net Income / ROE



EPS / Dividend per share



Vertical Analysis

	2019	2018	2017	2016	2015	2014	2019	2018	2017	2016	2015	2014
STATEMENT OF FINANCIAL POSITION	----- (Rs in million) -----						----- (Percentage) -----					
Property, plant and equipment	13,805	7,225	6,258	4,919	5,184	6,032	21.31	8.82	9.80	8.55	10.29	23.10
Intangibles	93	87	88	19	10	1	0.14	0.11	0.14	0.03	0.02	0.00
Long-term loans and advances	16	49	9	4	11	29	0.02	0.06	0.01	0.01	0.02	0.11
Long-term investments	-	-	-	5,006	4,955	-	-	-	-	8.70	9.83	-
Long-term deposits	11	9	9	10	10	10	0.02	0.01	0.01	0.02	0.02	0.04
Deferred taxation	-	14	74	199	5	-	-	0.02	0.12	0.35	0.01	-
Stores and spares	544	301	204	154	179	142	0.84	0.37	0.32	0.27	0.35	0.54
Stock-in-trade	13,560	11,151	9,318	7,785	6,150	4,469	20.93	13.61	14.59	13.53	12.20	17.12
Trade debts	2,548	1,453	759	1,132	448	1,737	3.93	1.77	1.19	1.97	0.89	6.65
Loans and advances	3,728	3,715	1,653	1,125	1,221	1,006	5.75	4.53	2.59	1.96	2.42	3.85
Short-term prepayments	32	15	21	46	19	15	0.05	0.02	0.03	0.08	0.04	0.06
Accrued return	35	120	376	513	419	87	0.05	0.15	0.59	0.89	0.83	0.33
Other receivables	3,110	556	402	191	168	176	4.80	0.68	0.63	0.33	0.33	0.67
Short-term Investments	23,402	55,031	41,488	33,697	26,257	9,121	36.12	67.17	64.95	58.57	52.10	34.93
Taxation - payment less provision	617	-	-	-	-	1,216	0.95	-	-	-	-	4.66
Cash and bank balances	3,282	2,201	3,221	2,738	5,365	2,068	5.07	2.69	5.04	4.76	10.65	7.92
Total Assets	64,783	81,927	63,880	57,537	50,399	26,111	100.00	100.00	100.00	100.00	100.00	100.00
Issued, subscribed and paid up capital	786	786	786	786	786	786	1.21	0.96	1.23	1.37	1.56	3.01
Reserves	39,259	35,958	30,411	26,844	23,250	19,130	60.60	43.89	47.61	46.65	46.13	73.26
Shareholders' Equity	40,045	36,744	31,197	27,630	24,036	19,916	61.81	44.85	48.84	48.02	47.69	76.27
Long Term Loan	81	-	-	-	-	-	0.13	-	-	-	-	-
Deferred taxation	425	-	-	-	-	219	0.66	-	-	-	-	0.84
Deferred Revenue	57	27	4	-	-	-	0.09	0.03	0.01	-	-	-
Trade, dividend and other payables	16,245	15,974	9,683	10,035	9,181	4,430	25.08	19.50	15.16	17.44	18.22	16.97
Advances from customers and dealers	7,930	27,491	22,189	19,127	16,193	1,546	12.24	33.56	34.74	33.24	32.13	5.92
Taxation - provision less payment	-	1,691	807	745	990	-	-	2.06	1.26	1.29	1.96	-
Total Equity and Liabilities	64,783	81,927	63,880	57,537	50,399	26,111	100.00	100.00	100.00	100.00	100.00	100.00
PROFIT AND LOSS ACCOUNT												
Net Sales	157,996	139,716	111,943	108,759	96,516	57,064	100.00	100.00	100.00	100.00	100.00	100.00
Cost of sales	138,805	115,831	92,450	91,027	82,272	51,270	87.85	82.9	82.59	83.70	85.24	89.85
Gross profit	19,191	23,885	19,493	17,731	14,244	5,794	12.15	17.10	17.41	16.30	14.76	10.15
Distribution costs	1,404	1,284	1,228	1,061	996	794	0.89	0.92	1.10	0.98	1.03	1.39
Administrative expenses	1,410	1,524	1,053	931	799	635	0.89	1.09	0.94	0.86	0.83	1.11
Other operating expenses	235	194	177	144	119	52	0.15	0.14	0.16	0.13	0.12	0.09
WPPF and WWF	1,406	1,705	1,418	1,285	1,052	372	0.89	1.22	1.27	1.18	1.09	0.65
Operating income	4,307	3,901	3,593	3,164	2,907	1,113	2.73	2.79	3.21	2.91	3.01	1.95
Finance costs	67	80	69	77	52	38	0.04	0.06	0.06	0.07	0.05	0.07
Profit before taxation	18,976	22,999	19,141	17,397	14,133	5,016	12.01	16.46	17.10	16.00	14.64	8.79
Taxation	5,261	7,227	6,140	5,943	5,022	1,143	3.33	5.17	5.48	5.46	5.20	2.00
Profit after taxation	13,715	15,772	13,001	11,455	9,110	3,873	8.68	11.29	11.61	10.53	9.44	6.79

Horizontal Analysis

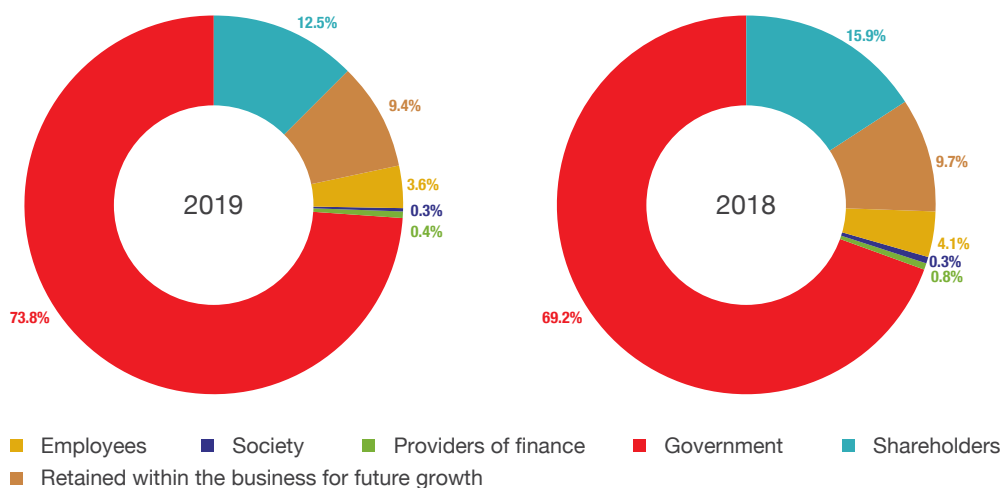
	2019	2018	2017	2016	2015	2014	2019 vs 2018	2018 vs 2017	2017 vs 2016	2016 vs 2015	2015 vs 2014
	----- (Rs in million) -----						----- (Percentage) -----				
STATEMENT OF FINANCIAL POSITION											
Property, plant and equipment	13,805	7,225	6,258	4,919	5,184	6,032	91.07	15.45	27.22	(5.11)	(14.07)
Intangibles	93	87	88	19	10	1	6.90	(1.14)	356.17	98.32	872.70
Long-term loans and advances	16	49	9	4	11	29	(67.35)	444.44	137.22	(65.81)	(62.25)
Long-term investments	-	-	-	5,006	4,955	-	-	-	(100.00)	1.03	100
Long-term deposits	11	9	9	10	10	10	22.22	-	(9.53)	2.91	-
Deferred taxation	-	14	74	199	5	-	(3,135.71)	(81.08)	(62.74)	3,851.10	102.42
Stores and spares	544	301	204	154	179	142	80.73	47.55	32.85	(14.02)	26.08
Stock-in-trade	13,560	11,151	9,318	7,785	6,150	4,469	21.60	19.67	19.69	26.58	37.61
Trade debts	2,548	1,453	759	1,132	448	1,737	75.36	91.44	(32.93)	152.75	(74.23)
Loans and advances	3,728	3,715	1,653	1,125	1,221	1,006	0.35	124.74	46.87	(7.79)	21.33
Short-term prepayments	32	15	21	46	19	15	113.33	(28.57)	(53.87)	140.60	26.62
Accrued return	35	120	376	513	419	87	(70.83)	(68.09)	(26.76)	22.57	379.46
Other receivables	3,110	556	402	191	168	176	459.35	38.31	110.14	14.04	(4.51)
Short-term Investments	23,402	55,031	41,488	33,697	26,257	9,121	(57.47)	32.64	23.12	28.34	187.86
Taxation - payment less provision	617	-	-	-	-	1,216	136.49	-	-	-	(181.41)
Cash and bank balances	3,282	2,201	3,221	2,738	5,365	2,068	49.11	(31.67)	17.66	(48.98)	159.44
Total Assets	64,783	81,927	63,880	57,537	50,399	26,111	(20.93)	28.25	11.02	14.16	93.02
Issued, subscribed and paid up capital	786	786	786	786	786	786	-	-	-	-	-
Reserves	39,259	35,958	30,411	26,844	23,250	19,130	9.18	18.24	13.29	15.46	21.54
Shareholders' Equity	40,045	36,744	31,197	27,630	24,036	19,916	8.98	17.78	12.91	14.95	20.69
Long Term Loan	81	-	-	-	-	-	100.00	-	-	-	-
Deferred taxation	425	-	-	-	-	219	100.00	-	-	-	(100.00)
Deferred Revenue	57	27	4	-	-	-	111.11	575.00	100.00	-	-
Trade, dividend and other payables	16,245	15,974	9,683	10,035	9,181	4,430	1.70	64.97	(3.51)	9.31	107.22
Advances from customers and dealers	7,930	27,491	22,189	19,127	16,193	1,546	(71.15)	23.89	16.01	18.12	947.60
Taxation - provision less payment	-	1,691	807	745	990	-	(100.00)	109.54	8.34	(24.78)	100.00
Total Equity and Liabilities	64,783	81,927	63,880	57,537	50,399	26,111	(20.93)	28.25	11.02	14.16	93.02
PROFIT AND LOSS ACCOUNT											
Net Sales	157,996	139,716	111,943	108,759	96,516	57,064	13.08	24.81	2.93	12.68	69.14
Cost of sales	138,805	115,831	92,450	91,027	82,272	51,270	19.83	25.29	1.56	10.64	60.47
Gross profit	19,191	23,885	19,493	17,731	14,244	5,794	(19.65)	22.53	9.94	24.48	145.86
Distribution costs	1,404	1,284	1,228	1,061	996	794	9.35	4.56	15.75	6.51	25.52
Administrative expenses	1,410	1,524	1,053	931	799	635	(7.48)	44.73	13.13	16.54	25.85
Other operating expenses	235	194	177	144	119	52	21.13	9.60	23.05	20.42	129.67
WPPF and WWF	1,406	1,705	1,418	1,285	1,052	372	(17.54)	20.24	10.31	22.15	182.91
Operating income	4,307	3,901	3,593	3,164	2,907	1,113	10.41	8.57	13.54	8.86	161.09
Finance costs	67	80	69	77	52	38	(16.25)	15.94	(10.70)	48.93	35.63
Profit before taxation	18,976	22,999	19,141	17,397	14,133	5,016	(17.49)	20.16	10.02	23.10	181.72
Taxation	5,261	7,227	6,140	5,943	5,022	1,143	(27.20)	17.70	3.32	18.32	339.38
Profit after taxation	13,715	15,772	13,001	11,455	9,110	3,873	(13.04)	21.31	13.50	25.74	135.20

Statement of Value Addition

For the year ended 30 June 2019

	2019		2018	
	Rupees in '000	%	Rupees in '000	%
Wealth Generated				
Gross revenue	191,383,617	97.8%	168,827,803	97.7%
Other income	4,306,662	2.2%	3,900,685	2.3%
	<u>195,690,279</u>	<u>100.0%</u>	<u>172,728,488</u>	<u>100.0%</u>
Bought in material and services and other expenses	123,494,196	63.1%	103,581,088	60.0%
	<u>72,196,083</u>	<u>36.9%</u>	<u>69,147,400</u>	<u>40.0%</u>
Wealth Distributed				
Employees				
Salaries, wages and other benefits	2,589,935	3.6%	2,852,016	4.1%
Society				
Donations towards education, health and environment	229,992	0.3%	190,530	0.3%
Providers of Finance				
Finance cost and Compensation on advances from customers	275,718	0.4%	572,406	0.8%
Government				
Income tax, sales tax, excise duty, customs duty, WWF and WPPF	53,264,406	73.8%	47,836,854	69.2%
Shareholders				
Dividend	9,039,000	12.5%	11,004,000	15.9%
Retained within the business for future growth				
Retained earnings, depreciation and amortization	6,797,032	9.4%	6,691,594	9.7%
	<u>72,196,083</u>	<u>100.0%</u>	<u>69,147,400</u>	<u>100.0%</u>

Distribution Of Wealth



بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ



Ali S. Habib
Chairman

Chairman's Review

“I welcome you to this 30th Annual General Meeting of your Company for the year ended June 30, 2019.”

Dear Shareholders,

Since the very first Corolla came off the production line in 1993, Indus Motor Company has strived to uphold the philosophy of “Kaizen” (Continuous Improvement) and practice the “Toyota Way” throughout its operations. These practices, coupled with the support of all shareholders and customers, have allowed us to become the most respected brand and achieve sustained levels of excellence and performance. Today, we begin by thanking our customers and shareholders for their continued patronage and allegiance.

On the business front, world economic growth is expected to slow down, at around 2.5% to 3%, even this moderate pace of expansion in the global economy is threatened by downside risks that can potentially create development challenges in many parts of the world. Together with disruptive technologies there is a major upheaval in the world trade order in which nationalism, protectionism, and the looming threat of an increased US / China Trade War, Brexit and multiple geo-political conflicts are creating uncertainty on a global scale.

Pakistan has entered its 13th IMF program at the end of the current fiscal year. The structural adjustments envisaged in the earlier programs were not achieved. During the period under review the Rupee has undergone a major correction, interest rates have more than doubled, energy prices have been significantly enhanced; there have been significant increases in the Customs Duties and Regulatory Duties and multiple measures taken to improve documentation and increase the tax base.

While we strongly support the Government's efforts to document the economy and increase the tax base, it is important that the adjustments and new policies be implemented in a gradual and practical manner; such an approach will allow the market place sufficient time to prepare for and adjust to these changes.

During the year under review there were a number of policy changes impacting the automobile sector. The documented automobile industry was required not to sell vehicles to non-tax filers. This restriction was then modified for vehicles greater than 1300cc. This was subsequently done away with. A 10% Federal Excise Duty was introduced on only one vehicle, made in Pakistan, the Fortuner. This too, was immediately changed to include all vehicles upto 1700cc and above and finally in the latest budget this was reduced from 10% to 7.5% for vehicles from 2000cc and above and a fresh Federal Excise Duty of 2.5% and 5% was introduced on vehicles of smaller engine capacity. These significant and frequent changes can be counter-productive to mid-term and long-term planning and significantly impact the confidence of both domestic and international investors.

As the new fiscal year commenced the cumulative effect of these abrupt changes and the increase in additional customs duties from 2% to 7%, devaluation and Excise Duty has forced the automobile makers to make unprecedented increases in prices which together with the depressed economy has seen a major correction in demand.

The Automobile Development Policy of 2016-2021 has led to multiple new investments made by new entrants. These new firms have a significant advantage in paying lower Customs Duties on imported parts; their entry into the market place, which is experiencing a severe down turn, will be challenging for the entire industry comprising of existing OEMs and new entrants. We would urge the policy makers to encourage local manufacturing of parts by targeting concessions to the local parts manufacturers rather than encouraging imports.

In an extremely welcome move, the Government has finally clamped down on the illegal and undocumented imports of used vehicles. We urge the Government to sustain these measures and compliment the Government's decision makers for taking this long awaited, bold step.

The Ministry of Climate Change is championing the introduction of a new policy for Electric Vehicles. Toyota has established global leadership in numerous technologies with the introduction, a decade ago, of Hybrid vehicles, Hydrogen Fuel Cell vehicles, plug-in Hybrids and Electric Vehicles. For a developing country like Pakistan our focus on climate change must be considered in a broader context of basic human needs starting with clean drinking water, sewage disposal, health care, education and emissions from existing vehicles on roads, both passenger cars and commercial vehicles required for transporting of goods throughout the country, together with industrial and power generation emissions. We have noted with great concern, information in the press regarding the proposed policy for Electric Vehicles which alarmingly seeks to encourage imports of Electric Vehicles at a huge loss of revenue on custom duty and sales tax and without regards to localization, resulting in out flow of Dollars, loss of jobs and many other ill-effects and is being formulated in a vacuum, without consultation from the stake holders in the industry or relevant institutions of the State such as Engineering Development Board and Ministry of Industries. Such a process is not in the national interest.

The recently announced Federal Budget, contained a policy statement in which luxury goods and finished goods would attract higher Customs Duties with the intention of reducing imports and allowing domestic manufacturing sector to regain their lost market share in the domestic market which had been eroded over the years due to multiple inconsistent policies and poorly negotiated Free Trade Agreements (FTAs). However, its implementation has led to serious distortions by applying these additional Custom Duties indiscriminately on many industrial inputs, raw materials and intermediary products. We strongly urge the Government to require a coordinated approach between the tax collecting institutions (FBR) and the economic ministries so that revenue measures can be applied in a strategic way that lead to both increased revenue, as well as, increased productivity, job creation and reduction in imports.

Being at the very forefront of the automobile industry in Pakistan, Indus Motor Company has a direct interest in vehicle safety and we pay special attention to occupant safety. To this end, we pursue a number of safety-oriented initiatives such as promotion of our Safety Mascot THUMS (Total Human Model for Safety), over digital and other platforms to educate masses on best-in-class safety features provided in all IMC CKD variants.

IMC works hand in hand with its dealers all over Pakistan to create and nurture clientele that has our trust and confidence. We believe in helping our dealers sell Toyota vehicles by providing them with all the information about our products, after sales service and genuine Toyota parts. We actively support them through continuous motivational and technical educational programs and trainings.

A true measure of success for any company is to delight its customers. This is our single most important goal. To achieve this, we have to provide the best-in-class quality products, pre and after sales service and the confidence that the ownership experience throughout the product lifespan is one in which the customers can rely upon us to continue to meet all their needs. We acknowledge that the year under review has been a difficult one in some aspects where multiple price changes, outside our control, were required to be taken, against significant and sudden Rupee devaluation, abrupt introduction of Federal Excise duty and other numerous policy changes that undoubtedly have caused hardship to our customers. We will redouble our efforts to continue to endeavor to meet and exceed the trust and confidence, for which we are very grateful, that they have in us and in our products.

I am pleased to report that your Company's Board of Directors has continued to provide valuable guidance and oversight to ensure strong governance and to effectively provide encouragement and input to the management throughout the year. A review of the Board's performance and effectiveness through a self-assessment basis has been conducted during

the year under review to ensure best practices are continually observed.

Mr. Farhad Zulficar, one of the founding Directors and the first Managing Director of the Company retired as a member of the Board of Directors, and Mr. Imran A. Habib was appointed to fill the casual vacancy. The Board duly acknowledges the valuable contribution made by Mr. Zulficar and has expressed its gratitude on behalf of the Company. The Board also welcomed Mr. Imran A. Habib as a member.

During the year under review, there were five Board meetings, in which the Board received presentations on the Company's operations, challenges and progress towards achieving objectives in line with the Board's vision. We are privileged to have a rich balance of expatriates who bring Toyota's global knowledge to our Company and highly experienced and respected Pakistanis who regularly provide meaningful guidance and input on our Board. We are particularly grateful to our Audit Committee members who conduct an extremely detailed and diligent review to ensure that we continue to anticipate and mitigate risks and comply with corporate best practices.

Finally, on behalf of the Board of Directors, I would like to express my gratitude to all the shareholders for their continued trust and confidence in the Company. The Board and I are united in extending our thanks to each member of the IMC team as we acknowledge their unwavering support and dedication to the Company. We are committed to maintaining our leadership in the industry and pray to Almighty Allah to bless us in our endeavors going into the future.



Ali S. Habib
Chairman

Directors' Report

Ali Asghar Jamali
Chief Executive



- Industry Review & Business Environment
- Company Review
- Customer Relations
- Customer First – Parts & Service
- Safety, Health & Environment
- Human Resources
- Operations
- Information Technology
- Corporate Social Responsibility - Advancing Concern Beyond Cars
- Corporate Matters & Related Disclosures

The Directors of Indus Motor Company Limited takes pleasure in presenting Directors' Report, together with the Audited Financial Statements of the Company for the year ended June 30, 2019:

FINANCIAL RESULTS, APPROPRIATIONS AND SUBSEQUENT EFFECTS

The Financial results and appropriations for the year ended June 30, 2019 are as follows:

	2019	2018
	(Rupees in '000)	
Profit After Taxation	13,714,975	15,771,860
Other Comprehensive Income / (Loss) for the year	492	(6,480)
Un-appropriated Profit brought forward	273,792	12,412
	13,989,259	15,777,792
Appropriations		
First Interim Dividend @ 325% i.e. Rs. 32.5 per share (2018 300% i.e. Rs. 30 Per share)	2,554,500	2,358,000
Second Interim Dividend @ 250% i.e. Rs. 25 per share (2018 325% i.e. Rs. 32.5 Per share)	1,965,000	2,554,500
Third Interim Dividend @ 300% i.e. Rs. 30 per share (2018 325% i.e. Rs. 32.5 Per share)	2,358,000	2,554,500
	6,877,500	7,467,000
Unappropriated Profit Carried Forward	7,111,759	8,310,792
Subsequent Effects		
Proposed Final Dividend @ 275% i.e. Rs. 27.5 per share (2018: 450% i.e. Rs. 45 per share)	2,161,500	3,537,000
Transfer to General Reserves	4,500,000	4,500,000
	6,661,500	8,037,000
Basic and Diluted Earnings per share	174.49	200.66

Principal Activities of the Company

Indus Motor Company Limited (the Company) was incorporated in Pakistan as a public limited company in December 1989 and started commercial production in May 1993. The shares of the Company are quoted on the Pakistan Stock Exchange. The company's principal activity is the assembly, progressive manufacturing and marketing of Toyota vehicles in Pakistan.

Financial Performance Overview

During the year ended June 30, 2019, the sales volume of CKD and CBU vehicles increased to 66,211 units as against 64,000 units sold last year.

The company has posted net sales revenue of Rs. 157.99 billion, up by 13% as compared to Rs. 139.71 billion last year, however, profit after tax declined by 13% to 13.71 billion from Rs. 15.77 billion posted last year. The overall revenue mainly increased due to improved volumes of Toyota Corolla, whereas, the net profit declined mainly on account of rise in input costs due to depreciation of PKR against USD and JPY.

Contribution to National Exchequer

During the year, the Company contributed a sum of Rs. 52.30 billion to the national exchequer, which amounts to about 1% of the total revenue collection by the Government of Pakistan during the year. Since the Company's incorporation in 1989, our contribution stands in excess of Rs. 418.3 billion.

Industry Review & Business Environment

Business Environment, Risk and Uncertainty

For sustained economic growth, macroeconomic stability is a fundamental pre-requisite. The outgoing fiscal year 2018-19 witnessed a muted growth of 3.29% in comparison with 4.7% average growth in 5 years. Pakistan managed to reduce its import bill by US\$5.9 billion while maintaining exports of \$23 billion in 2018-19.

These are good signs for the economy which assure a promising future in the long term. We, however, expect minimal growth in 2019-20 due to rapid PKR devaluation of 34% in 2018-19. The agreement with the IMF for US\$6 billion support under the EFF program will ultimately ease out stress on Pak rupee devaluation and encourage other donor agencies to lend more money. Shrinking imports, growth in exports and remittances coupled with the IMF program will help maintain foreign currency reserves at an adequate level.

Development of 9 special economic zones will be the driving force for economic growth and taking the fruits of CPEC to the lesser developed regions of Pakistan. The improved law and order situation across Pakistan will help raise investors' confidence. The ground is set to generate positive socio-economic impact of CPEC through increased collaboration among the industrial sectors of both Pakistan and China.

The Auto Policy 2016-2021 is delivering its fruits as green and brownfield projects have gradually started operations. Rise in overall production capacity is expected to surpass market demand. A wide range of choices will be available to consumers, ensuring healthy competition, mostly in the SUV and economy segments.

This is the time to deepen indigenization by encouraging local part makers to promote "Make in Pakistan". The objective of new investments should be directed towards job creation, technology transfer and increase in local value addition. All these objectives are achievable if a level playing field is provided and ADP 2016-21 improved for vendors as well.

Two supplementary budgets were introduced during FY 2018-2019. Policies have impacted the auto industry both positively and negatively. Being a tax filer is a condition for new vehicle purchases of 1700cc and above. The enforcement of SRO 52 has drastically reduced used car import numbers and

has also helped the local manufacturing industry to maintain its volumes in line with 2017-18.

Application of 10% FED in Oct 2018 on vehicles above 1700cc negatively impacted on luxury vehicle segment during last 9 months of FY 2018-19.

GoP has widened FED application for all types of passenger vehicles and has introduced three slabs of 2.5% - 7.5%, along with increase in rates of additional customs duty from 2% to 7% on inputs of locally manufacture vehicles.

The combined impact of duty increases and PKR devaluation have increased cost of inputs and ultimately resulted in further price increases.

The government tends to promote electric vehicles and is willing to extend concessions to CBU/SKD imports. This will devastate the industry and may initiate localization roll back, draining huge foreign exchange and increase in unemployment. The policymakers have not considered common aspects of construction of electric vehicles and conventional combustion engine vehicles. Parts like shell body, interior trims, lighting systems, suspension systems, seats, tires, rims, brakes, instrument panels, etc are all common in construction, being locally produced for conventional vehicles and can be provided for electric vehicles too.

The current tariff structure for the manufacture of these locally made parts is substantially higher in comparison to tariffs proposed for electric vehicles and provided to new entrants under green or brown field program. Such ill-conceived policies will discourage the localization process, increase the import bill and negatively impact the local manufacturing process.

Recommendations

Government efforts for broadening the tax net are very much appreciated. Pakistan is among the top 50 largest economy with low tax-to-GDP ratio and motorization level. The untapped potential can create economic stimulus with good governance as a key element. For sustained growth, consumer confidence is necessary. We urge the government to introduce policies that will restore market confidence and accelerate economic activities across the board.

