

Contents

- 01** Company Information
- 02** Directors' Report
- 03** Condensed Interim Balance Sheet
- 04** Condensed Interim Profit & Loss Account
- 05** Condensed Interim Statement of Comprehensive Income
- 06** Condensed Interim Cash Flow Statement
- 07** Condensed Interim Statement of Changes in Equity
- 08** Notes to the Condensed Interim Financial Statements

Company Information

BOARD OF DIRECTORS	Mr. Sohail Maqsood (Chairman) Mr. Tanveer Ahmed (Chief Executive) Mr. Riaz Ahmed Mr. Muhammad Shafiq Mrs. Rubina Rizvi (NIT Nominee) Mr. Umer Hayat Gill Mr. Iftikhar Ali
AUDIT COMMITTEE	Mr. Muhammad Shafiq (Chairman) Mr. Umer Hayat Gill Mr. Sohail Maqsood
HUMAN RESOURCE & REMUNERATION COMMITTEE	Mr. Umer Hayat Gill (Chairman) Mr. Tanveer Ahmed Mr. Muhammad Shafiq
CHIEF FINANCIAL OFFICER	Mr. Nasir Mahmood
COMPANY SECRETARY	Mr. Javaid Iqbal
AUDITORS	M/s. Hameed Chaudri & Co. Chartered Accountants Karachi
LEGAL ADVISOR	M/s. A.K. Brohi & Company-Advocate
TAX CONSULTANT	M/s. Sharif & Company-Advocate
SHARE REGISTRAR OFFICE	M/s. Hameed Majeed Associates (Pvt) Ltd. Karachi Chamber Hasrat Mohani Road Karachi Ph. 32424826, 32412754, Fax. 32424835
REGISTERED OFFICE	2nd Floor Finlay House I.I. Chundrigar Road, Karachi
REGIONAL OFFICE	2nd Floor, Garden Heights, 8 Aibak Block, New Garden Town, Lahore.
MILLS	S.I.T.E. Kotri , Raiwind
WEB PRESENCE	www.gulshan.com.pk/corporate/paramount.html

Director's Report to Shareholders

The Directors of your Company are pleased to present unaudited financial statements of the Company for the first quarter ended September 30, 2012.

Financial Results

Operating Indicators	1 st Quarter Ended September 30, 2012 Rupees	1 st Quarter Ended September 30, 2011 Rupees
Sales	661,605,977	930,130,300
Gross (loss)/Profit	(122,095,723)	123,844,453
Pre Tax (loss)/Profit	(236,055,842)	889,863
Provision for Taxation	6,272,483	(11,185,488)
Earnings/(loss) Per Share	(13.97)	0.70

The period under review has also been proved difficult period. The severe gas and electricity load shedding and rising trends of energy costs has further aggravated the position. Moreover, the condition has worsened when financial institutions withdrew their working capital and export discounting lines unilaterally resulting in loss of export business. Due to withdrawal of working capital and export discounting lines, timely purchase of cotton at cheaper rates could not be materialized. Due to the company's inability to purchase raw materials adequately it was unable to maximize production capacity which resulted in loss. These all matters elevated the entire conflict which even caused litigation and the Company filed a suit before Honorable Lahore High Court jointly against financial institutions under section 9 of the Financial Institutions (Recovery of Finances) Ordinance, 2001 for redemption / release of security, rendition of accounts, and recovery of damages, permanent injunction, ancillary reliefs. The banks in response also filed recovery suits before different Civil Courts, Banking Courts and High Courts. The Lahore High Court vide its order dated October 25, 2012 has ordered not to disturb the present position of current assets and fixed assets of the Company and no coercive action shall be taken against the Company. Since the matter is prejudice in the Honorable Lahore High Court, the company has not therefore acknowledged its liability relating to mark up until the amount of principal and mark up is reconciled with the financial institutions in accordance with the above mentioned suit.

