

Vision of today is Tomorrow's Achievement Unaudited Accounts for the Nine Months ended March 31, 2012

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Corporate Information

Board of Directors

Dr. Ghaith R. Pharaon - Chairman Alternate Director: Iqbal A. Khwaja

Laith G. Pharaon

Alternate Director: Babar Bashir Nawaz

Wael G. Pharaon

Alternate Director: Jamil A. Khan

Shuaib A. Malik

Dr. Mohamed Djarraya Bahauddin Khan

Abdus Sattar

Chief Executive Officer

Shuaib A. Malik

Chief Financial Officer

Anwar A. Shaikh

Company Secretary

Nouman Ahmed Usmani

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: +9221 35054663, +9221 35066705

Website: www.nrlpak.com E-mail: info@nrlpak.com

Share Registrar

Noble Computer Services (Pvt.) Ltd., First Floor, House of Habib Building (Siddiqsons Tower), 3-Jinnah Cooperative 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, 2012.

Your company earned profit after tax of Rs. 2,163 million during the period under review. In the corresponding period of nine months the profit was Rs. 4,846 million. Similarly, Earning per share came down to Rs. 27.05 as compared to Rs. 60.60.

Fuel Segment earned profit after tax of Rs. 56 million (2011: Rs. 794 million). Sharp depreciation in Pak Rupee against US Dollar resulted in exchange loss of Rs. 801 million as against gain of Rs. 117 million in the same period last year. Despite increase in product prices, better refining margins could not be achieved due to lower volume of sales and increase in international crude oil prices. Refinery was operated at 83% of the designed capacity due to market dynamics (2011: 91%).

Profitability of Lube Segment was severely affected because of higher increase in feed cost as compared to nominal increase in the product prices. Additionally, volume of Lube Base Oil exports and local sale of Asphalt declined as a result of adverse market environment.

The Government and industry are in constant touch on the issue of circular debt. However, no significant progress has been made to completely resolve this problem.

Your company will continue to strive to achieve better results and make all possible efforts to meet the shareholders' expectations.

On behalf of the Board

Dr. Ghaith R. Pharaon Chairman

Rawalpindi: April 18, 2012

CONDENSED INTERIM BALANCE SHEET

<u>ASSETS</u>	Note	Unaudited March 31, 2012 (Rupees in	Audited June 30, 2011 thousand)
NON-CURRENT ASSETS Property, plant and equipment Intangible assets Long term investment Long term loans and deposits	4 5	3,556,713 1,697 - 93,533 3,651,943	3,234,755 35 - 93,030 3,327,820
CURRENT ASSETS Stores, spares and chemicals Stock-in-trade Trade debts Loans and advances Deposits and prepayments Accrued interest Other receivables Investments Cash and bank balances	6	980,987 30,666,687 16,605,823 33,166 73,668 48,763 239,068 743,347 10,247,607 59,639,116	887,292 19,346,929 14,100,493 23,962 18,446 56,995 932,485 8,941,634 9,058,203 53,366,439
TOTAL ASSETS EQUITY AND LIABILITIES		63,291,059	56,694,259
SHARE CAPITAL AND RESERVES			
Issued, subscribed and paid up Reserves	7	799,666 23,971,453 24,771,119	799,666 23,807,509 24,607,175
NON-CURRENT LIABILITIES Retirement benefits obligations Deferred taxation		245,123 187,412	179,857 48,909
CURRENT LIABILITIES Trade and other payables Provisions Taxation - provision less payments	8	36,667,648 436,298 983,459	29,400,170 428,676 2,029,472
CONTINGENCIES AND COMMITMENTS	9	38,087,405	31,858,318
TOTAL EQUITY AND LIABILITIES		63,291,059	56,694,259

The annexed notes 1 to 18 form an integral part of this condensed interim financial information.