The foremost important element for the auto industry is ensuring a predictable taxation regime and holding of government promises on a long-term basis. ADP

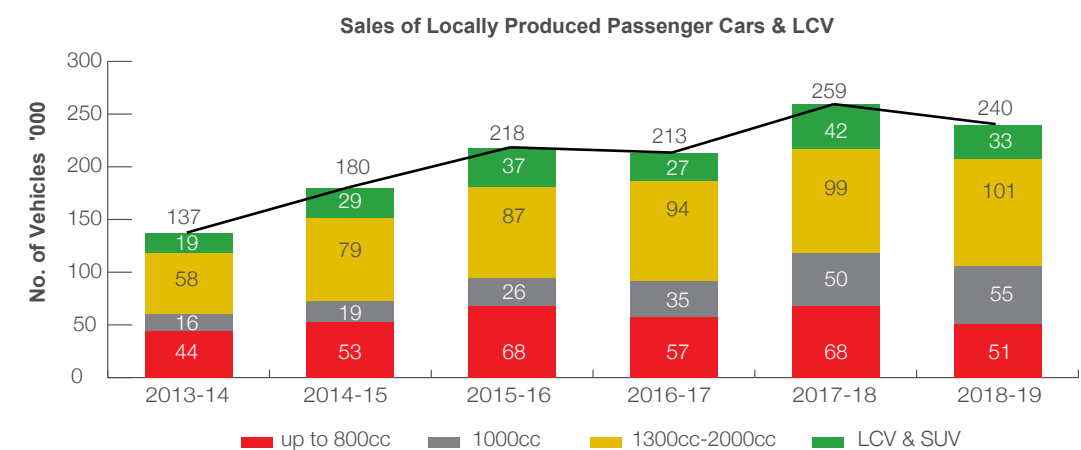
2016-2021 was introduced after several consultation rounds held among all stakeholders, which is commendable.

The auto industry works with heavy investments for every new model and sustains long product lifecycles for payback. Abrupt changes in taxation or providing drastic incentives for specialized products adversely affects volumes and most of the time do not bring fruits which were intended at the introduction time. It is advised that for the auto industry, a consultative process be ensured and major policy interventions only be introduced after the end of each policy period. Under ADP 16-21, the auto industry attracted major investment from 15-plus new entrants. Existing OEMs also invested and increased their capacities. Now, industry-wide production capacities surpass total market demand. The waiting period has decreased and vehicles are now readily available, while new products offer wider customer choices.

We urge the government to continue its support to the industry and not encourage CBU imports, whether for both used or electric cars.

There is retardation in GDP growth rate due to several factors. There is a need to introduce global marketing practices to enhance marketing activities in the auto sector. We urge the government to revisit the double taxation regime on passenger cars and commercial vehicles distribution system which is restricting leading car assemblers to adopt a wholesale-retail mechanism in order to boost marketing activities as well as help in preventing the premium menace and long delivery periods.

We are confident that the government will continue to work in eradicating the malpractices of under-invoicing and incorrect declarations at the import stage of auto parts. We also expect that the government will shift the load of tax collection from the private sector to authorized tax collecting bodies as there are many complexities and it is difficult to manage and increase the cost of doing business significantly.



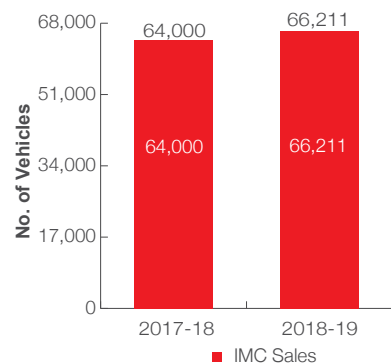
Company Review

Industry Review

The total industry sales of locally manufactured PC and LCV vehicles were 240,646 units in the country during 2018-19 compared to 258,682 units sold last year, indicating an 7% drop in the market. The decline in the automobile industry is attributed to an overall economic slowdown, rising interest rates, and escalating vehicle prices on the back of the plunging Pakistani rupee against the US dollar and sky-rocketing inflation. The recent restriction on the import of used vehicles into the country has been positive for the local industry during the period. Approximately 36,000 used cars were imported during the year, compared to 70,000 units last year.

Company Review

Indus Motor Company Limited, as a major player in Pakistan's automobile industry, has made encouraging advances during the period, despite an economic slowdown. Building on previous performances, IMC has achieved the highest ever production record of 65,346 units and has also increased the sales at 66,211 units, in the fiscal year ended June 2019 which reflects the customers' confidence in the company.



Overall, a pressing demand continued to exist this year for meeting production targets. Corolla minor improvement was launched, along with the introduction of Toyota Connect application. Long awaited addition of XLI AT variant within the line-up was also added during the FY19. Our basic values are based on the Spirit of "Kaizen" or Continuous Improvement and based on this, we have taken necessary steps to eradicate bottlenecks and increase production capacity. A newly constructed multi-billion rupee paint shop was commissioned in the last fiscal year resulting in increased output in the current period. All our efforts have been directed at reducing the delivery lead time of vehicles and ensuring customer satisfaction.

The improved plant operations also resulted in successful roll out of Fortuner, Revo and Hilux 4x2 Minor improvements, which were well-received by the market.

The Company continues to make major investments and operates its manufacturing facility at full capacity. Manufacturing has continued with employee overtime hours and manufacturing operations were also being undertaken on off Saturdays to meet market demand. The total production of the Company stood at 65,346 units, which shows 4% increase from 62,886 units produced in the corresponding period last year.

The Company's combined sales of CKD and CBU vehicles for the year increased by 3.4%, to 66,211 units as against 64,000 units sold in the same period last year. Accordingly, our market share stood at 22% of locally manufactured PC and LCV vehicles for the year.

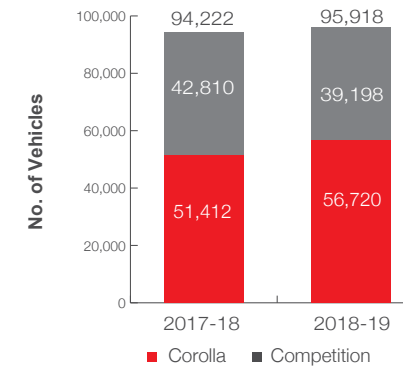
The Company has stood by its commitment and has introduced various specification upgrades in the entire lineup of vehicles, including state of the art safety features. These features include standardization of dual SRS Airbags in all passenger cars and commercial vehicles.

Toyota Corolla – CKD Passenger Car Segment

Toyota Corolla our flag ship model, over the years, became a symbol of extraordinary luxury, striking style, and superior performance. Building upon a legacy of customer delight, IMC introduced a minor improvement in this period along with the introduction of the first of its kind application, Toyota Connect. The new vehicle is now equipped with features such as Auto Door Lock, Immobilizer with Alarm, and Toyota Connect App to further enhance the luxury experience.

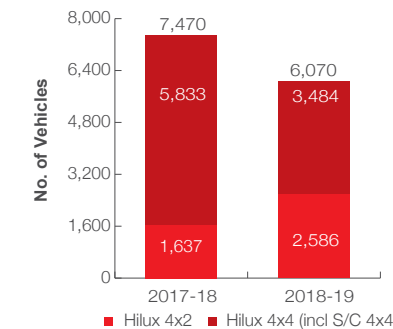
As an OEM provided application, Toyota Connect brings convenience and comfort to the users who can monitor live vehicle location, analyze driving behavior, location sharing and alerts all via their smartphones.

IMC with the launch of XLI AT, further strengthened its Automatic transmission lineup. The product was well received by the market and supported IMC in achieving the sales targets.



Toyota Hilux – CKD Pickup Segment

Toyota Hilux, an icon of power and adventure, celebrated a legacy of unstoppable adventure on its 50th global anniversary in FY19. Hilux Revo continues to be the first choice of urban buyers looking for an all-purpose vehicle.



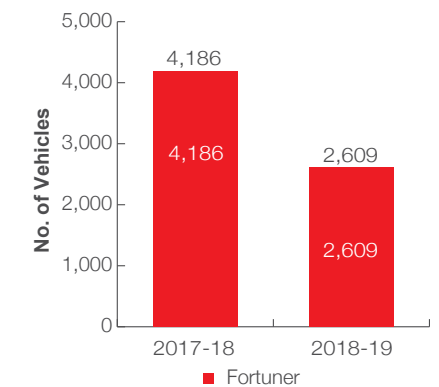
In FY19, we launched minor improvement model of Hilux lineup. In Revo addition of Rear air-conditioned register was very well received by the customers. The additions such as 1GD engine launched in early 2018 continued its successful image and the response from the customer was overwhelming.

In order to educate the customers about all new features of Hilux Revo, a marketing initiative "Conquer the Wild – Destination Pakistan" was launched as a digital series which consisted of 7 exciting episodes. The series proved to be a huge success on all social media platforms.



Toyota Fortuner - CKD SUV Segment

Fortuner Sigma-4 has heralded an evolution to the CKD SUV market in Pakistan, giving customers unprecedented power and elegance with a litany of features such as an advanced, powerful and ultra-efficient turbocharged Diesel Engine and advanced Drive Assist features.



Fortuner Models Improvement was also launched in early 2019, building on its futuristic aesthetics, it has been equipped with Dual Front Powered Seats as well.



Extensive marketing activities were conducted to establish the Fortuner as best in class CKD SUV in the market. Experiential drives were conducted in 7 cities of Pakistan to give hands-on experience to potential customer for the peace of mind and power that comes naturally while driving the Fortuner on tough terrains. To reach a wider audience, a digital campaign called "Steering with the Stars" was launched with a brand new concept to showcase the new features by putting 6 celebrities behind the wheels of the New Fortuner on a purpose built test track. The series consisted of 6 episodes which were well received by the audience and performed exceedingly well on all social media platforms.

Toyota Imported Vehicles-CBU Segment

Shaping a new era of mobility and strengthening its CBU product portfolio to cater customers' diverse and evolving requirements, IMC introduced two new vehicles in this period. In September 2018, IMC launched Toyota Rush in the compact SUV segment, providing customers with a stepping stone from Sedan to SUV. Toyota Rush is a perfect fit for an active and dynamic lifestyle, coupled with its versatile nature and eye-catching design. The brand new model exemplifies style, beauty and mobility providing customers with an enhanced level of excitement. The new design comes with an exceptional ground clearance of 220mm for improved maneuverability, with seamlessly designed smart exterior. Toyota Rush offers a Display (MID), 7-inch Audio Display, Rear Wheel Drive with an exemplary combination of extravagance and practicality.

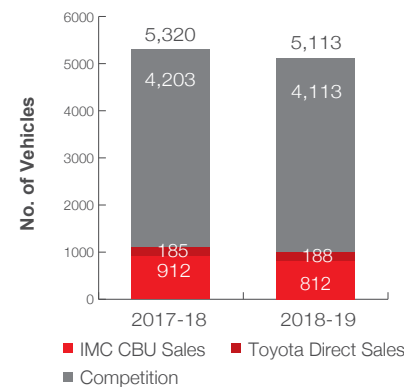


Toyota Rush new design exemplifies style, beauty and mobility

In June 2019, IMC launched the Hiace Deluxe in the commercial segment which offers a leading edge in mobility for true professionals, promising fresh prospects for business. Hiace Deluxe boasts of unwavering quality, guaranteeing practicality and comfort for occupants on the move.



Hiace Deluxe launched by IMC in the commercial segment



Toyota SURE

In order to create a brand new experience of buying and selling used cars and delivering peace of mind to customers, Toyota SURE was launched in 2014 with the single aim of revolutionizing the local used car market. Since then the brand has grown to a network of 38 dealerships nationwide with presence in all provinces of the country.

In order to enhance retail capability and create a larger presence, Toyota SURE launched its flagship Annual Certified Used Car Bazaars between October and December 2018 spread across Karachi, Lahore and Islamabad. The Bazaars engaged thousands of customers who were looking for reliable (certified) used cars or great exchange deals to upgrade their existing vehicles.

Ending the year in style, Toyota SURE in collaboration with the Customer First Department, launched Certified Care, which is free 1 year basic maintenance for the certified used cars. This was an initiative taken by IMC, which is the first time an automobile company has offered such services in used cars in Pakistan. Toyota SURE will continue with the same zeal, offering new and unique services to its customers to become a complete one window solution in the upcoming year.



Toyota launches its flagship Annual Certified Used Cars Bazaar

Start Your Impossible

Toyota continues its evolution as a mobility company with its first-ever global marketing initiative in celebration of Olympic and Paralympic Games Tokyo 2020. 'Start Your Impossible' is Toyota's global corporate initiative that aims to inspire employees, partners and customers. In an age of accelerating technological and environmental developments, Toyota aims to support the creation of a more inclusive, sustainable and mobile society in which everyone has the freedom to move and challenge their impossible.

IMC rolled out the 'Start Your Impossible' initiative in Pakistan with an internal launch event held on 29th August 2018 in Karachi.

IMC is excited to begin its journey to Olympic and Paralympic Games Tokyo 2020 along with its local hero athlete 'Saadi Abbas Jalbani - a leading Karate Player'. Saadi Abbas Jalbani will be working alongside Indus Motor Company and the National Institute of Karate-do Pakistan to promote Karate amongst kids of his hometown Lyari.



The management panel with Ms Zainab and Mr Saadi at the Start Your Impossible launch

The aim of this program is to inspire the youth to pursue their sporting dreams, especially those with limited access to proper training and facilities. Indus Motor Company is committed to supporting Saadi-The Local Hero Athlete in fulfilling his dream of bringing a medal for Pakistan at the Olympic Games Tokyo 2020.

Safety Campaign

Indus Motor Company is proud to be a safety leader in the industry by providing the Best-in class safety features in all its CKD variants. Over the span of 2 years, IMC has continuously made efforts to increase safety awareness and educate the users about the correct usage of safety specs.

Along with NCAP (New car assessment program), IMC also promoted its Safety Mascot THUMS (Total Human Model for Safety) over digital and other platforms to educate viewers on safety specs provided in all IMC CKD variants.

To instill the concepts of safety into youth, IMC launched its program #BeSafetyLeaders that educated university students about the safety features and gave the chance to different university teams' to come forward and be the drivers of change in promoting Safety awareness among the masses.



Toyota's safety leader campaign at Universities

Customer Relations

The 13TH TOYOTA DREAM CAR ART CONTEST

It has been an interesting journey for the Dream Car since it revved up its engine in 2011 with the 5th Toyota Dream Car Art Contest. It all started with a moderate number of 10,500 artwork submissions from just 250 schools nationwide and since then, the one-of-its-kind artwork competition has grown exponentially over the years. Held in 2019, the 13th Toyota Dream Car Art Contest received a record number of 48,500 artworks (as compared to 38,000 artworks received in 2018) from a total of 1,550 schools (1150 schools participated in 2018) across the country, making Pakistan the 3rd nation globally to receive the highest number of artwork submissions.

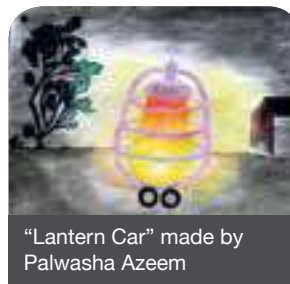
Aimed at defining the future of mobility by encouraging children's creative expression, this international contest is one of the biggest drawing competitions globally and is organised every year by Toyota Motor Corporation for children less than 16 years of age.

The Royal category, a special feature of the National Contest has seen active participation from children who are differently abled. This year, the category grew by 41% with a total of 1600 drawing submissions, compared with 1100 artworks received in 2018.

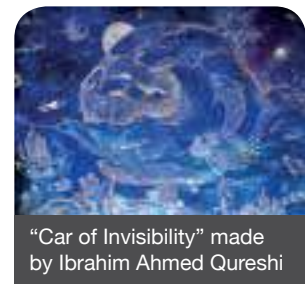
Comprising educators, painters, curators and visual artists, the five-member independent Jury Panel selected the regional and national winners and shortlisted the top 9 artworks from Pakistan to enter the World Contest in Japan.

This year is very special as the World Contest, held in Japan, announced two World Winners from Pakistan in two age categories viz.

- 8 to 10 years category - Palwasha Azeem from Rahim Yar Khan (Toyota Royal Motors) for her "Lantern Car" won the Bronze Award.
- 12 to 15 years category - Ibrahim Qureshy from Lahore (Toyota Sahara Motors) for his "Car of Invisibility" won the Bronze Award.



"Lantern Car" made by Palwasha Azeem



"Car of Invisibility" made by Ibrahim Ahmed Qureshi

The World Contest saw over 950,000 artwork submissions from 86 countries, out of which 30 top winners were chosen, two of them from Pakistan. This is a remarkable achievement for children, the dealerships and IMC and is indeed a high honour for Pakistan as well. The two winners have secured the grand prize and travelled to Japan to attend the Award Ceremony in August 2019 where they had the opportunity of a lifetime to mingle, interact and make friends with winners from other parts of the globe and also experienced world famous Japanese culture.

The Company hosted an Award Ceremony in Lahore to celebrate the 39 winners who came from the across the country. All winners were awarded with certificates and medals for their achievements.



Winners of the 13th Toyota Dream Car Art Contest with Vice Chairman Indus Motor Company and Dealers

Customer First – Parts & Service

Here at Toyota, we believe in the Customer for Life ideology. The Customer First Department embodies this Toyota philosophy by continually striving to enhance customer experience. By performing quality checks before the delivery of the vehicle, and providing Genuine Parts and Quality Services in after-sales, we ensure a complete and reliable ownership experience throughout the life-cycle of the vehicles.

Customer Service Excellence Award

IMC has won the 'Outstanding Customer Service Excellence Award' in CSEA 2018. The Indus Motor Company – Customer First Department has participated in this program for the last 11 years and has bagged this prestigious Gold Title for the very first time. The program is hosted every year by the Toyota Motor Corporation, Japan and all worldwide Toyota affiliates including Thailand, Taiwan and Indonesia participate in it. We all strive towards one common objective, which is providing ever-improving customer service in order to become the most admired automotive brand in its territory.



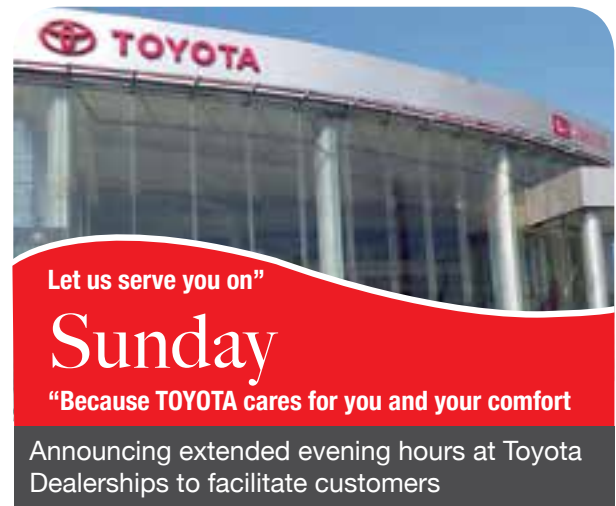
Receiving the Outstanding Customer Service Excellence Gold Award in CSEA 2018

Through CSEA, IMC has improved the efficiency of its aftersales and CR operations and has created numerous Customer Engagement touch points for delighting its customers.

Serving 1 Million Customers

With the changing dynamics of the automotive industry and the thriving after sales business due to the increasing number of cars on roads, it is of utmost importance to give priority to customers and treat their satisfaction as the goal. With the vision of serving customers as per their convenience, our dealership networks have taken the initiatives of "Extended Evening Hours" and "Sunday Operations". Extended Evening Hours translates to having more working hours in a day to facilitate customers, for

instance, dealerships were earlier open from 9.00 am to 6.00 pm but are now open from 9.00 am to 8.00 pm (utilizing shift operations for selected staff).



Bearing in view the target of serving 1 million customers, IMC launched mobile workshops to serve customers in far-reaching areas which may fall beyond the scope of the Toyota Dealership network. These mobile workshops provide essential car services to customers at their very doorstep.

Extension of Warranty Period

At Toyota, we are committed to delivering excellent customer service by offering best aftersales products and services for our valued customers. In keeping with the same philosophy, IMC has recently announced built-in warranty for 3 years and/or 100,000 km (whichever comes first).



Toyota always works towards making continuous improvements (Kaizen) in its operations and services so that customers can enjoy being part of the Toyota Family. The warranty extension program follows this viewpoint by providing Toyota customers peace of mind.

CS Kaizen Evolution 2018-19

Customer Satisfaction Kaizen Evolution (CSKE) is a yearly activity to cultivate and sustain a Kaizen (continuous improvement) culture and develop human resources at dealerships.

This year, a total of 130+ themes were registered and 450+ dealership staff was trained with the concept of the Toyota Way, Toyota Business Practices and Kaizen Culture Development.

This year, to make CSKE even bigger and better, CSKE was merged with the Quality Control Circle (QCC) in order to take it to a global scale.

The Grand Finale of the 4th CSKE 2018-19 was held at Indus Motor Company on 13th July 2019 in which top 16 teams selected from across Pakistan took part and presented their year-long Kaizen activities in After Sales, Customer Relations, Sales and T-Sure.

Three best teams have been selected which will participate in QCC to be held in mid-August, 2019.



Grand Finale of the 4th CSKE 2018-19 held at Indus Motor Company

Prepaid Periodic Maintenance

IMC strives to bring to its customers the best in market practices to increase its customer satisfaction. In synchronization with this philosophy, IMC launched its Prepaid Periodic Maintenance (PPM) in the year 2016. PPM provides our customers with a smart and affordable method that protects them from fluctuating prices due to inflation. PPM is a one-stop solution; our customers pay once and then enjoy four free maintenances, cashless transactions and other value added services.

IMC plans to continue and launch several other services and promotional campaigns for its customers to keep our journey of providing customer satisfaction.

Summer Campaign



Announcing Free A/C inspection at Toyota Authorized Dealerships

Every year, the Customer First Department launches a Summer Campaign to provide all its Toyota customers 'free A/C Inspection' at Toyota's Authorized dealerships. On a yearly basis, this campaign reaches new heights and engages new customers.

Collaboration with Careem



Announcing our collaboration with Careem

This year, CFD collaborated with Careem to generate additional CPUS via Careem Captains. Careem, in turn, provided coupon cards for its customers as giveaways.

The campaign resulted in an increase in terms of customer engagement, customer footfall and eventually, additional revenue from parts and labor sales.

Skills Contest

At Toyota, we are committed to providing the best quality services at our dealerships. To motivate and promote talent within our Toyota Family, IMC has been organizing a Skills Contest every year. This event is organized in two different areas i.e. Dealership General Service and Dealership Body & Paint on an alternate year basis.

This year, IMC initiated Body & Paint Skills Contest for the Body Technician, Paint Technician & Service Advisor category. A total of 119 technicians participated in all three categories. The champions of the skills contest won a chance to go to the Toyota Motor Corporation, Japan and showcase their talent on a global platform.



Champions of the Skills Contest at Toyota Indus Motor Company

Service Advisor Capacity Building

IMC firmly believes that its employees are one of their greatest assets. To cultivate our employees' skills, IMC holds a Service Advisor Capacity Building Competition every year. Service Advisors (SA) are the building blocks of our business as they are our front liners who have a direct contact with our customers. They are a reflection of customer satisfaction since it is due to them that customers interact with the brand.

Service Advisors, especially in Toyota, need to be confident communicators with excellent selling skills and the ability to retain the product knowledge they have gained. To help them gain these skills, IMC provides relevant, yearly trainings. This year, Umair Jaliawala was invited to train the advisors and to equip them with the necessary skills and knowledge.

Dealership Employee Satisfactory Survey

IMC firmly believes that happy employees equate to happy customers. Following this viewpoint, IMC conducts Employee Surveys at its dealerships twice a year to cultivate an Employee-Centric approach

within the dealerships. The survey is then used to bring about improvements at our dealerships and to increase our employee satisfaction level. Recently, some of our dealerships launched an in-house lunch facility and loan facility for their staff to incorporate feedback received from the survey.

To further enhance the satisfaction of its employees, IMC has decided to initiate the Employee Satisfaction Committee for the dealerships. Free schooling is also provided for the children of the employees at numerous dealerships.

Customer Delight Touchpoints:

Indus Motor Company continuously endeavors to create a delightful experience for its customers. In view of this, IMC created certain touch points in collaboration with its dealers in order to enhance the customer's experience at the dealerships. A few of these activities which make our customers happy to have Toyota vehicles maintained at Toyota dealerships include lunch and refreshment facilities at the customer lounge. Moreover, to capture the real voice of the customers, a Happy Tree has been placed in the lounge at every dealership for customer feedback.

Customer Satisfaction Index 2018-19

IMC conducts Customer Satisfaction Index (CSI) every year to measure the level of satisfaction of the customers regarding Toyota's services collectively. It



The Happy Tree placed at all Toyota dealerships to capture the real voice of the customers

is to understand our customers and make continuous improvements (Kaizens) to contribute towards customer delight and be in synchronization with market practices to give our customers a comfortable experience and to hear customers' thoughts.

IMC truly believes in serving our customers with the best and our customers are top priority. To further this belief, CSI helps us hear the real voice of our customers and helps us connect with them.

Toyota Racing Development (TRD)



Toyota Racing Development inaugurated at Toyota Central Motors

In recent years, our local market has significantly evolved and customers are now enthusiastic about spending on the customization and enhancement of cars. Aiming to give its customers a one-stop accessories shop, Indus Motor Company has installed Toyota Racing Development for the first time in Pakistan. The aim of this project was to generate an additional revenue stream by selling Genuine TRD Accessories.

In October 2018, TRD was inaugurated at Toyota Central Motors by Mr. Yamaoka, Group Manager of TMC Production Control; Mr. Salim Godil, CEO of TCM; and Mr. Ali Asghar Damani, General Manager of IMC. After success of the pilot run, IMC decided to further expand the project and the second TRD corner was installed at Toyota Faisalabad Motors in April 2019. Due to the ever-increasing demand

of accessories and visualization of the corner, three more dealerships have been selected for expansion, which is due to be completed by July 2019.

Green Dealership Status

Indus Motor Company strives to set a positive environmental foot-print. Our environmental commitment is not just manifested in the wordings of our policies, but is also reflected in our actions. We are at the forefront of activities that preserve and improve our environment. Toyota Pakistan has designed a Green Dealer Program which is a roadmap for Toyota dealerships across Pakistan to quantifiably reduce their energy and carbon dioxide emissions by installing solar panels and increasing the use of LEDs

Dealerships in Pakistan have implemented Green Dealer Program and IMC ensures that its dealerships are in line with the global direction and maintain their environmental KPIs.



Solar panels at Toyota dealerships to reduce energy and carbon dioxide emissions

Safety, Health & Environment

IMC is committed to providing a safer and healthier environment to all its employees by strictly complying with all safety, health and environment rules and regulations. IMC takes full care of all employees, contractors, suppliers and all individuals in general who might be affected by the company's business operations. Employees at IMC work actively to prevent accidents and injuries and make continuous efforts to identify, eliminate and manage all safety risks.

At Indus Motor Company, our Safety Policy conveys the following simple message:

“SAFETY WILL ALWAYS TAKE PRECEDENCE OVER PRODUCTION, SALES AND PROFITS”

Safety Record

The Company recorded a Zero -Loss Work Day (LWD) Injury and No Fire Incident this year. This is the 3rd consecutive year in IMC with Zero - Loss Work Day (LWD). This was made possible through immediate improvements and a number of measures that were taken which include continuous risk assessment, job safety analysis, and awareness sessions, on-job hazard identification, safety and fire patrolling by trained members including top management.

