



Shell in Pakistan Over 100 Years of Excellence



QUARTERLY & NINE MONTHLY REPORT SEPTEMBER 2009





Directors' Review

For the quarter and nine months ended September 30, 2009

The Directors of Shell Pakistan Limited (SPL) present their review of the affairs of the Company for the guarter and nine months ended September 30, 2009.

During the first nine months of 2009 the Company earned a profit after tax of Rs 1,704 million. In the same period last year the Company had earned a profit of Rs 2,252 million which was mainly driven by inventory gains resulting from the unusually high price volatility of international oil prices during the first nine months of 2008.

Your Company's underlying performance continues to show improvement in terms of profitability despite the economic and security challenges faced by the country.

During the third quarter of 2009 the Company earned a profit after tax of Rs 690 million compared to a loss of Rs 1,196 million in the same quarter of last year mainly due to improved business performance, better margin management and lower price volatility in the international markets compared to the previous year.



Zaiviji Ismail bin Abdullah Chairman & Chief Executive

sustained support in ensuring the continued viability of the Company and making

> Shell their brand of first choice.

Condensed Interim Balance Sheet

as at September 30, 2009

as at September 30, 2009			
	Note	(Unaudited) September 30, 2009	(Audited) December 31, 2008
		(Rupees	(000)
ASSETS			
Non-current assets Fixed assets Long-term investments Long-term deposits and prepayments Long-term debtors Deferred taxation - net Current assets Stores and spares Stock-in-trade Trade debts Loans and advances Trade deposits and short-term prepayments Other receivables Cash and bank balances	4 5	7,212,184 2,164,961 110,177 196,346 69,594 2,553,254 12,306,516 11,276 16,485,547 1,332,243 70,613 267,862 7,043,233 109,355	7,152,802 2,018,198 121,682 269,024 73,589 3,090,098 12,725,393 17,992 10,969,029 2,925,753 51,422 272,804 7,724,593 6,549,868
		25,320,129	28,511,461
Total assets		37,626,645	41,236,854
EGUITY AND LIABILITIES EGUITY Share capital Reserves Unappropriated profit LIABILITIES		684,880 2,096,050 4,630,485 7,411,415	684,880 2,096,050 3,474,628 6,255,558
Non-current liabilities Liabilities against assets subject to finance lease Long-term loan - secured Asset retirement obligation Current liabilities	7	2,000 2,500,000 204,550 2,706,550	1,795 2,500,000 181,544 2,683,339
Current maturity of liabilities against assets subject to finance lease Short-term running finances utilised under mark-up arrangements - secured Short-term loans - secured Trade and other payables Mark-up accrued Taxation Total Equity and Liabilities		14,321 2,412,111 750,000 23,694,395 178,036 459,817 27,508,680 30,215,230	61,425 1,308,447 12,525,000 17,561,819 563,025 278,241 32,297,957 34,981,296
icidi Equity and Edolitiles		37,626,645	41,236,854

Contingencies and commitments

The annexed notes 1 to 14 form an integral part of these condensed interim financial statements.

Zaiviji Ismail bin Abdullah Chairman & Chief Executive Badaruddin F. Vellani

Director

Condensed Interim Profit and Loss Account (Unaudited)

