Quarterly Report

Dadex Eternit Limited

Unaudited Financial Statements
For the Three Months Ended
September 30, 2010

Company Information

Board of Directors ABU TALIB H.K. DADA - Chairman

MAQBOOL H.H. RAHIMTOOLA

QAZI SAJID ALI

ZULFIQAR ALI LAKHANI SHAHZAD M. HUSAIN

SAMAD DADA

RASHEED Y. CHINOY JAHANGIR SIDDIQUI

MOHAMMAD SULEMAN KANJIANI

MOHSIN ASHFAQUE (Alternate: KAMAL AFSAR)

Chief Executive Officer SIKANDER DADA

Acting Chief Financial Officer MUHAMMAD YOUSUF

Company Secretary AMBER SAEED

Board Audit Committee QAZI SAJID ALI - Chairman

MOHAMMAD SULEMAN KANJIANI

SAMAD DADA

Management Team SIKANDER DADA - CEO

RIZWAN AMJED - Director (Operations)

SUHAIL NADEEM - Director (Marketing & Sales)

TANVEER SALEEM - Director (Technical Services & Quality Assurance)

MUHAMMAD YOUSUF - Acting Chief Financial Officer

AMBER SAEED - Company Secretary

Auditors ERNST & YOUNG FORD RHODES SIDAT HYDER

Chartered Accountants

Bankers HABIB BANK LIMITED

HABIB METROPOLITAN BANK LIMITED HSBC BANK MIDDLE EAST LIMITED

KASB BANK LIMITED MCB BANK LIMITED

NATIONAL BANK OF PAKISTAN
OMAN INTERNATIONAL BANK S.A.O.G.

STANDARD CHARTERED BANK (PAKISTAN) LIMITED

UNITED BANK LIMITED

Legal Advisors BEG & HUSSAIN ADVOCATES & SOLICITORS

Registered Office DADEX HOUSE, 34-A/1, BLOCK 6, P.E.C.H.S.,

SHAHRAH-E-FAISAL, KARACHI- 75400

TEL: (92-21) 111 000 789 FAX: (92-21) 4315716, 4315725 EMAIL: info@dadex.com.pk

Share Registrars GANGJEES REGISTRAR SERVICES (PVT) LTD

516, CLIFTON CENTRE, KHAYABAN-E-ROOMI, KEHKASHAN, BLOCK-5, CLIFTON, KARACHI-75600

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DIRECTORS' REVIEW

The First Quarter has ended with satisfactory results given Pakistan's extremely challenging economic scenario. Devastation caused by the unprecedented recent flooding has meant that the construction industry in particular and the overall economy have suffered huge losses and a freeze by the Government on development funding. Additionally, during the Quarter, the reduced number of available working days because of the month of Ramzan / Eid, extended civil disturbances.

Rising business costs e.g. electricity power rates, fuel prices on the one hand and the impact on revenue of the stoppage of almost all major construction projects have also added to the difficult business climate. However, your Company is well placed to meet the high expectations as the building industry recovers from its present situation in the coming months.

The continued slow down in the construction sector with the resultant cuts in public infrastructure development projects have resulted in a lower turnover by 7% as compared to the corresponding quarter of the last year. The other factors explained above, have resulted in a negative earning per share of Rs.(1.06) (September 30, 2009: Rs. 0.59 restated). Furthermore, the situation explained in Note No.7.1 to the Financial Statements also negatively affected on your Company's performance.

Under these circumstances, your Company's management team is focusing on further improvements in working capital management, stringent control on all expenses and increasing market share. These efforts have yielded favourable results in terms of reduced Finance cost and Operating expenses, for the quarter under review.

Your Directors and Management deeply appreciate the continued support and commitment of all our stakeholders and are also thankful for the continued hard and sincere work of all cadres of employees of your Company.

