Unaudited Accounts For The Nine Months Ended March 31, 2011







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Corporate Information

Board of Directors

Dr. Ghaith R. Pharaon - Chairman Laith G. Pharaon Wael G. Pharaon Shuaib A. Malik Dr. Mohamed Djarraya Bahauddin Khan Abdus Sattar

Alternate Director: Iqbal A. Khwaja Alternate Director: Babar Bashir Nawaz Alternate Director: Jamil A. Khan

Chief Executive Officer

Shuaib A. Malik

Chief Financial Officer

Anwar A. Shaikh

Company Secretary Shaikh Ather Ahmed

Audit Committee

Abdus Sattar Babar Bashir Nawaz Jamil A. Khan Iqbal A. Khwaja Nouman Ahmed Usmani Chairman Member Member Member Secretary

Auditors

A.F. Ferguson & Co. Chartered Accountants

Solicitors

Ali Sibtain Fazli & Associates

Primary Bankers

Habib Metropolitan Bank Limited National Bank of Pakistan Bank Al-Habib Limited **Faysal Bank Limited** United Bank Limited Habib Bank Limited

Registered Office

7-B, Korangi Industrial Area, P.O. Box 8228 Karachi-74900 UAN- No.111-675-675 Fax: +92-21-35054663 Website: www.nrlpak.com

Share Registrar

Noble Computer Services (Pvt.) Ltd., Mezzanine Floor, House of Habib Building (Siddigsons Tower), 3-Jinnah Co-operative Housing Society, Main Shahrah-e-Faisal, Karachi-75350 Contact No.34325482-87. Fax: 34325442

Website: www.noble-computers.com

Directors' Review



Assalam-u-Alaikum!

The Board of Directors is pleased to present a brief overview of the un-audited interim financial information of your Company for the nine months ended March 31, 2011.

Your company earned profit after tax of Rs. 4,846 million during the period under review as compared to Rs. 1,967 million in the corresponding period. Earning per share was Rs.60.60 compared to Rs.24.60 during corresponding period of last year.

During the period under review daily quotations of Arabian Light Crude Oil were between the range of US \$ 68.95 to US \$ 113.8 per Barrel. Fuel Segment earned profit after tax of Rs. 794 million as compared to after tax loss of Rs. 346 million for corresponding period. Better results were achieved due to higher throughput of 91% as compared to 77% for the same period of last year and relatively better refining margin and stable exchange rate of Pak Rupee versus US\$.

Scheduled maintenance of Lube-I Refinery was conducted for 24 days during the month of March. After maintenance the plant was successfully commissioned again by end of the month. Lube segment performance remained satisfactory. Sales (including exports) increased to 161,820 tons compared to 138,839 tons which contributed significantly towards the improvement in profitability. However, sales of Asphalt were 84,278 tons compared to 146,614 tons on account of lower demand for maintenance and decreased development projects by the Government.

The Federal Government through Finance Act 2010 increased the rate of Minimum Tax from 0.5% to 1%. Your refinery, together with other affected oil sector companies, collectively raised the concerns to relevant authorities highlighting the adverse impact of this change. After, various deliberations between the representatives of oil companies and Government officials, the Government, reverted the minimum rate back to 0.5%.

Recently, Government of Pakistan has imposed flood surcharge of 15% applicable from March 15, 2011 that will be an additional tax burden on your company.

Your company managed to restrain the overdue receivable at a constant figure of Rs. 9,393 million. The issue however, needs an immediate attention of the Government.

The Board would like to extend its gratitude to all the stakeholders for their continued support and confidence in National Refinery Limited.