for the Quarter and Nine Months ended September 30, 2009

	Nine Months ended		Quarter ended		
Note	September 30,		Septem	ber 30,	
	2009	2008	2009	2008	
	(Rupe	es `000)	(Rupee	s `000)	
Sales Non-fuel retail	128,981,928	140,418,249	46,979,618	52,355,593	
- Sales	5,356	83,497		25,730	
- Others	12,760	15,197	6,633	4,699	
Other revenue	354,199	428,052	124,240	185,820	
	129,354,243	140,944,995	47,110,491	52,571,842	
Less: Sales tax	15,950,118	16,398,028	5,662,837	6,275,022	
Sold fun	10,700,110				
Net revenue	113,404,125	124,546,967	41,447,654	46,296,820	
Cost of products sold	104,486,910	114,364,776	37,736,600	45,515,019	
Gross profit	8,917,215	10,182,191	3,711,054	781,801	
Distribution expenses	2,222,532	2,178,516	740,300	814,963	
Administrative and marketing expenses	2,692,827	1,988,609	858,730	878,862	
	4,001,856	6,015,066	2,112,024	(912,024)	
Other operating income	223,751	406,255	67,435	144,504	
	4,225,607	6,421,321	2,179,459	(767,520)	
Other operating expenses	774,624	2,275,772	393,081	902,837	
Operating profit / (loss)	3,450,983	4,145,549	1,786,378	(1,670,357)	
Finance cost	1,142,278	884,313	240,006	339,029	
	2,308,705	3,261,236	1,546,372	(2,009,386)	
Share of profit /(loss) of associate - net of tax	276,740	(11,180)	76,861	(121,351)	
Profit / (loss) before toxation	2,585,445	3,250,056	1,623,233	(2,130,737)	
Taxation 9	881,684	997,772	933,434	(934,967)	
Profit / flood of the transfer	1 700 7/1	2.252.204	400 700	(1.105.770)	
Profit / (loss) after taxation Other comprehensive income	1,703,761	2,252,284	689,799	(1,195,770)	
Color Comprehensive income					
Total comprehensive income/(loss) for the period	1,703,761	2,252,284	689,799	(1,195,770)	
	Rupees	Rupees	Rupees	Rupees	
Earnings/(lass) per share	24.88	32.89	10.07	(17.46)	

Appropriations have been reflected in the statement of changes in equity.

The annexed notes 1 to 14 form an integral part of these condensed interim financial statements.

Condensed Interim Cash Flow Statement (Unaudited)

for the Nine Months ended September 30, 2009

		Nine months ended		
	Note	Septemb	ber 30,	
		2009	2008	
		(Rupees	(000°	
CASH FLOW FROM OPERATING ACTIVITIES				
Cash generated from operations	10	6,448,802	6,971,488	
Mark-up on short-term finances and short-term loans paid		(1,416,437)	(628,562)	
Taxes paid		(164,717)	(952,483)	
Long-term loans and advances - net		11,505	37,568	
Long-term deposits and prepayments - net		72,678	(30,932)	
Mark-up received on short-term deposits		70,492	21,432	
Long-term debtors - net		3,995	(98,055)	
Net cash generated from operating activities		5,026,318	5,320,456	
CASH FLOW FROM INVESTING ACTIVITIES				
Fixed capital expenditure		(763,262)	(534,274)	
Dividend received from associate		1,,,	123,114	
Proceeds from disposal of property, plant and equipment		52,831	43,732	
Net cash used in investing activities		(710,431)	(367,428)	
CASH FLOW FROM FINANCING ACTIVITIES				
Dividends paid		(6,525)	(2,250,715)	
Repayment of liability under finance lease		(78,539)	(68,500)	
Net cash used in financing activities		(85,064)	(2,319,215)	
Net increase in cash and cash equivalents		4,230,823	2,633,813	
Cash and cash equivalents at the beginning of the period		(7,283,579)	(7,373,279)	
Cash and cash equivalents at the end of the period		(3,052,756)	(4,739,466)	

The annexed notes 1 to 14 form an integral part of these condensed interim financial statements.

Condensed Interim Statement of Changes in Equity (Unaudited)

