

ANNUAL REPORT

2024

2024

2024

**STYLERS
INTERNATIONAL
LIMITED**

2024

ANNUAL REPORT

STYLERS

INTERNATIONAL
LIMITED

EXPORT & JEPANT

MARKETS & EXPORTS

EXPORT

MARKETS



EXPORT MARKETS

TABLE OF CONTENTS

1. Company Information	03
2. Mission & Vision	05
3. Core Values	06
4. Chairman's Review Report	07
5. Directors' Report	08
6. Financial Highlights	14
7. Risk Management	20
8. Notice of Annual General Meeting	24
9. Independent Auditor's Review Report on the Statement of Compliance	37
10. Statement of Compliance with Listed Companies (Code of Corporate Governance) Regulations, 2019	38
11. Independent Auditor's Report on Financial Statements	43
12. Statement of Financial Position	50
13. Statement of Profit or Loss	51
14. Statement of Comprehensive Income	52
15. Statement of Changes in Equity	53
16. Statement of Cash Flows	54
17. Notes to the Financial Statements	55
18. Environmental Sustainability (ESG)	109
19. Pattern of Shareholdings	120
20. Proxy Form	122
21. Directors' Report (Urdu)	123
22. Notice of Annual General Meeting (Urdu)	135
23. Proxy Form (Urdu)	152

COMPANY INFORMATION

Board of Directors

Mr. Javed Arshad Bhatti	Director/Chairman
Mr. Mian Muhammad Ahsan	Director
Mr. Muhammad Umer	Director
Mr. Muhammad Saqib	Director
Mr. Mustanser Ahmed	Director/CEO
Mr. Jehanzeb Khan	Director-Independent
Ms. Samar Masood Soofi	Director-Independent

Audit Committee

Mr. Jehanzeb Khan	Chairman
Mr. Muhammad Umer	Member
Ms. Samar Masood Soofi	Member
Mr. Tariq Mehmood	Secretary

Human Resource & Remuneration Committee

Ms. Samar Masood Soofi	Chairman
Mr. Muhammad Saqib	Member
Mr. Mustanser Ahmed	Member
Mr. Tanweer Alam	Secretary

Chief Financial Officer

Mr. Muhammad Umer Kibria Majal

Company Secretary

Mr. Tariq Majeed

Shares Registrar

F.D. Registrar Services (Pvt.) Limited
Suite 1705-A 17th Floor, Saima Trade
Tower, I.I. Chundrigar Road,
Karachi
(92-21) 32271905-6, 32213243

STYLERS

Banks

Meezan Bank Ltd

Bank Alfalah Ltd

Bank Islami Pakistan Limited

Habib Metropolitan Bank Ltd

Bank Al-Habib Limited

Faysal Bank Limited

Auditors

M/s. Riaz Ahmad & Company

Chartered Accountants

Legal Adviser

M/s. Ahmer Bilal Soofi & Co.

Registered Office

20-KM, Glaxo Town, Ferozpur Road, Lahore

Production Units

Unit 1: 20-KM, Glaxo Town, Ferozpur Road, Lahore

Unit 2: Village Bhuchoki Mahja, Tehsil Raiwind, Raiwind Road, Lahore

Regional Office

Office No. 601, 6th Floor, Charlie Trade Tower,
123, Block A, SMCH Society, Karachi

Website

www.stylersintl.com

Mission

Doing well by giving back.

Vision

We aspire to grow by protecting our core business & moderately diversifying in attractive segments while implementing good governance for long term sustainability of the organization.

As we reflect on our past and future, our mission and vision guide every decision we make. Our mission reflects our commitment to achieving success while making a meaningful impact on the communities and stakeholders we serve. We believe that true success comes from not only excelling in our business but also contributing to the greater good, ensuring that our growth benefits those around us.

Our vision is clear and this strategic focus ensures that we maintain our strengths, explore new opportunities with care, and build a foundation of responsible governance that drives sustainable growth. By balancing innovation with stability, and purpose with profit, we are confident in our ability to create lasting values for our stakeholders and the communities we serve.