On behalf of the Board

Shuaib A. Malik
Deputy Chairman /
Chief Executive Officer

Islamabad: April 18, 2011

CONDENSED INTERIM BALANCE SHEET

AS AT MARCH 31, 2011

7.671. MW. 1.61. 61, 2011	Note	Unaudited March 31, 2011	Audited June 30, 2010
ASSETS		(Rupees in	thousand)
NON-CURRENT ASSETS		(rtupood iii	inouounu,
Property, plant and equipment Intangible assets Deferred taxation	3	3,219,275 60 461,868	3,248,221 138 432,732
Long term investment Long term loans and deposits	4	91,718	90.494
Long term loans and deposits			3,771,585
CURRENT ASSETS		3,772,921	3,771,385
Stores, spares and chemicals		1,021,747	904,370
Stock-in-trade Trade debts		18,644,259 14,164,261	11,798,203 16,291,704
Loans and advances		23,774	21,433
Deposits and prepayments		40,374	16,301
Accrued interest		95,421	69,231
Other receivables		780,561	941,591
Investments		5,110,263	1,553,665
Tax refunds due from Government - Sales tax		·	62,028
Cash and bank balances		14,634,729	16,209,008
		54,515,389	47,867,534
TOTAL ASSETS		58,288,310	51,639,119
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES			
Share capital			
Authorised		4 000 000	4 000 000
100,000,000 Ordinary shares of Rs. 10 each		1,000,000	1,000,000
Issued, subscribed and paid up	_	799,666	799,666
Reserves	5	22,084,908	18,838,307
LIABILITIES		22,884,574	19,637,973
NON-CURRENT LIABILITIES			
Retirement benefits obligations		220,790	139,492
CURRENT LIABILITIES			
Trade and other payables	6	32,524,047	29,888,910
Provisions		406,641	298,569
Taxation		2,252,258	1,674,175
		35,182,946	31,861,654
CONTINGENCIES AND COMMITMENTS	7		
TOTAL EQUITY AND LIABILITIES		58,288,310	51,639,119
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The annexed notes 1 to 15 form an integral part of this condensed interim financial information.

Chief Executive Officer

FOR THE PERIOD ENDED MARCH 31, 2011 (UNAUDITED)

		Quarter		Nine months ended		
	Note	March 31,	March 31,	March 31,	March 31,	
		2011	2010	2011	2010	
			(Rupees in	thousand)		
Gross sales	8	45,740,970	33,182,601	129,194,287	92,967,819	
Trade discounts, taxes, duties and levies	9	(6,951,750)	(6,442,469)	(22,676,978)	(18,111,565)	
Net sales		38,789,220	26,740,132	106,517,309	74,856,254	
Cost of sales		(36,234,364)	(25,386,057)	(99,343,719)	(71,246,786)	
Gross profit		2,554,856	1,354,075	7,173,590	3,609,468	
Distribution and marketing expenses		(320,464)	(246,285)	(835,151)	(703,861)	
Administrative expenses		(112,493)	(111,933)	(299,124)	(278,497)	
Other operating income		675,818	357,085	1,901,480	919,253	
Other operating expenses		(194,028)	(94,953)	(543,029)	(233,712)	
Operating profit		2,603,689	1,257,989	7,397,766	3,312,651	
Finance cost		(467)	20,029	(110,003)	(201,817)	
Profit before taxation		2,603,222	1,278,018	7,287,763	3,110,834	
Taxation	10	(893,237)	(464,852)	(2,441,831)	(1,143,943)	
Profit after taxation		1,709,985	813,166	4,845,932	1,966,891	
		•	———(Rup	ees) ———		
Earnings per share		21.38	10.17	60.60	24.60	

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

Chief Executive Officer

Director

CONDENSED INTERIM CASH FLOW STATEMENT

FOR THE PERIOD ENDED MARCH 31, 2011 (UNAUDITED)

