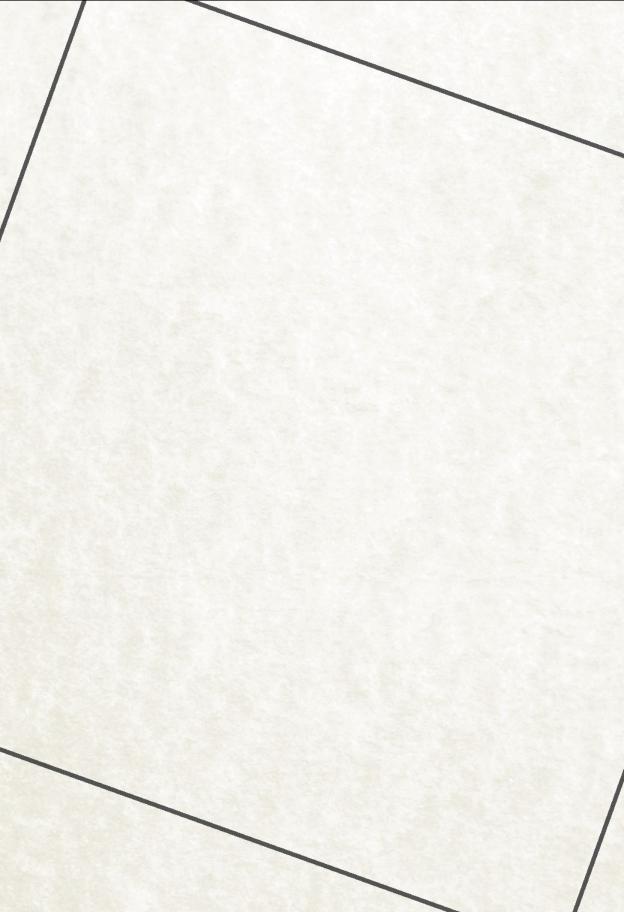
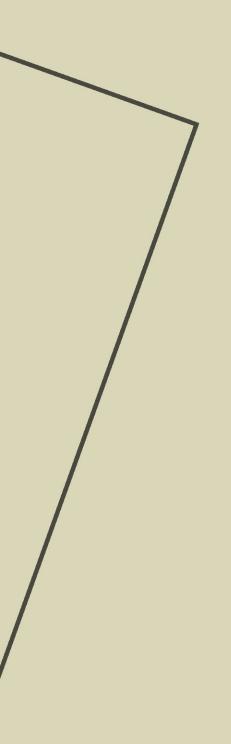


AISHA STEEL MILLS LIMITED

SHAPING THE ECONOMY

Condensed Interim Report for the First Quarter Ended September 2012





CONTENTS

02 Company I	Information
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- 03 Directors' Report
- 06 Condensed Interim Balance Sheet
- Condensed Interim Profit & Loss Statement
- 08 Condensed Interim Cash flow Statement
- 09 Condensed Interim Statement of Changes In Equity
- 10 Notes to the Condensed Interim Financial Statements

COMPANY INFORMATION

Board of Directors

Mr. Mikio Kinoshita, Chairman

Mr. Yoshikazu Uda

Mr. Arif Habib

Mr. Kashif Habib

Mr. Muhammad Ejaz

Mr. Hasib Rehman

Mr. Ali Akhtar Khan

Mr. Kashif Shah Chief Executive Officer

Audit Committee

Mr. Kashif Habib - Chairman

Mr. Mikio Kinoshita - Member

Mr. Hasib Rehman - Member

Mr. Muhammad Ejaz - Member

Registered Address:

Arif Habib Centre, 23-MT Khan Road, Karachi - Pakistan website: www.aishasteel.com

Plant Address:

DSU - 45, Pakistan Steel Down Stream Industrial Estate Bin Qasim, Karachi

Auditors

A.F. Fergusons & Co., Chartered Accountants

State Life Building No: 1-C I.I Chundrigar Road, Karachi

Share Registrar Department

Central Depository Company of Pakistan CDC House, 99-B, SMCHS Shahrae Faisal, Karachi Phone: 92-21-111-111-500