Chief Executive Officer

Director

CONDENSED INTERIM PROFIT AND LOSS ACCOUNT

FOR THE NINE MONTHS ENDED MARCH 31, 2012 (UNAUDITED)

		Quarter ended		Nine months ended		
	Note	March 31, 2012	March 31, 2011	March 31, 2012	March 31, 2011	
			(Rupees in	n thousand)———		
Gross sales	10	53,323,676	45,740,970	150,008,582	129,194,287	
Trade discounts, taxes, duties and levies	11	(8,831,233)	(6,951,750)	(23,850,273)	(22,676,978)	
Net sales		44,492,443	38,789,220	126,158,309	106,517,309	
Cost of sales		(43,534,335)	(36,234,364)	(122,266,576)	(99,343,719)	
Gross profit		958,108	2,554,856	3,891,733	7,173,590	
Distribution and marketing expenses		(313,440)	(320,464)	(887,051)	(835,151)	
Administrative expenses		(116,904)	(112,493)	(337,835)	(299,124)	
Other operating income		584,681	675,818	1,809,220	1,901,480	
Other operating expenses		(64,316)	(194,028)	(258,275)	(543,029)	
Operating profit		1,048,129	2,603,689	4,217,792	7,397,766	
Finance cost	12	(198,798)	(467)	(794,887)	(110,003)	
Profit before taxation		849,331	2,603,222	3,422,905	7,287,763	
Taxation	13	(270,823)	(893,237)	(1,259,797)	(2,441,831)	
Profit after taxation		578,508	1,709,985	2,163,108	4,845,932	
Earnings per share - basic and diluted (in Rupees)		7.23	21.38	27.05	60.60	

The annexed notes 1 to 18 form an integral part of this condensed interim financial information.

Chief Executive Officer

CONDENSED INTERIM CASH FLOW STATEMENT

FOR THE NINE MONTHS ENDED MARCH 31, 2012 (UNAUDITED)

CASH FLOWS FROM OPERATING ACTIVITIES			
Cash (used in) / generated from operations	14	(3,266,379)	4,081,354
Income tax paid		(2,167,307)	(1,892,885)
Increase in long term loans and deposits		(503)	(1,224)
Payment made to gratuity fund		(7,927)	-
Payment made to pension fund		(6,194)	-

March 31,

2012

(14,898)

(5,463,208)

(Rupees in thousand)

Note

March 31,

(11,631)

2,175,614

CASH FLOWS FROM INVESTING ACTIVITIES

Net cash (used in) / from operating activities

Payment made to Post retirement medical benefits fund

Purchase of property, plant and equipment	(535,341)	(175,795)
Purchase of intangible asset	(1,797)	-
Proceeds from disposal of property, plant and equipment	860	4,627
Proceeds from sale of units of open ended mutual funds	-	190,185
Dividend received on NIT units	-	13,889
Return on treasury bills received	477,223	305,753
Interest received on bank accounts	601,741	1,179,101
Net cash from investing activities	542.686	1.517.760

CASH FLOWS FROM FINANCING ACTIVITIES

Dividend paid		(1,992,238)	(1,590,427)
Net (decrease) / increase in cash and cash equivalents		(6,912,760)	2,102,947
Cash and cash equivalents at the beginning of the period		17,888,486	17,571,298
Exchange gain on foreign currency bank account		-	(21)
Cash and cash equivalents at the end of the period	15	10,975,726	19,674,224

The annexed notes 1 to 18 form an integral part of this condensed interim financial information.

Chief Executive Officer

CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY

FOR THE NINE MONTHS ENDED MARCH 31, 2012 (UNAUDITED)

	Share Capital	Capital F	Reserves	Revenue	Reserves	Special	Total
	Issued, subscribed and paid-up	Capital compensation reserves	Exchange equalisation reserve	General reserve	Unappro- priated profit	Reserve (Note 7.1)	
			(Ri	upees in thousar	nd) ————		
Balance as at July 1, 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	-	-	-	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
Profit for the three months ended June 30, 2011	-	-	-	-	1,722,601	-	1,722,601
Profit after tax from fuel refinery transferred to special reserve	-	-	=	-	(658,006)	658,006	-
Balance as at July 1, 2011	799,666	10,142	4,117	13,988,000	5,936,182	3,869,068	24,607,175
Final dividend for the year ended June 30, 2011 - Rs. 25 per share	-	_	_	_	(1,999,164)	_	(1,999,164)
Transfer to general reserve	-	-	-	3,900,000	(3,900,000)	-	-
Profit for the nine months ended March 31, 2012	-	-	-	-	2,163,108	-	2,163,108
Balance as at March 31, 2012	799,666	10,142	4,117	17,888,000	2,200,126	3,869,068	24,771,119

The annexed notes 1 to 18 form an integral part of this condensed interim financial information.

Chief Executive Officer

Director

FOR THE NINE MONTHS ENDED MARCH 31, 2012 (UNAUDITED)

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.