CORE VALUES



Integrity



Care



Innovation



Collaboration



Agility

As we look ahead to 2028, our company's strategy is built on a set of core values that will shape every decision, action, and interaction. These values are not just guiding principles but the very DNA of our organization—defining our culture, driving our strategy, and helping us navigate an ever-changing world. At the forefront of our vision are Integrity, Care, Innovation, Collaboration, and Agility, which together form the foundation for a sustainable, responsible, and forward-thinking enterprise.

1. Integrity: The Foundation of Trust

Integrity is the foundation of our business. We are committed to acting with honesty, transparency, and accountability in all our dealings. By upholding the highest ethical standards, we build trust with employees, customers, and partners, ensuring long-lasting relationships.

2. Care: Fostering a People-First Culture

We prioritize the well-being of our people, communities, and the environment. Our people-first approach fosters an inclusive and supportive workplace while driving social responsibility and sustainability. Care guides us to act with empathy and compassion, linking business success with human well-being.

3. Innovation: Driving the Future

Innovation fuels our growth and keeps us ahead of the curve. We embrace creativity and new technologies to deliver cutting-edge solutions that meet future demands. By challenging the status quo, we continuously adapt to the evolving needs of our customers and markets.

4. Collaboration: Achieving More Together

We believe that working together is the key to success. Collaboration strengthens relationships, sparks creativity, and leads to better outcomes. By uniting diverse perspectives, we solve complex challenges and create value for all stakeholders.

5. Agility: Adapting to a Changing World

Agility allows us to thrive in a fast-changing world. We stay flexible, responsive, and adaptive, ready to pivot in response to new challenges and opportunities. A mindset of continuous learning and improvement helps us remain resilient and forward-thinking.

Looking Toward 2028: A Future Guided by Our Values

As we approach 2028, these core values—Integrity, Care, Innovation, Collaboration, and Agility—will shape our company's path forward. They are the foundation of our success, guiding our actions and ensuring that we remain true to our mission and purpose. Together, these values create a resilient and forward-thinking organization that is prepared to face the challenges and opportunities of the future, delivering lasting value for our employees, customers, partners, and the world.

CHAIRMAN'S REVIEW REPORT

For The Year Ended June 30, 2024

Dear Shareholders,

I am honoured to present the Chairman's Report for the financial year ended June 30, 2024. This year marks a significant milestone for Stylers International Limited (SIL) as we successfully merged with AEL Textile Limited and became listed on the Pakistan Stock Exchange. This strategic move positions us for growth and enhanced market visibility.

At SIL, we believe in giving back to the community. Our CSR initiatives are anchored by our partnership with the Naimat Saleem Trust (CSR wing of the US Group), through which we actively contribute to various social causes. This organization focuses on five key areas: Health, Education, Shelter, Kafalah (personal support), and Food. Through these efforts, we aim to empower local communities and foster social well-being, ensuring a positive impact on society.

Sustainability is at the heart of our operations. We are dedicated to reducing our environmental impact by implementing energy-efficient technologies and sustainable practices throughout our production processes. Our commitment to sustainability not only enhances our operational efficiency but also aligns with global standards and consumer expectations for environmentally responsible manufacturing.

We take our governance responsibilities seriously and are fully committed to adhering to the Code of Corporate Governance. Our Board of Directors ensures transparency, accountability, and ethical conduct in all our operations. Regular assessments and audits (both internal and external) are conducted to ensure compliance with regulatory requirements, fostering a culture of integrity and trust among our stakeholders.

Despite facing economic challenges, SIL has remained resilient, showcasing our commitment to quality and innovation in the textile sector. Our expansion project, "Project Sunshine," will enable us to increase production capacity and strengthen our competitive edge.

As we move forward, our focus will be on sustainability, customer satisfaction, and operational efficiency to ensure long-term growth. I extend my heartfelt gratitude to our dedicated team, loyal customers, and valued shareholders for their unwavering support.

Thank you for your trust in SIL.



Mr. Javed Arshad Bhatti

Chairman

Date: 30 September, 2024



DIRECTORS' REPORT

For The Year Ended June 30, 2024

OVERVIEW

We are pleased to present the Directors' Report for the financial year ended June 30, 2024. This year marked our debut as a publicly listed company on the Pakistan Stock Exchange, opening new opportunities for growth and expansion.