Apart from this, IMC has implemented the Safety Plant Management Requirement (PMRs) System throughout its plant as per the guidelines of TDEM (Toyota Daihatsu Engineering & Manufacturing Co., Ltd). Following the continuous improvement philosophy of Toyota, the company is looking forward to implementing the Global safety standards i.e. Occupational Safety Health Management System (OSHMS) in the coming year.

Safety Training

The Company regularly conducts a number of general and special training programs for its employees. The general safety training programs like firefighting, basic safety with simulation of Stop-6 Accident Dojo and first aid are aimed at empowering every employee to deal with emergency situations and avoid accidents. While special job training includes construction safety, working at heights, machine safety, defensive driving and process safety, only authorized members are allowed to perform a specific job complying with the standards.

IMC also conducts safety training for vendors, dealers and contractors to ensure that the highest priority is

understood at all levels. In fiscal year 2018 a total of 1794 members were trained and time spent on safety trainings was more than 10,000 man-hours.

This fiscal year new training was added for the employees and contractors performing electrical work i.e. Low Voltage Electrical Training. This training has been made mandatory for individuals performing Electrical Works. Another improvement in safety training is the addition of new accident simulators for Kodokan (fire safety simulator). Along with these, real-life accident videos and past accidents from other affiliates are also being displayed to the team members to make them efficiently understand the importance of a safe and secure environment.

Improving Working Environment for Employees

IMC takes good care of all its employees and for this, a huge amount has been invested in the environment improvement system. This year, Air Handling Units (AHUs) have been installed on the entire production floor to provide a comfortable working environment. Apart from this, IMC annually conducts health surveillance test of employees to ensure good health of all employees.



Safety training and health surveillance tests for IMC employees

First Aid Medical Centre

This year IMC introduced a First Aid Medical Centre providing first aid treatments to their workers when required along with other contract workers present on site. This First Aid Centre was setup for the treatment of sickness and minor injuries to provide necessary first aid, quick relief and support to shift the affected person to the hospital after necessary first aid in case an emergency. For this purpose a separate room has been allocated along with a paramedical staff available 24/7.

The First Aid Centre will not only benefit the employees but also the onsite contractors working within the premises of IMC. This action shows IMC's commitment towards its employees and their health.

Environmental Assessment System

The Environmental Assessment System (EAS) is the Toyota system for environment management. Toyota has developed a five year action plan and sets key performance indicators to achieve its targets along with the ambition to achieve Toyota's 2050 Challenge Plant Zero CO2 emissions. The Company has made remarkable achievement in previous years and is raising the bar. To achieve better results and to keep affiliates motivated for environment improvement the audit criteria has been made more challenging this year. The Company is expanding its environment activities to all suppliers and dealers nationwide and focusing on ISO 14001 certifications of its business partners also.

Annual Environment Excellence Award 2019 (AEEA)

Indus Motor Company (IMC) has been awarded the 16th Annual Environment Excellence Award 2019 (AEEA) at the Annual Conference on Environment & Health held in Karachi on 9th July 2019.



The 16th Annual Environment Excellence Award 2019 (AEEA) bagged by Indus Motor Company

The event was put together by the National Forum for Environment & Health (NFEH), a non-profit organization which focused on facilitating and promoting environment, healthcare and educational awareness amongst the masses in Pakistan.

Recognized as one of the top 10 organizations in Pakistan for leading efforts to environmental protection, the award won by IMC underlined the company's vision, contribution to environmental conservation and its extensive range of corporate social responsibility program.

Future Activities and Investments

Extension of Waste Water Treatment Plant (WWTP)

IMC being a responsible corporate organization is complying with all the relevant legal and other environmental requirements and laws. It is going to invest huge amounts on multiple projects. Treatment of hazardous waste water through WWTP is one example of its commitment. As the production capacity increases and new Pre-treatment and Electro-deposition Line (PTED) is under construction, the company has set up a new Waste Water Treatment Plant with state-of-the-art Membrane bio reactor (MBR) technology. The capacity of the New WWTP would be twice as that of the current system. This New WWTP would perform both the biological and chemical treatment.

Renewable Energy Project

Keeping in view the Toyota Global Environmental Challenge 2050, Plant Zero CO2 Emission is moving towards a renewable source of energy. The currently installed Solar System capacity at IMC is 420 KW, which supplies electricity to Manufacturing and Non-Manufacturing areas. The facility has been installed in the parking area, canteen, corporate and CPD Building. Now IMC is extending its renewable energy by the installation of a 4 MW Solar Power System which will be completed by 2020.



Installation of a 4 MW Solar Power System at IMC

Safety & Environment Months

Promoting a safety culture is an ongoing process throughout the year. We celebrated a Safety Month to encourage safety awareness in the team. For this year, our safety theme was Safe Work, Safe Home. Different activities are organized for promotion of a safer workplace and reiterating the commitment to safety. These activities include training sessions for employees on general safety, fire prevention, rescue and fire evacuation drills, competition between the

shops on hazard identification and closure of these observations.



Safety training activities to promote a safety culture

An Environment Month is celebrated every year in June. The purpose is to create awareness and remind people about their social responsibility towards the environment. Beside training and awareness, it creates a competitive environment for employees and their families for sustainability in society through increased awareness. The focus activity in this month was to create awareness about conservation

of energy and water resources and to promote 3R (reduce, reuse, recycle) activities. Other than this tree plantation was done inside and outside IMC and in the Port Qasim area.



Tree plantation at IMC by Mr. Shuja Uddin Ahmed, Senior Manager Admin

Human Resource

IMC has continued to focus on engaging its highly skilled and diverse workforce in a wide range of activities. With a spirit of continuous improvement, we have striven to deliver better services to our employees, ensuring an ethical and safe workplace in line with our values of respect and teamwork.

Diversity & Inclusion

At IMC we are committed to sustaining a diverse workforce and utilizing the intellectual capacity of all genders, especially women. This year, our female strength increased by almost 28%. We have keenly listened to and understood the challenges faced by our female employees, and are consistently open to feedback for the betterment of our environment. Consequently, we have enhanced the facilities at our office for all employees.

We have continued to hire talented people from diverse backgrounds. Our hiring philosophy is based on a “zero discrimination” policy wherein everyone is assessed entirely on the basis of merit and without any prejudice.

Employee Engagement

At IMC, employee engagement is given paramount importance throughout the organization. This is seen as a means to strengthening connections amongst employees at all levels by providing them with healthy and fun activities.



A fun-filled day for the ladies of IMC

As a way to celebrate our employees, we organize their birthday festivities every month. These celebrations have become a tradition at IMC where employees come together to enjoy their special day together. IMC firmly believes in a healthy work-life balance, hence arranges movie shows for its employees and their families to spend quality time together.

Various sports competitions were held this year including swimming, football and cricket competitions. Not only did over 500 employees participate in these competitions, but also several cross-departmental teams participated and organized these events, thereby promoting a culture of teamwork.



A glimpse from our football competition

Developing Our People

IMC is committed to investing and developing its employees so that they are ready to steer the company to success and also to achieve their career goals. Our employees attended different programs at globally-recognized institutions such as Harvard, Wharton and London Business School, besides top local institutions. We have invested heavily on trainings including in-house and international sessions for our employees.

We have continued to provide our employees with international exposure through Intra-Company Transfers with Singapore, Thailand and Japan. This gives them an opportunity to gain advanced skills and knowledge that broadens the horizons of their career.

IMC has continued to induct a large number of trainee apprentices as part of an initiative to develop human capital by imparting skills and giving them a chance to build a better future. The program is an opportunity for the youth to learn new skills from Toyota-certified trainers with a chance of employment at IMC.

Operations

In continuous pursuit to meet the quality, productivity and safety standards of the Toyota World, the Indus Motor Company has been working on Facility Extension, Process Automation and Future Model introduction projects. These Projects include, but are not limited to the New Paint facility. Equipped with state-of-the-art paint robots, this New Paint shop facility has an investment value of PKR 3.1 Billion and is fully capable of supporting painting of all exterior colors.



State-of-the-art paint robots at IMC

With an aim to keep the customers satisfied and engaged, Indus Motor Company introduces New Vehicle Models periodically, in lieu of which the Press Shop and Logistics Building was extended with an investment value of PKR 2.36 Billion.

Consistent with the Japanese philosophy of eliminating waste (muda, mura, muri) from production processes, sophisticated and advanced robots having an investment value of PKR 571 Million are introduced in the Engine, Transmission and Weld Shop. A total of 5 Engine and Transmission Process Robots are introduced to automate the sealant application process and a total of 18 Hemming Robots have been installed in the Weld Shop to automate the Hemming Process. Through these developments, the Production Facility of Indus Motor Company Ltd. has taken a step further to elevate its production standard.



Advanced Robots at IMC plant

Asia Pacific Skill Contest

Hosted by Toyota Global, an annual competition for Toyota Technicians, the Asia Pacific Skill Contest 2019 was held in Thailand. There were 121 participants in the contest belonging to 12 Toyota affiliated companies from 8 countries of the Asia Pacific region.

Indus Motor's technicians from various categories participated in the Contest and had an opportunity to display their skills and talent on the international platform. They bagged five medals this year. The winners were:

Three Silver Medals: in Paints category-Ather Mirza, Team Member, in Assembly category Yasir Ahmed, Team Leader and in Quality category Ghadeer Abbas, Team Member.

Two Bronze Medals: in Press category-Asif Khan, Team Leader and in Quality category Haris Moin, Team Member.



This year in Asia Pacific Skill Contest IMC won five medals

Localization

There is a continuing quest to nourish the local industry in a pursuit to increase the percentage of local parts that our vehicles comprise. The Indus Motor Company has been constantly excelling at achieving this objective and plans to keep doing so in the future. The process involves not only the localization of parts but, in many cases, search for new suppliers and their subsequent development so that they are able to uphold Toyota's globally renowned quality standards.

The Indus Motor Company is committed to manufacture vehicles that meet Toyota's globally renowned quality standards. This requires a commitment from our suppliers to provide the same to us, and hence the need to reinforce built-in quality and Toyota production systems (TPS) at their end to ensure defect-free products that conform to these quality standards.

In line with Toyota's global initiative, Indus Motor Company also has a supplier quality development (SQD) section with engineers who are specifically trained to improve system coherence and suppliers' compliance to Toyota's global practices. The main focus lies on 5S and safety improvements,

supplier quality assurance manual (SQAM) documents conformance, tool and die maintenance improvements, machine and equipment calibration and maintenance improvements, and conformity to the Japanese Obeya and Asaki concepts. The philosophy is to stop the defects at the occurrence point, rather than later in the process or at the defined quality gates. This is done by increasing compliance of Toyota production system (TPS), total productive maintenance (TPM) of machines and dies, and standardization of work chart and quality check sheets. In the initial phase, which started a year ago, six suppliers were selected and focused, and significant improvements are already visible.

Information Technology

IT Strategy driven by Value Innovation

IMC's IT strategy has been engineered to cater stringently to its customers. As Toyota globally transforms itself from a traditional automotive company to a well-rounded 'Mobility' Company, the potential significance and role of the Information Technology function has increased manifold. With so much to choose from in an era of ever-increasing Technology Incubation Hubs and seemingly deployable use-cases, it is important to stick to basic Business fundamentals and select Technology solutions that enhance the customer experience. This is why the IT strategy's main focus at Toyota has been Value Innovation rather than Technology Innovation. There is an inherent desire to place equal emphasis on Value and Innovation driven by customer experience rather than mere Technology innovation which is futuristic yet adds little value to customer needs.

IT has adopted the Agile methodology for introducing new technology solutions. The tried and tested Plan-Do-Check-Act (PDCA) cycles were deployed to find suitability of emerging technologies towards IMC's radical desire to be an intelligent enterprise. RPA, IOT and Big Data are some of the emerging Industry 4.0 trends that IMC has adopted or performed Proof-of-Concept with the ultimate objective of improving quality, efficiency and customer experience.

Global Recognition:

Indus Motor Company has won the Global SAP Innovation Award 2019 in the category 'Process



IMC receiving the Global SAP Innovation Award 2019 in the category 'Process Innovator'

Innovator'. This achievement has a historical significance as this is the first time that an entry from Pakistan has been accepted. The SAP Innovation Awards, now in the 6th year, received a record 233 submissions from 37 countries and 25 industries.

Key Focus Areas

Operational Efficiency of Supply Chain and Logistics Function through S/4 HANA Optimization

IMC implemented the latest version of SAP S/4 HANA in 2016. It was the first organization to have gone live with real-time data analytics capability provided by the inherent SAP Fiori user interface. The IMC SAP team, in conjunction with the Supply chain and Support functions, has further improved the effectiveness of SAP through meaningful application of controls and purposeful automation. This year, the Imported Parts Ordering System (IPOS) has been launched with real-time exporter calendar visibility. This has enabled the Production Planning team to accurately forecast and plan for timely arrival of imported parts and kits, thus ensuring timely production and subsequent delivery of vehicles to customers. In addition, Warehouse Management has been configured to effectively utilize Bin Locations on a FIFO basis. This will ensure better yard capacity management and throughput from IMC.



The IMC SAP team celebrating the implementation of the latest version of SAP S/4 HANA Optimization

Digitalization of After-sales Function at IMC Dealerships

One of the key focus areas of IMC IT has been to improve customer experience by increasing the efficiency of the After-sales function at Dealerships. In this regard, several important improvements have been made to the Genesis Business Portal. Genesis was originally launched in 2016 with the main objective of automating Business interaction between IMC and its network of dealerships across

Pakistan. This year's achievement includes launching of modules such as Parts ordering, Fix-it-Right (FIR) and Repair-Support-Request (RSR) module. The addition of these modules has significantly improved warranty processing and spare parts ordering efficiency, resulting in a higher level of customer satisfaction.

Digital transformation of Sales Booking Process

In an effort to reduce Sales Booking Process time, several digitalization efforts are in progress at the Dealership front. One such effort recently completed is the decentralized scanning of Sales documents at dealerships. The project aims at cutting down manual processes and to initiate real-time verification of documents to ensure that our customers can get the vehicle delivered to them as early as possible.

Predictive Maintenance through Internet-of-Things (IOT) Technology

In an effort to improve process efficiency, IMC has taken several initiatives that focus on enhancing visibility and integrity of process data. Predictive maintenance is one of the areas where IOT is being prototyped with the potential benefits ranging from proactive reminders of machine breakdown to considerable savings by avoiding spare parts obsolescence.

Move to Intelligent Enterprise by leveraging Robotic Process Automation (RPA)

Robotic Process Automation (RPA) is an emerging technology aimed at utilizing software robots for repetitive and mundane tasks. One of the key benefits of RPA is that it allows an organization to free-up its human resource for value-added work by reallocating repetitive work to software robots. Several business functions have been identified as potential candidates for RPA adoption and currently proof-of-concepts is in progress.

Improving Customer Response Time through Call Center/IVR Upgrade

In order to enable Sales and Marketing, Customer First and Customer Relations departments of IMC, with the end-goal of providing a delightful experience to our customers, IMC IT has developed and upgraded the Call Center Interactive-Voice-response system. With this upgrade, Customers waiting for delivery of their vehicles can now call and get an instant update about the delivery and invoicing status. Customers

need to enter their CNIC and PBO numbers as inputs to the IVR system.

Distributor Mobile App for Streamlining Oil Business

IMC has introduced a Distributor Mobile Application to streamline the operation of Toyota Genuine Oil. The mobile App with a simple and easy to follow interface, makes it easy for distributors to plan and order Oil from IMC.

Cloud Migration for Higher Availability

As part of its carefully-engineered Hybrid cloud strategy, IMC has migrated several mission-critical Business applications to Cloud. One such application is Genesis, which is extensively being used at dealerships to cater to the After-sales Business. The move to Microsoft Azure Cloud ensures highest possible availability, integrity and confidentiality for our customers.

Information Security and Business Continuity Planning (BCP)/Disaster Recovery Planning (DRP)

The Information Security function has gained significant prominence in the wake of ever-increasing cyber threats. In order to ensure Confidentiality, Integrity and Availability (CIA) of the enterprise data, there needs to be a constant focus on improving IT Security policies and procedures. In the current year, IMC reassessed and improved its BCP/DR Plan with the help of a reputed Big4 firm and also performed a successful DR Drill. This has provided adequate assurance to the Board and shareholders about the strength of IMCs BCP/DR plan readiness. In order to improve physical security within the plant, a RFID/Fingerprint-based Access control mechanism has been deployed to ensure authorized access.

Future Outlook

Customer delight lies at the center of IMC's IT Strategy. We will continue to build on the momentum that has been achieved on the Digital Transformation front. Toyota Vision 2025 talks about achieving '4Most' in Business and contributing to Society as 'The Best in Town' company. IMC IT will be a key enabler for achieving this vision of being the company with Most Customers, Most Profitable, Most Competitive and Most Innovative.

Corporate Social Responsibility

Advancing Concern Beyond Cars

Social Performance: Good Corporate Citizen

In consonance with its Vision, Mission, Core Values and the UNGC Principles, Indus Motor Company always aims to demonstrate responsible corporate conduct throughout the entire spectrum of its activities and operations.

Indus Motor Company has a rich history of community investment that has evolved to meet the complexities and challenges of a developing society. We support a broad range of initiatives in the areas of Education, Health, Road Safety and Environment and Ecology conservation with a firm belief that these provide the fundamental building blocks for the development of society.

Since the formal launch of the CSR structure in 2002, the Company has worked to develop a common understanding and a harmonized approach to CSR within its operations and dealership network, through regular assessment of the current CSR situation and development of counter-measures.

We believe that the success of a business and its social responsibility goes hand in hand; hence we strive to contribute to the advancement of society and to effectively shape, help and promote its development. Together with our employees, we are involved in many charitable community projects in order to help meet social challenges and create noticeable benefits. Being an automobile company, Indus Motor has a considerable role to play in transformation towards a sustainable society in general and to combat climate change specifically.

By collaborating with stakeholders on projects that benefit society, IMC seeks to leverage its knowledge and networks where these can have the greatest positive impact. Major CSR initiatives undertaken in 2018-19 to drive social transformation comprise:

Environment & Ecology Conservation:

The environmental dilemma has become a global concern; that is why the world is taking environment and climate change issues seriously and trying to cope with the adverse situation on a war footing. Apart from deforestation, industrial operations and products have a significant impact on the environment.

Climate change has a significant impact on the planet. Everyone has to work together and play a part to bring about real change. We remain absolutely committed to improving fuel efficiency and reducing emissions for our customers, and we continue to pursue our electrification and sustainable manufacturing strategies to do our part to help address climate change issues. We have challenged ourselves to go further by setting stretch goals to reduce climate-related impacts in our facilities and nationwide. The major three investments are summarized below:

IMC's SOCIAL Contribution
DURING LAST 10 YEARS
Rs. 1.11 Billion

(1) Million Tree Plantation Drive: Inspired by the "Toyota Environmental Challenge 2050", Indus Motor determines to pave the way progressively for an environment-friendly society through a range of dedicated year-round initiatives. Being responsible corporate citizens we launched the Million Tree Plantation Drive in November 2018 at a small event graced by Mr Waseem Akhtar, the Mayor of Karachi. This CSR initiative will be sufficient to support 1% population of our country, as one tree generally will



CEO, Mr. Ali Asghar Jamali, Mayor of Karachi and directors launching the Million Tree Plantation Drive

sequester around 23 kg of atmospheric carbon dioxide. In our effort to offset and reduce CO₂ emissions and our targeting to achieve a net zero carbon footprint with respect to our production facility, several measures are being taken.

Our approach in this drive is to ensure the right selection of indigenous saplings to plant in the right location, as well as the sincere engagement of local communities, so that the plants could survive and grow to become trees. To make this drive effective, we have partnered with WWF-Pakistan for technical support and supply of quality saplings of various species. This helps us in expanding our reach and also serves as third party validation of our social contribution.



Mr Waseem Akhtar, Mayor of Karachi gracing the launch event of the Million Tree Plantation Drive

(2) Contribution towards construction of Diamer-Bhasha and Mohmand Dams: The increasing pressures of population and industrialization have already placed greater demand on water. It is the second basic problem of Pakistan - a country that is gradually experiencing chronic water stress. Fresh water is not only vital for sustenance of life but equally essential for socio-economic development. Therefore, building of more reservoirs and an effective water management strategy are a need of the time.

Embracing the spirit of national integrity and considering the criticality of national needs, Indus Motor has pledged its contribution of Rs 100 million to release in annual tranches. During the year, IMC released a total of Rs 40 million to the PM-CJ Fund for construction of Diamer-Bhasha and Mohmand Dams. Realizing the significance of the water crisis, our CBA (Indus Peoples Workers Union) has also joined hands and donated a modest contribution equivalent to 3-hour overtime of all unionized staff.

(3) Sustainable City: (5S Clean and Green Drive 2019, Phase-II): According to the World Bank's Karachi City Diagnostic Report, the metropolis faces severe environmental challenges which include a high incidence of air, land, water and marine pollution. Much of this is caused by inadequate waste management. 60pc of solid waste is not collected and transferred to dump sites; most of the waste is either left rotting or is burnt, which creates a choking miasma that envelops the various localities.

Keeping these grim details in mind, Indus Motor Co. initiated Clean-up Drive 2018 in Karachi aimed at owning the cities of Pakistan through engaging NGOs, Media, Citizens and volunteer employees. Our objective is to instill a sense of ownership, particularly among the younger generation, to allow them to understand the positive impact they can make on their society. The Sustainable City drive is still continuing in collaboration with WWF-Pakistan targeting 200 schools in Karachi. It is aimed at fostering a sense of civic responsibility, ownership and unity among Karachiites to keep the city clean. The 5S principles of Toyota have also been inculcated in the drive so that everyone aspiring to take ownership of the overall environment can benefit by increasing their efficiency through these concepts.



IMC employees conducting the 5S Cleanup Drive

Indus Motor Co. has formally launched in Pakistan the global corporate initiative of Toyota "Start Your Impossible" that aims to inspire Toyota employees, partners and customers and connect the company's core beliefs. Toyota believes that mobility goes beyond cars; it is about overcoming challenges and making dreams come true. The "Start Your Impossible" initiative reflects these values and highlights the company's goal to provide freedom of mobility for all.

Indus Motor Co. pledges to support Ms Zainab Barkat, the national wheelchair table tennis player, to represent Pakistan in the Tokyo 2020 Paralympic Games and fulfill her dream of returning as a gold medalist. This support by IMC to her is a part of the global 'Start Your Impossible' initiative that reflects the Olympic and Paralympic spirit of encouragement, challenge and progress. The global initiative highlights the company's mission of creating a barrier-free society and reinforces its values of humility, hard work, overcoming challenges and never giving up.



Ms Zainab Barkat, national wheelchair table tennis player, aspiring Paralympic champion

Habib University Foundation: Promotion of education is a comprehensive process for human and social transformation. The Habib University Foundation's portfolio revolves around higher education, educational research and youth development. Habib University is envisaged as a world-class research-based undergraduate institution aimed at responding to the pressing challenges of the 21st century. It is the hub of Liberal Arts and Sciences education in Pakistan, offering a truly transformative learning experience to its students. The university's mission is to educate promising students from all backgrounds and promote diversity in the field of research and education, developing them into competent and conscious members of society. Around 90% students of the university are receiving some form of financial support, with some 100+ scholarships being offered every year.

At Indus Motor Co., we believe that it is our youth which will lead the country to a brighter future and as a good corporate citizen it is our responsibility to invest in them. IMC has continued donation of a substantial amount this year and played its role in promoting creativity, academic freedom and the exchange of ideas in an intellectually-stimulating environment.

Community Uplift: Indus Motor Co.'s ambition is to be a good corporate citizen in communities, especially in localities where it operates.

Since Inception of IMC

Around 1 million people-touched through Free Medical Camps

Above 1 million people-touched through Food and Ration Distribution

Our well-articulated Community Uplifting Program for local communities has two overarching goals for making our neighbours happier, more balanced and instilling a greater sense of purpose in their daily life. The role of our Community Service in eliminating social exclusion in adjoining localities explores various avenues. The first goal is to take care of their health by providing good quality nutritious cooked food every week, edible rations hampers during Ramazan, organizing free weekly medical camps for OPD at three locations and free psychiatric medical camps at two locations every two months.



The second goal is to marshal and focus on bringing their children to school for mental and spiritual enrichment through providing elementary to secondary education under the program "Toyota - Goth Education Program" (T-GEP), which was initiated in 2008. The first batch has passed their Matriculation exams in Grade-A1 and A, while the second batch successfully passed their exams and have been promoted to higher classes and they have already started blossoming into young individuals. IMC is determined to continue its full support for their Higher Secondary Education at private colleges, etc., so that after some time, when they become professionals, they will become agents of change in

transforming the community.

TGEP is a unique social intervention that has significantly improved the living standards of beneficiaries who have a most rewarding and uplifting experience. The growth of children is phenomenal and we truly believe that they are the ambassadors of change. The biggest impact on their living standards has brought a radical change in their daily life. The fraction of dropouts and gender differentiation has now decreased to a negligible level. Their preference for early marriage has diluted with the expectation of a brighter future. We believe this is a great way to give back to the community as it will ultimately reduce the level of poverty. Apart from this, we also have had the privilege of establishing a fully functional computer lab for the Government Secondary School in Razzaqabad.



Toyota - Technical Education Program

As human development is our fundamental focus, we are developing the skills of youth, especially young people who hail from the economically weaker sections. The Toyota Technical Education Program (T-TEP) was begun as a typical example of a corporate giving initiative to which IMC contributed training hardware for a vocational training college in Lahore in 2000. T-TEP is a three-year automobile diploma that provides thorough automobile training to youth, enabling them to pursue successful careers in the industry. For providing students a distinct platform to hone their technical skills and contribute in strengthening Pakistan's automotive industry, at present IMC runs four TTEP training institutes in Karachi, Lahore and Islamabad, offering world-class, holistic education in varying automotive disciplines. To date, 4,397 industry-ready technicians have been trained; most of them are employed within the Toyota network in Pakistan. All these graduates are highly employable because of their skills and are also in high demand in Middle Eastern markets.

We are pleased to enter the 10th year of the program which has enabled the young talent of Pakistan to undergo holistic training and gain industry-

specific skills essential for professional growth and development in the auto industry.



TTEP training institutes offering world-class, holistic education in varying automotive disciplines to youth

Support to Health Sector

1. Support to Sindh Institute of Urology and Transplantation



Dr Adibul Rizvi of SIUT with CEO Mr Ali Asghar Jamali, appreciating the contribution of Indus Motor

Indus Motor Company has released a Corporate philanthropy of 75 lakh rupees to the Sindh Institute of Urology and Transplantation (SIUT) to help them become more effective because they have unique assets and capability in providing quality treatment and transplantation to people suffering from renal diseases.

Dr Adibul Rizvi of SIUT appreciated the contribution of Indus Motor and its support for the community at large. He assured that this support will help propel success stories of social-impact that SIUT is demonstrating a strong commitment to providing state-of-the-art healthcare for the community.

2. Support to Indus Hospital for the Extension Plan

Health sector is one of the most challenging sectors in Pakistan with a dire need of attention. The hospitals are the focal point of collective national health system for generations. Indus Hospital is doing a commendable job to bridge the gaps in provision of healthcare to underprivileged and IMC is supporting them in this cause.