	Note	March 31, 2011	March 31, 2010
CASH FLOWS FROM OPERATING ACTIVITIES		(Rupees i	n thousand)
Cash generated from operations Income tax paid Increase in long term loans and deposits Interest paid Payments made to pension fund Post retirement medical benefits paid Net cash from operating activities	11	4,081,354 (1,892,885) (1,224) - (11,631) 2,175,614	9,283,302 (1,226,212) (7,895) - (55,047) - 7,994,148
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment Proceeds from disposal of property, plant and equipment Interest received Investments - net Dividend received on NIT units		(175,795) 4,627 1,484,854 190,185 13,889	(393,753) 2,018 725,179 49,677
Net cash from investing activities		1,517,760	383,121
CASH FLOWS FROM FINANCING ACTIVITIES			
Dividend paid Net increase in cash and cash equivalents Cash and cash equivalents at the beginning of the period		(1,590,427) 2,102,947 17,571,298	(995,543) 7,381,726 7,800,079
Exchange (loss) / gain on foreign currency bank account		(21)	177
Cash and cash equivalents at the end of the period	12	19,674,224	15,181,982

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

Chief Executive Officer

CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY

FOR THE PERIOD ENDED MARCH 31, 2011 (UNAUDITED)

	Share Capital	Capital F	Reserves	Revenue	Revenue Reserves		Total
	Issued, subscribed and paid-up	Capital compensation reserves	Exchange equalisation reserve	General reserve	Unappropriated profit	Note 2.3	
	•		— (Rup	ees in the	ousand) —		
Balance as at July 01, 2009	799,666	10,142	4,117	8,388,000	4,232,178	3,918,638	17,352,741
Final dividend for the year ended June 30, 2009 - Rs. 12.5 per share	-	-	-		(999,582)	-	(999,582)
Transfer to general reserve - 2009	-	-	-	3,200,000	(3,200,000)	-	-
Profit for the nine months ended March 31, 2010	-	-	-	-	1,966,891	-	1,966,891
Loss after tax from fuel refinery operations transferred to special reser	ve -	-	-	-	346,570	(346,570)	-
Balance as at March 31, 2010	799,666	10,142	4,117	11,588,000	2,346,057	3,572,068	18,320,050
Profit for the three months ended June 30, 2010	-	-	-	-	1,317,923	-	1,317,923
Loss after tax from fuel refinery operations transferred to special reser	ve -	<u>-</u>	-	-	361,006	(361,006)	-
Balance as at July 01, 2010	799,666	10,142	4,117	11,588,000	4,024,986	3,211,062	19,637,973
Final dividend for the year ended June 30, 2010 - Rs. 20 per share		-	-	-	(1,599,331)	-	(1,599,331)
Transfer to general reserve - 2010	-	-	-	2,400,000	(2,400,000)	-	-
Profit for the nine months ended March 31, 2011				-	4,845,932		4,845,932
Balance as at March 31, 2011	799,666	10,142	4,117	13,988,000	4,871,587	3,211,062	22,884,574

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

Chief Executive Officer

SELECTED NOTES TO THE CONDENSED INTERIM FINANCIAL INFORMATION

FOR THE PERIOD ENDED MARCH 31, 2011 (UNAUDITED)

1 LEGAL STATUS AND OPERATIONS

National Refinery Limited was incorporated in Pakistan on August 19, 1963 as a public limited company and its shares are listed on the Karachi, Lahore and Islamabad Stock Exchanges in Pakistan. The address of its registered office is 7-B, Korangi Industrial Area. Karachi, Pakistan.

The Company is engaged in the manufacturing, production and sale of large range of petroleum products. The refinery complex of the Company comprises of three refineries, consisting of two lube refineries, commissioned in 1966 and 1985, and a fuel refinery added to the complex in 1977.

2 BASIS OF PREPARATION

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- 2.1 This condensed interim financial information has been prepared in accordance with the requirements of International Accounting Standard (IAS)-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 is being submitted to the shareholders as required by section 245 of the Companies Ordinance, 1984 and listing regulations of the Karachi, Lahore and Islamabad Stock Exchanges.
- 2.2 The accounting policies and the methods of computation adopted in the preparation of this condensed interim financial information are the same as those applied in the preparation of the annual published financial statements of the Company for the year ended June 30, 2010.
- 2.3 As per Import Parity Pricing formula, effective July 1, 2002, certain refineries including the Company have been directed to transfer from their net profit after tax for the year from fuel refinery operations, an amount in excess of 50% of paid-up share capital, as on July 01, 2002 attributable to fuel segment, to offset against any future losses or to make investment for expansion or up-gradation and is therefore not available for distribution.