Pursuant to the court order dated December 21, 2023, AEL Textiles Limited, a listed company on the Pakistan Stock Exchange (PSX) was merged into Stylers International Limited (SIL). Consequently, the Company was listed on PSX from January 22, 2024.

ECONOMIC & INDUSTRY OVERVIEW

Pakistan experienced a moderate economic recovery compared to the previous year. The GDP growth rate improved to 2.4%, up from a contraction in the prior year. Inflation significantly decreased to 12.6% in June 2024 from 29.4% in June 2023, reflecting effective monetary policies and stable global commodity prices. Politically, the government, maintained stability and initiated discussions with the IMF for a new program to support economic reforms.

The global economy faced disruptions from geopolitical tensions and supply chain challenges. However, demand for textile products in Pakistan saw a strong rebound in the second half of FY 2024 as global economies began to recover and regional geopolitical dynamics shifted. This created new opportunities for our company to expand its market share, especially in European markets. These factors allowed us to capitalize on emerging opportunities, positioning the company to strengthen its presence in key international markets.

Although apparel demand from Pakistan is steadily increasing, we are facing significant challenges that hinder our ability to fully capitalize on this growth, particularly at a larger scale. The most pressing issues are price pressure by end customer, rise in operating costs, with wages & salaries and utility cost experiencing substantial increase. These escalating pressures and costs are creating barriers to maximizing the full potential of our market opportunities, especially as we strive to compete on a global scale.

FINANCIAL HIGHLIGHTS

Financial performance of the Company for year ended June 30, 2024, is as under:

Description	FINANCIAL YEAR 2024	FINANCIAL YEAR 2023
	Rs.	
Revenue	14,439,261,130	15,215,983,574
Cost of sales	(11,468,736,574)	(11,652,671,692)
Gross profit	2,970,524,556	3,563,311,882
Administrative & Distribution expenses	(983,198,542)	(1,070,723,313)
Other expenses	(290,230,342)	(448,786,993)
Other income	293,649,765	897,950,900
Financial and other Charges	(259,442,514)	(187,120,198)
Taxation and levy	(253,757,654)	(236,296,649)
Profit after taxation	1,477,545,269	2,518,335,629



Description	FINANCIAL YEAR 2024	FINANCIAL YEAR 2023
	----- Rs. -----	
Unappropriated profits brought forward	3,457,493,668	920,496,200
Profit for the year	1,477,545,269	2,518,335,629
Other comprehensive loss for the year	(10,056,477)	(11,401,067)
Transferred from surplus on revaluation of fixed assets	36,478,927	30,062,906
Accumulated profits available for appropriations	4,961,461,387	3,457,493,668
Interim dividend @ Rupee 1 per share	(435,287,420)	N/A
Unappropriated profits carried forward	4,526,173,967	3,457,493,668
Earnings per share	3.41	5.83
Recommended dividend @ Rupee 0.75 per share	366,620,830	N/A

The current year's revenue is Rs. 14.4 billion as compare to last year Rs. 15.2 billion, revenue has dropped primarily due to a shift in our product mix and price pressure by the customers.

Profit after tax for the year decreased from Rs. 2.52 billion to Rs. 1.48 billion, primarily driven by an increase in salaries and wages of over Rs. 632 million, along with higher utility cost and depreciation expenses. Additionally, the lower exchange gains of Rs. 700 million contributed to the decline in profitability. Despite these challenges, we have taken effective measures to mitigate the impact by reducing raw material costs, lowering inward freight expenses, and reducing claims. These efforts have helped to cushion the negative effects and maintain stability in our overall financial performance.

EPS decreased from PKR 5.83 to PKR 3.41, reflecting the impact of reduced profitability.

The Board of Directors has recommended a Final Cash Dividend at the rate of Rs. 0.75/- per share i.e. 7.5% for the year ended June 30, 2024, subject to the approval of the members at the Annual General Meeting to be held on October 28, 2024. This is in addition to the Interim Cash Dividend at the rate of Rs. 1.00/- per share i.e. 10% for the year ended June 30, 2024 which has already been paid. Total cash distribution stands at Rs. 1.75/- per share i.e. 17.5% for the year ended June 30, 2024.