The debt amortization profile, higher interest cost and associated liquidity problems have forced the company to initiate restructuring of its debt obligations subject to reconciliation of financial obligations to ensure continued timely discharge of its commitments to its lenders. The company has initiated the debt restructuring process with the help of the key lending financial institutions. In this regard leading law firm has been appointed as transaction lawyer and restructuring plan/terms are in process of finalization and majority of financial institutions has agreed in principle to the restructuring process. Once achieved it would improve the company's financial health and liquidity of the Company

Future Outlook:

The management of your company has adopted various approaches to diminish the financial impact caused by banks / financial institutions by freezing our short term financing facilities and blocking the export lines unilaterally. In this regard we made third party arrangements, whereby the company will process the cotton on agreed prices managing the cash flows to the best possible options available at this point of time. We have been conscious of the issues that are affecting our profitability and are committed to plans to turn Company into profit by implementing the restructuring process (which is at advance stage) for better financial position, strengthening our operations through proficient acumen, improving manufacturing processes and offering better service to our customers. Moreover, present trend of increase in inflation, unpredictable abnormal hike in power costs and load shedding are likely to continue. All these factors may affect the profitability for the next quarter. In spite of these circumstances, the Management would be putting its best efforts to ensure continued growth, operational efficiency and optimum results for the Company and its valued stakeholders

Acknowledgement:

We appreciate the efforts and with thanks place on record the continued support extended to us by our customers, suppliers and bankers. The valuable services rendered by our team of employees are gratefully acknowledged.

Condensed Interim Balance Sheet (Un-Audited) as at September 30, 2012

	Note	September 30 2012 Rupees (Un-Audited)	June 30 2012 Rupees (Audited)
ASSETS			
Non Current Assets			
Property, plant and equipment	5	2,541,968,207	2,559,079,303
Long term investments		450,054,518	485,877,044
Long term deposits		3,484,406	3,484,406
		<u>2,995,507,131</u>	<u>3,048,440,753</u>
Current Assets			
Stores, spare parts and loose tools		63,580,846	65,742,414
Stock in trade		738,913,471	827,462,371
Trade debts		196,619,687	280,097,890
Loans and advances		48,795,251	94,558,258
Deposits and prepayments		7,287,638	5,413,678
Accrued mark up / interest		517,622	504,796
Other receivables		117,178,770	109,641,732
Cash and bank balances		13,806,381	15,212,504
		<u>1,186,699,666</u>	<u>1,398,633,643</u>
Total Assets		<u>4,182,206,797</u>	<u>4,447,074,396</u>
EQUITY AND LIABILITIES			
Share Capital and Reserves			
Authorised capital			
25,000,000 (30 June 2012: 25,000,000) ordinary shares of Rs.10/- each		<u>250,000,000</u>	<u>250,000,000</u>
Share Capital		173,523,290	173,523,290
Reserves		475,400,000	475,400,000
(Accumulated loss) / unappropriated profit		<u>(2,647,899,542)</u>	<u>(2,415,258,592)</u>
		<u>(1,998,976,252)</u>	<u>(1,766,335,302)</u>
Surplus on Revaluation of Operating Fixed Assets		2,846,589,910	2,856,277,285
Sub-ordinate Loan		175,000,000	175,000,000
Non Current Liabilities			
Long term finances	6	-	-
Liabilities against assets subject to finance lease		-	-
Deferred liabilities		<u>50,052,584</u>	<u>51,323,641</u>
		<u>50,052,584</u>	<u>51,323,641</u>
Current Liabilities			
Trade and other payables	7	1,196,232,884	1,217,043,972
Accrued mark-up / interest	8	10,888,443	17,780,853
Short term borrowings	9	1,625,075,005	1,585,836,630
Current maturity of non-current liabilities		268,469,605	269,096,801
Taxation - net		8,874,618	41,050,516
		<u>3,109,540,555</u>	<u>3,130,808,772</u>
Contingencies and Commitments	10		
Total equity and liabilities		<u>4,182,206,797</u>	<u>4,447,074,396</u>

The annexed notes from 1 to 14 form an integral part of this condensed interim financial information.