On behalf of the Board

Karachi: October 12, 2010 Sikander Dada Zulfiqar Ali Lakhani
Chief Executive Director



INTERIM CONDENSED BALANCE SHEET AS AT SEPTEMBER 30, 2010

		Period Ended	Year Ended	
	Note	September 30, 2010	June 30, 2010	
		(Un-audited)	(Audited)	
		(Ruj	pees '000)	
ASSETS				
NON- CURRENT ASSETS				
Property, plant and equipment		331,262	345,066	
Investment Property		14,311	14.691	
Intangible asset		3,928	5,653	
	4	349,501	365,410	
Torontonia Santana	-	90	80	
Long-term investments	5	80		
Long-term loans and advances Long-term deposits		3,372 6,730	3,769 6,730	
TOTAL NON-CURRENT ASSETS		359,683	375,989	
TOTAL NON-CURRENT ASSETS		359,083	3/3,989	
CURRENT ASSETS				
Stores and spare parts		47,482	48,101	
Stocks-in-trade	6	675,956	783,211	
Trade debts		69,545	110,200	
Loans and advances		49,638	17,539	
Trade deposits and short-term prepayments		34,332	11,665	
Accrued interest & other receivables		3,879	2,672	
Taxation refundable		50,782	50,628	
Cash and bank balances		6,039	38,001	
TOTAL CURRENT ASSETS		937,653	1,062,017	
TOTAL ASSETS		1,297,336	1,438,006	
EQUITY AND LIABILITIES				
SHARE CAPITAL AND RESERVES				
Authorised capital				
20,000,000 (June 2010: 20,000,000) ordinary shares of Rs. 10/- each		200,000	200,000	
		107.610	107.510	
Issued, subscribed and paid-up capital		107,640	107,640	
Reserves		401,623	413,239	
TOTAL SHARE HOLDER'S EQUITY		509,263	520,879	
NON-CURRENT LIABILITIES				
Long term financing		-	-	
Deferred taxation		8,436	22,537	
TOTAL NON-CURRENT LIABILITIES		8,436	22,537	
CURRENT LIABILITIES				
Trade and other payables		407,162	524,341	
Accrued mark-up		8,789	11,729	
Short-term borrowings - secured		276,157	288,056	
Current portion of long term financing - local currency		60,000	60,000	
Sales tax & excise duty - net		18,717	1,999	
Derivatives		8,812	8,465	
TOTAL CURRENT LIABILITIES & PROVISIONS		779,637	894,590	
CONTINGENCIES AND COMMITMENTS	7	-	-	

The annexed notes 1 to 13 form and integral part of theses financial statements.



1,438,006

TOTAL EQUITY AND LIABILITIES

1,297,336

INTERIM CONDENSED PROFIT & LOSS ACCOUNT (UN-AUDITED) FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2010

	Note	Jul to Sep. 2010	Jul to Sep. 2009 (Restated)
		(Rupe	ees '000)
Turnover - net		424,386	456,737
Cost of sales		(357,356)	(348,981)
Gross profit		67,030	107,756
The state of		(Z 222)	,
Distribution cost		(56,323)	(55,551)
Administration expenses		(30,482)	(30,855)
Other operating expenses		(913)	(4,055)
Other operating income		11,170	7,909
Operating profit		(9,518)	25,204
Financial charges		(10,041)	(20,120)
Share of profit/(loss) from associate			
(Loss) / Profit before taxation		(19,559)	5,084
Taxation	8	8,153	1,259
(Loss) / Profit after taxation		(11,406)	6,343
(Loss) / Earning per share		(1.06)	0.59

The annexed notes 1 to 13 form and integral part of theses financial statements.

Muhammad Yousuf Acting Chief Financial Officer **Sikander Dada** Chief Executive **Zulfiqar Ali Lakhani** Director



INTERIM CONDENSED STATEMENT OF COMPREHENSIVE INCOME (UN-AUDITED) FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2010

	Jul to Sep. 2010	Jul to Sep. 2009 (Restated)
(Loss) / Profit after taxation Other Comprehensive (Loss) for the period	(11,406)	6,343
Net mevement in cash flow hedge - net of deferred tax	386	83
Net loss on cash flow hedge	(596)	(629)
	(210)	(546)
Total Comprehensive (loss) / income for the period	(11,616)	5,797

The annexed notes 1 to 13 form and integral part of theses financial statements.