RIGHT ISSUE AND EXPANSION

The board in their meeting held on 30 April 2024 approved and decided to issue 53,540,353 ordinary shares by way of right issue in proportion of 12.30 ordinary shares for every 100 ordinary shares held at a price of Rupees 43.50 per ordinary share including premium of Rupees 33.50 per ordinary share to all existing shareholders. Subsequent to the reporting period, subscription money of Rupees 2,329,005,355 for subscribing 53,540,353 right shares having face value of Rupees 10 each of the Company at exercise price of Rupees 43.50 per ordinary share has been fully received in cash by the Company. This initiative aligns with our commitment to scaling operations and meeting increased demand. All these funds are being utilized to finance our state-of-the-art project, "Sunshine", which is located at Raiwind Road, Village Bhuchoki Mahja, Tehsil Raiwind, District Lahore.

STATEMENT OF COMPLIANCE WITH THE CODE OF CORPORATE GOVERNANCE

The Company strictly adheres to the principles of Corporate Governance mandated by SECP and has implemented all the prescribed stipulations. The same have been summarized in statement of compliance with CCG Regulations, 2019 duly reviewed by the auditors and annexed with this Annual Report.



THE BOARD & ITS COMMITTEES

The composition of the Board of Directors ("the Board") is as follow:

- a. Male 6
- b. Female 1

Category	Names
Non-Executive Directors	Mr. Javed Arshad Bhatti Mr. Mian Muhammad Ahsan Mr. Muhammad Umer Mr. Muhammad Saqib
Executive Director	Mr. Mustanser Ahmed (Chief Executive Officer)
Independent Directors	Mr. Jehanzeb Khan Ms. Samar Masood Soofi (Female Director)

The board has formed committees comprising of members given below:

- a) **Audit Committee**
 - Mr. Jehanzeb Khan Chairman
 - Mr. Muhammad Umer Member
 - Ms. Samar Masood Soofi Member
- b) **HR and Remuneration Committee**
 - Ms. Samar Masood Soofi Chairperson
 - Mr. Muhammad Saqib Member
 - Mr. Mustanser Ahmed Member

FUTURE PROSPECTS

Looking ahead, we remain cautiously optimistic about the future and will continue to leverage our strengths while adapting to evolving market conditions. As the global fashion industry evolves, Pakistan's denim sector faces both opportunities and challenges related to sustainability, technological innovation, operating cost and shifting trade dynamics. Our dedication to innovation, sustainability, and customer satisfaction will drive efforts toward sustained growth and profitability. Global apparel sector strengthens Pakistan's economic resilience and plays a vital role in its integration into global textile value chains.

Our flagship, state of the art manufacturing facility "Sunshine" is in the final stages of completion and expected to be fully functional in CY 2025. This project is being funded through internal cash generations and right issues. Sunshine project is planned to cater 6 million pieces annual capacity. Completion of Project Sunshine, with the total investment of approx. Rs. 10 billion, we anticipate capturing more market opportunities, expanding our export base, and boosting revenue growth, further solidifying SIL's position as a leading exporter in the industry.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has established an effective and efficient system of internal and financial controls to safeguard the assets of the Company, prevent and detect fraud and ensure compliance with all statutory and legal requirements. The internal control structure is regularly reviewed and monitored by the Internal Audit function duly established by the Board. Audit Committee reviews the internal control system on quarterly basis in accordance with the term of its reference.

PATTERN OF SHAREHOLDING

A statement of the pattern of shareholding as at June 30, 2024, which is required to be disclosed under the reporting framework, is annexed to this report.



DIRECTOR'S REMUNERATION

The Board of Directors has approved Directors' Remuneration Policy. The main features of the policy are as follows:

- The Company shall not pay remuneration to its non-executive directors including independent directors except for meeting fee for attending meetings of Board and its Committees.
- The Company will reimburse or incur expenses of travelling and accommodation of Directors in relation to attending meetings of the Board and its Committees.
- The Directors' Remuneration Policy will be reviewed and approved by the Board of Directors from time to time.