To contribute to Indus Hospital's extension plans and reach out to poor and needy patients, Indus Motor Company has donated Rs.10 million.



IMC congratulating Indus Hospital on their commendable work and offering a donation of Rs.10 million

Corporate Matters & Related Disclosures

Composition of the Board

The composition of the Board of Directors of the Company as on June 30, 2019 is as follows.

1. The total number of directors are 10 as per the following:

a) Male	10
b) Female	-

2. The number of directors under respective categories are as follows:

a) Independent Director	01
b) Non-Executive Directors	06
c) Executive Directors	03

As per the Listed Companies (Code of Corporate Governance) Regulations 2017, "the Regulations", the Board is required to have a female director and 1/3rd independent directors, not later than the expiry of the current term i.e. by October 31, 2020.

Board of Directors Meetings

A total of Five (05) meetings of the Board of Directors were held during the 12 months period from July 01, 2018 to June 30, 2019. Name of the directors (at any time during the year) alongwith their attendance at the Board Meetings is as follows.

S. No.	Name of Directors	Meetings Attended
1	Mr. Ali S. Habib (Chairman)	5
2	Mr. Yuji Takarada (Vice Chairman & Director)	5
3	Mr. Ali Asghar Jamali (CEO)	4
4	Mr. Sadatoshi Kashihara	5
5	Mr. Susumu Matsuda [Mr. Tsuyoshi Haginiwa, Alternate Director]	5
6	Mr. Tetsuya Ezumi, [Mr. Y. Wagata, Alternate Director / Mr. K. Sotowa, Ex. Alternate Director]	4
7	Mr. Mohamedali R. Habib	4
8	Mr. Imran A. Habib / (Mr. Farhad Zulficar Ex- Director)	3
9	Mr. Azam Faruque	5
10	Mr. Parvez Ghias	5

Changes in Directors

During the year, one casual vacancy occurred on the Board. Mr. Farhad Zulficar resigned as Director with effect from February 26, 2019 and Mr. Imran A. Habib was appointed as Director from the same date.

The Board acknowledged the valuable contributions made by the outgoing Director and welcomed the new Director on the Board.

Committees of the Board

The Board has formed the following Committees and details of members are as under:

1. Board Audit Committee

- 1) Mr. Azam Faruque, Chairman
- 2) Mr. Mohamedali R. Habib
- 3) Mr. Imran A. Habib
- 4) Mr. Parvez Ghias
- 5) Mr. Susumu Matsuda
- 6) Mr. Tetsuya Ezumi

2. Board Human Resource & Remuneration Committee

- 1) Mr. Azam Faruque, Chairman
- 2) Mr. Ali S. Habib
- 3) Mr. Yuji Takarada
- 4) Mr. Parvez Ghias
- 5) Mr. Ali Asghar Jamali

3. Board Ethics Committee

- 1) Mr. Parvez Ghias, Chairman
- 2) Mr. Ali Asghar Jamali
- 3) Mr. Imran A. Habib

Salient features of Remuneration policy for Non-Executive Directors

The Board acknowledge the valuable contributions being made by the Non-Executive directors (including independent director), and currently a meeting fee is being offered for attendance and participation at each Board meeting and its Committee, while this does not reflect compensation of their contributions and just represents a token of appreciation. The Non-Executive directors may waive their rights to receive such remuneration for attending and participation in the above meetings.

Remuneration of Executive Directors

The Remuneration of CEO & Directors of the Company for the year ended June 30, 2019, is given on page number 129.

Principal Risk and Uncertainties

Company's financial performance is exceptional over the past recent years. However, the continuous depreciation of Pak Rupee against various currencies, rise in inflation and international commodity prices continues to be vital factors that have an impact on current and the future financial statements of the Company. The increase in taxes and duties by Government result in increase in prices of products, which will affect the volumes of the industry.

Under the Automotive Development Policy 2016-2021, many new players have planned investments

which are underway and will introduce new products in the local market. The company welcomes new competition. However, consistent Government policies are required alongwith creating a level playing field for the existing players of the industry for sustainable growth.

Internal Control

The Company has employed an effective system of internal controls to carry on the business of the Company in an orderly manner, safeguard its assets and secure the accuracy and reliability of its records. The Management supervision and reviews are an essential element of the system of internal controls. The Management has delegated the function of detailed examination and special review to the team of internal auditors.

The Board ensures adequacy of internal control activities either directly or through its Committees. The Board also reviews the Company's financial operations and position at regular intervals by means of interim accounts, reports, profitability reviews and other financial and statistical information. Analysis of budgetary control is in place and the Board reviews material variances with explanations and actions taken thereon on periodic basis.

Risk management

IMC has a formal risk management framework to assess the risks faced in the context of the broader political and macroeconomic environment. The risk management system identifies strategic, regulatory, financial, operational, reputational, and sustainability risks related to IMC business activities. The risks are reviewed by the management committee along with departmental objectives, targets and performance. Appropriate strategies are developed and implemented to minimize the impact of the identified risks.

The Company has also formulated a risk management structure based on the global practice followed by Toyota, with the aim of driving the Company strength growth with managing risk associated with business adequately.

Financial Statements

International Financial Reporting Standards (IFRS), as applicable in Pakistan and provisions of and directives issued under the Companies Act, 2017 have been followed in preparation of the financial statements, where provisions of and directives issued under the Companies Act, 2017 differ from the IFRS, the provisions of and directives issued under the Companies Act, 2017 have been followed.

The auditors of the Company, M/s. A.F. Ferguson & Co., Chartered Accountants, audited the Financial Statements of the Company and have issued an unqualified report to the members.

Pattern of Shareholding

The Pattern of Shareholding of the Company as on June 30, 2019, is given on pages 137 to 138.

Trading of Shares of the Company

During the year ended June 30, 2019, the Directors, the Executives, and their spouses and minor children have not carried out trading of shares of the Company, other than that disclosed in pattern of shareholding.

Material Changes and Commitments

There have been no material changes and commitments affecting the financial position of the Company that have occurred between the end of the financial year of the Company to which the balance sheet relates and the date of the report, other than disclosed in Financial statements, or in this report.

Appointment of Auditors

The existing auditors, M/s A.F. Ferguson & Co., Chartered Accountants retire and being eligible, offer themselves for re-appointment. The Directors endorse the recommendation of the Audit Committee for re-appointment of A.F Ferguson & Co, as the auditors for the year ending 2020.

Related Party Transactions

All transactions with related parties have been executed at arm's length and in normal course of business, which have been disclosed in the financial statements under relevant notes.

Key Operating and Financial Data

The Key Operating and Financial Data is mentioned on pages 140 to 141 of the Annual Report.

Statement of Compliance with COCG

The Company has fully complied with requirements of the Listed Companies (Code of Corporate Governance) Regulations 2017. Statement to this effect is annexed with this Report on page 84 to 85.

Chairman's Review

The Directors of the company endorse the contents of the Chairman's review, dealing with the overall performance of the Company, future outlook and report on the performance and effectiveness of the Board.

Moving Forward

Moving forward, your Company plans to secure new and exciting products from Toyota that will further strengthen the existing product slate to provide a wider choice to customers and ensure sustainable growth and value creation.

After the formation of the newly elected government, we anticipate that policies are to be made to overcome the economic challenges. Initiatives are also to be taken to increase investments and localization.

Acknowledgement

We are grateful to our customers for their continued patronage of our products and wish to acknowledge the efforts of the entire Indus team, including our staff, vendors, dealers and all business partners for their untiring efforts in these challenging times and look to their continued support.

We bow to the Almighty and pray for His blessings and guidance.

Karachi.
August 27, 2019



Ali Asghar Jamali
Chief Executive



Yuji Takarada
Vice Chairman

Statement of Compliance with the Code of Corporate Governance

This statement is being presented to comply with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2017 (the Regulations) for the purpose of establishing a framework of good governance.

The Company has complied with the requirements of the Regulations in the following manner:

1. The total number of directors are 10 as per the following:

a. Male	10
b. Female	-

2. At the year ended June 30, 2019, the composition of the Board of Directors (the Board) is as follows:

Independent Director

1. Mr. Azam Faruque Director

Non-Executive Directors

2. Mr. Ali S. Habib Chairman
 3. Mr. Imran A. Habib Director
 4. Mr. Mohamedali R. Habib Director
 5. Mr. Susumu Matsuda Director
 6. Mr. Tetsuya Ezumi Director
 7. Mr. Parvez Ghias Director

Executive Directors

8. Mr. Yuji Takarada Vice Chairman
 9. Mr. Ali Asghar Jamali Chief Executive
 10. Mr. Sadatoshi Kashiwara Director

The independent director meets the criteria of independence under the Companies Act, 2017.

- The directors have confirmed that none of them is serving as a director on more than five listed companies, including this Company (excluding the listed subsidiaries of listed holding companies where applicable).
- 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.
- 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.
- All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by the Board / shareholders as empowered by the relevant provisions of the Companies (The Act), 2017 and the Regulations.
- 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. The Board has complied with the requirements of the Act, the Code and the Regulations with respect to frequency, recording and circulating minutes of the meetings of the Board.
- The Board has a formal policy and transparent procedures for remuneration of directors in accordance with the Act, the Code and these regulations.
- In accordance with the criteria specified in the Code, 1 director of the company has been exempted by SECP from the requirements of Directors Training Program (DTP) as prescribed by the Code. 5 Directors are already certified directors under DTP. All the directors are fully conversant with their duties.

10. During the year, there has been no change in the position and terms and conditions of employment of the Chief Financial Officer (CFO), Company Secretary and Head of Internal Audit.

11. The CFO and Chief Executive Officer (CEO) have duly endorsed the financial statements before approval of the Board.

12. The Board has formed Committees comprising of members given below:

Audit Committee

Mr. Azam Faruque	Chairman
Mr. Imran A. Habib	Member
Mr. Mohamedali R. Habib	Member
Mr. Susumu Matsuda	Member
Mr. Tetsuya Ezumi	Member
Mr. Parvez Ghias	Member

HR & Remuneration Committee

Mr. Azam Faruque	Chairman
Mr. Ali S. Habib	Member
Mr. Yuji Takarada	Member
Mr. Ali Asghar Jamali	Member
Mr. Parvez Ghias	Member

13. The terms of reference of the aforesaid committees have been formed, documented and advised to the committees for compliance.

14. The frequency of meetings of the committees during the year was as per the following:

- Board Audit Committee Quarterly meetings
- Board HR & Remuneration Committee Half yearly meetings

15. The Board has set up an effective internal audit function for a person who is considered suitably qualified and experienced for the purpose and is conversant with the policies and procedures of the Company.

16. 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) and registered with the Audit Oversight Board of Pakistan, 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.

17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these, Regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard.

18. We confirm that all other requirements of the Regulations have been complied with.


Ali S. Habib
 Chairman

Karachi
 August 27, 2019



INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF INDUS MOTOR COMPANY LIMITED

Review Report on the Statement of Compliance contained in Listed Companies (Code of Corporate Governance) Regulations, 2017

We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2017 (the Regulations) prepared by the Board of Directors of Indus Motor Company Limited for the year ended June 30, 2019 in accordance with the requirements of regulation 40 of the Regulations.

The responsibility for compliance with the Regulations is that of the Board of Directors of the Company. Our responsibility is to review whether the Statement of Compliance reflects the status of the Company's compliance with the provisions of the Regulations and report if it does not and to highlight any non-compliance with the requirements of the Regulations. 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 Regulations.

As a 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 Regulations require 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 and also ensure compliance with the requirements of section 208 of the Companies Act, 2017. 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 procedures to assess and determine the Company's process for identification of related parties and that 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 requirements contained in the Regulations as applicable to the Company for the year ended June 30, 2019.

Chartered Accountants
Dated: August 27, 2019
Karachi

A. F. FERGUSON & CO., Chartered Accountants, a member firm of the PwC network
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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF INDUS MOTOR COMPANY LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the annexed financial statements of Indus Motor Company Limited (the Company), which comprise the statement of financial position as at June 30, 2019, and the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity, the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information, 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 the audit.

In our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan and give the information required by the Companies Act, 2017 (XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at June 30, 2019 and of the profit and other comprehensive income, the changes in equity and its cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) as applicable in Pakistan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants as adopted by the Institute of Chartered Accountants of Pakistan (the Code) and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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Following are the Key audit matters:

S. No.	Key Audit Matters	How the matter was addressed in our audit
(i)	<p>Estimates involved in the provision for warranty obligations (Refer note 20.4 to the annexed financial statements)</p> <p>The Company normally provides warranty on its locally manufactured vehicles to customers and maintains a provision in this respect, which amounts to Rs 1,443.982 million as at June 30, 2019. The management carries out a semi-annual exercise to assess the reasonableness of the provision for warranty obligations retained in the financial statements. The management and the Board of Directors of the Company consider it as a significant estimate and the provisioning methodology is regularly reviewed by the Board's Audit Committee. In ascertaining the adequacy of the provision, the Board takes into account the trend of regular warranty claims and any previous incidents of recall.</p> <p>Due to the significance of the provision balance and related significant estimation involved, we considered it as a key audit matter.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> We obtained an understanding of the warranty process, evaluated the design of, and performed the related tests of controls. We evaluated the appropriateness of the Company's methodology for calculating the charge of warranty provisions for the year and tested the basis for the assumptions developed and used in the determination of the warranty provisions. We assessed the reasonableness of the assumptions used in determination of the warranty provision and tested the validity of the data used in the calculations. We reviewed the adequacy of disclosures made by the Company in accordance with the applicable financial reporting framework.

S. No.	Key Audit Matters	How the matter was addressed in our audit
(ii)	<p>Capital expenditure (Refer note 3 to the annexed financial statements)</p> <p>During the current year, the Company has incurred significant capital expenditure mainly to enhance production capacity, technological upgrades and strengthen the existing product slate of the Company, as part of extension, expansion, balancing and modernization activities and has been capitalized during the year.</p> <p>We consider the above as a key audit matter being significant transactions and events for the Company during the year.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> Assessed, on a sample basis, costs capitalised during the year by comparing the costs capitalised with the relevant underlying documentation, which included purchase agreements and invoices. Assessed whether the costs capitalized met the relevant criteria for capitalization as per the applicable accounting and reporting framework. Evaluated management's estimation of economic useful lives and residual values by considering our knowledge of the business and practices adopted in the local industry. Reviewed the date of transferring capital work-in-progress to operating fixed assets by examining the completion certificates, on a sample basis. Assessed whether the disclosures are made in accordance with the financial reporting framework.

Information Other than the Financial Statements and Auditor's Report Thereon

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the accounting and reporting standards as applicable in Pakistan and the requirements of Companies Act, 2017 (XIX of 2017) and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Board of directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs as applicable in Pakistan will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs as applicable in Pakistan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the board of directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the board of directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the board of directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Based on our audit, we further report that in our opinion:

- proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);
- the statement of financial position, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes thereon have been drawn up in conformity with the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of account and returns;
- investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and
- zakat deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980), was deducted by the company and deposited in the Central Zakat Fund established under section 7 of that Ordinance.

The engagement partner on the audit resulting in this independent auditor's report is Shahbaz Akbar.



Chartered Accountants
A. F. Ferguson & Co
Dated: August 27, 2019
Karachi

Statement of Financial Position

As at June 30, 2019

	Note	2019	2018
		------(Rupees in '000)-----	
ASSETS			
Non-Current Assets			
Property, plant and equipment	3	13,804,509	7,224,839
Intangible assets	3	93,524	86,540
Long-term loans and advances	4	15,906	48,525
Long-term deposits	5	11,129	9,443
Deferred taxation - net	6	-	14,589
		<u>13,925,068</u>	<u>7,383,936</u>
Current Assets			
Stores and spares	7	544,005	301,254
Stock-in-trade	8	13,560,393	11,150,736
Trade debts - unsecured	9	2,547,915	1,453,670
Loans and advances	10	3,728,026	3,714,654
Short-term prepayments	11	31,946	14,639
Accrued return	12	34,846	120,016
Other receivables	13	3,109,549	556,284
Taxation - net	15	617,068	-
Short-term investments	14	23,402,464	55,031,103
Cash and bank balances	16	3,281,782	2,200,772
		<u>50,857,994</u>	<u>74,543,128</u>
TOTAL ASSETS		<u>64,783,062</u>	<u>81,927,064</u>
EQUITY			
Share Capital			
Authorised capital 500,000,000 (2018: 500,000,000) ordinary shares of Rs 10 each		<u>5,000,000</u>	<u>5,000,000</u>
Issued, subscribed and paid-up capital	17	786,000	786,000
Reserves	18	39,259,309	35,958,342
		<u>40,045,309</u>	<u>36,744,342</u>
LIABILITIES			
Non-Current Liabilities			
Long term loan	19	80,540	-
Deferred Revenue		53,690	22,711
Deferred taxation - net	6	424,690	-
		<u>558,920</u>	<u>22,711</u>
Current Liabilities			
Current portion of deferred revenue		3,300	3,933
Unclaimed dividend		174,538	182,437
Unpaid dividend		121,059	60,445
Trade payables, other payables and provisions	20	15,950,203	15,731,241
Advances from customers and dealers	21	7,929,733	27,491,128
Taxation - net	15	-	1,690,827
		<u>24,178,833</u>	<u>45,160,011</u>
TOTAL EQUITY AND LIABILITIES		<u>64,783,062</u>	<u>81,927,064</u>
CONTINGENCIES AND COMMITMENTS			
	24		

The annexed notes 1 to 48 form an integral part of these financial statements.



Aqeel Loon
Chief Financial Officer



Ali Asghar Jamali
Chief Executive



Yuji Takarada
Vice Chairman & Director



Aqeel Loon
Chief Financial Officer



Ali Asghar Jamali
Chief Executive



Yuji Takarada
Vice Chairman & Director

Statement of Profit and Loss

For the year ended June 30, 2019

	Note	2019	2018
		------(Rupees in '000)-----	
Net sales	25	157,996,212	139,715,429
Cost of sales	26	(138,804,538)	(115,830,771)
Gross profit		<u>19,191,674</u>	<u>23,884,658</u>
Distribution expenses	27	(1,403,611)	(1,283,889)
Administrative expenses	28	(1,410,033)	(1,523,800)
Other operating expenses	29	(234,977)	(193,620)
		<u>(3,048,621)</u>	<u>(3,001,309)</u>
		<u>16,143,053</u>	<u>20,883,349</u>
Workers' Profit Participation Fund and Workers' Welfare Fund	30	(1,406,379)	(1,704,557)
		<u>14,736,674</u>	<u>19,178,792</u>
Other income	31	4,306,662	3,900,685
		<u>19,043,336</u>	<u>23,079,477</u>
Finance cost	32	(67,407)	(80,311)
Profit before taxation		<u>18,975,929</u>	<u>22,999,166</u>
Taxation	33	(5,260,954)	(7,227,306)
Profit after taxation		<u>13,714,975</u>	<u>15,771,860</u>
			(Rupees)
Earnings per share - basic and diluted	34	<u>174.49</u>	<u>200.66</u>

The annexed notes 1 to 48 form an integral part of these financial statements.

Statement of Comprehensive Income

For the year ended June 30, 2019

	Note	2019	2018
		------(Rupees in '000)-----	
Profit after taxation		13,714,975	15,771,860
Other comprehensive income / (loss)			
<i>Items that will not be reclassified to profit or loss</i>			
Remeasurement gain / (loss) on net defined benefit obligation	22.4	693	(9,127)
Related deferred tax (income) / charge thereon		(201)	2,647
		492	(6,480)
Total comprehensive income for the year		13,715,467	15,765,380

The annexed notes 1 to 48 form an integral part of these financial statements.

Statement of Cash Flow

For the year ended June 30, 2019

	Note	2019	2018
		------(Rupees in '000)-----	
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash (utilised in) / generated from operations	35	(6,346,782)	30,392,927
Net decrease / (increase) in long-term loans and advances		32,619	(39,157)
Net increase in long-term deposits		(1,686)	-
Compensation paid on advances received from customers		(403,646)	(400,320)
Increase in deferred revenue		30,979	18,778
Payment to Workers' Profit Participation Fund		(1,020,000)	(1,205,000)
Payment to Workers' Welfare Fund		(450,978)	(356,881)
Income tax paid		(7,129,771)	(6,281,518)
Net cash (outflow) / inflow from operating activities		(15,289,265)	22,128,829
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment and intangible assets		(8,749,118)	(2,947,269)
Proceeds from disposals of property, plant and equipment		68,577	74,119
Interest received on bank deposits and Term Deposit Receipts		1,583,036	1,891,973
Interest received on Pakistan Investment Bonds		308,105	287,404
Proceeds against sale / redemption of Pakistan Investment Bonds		-	5,123,453
Investment in listed mutual fund units		(8,238,074)	(17,705,961)
Dividend income received from mutual funds		494,074	-
Proceeds from redemption of listed mutual fund units		17,242,007	8,941,825
Proceeds against maturity of Term Deposit Receipts		-	7,000,000
Interest received on Market Treasury Bills		399,787	-
Investment in Market Treasury Bills		-	(5,749,468)
Proceeds from sale of Market Treasury Bills		1,103,183	6,540,973
Net cash inflow from investing activities		4,211,577	3,457,049
CASH FLOWS FROM FINANCING ACTIVITIES			
Long term loan received		80,540	-
Dividend paid		(10,361,785)	(10,142,419)
Net cash outflow on financing activities		(10,281,245)	(10,142,419)
Net (decrease) / increase in cash and cash equivalents during the year		(21,358,933)	15,443,459
Cash and cash equivalents at beginning of the year		48,043,179	32,599,720
Cash and cash equivalents at end of the year	36	26,684,246	48,043,179

The annexed notes 1 to 48 form an integral part of these financial statements.



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Chief Executive



Yuji Takarada
Vice Chairman & Director



Aqeel Loon
Chief Financial Officer



Ali Asghar Jamali
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Yuji Takarada
Vice Chairman & Director

Statement of Changes In Equity

For the year ended June 30, 2019

	Share Capital		Reserves		Sub-Total	Total
	Issued, subscribed and paid-up	Capital Share Premium	Revenue General reserve	Unappropriated profit		
	----- (Rupees in '000) -----					
Balance at July 1, 2017	786,000	196,500	23,451,050	6,763,412	30,410,962	31,196,962
Transfer to general reserve for the year ended June 30, 2017 appropriated subsequent to year end	-	-	4,000,000	(4,000,000)	-	-
Transactions with owners						
Final dividend @ 400% for the year ended June 30, 2017 declared subsequent to year end	-	-	-	(2,751,000)	(2,751,000)	(2,751,000)
1 st Interim dividend for the year ended June 30, 2018 @ 300%	-	-	-	(2,358,000)	(2,358,000)	(2,358,000)
2 nd Interim dividend for the year ended June 30, 2018 @ 325%	-	-	-	(2,554,500)	(2,554,500)	(2,554,500)
3 rd Interim dividend for the year ended June 30, 2018 @ 325%	-	-	-	(2,554,500)	(2,554,500)	(2,554,500)
Total transactions with owners	-	-	-	(10,218,000)	(10,218,000)	(10,218,000)
Profit after taxation for the year	-	-	-	15,771,860	15,771,860	15,771,860
Other comprehensive loss for the year	-	-	-	(6,480)	(6,480)	(6,480)
Total comprehensive income for the year ended June 30, 2018	-	-	-	15,765,380	15,765,380	15,765,380
Balance at June 30, 2018	786,000	196,500	27,451,050	8,310,792	35,958,342	36,744,342
Transfer to general reserve for the year ended June 30, 2018 appropriated subsequent to year end	-	-	4,500,000	(4,500,000)	-	-
Transactions with owners						
Final dividend @ 450% for the year ended June 30, 2018 declared subsequent to year end	-	-	-	(3,537,000)	(3,537,000)	(3,537,000)
1 st Interim dividend for the year ended June 30, 2019 @ 325%	-	-	-	(2,554,500)	(2,554,500)	(2,554,500)
2 nd Interim dividend for the year ended June 30, 2019 @ 250%	-	-	-	(1,965,000)	(1,965,000)	(1,965,000)
3 rd Interim dividend for the year ended June 30, 2019 @ 300%	-	-	-	(2,358,000)	(2,358,000)	(2,358,000)
Total transactions with owners	-	-	-	(10,414,500)	(10,414,500)	(10,414,500)
Profit after taxation for the year	-	-	-	13,714,975	13,714,975	13,714,975
Other comprehensive income for the year	-	-	-	492	492	492
Total comprehensive income for the year ended June 30, 2019	-	-	-	13,715,467	13,715,467	13,715,467
Balance at June 30, 2019	786,000	196,500	31,951,050	7,111,759	39,259,309	40,045,309

Proposed final dividend and transfer between reserves made subsequent to the year ended June 30, 2019 are disclosed in note 45 to these financial statements.

The annexed notes 1 to 48 form an integral part of these financial statements.


Aqeel Loon
Chief Financial Officer


Ali Asghar Jamali
Chief Executive


Yuji Takarada
Vice Chairman & Director

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

1 GENERAL INFORMATION

Indus Motor Company Limited (the Company) was incorporated in Pakistan as a public limited company in December 1989 and started commercial production in May 1993. The shares of the Company are quoted on the Pakistan Stock Exchange.

The Company was formed in accordance with the terms of a Joint Venture agreement concluded amongst certain House of Habib companies, Toyota Motor Corporation and Toyota Tsusho Corporation for the purposes of assembling, progressive manufacturing and marketing of Toyota vehicles. The Company also acts as the sole distributor of Toyota and Daihatsu vehicles in Pakistan and has a license for assembling, progressive manufacturing and marketing of these vehicles in Pakistan.

The registered office and factory of the Company is situated at Plot No. NWZ/1/P-1, Port Qasim Industrial Estate, Bin Qasim, Karachi.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

2.1.1 Statement of compliance

These financial statements have been prepared in accordance with the accounting and reporting standards as applicable in Pakistan. The accounting and reporting standards applicable in Pakistan comprise of:

- International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017; and
- Provisions of and directives issued under the Companies Act, 2017

Where provisions of and directives issued under the Companies Act, 2017 differ from the IFRS, the provisions of and directives issued under the Companies Act, 2017 have been followed.

2.1.2 Initial application of standards, amendments or interpretations to published approved accounting and reporting standards

2.1.3 Standards, amendments and interpretations to approved accounting and reporting standards that became effective during the year ended June 30, 2019

There are certain new standards, interpretations and amendments to approved accounting standards which are mandatory for the Company's accounting periods beginning on or after July 1, 2018 but are considered not to be relevant or have any significant effect on the Company's financial reporting, except as mentioned below:

- IFRS 9 'Financial Instruments' - This standard replaces guidance in IAS 39 'Financial Instruments: Recognition and Measurement'. It includes requirements on the classification and measurement of financial assets and liabilities derecognition of financial instruments, impairment of financial assets and hedge accounting; it also includes an expected credit losses impairment model that replaces the current incurred loss impairment model.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

As a result of application of IFRS 9, investments in market treasury bills have been classified as 'fair value through profit or loss' based on the business model of the Company and investments in Term Deposit Receipts have been reclassified from 'held to maturity' to 'amortised cost'. Further, based on assessment by the management, no material change in provision for impairment of financial assets is required in these financial statements.