Bankers

Askari Bank Ltd

Bank Alfalah Ltd

Faysal Bank Ltd

Habib Metropolitan Bank Ltd

KASB Bank Ktd

MCB Bank Ltd

National Bank of Pakistan

Pak China Investment Company Ltd

Saudi Pak Industrial and Agricultural Investment

Company (Pvt.) Ltd

Silk Bank Ltd

Summit Bank Ltd

Sindh Bank Ltd

The Bank of Khyber

The Bank of Punjab

DIRECTORS REPORT - SEPTEMBER 30, 2012

The Board of Directors are pleased to present the first quarter report for the period ended September 30, 2012.

The quarter under review has been eventful for your Company owing to the successful listing of ASML on the Karachi Stock Exchange with the issue being oversubscribed by 2.7 times. Besides listing on the local bourses your Company is also now rated A- (Single A Minus) by JCR VIS Rating Agency Ltd.

Post commencement of trial production in June 2012, ASML also started sales in the current quarter. We are pleased to communicate that your Company is now supplying CRC in line with Japanese standards, to the commercial market. Your Company has been able to sell c. 3,500 MT CRC in this quarter; accordingly the net loss amounting to PKR 50 M resulting out of the trial run operations have been capitalized.

Going forward the quantum of sales will steadily increase in tandem with our step up capacity plan.

At the quarter end, ASML had procured 38,600 MT HRC out of which c. 17,000 MT HRC has reached ASML, ensuring sufficient raw material supply for smooth operations for coming months. Your Company has been able to secure sufficient working capital lines which have been utilized to procure adequate raw material for seamless production of CRC.

Moreover, your Company had announced Commercial Operations Date effective October 1, 2012.

In addition to the afore-said results of trial run operations, your Company has incurred an after tax loss of PKR 32.31M charged to the profit and loss account. Your Company's administrative expenses have increased to

PKR 53.17 M (Year 2011: PKR 30.42 M) due to the addition in the manpower resource of ASML as your Company has commenced its operations.

ASML is geared up to reap sustainable margins in the coming years. In the short term, Company will have to bear adverse impact of the current decrease in the international prices of CRC. The current decline in the international prices is a momentary phase therefore will not have any drastic effect on ASML in the subsequent period.

ASML has bright prospects for growth in the medium term as the team continues to work forward to achieve shareholders value.

We thank all our stakeholders for their continued support.

For & on behalf of the Board of Directors

Kashif Shah

Chief Executive Officer

Dated: October 30, 2012





CONDENSED INTERIM BALANCE SHEET

As At September 30, 2012

		Un-Audited September 30	Audited June 30
	Note	2012	2012
		Rupees	'000
ASSETS			
Non-current assets Property plant and equipment Intangible assets Long term loans Long term deposits and prepayments Deferred tax asset	5 6 7	9,702,680 13,028 5,352 50,632 254,678 10,026,370	9,491,653 11,343 4,032 47,634 237,281 9,791,943
Current assets			
Stores and spares Stock in trade Advances, deposits and prepayments Other Receivables Accrued mark-up Tax refunds due from Government - Sales tax Taxation - net Cash and bank balances	8	132,809 1,503,476 42,306 138,854 603 308,567 60,184 23,632	137,089 489,519 20,294 138,854 424 285,274 46,394 37,283
Total assets		2,210,430	1,155,131
EQUITY AND LIABILITIES			
Equity			
Share Capital Accumulated losses Liabilities	10	3,438,201 (472,972) 2,965,229	3,438,201 (440,664) 2,997,537
Non-current liabilities			
Long-term finance Sponsors' loan Liabilities against assets subject to finance leases Staff retirements benefits Current liabilities	11	6,499,505 59,948 10,612 6,125 6,576,190	5,912,032 - 11,375 6,125 5,929,532
Trade and other payables Current maturity of liabilities against assets subject	12	1,208,349	592,131
to finance lease Short-term finance Current portion of long-term finance Accrued mark-up	13 11	3,519 1,009,235 30,000 444,277	3,679 529,386 30,000 864,809
Contingencies and commitments Total equity and liabilities	14	2,695,381	2,020,005

The annexed notes 1 to 20 form an integral part of these condensed interim financial statements.