BASIS OF PREPARATION

- 2.1 This condensed interim financial information of the Company for nine months ended March 31, 2012 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 under section 245 of the Companies Ordinance, 1984 and the Listing Regulations of the Karachi, Lahore and Islamabad Stock Exchanges.
- 2.2 This condensed interim financial information does not includes all the information required for full financial statements and should be read in conjunction with the annual financial statements for the year ended June 30, 2011.
- 2.3 The accounting policies adopted in the preparation of this condensed interim financial information are the same as those applied in the preparation of the preceding annual financial statements of the Company for the year ended June 30, 2011.

ACCOUNTING ESTIMATES, JUDGMENTS AND FINANCIAL RISK MANAGEMENT

- 3.1 The preparation of interim financial information requires management to make judgments, estimates and assumptions that effect the application of accounting policies and the reported amounts. Actual results may differ from these judgments, estimates and assumptions.
 - However, management believes that the change in outcome of judgments, estimates and assumptions would not have a material impact on the amounts disclosed in this condensed interim financial
- 3.2 Judgments and estimates made by the management in the preparation of this condensed interim financial information are the same as those that were applied to the financial statements as at and for the year ended June 30, 2011.
- 3.3 The Company's financial risk management objectives and policies are consistent with those disclosed in the financial statements as at and for the year ended June 30, 2011.

FOR THE NINE MONTHS ENDED MARCH 31, 2012 (UNAUDITED)

		March 31, 2012	March 31, 2011
4	PROPERTY, PLANT AND EQUIPMENT	(Rupees in t	:housand)
	Additions made during the period:		
	Building on leasehold land	2,906	6,344
	Oil terminal	44,237	3,016
	Processing plant and storage tanks	71,120	115,198
	Pipelines	16,829	-
	Water power and other utilities	4,230	114,878
	Vehicles	2,296	1,319
	Furniture and fixtures	655	377
	Computer and other related accessories	6,051	4,971
	Office and other equipment	24,506	31,874
	•	172,830	277,977
	Written down value of assets disposed off during the period:		
	Vehicles	272	1,413
	Office and other equipment	15	27
		287	1,440
4.1	During the period, capital work-in-progress amounting to Rs. 153.05 was transferred to operating assets.	million (2011: Rs.	267.15 million)
		March 31, 2012	June 30, 2011
5	LONG TERM INVESTMENT	(Rupees in t	thousand)
	Investment in related party (unlisted)		

- available for sale

Anoud Power Generation Limited 10,800 10,800 [1,080,000 (June 30, 2011: 1,080,000) ordinary shares of Rs. 10 each, Equity held 9.09 % (June 30, 2011: 9.09%)] Less: Provision for impairment (10,800)(10,800)

STOCK-IN-TRADE 6

As at March 31, 2012, stock of raw materials has been written down by Rs. 181.29 million (June 30, 2011: Rs. 207.45 million) and finished goods by Nil (June 30, 2011: Rs. 115.96 million) to arrive at its net realisable value.

7	RESERVES		2012 (Rupees in	2011 n thousand)
	Capital reserves Revenue reserves		14,259	14,259
	General reserve		17,888,000	13,988,000
	Unappropriated profit		2,200,126	5,936,182
			20,088,126	19,924,182
	Special reserve	7.1	3,869,068	3,869,068
			23,971,453	23,807,509

March 31,

June 30,

FOR THE NINE MONTHS ENDED MARCH 31, 2012 (UNAUDITED)

As per Import Parity Pricing formula, effective July 1, 2002, certain refineries including the Company have been directed to transfer to a 'Special Reserve' 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 1, 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, 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.

3	TRADE AND OTHER PAYABLES	March 31, 2012 (Rupees ir	June 30, 2011 n thousand)
	Creditors		
	Government of Pakistan	2,700,005	2,282,216
	Other trade creditors		
	Related parties	76,608	2,878
	Other trade creditors	29,868,352	23,426,827
		32,644,965	25,711,921
	Mark-up accrued on unsecured custom duty overdue	-	310,264
	Accrued liabilities	561,479	656,946
	Advance from customers	263,013	275,037
	Unclaimed dividends	61,263	54,337
	Sales tax payable	2,131,567	1,940,962
	Excise duty and petroleum levy	652,979	163,924
	Other liabilities	352,382	286,779
		36.667.648	29,400,170

CONTINGENCIES AND COMMITMENTS

Contingencies 9.1

8

There has been no significant change in the contingencies since the issuance of last annual financial statements for the year ended June 30, 2011 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. 4.69 billion (June 30, 2011: Rs. 3.60 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. 3.82 billion (June 30, 2011: Rs. 2.89 billion). These include claims accumulating to Rs. 3.56 billion (June 30, 2011: Rs. 2.68 billion) in respect of late payment surcharge claimed by a crude oil supplier.
- (c) Outstanding counter guarantees at end of the period amounted to Rs. 293.54 million (June 30, 2011: Rs. 291.26 million).