for the Nine Months ended September 30, 2009

	Issued, subscribed and paid-up capital	Reserve for issue of bonus shares	Capital reserves- s hare premium	General revenue reserves	Unappro- priated profit	Total
			— — (Rupees 1	000)		
Balance as at December 31, 2007	547,904		2,026,024	207,002	7,930,561	10,711,491
Interim dividend declared for the year ended June 30, 2008					(547,904)	(547,904)
Final dividend for the year ended June 30, 2008 declared susequent to the year end					(2,191,613)	(2,191,613)
Transfer to reserve for issue of bonus shares in respect of stock dividend for the year ended June 30, 2008 declared subsequent to the year end		136,976	(136,976)			
Issue of bonus shares	136,976	(136,976)				
Profit after taxation for the nine months ended September 30, 2008					2,252,284	2,252,284
Balance as at September 30, 2008	684,880		1,889,048	207,002	7,443,328	10,224,258
Balance as at December 31, 2008	684,880	•	1,889,048	207,002	3,474,628	6,255,558
Interim dividend dedared for the year ending December 31, 2009					(547,904)	(547,904)
Profit after taxation for the nine months ended September 30, 2009		-	-		1,703,761	1,703,761
Balance as at September 30, 2009	684,880	-	1,889,048	207,002	4,630,485	7,411,415

The annexed notes 1 to 14 form an integral part of these condensed interim financial statements.

Notes to and forming part of the Condensed Interim Financial Statements (Unaudited) for the Nine Months ended September 30, 2009

THE COMPANY AND ITS OPERATIONS

Shell Pakistan Limited (the Company) is a limited liability company incorporated in Pakistan and is listed on the Karachi and Lahore Stock Exchanges. The address of its registered office is Shell House, 6, Ch. Khaliquzzaman Road, Karachi-75530, Pakistan.

The Company markets petroleum products and compressed natural gas. It also blends and markets various kinds of lubricating oils.

STATEMENT OF COMPLIANCE

These condensed interim financial statements have been prepared in accordance with the approved accounting standards as applicable in Pakistan. Approved accounting standards comprise of such International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board as are notified under the Companies Ordinance, 1984, the requirements of the Companies Ordinance, 1984 and the directives issued by the Securities and Exchange Commission of Pakistan (SECP). Where the requirements of the Companies Ordinance, 1984 and the directives issued by the SECP differ with the requirements of IFRS, the requirements of the Companies Ordinance, 1984 and the directives issued by SECP prevail.

The disclosures made in these condensed interim financial statements have, however, been limited based on the requirements of the International Accounting Standard 34, 'Interim Financial Reporting'. They do not include all the information and disclosures made in the published financial statements and should be read in conjunction with the financial statements of the Company for the six months ended December 31, 2008.

ACCOUNTING POLICIES

The accounting policies and methods of computation of balances adopted in the preparation of these condensed interim financial statements are the same as those applied in the preparation of the published financial statements of the Company for the six months ended December 31, 2008 except for the changes mentioned below:

IAS 1 (Revised), 'Presentation of financial statements' (effective from January 1, 2009), was issued in September 2007. The revised standard prohibits the presentation of items of income and expenses (that is, 'non-owner changes in equity') in the statement of changes in equity, requiring 'non-owner changes in equity' to be presented separately from owner changes in equity. All non-owner changes in equity are required to be shown in a performance statement, but entities can choose whether to present one performance statement (the statement of comprehensive income) or two statements (the income statement and statement of comprehensive income).

The Company has adopted IAS 1 (Revised) with effect from January 1, 2009 and has chosen to present all nonowner changes in equity in one performance statement - statement of comprehensive income (profit and loss account). The Company does not have any items of income and expenses representing other comprehensive income. Accordingly, the adoption of the above standard does not have any significant impact on the presentation of the Company's financial statements and does not require the restatement or reclassification of comparative information.

During the period the Company has changed its accounting policy for borrowing costs. In accordance with the revised policy, borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset (one that takes substantial period of time to get ready for use or sale) are capitalised as part of the cost of that asset. The option of immediately expensing borrowing cost has been removed. This change has been made to comply with the requirements of IAS 23 (Amendment), 'Borrowing Costs' which became effective from January 1, 2009. The change in policy has not impacted these financial statements as the Company does not have any borrowing costs directly attributable to the acquisition of or construction of qualifying assets.

IFRS 8 'Operating segments', (effective from January 1, 2009) replaces IAS 14, 'Segment reporting'. The new standard requires a 'management approach', under which segment information is presented on the same basis as that used for internal reporting provided to the chief operating decision-maker.