TANVEER AHMED
Chief Executive

SOHAIL MAQSOOD
Director

Condensed Interim Profit and Loss Account (Un-audited) for the first quarter ended September 30, 2012

	For the first quarter ended	
	September 30 2012	September 30 2011
	Rupees	Rupees
Sales	661,605,977	930,130,300
Cost of sales	(783,701,700)	(806,285,847)
Gross (loss) / profit	(122,095,723)	123,844,453
Distribution cost	(25,417,597)	(40,262,124)
Administrative expenses	(21,140,338)	(16,842,497)
Other operating expenses	(17,555,474)	(16,988)
Other operating income	609,569	65,223
(Loss) / profit from Operations	(185,599,563)	66,788,066
Finance cost	(14,633,753)	(66,465,301)
	(200,233,316)	322,765
Share of (loss) / profit of Associated companies	(35,822,526)	567,097
(Loss) / profit before taxation	(236,055,842)	889,863
Taxation	(6,272,483)	11,185,488
(Loss) / profit after taxation	(242,328,325)	12,075,351
	Rupees	
(Loss) / earnings per share	(13.97)	0.70

The annexed notes from 1 to 14 form an integral part of this condensed interim financial information.

**Condensed Interim Statement of Comprehensive Income (Un-audited)
for the first quarter ended September 30, 2012**

	For the first quarter ended	
	September 30 2012	September 30 2011
	Rupees	Rupees
Profit / (loss) after taxation	(242,328,325)	12,075,351
Other comprehensive income	-	-
TOTAL COMPREHENSIVE INCOME / (LOSS) FOR THE PERIOD	<u>(242,328,325)</u>	<u>12,075,351</u>

The annexed notes from 1 to 14 form an integral part of this condensed interim financial information.

Condensed Interim Cash Flow Statement (Un-audited) for the first quarter ended September 30, 2012

	NOTE	September 30 2012	September 30 2011
		Rupees	Rupees
CASH FLOWS FROM OPERATING ACTIVITIES	11	(8,241,171)	40,085,899
Cash generated from operations			
Interest paid		(21,526,163)	(67,516,378)
Interest received		87,341	150,306
Income tax paid		(4,757,011)	(5,358,337)
Gratuity paid		(4,787,868)	(5,160,091)
Net cash used in operating activities		(39,224,872)	(37,798,601)
CASH FLOWS FROM INVESTING ACTIVITIES			
Fixed capital expenditure		(276,379)	(9,510,208)
Long term deposits - net		-	136,100
Net cash used in investing activities		(276,379)	(9,374,108)
CASH FLOWS FROM FINANCING ACTIVITIES			
Long term finances - net		-	(14,571,315)
Lease finances - net		(491,096)	(3,074,705)
Short term borrowings - net		39,238,375	61,455,282
Dividend paid		(652,152)	-
Net cash generated from financing activities		38,095,127	43,809,262
Net (decrease) / increase in cash and cash equivalents		(1,406,124)	(3,363,447)
Cash and cash equivalents - at beginning of the year		15,212,504	68,219,592
Cash and cash equivalents - at end of the year		13,806,381	64,856,145

The annexed notes from 1 to 14 form an integral part of this condensed interim financial information.

Condensed Interim Statement of Changes in Equity (Un-audited) for the first quarter ended September 30, 2012

	Share Capital Rupees	RESERVE		Unappropri- ated profit / (Accumulated loss) Rupees	Total Rupees
		Share Premium Rupees	General Reserve Rupees		
Balance as at 01 July 2011	173,523,290	15,400,000	460,000,000	332,300,942	981,224,232
Total Comprehensive income for the period ended Sep 30,2011	-	-	-	12,075,351	12,075,351
Balance as at 30 Sept 2011	<u>173,523,290</u>	<u>15,400,000</u>	<u>460,000,000</u>	<u>344,376,293</u>	<u>993,299,583</u>
Balance as at 01 July 2012	173,523,290	15,400,000	460,000,000	(2,415,258,592)	(1,766,335,302)
Total comprehensive loss for the 1st quarter ended Sep 30,2012	-	-	-	(242,328,325)	(242,328,325)
Effect of item directly credited in equity by Associated Companies	-	-	-	9,687,376	9,687,376
Balance as at 30 Sept 2012	<u>173,523,290</u>	<u>15,400,000</u>	<u>460,000,000</u>	<u>(2,647,899,542)</u>	<u>(1,998,976,252)</u>

The annexed notes from 1 to 14 form an integral part of this condensed interim financial information.