FOR THE NINE MONTHS ENDED MARCH 31, 2012 (UNAUDITED)

9.2 Commitments

- (a) Commitments for capital expenditure as at March 31, 2012 amounted to Rs. 918.87 million (June 30, 2011: Rs. 81.97 million);
- (b) Outstanding letters of credit at the end of the period amounted to Rs. 19.25 billion (June 30, 2011: Rs. 11.74 billion).

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		Quarter	Quarter ended		ths ended
		March 31, 2012	March 31, 2011	March 31, 2012	March 31, 2011
	0000001100		(Rupees in	thousand) ———	
10	GROSS SALES				
	Local	47,077,508	39,235,052	131,246,807	110,908,323
	Export	6,246,168	6,505,918	18,761,775	18,285,964
		53,323,676	45,740,970	150,008,582	129,194,287
11	TRADE DISCOUNTS, TAXES, DUTIES AND LEVIES				
	Trade discounts	281,382	246,360	852,776	592,348
	Sales tax	6,492,679	5,644,041	17,998,458	15,959,346
	Excise duty	377,889	380,652	1,011,180	1,007,934
	Petroleum levy	1,679,283	680,697	3,987,859	5,117,350
		8,831,233	6,951,750	23,850,273	22,676,978

12 FINANCE COST

This includes exchange loss of Rs. 857.26 million (July to March 2011: exchange gain of Rs. 94.5 million) on foreign currency transactions relating to crude oil purchases.

		Quarter	Quarter ended		ths ended	
		March 31, 2012	March 31, 2011	March 31, 2012	March 31, 2011	
			(Rupees in	thousand) ———		
13	TAXATION					
	Current	178,505	890,805	1,121,294	2,470,967	
	Deferred	92,318	2,432	138,503	(29,136)	
		270,823	893,237	1,259,797	2,441,831	

FOR THE NINE MONTHS ENDED MARCH 31, 2012 (UNAUDITED)

		March 31, 2012	March 31, 2011
CASH (USED IN) / GENERATED FROM OPERATIONS		(Rupees ir	thousand)
Profit before taxation		3,422,905	7,287,763
Adjustment for non cash charges and other items:			
Depreciation and amortization		213,231	203,380
Provision for pension		64,036	60,428
Provision for gratuity		7,970	7,452
Provision for post retirement medical benefits		22,279	25,049
Provision for slow moving and obsolete stores,			
spares and chemicals		23,085	22,390
Return / Interest on bank deposits		(593,509)	(1,205,291)
Gain on sale of open ended mutual fund units		-	(16,296)
Return on treasury bills		(381,100)	(359,035)
Gain on disposal of property, plant and equipment		(573)	(3,187)
Dividend income on NIT units		-	(13,889)
Exchange gain on foreign currency bank account		-	21
Increase in working capital	14.1	(6,044,703)	(1,927,431)
		(3,266,379)	4,081,354

14.1 Increase in working capital

14

(Increase) / Decrease in current assets

Stores, spares and chemicals	(116,780)	(139,767)
Stock-in-trade	(11,319,758)	(6,846,056)
Trade debts	(2,505,330)	2,127,443
Loans and advances	(9,204)	(2,341)
Deposits and prepayments	(55,222)	(24,073)
Other receivables	693,417	161,030
Tax refunds due from Government - sales tax	-	62,028
	(13,312,877)	(4,661,736)
crease in current liabilities		

Trade and other payables	7,260,552	2,626,233
Provisions	7,622	108,072
	(6,044,703)	(1,927,431)

FOR THE NINE MONTHS ENDED MARCH 31, 2012 (UNAUDITED)

15

March 31, 2012 (Rupees in the	March 31, 2011 thousand)	
	500	
In hand 500	500	
With banks on:		
Current accounts 189,659	87,129	
Savings accounts 15.2 2,811,189	5,724,922	
Deposit accounts		
- local currency 15.1 & 15.2 7,246,259	8,817,028	
- foreign currency (March 31,		
2011: US\$ 61 thousand) -	5,150	
10,247,107	14,634,229	
Short term investment in treasury bills 728,119	5,039,495	
10,975,726	19,674,224	

- 15.1 Includes Rs. 955.57 million (March 31, 2011: Rs. 1.03 billion) in respect of deposits placed in 90 days interest-bearing accounts consequent to various directives of the Ministry of Petroleum & Natural Resources on account of amounts withheld along with related interest earned thereon.
- 15.2 Includes Rs. 828.99 million (March 31, 2011: Rs. 290.62 million) under lien with banks against bank guarantees issued on behalf of Company.