Chairman Chief Executive Officer Chief Financial Officer

CONDENSED INTERIM PROFIT AND LOSS ACCOUNT (UN-AUDITED)

For The Three Months Period Ended September 30, 2012

For the quar	ter ended
September 30	September 30

		September 30	September 30
	Note	2012	2011
		Rup	ees '000
Administrative Expenses	15	(47,485)	(30,427)
Other Operating Income	16	1,899	14,469
Finance Cost	17	(4,118)	(1,296)
Loss before Taxation		(49,704)	(17,254)
Taxation - deferred		17,397	-
Loss for the period after tax		(32,308)	(17,254)
Other Comprehensive income		-	-
Total Comprehensive loss		(32,308)	(17,254)
Loss per share - basic and diluted (rupees)		(0.221)	(0.198)

The annexed notes 1 to 20 form an integral part of these condensed interim financial statements.

Chairman

Chief Executive Officer

Chief Financial Officer

CONDENSED INTERIM CASH FLOW STATEMENT (UN-AUDITED)

For The Three Months Period Ended September 30, 2012

		For the qua September 30	rter ended September 30
	Note	2012	2011
		Rupees	s '000
CASH USED IN OPERATING ACTIVITIES Cash used in operations	18	(538,274)	(116,926)
Income tax paid Markup paid (Increase) / decrease in long-term deposits and pre	payments	(13,790) (678,097) (4,317)	(941) (384,314) 1,791
Net cash used in operating activities		(1,234,478)	(500,390)
CASH FLOWS FROM / (USED IN) INVESTING AC	CTIVITIES		
Purchase of property, plant and equipment Sale proceeds of trial run sale - transferred to CW Acquisition of Intangible assets Sale proceeds on disposal of property, plant and e Return from term deposits & saving accounts Net cash flows from / (used in) investing activities		(163,126) 258,359 (1,759) - 1,453 94,927	(321,489) - - 93 16,039 (305,357)
CASH FLOWS FROM FINANCING ACTIVITIES			
Increase / (decrease) in long term finance Sponsors' loan received Increase in short term finance Decrease in finance lease liability (net)		587,474 59,948 479,849 (1,371)	(94,887) - 91,500 (871)
Net cash flows from / (used in) financing activities		1,125,900	(4,258)
Net decrease in cash and cash equivalents		(13,651)	(810,005)
Cash and cash equivalents at the beginning of the p	period	37,283	938,392
Cash and cash equivalents at the end of the period	9	23,632	128,387

The annexed notes 1 to 20 form an integral part of these condensed interim financial statements.

Chairman

Chief Executive Officer

Chief Financial Officer

CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY (UN-AUDITED)

For The Three Months Period Ended September 30, 2012

		Accumulate Loss	ed Total
	Rupees '000		
3,200,336	3,571	(354,581)	2,849,326
IS			
-	-	(17,254)	(17,254)
3,200,336	3,571	(371,835)	2,832,072
		,	
3,438,201	-	(440,664)	2,997,537
IS			
-	-	(32,308)	(32,308)
3,438,201		(472,972)	2,965,229
	3,200,336 3,200,336 3,438,201	Subcribed and paid-up capital paid-up capital paid-up capital Share deposit money Rupees '000 3,200,336 3,200,336 3,571 3,200,336 3,571 3,438,201 -	Subcribed and paid-up capital paid-up capital paid-up capital paid-up capital money Commondation Paid Loss Rupees '000 3,200,336 3,571 (354,581) 3,200,336 3,571 (371,835) 3,438,201 - (440,664) 3 - (32,308)

The annexed notes 1 to 20 form an integral part of these condensed interim financial statements.

Chairman

Chief Executive Officer

Chief Financial Officer

For The Three Months Period Ended September 30, 2012

1 THE COMPANY AND ITS OPERATIONS

The Company was incorporated in Pakistan on May 30, 2005 as a public limited company under the Companies Ordinance, 1984. The registered office of the Company is situated at Arif Habib Centre, 23-M.T.Khan Road, Karachi. During the first quarter ended September 30, 2012, the Company's ordinary and preference securities got listed at the Karachi Stock Exchange.