Notes to the Condensed Interim Financial Information (Un-audited) for the first quarter ended September 30, 2012

1. THE COMPANY AND ITS OPERATIONS

1.1 Paramount Spinning Mills Limited (the Company) was incorporated as a public limited Company on August 22, 1981 and its shares are listed on Karachi and Lahore Stock Exchanges in Pakistan. The registered office is located at Finlay House, I.I. Chundrigar Road, Karachi. The manufacturing facilities of the Company are located at Kotri, Ferozewattwan and Raiwind. The Company is principally engaged in progressive manufacture and sales of cotton yarn, fabric, yarn dyeing and garments.

1.2 The Board of Directors of the Company in its meeting held on April 05, 2011 approved the scheme of merger by amalgamation of the Company and Gulistan Spinning Mills Limited with and into Paramount Spinning Mills Limited along with the approval of the share swap ratio in relation thereto. The Company on orders of Honourable Sindh High Court called Extra Ordinary General Meeting on August 1, 2011 in which the above said scheme was approved by the shareholders of the Company. The Company is in the process of obtaining No Objection Certificates from its creditors and lenders.

2. BASIS OF PREPARATION

This condensed interim financial information is un-audited and is being submitted to the members in accordance with section 245 of the Companies Ordinance, 1984. It has been prepared in accordance with the requirements of the International Accounting Standard 34 - 'Interim Financial Reporting' and provisions of and directives issued under the Companies Ordinance, 1984. In case where requirements differ, the provisions of or directives issued under the Companies Ordinance, 1984 have been followed. This condensed interim financial information does not include all the information required for annual financial statements and therefore, should be read in conjunction with the audited annual financial statements of the Company for the year ended June 30, 2012.

3. ACCOUNTING POLICIES

The accounting policies adopted for the preparation of this condensed interim financial information are same as those applied in the preparation of preceding audited annual financial statements of the Company for the year ended June 30, 2012.

4. ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of this condensed interim financial information in conformity with the approved accounting standards requires the use of certain critical accounting estimates and assumptions. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances. However, actual results may differ from these estimates.

Estimation and judgements made by the management in the preparation of this condensed interim financial information were the same as those that were applied to the audited annual financial statements for the year ended June 30, 2012 except for the following:

4.1 CHANGE IN ESTIMATES

The management, during the current period, in order to ascertain the useful life and assess the remaining useful life of depreciable assets other than mills equipment, office equipment, furniture & fixture and vehicles carried-out an exercise from an Independent Valuers - M/s Maricon Consultants (Pvt.) Ltd., Engineers, Authorized Valuers of Pakistan Banking Association and Leasing Association of Pakistan. Keeping in consideration the assessed useful life of these assets, the depreciation rates of depreciable assets were found excessive and consequently depreciation rates have been reduced as follows:

Asset category	Depreciation rates (%)	
	Revised	Previous
Factory building	2.5	5
Residential building	2.5	5
Plant and machinery - leased and owned	2.5	5

The change in accounting estimate has been accounted for prospectively in accordance with the requirements of International Accounting Standard 8 - 'Accounting Policies, Changes in Accounting Estimates and Errors' by adjusting the depreciation charge for current period. The change in accounting estimate has resulted in decrease in depreciation charge for the period by Rs.12.476 million with corresponding increase in carrying value of operating fixed assets and decrease in current year's loss before taxation by the same amount.

		September 30, 2012	June 30, 2012
	Note	Rupees Un-audited	Rupees Audited
5. PROPERTY, PLANT AND EQUIPMENT			
Operating fixed assets	5.1	2,540,783,293	2,557,894,389
Capital work-in-progress			
- Civil works		1,184,914	1,184,914
		<u>2,541,968,207</u>	<u>2,559,079,303</u>
5.1 Operating fixed assets			
Book value at beginning of the period / year		2,557,894,389	830,911,170
Additions during the period / year	5.1.1	516,982	37,227,298
Book value of vehicle disposed-off		(240,598)	-
Transfer in from leased vehicles to owned vehicles - at book value		-	838,166
Transfer out from leased vehicles to owned vehicles - at book value		-	(838,166)
Surplus on revaluation carried-out during the preceding year		-	1,736,099,171
Depreciation charge for the period / year		(17,387,480)	(46,343,250)
Book value at end of the period / year		<u>2,540,783,293</u>	<u>2,557,894,389</u>
5.1.1 Additions/(disposal) during the period / year:			
Plant and machinery		104,407	21,979,393
Electric Installations		228,158	2,551,268
Building		-	7,795,556
Mills equipment		38,773	1,047,541
Office equipment		145,644	335,020
Furniture and fixture		-	326,420
Plant and machinery- Leased		-	2,161,100
Vehicles- Leased		-	1,031,000
		<u>516,982</u>	<u>37,227,298</u>