Refer to note 41 of financial statements of the Company, for remuneration of Chief Executive Officer and Directors of the Company.

MATERIAL CHANGES

Except for the completion of right issue as explained above, no material changes and commitments affecting the financial position of the Company occurred between June 30, 2024 and September 30, 2024.

AUDITORS

Riaz Ahmad & Company, Chartered Accountants, the current auditors, will retire upon the conclusion of the Company's Annual General Meeting. They are eligible and have expressed their willingness to be reappointed for the fiscal year ending on June 30, 2025. Appointment of Auditors will be as per the approval of Shareholders in the upcoming Annual General Meeting to be held on October 28, 2024.

RISK MITIGATION

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, other price risk and interest rate risk), credit risk and liquidity risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance. The Company uses derivative financial instruments to hedge certain risk exposures. Risk management is carried out by the Board of Directors. The Company's Board of Directors evaluates and hedges financial risks. The Board provides principles for overall risk management, as well as policies covering specific areas such as currency risk, other price risk, interest rate risk, credit risk, liquidity risk, use of derivative financial instruments and non-derivative financial instruments and investment of excess liquidity. The major risk to which the Company is exposed and their mitigation is explained in note 45 of the financial statements.

ENVIRONMENT, HEALTH & SAFETY

We emphasize our strong commitment to Occupational Health & Safety (OHS). Our policy ensures a safe working environment for employees, contractors, customers, and visitors. We aim to be a top-performing company in the textiles and apparel sector, operating responsibly and serving all stakeholders. We promote employee health through initiatives and improved working conditions, set measurable goals for continuous improvement, and maintain a management system to monitor OHS performance. Compliance with legal and regulatory requirements is a priority. We manage OHS risks throughout the product lifecycle and provide training to enhance OHS skills and knowledge. Regular monitoring and continual improvement plans ensure we uphold the highest standards of health, safety, and environmental sustainability.



CORPORATE SOCIAL RESPONSIBILITY

We are proud to highlight our Corporate Social Responsibility (CSR) initiatives, which reflect our commitment to positively impacting society and the environment. Our CSR activities focus on providing health, education, shelter, kafalah and food, through our Group CSR wing (Naimat Saleem Trust). These efforts are part of our broader mission to operate responsibly and contribute to the well-being of the communities we serve. Through these initiatives, we aim to foster a sustainable and inclusive future for all.

MEETINGS OF BOARD OF DIRECTORS

During the year, three meetings of the board were held. Attendance of each director is as under:

	Attended	Leave Granted
Mr. Javed Arshad Bhatti	3	-
Mr. Mian Muhammad Ahsan	3	-
Mr. Muhammad Umar	3	-
Mr. Muhammad Saqib	2	1
Mr. Mustanser Ahmed (Chief Executive Officer)	3	-
Ms. Salma Bashir (Female Director)*	1	1
Ms. Samar Masood Soofi (Female Director)**	-	-
Mr. Asif Malik***	-	-
Mr. Muhammad Khurram Shahzad Alam****	-	1
Mr. Jehanzeb Khan*****	1	-

* Appointed as Director on December 23, 2023 and resigned as Director on July 11, 2024

** Appointed as Director with effect from July 11, 2024 in place of Ms. Salma Bashir

*** Resigned from Board of Directors on July 04, 2023

**** Appointed as Director on July 18, 2023 in place of Mr. Asif Malik and resigned from Board of Directors on February 14, 2024

***** Appointed as Director on April 15, 2024 in place of Mr. Muhammad Khurram Shehzad Alam

CORPORATE AND FINANCIAL REPORTING FRAMEWORK

In compliance with the Code of Corporate Governance, we give below statements on Corporate and Financial Reporting Framework:

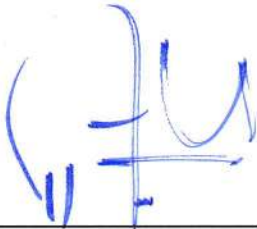
- The financial statements, prepared by the management of the Company, present fairly its state of affairs, the results of its operations, cash flows and changes in equity.
- Proper books of account of the Company have been maintained.
- Appropriate accounting policies have been consistently applied in preparation of financial statements and accounting estimates are based on reasonable and prudent judgment.
- International Financial Reporting Standards, as applicable in Pakistan, have been followed in preparation of financial statements.
- The system of internal control is sound in design and has been effectively implemented and monitored.
- There are no significant doubts upon the Company's ability to continue as a going concern.
- There has been no material departure from the best practice of corporate governance.