However, during the period, Ministry of Petroleum and Natural Resources through its circular dated October 14, 2010 directed the refineries not to adjust the operational losses against the special reserve.

March 31.

March 31

	2011	2010
3 PROPERTY, PLANT AND EQUIPMENT	(Rupees ir	thousand)
Additions made during the period:		
Building on leasehold land	6,344	976
Oil terminal Processing plant and storage tanks	3,016 115,198	32,355 44,088
Pipelines Water power and other utilities	114,878	31,786 4,123
Vehicles Furniture and fixtures	1,319 377	2,513 541
Computer and other related accessories	4,971	186
Office and other equipments	31,874 277,977	37,915 154,483
Written down value of assets disposed off during the period:	4 440	
Vehicles Office and other equipments	1,413 27	1,630
	1,440	1,630

3.1 During the period, capital work-in-progress amounting to Rs. 267.15 million (2010: Rs. 136.85 million) was transferred to operating assets.

SELECTED NOTES TO THE CONDENSED INTERIM FINANCIAL INFORMATION

FOR THE PERIOD ENDED MARCH 31, 2011 (UNAUDITED)

	March 31 2011	June 30, 2010
4 LONG TERM INVESTMENT	(Rupees i	n thousand)
Investment in related party (unlisted) - available for sale Anoud Power Generation Limited [1,080,000 (June 30, 2010: 1,080,000) ordinary shares of Rs. 10 each, Equity held 9.09 % (June 30, 2010: 9.09%)]	10,800	10,800
Less: Provision for impairment	(10,800)	(10,800)
5 RESERVES		
Capital reserves Revenue reserves	14,259	14,259
General reserve Unappropriated profit	13,988,000 4,871,587	11,588,000 4,024,986
Chappi ophiatoa prom	18,859,587	15,612,986
Special reserve	3,211,062 22,084,908	3,211,062 18,838,307
6 TRADE AND OTHER PAYABLES		
Creditors		
Government of Pakistan Other trade creditors	4,342,658	7,911,734
Related parties Other trade creditors	86,797 24,562,412	71,169 19,502,009
	28,991,867	27,484,912
Mark-up accrued on unsecured custom duty overdue Accrued liabilities	310,264 508,033	310,264 503,364
Unclaimed dividends Sales tax payable	55,908 1,593,025	47,004 -
Other liabilities	1,064,950 32,524,047	1,543,366 29,888,910

7 CONTINGENCIES AND COMMITMENTS

7.1 Contingencies

There has been no significant change in the contingent liabilities since the issuance of last annual financial statements for the year ended June 30, 2010 except as follows:

- (a) The Company has raised claims to certain Oil Marketing Companies (OMCs) in respect of interest on late payments against receivables aggregating to Rs. 3.39 billion (June 30, 2010: Rs. 2.39 billion). However, these have not been recognised in the financial information as these have not been acknowledged by the OMCs.
- (b) Claims not acknowledged by the Company as debt amounted to Rs. 2.08 billion (June 30, 2010: Rs. 1.41 billion). These includes claims accumulating to Rs. 1.82 billion (June 30, 2010: Rs. 1.26 billion) in respect of late payment surcharge claimed by a crude oil supplier.
- (c) Outstanding counter guarantees at the end of the period amounted to Rs. 291.35 million (June 30, 2010: Rs. 198.41 million)

7.2 Commitments

- (a) Commitments for capital expenditure as at March 31, 2011 amounted to Rs. 223.03 million (June 30, 2010: Rs. 65.11 million); and
- (b) Outstanding letters of credit at the end of the period amounted to Rs. 9.72 billion (June 30, 2010: Rs. 10.28 billion)