6. LONG TERM FINANCES AND LIABILITIES AGAINST ASSETS SUBJECT TO FINANCE LEASE

Due to the pending litigations, but without prejudice to the company's stance in the said litigation, as detailed in note 10.1.1 to this condensed interim financial information, the Company's financial arrangements with the banking companies and financial institutions have been disputed and the Company will only make payments / adjustments of all the finances after the amounts are reconciled with banks and financial institutions in accordance with abovementioned suit. In terms of provisions of International Accounting Standard 1 - 'Presentation of Financial Statements', all liabilities under these finance agreements should be classified as current liabilities. Based on the above, instalments due after the twelve months period ending September 30, 2013 under long term finance agreements and lease finance agreements have been grouped in current portion of non current liabilities.

7. TRADE AND OTHER PAYABLES

Trade and other payables include bills payable / letters of credit, which represents payable to various financial institutions in respect of letters of credit (LCs) issued by the financial institutions in favour of various local and imported raw material suppliers. The Company is in litigation with banks and financial institutions as detailed in note 10.1.1 below and payments / adjustments will be made upon the outcome of final decision of the litigation.

8. ACCRUED MARK-UP / INTEREST

During the period ended September 30, 2012, the Company has not provided for the mark-up / interest on its long term finances, lease finances and short term borrowings to the extent of Rs.10,922 million, Rs 0.262 million and Rs.87.836 million respectively due to pending litigations with the financial institutions. Amount of the mark-up / interest not accrued upto the balance sheet date aggregate to Rs.99.021 million.

	Note	September 30, 2012	June 30, 2012
		Rupees Un-audited	Rupees Audited
9. SHORT TERM BORROWINGS			
Short term finances - secured	9.1	1,275,965,955	1,223,971,091
Running finances - secured	9.1	311,486,346	313,857,878
Loan from a related party - unsecured		21,762,236	21,762,236
Temporary bank overdraft - unsecured		15,860,468	26,245,425
		<u>1,625,075,005</u>	<u>1,585,836,630</u>

9.1 The abovementioned balances are against various finance facilities, which had expired during the preceding financial year and were not renewed by the respective banks/financial institutions as at the reporting date. Since the matter is prejudice in the Honorable Lahore High Court, the company has not acknowledged its liability until the amount of principal and mark-up is reconciled with the financial institutions in accordance with the suit mentioned in note 10.1.1. further, due to these litigations, bank statements for the current period of three months ended September 30, 2012 from majority of these banks / financial institutions were not available to ensure period end balances of these finance facilities.

10. CONTINGENCIES AND COMMITMENTS**10.1 Contingencies****10.1.1 Liabilities towards banks and financial institutions**

- The Company has filed a global suit in the Lahore High Court against all banks / financial institutions under Section 9 of the Financial Institutions (Recovery of Finances) Ordinance, 2001 for redemption / release of security, rendition of accounts, recovery of damages, permanent injunction and ancillary reliefs. The Lahore High Court vide its order dated October 25, 2012 has ordered not to disturb the present position of current assets and fixed assets of the Company and no coercive action shall be taken against the Company.
- Various Banks and Financial Institutions have also filed suits before different Civil Courts, Banking Courts and High Courts for recovery of their long term and short term liabilities through attachment and sale of Company's hypothecated / mortgaged / charged stocks and properties. The aggregate amount of these claims is Rs.2.113 billion.

Since the matters are pending before various courts, the Company has not acknowledged its financial liabilities towards these banks / financial institutions until the amounts of principal and mark-up / interest are reconciled with these financial institutions in accordance with the abovementioned suits. However, the liability in respect of principal outstanding has been accounted for to the full extent where as mark-up / interest to the extent of Rs.99.021 million has not been accounted for upto the reporting date.