- IFRS 15 'Revenue from contracts with customers' - IFRS 15 replaces the previous revenue standards: IAS 18 'Revenue', IAS 11 'Construction Contracts, and the related interpretations on revenue recognition.

IFRS 15 introduces a single five-step model for revenue recognition with a comprehensive framework based on core principle that an entity should recognise revenue representing the transfer of promised goods or services under separate performance obligations under the contract to customer at an amount that reflects the consideration to which the entity expects to be entitled in exchange for those promised goods or services.

Further, IFRS 15 explains transaction price as the amount of consideration to which an entity expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties (for example, some sales taxes). The consideration promised in a contract with a customer may include fixed amounts, variable amounts, or both.

As a result of application of IFRS 15, compensation on advances received from customers for the year amounting to Rs 208.311 million (2018: Rs 492.095 million) that were previously classified in 'Finance Cost' have now been netted off against Revenue from contract with customers.

Consequent to the adoption of above mentioned standards, changes in accounting policies have been reflected in note 2.3.4, 2.3.6 and 2.3.16.

2.1.4 Standards, amendments and interpretations to existing accounting standards that are not yet effective and have not been early adopted by the Company

IFRS 16 'Leases' will be effective for the Company's annual accounting period beginning July 1, 2019. It will result in almost all leases being recognised on the statement of financial position, as the distinction between operating and finance leases is removed. Under the new standard, an asset (the right to use the leased item) and a financial liability to pay rentals are recognised. The only exceptions are short-term and low-value leases. At present the Company is in the process of determining the impacts of application of IFRS 16 on future financial statements of the Company.

There are certain other new standards and amendments to the approved accounting standards that will be mandatory for the Company's annual accounting periods beginning on or after July 1, 2019. However, these standards and amendments will not have any significant impact on the financial reporting of the Company and, therefore, have not been disclosed in these financial statements.

2.2 Basis for measurement

2.2.1 These financial statements have been prepared under the historical cost convention except that investments classified as financial assets 'at fair value through profit or loss' and 'derivative financial instruments' have been marked to market and certain staff retirement benefits are carried at present value of defined benefit obligation less fair value of plan assets.

2.3 Summary of significant accounting policies

The significant accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented unless otherwise stated.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

2.3.1 Property, plant and equipment

2.3.1.1 Property, plant and equipment - Owned

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any, except capital work-in-progress which is stated at cost less accumulated impairment losses, if any.

Depreciation is charged to the statement of profit or loss applying the straight line method, whereby the depreciable amount of an asset is written off over its estimated useful life. The cost of leasehold land is amortised equally over the lease period. Depreciation is charged on additions from the month the asset is available for use and on disposals up to the month preceding the month of disposal. The rates of depreciation are stated in note 3.2 to these financial statements.

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted, if appropriate, at each reporting date.

Subsequent costs are included in the asset's carrying amounts or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Normal repairs and maintenance are charged to the statement of profit or loss as and when incurred. All other repairs and maintenance are charged to the statement of profit or loss during the financial period in which they are incurred.

Gains and losses on sale or retirement of property, plant and equipment are included in the statement of profit or loss.

Capital work-in-progress

All expenditures connected with specific assets incurred during installation and construction period are carried under capital work-in-progress. These are transferred to specific assets as and when assets are available for use.

2.3.1.2 Intangible assets - Computer Softwares

Computer softwares are stated at cost less accumulated amortisation. Softwares' costs are only capitalised when it is probable that future economic benefits attributable to the softwares will flow to the Company and the same is amortised applying the straight line method at the rates stated in note 3.2 to these financial statements.

2.3.1.3 Impairment of non-financial assets

The Company assesses at each reporting date whether there is any indication that property, plant and equipment and intangible assets may be impaired. If any such indication exists, the carrying amounts of such assets are reviewed to assess whether they are recorded in excess of their recoverable amounts and where the carrying values exceed the estimated recoverable amount, the assets or cash-generating units are written down to their recoverable amounts and the differences are recognised in the statement of profit or loss.

2.3.2 Stores and spares

Stores and spares, except in transit are valued at cost, determined on a moving average basis. Provision is made for any slow moving and obsolete items. Items in transit are valued at cost comprising invoice values plus other charges incurred thereon.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

2.3.3 Stock-in-trade

Stock-in-trade, except in transit, are valued at the lower of cost and net realisable value. Stock in transit are valued at cost as accumulated upto the reporting date, comprising invoice values plus other charges incurred thereon.

Cost of raw materials, own manufactured vehicles and trading stock is determined on a moving average basis. Cost of work-in-process is valued at material cost.

Provision for obsolete and slow moving stock-in-trade is determined based on the management's assessment regarding their future usability.

Net realisable value signifies the estimated selling price in the ordinary course of business less estimated cost of completion and the estimated costs necessary to be incurred for its sale.

2.3.4 Financial assets and liabilities

2.3.4.1 Financial assets

a) Financial assets at amortised cost

Financial assets at amortised cost are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Interest income from these financial assets, impairment losses, foreign exchange gains and losses, and gain or loss arising on derecognition are recognised directly in profit or loss.

b) Fair value through other comprehensive income

Financial assets at fair value through other comprehensive income are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c) Fair value through profit or loss

Financial assets at fair value through profit or loss are those financial assets which are either designated in this category or not classified in any of the other categories. A gain or loss on debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss in the period in which it arises.

Financial assets are initially measured at cost, which is the fair value of the consideration given and received respectively. These financial assets and liabilities are subsequently remeasured to fair value, amortized cost or cost as the case may be. Any gain or loss on the recognition and de-recognition of the financial assets and liabilities is included in the profit or loss for the period in which it arises.

Equity instrument financial assets / mutual funds are measured at fair value at and subsequent to initial recognition. Changes in fair value of these financial assets are normally recognised in profit or loss. Dividends from such investments continue to be recognised in profit or loss when the Company's right to receive payment is established. Where an election is made to present fair value gains and losses on equity instruments in other comprehensive income there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

Financial assets are derecognised when the rights to receive cash flows from the assets have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership. Assets or liabilities that are not contractual in nature and that are created as a result of statutory requirements imposed by the Government are not the financial instruments of the Company.

The Company assesses on a forward looking basis the expected credit losses associated with its financial assets carried at amortised cost and fair value through other comprehensive income. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables, the Company applies the simplified approach, which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company recognises in profit or loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date.

2.3.4.2 Financial Liabilities

All financial liabilities are recognised at the time when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities at amortised cost are initially measured at fair value minus transaction costs. Financial liabilities at fair value through profit or loss are initially recognised at fair value and transaction costs are expensed in the profit or loss.

Financial liabilities, other than those at fair value through profit or loss, are subsequently measured at amortised cost using the effective yield method.

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expired. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange and modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in respective carrying amounts is recognised in the profit or loss.

2.3.4.3 Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its financial assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk. The Company applies the simplified approach to recognise lifetime expected credit losses for trade and other receivables.

2.3.4.4 Off-setting of financial assets and financial liabilities

A financial asset and financial liability is off-set and the net amount is reported in the statement of financial position when there is a legally enforceable right to set-off the transaction and also there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.3.5 Loans, advances and deposits

These are stated at cost less estimates made for any doubtful receivables based on a review of all outstanding amounts at the reporting date. Balances considered doubtful and irrecoverable are written off when identified.

Long term loans are initially carried at cost as the effect of carrying these balances at amortised cost would not be material in the overall context of these financial statements.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

2.3.6 Trade debts and other receivables

Trade debts and other receivables are recognised initially at the amount of consideration that is unconditional, unless they contain significant financing component in which case such are recognised at fair value. The Company holds the trade debts with the objective of collecting the contractual cash flows and therefore measures the trade debts subsequently at amortised cost using the effective interest method. Impairment of trade debts and other receivables is described in note 2.3.4.3

2.3.7 Derivative financial instruments and hedge accounting

The Company designates derivative financial instruments as either fair value hedge or cash flow hedge.

Fair value hedge

Fair value hedge represents hedges of the fair value of recognised assets or liabilities or a firm commitment. Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recorded in the statement of profit or loss, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk. The carrying value of the hedged item is adjusted accordingly.

Cash flow hedge

Changes in fair value of derivative hedging instruments designated as a cash flow hedge are recognised in the statement of comprehensive income to the extent that the hedge is effective. To the extent the hedge is ineffective, changes in fair value are recognised in the statement of profit or loss.

Amounts accumulated in equity are reclassified to the statement of profit or loss in the periods in which the hedged item will affect the statement of profit or loss.

2.3.8 Taxation

Current

Provision for current taxation is based on taxable income at the current rates of taxation, after considering rebates and tax credits available, if any, and taxes paid under the Final Tax Regime. The charge for current tax also includes adjustments where necessary, relating to prior years which arise from assessments framed / finalised during the year.

Deferred

Deferred tax is recognised using the statement of financial position liability method, on major temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax assets are recognised for all deductible temporary differences to the extent that the temporary differences will reverse in the future and taxable income will be available against which the deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part for the deferred tax asset to be utilised.

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

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

2.3.9 Cash and cash equivalents

For the purpose of the statement of cash flows, cash and cash equivalents comprise of cash in hand, bank balances, bank deposits net of running finances and short term investments having a contractual maturity of three months or less. The cash and cash equivalents are readily convertible to known amounts of cash and are therefore subject to insignificant risk of changes in value.

2.3.10 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 the future for goods and services, whether or not billed to the Company.

2.3.11 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, 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 reporting date and adjusted to reflect the current best estimate.

2.3.12 Warranty obligations

The Company recognises the estimated liability, on an accrual basis, to repair or replace products under warranty at the reporting date, and recognises the estimated product warranty costs in the statement of profit or loss when the sale is recognised.

2.3.13 Staff retirement benefits

Defined contribution plan - Provident Fund

The Company operates a recognised provident fund for its permanent employees. Equal monthly contributions are made to the Fund by the Company and the employees in accordance with the rules of the Fund. The Company has no further payment obligation once the contributions have been paid. The contributions made by the Company are recognised as an employee benefit expense when they are due.

Defined benefit / contribution plan - Pension Fund

The Company also operates an approved funded pension scheme for its permanent employees.

The employee pension is governed by two sets of Rules, 'New Rules' - Defined contribution plan and 'Old Rules' - Defined benefit plan. The New Rules are applicable to all members of the Fund with effect from July 1, 2008. However, the Old Rules continue to apply to all persons whose employment with the Company ceased before July 1, 2008 and who are entitled to pension from the Fund. In addition, the Old Rules also apply to existing employees who have not opted to be governed by the New Rules.

In accordance with the New Rules an actuarial balance was determined by the actuary as at June 30, 2008 in respect of all members of the Fund who were in the service of the Company as of that date and opted to be governed by the New Rules which was credited to the members' individual accounts. With effect from July 2008 the Company is required to make a fixed monthly contribution to the Fund based on the basic salary of the employees which is credited into the individual account of each member. The Company has no further payment obligation once these monthly contributions have been paid to the Fund. Profit earned on the investments maintained by the Fund is also allocated into the individual account of each member.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

The pension liability recognised in the statement of financial position in respect of members governed by the Old Rules is the present value of the defined benefit obligation at the statement of financial position date less the fair value of plan assets attributed to these members. Contributions are made to cover the pension obligations in respect of the members governed by the Old Rules on the basis of actuarial recommendations.

The amount arising as a result of remeasurement is recognised in the statement of financial position immediately, with a charge or credit to other comprehensive income in the period in which they occur.

The Projected Unit Credit Method is used for the valuation of pension liability in respect of members governed by the Old Rules as at June 30, 2019, using significant assumptions as stated in note 22 to these financial statements.

2.3.14 Employees' compensated absences

The Company accounts for compensated absences on the basis of unavailed earned leave balance of each employee at the end of the year.

2.3.15 Dividend distribution and transfer between reserves

Dividend declared and appropriations to reserves made subsequent to the reporting date are considered non-adjusting events and are recognised in the financial statements in the year in which they are approved.

2.3.16 Revenue recognition

Revenue is recognised when or as performance obligations are satisfied by transferring control of a promised goods or service to a customer under contract.

Return on bank deposits, term deposit receipts and mark-up on advances to suppliers and contractors are accounted for on an accrual basis.

Agency commission is recognised when shipments are made by the principal.

Unrealised gains / losses arising on re-measurement of investments classified as 'financial assets at fair value through profit or loss' are included in the statement of profit or loss in the period in which these arise.

Dividend income is recognised when the right to receive dividend is established.

Income on Market Treasury Bills and Pakistan Investment Bonds (PIBs) is accrued using the effective interest rate method.

2.3.17 Foreign currency transactions and translation

Foreign currency transactions are recognised or accounted for in Pakistani Rupees using the exchange rate prevailing on the date of the transaction. Monetary assets and liabilities in foreign currencies are translated into Pakistani Rupees at the rates of exchange prevailing on the reporting date. Exchange gain / loss on foreign currency translations are included in income / equity along with any related hedge effects.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

2.3.18 Functional and presentation currency

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

2.3.19 Accounting estimates and judgments

The preparation of financial statements in conformity with accounting and reporting standards as applicable in Pakistan requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. Estimates and judgments are continually evaluated and are based on historical experience, including expectation of future events that are believed to be reasonable under the circumstances. The areas where various assumptions and estimates are significant to the Company's financial statements or where judgment was exercised in application of accounting policies are as follows:

i) Useful lives of property, plant and equipment (notes 2.3.1 and 3.2)

The Company reviews the useful lives of fixed assets on a regular basis. Any change in estimates in future years might affect the carrying amounts of respective items of operating fixed assets with a corresponding effect on the depreciation charge and impairment.

ii) Provision for slow moving stores and spares (notes 2.3.2 and 7)

The Company exercises judgment and makes provision for slow moving stores and spares based on their future usability.

iii) Provision for slow moving stock-in-trade (notes 2.3.3 and 8)

The Company exercises judgment and makes provision for slow moving stock-in-trade based on their future usability and recoverable value.

iv) Provision for doubtful debts (notes 2.3.6 and 9)

The Company makes provision for doubtful debts using the simplified approach on the basis of changes in credit risk.

v) Classification and valuation of investments (notes 2.3.4 and 14)

The Company takes into account its intention for classification of investments as mentioned in note 2.3.4.1 at the time of purchase. The valuation of investments is done based on the criteria mentioned in the same note.

vi) Income taxes (notes 2.3.8 and 33)

The Company takes into account the current income tax law and the decisions taken by the appellate authorities. Instances where the Company's view differs from the view taken by the Income Tax Department at the assessment stage and where the Company considers that its views on the items of material nature is in accordance with the law, the amounts are shown as contingent liabilities. Deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset may be utilised.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

vii) Warranty obligations (notes 2.3.12 and 20.4)

The Company exercises professional judgment, based on the history of warranty claims entertained, number of cars eligible for warranty and its internal risk assessment while making assessment in respect of the warranty obligations.

viii) Staff retirement benefits (notes 2.3.13 and 22)

The Company has post retirement benefit obligations, which are determined through actuarial valuations as carried out by an independent actuary using various assumptions as disclosed in note 22 to these financial statements.

ix) Contingencies and commitments (note 24)

The Company uses assumptions and estimates in disclosure and assessment of provision for contingencies as disclosed in note 24.

2.3.20 Segment reporting

The Company uses 'management approach' for segment reporting, under which segment information is required to be presented on the same basis as that used for internal reporting purposes. Operating segments have been determined and presented in a manner consistent with the internal reporting provided to the chief operating decision-maker. The Company has determined operating segments on the basis of business activities i.e. manufacturing and trading activities. Segment assets have not been disclosed in these financial statements as these are not reported to the chief operating decision-maker on a regular basis.

2.3.21 Deferred revenue

Amount received on account of sale of extended warranty services against vehicles is recognised initially as deferred revenue and credited to the statement of profit or loss in the relevant period covered by the warranty.

3 PROPERTY, PLANT AND EQUIPMENT & INTANGIBLE ASSETS

	Note	2019	2018
		----- (Rupees in '000) -----	
Property, plant and equipment	3.1	13,804,509	7,224,839
Intangible assets	3.2	93,524	86,540
		<u>13,898,033</u>	<u>7,311,379</u>
3.1 Property, plant and equipment			
Tangible operating assets	3.2	13,360,788	6,933,371
Capital work-in-progress	3.6	443,721	291,468
		<u>13,804,509</u>	<u>7,224,839</u>

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

3.2 The following is a statement of tangible operating assets and intangible assets:

	2019										
	Tangible assets					Intangible assets					
	Leasehold land	Factory building on leasehold land	Other buildings on leasehold land	Motor vehicles and machinery	Furniture and fixtures	Office equipments	Computers and related accessories	Tools and equipments	Jigs, moulds and related machinery	Total tangible assets	Computer softwares
	----- (Rupees in '000) -----										
At July 1, 2018											
Cost	108,662	2,151,232	492,933	12,178,952	466,335	235,367	179,750	911,338	4,068,529	21,097,319	179,480
Accumulated depreciation / amortisation	(29,852)	(1,021,668)	(228,316)	(8,278,303)	(175,887)	(211,812)	(122,380)	(732,721)	(3,147,933)	(14,163,948)	(92,940)
Net book value	78,810	1,129,564	264,617	3,900,649	290,448	23,555	57,370	178,617	920,596	6,933,371	86,540
Year ended June 30, 2019											
Opening net book value	78,810	1,129,564	264,617	3,900,649	290,448	23,555	57,370	178,617	920,596	6,933,371	86,540
Additions	-	190	-	79,901	99,554	91	10,379	15,690	1,700	223,425	2,973
Direct	-	190	-	79,901	99,554	91	10,379	15,690	1,700	223,425	2,973
Transfers from CWIP	-	-	25,675	3,863,507	7,120	55,495	59,918	7,811	111,565	2,946,650	34,029
Disposals / write offs	-	-	-	(902)	(40,099)	-	(105)	-	-	(41,408)	-
Cost	(1,963)	-	-	(47,703)	(89,720)	(1,403)	(14,147)	(7,860)	(1,337)	(164,132)	-
Accumulated depreciation	-	1,963	-	46,801	49,621	1,403	14,042	7,558	1,337	122,724	-
Depreciation / amortisation charge for the year	(3,610)	(112,414)	(39,195)	(1,126,309)	(86,122)	(10,165)	(23,352)	(63,968)	(585,991)	(2,091,038)	(30,018)
Closing net book value	75,200	2,276,037	251,097	6,716,846	270,901	68,976	104,210	72,662	241,904	13,360,788	93,524
At June 30, 2019											
Cost	108,662	3,408,156	518,608	16,074,657	483,289	289,550	235,900	1,037,256	7,016,879	29,493,050	216,482
Accumulated depreciation / amortisation	(33,462)	(1,132,119)	(267,511)	(9,357,811)	(212,388)	(220,574)	(131,690)	(795,352)	(3,733,924)	(16,132,262)	(122,958)
Net book value	<u>75,200</u>	<u>2,276,037</u>	<u>251,097</u>	<u>6,716,846</u>	<u>270,901</u>	<u>68,976</u>	<u>104,210</u>	<u>72,662</u>	<u>241,904</u>	<u>13,360,788</u>	<u>93,524</u>
Depreciation / amortisation rate % per annum	2.38%-3.85%	10%	5%	10%-20%	20%	20%	20%	20%	20%	20%-25%	33.33%

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

	Tangible assets										Total tangible assets	Intangible assets
	Leasehold land	Factory building on leasehold land	Other buildings on leasehold land	Plant and machinery	Motor vehicles	Furniture and fixtures	Office equipments	Computers and related accessories	Tools and equipments	Jigs, moulds and related machinery		
At July 1, 2017	108,662	1,299,785	459,459	9,777,677	415,871	227,342	161,177	249,445	831,157	4,062,228	17,592,803	148,601
Cost	(26,242)	(926,539)	(191,804)	(7,310,424)	(185,034)	(201,341)	(102,578)	(184,821)	(678,719)	(2,594,462)	(12,401,964)	(61,084)
Accumulated depreciation / amortisation	82,420	373,246	267,655	2,467,253	230,837	26,001	58,599	64,624	152,438	1,467,766	5,190,839	87,517
Net book value	82,420	373,246	267,655	2,467,253	230,837	26,001	58,599	64,624	152,438	1,467,766	5,190,839	87,517
Year ended June 30, 2018	82,420	373,246	267,655	2,467,253	230,837	26,001	58,599	64,624	152,438	1,467,766	5,190,839	87,517
Opening net book value	-	1,011	400	122,000	191,821	1,870	8,314	25,440	23,734	2,653	377,243	26,481
Additions	-	850,436	33,074	2,314,483	-	6,155	10,774	35,143	61,054	3,648	3,314,767	4,398
Direct	-	-	-	-	-	-	-	-	-	-	-	-
Transfers from CWIP	-	-	-	-	-	-	-	-	-	-	-	-
Disposals / write offs	-	-	-	-	-	-	-	-	-	-	-	-
Cost	-	-	(55,208)	(141,357)	(141,357)	-	(515)	(5,807)	(4,607)	-	(187,494)	-
Accumulated depreciation	-	-	35,208	85,608	85,608	-	502	5,696	2,880	-	129,894	-
Depreciation / amortisation charge for the year	(3,610)	(95,129)	(36,512)	(1,003,087)	(76,461)	(10,471)	(20,304)	(35,951)	(56,882)	(553,471)	(1,891,878)	(31,856)
Closing net book value	78,810	1,129,564	264,617	3,900,649	290,448	23,555	57,370	89,145	178,617	920,596	6,933,371	86,540
At June 30, 2018	108,662	2,151,232	492,933	12,178,952	466,335	235,367	179,750	304,221	911,338	4,068,529	21,097,319	179,480
Cost	(29,852)	(1,021,668)	(228,316)	(8,278,303)	(175,887)	(211,812)	(122,380)	(215,076)	(732,721)	(3,147,933)	(14,163,948)	(92,940)
Accumulated depreciation / amortisation	78,810	1,129,564	264,617	3,900,649	290,448	23,555	57,370	89,145	178,617	920,596	6,933,371	86,540
Net book value	2.38%-3.85%	10%	5%	10%-20%	20%	20%	20%	33.33%	20%	20%-25%	33.33%	33.33%
Depreciation / amortisation rate % per annum												

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

3.3 Leasehold land, on which the factory building, plant and warehouse are situated, is spread across an area of 107.5 acres. It is located at Plot No. NWZ/1/P-1 & W2/1/1-3, Port Qasim Industrial Estate, Bin Qasim, Karachi.

3.4 The depreciation charge for the year has been allocated as follows:

	Note	2019	2018
------(Rupees in '000)-----			
Cost of sales - own manufactured	26	1,986,409	1,800,608
Distribution expenses	27	39,842	37,727
Administrative expenses	28	64,787	53,543
		<u>2,091,038</u>	<u>1,891,878</u>

3.5 Particulars of tangible operating assets having a net book value exceeding Rs 500,000 disposed off during the year are as follows:

Particulars	Cost	Accumulated depreciation	Net book value	Sale proceeds / receivable from sale of operating fixed assets	Gain / (loss)	Mode of disposal	Particulars of buyer
------(Rupees in '000)-----							
Motor vehicles	5,399	(1,260)	4,139	5,123	984	Bidding	Mr. Mohamamd Arif Khan - Karachi
	2,129	(319)	1,810	2,102	292	--do--	Mr. Muhammad Muzammil - Karachi
	2,129	(319)	1,810	2,079	269	--do--	Mr. Muhammad Muzammil - Karachi
	3,749	(1,625)	2,124	2,955	831	--do--	Mr. Syed Yasir Ahmed - Karachi
	1,919	(1,279)	640	1,838	1,198	--do--	Mr. Muhammad Muzammil - Karachi
	4,956	(743)	4,213	4,100	(113)	--do--	Mr. Maaz Saleem - Karachi
	5,399	(1,800)	3,599	6,250	2,651	--do--	M/s. Augmentech Business Solution - Karachi
	4,399	(1,466)	2,933	4,555	1,622	--do--	M/s. Toyota Central Motors - Karachi
	2,129	(461)	1,668	2,150	482	--do--	M/s. Augmentech Business Solution - Karachi
	2,679	(357)	2,322	2,183	(139)	--do--	Mr. Muhammad Yamin - Karachi
	2,379	(198)	2,181	2,450	269	--do--	M/s. Augmentech Business Solution - Karachi
	1,250	(188)	1,062	1,090	28	Employee Scheme	Mr. Azam Khan (Executive)
	2,209	(700)	1,509	1,951	442	--do--	Mr. Muhammad Aslam (Executive)
	1,391	(371)	1,020	1,224	204	--do--	Mr. Muhammad Rafique (Employee)
	1,265	(148)	1,117	1,139	22	--do--	Mr. Atif Ahmed (Executive)
	1,391	(394)	997	1,214	217	--do--	Mr. Rehan Ahmed Khan (Employee)
	1,391	(417)	974	1,066	92	--do--	Mr. Shahab Ghouri (Employee)
	1,391	(298)	1,093	1,224	131	--do--	Mr. Kashif Akhlaq (Executive)
	1,528	(153)	1,375	1,463	88	--do--	Mr. Umer Farooq (Employee)
	1,129	(565)	564	847	283	--do--	Mr. Kamran Khan (Executive)
	1,391	(487)	904	1,172	268	--do--	Mr. Abdul Rafay (Executive)
	1,391	(394)	997	1,204	207	--do--	Mr. Fahad Iftikhar (Executive)
Others							
Items having net book value of less than Rs 500,000 each	111,139	(108,782)	2,357	21,418	19,061	Various	Various
2019	164,132	(122,724)	41,408	70,797	29,389		
2018	187,494	(129,894)	57,600	101,243	43,643		

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

	Note	2019	2018
		------(Rupees in '000)-----	
3.6 Capital work-in-progress			
Leasehold Land	3.6.1	81,000	-
Civil works		2,387	27,703
Plant, machinery, tools and equipment		351,940	256,748
Computer and related accessories		8,394	7,017
		<u>443,721</u>	<u>291,468</u>

3.6.1 This represents payment made in respect of land measuring 2 acres, located at W2/9, Port Qasim Industrial Estate, Karachi. The legal formalities for the transfer of the title of land in name of the Company are in process and will be finalised in due course.