In accordance with the Company's internal reports that are regularly reviewed by the entity's chief operating decision-maker to allocate resources to the segments and assess their performance, net sales (from external customers) and profit after tax for the nine months ended September 30, 2009 (hereinafter referred to as "the said date") and total assets as of the said date have been allocated to the respective reportable segments based on guidelines of the parent company.

for the Nine Months ended September 30, 2009

Nine months ended September 30,				
2009	2008			
(Rupe	es 1000)			

4. ADDITIONS AND DELETIONS TO FIXED ASSETS

1,032,892 1,257,081	775,898 77,249
21.720	01 505
	91,505 43,920

5. LONG-TERM INVESTMENTS

This includes an investment in associate Pak Arab Pipeline Company Limited (PAPCO), which is carried at carrying value under equity method amounting to Rs 2,159.960 million (December 2008: Rs 2,013.198 million) as follows:

Unaudited September 30, 2009	Audited December 31, 2008
(Rupe	es '000)
2,013,198	2,129,782
427,963	10,050
(151,223)	(3,520)
276,740	6,530
(1 29,978)	(123,114)
2,159,960	2,013,198
	2,013,198 427,963 (151,223) 276,740 (129,978)

SEGMENT INFORMATION

	F	ual law	Lubic	onts	Others / Un	allocated	k	ital
			Nine months ended September 30,					
	2009	2008	2009	2008	2009	2008	2009	2008
				(Rupe	es '000)			
Net sales (from external customers)	80,957,564	108,742,153	6,955,450	6,255,476	964,732	786,575	88,877,746	115,784,204
Segment results based on 'management approach' (after tax)	766,015	1,757,801	653,12:3	566,949	284,623	(72,466)	1,703,761	2,252,284
			Unaudite	d September 30), 2009	Audited	December 31	, 2008
			Fuel	Lubricants	Total	Fuel	lubricants	Total
					(Rupee	(000° a		
Segment assets			30,524,138	7,102,507	37,626,645	36,422,897	4,813,957	41,236,854

for the Nine Months ended September 30, 2009

			Nine months ended September 30,		
		2009	2008		
		(Rupee	s `000)		
6.1	Reconciliation of net sales (from external customers)				
	Net sales (from external customers) Add: Duties and levies NFR sales and others Other revenue	88,877,746 24,154,064 18,116 354,199	115,784,204 8,236,017 98,694 428,052		
	Net revenue	113,404,125	124,546,967		

LONG TERM LOAN - secured

The above loan has been obtained from a commercial bank and bears mark-up at the rate of 3-month Karachi Interbank Offer Rate (KIBOR) + 0.17% (December 2008: 3-months KIBOR + 0.17%) per annum payable and revised quarterly. The loan amount is payable in one bullet payment on October 12, 2010. The arrangement is secured by hypothecation of the Company's stock-in-trade, trade debts and other receivables.

CONTINGENCIES AND COMMITMENTS

8.1 Contingencies

a) Infrastructure fee

The Sindh Finance Act 1994, prescribed the imposition of an infrastructure fee at the rate of 0.5% of the C&F value of all goods entering or leaving the province of Sindh via sea or air.

Shell Pakistan Limited (the Company) and several others challenged the levy in constitutional petitions before the High Court of Sindh. These petitions were dismissed as, during their pendency, the nature of the levy was changed by the Government of Sindh through an Ordinance. The Company and others therefore filled civil suits in the High Court of Sindh challenging the amending Ordinance. However, these suits were also dismissed in October 2003. All the plaintiffs preferred intra-court appeals against the dismissal. The intra-court appeals were decided by the High Court in September 2008. It has been held that the levy is valid and collectable only from December 12, 2006 onwards and not prior to this date.

Being aggrieved by the said judgment, both the Company and the Government of Sindh have now filed separate appeals before the Supreme Court of Pakistan.