The Company has set up a cold rolling mill complex in the downstream Industrial Estate, Pakistan Steel, Bin Qasim, Karachi, to carry out its principal business of manufacturing and selling of cold rolled coils. After the successful completion of the project in the fourth quarter of the last year ended June 30, 2012, the Company has started its trial operations which have been successfully completed on September 30, 2012. Accordingly the Company has declared October 1, 2012 as its Commercial Operations Date.

2 BASIS OF PREPARATION

- 2.1 This condensed interim financial information has been prepared in accordance with approved accounting standards as applicable in Pakistan for interim financial reporting comprising of 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 of the information required for full annual financial statements and should be read in conjunction with the audited annual financial statements of the Company as at and for the year ended June 30, 2012.
- 2.2 This condensed interim financial information is presented in Pakistan Rupees which is also the Company's functional currency and all financial information presented has been rounded off to the nearest thousand

3 ACCOUNTING POLICIES

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

Amendments to certain existing standards and interpretations on approved accounting standards effective during the period were not relevant to the Company's operations and did not have any impact on the accounting policies of the Company.

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

There have been no critical judgments made by the Company's management in applying the accounting policies that would have significant effect on the amounts recognised in these condensed interim financial statements.

For The Three Months Period Ended September 30, 2012

				September 30 2012 Rupee	June 30 2012 es in '000
5	PROPERTY, PLANT AND EQUIP	MENT			
	Operating assets - at written down Capital work in progress - at cost	value		269,127 9,433,553 9,702,680	270,155 9,221,498 9,491,653
5.1	Following is the cost of assets tha September 30, 2012:	t have been ac	dded / disposed	d off during the firs	st quarter ended
		For the quart September : Additions	30, 2012 Disposals	For the qua Septembe Additions	er 30, 2011 Disposals
			Rupe	es in '000	
	Leasehold Land Office equipments Furniture and fittings Motor vehicles - owned Motor vehicles - leased	2,888 177 - - 3,065		1,818 310 - - 2,128 Un-Audited September 30 2012	213 - - - 213 Audited June 30 2012
					es in '000
5.2	Capital work in progress				
	Civil works and prefabricated buildi Plant and machinery Electrical works	ng		819,338 5,144,475 565,118	807,711 5,134,568 554,521
	Advances to suppliers - civil works - plant and machinery - electrical works Borrowing costs Others - note 5.2.1			23,441 2,742 2,914 2,291,459 584,066 9,433,553	10,625 2,742 115 2,033,893 677,323 9,221,498

5.2.1 This includes trial production loss amounting to Rs. 53.17 million (June 30, 2012: Nil) capitalised in

the cost of machinery.

Un-Audited

Audited

For The Three Months Period Ended September 30, 2012

		Un-Audited September 30 2012 Rupee	Audited June 30 2012 s in '000
6	INTANGIBLES		
	Computer Software Intangible asset under development	283 12,745 13,028	357 10,986 11,343
7	LONG TERM DEPOSITS AND PREPAYMENTS		
	Security deposits - Energy, power and fuel sector - Financial Institutions, banking and leasing companies - Hotels and clubs - Steel sector	34,817 5,629 2,000 1,299	34,196 2,842 2,000 1,299
	- Others	1,292 45,037	1,309 41,646
	Prepayments - note 7.1	<u>5,595</u> 50,632	5,988 47,634
7.1	Prepayment of Gas charges is made to SSGC for the gas line at a will be adjustable against future gas bills of ASML site upto 4 years	rs from the start of Un-Audited September 30 2012	
8	STOCK INTRADE		
	Raw material Raw material - in transit Work in process Finished goods Scrap material Packing and other materials	496,598 684,722 217,451 77,674 15,323 11,708	489,519 - - - - - 489,519
9	CASH AND BANK BALANCES		
	With banks on - Current accounts - PLS savings accounts - note 9.1 Cash in hand	231 23,396 5 23,632	3,913 33,358 12 37,283