	Note	2019	2018
		------(Rupees in '000)-----	
3.7 Movement in capital work-in-progress			
Opening balance		291,468	1,067,088
Additions during the year		8,522,720	2,543,545
Transferred to operating fixed assets		(8,370,467)	(3,319,165)
Closing balance		<u>443,721</u>	<u>291,468</u>

4 LONG-TERM LOANS AND ADVANCES

Considered good			
Loans to employees - secured			
Executives	4.2	31,003	37,101
Others		19,949	9,336
	4.1	50,952	46,437
Advances to suppliers - unsecured		-	30,000
		<u>50,952</u>	<u>76,437</u>
Less: Recoverable within one year; shown under current assets			
Loans due from - secured			
Executives	10	21,853	19,673
Employees	10	13,193	8,239
		<u>35,046</u>	<u>27,912</u>
		<u>15,906</u>	<u>48,525</u>

4.1 These represent house building and personal loans granted to executives and other employees. These are granted in accordance with the terms of their employment and are secured against their balances with the Provident Fund. The loans are repayable over a period of 12 to 24 months. House building and personal loans to management employees carry interest at the rate of 3.00% to 3.50% (2018: 3.00% to 3.50%) per annum. Non-management employees are entitled to personal loans which carry no interest as per the approved loan policy.

4.2 These include loan, in excess of Rs 1 million, to a key management personnel named Mr. Muhammad Arif. The maximum aggregate amount of such loans outstanding at the end of any month during the year was Rs 2.380 million (2018: Rs 23.223 million).

5 LONG-TERM DEPOSITS

		2019	2018
		------(Rupees in '000)-----	
Deposits			
Utilities		7,450	7,450
Others		3,679	1,993
		<u>11,129</u>	<u>9,443</u>

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

		2019	2018
		------(Rupees in '000)-----	
6 DEFERRED TAXATION - net			
Deferred tax liability arising on taxable temporary differences:			
In respect of revaluation of derivatives and unrealised gain on mutual funds		-	(51,362)
Due to accelerated tax depreciation		(526,033)	-
Deferred tax asset arising on deductible temporary differences:			
In respect of provisions for slow moving stock-in-trade, stores and spares and other provisions		104,531	61,685
In respect of revaluation of derivatives and unrealised gain on mutual funds		(3,188)	-
Due to accelerated tax depreciation		-	4,266
Deferred tax (liability) / asset - net		<u>(424,690)</u>	<u>14,589</u>

7 STORES AND SPARES

	Note	2019	2018
		------(Rupees in '000)-----	
Stores		310,569	226,332
Spares		574,924	345,776
		<u>885,493</u>	<u>572,108</u>
Less: Provision for slow moving stores and spares		<u>341,488</u>	<u>270,854</u>
		<u>544,005</u>	<u>301,254</u>

8 STOCK-IN-TRADE

In hand			
Manufacturing stock			
Raw material and components		6,307,657	3,429,736
Less: Provision for slow moving stock-in-trade		38,181	60,166
	8.1	<u>6,269,476</u>	<u>3,369,570</u>
Work-in-process		683,469	518,329
Finished goods (vehicles – own manufactured)		117,347	201,619
Less: Provision for slow moving stock-in-trade		1,162	258
	8.2	<u>7,069,130</u>	<u>4,089,260</u>
Trading stock			
Vehicles		924,741	1,364,969
Less: Provision for slow moving stock-in-trade		110,038	3,003
	8.2	<u>814,703</u>	<u>1,361,966</u>
Spare parts		486,621	448,828
Special service tools and publications		8,036	6,289
Less: Provision for slow moving stock-in-trade		84,635	86,405
	8.3	<u>410,022</u>	<u>368,712</u>
In transit			
Raw material - manufacturing stock		4,903,060	5,086,106
Trading stock		363,478	244,692
		<u>13,560,393</u>	<u>11,150,736</u>

8.1 This represents the net amount of raw material and components after recording write offs amounting to Rs 6.230 million (2018: Rs 65.360 million).

8.2 These include vehicles amounting to Rs 751.826 million (2018: Rs 918.208 million) held with the Company's authorised dealers.

8.3 This includes an amount of Rs Nil million (2018: Rs 16.909 million) representing stock-in-trade of motor oil.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

	2019 ------(Rupees in '000)-----	2018
9 TRADE DEBTS - UNSECURED		
Considered good		
Government organisations	1,562,331	825,580
Others	985,584	628,090
	<u>2,547,915</u>	1,453,670
Considered doubtful	978	-
	<u>2,548,893</u>	1,453,670
Less: Provision for doubtful debts	(978)	-
	<u>2,547,915</u>	1,453,670

9.1 As at June 30, 2019, Rs 324.274 million (2018: Rs 112.755 million) are overdue but not impaired in respect of trade debts. These balances relate to various customers, primarily government organisations, for whom there is no recent history of default. The ageing analysis of these trade debts is as follows:

	Note	2019 ------(Rupees in '000)-----	2018
1 to 6 months		323,978	18,340
More than 6 months		296	94,415
		<u>324,274</u>	112,755

10 LOANS AND ADVANCES

	Note	2019 ------(Rupees in '000)-----	2018
Current portion of long-term loans and advances - considered good			
Loans due from - secured			
Executives	4	21,853	19,673
Employees	4	13,193	8,239
		<u>35,046</u>	27,912
Advances - considered good			
Suppliers and contractors - unsecured		155,761	52,359
Employees - unsecured		19,672	13,717
Collector of Customs - secured	10.1	1,400,860	2,196,088
Margins held with banks against imports - secured	10.2	2,116,687	1,424,578
		<u>3,692,980</u>	3,686,742
		<u>3,728,026</u>	3,714,654

10.1 This represents advance amount paid to the Collector of Customs in respect of the imports of stock-in-trade. An amount of Rs 902.072 million (2018: Rs 2,159.455 million) was subsequently adjusted in respect of imported goods received.

10.2 This represents cash held with various banks as a regulatory requirement against letters of credit for import of items of stock-in-trade. An amount of Rs 1,645.409 million (2018: Rs 1,331.806) was subsequently settled on receipt of invoices and documents relating to the imported goods at the end of the year. This includes an amount of Rs Nil (2018: Rs 448.051 million) held with Habib Metropolitan Bank Limited - a related party, at the end of the year.

	Note	2019 ------(Rupees in '000)-----	2018
11 SHORT-TERM PREPAYMENTS			
Rent		7,473	2,300
Insurance	11.1	10,560	9,026
Others		13,913	3,313
		<u>31,946</u>	14,639

11.1 This includes an amount of Rs 1.841 million (2018: Rs 1.788 million) paid to Habib Insurance Company Limited - a related party.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

	Note	2019 ------(Rupees in '000)-----	2018
12 ACCRUED RETURN			
Accrued return on Term Deposit Receipts (TDRs) and bank deposits	12.1	34,846	120,016
12.1 This includes an amount of Rs 12.619 million (2018: Rs 42.923 million) receivable from Habib Metropolitan Bank Limited - a related party.			
13 OTHER RECEIVABLES			
Considered good			
Warranty claims and other receivables due from related parties - Toyota Tsusho Corporation and its affiliates	13.1	32,204	21,003
Agency commission - receivable from a related party - Toyota Tsusho Asia Pacific PTE. Limited	13.2	361,615	380,083
Warranty claims due from local vendors		9,260	4,352
Earnest money		42,700	61,802
Insurance claims receivable from a related party - Habib Insurance Company Limited	13.3	53,055	28,274
Workers' Profit Participation Fund	13.4	7,964	7,079
Receivable against sale of operating fixed assets		31,351	29,131
Sales tax refundable - net		2,548,920	-
Net unrealised gain on revaluation of foreign exchange contracts - fair value hedge		10,994	14,013
Others		11,486	10,547
		<u>3,109,549</u>	556,284

13.1 The maximum aggregate amount due at the end of any month during the year was Rs 65.686 million (2018: Rs 62.063 million).

13.2 The maximum aggregate amount due at the end of any month during the year was Rs 361.615 million (2018: Rs 380.083 million).

13.3 The maximum aggregate amount due at the end of any month during the year was Rs 63.064 million (2018: Rs 40.645 million).

	Note	2019 ------(Rupees in '000)-----	2018
13.4 Workers' Profit Participation Fund			
Opening balance		7,079	37,265
Allocation for the year	30	(1,019,115)	(1,235,186)
		<u>(1,012,036)</u>	(1,197,921)
Amount paid during the year		1,020,000	1,205,000
Closing balance		<u>7,964</u>	7,079

14 SHORT-TERM INVESTMENTS

	Note	2019 ------(Rupees in '000)-----	2018
Amortised cost			
Term Deposit Receipts (TDRs)	14.1	19,000,000	35,000,000
At fair value through profit or loss			
Government securities - Market Treasury Bills	14.2	4,402,464	-
Listed mutual fund units	14.3	-	9,071,931
		<u>4,402,464</u>	9,071,931
Held to maturity			
Government securities - Market Treasury Bills	14.2	-	10,959,172
		<u>23,402,464</u>	55,031,103

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

14.1 As at June 30, 2019, the Company holds term deposit receipts carrying profit rates ranging between 13.50% to 15% per annum (2018: 6.55% to 7.15% per annum). The term deposit receipts are due to mature maximum by July 29, 2019. Balances in term deposit receipts include an amount of Rs 8,500 million (2018: Rs 10,000 million), held with Habib Metropolitan Bank Limited - a related party.

14.2 These securities have varying maturities ranging from August 15, 2019 to September 12, 2019. The yield on these securities is 12.57% to 12.75% per annum (2018: 6.17% to 6.76% per annum).

14.3 These units are held with the following mutual funds:

Name of Fund	2019 ------(Rupees in '000)-----	2018
ABL Cash Fund	-	1,529,310
Alfalah GHPMoney Market Fund	-	406,873
ABL Government Securities Fund	-	252,434
HBL Cash Fund	-	1,017,354
HBL Money Market Fund	-	509,386
UBL Liquidity Plus Fund	-	1,278,603
NAFA Money Market Fund	-	1,789,637
NAFA Government Securities Liquid Fund	-	503,734
MCB Cash Management Optimizer	-	1,532,655
First Habib Cash Fund	-	251,945
		<u>9,071,931</u>

15 TAXATION - net

The income tax assessments of the Company have been finalised by the Income Tax Department or deemed to be assessed under section 120 of the Income Tax Ordinance, 2001 up to the year ended June 30, 2018 (i.e TY 2018).

	Note	2019 ------(Rupees in '000)-----	2018
16 CASH AND BANK BALANCES			
Cash in hand		5,513	2,872
Balances held with banks in:			
current accounts		338,425	323,505
deposit accounts	16.1	2,937,844	1,874,395
		3,276,269	2,197,900
		<u>3,281,782</u>	<u>2,200,772</u>

16.1 These include an amount of Rs 1,200.126 million (2018: Rs 1,426.653 million), held with Habib Metropolitan Bank Limited - a related party.

17 ISSUED, SUBSCRIBED AND PAID-UP CAPITAL

	2019 (Number of shares)	2018	2019 ------(Rupees in '000)-----	2018
Ordinary shares of Rs 10 each fully paid in cash	78,600,000	78,600,000	786,000	786,000

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

17.1 Ordinary shares of the Company held by related parties as at the year end are as follows:

	Note	2019 (Number of shares)	2018
Toyota Motor Corporation Percentage of holding 25% (2018: 25.00%)	17.1.1	19,650,000	19,650,000
Toyota Tsusho Corporation Percentage of holding 12.5% (2018: 12.50%)	17.1.2	9,825,000	9,825,000
Habib Insurance Company Limited Percentage of holding 0.05% (2018: 0.05%)		43,015	43,015
Thal Limited Percentage of holding 6.22% (2018: 6.22%)		4,890,000	4,890,000
Mohamedali Habib Welfare Trust Percentage of holding 0.01% (2018: 0.01%)		5,000	5,000

17.1.1 Toyota Motor Corporation (TMC) is incorporated in Japan. The registered address of TMC is 1 Toyota-Cho, Toyota City, Aichi Prefecture 471-8571, Japan. TMC is primarily engaged in the production and sale of automobiles. The President of TMC is Mr. Akio Toyoda. The latest available audited consolidated financial statements of TMC are for the year ended March 31, 2019. The auditors have expressed an unmodified opinion on these consolidated financial statements.

17.1.2 Toyota Tsusho Corporation (TTC) is incorporated in Japan. The registered address of TTC is 9-8, Meieki 4-Chome, Nakamura-ku, Nagoya 450-8575, Japan. TTC is primarily engaged in production and sale of automobiles and provision of related services. The President and Chief Executive Officer of TTC is Mr. Ichiro Kashitani. The latest available audited consolidated financial statements of TTC are for the year ended March 31, 2019. The auditors have expressed an unmodified opinion on these consolidated financial statements.

	Note	2019 ------(Rupees in '000)-----	2018
18 RESERVES			
Capital reserve			
Share premium	18.1	196,500	196,500
Revenue reserves			
General reserve			
Balance brought forward		27,451,050	23,451,050
Transferred from unappropriated profit		4,500,000	4,000,000
		31,951,050	27,451,050
Unappropriated profit		7,111,759	8,310,792
		<u>39,259,309</u>	<u>35,958,342</u>

18.1 This reserve can be utilised by the Company only for the purposes specified in section 81 of the Companies Act, 2017.

19 LONG TERM LOAN

	Note	2019 ------(Rupees in '000)-----	2018
Loan under financing scheme	19.1	80,540	-

19.1 This represents loan obtained under the SBP financing scheme for investment in Plant and Machinery for renewable energy projects. At the year end, the Company has drawn Rs 80.540 million and a sum of Rs 338.460 million is further available under the scheme. The financing already made carries mark-up at the rate of 3.25% per annum and is secured by way of hypothecation charge over plant and machinery against which the facility is available. The loan is repayable on a quarterly basis in 40 equal installments commencing from September 12, 2020.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

19.2	Following is the movement in long term financing:		2019 (Rupees in '000)
	Opening balance as at July 1, 2018		-
	Disbursements		80,540
	Repayments		-
	Amortisation of arrangement fee		-
	Closing balance as at June 30		<u>80,540</u>

	Note	2019	2018
		----- (Rupees in '000) -----	

20 TRADE PAYABLES, OTHER PAYABLES AND PROVISIONS

Trade creditors			
Associated undertakings / related parties		190,530	293,998
Others		2,447,067	1,964,451
Bills payable to a related parties	20.1	3,034,996	3,292,331
Accrued liabilities	20.2	4,974,351	3,902,881
Royalty payable to associated undertakings / related parties	20.3	889,713	735,720
Deposits from dealers		239,550	156,550
Retention money		71,550	67,257
Workers' Welfare Fund		439,401	503,115
Technical fee		4,081	6,075
Warranty obligations	20.4	1,443,982	1,237,520
Payable to dealers		1,242,599	963,140
Payable to customers		148,674	111,398
Mark-up on advances received from customers		13,658	208,993
Markup on Long term loan		72	-
Sales tax – net		-	1,055,440
Withholding income tax payable		215,427	479,370
Payable to Pension Fund – net	20.5	9,689	9,118
Other government levies payable		584,863	743,884
		<u>15,950,203</u>	<u>15,731,241</u>

20.1 This represents amounts payable to the following related parties:

Toyota Tsusho Asia Pacific PTE. Limited		3,002,907	3,284,355
Toyota Motor Asia Pacific PTE. Limited		31,639	15
Daihatsu Motor Company Limited		450	-
Toyota Tsusho Corporation		-	1,305
Toyotsu Machinery Corporation		-	6,656

20.2 These include an amount of Rs 106.551 million (2018: Rs 75.985 million) payable to the related parties.

20.3 These represent interest free deposits received from dealers in accordance with the terms of the dealership agreements. These deposits have been utilised for the purpose of the Company's business, based on agreement with dealers.

20.4	Warranty obligations	Note	2019	2018
			----- (Rupees in '000) -----	
	Opening balance		1,237,520	1,070,973
	Charge for the year	27	297,136	263,383
			<u>1,534,656</u>	<u>1,334,356</u>
	Utilisation during the year		(90,674)	(96,836)
	Closing balance		<u>1,443,982</u>	<u>1,237,520</u>

20.5 Payable to pension Fund – net

	Payable to Pension Fund - Defined Benefit Plan	22.2	9,689	9,118
			<u>9,689</u>	<u>9,118</u>

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

21 ADVANCES FROM CUSTOMERS AND DEALERS

These represent advances received by the Company from customers and dealers in respect of sale of vehicles and parts.

22 DEFINED BENEFIT PLAN - Approved Pension Fund

As mentioned in note 2.3.13, the Company operates an approved pension fund for its permanent employees who are governed under the Old Rules. The latest actuarial valuation of the Company's pension fund, based on Projected Unit Credit Actuarial Cost Method, was carried out as at June 30, 2019. The pension fund exposes the Company to the following risks:

Mortality risks

The risk that the actual mortality rates are different. The effect depends on the beneficiaries' service / age distribution and the benefit.

Investment risks

The risk of the investments underperforming and not being sufficient to meet the liabilities.

Final salary risks

The risk that the final salaries at the time of cessation of service are greater than what was assumed. Since the benefit is calculated on the basis of final salary of an employee, the amount of the benefit increases with any increase in the final salary.

Withdrawal risks

The risk of higher or lower withdrawals than assumed. The final effect could go either way depending on the beneficiaries' service / age distribution and the benefits payable.

The Company has recognised the following amounts in these financial statements for its obligations towards the respective members.

22.1	Principal actuarial assumptions		2019	2018
			(% per annum)	
	Discount factor used		14.50	11.25
	Expected rate of salary increase		13.50	10.25
	Expected rate of return on plan assets		13.90	13.90
	Expected rate of increase in long term pension		7.50	6.25

22.2	The amounts recognised in the statement of financial position are determined as follows:	Note	2019	2018
			----- (Rupees in '000) -----	

	Present value of defined benefit obligation	22.4	42,726	42,856
	Fair value of plan assets	22.3 & 22.4	(33,037)	(33,738)
			<u>9,689</u>	<u>9,118</u>

22.3 Plan assets consist of the following:

		2019		2018	
		Quoted	Non-Quoted	Quoted	Non-Quoted
		----- Rupees '000 -----			
	Balances with banks	-	3,192	-	4,363
	Equity instruments	7,221	-	8,024	-
	Debt instruments - Government	-	20,030	-	20,694
	Others	-	2,594	-	657
		<u>7,221</u>	<u>25,816</u>	<u>8,024</u>	<u>25,714</u>

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

22.4 The movement in the net defined benefit obligation over the year is as follows:

	2019		
	Present value of defined benefit obligation	Fair value of plan assets	Total
	------(Rupees in '000)-----		
At July 1	42,856	(33,738)	9,118
Current service cost	2,935	-	2,935
Interest expense / (income)	4,966	(3,993)	973
	50,757	(37,731)	13,026
Remeasurements:			
Loss on plan assets, excluding amounts included in interest expense	-	6,786	6,786
Gain from change in financial assumptions	(7,479)	-	(7,479)
	43,278	(30,945)	12,333
Contribution	-	(2,644)	(2,644)
Benefit payments	(552)	552	-
At June 30	42,726	(33,037)	9,689

	2018		
	Present value of defined benefit obligation	Fair value of plan assets	Total
	------(Rupees in '000)-----		
At July 1	31,355	(27,873)	3,482
Current service cost	1,936	-	1,936
Interest expense / (income)	3,377	(3,875)	(498)
	36,668	(31,748)	4,920
Remeasurements:			
Return on plan assets, excluding amounts included in interest expense	-	2,387	2,387
Gain from change in financial assumptions	6,740	-	6,740
	43,408	(29,361)	14,047
Contribution	-	(4,929)	(4,929)
Benefit payments	(552)	552	-
At June 30	42,856	(33,738)	9,118

2019 2018
------(Rupees in '000)-----

22.5 Charge for defined benefit plan recognised in the statement of profit or loss

Current service cost	2,935	1,936
Net interest expense / (income)	973	(498)
	3,908	1,438

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

22.6 The sensitivities of the net defined benefit obligation to changes in the weighted principal assumptions are as under:

	Amount of net defined benefit obligation		
	Change in assumption	Increase in assumption	Decrease in assumption
	------(Rupees in '000)-----		
Discount rate	1%	36,567	50,346
Long term salary increases	1%	45,973	39,760
Pension increase rate	1%	46,876	39,134

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. When calculating the sensitivity of the net defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the pension liability recognised within the statement of financial position.

22.7 The weighted average duration of the net defined benefit obligation is 15.29 years.

22.8 Expected maturity analysis of undiscounted net defined benefit obligation for the pension fund is as follows:

At June 30, 2019	Less than a year	Between 1-2 years	Between 2-4 years	Over 4 years	Total
		----- Rupees '000 -----			
Pension	644	727	1,914	15,868	19,153

22.9 The expected return on plan assets is determined by considering the expected long-term returns available on the assets underlying the current investment policy. Expected yield on fixed interest investments are based on gross redemption yield as at the statement of financial position date. Expected returns on equity are based on long-term real rates experienced in the stock market.

22.10 The expected charge for the defined benefit plan for the year ending June 30, 2020 is Rs 4.160 million.

22.11 The charge for the year in respect of pension amounts to Rs 36.789 million (2018: Rs 36.227 million), which includes Rs 32.881 million (2018: Rs 34.789 million) in respect of members covered under New Rules and Rs 3.908 million (2018: Rs 1.438 million) in respect of members covered under Old Rules.

23 SHORT-TERM RUNNING FINANCES

As at June 30, 2019, the Company has unutilised short-term running finance facilities under mark-up arrangements aggregating Rs 3,500 million (2018: Rs 3,550 million) available from various commercial banks carrying mark-up rates based on 1 month KIBOR as benchmark rate plus 25 basis points (2018: 1 month KIBOR plus 25 basis points). The above facilities include an amount of Rs 300 million (2018: Rs 300 million) available from Habib Metropolitan Bank Limited - a related party.

The Company also has facilities for opening letters of credit and bank guarantees under mark-up arrangements as at June 30, 2019 amounting to Rs 48,650 million (2018: Rs 43,900 million) from various commercial banks, including Rs 9,500 million (2018: Rs 9,500 million) available from Habib Metropolitan Bank Limited - a related party. The unutilised balance as at June 30, 2019 is Rs 22,329 million (2018: Rs 25,216 million).

The above mentioned short-term running finance facilities and bank guarantees are secured by pari passu hypothecation charge on movable assets and receivables of the Company.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

24 CONTINGENCIES AND COMMITMENTS

Contingencies

24.1 The Company, during the years 2005-2006 and 2006-2007, received demand notices from the Collector of Customs, claiming short recovery of Rs 480.311 million in aggregate on account of customs duty amounting to Rs 305.426 million and sales tax amounting to Rs 174.885 million on royalty payment to the Joint Venture Partner, Toyota Motor Corporation. The demand had been raised based on the view that royalty value should be included as part of imported CKD kits which is opposed to the view of the Company based on factual position that the royalty pertains to locally deleted parts.

During year ended June 30, 2008, the Customs, Excise and Sales Tax Appellate Tribunal (the Appellate Tribunal) decided the case in the Company's favour and accordingly, the demand to the extent of Rs 370.373 million (customs duty of Rs 235.775 million and sales tax of Rs 134.598 million) had been reversed. During the year ended June 30, 2010, an appeal was filed by the Custom Authorities before the Sindh High Court against the decision the Appellate Tribunal, which is pending. Appeals are pending before the Collector of Customs Appeal for Rs 69.651 million and before the Appellate Tribunal for Rs 40.287 million.

During year ended June 30, 2018, the Company received a show cause notice from the Collector of Customs, claiming short recovery of Rs 2,232.149 million (custom duty of Rs 1,135.778 million, sales tax of Rs 795.319 million and income tax of Rs 301.052 million) on royalty payment to the Joint Venture Partner, Toyota Motor Corporation. The Company has filed a petition against the same before the Sindh High Court, which is pending for hearing.

In respect of pending appeals at various appellate forums, a similar favourable decision as made by the Appellate Tribunal in the past is expected as the facts are common and involve identical question of law. Therefore, no provision has been made by the Company in these financial statements against the above mentioned claims as the management is confident that the matters will be decided in favour of the Company.

24.2 During the year ended June 30, 2017, the Company received an Assessment Order from the Punjab Revenue Authority, claiming that the Company was required to pay sales tax on franchise services provided in the province of Punjab, as per the Second Schedule of the Punjab Sales Tax on Services Act, 2012. The order further stated that the Company was required to pay Punjab Sales Tax amounting to Rs 461.716 million along with penalty amounting to Rs 111.918 million relating to the period from April 2013 to December 2016.

During the year ended June 30, 2018, the Company received show cause notices from the Punjab Revenue Authority for recovery of Punjab Sales Tax amounting to Rs 77.698 million for the period from January 2017 to June 2017. Based on legal advice and merits of the case, the Company has obtained stay orders against the demands and expects a favourable outcome. Hence, no provision has been made in these financial statements.

24.3 During the year, the Company received various notices from Government of Pakistan Model Customs Collectorate of Appraisalment (East) Custom House, claiming that the Company availed self-assessment facility for clearing 9 units of Toyota Hiace Ambulances imported vide numerous shipments under HS code 87.02, whereas the ambulances should have been classified under HS code 87.03 and advised the Company to pay the short-levied amount of Custom Duty and Federal Excise Duty collectively amounting to Rs 204.839 million. The management of the Company, based on the advice of its legal counsel, expects a favourable outcome. Hence no provision has been made in these financial statements.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

24.4 As at June 30, 2019, the claims not acknowledged as debts by the Company, other than those separately disclosed above, amount to Rs 1,437.109 million (2018: Rs 1,137.611 million).

Note	2019	2018
	----- (Rupees in '000) -----	
Cases filed by the dealers	-	300,000
Cases filed by government authorities	519,879	485,016
Others	917,230	352,595
24.4.1	<u>1,437,109</u>	<u>1,137,611</u>

24.4.1 The above cases represent legal proceedings initiated against the Company by various parties therefore pending adjudication in various courts and legal forums of Pakistan since many years. A few cases have been added during the current year. The management of the Company is of the view that the Company has a strong position in these cases and these cases will be decided in the favour. Hence, no provision has been recorded in respect of these cases in these financial statements.

24.5 Commitments

	2019	2018
	----- (Rupees in '000) -----	

24.5.1 Outstanding bank guarantees

	<u>18,141,215</u>	<u>13,234,038</u>
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Outstanding bank guarantees include an amount of Rs 6,080.385 million (2018: Rs 5,287.496 million) in respect of bank guarantees from Habib Metropolitan Bank Limited - a related party.

24.5.2 Commitments in respect of capital expenditure as at June 30, 2019 amounted to Rs 5,517.255 million (2018: Rs 3,028.016 million).

24.5.3 Commitments in respect of letters of credit, other than for capital expenditure, amounted to Rs 4,559.860 million (2018: Rs 3,244.144 million). The above letters of credit include an amount of Rs Nil (2018: Rs 1,411.699 million) availed from Habib Metropolitan Bank Limited - a related party.

24.5.4 Commitments in respect of land rent and maintenance charges against leasehold land from Port Qasim Authority as at June 30, 2019 amounted to Rs 199.228 million (2018: Rs 205.443 million).