Muhammad Yousuf Acting Chief Financial Officer **Sikander Dada** Chief Executive

Zulfiqar Ali Lakhani Director



DADEX ETERNIT LIMITED INTERIM CONDENSED CASH FLOW STATEMENT (UN-AUDITED) FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2010

	Notes	Jul to Sep. 2010	Jul to Sep. 2009 (Restated)
CASH FLOWS FROM OPERATING ACTIVITIES		(Rupe	es '000)
CASH FLOWS FROM OFERATING ACTIVITIES			
Cash generated / (used) from operations	10	(79)	31,230
Income tax paid		(6,233)	(10,013)
Long - term loans and advances - net		397	(169)
Long-term deposits - net			(2)
Net cash generated / (used) from operating activities		(5,915)	21,046
CASH FLOWS FROM INVESTING ACTIVITIES			
Fixed capital expenditure		(1,149)	(722)
Proceeds from disposal of property, plant & equipment		-	451
Investments encashed		-	-
Interest received		-	52
Net cash used in investing activities		(1,149)	(219)
CASH FLOWS FROM FINANCING ACTIVITIES			
Short-term borrowings - net		(11,898)	2,834
Long-term financing		-	-
Interest / markup paid		(12,980)	(18,014)
Payment for derivative financial instruments -crosss currency swap		_	-
Payment for cash flow hedge - interest rate swap		-	_
Dividend paid		(20)	(3)
Net cash used / obtained from financing activities		(24,898)	(15,183)
rect cash used / obtained from financing activities		(24,676)	(13,163)
Net increase / (decrease) in cash and cash equivalents		(31,962)	5,644
Cash and cash equivalents at the beginning of the period		38,001	850
Cash and cash equivalents at the end of the period		6,039	6,494

The annexed notes 1 to 13 form and integral part of theses financial statements.

Muhammad Yousuf Acting Chief Financial Officer **Sikander Dada** Chief Executive Zulfiqar Ali Lakhani Director



INTERIM CONDENSED STATEMENT OF CHANGES IN EQUITY (UN-AUDITED) FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2010

				Reserves				
			I	Revenue Reserve	s		,	
	Issued subscribed and paid up capital	Capital Reserve- Share Premium	Revenue Reserve General	Un- appropriate d Profit	Other	Sub Total	Total	Total
			 I	(Rup	ees '000)			
Balance as at July 01, 2009 (Restated)	107,640	5,655	370,000	31,842	(3,130)	398,712	404,367	512,007
Profit for the period (Restated)	-	-	-	6,343	-	6,343	6,343	6,343
Other comprehensive loss for the period, net of tax	-	-	-	-	(546)	(546)	(546)	(546)
	-	-	-	6,343	(546)	5,797	5,797	5,797
Balance as at Sept 30, 2009	107,640	5,655	370,000	38,185	(3,676)	404,509	410,164	517,804
Balance as at July 01, 2010	107,640	5,655	395,000	16,858	(4,274)	407,584	413,239	520,879
Profit for the period	-	-	-	(11,406)	-	(11,406)	(11,406)	(11,406)
Other comprehensive loss for the period, net of tax	-	-	-	-	(210)	(210)	(210)	(210)
	-	-	-	(11,406)	(210)	(11,616)	(11,616)	(11,616)
Balance as at September 30, 2010	107,640	5,655	395,000	5,452	(4,484)	395,968	401,623	509,263

The annexed notes 1 to 13 form and integral part of theses financial statements.



DADEX ETERNIT LIMITED NOTES TO THE INTERIM CONDENSED FINANCIAL STATEMENTS (UN-AUDITED) FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2010

1 NATURE AND STATUS OF BUSINESS

Dadex Eternit Limited (the Company) is a limited liability company incorporated in Pakistan on April 13, 1959 as a public limited Company under the Companies Ordinance, 1984 and is quoted on Karachi Stock Exchange. The registered office of the Company is situated at Dadex House, 34-A/1, Block 6, P.E.C.H.S, Sharah-e-Faisal, Karachi. The principal business of the Company is to manufacture and sale of construction material, which mainly includes piping system and other allied products manufactured from chrysotile cement, rubber and plastics, and merchandising of imported fittings, accessories and other building products. The Company is also engaged in providing irrigation solution for agriculture and landscape.