For The Three Months Period Ended September 30, 2012

As at September 30, 2012 the rates of markup on PLS savings accounts ranged from 5% to 10.5% 9.1 per annum (June 30, 2012: 5% to 10.5%)

SHARE CAPITAL 10

11

Authorised share	e capital		Un-Audited September 30	Audited June 30
Sep 2012 (Number o	Jun 2012 of shares)		2012	2012 s in '000
450,000,000 100,000,000	450,000,000 100,000,000	Ordinary Shares of Rs 10 each Cumulative Preference Shares	4,500,000	4,500,000
550,000,000	550,000,000	of Rs 10 each	1,000,000 5,500,000	1,000,000 5,500,000
Issued, subscribe	ed and paid-up cap	· vital		
Ordinary shares				
Sep 2012 (Number of	Jun 2012 of shares)			
268,000,000	268,000,000	Shares issued of Rs 10 each	0.000.000	0.000.000
268,000,000	268,000,000	fully paid in cash	2,680,000	2,680,000
Cumulative Prefer	ence Shares	•		
Sep 2012 Jun 2 (Number of shares 75,820,058		Shares issued of Rs 10 each fully paid in cash	758,201	758,201
75,820,058	75,820,058		3,438,201	3,438,201
			Un-Audited September 30 2012	Audited June 30 2012
				s in '000
Syndicate Term	INANCE - Secure Finance from bar stitutions - note 11	nks		
Facility 1Facility 2Facility 3	ce from a bank ar		3,000,031 1,075,350 866,650	3,000,031 1,075,351 866,650
a financial inst	titution	refinancing - note 11.2	1,000,000 587,474	1,000,000
Less: Current m current liabiliti	aturity shown und ies	der	6,529,505 (30,000) 6,499,505	5,942,032 (30,000) 5,912,032

For The Three Months Period Ended September 30, 2012

- 11.1 The Company has entered in to Syndicated Term finance agreements namely STFF I, II and III of Rs. 5.942 billion carrying mark-up equal to six months KIBOR plus 328, 325 and 325 basis points per annum respectively and is secured against first charge on all present and future fixed assets, account receivable and interest in any insurance claim and equitable mortgage over land and building Semi-annual repayment shall commence from April 2013 upto June 2018.
- 11.2 Accrued Markup of Rs 595.28 million payable on Syndicate Term Finance Facility 1 was due for payment on April 23, 2012. However, the Company has obtained additional financing facility of Rs 590 million from syndicate banks and paid this mark-up. This finance facility is secured by, among others, corporate guarantee from Arif Habib Corporation Limited, one of the shareholders, on behalf of the Company. Further, shareholders of the Company namely, Arif Habib Corporation Limited, Arif Habib Equity (Private) Limited, Metal One Corporation, UMC Japan and Mr. Hasib Rehman have also pledged their shares against this financing facility.

Un-Audited	Audited
September 30	June 30
2012	2012
Runees	in '000

12 TRADE AND OTHER PAYABLES

Bills payable - note 12.1	1,024,049	450,508
Creditors	47,044	68,194
Accrued liabilities	42,417	11,919
Retention money	51,336	51,557
Security deposit - cum - advance from dealers	9,000	9,000
Advances received against sales orders	25,499	-
Sales Commission Payable	4,650	-
Taxes deducted at source and payable to		
statutory authorities	4,354	953
	1,208,349	592,131

12.1 This includes Rs 749.47 million payable to Metal One Corporation - a related party under letter of credit.

Un-Audited	Audited
September 30	June 30
2012	2012
Rupees	in '000

13 SHORT-TERM BORROWINGS

Loan from Director - unsecured Short-term running finance - secured - note 13.1

-
529,386
529,386

13.1 This represents finance arranged on mark-up with various banks. Facilities for running finance available from these banks amount to Rs 1 billion. The rates of mark-up range between three months KIBOR plus 2.5% to three months KIBOR plus 3% (June 30, 2012: three months KIBOR plus 2.5% to three months KIBOR plus 3%). These facilities are secured against ranking hypothecation charge over plant, machinery and equipment and first pari passu hypothecation charge over stocks and receivables.