Year	2019	2018
	----- (Rupees in '000) -----	
2019-2020	-	6,215
2020-2021	6,525	6,525
2021-2022	6,852	6,852
2022-2023	7,194	7,194
2023-2024	7,553	7,553
2024 onwards	171,104	171,104
	<u>199,228</u>	<u>205,443</u>

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

25 OPERATING RESULTS

Note	Manufacturing		Trading		Total	
	2019	2018	2019	2018	2019	2018
	----- (Rupees in '000) -----					
Revenue from contract						
with customers	25.1	179,590,445	158,491,245	11,793,172	10,336,558	191,383,617
Sales tax		(26,084,198)	(22,729,667)	(1,319,938)	(1,161,204)	(27,404,136)
Federal excise duty		(903,873)	-	-	-	(903,873)
Commission	25.2	152,602,374	135,761,578	10,473,234	9,175,354	163,075,608
Discounts		(3,896,367)	(3,983,232)	(457,343)	(327,097)	(4,353,710)
Compensation on advances from customers		(208,311)	(492,095)	-	-	(208,311)
Net sales		148,488,418	131,277,735	9,507,794	8,437,694	157,996,212
Cost of sales	26	(131,850,814)	(110,061,113)	(6,953,724)	(5,769,658)	(138,804,538)
Gross profit		16,637,604	21,216,622	2,554,070	2,668,036	19,191,674
Distribution expenses	27	1,248,668	1,143,656	154,943	140,233	1,403,611
Administrative expenses	28	1,325,181	1,432,098	84,852	91,702	1,410,033
		(2,573,849)	(2,575,754)	(239,795)	(231,935)	(2,813,644)
Other operating expenses	29	14,063,755	18,640,868	2,314,275	2,436,101	16,378,030
Workers' Profit Participation Fund and Workers' Welfare Fund	30	(220,837)	(181,968)	(14,140)	(11,652)	(234,977)
Other income	31	(1,406,379)	(1,704,557)	-	-	(1,406,379)
Finance cost	32	12,436,539	16,754,343	2,300,135	2,424,449	14,736,674
Profit before taxation		18,975,929	22,999,166			

25.1 This includes an amount of Rs 7.974 million (2018: Rs. Nil) in respect of export sales of auto parts.

25.2 The gross sales, net of sales tax, for 'Trading' segment include an amount of Rs 1,813.044 million (2018: Rs 1,409.185 million) in respect of sales of motor oil.

25.3 Other operating expenses, administrative expenses and distribution expenses (excluding warranty claims, pre-delivery inspection and service charges, development expenditure, transportation and running royalty), are allocated between manufacturing and trading activities on the basis of net sales. Warranty claims, pre-delivery inspection and service charges, development expenditure, Workers' Profit Participation Fund and Workers' Welfare Fund are allocated to manufacturing activity. Under Selling expenses, Running royalty and transportation charges are allocated to trading activity.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

26 COST OF SALES

Note	2019	2018
----- (Rupees in '000) -----		
Raw materials and vendor parts consumed		
Opening stock	8,515,842	7,500,220
Purchases	123,648,690	101,424,363
Closing stock	(11,210,717)	(8,515,842)
	120,953,815	100,408,741
Stores and spares consumed	1,886,361	1,449,886
Salaries, wages and other benefits	1,796,938	1,881,184
Rent, rates and taxes	16,218	4,366
Repairs and maintenance	443,235	562,585
Depreciation	1,986,409	1,800,608
Legal and professional	2,540	2,717
Travelling	30,048	28,523
Transportation	9,893	8,647
Insurance	42,558	33,552
Vehicle running	21,381	17,881
Communication	4,082	4,219
Printing, stationery and office supplies	3,550	3,049
Subscription	2,274	729
Fuel and power	565,843	447,968
Running royalty	3,343,967	2,634,003
Supervisor fee	155,344	39,663
Technical fee	8,964	35,130
Staff catering, transport and uniforms	563,828	442,824
(Reversal) / provision for slow moving stock-in-trade	(21,081)	3,299
Provision for slow moving stores and spares	70,634	21,603
Others	44,881	12,621
	10,977,867	9,435,057
Add: Opening work-in-process	518,329	516,783
Less: Closing work-in-process	683,469	518,329
	131,766,542	109,842,252
Opening stock of finished goods - own manufactured	201,619	420,480
Closing stock of finished goods - own manufactured	(117,347)	(201,619)
Cost of sales - own manufactured	131,850,814	110,061,113
Opening stock of finished goods - trading	2,064,778	1,014,483
Finished goods purchased	6,566,557	6,807,503
Closing stock of finished goods - trading	(1,782,876)	(2,064,778)
Provision for slow moving stock-in-trade	105,265	12,450
Cost of sales - trading	6,953,724	5,769,658
	138,804,538	115,830,771

26.1 These include an amount of Rs 39.786 million (2018: Rs 34.390 million) in respect of charge against provident fund and Rs 24.923 million (2018: Rs 22.752 million) in respect of charge against pension fund.

26.2 The investments by the provident fund in collective investment schemes, listed equity and debts securities have been made in accordance with the conditions specified in section 218 of the Companies Act, 2017 and rules specified thereunder.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

26.3 This includes royalty paid to the following parties:

Name	Address	Relationship with the Company	2019	2018
------(Rupees in '000)-----				
Toyota Motor Corporation	1 Toyota-Cho, Toyota City, Aichi Prefecture 471-8571, Japan"	Associate	2,860,130	1,700,862
Toyota Daihatsu Engineering & Manufacturing Company Limited	99 Moo 5, T. Ban-Ragad, A. , Bank-bo Samutprakran, 105060, Kingdom of Thailand"	Group company	10,726	9,702

27 DISTRIBUTION EXPENSES

	Note	2019	2018
------(Rupees in '000)-----			
Salaries, wages and other benefits	27.1 & 26.2	267,436	289,837
Rent, rates and taxes		4,305	4,393
Repairs and maintenance		4,953	3,520
Depreciation	3.4	39,842	37,727
Advertising and sales promotion		478,948	436,415
Travelling		31,852	28,155
Vehicle running		17,675	16,590
Communication		2,432	3,010
Printing, stationery and office supplies		7,542	6,570
Staff training		14,639	10,201
Staff transport and canteen		28,119	21,527
Subscription		193	362
Warranty claims	20.4	297,136	263,383
Pre-delivery inspection and service charges		67,208	52,878
Development expenditure		23,169	17,789
Utilities		61	120
Transportation		69,564	61,069
Running royalty	27.2	30,239	27,322
Provision for doubtful debts	9	978	-
Late delivery charges		12,905	-
Others		4,415	3,021
		<u>1,403,611</u>	<u>1,283,889</u>

27.1 These include an amount of Rs 7.853 million (2018: Rs 7.976 million) in respect of charge against provident fund and Rs 1.538 million (2018: Rs 5.504 million) in respect of charge against pension fund.

27.2 This includes royalty paid to the following parties:

Name	Address	Relationship with the Company	2019	2018
------(Rupees in '000)-----				
Toyota Motor Corporation	1 Toyota-Cho, Toyota City, Aichi Prefecture 471-8571, Japan	Associate	26,496	18,842

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

	Note	2019	2018
------(Rupees in '000)-----			
28 ADMINISTRATIVE EXPENSES			
Salaries, wages and other benefits	28.1 & 26.2	525,561	680,995
Rent, rates and taxes		3,615	4,316
Insurance		41,213	40,408
Repairs and maintenance		78,986	87,023
Depreciation	3.4	64,787	53,543
Amortisation	3.2	30,018	31,856
Travelling		61,265	56,988
Legal and professional		196,160	230,200
Director's fee		1,500	1,125
Vehicle running		20,673	18,519
Communication		21,883	23,330
Printing, stationery and office supplies		4,595	4,635
Staff training		207,883	151,901
Staff transport and canteen		43,425	49,297
Security		43,739	39,722
Subscription		34,920	5,234
Utilities		421	329
Share registrar and related expenses		9,426	8,875
Others		19,963	35,504
		<u>1,410,033</u>	<u>1,523,800</u>

28.1 These include an amount of Rs 13.444 million (2018: Rs 11.122 million) in respect of charge against provident fund and Rs 10.328 million (2018: Rs 7.971 million) in respect of charge against pension fund.

29 OTHER OPERATING EXPENSES

	Note	2019	2018
------(Rupees in '000)-----			
Auditors' remuneration	29.1	4,985	3,090
Donations	29.2	229,992	190,530
		<u>234,977</u>	<u>193,620</u>
29.1 Auditors' remuneration			
Audit fee		1,725	1,575
Interim review and other certifications		1,586	868
Others	29.1.1	1,134	-
Out-of-pocket expenses		540	647
		<u>4,985</u>	<u>3,090</u>

29.1.1 This represents services relating to business process improvement.

29.2 Donations

29.2.1 Donations in which a Director or his spouse is interested are as follows:

Name of Director(s)	Interest in Donee	Name of Donee	2019	2018
------(Rupees in '000)-----				
1. Mr Ali S. Habib	Trustee	Mohamedali Habib Welfare Trust	3,500	3,000
2. Mr Ali S. Habib and Mr Mohammedali R. Habib	Trustee	Habib Education Trust	1,500	7,944
3. Mr Ali S. Habib, Mr Mohammedali R. Habib and Mr Parvez Ghias	Director	Habib University Foundation	95,000	90,500

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

29.2.2 The names of donees, other than those disclosed above, to whom the donation amount during the current year exceeds Rs 500,000 are The Citizen Foundation, Indus Hospital, Toyota Citizen Foundation (Toyota Goth Education Program), Sindh Institute of Urology & Transplantation (SIUT), Ghulam-e-Abbas Education & Medical Trust, Thar Foundation, Shaukat Khanum Cancer Hospital, WWF Pakistan and The Supreme Court of Pakistan and The Prime Minister of Pakistan Diamer-Bhasha and Mohmand Dams Fund.

	Note	2019	2018
		------(Rupees in '000)-----	
30 WORKERS' PROFIT PARTICIPATION FUND AND WORKERS' WELFARE FUND			
Workers' Welfare Fund		387,264	469,371
Workers' Profit Participation Fund	13.4	1,019,115	1,235,186
		<u>1,406,379</u>	<u>1,704,557</u>
31 OTHER INCOME			
Income from financial assets			
Return on bank deposits		1,497,866	1,897,142
Interest income on Market Treasury Bills		399,787	745,430
Amortisation income on Market Treasury Bills		-	116,764
Interest income on Pakistan Investment Bonds (PIBs)		-	26,214
Gain on sale of Pakistan Investment Bonds (PIBs)		308,105	60,422
Net gain against investments in listed mutual fund units		426,076	125,255
Gain on sale of investments in Market Treasury Bills		986,418	-
Unrealised gain on revaluation of listed mutual fund units		-	182,540
Income from other than financial assets			
Agency commission, net of commission expense of Rs 5.036 million (2018: Rs 55.030 million)		138,858	262,371
Exchange gain on agency commission and exports		82,055	30,333
Gain on disposal of operating fixed assets	3.5	29,389	43,643
Liabilities no longer payable written back		209,592	78,734
Freight and other charges income - net of expenses		184,116	297,050
Certification income		45,692	34,893
Realised exchange loss - net		(3,853)	(344)
Others		2,561	238
		<u>4,306,662</u>	<u>3,900,685</u>
		2019	2018
		------(Rupees in '000)-----	
32 FINANCE COST			
Interest on long term loan facility		72	-
Bank charges		67,335	80,311
		<u>67,407</u>	<u>80,311</u>

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

	Note	2019	2018
		------(Rupees in '000)-----	
33 TAXATION			
Current - for the year		4,856,528	7,182,319
- for prior years		(34,652)	(17,042)
		<u>4,821,876</u>	<u>7,165,277</u>
Deferred - for the year		439,078	62,029
	33.1	<u>5,260,954</u>	<u>7,227,306</u>
33.1 Relationship between income tax expense and accounting profit			
Profit before taxation		18,975,929	22,999,166
Tax at the applicable tax rate of 29% (2018: 30%)		5,503,019	6,899,750
Tax effect of permanent differences and super tax		452,965	807,343
Tax effect of income taxable at lower rates and tax credit on plant and machinery		(507,791)	(239,401)
Tax effect of income assessed under final tax regime		(152,587)	(227,653)
Tax effect of change in tax rate for future periods		-	4,309
Prior years' reversal		(34,652)	(17,042)
		<u>5,260,954</u>	<u>7,227,306</u>
33.2 Management assessment of sufficiency of provision for income taxes			

In the opinion of the management, sufficient tax provision has been made in these financial statements. Comparisons of tax provision as per the financial statements viz-a-viz tax assessments for the last three years is as follows:

	2018	2017	2016
	------(Rupees in '000)-----		
Tax assessed as per the most recent tax assessment	6,420,549	5,469,376	5,612,810
Provision in accounts for income tax	7,147,667	6,119,915	6,073,923

The Company has made provisions for taxation in its financial statements based on applicable tax laws and decisions of appellate authorities on similar matters. Provisions in respect of super tax and other matters have been made in the respective years, against which petitions have been filed by the Company before the Sindh High Court.

34 EARNINGS PER SHARE**34.1 Basic**

Basic earnings per share has been computed by dividing the profit for the year after taxation by the weighted average number of shares outstanding during the year.

	2019	2018
	------(Rupees in '000)-----	
Profit after taxation	13,714,975	15,771,860
	(Number of shares)	
Weighted average number of ordinary shares outstanding during the year	78,600,000	78,600,000
	(Rupees)	
Basic earnings per share	174.49	200.66

34.2 Diluted

There are no potential dilutive ordinary shares outstanding as at June 30, 2019 and 2018.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

	Note	2019	2018
		----- (Rupees in '000) -----	
35 CASH (UTILISED IN) / GENERATED FROM OPERATIONS			
Profit before taxation		18,975,929	22,999,166
Adjustment for non-cash charges and other items:			
Depreciation	3.2	2,091,038	1,891,878
Amortisation	3.2	30,018	31,856
Provision for doubtful debts	9	978	-
Provision for slow moving stores and spares	7	70,634	21,603
Provision for slow moving stock-in-trade	8	84,184	15,749
Gain on disposal of operating fixed assets	3.5	(29,389)	(43,643)
Gain on sale of Pakistan Investment Bonds (PIBs)	31	(308,105)	(60,422)
Net gain against investments in listed mutual fund units	31	(426,076)	(125,255)
Gain on sale of investments in Market Treasury Bills	31	(986,418)	-
Unrealised gain on revaluation of listed mutual fund units	31	-	(182,540)
Net unrealised gain on revaluation of foreign exchange contracts - fair value hedge	13	3,019	3,225
Return on bank deposits	31	(1,497,866)	(1,897,142)
Interest income on Pakistan Investment Bonds (PIBs)	31	-	(26,214)
Interest income on Market Treasury Bills	31	(399,787)	(745,430)
Amortisation income on Market Treasury Bills	31	-	(116,764)
Charge in respect of Workers' Profit Participation Fund	30	1,019,115	1,235,186
Charge in respect of Workers' Welfare Fund	30	387,264	469,371
Compensation on advances received from customers	25	208,311	492,095
Interest on Long term loan	32	72	-
Working capital changes	35.1	(25,569,703)	6,430,208
		<u>(6,346,782)</u>	<u>30,392,927</u>
35.1 Working capital changes			
(Increase) / decrease in current assets			
Stores and spares		(313,385)	(119,028)
Stock-in-trade		(2,493,841)	(1,848,602)
Trade debts		(1,095,223)	(694,798)
Loans and advances		(13,372)	(2,061,748)
Short-term prepayments		(17,307)	6,200
Other receivables		(2,553,179)	(160,267)
		<u>(6,486,307)</u>	<u>(4,878,243)</u>
(Decrease) / increase in current liabilities			
Current portion of deferred revenue		(633)	3,933
Trade payables, other payables and provisions		478,632	6,002,271
Advances from customers and dealers		(19,561,395)	5,302,247
		<u>(19,083,396)</u>	<u>11,308,451</u>
		<u>(25,569,703)</u>	<u>6,430,208</u>

36 CASH AND CASH EQUIVALENTS

Cash and cash equivalents included in the statement of cash flows comprise of the following:

	Note	2019	2018
		----- (Rupees in '000) -----	
Cash and bank balances	16	3,281,782	2,200,772
Term Deposit Receipts (TDRs)	14	19,000,000	35,000,000
Government securities - Market Treasury Bills	14	4,402,464	10,842,407
		<u>26,684,246</u>	<u>48,043,179</u>

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

37 REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

	2019			2018		
	Chief Executive	Directors	Executives	Chief Executive	Directors	Executives
	----- (Rupees in '000) -----					
Managerial remuneration *	54,842	19,574	352,918	42,046	11,438	274,966
Retirement benefits	3,485	-	25,580	3,059	-	20,696
Medical expenses	303	-	-	211	-	-
	<u>58,630</u>	<u>19,574</u>	<u>378,498</u>	<u>45,316</u>	<u>11,438</u>	<u>295,662</u>
Number of persons	<u>1</u>	<u>2</u>	<u>57</u>	<u>1</u>	<u>2</u>	<u>49</u>

* This includes bonus, house rent, utilities and other allowances.

37.1 The Chief Executive, directors and some executives have been provided free use of Company maintained cars, residential telephones and club facilities.

37.2 During the year, an amount of Rs 1.5 million (2018: Rs 1.125 million) has been paid to a non-executive director, as fee for attending board and other meetings.

38 TRANSACTIONS AND BALANCES WITH ASSOCIATED UNDERTAKINGS / RELATED PARTIES

The associated undertakings / related parties comprise of associated companies, staff retirement funds and key management personnel. The Company considers its Chief Executive Officer, Chief Financial Officer, Company secretary and directors as key management personnel. Transactions carried out with associated undertakings / related parties during the year, not disclosed elsewhere in the financial statements are as follows:

	2019	2018
	----- (Rupees in '000) -----	
With associated undertakings / related parties:		
Sales	423,117	213,068
Purchases	86,425,128	63,842,123
Insurance premium	98,047	76,118
Agency commission	143,894	317,402
Running royalty	3,156,136	2,577,372
Rent expense	1,304	1,244
Return on bank deposits and TDRs	641,196	729,901
Proceeds from disposal of operating fixed assets / insurance claim	550	4,324
Supervisor fee	155,344	39,663
Bank charges	46,551	58,908
LC charges	5,593	7,963
With key management personnel:		
Salaries and benefits	97,094	86,553
Post employment benefits	5,181	5,364
Sale of operating fixed assets	-	1,410

38.1 Contribution to and accruals in respect of staff retirement benefits are made in accordance with actuarial valuations / terms of contribution plan as disclosed in the respective notes to these financial statements.

38.2 The status of outstanding balances with associated undertakings / related parties as at June 30, 2019 are included in the respective notes to the financial statements.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

38.3 The names of related parties (other than those that have been specifically disclosed elsewhere in these financial statements) with whom the Company has entered into transactions or had agreements / arrangements in place during the year are as follows:

Basis of relationship

Common directorship	Name	Percentage of shareholding (%)	Particulars of Common director(s)
	Dawood Hercules Corporation Limited	Nil	Mr Parvez Ghias
	Shell Pakistan Limited	Nil	Mr Parvez Ghias
	Shabbir Tiles & Ceramics Limited	Nil	Mr Ali S. Habib
	Cherat Cement Company Limited	Nil	Mr Azam Faruque
	Thal Limited	6.22%	Mr Ali S. Habib and Mr Mohamedali R. Habib
	Habib Insurance Company Limited	0.05%	Mr Mohamedali R. Habib
	Habib Metro Pakistan (Private) Limited	Nil	Mr Ali S. Habib
	Mohamedali Habib Welfare Trust	0.01%	Mr Ali S. Habib being trustee
	Habib Education Trust	Nil	Mr Ali S. Habib and Mr Mohamedali R. Habib being trustees
	Habib University Foundation	Nil	Mr Ali S. Habib, Mr Mohamedali R. Habib and Mr Parvez Ghias
	Habib Metropolitan Bank Limited	Nil	Mr Ali S. Habib and Mr Mohamedali R. Habib
Group companies	Name	Percentage of shareholding (%)	Relationship with the Company
	Toyota Tsusho Corporation	12.50%	Associated Company
	Toyota Motor Corporation	25.00%	Associated Company
	Toyota Motor Asia Pacific PTE. Limited	Nil	Subsidiary of Toyota Motor Corporation
	Toyota Tsusho (Thailand) Company Limited	Nil	Subsidiary of Toyota Tsusho Corporation
	Toyotsu Machinery Corporation	Nil	Subsidiary of Toyota Tsusho Corporation
	Toyota Daihatsu Engineering & Manufacturing Company Limited	Nil	Subsidiary of Toyota Motor Corporation
	Toyota Tsusho Asia Pacific PTE. Limited	Nil	Subsidiary of Toyota Tsusho Corporation
	Daihatsu Motor Company Limited	Nil	Subsidiary of Toyota Motor Corporation
	Hinopak Motors Limited	Nil	Subsidiary of Toyota Tsusho Corporation

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

	2019	2018
	Number of units	
39 PLANT CAPACITY AND PRODUCTION		
Capacity based on double shift basis	66,000	54,800
Production	65,346	62,886

The Company has been operating on a double shift basis from March 2003 based on market demand. The capacity has been calculated based on average normal working hours in a year, whereas actual production may vary in response to market demand.

	2019	2018
	(Number of staff)	
40 NUMBER OF EMPLOYEES		
Total number of employees as at June 30	3,349	3,266
Total number of factory employees as at June 30	2,889	2,795
Average number of employees during the year	3,314	3,034
Average number of factory employees during the year	2,853	2,585

41 FINANCIAL INSTRUMENTS BY CATEGORY

	-----As at June 30, 2019-----		
	Amortised cost	Fair value through profit or loss	Total
	------(Rupees in '000)-----		
Financial assets			
Loans and advances	50,952	-	50,952
Long-term deposits	11,129	-	11,129
Trade debts - unsecured	2,547,915	-	2,547,915
Accrued return	34,846	-	34,846
Other receivables	552,665	-	552,665
Investments	19,000,000	4,402,464	23,402,464
Cash and bank balances	3,281,782	-	3,281,782
	<u>25,479,289</u>	<u>4,402,464</u>	<u>29,881,753</u>

	-----As at June 30, 2019-----	
	Financial liabilities at amortised cost	Total
	------(Rupees in '000)-----	
Financial liabilities		
Long term loan	80,540	80,540
Unclaimed dividend	174,538	174,538
Unpaid dividend	121,059	121,059
Trade payables, other payables and provisions	13,266,530	13,266,530
	<u>13,642,667</u>	<u>13,642,667</u>

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

	-----As at June 30, 2018-----		
	Amortised cost	Fair value through profit or loss	Total
	------(Rupees in '000)-----		
Financial assets			
Loans and advances	60,154	-	60,154
Long-term deposits	9,443	-	9,443
Trade debts	1,453,670	-	1,453,670
Accrued return	120,016	-	120,016
Other receivables	549,205	-	549,205
Investments	45,959,172	9,071,931	55,031,103
Cash and bank balances	2,200,772	-	2,200,772
	<u>50,352,432</u>	<u>9,071,931</u>	<u>59,424,363</u>
	-----As at June 30, 2018-----		
	Financial liabilities at amortised cost	Total	
Financial liabilities			
Unclaimed dividend	182,437	182,437	
Unpaid dividend	60,445	60,445	
Trade payables, other payables and provisions	11,711,912	11,711,912	
	<u>11,954,794</u>	<u>11,954,794</u>	

42 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's activities expose it to certain financial risks. Such financial risks emanate from various factors that include, but are not limited to market risk, credit risk and liquidity risk.

The Company currently finances its operations through equity and management of working capital with a view to maintain an appropriate mix between various sources of finance to minimise risk. The Company's risk management policies and objectives are as follows:

42.1 Credit risk exposure and concentration of credit risk

Credit risk represents the risk of a loss if the counter party fails to discharge its obligation and causes the other party to incur a financial loss. The Company attempts to control credit risk by monitoring credit exposures, limiting transactions with specific counterparties and continually assessing the creditworthiness of counterparties.

Concentration of credit risk arises when a number of counterparties are engaged in similar business activities or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentration of credit risk indicates the relative sensitivity of the Company's performance to developments affecting a particular industry.

Credit risk arises from derivative financial instruments, investments (except for the investments in Government securities) and balances with banks and financial institutions, as well as credit exposures to customers, employees including trade debts, other receivables and committed transactions with the group companies. Out of the total financial assets of Rs 29,881.753 million (2018: Rs 59,424.363 million), the financial assets which are subject to credit risk amounted to Rs 25,473.776 million (2018: Rs 48,462.319 million), including trade receivables from government agencies.

Out of the total trade debts amounting to Rs 2,548.893 million (2018: Rs 1,453.670 million), an amount of Rs 985.584 million (2018: Rs 825.580 million) relates to direct customers.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

Out of the total bank balance and TDRs of Rs 22,276.269 million million (2018: Rs 37,197.900 million) placed with banks, amounts aggregating to Rs 21,730.928 million (2018: Rs 37,186.551 million) have been placed with banks having credit rating of AA+ and above, whereas the remaining amounts are placed with banks having long term minimum credit rating of AA.

Due to the Company's long standing business relationships with its counterparties and after giving due consideration to their strong financial standing, management does not expect non-performance by these counter parties on their obligations to the Company.

For trade debts, internal risk assessment process determines the credit quality of each customer, taking into account their financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the management. The utilisation of credit limits is regularly monitored. Accordingly, the management believes that the credit risk is minimal and in the opinion of the management, the Company is not exposed to major concentration of credit risk.

42.2 Liquidity risk

Liquidity risk is the risk that the Company will be unable to meet its funding requirements. To guard against this risk, the Company has diversified funding sources and assets are managed with liquidity in mind, maintaining a healthy balance of cash and cash equivalents. The maturity profile of trade debts is monitored to ensure adequate liquidity is maintained. The management forecasts the liquidity of the Company on the basis of expected cash outflows considering the level of liquid assets necessary to meet such outflows.

The maturity profile of the Company's liability based on contractual maturities is disclosed in note 42.3.2 to these financial statements.

42.3 Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of three types of risks: currency risk, interest rate risk and other price risk.

42.3.1 Currency risk

Foreign currency risk arises mainly where receivables and payables exist due to transactions entered into in foreign currencies. The Company manages its exposure against foreign currency risk by entering into foreign exchange contracts where considered necessary.

Foreign currency risk arises mainly where receivables and payables exist due to transactions entered into in foreign currencies. The Company primarily has foreign currency exposures in US Dollars (USD), Japanese Yen (JPY), Thai Bhat (THB) and Singapore Dollars (SGD). The net foreign currency exposure at June 30, 2019 is USD 13.556 million (2018: USD 6.103 million), JPY 993.303 million (2018: JPY 1,383.229 million), THB 5.092 million (2018: THB 6.481 million) and SGD 0.167 million (2018: SGD Nil).