2 BASIS OF PRESENTATION

These interim condensed financial statements are unaudited and are being submitted to the shareholders as rerquired under Section 245 of the Companies Ordinance, 1984. These accounts have been prepared in accordance with the requirements of the Companies Ordinance, 1984, directives issued by the Securities & Exchange Commission of Pakistan (SECP) and International Accounting Strandard 34 "Interim Financial Reporting" as applicable in Pakistan. These should be read in conjunction with the financial statements of the Company for the year ended June 30, 2010.

3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted in the preparation of these interim condensed financial statements are the same as those applied in the preparation of the preceding annual financial statements of the Company for the year ended June 30, 2010.

4	PROPERTY, PLANT AND EQUIPMENT	Note	Period Ended September 30, 2010 (Un audited)(Rupees in	Year Ended June 30, 2010 (Audited) '000)
4.1	Additions during the period Freehold land Leasehold land Buildings Plant & machinery Furniture & fixture Vehicles & transportation equipment Office and factory equipment		1,146 - - - 30.00	- 684 1,525 - 4,153 1,372
4.2	Disposals during the period Vehicle and transportation equipment Office & factory equipment		Nil Nil	1,949 57 2,006
4.3	Depreciation / Amortization charged during the period Cost of sales Distribution costs Administrative expenses	4.3.1 & 4.3.2	12,178 1,303 3,577 17,058	49,070 5,235 16,028 70,333

- 4.3.1 Includes amortization expense for the period amounting to Rs. 1.72 (June 30, 2010: Rs. 6.90) million.
- 4.3.2 Includes depreciation expense on investment property for the period amounting to Rs. 0.38 (June 30, 2010: Rs. 1.51) million.

4.4	Capital work-in-process		
	Plant and machinery	13,979	13,979
	Less: Impairment loss on plant and machinery	(7,388)	7,387
		6,591	6,592
	Advance against purchase of operating assets	693	720
		7,284	7,312
5	LONG TERM INVESTMENTS		
	In an associate		
	625,000 ordinary shares of Rs. 10/- each	5,000	5,000
	Share of (loss)/profit	(4,920)	(4,920)
		80	80

5.1 Investment in an associate.

The Company hold 48.04% shareholding in Berdex Construction Chemicals (Pvt) Ltd. Berdex is engaged in marketing and distribution of construction chemicals in Pakistan



STOCK IN TRADE	Note	Period Ended 30 September, 2010 (Un audited)(Rupees in	Year Ended 30 June, 2010 (Audited) '000)
Raw materials in hand	6.1	209,729	277,163
in transit	0.1	41,007	55,155
iii ttalisti		250,736	332,318
Work-in-process	6.2	60,482	104,734
Finished goods			
Manufactured	6.3	231,779	216,548
Trading [including in transit Rs 5.2 (June 30, 2010: Rs.12.3) million]	6.4	132,959	129,611
		364,738	346,159
		675,956	783,211

- 6.1 Includes products costing Rs.Nil (June 30, 2010: Rs.42.19) million which are carried at net realizable value of Rs.Nil (June 30, 2010: Rs.30.84 million.
- 6.2 Includes products costing Rs.14.91 (June 30, 2010: Rs.Nil) million which are carried at net realizable value of Rs.11.18 (June 30, 2010: Rs.Nil) million
- 6.3 Includes products costing Rs. 13.82 (June 30, 2010: Rs.49.37) million which are carried at net realizable value of Rs. 9.67 (June 30, 2010: Rs.31.85) million.
- 6.4 Includes products costing Rs.Nil (June 30, 2010: Rs.82.93) million which are carried at net realizable value of Rs.Nil (June 30, 2010: Rs.59.30 million.

7 CONTINGENCIES AND COMMITMENTS

7.1 CONTINGENCIES

A suit has been filed by some of the directors of the Company (Paintiffs) in the Honorable High Court of Sindh. (the Court), praying for certain reliefs wherein the Company including some directors / employees have been defendants. In addition, the Plaintiffs had filed several Applications including those relating to the grant of a temporary injunction for the appointment of an inspector and forensic auditors, as well as, an interim injunction application for restraining the Company from incurring further capital expenditure. The Court in its Order dated by Ju 10, 2009 vacated the Plaintiffs' Applications with respect to restraining the Company from incurring capital expenditure (Subject to prior approval of the Board of Directors) and for appointment of forensic auditors. However, except for the above, the remaining Applications are pending before the Court for a hearing.