SELECTED NOTES TO THE CONDENSED INTERIM FINANCIAL INFORMATION

FOR THE PERIOD ENDED MARCH 31, 2011 (UNAUDITED)

	Quarter	ended	Nine month	ns ended
	March 31,	March 31,	March 31,	March 31,
	2011	2010	2011	2010
8 GROSS SALES		(Rupees in	thousand)	
Local	39,235,052	28,719,534	110,908,323	80,791,368
Export	6,505,918	4,463,067	18,285,964	12,176,451
	45,740,970	33,182,601	129,194,287	92,967,819
9 TRADE DISCOUNTS, TAXES, DUTIES AND LEVIES				
Trade discount	246,360	144,790	592,348	393,020
Sales tax	5,644,041	3,951,042	15,959,346	11,106,893
Excise duty	380,652	357,128	1,007,934	1,030,805
Petroleum levy	680,697	1,989,509	5,117,350	5,511,087
Carbon surcharge	-	-	-	69,760
	6,951,750	6,442,469	22,676,978	18,111,565
10 TAXATION				
Current	890,805	457,014	2,470,967	1,172,015
Deferred	2,432	7,838	(29,136)	(28,072)
	893,237	464,852	2,441,831	1,143,943
			March 31,	March 31,
			2011	2010
11 CASH GENERATED FROM OPERATIONS			(Rupees in t	thousand)
Profit before taxation			7,287,763	3,110,834
			7,207,703	3,110,634
Adjustment for non cash charges and other items: Depreciation and amortization			203,380	175,379
Provision for gratuity			7,452	1,776
Provision for post retirement medical benefits			25,049	14,531
Provision for pension			60,428	45,392
Provision for slow moving and obsolete stores, spa	res and chemicals		22,390	-
Return / Interest on bank deposits			(1,205,291)	(703,370)
Gain on sale of open ended mutual fund units			(16,296)	
Interest income on treasury bills			(359,035)	- (000)
Gain on disposal of property, plant and equipment Gain on re-measurement of fair value of open end		nito	(3,187)	(388) (64,737)
Dividend income on NIT units	ied muldar fund u	iiits	(13,889)	(04,737)
Exchange loss / (gain) on foreign currency bank a	ccount		21	(177)
(Increase) / Decrease in working capital		11.1	(1,927,431)	6,704,062
			4,081,354	9,283,302
11.1 (Increase) / Decrease in working capital				
(Increase) / Decrease in current assets				
Stores, spares and chemicals			(139,767)	83,316
Stock - in - trade			(6,846,056)	(1,460,925)
Trade debts			2,127,443	416,086
Loans and advances			(2,341)	(9,174)
Deposits and prepayments Other receivables			(24,073) 161,030	15,160 1,122,581
Tax refunds due from Government - sales tax			62,028	575,902
			(4,661,736)	742,946
Increase in current liabilities			2.626,233	5.961,116
Trade and other payables Provisions			108,072	5,901,116
			(1,927,431)	6,704,062

SELECTED NOTES TO THE CONDENSED INTERIM FINANCIAL INFORMATION

FOR THE PERIOD ENDED MARCH 31, 2011 (UNAUDITED)

	March 31, 2011	March 31, 2010
12 CASH AND CASH EQUIVALENTS	(Rupees in	thousand)
12 OAGITARD GAGITE GOTALERTO		
In hand	500	500
With banks on:		
current accounts	87,129	62,847
savings accounts	5,724,922	5,839,453
deposit accounts - local currency	8,817,028	8,982,189
deposit accounts - foreign currency		
(US \$ 61 thousand, 2009: US \$ 61 thousand)	5,150	5,087
	14,634,229	14,889,576
Short term investment in treasury bills	5,039,495	291,906
	19,674,224	15,181,982