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

42.3.2 Interest rate risk

Interest / mark-up rate risk is the risk that the value of a financial instrument will fluctuate due to changes in the market interest / mark-up rates. Sensitivity to interest / mark-up rate risk arises from mismatches of financial assets and financial liabilities that mature or reprice in a given period. The Company manages these mismatches through risk management strategies where significant changes in gap position can be adjusted. The Company is exposed to interest / mark-up rate risk in respect of the following:

	-----2019-----							Total June 30, 2019
	Effective interest / mark-up rate	Interest / mark-up bearing			Non-interest / mark-up bearing			
		Maturity upto one year	Maturity after one year	Sub-total	Maturity upto one year	Maturity after one year	Sub-total	
	%	(Rupees in '000)						
On statement of financial position financial instruments								
Financial assets								
Loans and advances	3.00-3.50	27,328	15,906	43,234	7,718	-	7,718	50,952
Long-term deposits	-	-	-	-	-	11,129	11,129	11,129
Trade debts	-	-	-	-	2,547,915	-	2,547,915	2,547,915
Accrued return	-	-	-	-	34,846	-	34,846	34,846
Other receivables	-	-	-	-	552,665	-	552,665	552,665
Investments	12.30-15	23,402,464	-	23,402,464	-	-	-	23,402,464
Cash and bank balances	10.25-11.25	2,937,844	-	2,937,844	343,938	-	343,938	3,281,782
		<u>26,367,636</u>	<u>15,906</u>	<u>26,383,542</u>	<u>3,487,082</u>	<u>11,129</u>	<u>3,498,211</u>	<u>29,881,753</u>
Financial liabilities								
Long term loan	3.25	-	80,612	80,612	-	-	-	80,612
Unclaimed dividend	-	-	-	-	174,538	-	174,538	174,538
Unpaid dividend	-	-	-	-	121,059	-	121,059	121,059
Trade payables, other payables and provisions	-	-	-	-	13,266,530	-	13,266,530	13,266,530
		<u>-</u>	<u>-</u>	<u>-</u>	<u>13,562,127</u>	<u>-</u>	<u>13,562,127</u>	<u>13,642,739</u>

	-----2018-----							Total June 30, 2018
	Effective interest / mark-up rate	Interest / mark-up bearing			Non-interest / mark-up bearing			
		Maturity upto one year	Maturity after one year	Sub-total	Maturity upto one year	Maturity after one year	Sub-total	
	%	(Rupees in '000)						
On statement of financial position financial instruments								
Financial assets								
Loans and advances	3.00-3.50	21,819	18,525	40,344	19,810	-	19,810	60,154
Long-term deposits	-	-	-	-	-	9,443	9,443	9,443
Trade debts	-	-	-	-	1,453,670	-	1,453,670	1,453,670
Accrued return	-	-	-	-	120,016	-	120,016	120,016
Other receivables	-	-	-	-	549,205	-	549,205	549,205
Investments	6.17-7.15	55,031,103	-	55,031,103	-	-	-	55,031,103
Cash and bank balances	2.40-6.05	1,874,395	-	1,874,395	326,377	-	326,377	2,200,772
		<u>56,927,317</u>	<u>18,525</u>	<u>56,945,842</u>	<u>3,879,939</u>	<u>9,443</u>	<u>3,889,382</u>	<u>59,424,363</u>
Financial liabilities								
Unclaimed dividend	-	-	-	-	182,437	-	182,437	182,437
Unpaid dividend	-	-	-	-	60,445	-	60,445	60,445
Trade payables, other payables and provisions	-	-	-	-	11,711,912	-	11,711,912	11,711,912
		<u>-</u>	<u>-</u>	<u>-</u>	<u>11,954,794</u>	<u>-</u>	<u>11,954,794</u>	<u>11,954,794</u>

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

a) Sensitivity analysis of variable rate instruments

As at June 30, 2019, the Company holds market treasury bills which are classified as financial assets at fair value through profit or loss' exposing the Company to fair value interest rate risk. In case of 100 basis points increase / decrease in rates announced by the Financial Markets Association of Pakistan for market treasury bills and with all other variables held constant, the net profit before tax for the year of the Company would have been lower / higher by Rs 44.025 million.

b) Sensitivity analysis of fixed rate instruments

Fixed rate instruments comprise of TDRs, balances with banks and loans to employees. The income from these financial assets are substantially independent of changes in market interest rates except for changes, if any, as a result of fluctuation in respective fair values. The Company's income from these financial assets does not have any fair value impact.

42.3.3 Price risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency 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.

42.3.4 Fair value of financial instruments

Fair value is the amount for which an asset could be exchanged, or liability settled, between knowledgeable willing parties in an arm's length transaction. Consequently, differences can arise between carrying values and the fair value estimates.

Underlying the definition of fair value is the presumption that the Company is a going concern without any intention or requirement to curtail materially the scale of its operations or to undertake a transaction on adverse terms.

Financial assets which are traded in an open market are revalued at the market prices prevailing on the reporting date. The estimated fair value of all other financial assets and liabilities is considered not significantly different from their carrying values as the items are either short term in nature or periodically repriced.

International Financial Reporting Standard 7, 'Financial Instruments: Disclosure' requires the Company to classify fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1);
- inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e., current market prices) or indirectly (i.e., derived from current market prices) (level 2); and
- inputs for the asset or liability that are not based on observable market data (unobservable inputs) (level 3).

The level in the fair value hierarchy within which the fair value measurement of a financial instrument is categorised in its entirety shall be determined on the basis of the lowest level input that is significant to the fair value measurement of that financial instrument.

Notes to and Forming Part of the Financial Statements

For the year ended June 30, 2019

	----- As at June 30, 2019 -----			----- As at June 30, 2018 -----		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Financial assets 'at fair value through profit or loss'						
- Listed mutual fund units	-	-	-	9,071,931	-	-
- Government securities - Market Treasury Bills	-	4,402,464	-	-	-	-
- Derivative financial instruments	-	-	10,994	-	-	14,013

43 CAPITAL RISK MANAGEMENT

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The Company is currently financing its operations primarily through equity and working capital. The Company has no material gearing risk in the current year nor any in the prior year.

44 SUMMARY OF SIGNIFICANT TRANSACTIONS AND EVENTS DURING THE CURRENT YEAR

a) During the year, the Company has made significant capitalisations in buildings and plant and machinery on the completion of multiple projects. Further, the Company also has ongoing projects in its plan for which the Company has entered into significant capital commitments.

b) The Company imports significant portion of raw materials, trading stock and spare parts in foreign currency. Consequently, the Company's financial performance including gross profit margin has been significantly affected on account of significant devaluation of functional currency to foreign currency by approximately 36%.

45 NON-ADJUSTING EVENT AFTER THE STATEMENT OF FINANCIAL POSITION DATE

The Board of Directors in its meeting held on August 27, 2019 has proposed a cash dividend in respect of the year ended June 30, 2019 of Rs 27.5 (2018: cash dividend of Rs 45) per share. This is in addition to the interim cash dividend of Rs 87.5 (2018: Rs 95) per share resulting in a total dividend for the year of 115 (2018: Rs 140) per share. The Directors have also announced appropriation of Rs 4,500 million (2018: Rs 4500 million) to general reserve. These appropriations will be approved in the forthcoming Annual General Meeting. The financial statements for the year ended June 30, 2019 do not include the effect of these appropriations which will be accounted for in the financial statements for the year ending June 30, 2020.

46 GENERAL

Figures in these financial statements have been rounded off to the nearest thousand Rupees.

47 CORRESPONDING FIGURES

Corresponding figures have been rearranged and reclassified, wherever necessary, for the purpose of better presentation and comparison.

48 DATE OF AUTHORISATION

These financial statements were authorised for issue on August 27, 2019 by the Board of Directors of the Company.



Aqeel Loon
Chief Financial Officer



Ali Asghar Jamali
Chief Executive



Yuji Takarada
Vice Chairman & Director

Pattern of Shareholding

As of June 30, 2019

Number of Shareholders	Shareholdings' Slab	Total Shares Held
1,003	1 to 100	48,298
2,262	101 to 500	1,000,065
309	501 to 1000	274,681
354	1001 to 5000	841,834
64	5001 to 10000	473,853
28	10001 to 15000	336,558
13	15001 to 20000	235,306
7	20001 to 25000	157,164
13	25001 to 30000	368,708
4	30001 to 35000	132,353
11	35001 to 40000	414,970
5	40001 to 45000	205,674
3	45001 to 50000	143,800
3	50001 to 55000	158,518
2	55001 to 60000	110,555
1	60001 to 65000	63,020
2	65001 to 70000	136,410
1	75001 to 80000	79,532
1	85001 to 90000	87,280
3	95001 to 100000	293,070
1	105001 to 110000	105,415
1	110001 to 115000	113,480
2	115001 to 120000	235,200
1	120001 to 125000	121,560
1	125001 to 130000	130,000
1	130001 to 135000	135,000
1	140001 to 145000	141,740
1	145001 to 150000	150,000
1	160001 to 165000	162,040
1	175001 to 180000	179,800
1	180001 to 185000	181,000
1	240001 to 245000	243,750
4	255001 to 260000	1,032,667
2	270001 to 275000	545,801
1	275001 to 280000	276,660
1	295001 to 300000	298,640
1	305001 to 310000	307,560
1	365001 to 370000	366,346
1	380001 to 385000	383,750
1	385001 to 390000	385,740
2	430001 to 435000	867,387
1	550001 to 555000	552,685
1	595001 to 600000	600,000
1	655001 to 660000	657,360
1	700001 to 705000	704,460
1	1080001 to 1085000	1,084,910
1	1325001 to 1330000	1,327,670
1	4890000 to 4890000	4,890,000
1	9825001 to 9825000	9,825,000
1	19650001 to 19650000	19,650,000
1	27382730 to 27382730	27,382,730
4,126		78,600,000

Pattern of Shareholding

As of June 30, 2019

NO.	Categories of Shareholders	Number of Shares Held	Category Wise No. of Folios / CDC Accounts	Category Wise Shares held	Percentage
1	Directors and their spouse(s) and minor children ALI S. HABIB MOHAMEDALI R. HABIB ALI ASGHAR JAMALI AZAM FARUQUE PARVEZ GHAS IMRAN A. HABIB AISHA ZEB A GHAS MUNIZEH ALI HABIB	135,000 130,000 38,000 500 501 1,000 280 2,601	8	307,882	0.39%
2	Associated Companies, undertakings and related parties THAL LIMITED HABIB INSURANCE COMPANY LIMITED MOHAMEDALI HABIB WELFARE TRUST	4,890,000 43,015 5,000	3	4,938,015	6.28%
3	Executives		9	4,259	0.01%
4	Public Sector Companies and Corporations		4	561,873	0.71%
5	Banks, development finance institutions, non-banking finance companies, insurance companies, takaful, modarabas and pension funds		16	627,592	0.80%
6	Mutual Funds CDC - TRUSTEE ALFALAH GHP VALUE FUND CDC - TRUSTEE AKD INDEX TRACKER FUND CDC - TRUSTEE NAFA STOCK FUND CDC - TRUSTEE NBP BALANCED FUND CDC - TRUSTEE NIT-EQUITY MARKET OPPORTUNITY FUND CDC - TRUSTEE NBP SARMAYA IZAF A FUND CDC - TRUSTEE NATIONAL INVESTMENT (UNIT) TRUST CDC - TRUSTEE PIML VALUE EQUITY FUND CDC - TRUSTEE NIT ISLAMIC EQUITY FUND CDC - TRUSTEE HBL MULTI - ASSET FUND CDC - TRUSTEE ALFALAH GHP STOCK FUND CDC - TRUSTEE ALFALAH GHP ALPHA FUND CDC - TRUSTEE FIRST CAPITAL MUTUAL FUND	90 3,069 19,270 1,220 51,720 1,330 366,346 3,960 97,870 1,300 60 50 3,000	13	549,285	0.70%
7	Foreign Investors / Companies Holding 5% or more voting interest OVERSEAS PAKISTAN INVESTORS AG TOYOTA MOTOR CORPORATION TOYOTA TSUSHO CORPORATION	27,382,730 19,650,000 9,825,000	72	63,398,109	80.66%
8	General Public a. Local b. Foreign	4,627,439 263,210	3,459 442	4,890,649	6.22%
9	OTHERS		100	3,322,336	4.23%
	TOTAL		4,126	78,600,000	100.00%

Detail of trading of shares by Executives / Directors and their spouse during the period from July 1, 2019 to June 30, 2019.

Name of Executive / Director	No. of Shares purchased
Mrs. Munizeh Ali Habib W/o Mr. Ali S. Habib	2,000

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Ten Years Performance Indicators

Financial Summary		2019	2018	2017	2016	2015	2014	2013	2012	2011	2010
Income Statement											
Net revenue	Rs in '000	157,996,212	139,715,429	111,942,544	108,758,668	96,516,322	57,063,622	63,829,075	76,962,642	61,702,677	60,093,139
Gross profit	Rs in '000	19,191,674	23,884,658	19,492,589	17,731,299	14,244,230	5,793,582	5,857,037	6,561,854	4,089,135	4,856,514
Profit before taxation	Rs in '000	18,975,929	22,999,166	19,140,767	17,397,446	14,132,569	5,016,497	4,969,775	6,312,267	4,011,455	5,242,539
Profit after taxation	Rs in '000	13,714,975	15,771,860	13,001,265	11,454,940	9,110,251	3,873,452	3,357,545	4,302,715	2,743,384	3,443,403
Dividends	Rs in '000	9,039,000	11,004,000	9,039,000	7,860,000	6,288,000	2,318,700	1,965,000	2,515,200	1,179,000	1,179,000
Balance Sheet											
Share capital	Rs in '000	786,000	786,000	786,000	786,000	786,000	786,000	786,000	786,000	786,000	786,000
Reserves	Rs in '000	39,259,309	35,958,342	30,410,962	26,843,609	23,249,520	19,129,652	16,907,291	16,227,858	13,333,648	11,801,615
Fixed Assets	Rs in '000	13,898,033	7,311,379	6,345,444	4,938,277	5,193,477	6,033,264	2,742,140	3,472,906	4,225,710	3,324,333
Net current assets	Rs in '000	26,679,161	29,383,117	24,762,671	17,473,164	13,861,221	14,062,278	14,775,801	13,693,056	10,326,779	9,566,387
Long term liabilities	Rs in '000	558,920	22,711	3,933	-	-	-	-	-	-	-
Investor Information											
Gross profit ratio	% age	12.15	17.10	17.66	16.30	14.76	10.15	9.18	8.53	6.63	8.08
Net profit ratio	% age	8.68	11.29	11.61	10.53	9.44	6.79	5.26	5.59	4.45	5.73
Earnings per share	Rs	174.49	200.66	165.41	145.74	115.91	49.28	42.72	54.74	34.90	43.81
Inventory turnover	Times	11	11	11	13	15	8	8	11	11	12
Debt collection period	Days	5	3	3	3	4	10	8	7	9	10
Average fixed assets turnover	Times	14.90	22.89	19.90	21.47	17.19	13.01	18.32	19.99	16.34	16.56
Breakup value per share	Rs	509.48	467.49	396.91	351.52	305.80	253.38	225.11	216.46	179.64	160.15
Market price per share											
- as on June 30	Rs	1,203.92	1,421.46	1,793.60	939.54	1,249.00	537.92	311.00	245.08	220.00	262.38
- High value during the period	Rs	1,589.90	1,980.00	2,110.00	1,313.00	1,320.00	549.00	364.60	305.00	309.73	278.00
- Low value during the period	Rs	1,030.62	1,300.00	935.00	884.75	520.00	300.00	237.00	187.00	205.51	107.10
Price earning ratio	Times	6.90	7.08	10.84	6.45	10.78	10.92	7.28	4.48	6.30	5.99
Dividend per share	Rs	115.00	140.00	115.00	100.00	80.00	29.50	25.00	32.00	15.00	15.00
Dividend yield	% age	9.55	9.85	6.41	10.64	6.41	5.48	8.04	13.06	6.82	5.72
Dividend payout	% age	65.91	69.77	69.52	68.62	69.02	59.86	58.52	58.46	42.98	34.24
Dividend cover	Times	1.52	1.43	1.44	1.46	1.45	1.67	1.71	1.71	2.33	2.92
Return on equity	% age	34.25	42.92	41.67	41.46	37.90	19.45	18.98	25.29	19.43	27.36
Debt to equity	Ratio	0 : 1	0 : 1	0 : 1	0 : 1	0 : 1	0 : 1	0 : 1	0 : 1	0 : 1	0 : 1
Current ratio	Ratio	2.1:1	1.63:1	1.76:1	1.58 : 1	1.53 : 1	3.35 : 1	2.99 : 1	2.32 : 1	1.84 : 1	1.67 : 1
Other Information											
Units sold	Nos.	66,211	64,000	60,586	64,584	57,387	34,470	38,517	55,060	50,943	52,063
Units Produced	Nos.	65,346	62,886	59,945	64,096	56,888	33,012	37,405	54,917	50,759	50,557
Manpower	Nos.	3,349	3,266	2,849	2,765	2,322	2,091	2,225	2,292	2,187	1,948
Contribution to National Exchequer	Rs in '000	52,307,841	48,843,141	38,959,490	37,325,754	32,076,453	19,261,559	21,267,303	24,725,706	22,043,581	20,332,421

Notice of Annual General Meeting

Notice is hereby given that the 30th Annual General Meeting of INDUS MOTOR COMPANY LIMITED will be held on Tuesday, October 8, 2019 at 9:00 a.m. at the Institute of Chartered Accountants of Pakistan situated at Chartered Accountants Avenue, Clifton, Karachi, to transact the following business:

A) ORDINARY BUSINESS

1. To receive, consider and adopt the Annual Audited Financial statements of the Company for the year ended June 30, 2019, together with the Report of the Directors and Auditors thereon.
2. To approve cash dividend (2018-2019) on the ordinary shares of the Company. The directors have recommended a Final Cash dividend at 275% i.e. Rs 27.50 per share. This is in addition to the combined Interim Dividend of 875% i.e. Rs. 87.5 per share already paid. The total dividend for 2018-2019 will thus amount to 1150% i.e. Rs. 115 per share.
3. To appoint auditors and fix their remuneration for the year ending June 30, 2020. The present auditors M/s. A.F. Ferguson & Co., Chartered Accountants, retire and being eligible have offered themselves for re-appointment.
4. To present any other business with the permission of the Chairman.

B) SPECIAL BUSINESS

5. To obtain consent from the members of the Company in terms of Notification No. S.R.O. 470(1)/2016 dated May 31, 2016 issued by Securities of Exchange Commission of Pakistan for the transmission of annual audited accounts, notice of the general meetings and other information contained therein of the Company either through CD or DVD or USB instead of transmitting the same in hard copies.

STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017 REGARDING THE SPECIAL BUSINESS

This statement sets out the material facts concerning the special business, given in agenda item No. 5 of the notice, intended to be transacted at the Annual General Meeting.

Item # 5 of the Notice

The Directors of the Company have recommended that the members of the Company be provided the option to receive annual balance sheet, profit & loss account, auditor's report and directors' report etc. ("annual audited accounts") through CD/DVD/USB at their registered address and to accordingly implement the Securities and Exchange Commission of Pakistan's directive communicated through Notification No. SRO 470(I) 2016 dated 31st May 2016.

Accordingly the Board of Directors of the Company has recommended that the following ordinary resolutions be passed at the Annual General Meeting convened for Tuesday, October 8, 2019:

"RESOLVED that the consent and approval of the members of the Company be and is hereby accorded for transmission of annual reports including annual audited accounts, auditor's report and director's report, notices of annual general meetings and other information contained therein of the Company to the members for future years through CD/DVD/USB instead of transmitting the same in hard copies.

FURTHER RESOLVED that the Chief Executive Officer or the 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 the file necessary documents as may be necessary or incidental for the purposes of implementing this resolution."

By order of the Board



Muhammad Arif Anzer
Company Secretary

Karachi.
August 27, 2019

NOTES:

1. Closure of Share Transfer Books

The Share Transfer Books of the Company will be closed from October 02, 2019 to October 08, 2019 (both days inclusive) for the purpose of the Annual General Meeting and payment of the final dividend. Transfer requests received by CDC Share Registrar Services Limited, CDC House, 99-B, Block "B", S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74400. Tel: 0800-23275, UAN: 111-111-500, Email: info@cdcsrsl.com at the close of business on October 01, 2019 will be treated in time for the purpose of determining above entitlement to the transferees for payment of final dividend and to attend the Annual General Meeting.

2. Proxy

A member entitled to attend and vote at this General Meeting is entitled to appoint a Proxy to attend, speak and vote in his place at the Meeting. Instrument appointing a proxy must be deposited at the Registered Office of the Company at least forty eight hours before the time of the meeting.

To facilitate identification for right to attend the Annual General Meeting, Shareholder whose holdings are on the Central Depository System (CDS) or his Proxy should authenticate his identity by showing his original CNIC or original Passport at the time of attending the meeting; along with the Participant's Identity Number and Shareholder's account number allocated by the Central Depository Company.

In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced at the time of the meeting.

3. Change of Address

The Shareholders are requested to promptly notify change in their address, if any, to the Company's Share Registrar.

4. Submission of copies of CNIC not provided earlier

Individual Shareholders are once again reminded to submit a copy of their valid CNIC, if not provided earlier to the Company's Share Registrar, Central Depository Company of Pakistan Limited. In case of non-availability of a valid copy of the Shareholders' CNIC in the records of the Company, the company shall withhold the Dividend under the provisions of Section 243 of the Companies Act 2017.

5. Withholding Tax on Dividend

Currently, the deduction of withholding tax on the amount of dividend paid by the companies under section 150 of the Income Tax Ordinance, 2001, is as under:

(a)	For persons appearing in Active Tax Payer List (ATL):	15%
(b)	For persons not appearing in Active Tax Payer List (ATL):	30%

Shareholders who have filled their return are advised to make sure that their names are entered into latest Active Tax Payers List (ATL) provided on the website of FBR at the time of dividend payment, otherwise they shall be treated as persons not appearing in ATL and tax on their cash dividend will be deducted at the rate of 30% instead of 15%.

6. Withholding tax on Dividend in case of Joint Account Holders

In order to enable the Company to follow the directives of the regulators to determine shareholding ratio of the Joint Account Holder(s) (where shareholding has not been determined by the Principal shareholder) for deduction of withholding tax on dividend of the Company, shareholders are requested to please furnish the shareholding ratio details of themselves as Principal shareholder and their Joint Holders, to the Company's Share Registrar, enabling the Company to compute withholding tax of each shareholder accordingly. The required information must reach the Company's Share Registrar by October 01, 2019, otherwise each shareholder will be assumed to have equal proportion of shares and the tax will be deducted accordingly.

7. Payment of Cash Dividend Electronically (E-mandate)

In accordance with the provisions of section 242 of the Companies Act, 2017 and Companies (Distribution of Dividend) Regulations, 2017, it is mandatory that dividend payable in cash shall only be paid through electronic mode directly into the bank account designated by the entitled shareholder. Notice in this regard has already been published earlier in newspapers as per Regulations. All shareholders are once again requested to provide details of their bank mandate specifying: (i) title of account, (ii) account number, (iii) IBAN number (iv) bank name and (v) branch name, code & address; to Company's Share Registrar. Shareholders who hold shares with Participants / Central Depository Company of Pakistan (CDC) are advised to provide the mandate to the concerned Broker / CDC.

8. Distribution of Annual Report through Email (Optional)

Pursuant to the provision of section 223(6) of the Companies Act, 2017, the companies are permitted to circulate their annual financial statements, along with auditor's report, directors' review report etc. ("Annual Report") and the notice of annual general meeting ("Notice"), to its shareholders by email. Shareholders of the Company who wish to receive the Company's Annual Report and Notices of annual general meeting by email are requested to provide the completed Electronic Communication Consent Form (available on the Company's website), to the Company's Share Registrar.

9. Consent for the Facility of video-link

Pursuant to the provisions of the Companies Act 2017, the company may on the demand of members at least 7 days before the general meeting, residing in a city, who hold at least 10% of the total paid up capital of the Company, provide the facility of video-link to such members enabling them to participate in its annual general meeting. If you wish to take benefit of this facility, please fill the form available on the Company's Website and submit it to the Company at its registered address at least 10 days prior to the date of the meeting.

The Company will intimate members the venue of the video conference facility, if required criteria have been fulfilled, at least 7 days before the date of general meeting along with complete information necessary to enable them to access such facility.

Notes

Lined area for notes.

Form of Proxy

Thirtieth Annual General Meeting

I/We, _____

of _____

being a member(s) of INDUS MOTOR COMPANY LIMITED, holder of _____

ordinary shares, as per Folio No. / CDC Participant ID & A/c No. _____ hereby appoint

Mr./Mrs./Ms. _____ Folio No. / CDC Participant

ID & A/c No. _____ of _____, as my /our proxy

in my/ our absence to attend and vote for me/ us and on my/our behalf at the Thirtieth Annual

General Meeting of the Company to be held on October 08, 2019 and / or any adjournment thereof.

Signed under my / our hand this _____ day of _____ 2019.

Affix revenue stamp of Rs 5/-

Signature (Sign should agree with specimen registered with the Company)

Signed in the presence of:

Witness 1

Signature _____ Name _____ CNIC / Passport No. _____ Address _____

Witness 2

Signature _____ Name _____ CNIC / Passport No. _____ Address _____

NOTES

- 1. This proxy form duly completed and signed, must be received at the office of the Company's Share Registrar, not less than 48 hours before the time of holding the meeting.
2. No person shall act as proxy unless he/she himself/herself is a member of the Company, except that a corporation may appoint a person who is not a member.
3. If a member appoints more than one proxy and more than one instrument of proxy are deposited by a member with the Company, all such instruments of proxy shall be rendered invalid.

For CDC Account Holders/ Corporate Entities:

In addition to the above the following requirements have to be met:

- i) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
ii) Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
iii) The proxy shall produce his original CNIC or original passport at the time of meeting.
iv) In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature shall be submitted (unless it has been provided earlier) alongwith proxy form to the Company.

Electronic Dividend Mandate Form

Indus Motor Company Limited

In accordance with the provisions of section 242 of the Companies Act, 2017, and Companies (Distribution of Dividend) Regulations, 2017, it is mandatory that dividend payable in cash shall only be paid through electronic mode directly into the bank account designated by the entitled shareholder.

Shareholders are requested to send the attached Form duly filled and signed, along with attested copy of their CNIC to the Company's Share Registrar, M/s. CDC Share Registrar Services Ltd., CDC House, 99-B, Block-B, SMCHS, Main Shahrah-e-Faisal, Karachi. CDC shareholders are requested to submit their Dividend Mandate Form and attested copy of CNIC directly to their broker (participant)/CDC.

I hereby communicate to receive my future dividends directly in my Bank account as detailed below:

Name of shareholder :-----
Folio Number/CDC Account No. : -----of Indus Motor Company Limited.
Contact number of shareholder :-----
Title of Account :-----
IBAN (*) :-----
Name of Bank :-----
Bank branch :-----
Mailing Address of Branch :-----
CNIC No. (attach attested copy) :-----
NTN (in case of corporate entity) :-----

It is stated that the above particulars given by me are correct and to the best of my knowledge; I shall keep the Company informed in case of any changes in the said particulars in future.

Shareholder's Signature

Date

NOTES:

- * Please provide complete IBAN (International Bank Account Number), after checking with your concerned Bank branch to enable electronic credit directly into your bank account.

INDUS MOTOR COMPANY LTD.

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www.toyota-indus.com

TOYOTA



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