The management is strongly contesting the abovementioned cases and is hopeful for a favourable decision. Since all the cases are pending before various Courts therefore the ultimate outcome can not be established.

10.1.2 There has been no change in the matter as detail in note 27.1.2 to the Company's published annual financial statements for the year ended June 30, 2012.

10.1.3 Counter guarantees aggregating Rs.9.067 million (June 30, 2012: Rs.9.067 million) given by the Company to various banks outstanding as at September 30, 2012 in respect of guarantees issued in favour of various Government Departments / Institutions.

10.2 Commitments

10.2.1 Commitments against confirmed letters of credit outstanding at the period end were for Rs.36.085 (June 30, 2012: Rs.36.276 million).

10.2.2 Export bills discounted at the period end aggregate to Rs. 10.308 million (June 30, 2012: Rs.16.053).

	Note	Quarter ended	
		September 30, 2012	September 30, 2011
		Rupees	Rupees
11. CASH GENERATED FROM OPERATIONS			
(Loss) / profit before taxation		(236,055,842)	889,863
Adjustments for non-cash charges and other items			
Depreciation of operating fixed assets		17,387,475	11,331,236
Provision of gratuity		3,516,811	4,511,569
Finance cost		14,633,753	66,465,301
Workers' profit participation fund		-	16,988
Share of loss / (profit) from Associated Companies		35,822,526	(567,097)
Deferred income		-	(11,593)
Gain on disposal of fixed assets		(509,402)	-
Interest income		(100,167)	(53,630)
Working capital changes	11.1	157,063,675	(42,496,738)
		(8,241,171)	40,085,899
11.1 Movement in working capital			
(Increase) / decrease in current assets:			
Stores, spares and loose tools		2,161,568	5,925,323
Stock-in-trade		88,548,900	70,976,273
Trade debts		83,478,203	(21,267,349)
Loans and advances		12,071,637	(10,865,671)
Deposits and prepayments		(2,010,060)	(523,539)
Other receivables		(7,537,038)	(1,632,455)
		176,713,210	42,612,582
Increase / (decrease) in trade and other payables		(19,649,535)	(85,109,320)
		157,063,675	(42,496,738)

12. RELATED PARTY TRANSACTIONS

- 12.1 The related parties comprises associated companies, directors and key management personnel. Transaction with related parties are carried out on arm's length basis. Aggregate transactions and balances with associated companies during the period were as follow.

Nature of transactions	Nature of relationship	Quarter ended	
		September 30, 2012	September 30, 2011
		Rupees	Rupees
Purchases	Associated Companies	25,634,550	56,127,058
Processing charges	Associated Companies	2,522,542	-
Sales	Associated Companies	24,330,064	5,209,155
Processing income	Associated Companies	5,024,903	13,042,089

13. SEGMENT INFORMATION

A business segment is a group of assets and operations engaged in providing products that are subject to risk and returns that are different from those of other business segments. Management has determined the operating segments based on the information that is presented to the Chief Operating Decision Maker of the Group for allocation of resources and assessment of performance. Based on internal management reporting structure and products produced and sold, the Group is organised into following four operating segments:

- spinning; - dying; - garments; and- weaving.

Management monitors the operating results of above mentioned segments separately for the purpose of making decisions about resources to be allocated and of assessing performance. Segment results and assets include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

For the quarter ended 30 Sept 2012

	Spinning Segment	Dying Segment	Garments Segment	Weaving Segment	Total
	Rupees	Rupees	Rupees	Rupees	Rupees
Sales	211,124,913	70,499,207	379,981,856	-	661,605,977
Cost of sales					783,701,700
Gross loss					(122,095,723)

For the quarter ended 30 Sept 2011

	Spinning Segment	Dying Segment	Garments Segment	Weaving Segment	Total
	Rupees	Rupees	Rupees	Rupees	Rupees
Sales	329,184,747	130,004,582	467,008,369	3,932,601	930,130,300
Cost of sales					806,285,847
Gross profit					123,844,453

14. GENERAL

- 14.1 Figures have been rounded off to the nearest rupee except stated otherwise.
- 14.2 This condensed interim financial information has been authorized for issue by the Board of Directors of the Company on August 27, 2013.