Some members of the Company have filed two petitions in the Court mainly alleging the violation of Listed Companies (Substantial Acquisition of Voting shares and Takeovers) Ordinance, 2002 (Takeovers Ordinance), wherein Securities and Exchange Commission of Pakistan (SECP) and the Company have also been made parties. The matter is still pending in the Court for adjudication. The Petitioners have also referred to the proceedings by SECP on the matter in their respective Petitions. SECP by its Order dated July 28, 2009 has held that the Takeovers Ordinance has not been voilated in which respect certain parties have also filed an Appeal to the Appellate Bench of the SECP. However, this aspect of the matter is also pending in the Court

As mentioned above, during the previous year, the Company has filed Applications for becoming a party to the Petitions and restraining the members who are parties to the Petitions from the sale and purchase of shares of the Company. In addition, certain applications have been filed by the Company/members of the Company seeking to stay the Board meeting and Annual General Meeting (AGM) of the Company and alleging violations of a Court Order. The Court in its order dated June 17, 2010 has disposed off the Application pertaining to becoming a party to the petitions in favor of the Company. However, except for the above, the remaining Applications are pending before the Court for hearing.

As per legal counsel of the Company, no significant damages have been claimed by the Plaintiffs in the Suit against the Company other than for recovery on behalf of the Company including certain amounts allegedly paid to a related party and an ex-employee. The legal counsel further states that since no damages have been claimed by the Plaintiffs against the Company in the above Suit, it would appear that the Suit and its related Applications would have no financial exposure to the Company.

There is no other material changes in the status of contingencies as reported in the annual financial statements for the year ended June 30, 2010

		Period Ended 30 September, 2010 (Un audited)	Year Ended 30 June, 2010 (Audited)
7.2	COMMITMENTS	Note(Rup	ees in '000)
	Letter of guarantee	82,897	96,232
	Letter of credit	33,021	19,553
	Post dated cheques	-	98,883
	Imports contract	114,104	47,042
	Capital expenditure / Local purchase contracts	8,744	5,214
		238,766	266,924
8	TAXATION		
	Current	6,155	16,649
	Prior	-	(1,349)
	Deferred	(14,308)	(5,332)
		(8,153)	9,968



9 RELATED PARTIES DISCLOSURES

The related parties comprise associated companies, group companies, staff benefit funds, directors and key management personnel. The transactions and balances with related parties are as follows:

			Period Ended 30 September, 2010 (Un audited) Note(Rupees in		Year Ended 30 June, 2010 (Audited) '000)
Relationship	Name of related party	Nature of transaction		(333,
Associate	Berger Paints Pakistan Limited	Purchase of goods		147,683	1,891
		Sales of goods		Nil	83
Associate	Sikandar Private Limited	Rent paid		290	264
Associate	Dadex Eternit Limited - Provident	Employer Contribution			
	Fund			2,252	9,743
Associate	Century Insurance Company Ltd	General Insurance		890	175
Key Management	Chief Executive	Salaries & other short term			
personnel		benefits		1,896	9,221
		Post employment benefits		143	573
Key Management	Director	Salaries & other short term			
personnel		benefits	9.1	Nil	3,056
		Post employment benefits	9.1	Nil	260

9.1 Mr. Danish Dada was an employee since May 06, 2008 and then was elected as a director at the election of directors held at the Extraordinary General Meeting on July 10, 2008. After his election as a director, the monthly remuneration being paid to him as an employee remained unchanged. As regards to non-compliance with section 218 of the Ordinance relating to disclosure of interest, the legal counsel states, "it was well within the knowledge of all concerned that Mr. Sikander Dada is the father of Mr. Danish Dada and thus had constructive notice about the interest of Mr. Danish Dada in the appointment of Mr. Sikander Dada as the Chief Executive of the Company". Mr. Danish Dada has resigned on March 17, 2010, from the directorship of the Company.