FOR THE NINE MONTHS ENDED MARCH 31, 2012 (UNAUDITED)

TRANSACTIONS WITH RELATED PARTIES

16.1 Significant related party transactions are:

		Quarter ended		Nine months ended		
	-	March 31, 2012	March 31, 2011	March 31, 2012	March 31, 2011	
	-		(Rupees in	thousand)		
Nature of relationship	Nature of transactions					
Associated companies	Sale of petroleum products	24,109,233	16,242,953	68,721,792	40,073,785	
	Rental income	1,070	930	3,088	2,791	
	Hospitality income	2,662	2,776	8,045	7,925	
	Handling income	28,468	27,886	90,475	77,382	
	Trade discount and					
	commission on sales	523,292	497,945	1,530,216	1,225,706	
	Reimbursement of expenses	197	819	1,295	2,036	
	Purchase of petroleum					
	products	3,492	2,535	11,070	11,993	
	Dividend paid	-	-	1,019,574	815,659	
	Sale of stores	1,093	132	1,093	1,859	
Post employment staff						
benefit plans	Contributions	42,905	39,879	125,183	118,693	
Others	Purchase of electricity	168,818	237,298	657,850	689,697	
	Rental income	156	141	443	402	
Key management personnel						
compensation	Salaries and other					
22	employee benefits	8,741	11,174	31,425	25,594	
	Post employment benefits	1,097	1,028	3,324	2,424	
	Director's fee	631	346	2,198	2,323	
		10,469	12,548	36,947	30,341	

^{16.2} The related party status of outstanding balances as at March 31, 2012 is included in trade debts, other receivables and trade and other payables.

FOR THE NINE MONTHS ENDED MARCH 31, 2012 (UNAUDITED)

SEGMENT INFORMATION

The financial information regarding business segments is as follows:

	FUEL		LUBE		TOTAL	
	March 31, 2012	March 31, 2011	March 31, 2012	March 31, 2011	March 31, 2012	March 31, 2011
	-		(Rupees in	thousand)		
Segment Revenue Sales to external customer - local, net of discount, taxes,						
duties and levies	77,538,667	61,435,819	29,857,867	26,795,526	107,396,534	88,231,345
- export	16,776,160	15,182,518	1,985,615	3,103,446	18,761,775	18,285,964
	94,314,827	76,618,337	31,843,482	29,898,972	126,158,309	106,517,309
Inter segment sales	30,664,788	23,279,402	-	-	30,664,788	23,279,402
Elimination of inter segment sales	-	-	-	-	(30,664,788)	(23,279,402)
Net sales	124,979,615	99,897,739	31,843,482	29,898,972	126,158,309	106,517,309
Segment results after tax	55,878	794,361	2,107,230	4,051,571	2,163,108	4,845,932
	FUEL		LUBE		TOTAL	
	March June 30,		March	June 30.	March	June 30,
	31, 2012	2011	31, 2012	2011	31, 2012	2011
			— (Rupees in thousand) —			
Segment Assets Unallocated Assets	40,438,806	33,787,945 -	20,933,674	21,346,617	61,372,480 1,918,579	55,134,562 1,559,697
Total Assets	40,438,806	33,787,945	20,933,674	21,346,617	63,291,059	56,694,259
Segment Liabilities Unallocated Liabilities	35,337,263	27,904,406 -	2,011,806	2,104,296	37,349,069 1,170,871	30,008,702 2,078,382
Total Liabilities	35,337,263	27,904,406	2,011,806	2,104,296	38,519,940	32,087,084

DATE OF AUTHORISATION FOR ISSUE 18

This condensed interim financial information was authorised for issue by the Board of Directors of the Company on April 18, 2012.

Chief Executive Officer





7-B, Korangi Industrial Area, Karachi-74900, Pakistan. UAN: 111-675-675 Fax: 92-21-35054663 www.nrlpak.com E-mail: info@nrlpak.com