13 TRANSACTIONS WITH RELATED PARTIES

13.1 Significant rela	ted party transactions are:				
-		Quarter	ended	Nine mont	hs ended
NATURE OF	•	March 31,	March 31,	March 31,	March 31,
RELATIONSHIP	NATURE OF TRANSACTIONS	2011	2010	2011	2010
			(Rupees in th	nousand)	
Associated compani	es		()		
	Sale of petroleum products	16,242,953	9,746,416	40,073,785	26,255,476
	Rental income	930	838	2,791	2,437
	Hospitality income	2,776	1,977	7,925	5,707
	Handling income	27,886	21,221	77,382	53,917
	Trade discount and				
	commission on sales	497,945	330,655	1,225,706	904,912
	Reimbursement of expenses	819	748	2,036	3,750
	Purchase of petroleum products	2,535	3,923	11,993	12,467
	Dividend paid	-	-	815,659	509,787
	Sales of stores	132	-	1,859	-
Post employment sta	ıff				
benefit plans	Contributions	39,879	29,829	118,693	88,748
Others	Purchase of electricity	237,298	193,861	689,697	603,359
	Rental income	141	129	402	366
Key management					
personnel compensation	n: Salaries and other				
	employees benefits	11,174	7,474	25,594	22,470
	Post employment benefits	1,028	876	2,424	2,628
	Director's fee	346	261	2,323	2,298
		12,548	8,611	30,341	27,396

^{13.2} The related party status of outstanding balances as at March 31, 2011 is included in trade debts, other receivables and trade and other payables.

SELECTED NOTES TO THE CONDENSED INTERIM FINANCIAL INFORMATION

FOR THE PERIOD ENDED MARCH 31, 2011 (UNAUDITED)

14 SEGMENT INFORMATION

The financial information regarding business segments is as follows:

	FUEL		LUBE		TOTAL	
	March 31, 2011	March 31, 2010	March 31, 2011	March 31, 2010	March 31, 2011	March 31, 2010
Segment Revenue	•		(Rupees in	thousand)		
Sales to external customer local, net of discount, taxes, duties and leviesexport	61,435,819 15,182,518 76,618,337	40,906,651 11,577,127 52,483,778	26,795,526 3,103,446 29,898,972	21,773,152 599,324 22,372,476	88,231,345 18,285,964 106,517,309	62,679,803 12,176,451 74,856,254
Inter segment sales Elimination of inter segment sales Net sales	23,279,402	18,388,704 - 70,872,482	- - 29,898,972	- - 22,372,476	23,279,402 (23,279,402) 106,517,309	18,388,704 (18,388,704) 74,856,254
Segment results after tax	794,361	(346,570)	4,051,571	2,313,461	4,845,932	1,966,891

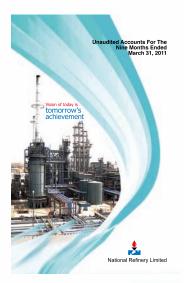
	FU	EL	LU	BE	TOTAL	
	March 31, 2011	June 30, 2010	March 31, 2011	June 30, 2010	March 31, 2011	June 30, 2010
	•		(Rupees in	thousand) -		
Segment Assets	34,694,903	31,030,284	23,225,357	18,514,187	57,920,260	49,544,471
Unallocated Assets	•	-	-	-	368,050	2,094,648
Total Assets	34,694,903	31,030,284	23,225,357	18,514,187	58,288,310	51,639,119
Segment Liabilities	30,746,062	28,645,989	2,405,416	1,680,982	33,151,478	30,326,971
Unallocated Liabilities	-	-	-	-	2,252,258	1,674,175
Total Liabilities	30,746,062	28,645,989	2,405,416	1,680,982	35,403,736	32,001,146

15 DATE OF AUTHORISATION FOR ISSUE

This condensed interim financial information was authorised for issue by the Board of Directors of the Company on April 18, 2011.

Chief Executive Officer

Director





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