During the previous year, the directors representing 38% shareholding (as at September 30, 2010, Mahvash & Jahangir Siddiqui Foundation, Jahangir Siddiqui Securities Services Limited, Jahangir Siddiqui & Sons Limited, Jahangir Siddiqui and Ali Jahangir Siddiqui are the shareholders of the 38% shareholding) filed an application under Suit No. 166 of 2009 in the Court for restraining the Company "from approving the accounts for the year ending 30.06.09" at "the Board meeting on 15.04.10 or thereafter and/or the general body meeting". The Court was pleased to issue the following Order dated 14.04.2010 on the said application:

"2. Counsel for the plaintiff states that on 15.04.2010, the accounts are being submitted to the Board for approval wherein inter alia three items i.e., remuneration of Chief Executive, Remuneration to Director Mr. Danish Dada and authorization of Chief Executive on the basis of Power of Attorney, may be ordered not to be approved as their approval would be unlawful.

In so far as the objections as to the remuneration of the Chief Executive and his power of attorney are concerned any interim order at this stage may hamper the smooth running of the company, therefore no interim orders can be passed at this stage unless the other side is also heard. As regards objection to the remuneration of son of Chief Executive is concerned, it is hereby directed that accounts relating to his remuneration shall not be approved till the next date of hearing. Issue notice for 23.04.2010. Office to fix all pending applications on the said date."

Accordingly the remuneration of the Director for the year 2008-09 & 2009-10 was not considered and hence not approved by the Board of Directors / Members of the Company.

		Jul to Sep. 2010 (Un audited) (Rupees	Jul to Sep. 2009 (Restated) (Un audited)
10 CASH (USED) / GENERATED FROM OPERATIONS			
Profit before taxation Adjustments for non cash charges and other items:		(19,560)	5,084
Depreciation		15,332	15,846
Amortization		1,725	1,725
Profit on disposal of fixed assets - net		-	(433)
Interest income		-	(52)
Loss on fair value of cross currency swap		344	1,131
Interest / markup expense		10,041	20,120
Working capital changes	10.1	(7,961)	(12,191)
		19,481	26,146
Cash (used) / generated from operations		(79)	31,230
10.1 Working capital changes			
(Increase) / decrease in current assets			
Stores and spares		619	1,053
Stock in trade		107,255	(54,737)
Trade debts		40,655	20,336
Loans and advances		(32,099)	(13,068)
Trade deposits and short term prepayments		(22,667)	(1,113)
Other receivable (net)		(1,207)	38
Short term investment		-	·
Sales tax and excise duty refundable		-	(7,498)
		92,556	(54,989)
Increase / (Decrease) in current liabilities			
Creditors, accrued and other liabilities (net)		(100,517)	42,798
		(7,961)	(12,191)



11 SEGMENT WISE OPERATING RESULTS

Jul to Sep. 2010	Chrysotile Cement	Plastic	Others	Total
TURNOVER - net	201,175	216,109	7,102	424,386
RESULT Segment Result	(78)	(17,223)	(1,642)	(18,943)
Unallocated expense Other operating expenses Other operating income Finance cost Share of loss on investment in an associate Taxation Profit for the year			- -	(913) 10,337 (10,041) - 8,154 (11,406)
Jul to Sep. 2009	Chrysotile Cement	Plastic	Others	Total
TURNOVER - net	224,412	220.266	4.050	456,737
	224,412	230,366	1,959	430,737
RESULT Segment Result	35,755		,	20,039
			,	-

12 CORRESPONDING FIGURES

	As per reported in Sept-2009 financial statement (Ru	Effect of prior period adjustment pees in '000')		
Cost of sales	348,105	9,251	357,356	
(Loss) / Profit for the period	(2,908)	9,251	6,343	
		(Rupees)		
Earnings per share - basic and diluted	(0.27)	0.86	0.59	

13 GENERAL

- 13.1 These interim condensed financial statements were authorized for issue by the Board of Directors of the Company on October 12, 2010.
- 13.2 Figures have been rounded off to the nearest thousand rupees, unless otherwise stated.
- 13.3 Corresponding figures, wherever necessary, have been rearranged. However, material re-classifications have been reported in note 12.
- 13.4 The corresponding figures will be approved in the forthcoming Annual General Meeting fixed on October 28, 2010.

Muhammad YousufSikander DadaZulfiqar Ali LakhaniActing Chief Financial OfficerChief ExecutiveDirector