For The Three Months Period Ended September 30, 2012

14 CONTINGENCIES AND COMMITMENTS

14.1 CONTINGENCIES

- 14.1.1A bank guarantee of Rs. 87.711 million (June 30, 2012: 87.711 million) has been issued to Sui Southern Gas Company and a bank guarantee of Rs. 28.74 million (June 30, 2012: 28.74 million) has been issued to Karachi Electric Supply Company.
- 14.1.2Contingency relating to an invoice raised by Universal Metal Corporation a related party, amounting to Rs 24.75 million (June 30, 2012: 24.05 million) against consultancy services which had to be provided to the Company in relation to the Company's project, has not been recognised pending verification, by its technical team, of the services delivered to the Company.
- 14.1.3The matter related to Etimaad Engineering (Private) Limited was explained in note 9.1 of audited annual financial statements of preceding year ended June 30, 2012. There is no significant change in the position of that matter as reported in the annual financial statements.

14.2 COMMITMENTS

- 14.2.1 Commitments for capital expenditure outstanding as at September 30, 2012 amounted to Rs. 151.27 million (June 30, 2012; 77.86 million)
- 14.2.2Commitments under letter of credits for raw material and consumables as at September 30, 2012 amounted to Rs. 421.35 million (June 30, 2012: Nil)

September 30 September 30 2012 2011 Rupees in '000

15 ADMINISTRATIVE EXPENSES

Salaries, allowances and benefits	24,857	12,653
Rent, rates and taxes	1,911	1,622
Staff training and development	-	17
Travelling and entertainment	9,709	5,478
Communication	741	651
Repairs and maintenance	877	1,548
Auditors' remuneration	75	-
Legal and professional charges	910	3,689
Depreciation / Amortization	4,165	2,832
Security charges	2,989	1,400
Others	1,251	537
	47,485	30,427

For The Three Months Period Ended September 30, 2012

16	OTHER OPERATING INCOME	September 30 2012 Rupee	September 30 2011 s in '000
	Income from financial assets Return on savings account Return on funds placed under repo arrangement Income from non-financial assets Gain on disposal of fixed assets Other income	1,632 - - - 267 1,899	7,129 7,323 17
17	FINANCE COSTS Finance Lease Charges Guarantee commission Exchange loss Bank and other charges	449 792 2,837 40 4,118 51,603,347	419 - - 877 1,296
18	CASH GENERATED FROM / (USED IN) OPERATIONS Loss before taxation Add / (Less): Adjustment for non-cash charges and other items Depreciation / amortization Finance lease charges Gain on disposal of fixed assets Return from term deposits & savings accounts Loss before working capital changes Effect on cash flow due to working capital changes (Increase) / Decrease in current assets	(49,704) 4,165 449 - (1,632) 2,982 (46,722)	(17,254) 2,832 419 (17) (14,452) (11,218) (28,472)
	Stores and spares Stock in trade Advances, deposits and prepayments Tax refunds due from Government - Sales tax Increase / (Decrease) in current liabilities Trade and other payables	(3,042) (1,054,773) (22,012) (23,293) (1,103,120) 611,569 (491,552)	(145) - (62,478) (25,097) (87,720) (734) (88,454)
	Cash used in operations	(538,274)	(116,926)

For The Three Months Period Ended September 30, 2012

19 TRANSACTIONS WITH RELATED PARTIES

Disclosure of transactions with related parties during the period were as follows:

		September 30 2012	September 30 2011
		Rupees in '000	
Relationship	Nature of transaction		
Associated companies:	- Purchase of construction materials	s -	7,917
	 Purchase of raw material 	747,333	-
	 Managerial and advisory fee 	-	3,191
	- Recovery of expenses	186	186
Key management			
compensation	- Salaries and other short-term		
	employee benefits	4,072	4,584

20 DATE OF AUTHORIZATION FOR ISSUE

These condensed interim financial statements were authorized for issue in the Board of Directors meeting held on October 30, 2012.

Musis TC Chairman

Chief Executive Officer

Chief Financial Office



Arif Habib Center 23, M.T Khan Road, Karachi-7400. Tel: (021) 34740160-7 / Fax: (021) 34740151