The accumulated levy up to December 12, 2006 (held to be invalid by the High Court) amounts to Rs 603 million and from then onwards upto September 30, 2009 comes to Rs 752.522 million (Total Rs 1,355.522 million). However, no provision has been made in these financial statements against the levy as the Company's management expects a favourable outcome.

b) PARCO pipeline fill

The Ministry of Petroleum and Natural Resources (MOPNR) has made a claim relating to the loan arranged by the Government of Pakistan (GoP) to the Company to finance the initial fill of the Pak-Arab Refinery Limited (PARCO) Pipeline. MOPNR has calculated the Company's liability by applying the price prevailing on August 11, 2000 to the quantity of fuel supplied at the time of initial fill.

The Company maintains that its liability is limited only to the extent of Rs 78.164 million (December 2008: Rs 78.164 million) which has been fully paid in March 2007.

The claim, if calculated on the August 11, 2000 price as indicated by MOPNR, would amount to Rs 294 million. Based on legal advice obtained, the management is confident that its exposure in this respect amounted to Rs 78.164 million and consequently no provision has been made for the additional demand raised by MOPNR.

for the Nine Months ended September 30, 2009

c) Others

The aggregate amount of other claims against the Company not acknowledged as debt as at September 30, 2009 amounted to approximately Rs 1,704.998 million (December 2008: Rs 1,352.004 million). This includes claims by refineries, amounting to Rs 929.339 million (December 2008: Rs 562.613 million) in respect of delayed payment charges.

8.2 Commitments

- Capital expenditure contracted for but not incurred as at September 30, 2009 amounted to approximately Rs 230.217 million (December 2008: Rs 1,415.705 million).
- b) Commitments for rentals of assets under operating lease agreements as at September 30, 2009 amounted to Rs 2,370.793 million (December 2008: Rs 2,432.186 million) payable as follows:

	Unaudited September 30, 2009	Audited December 31, 2008
	(Rupe	es `000)
Operating lease liability commitments:		
Not later than one year	125,145	124,512
Later than one year and not later than five years	469,987	474,823
Later than five years	1,775,661	1,832,851
	2,370,793	2,432,186

- c) Post-dated cheques have been deposited with the Collector of Customs Port Qasim and Karachi Port Trust in accordance with the Customs' Act 1969 as an indemnity to adequately discharge the liability for the duties and taxes leviable on imports, as required under the Finance Bill 2005. As at September 30, 2009 the value of these cheques amounts to Rs 12,527.796 million (December 2008: Rs 8,958.177 million). The maturity dates of these cheques extend to March 05, 2010 (December 2008: June 26, 2009).
- Letters of credit and bank guarantees outstanding as at September 30, 2009 amount to Rs 4,985.850 million (December 2008: Nil).

Septe	onths ended mber 30,	
2009	2008	
(Rup	ees `000)	
532,012 (187,172)	541,	649
536,844	456,	123
881,684	997,	772

Taxation

Current

- for the nine months
- for prior periods

Deferred

for the Nine Months ended September 30, 2009

		Note	Nine month Septemb	
			2009	2008
			(Rupees	`000)
10.	CASH GENERATED FROM OPERATIONS			
	Profit before taxation		2,585,445	3,250,056
	Adjustment for non-cash charges and other items:			
	Depreciation / amortisation expense charged to the profit and loss account		543,451	474,223
	Accretion expense in respect of asset retirement obligation Provision for impairment of trade debts Provision for impairment of other receivables Reversal of provision for impairment of other receivables Reversal of provision for impairment of other receivables Loss / (profit) on disposal of property, plant and equipment Share of (profit) / Loss of associate Mark-up on short-term deposits Mark-up on short-term running finances and loans Working capital changes	10.1	25,424 67,373 - (122,969) - 138,272 (276,740) (28,072) 1,031,448 2,485,170 6,448,802 Nine monti Septemb	
10.1	Working capital changes		(Rupees	. 000)
	Decrease / (increase) in current assets Stores and spares Stock-in-trade (net) Trade debts Loans and advances (net) Trade deposits and short-term prepayments (net) Other receivables (net) Increase / (decrease) in current liabilities Trade and other payables (excluding unclaimed dividends)		6,716 (5,516,518) 1,649,106 (19,191) 4,942 768,918 (3,106,027)	5,158 (7,768,363) (747,564) (3,358) 20,056 1,577,127 (6,916,944) 9,147,739
			2,485,170	2,230,795

for the Nine Months ended September 30, 2009

RELATED PARTY TRANSACTIONS

Significant transactions entered by the Company with related parties are as follows:

		Nine months ended September 30,		Nine months ended September 30, Other Related Parties	
		Parent Company			
		2009	2008	2009	2008
		(Rupees `000)			
(i)	Purchases	-		45,768,871	81,559,708
(iii)	Sales		-	1,284,793	1,743,328
(iii)	Other Items				
	- Technical service fee charged	1,086,414	778,839		-
	- Trade marks and manifestations license fee charged			153,912	120,434
	 Computer expenses charged (Global Infrastructure Desktop charges) 			55,682	77,509
	- Expenses recovered from related parties	110,943	107,805	44,1 45	45,346
	 Other expenses charged by related parties 			24,372	93,976
	- Legal charges	-		1,024	52

- 11.1 In addition to this, the Company also paid pipeline transportation expenses amounting to Rs 896.329 million (September 2008: Rs 804.293 million) to PAPCO which is an associate company.
- 11.2 Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity directly or indirectly. The Company considers its Chief Executive and Executive Directors to be key management personnel. Particulars of transactions entered with key management personnel are as per the terms of their employment and the Company has also paid remuneration expenses to these personnel amounting to Rs 32.261 million (September 2008: Rs 26.836 million).

CORRESPONDING FIGURES

Corresponding figures have been rearranged and reclassified, wherever necessary, for the purpose of comparison. No significant rearrangements or reclassifications have been made in these condensed interim financial statements.

GENERAL

Figures have been rounded off to the nearest thousand.

DATE OF AUTHORISATION

These condensed interim financial statements were authorised for issue on October 15, 2009 by the Board of Directors of the Company.

Company Information

Chairman

Managing Director & Chief Executive

Chairman

Mainaging Director & Chief Executive
Country Programme Manager Downstream-One
General Manager Distribution
General Manager Lubricants
Finance Director / Chief Pinancial Officer
National Sales Manager
General Manager External Affairs
General Manager Human Resources
General Manager Business Strategy
General Manager Business Strategy
Company Secretary & Head of Legal
General Manager Commercial Fuels

Board of Directors

Mr. Zaiviji Ismail bin Abdullah

Ms. Shahnaz Wazir Ali

Mr. Yousuf Ali

Mr. Rafi H. Basheer

Mr. Farrokh K. Captain

Mr. Imran R. Ibrahim

Ms. Fawzia Kazmi

Mr. Zaffar A. Khan

Mr. Leon Menezes

Mr. Michael Noll

Mr. Badaruddin F. Vellani

Chief Executive

Mr. Zaiviji Ismail bin Abdullah

Audit Committee

Mr. Badaruddin F. Vellani

Mr. Imran R. Ibrahim

Mr. Michael Noll

Country Leadership Team

Mr. Zaiviji Ismail bin Abdullah

Ms. Seema Adil

Mr. Amr Ahmed

Mr. Yousuf Ali

Mr. Rafi H. Basheer

Mr. Zain K. Hak

Mr. Abid S. Ibrahim

Mr. Leon Menezes

Mr. Shehzad Mohsin

Mr. Saleem Piracha

Mr. Tariq Saeed

Mr. Bilal Virk

Company Secretary

Mr. Tarig Saeed

Registered Office

Shell House,

6, Ch. Khaliguzzaman Road,

Karachi - 75530

Auditors

A. F. Ferguson & Co.

Legal Advisors

Vellani & Vellani

Advocates & Solicitors

Registrar & Share Registration Office

FAMCO Associates (Pvt) Ltd., 1st Floor, State Life Building 1-A, I. I. Chundrigar Road, Karachi - 74000







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