STYLERS

ACKNOWLEDGMENTS

The Board extends its gratitude to all stakeholders, including employees, shareholders, customers, and business partners, for their unwavering support and dedication.

On behalf of the Board of Directors



Mr. Mustanser Ahmed
Chief Executive Officer
September 30, 2024



Mr. Muhammad Umer
Director

FINANCIAL HIGHLIGHTS
LAST SIX YEAR STATEMENT OF
PROFIT & LOSS

	2024	2023	2022	2021	2020	2019
Revenue	14,439,261,130	15,215,983,574	14,168,974,876	10,690,382,982	8,165,742,598	5,177,470,395
CGS	(11,468,736,574)	(11,652,671,692)	(12,177,279,452)	(8,564,711,948)	(6,809,790,794)	(4,061,228,986)
Gross Profit	2,970,524,556	3,563,311,882	1,991,695,424	2,125,671,034	1,355,951,804	1,116,241,409
Operating Expenses	(1,273,428,884)	(1,519,510,306)	(1,353,939,460)	(781,433,575)	(549,932,474)	(486,374,219)
Other Income	293,649,765	897,950,900	298,083,163	58,548,885	71,201,090	166,882,096
Operating Profit	1,990,745,437	2,941,752,476	935,839,127	1,402,786,344	877,220,420	796,749,286
Finance Cost	(259,442,514)	(187,120,198)	(141,583,212)	(116,106,368)	(93,098,050)	(27,900,253)
Profit Before Taxation	1,731,302,923	2,754,632,278	794,255,915	1,286,679,976	784,122,370	768,849,033
Taxation	(253,757,654)	(236,296,649)	(144,411,850)	(124,731,794)	(98,708,380)	(45,689,569)
Net Profit	1,477,545,269	2,518,335,629	649,844,065	1,161,948,182	685,413,990	723,159,464

SUMMARY - FINANCIAL POSITION

Total Non-Current Assets	10,650,402,559	7,165,755,927	3,877,940,022	3,176,196,909	2,185,058,585	961,146,968
Total Current Assets	5,938,273,080	5,739,815,324	6,071,049,084	4,770,486,961	2,819,465,505	2,710,717,648
Total Assets	16,588,675,639	12,905,571,251	9,948,989,106	7,946,683,870	5,004,524,090	3,671,864,616
Total Equity	10,266,929,696	9,351,724,643	5,875,564,873	5,034,693,349	2,218,171,374	1,429,069,538
Total Non-Current Liabilities	727,843,079	16,938,655	306,736,943	424,684,977	201,587,682	0
Total Current Liabilities	5,593,902,864	3,536,907,953	3,766,687,290	2,487,305,544	2,584,765,034	2,242,795,078
Total Equity and Liabilities	16,588,675,639	12,905,571,251	9,948,989,106	7,946,683,870	5,004,524,090	3,671,864,616

FINANCIAL HIGHLIGHTS

HORIZONTAL ANALYSIS OF FINANCIAL STATEMENT

AS AT JUNE 30, 2024

Statement of Profit or Loss	2024 vs 2023	2023 vs 2022	2022 vs 2021	2021 vs 2020	2020 vs 2019	2019 vs 2018
Revenue	-5.1%	7.4%	32.5%	30.9%	57.7%	101.4%
CGS	-1.6%	-4.3%	42.2%	25.8%	67.7%	98.0%
Gross Profit	-16.6%	78.9%	-6.3%	56.8%	21.5%	114.8%
Operating Expenses	-16.2%	12.2%	73.3%	42.1%	13.1%	66.7%
Other Income	-67%	201%	409%	-18%	-57%	1016%
Operating Profit	-32.3%	214.3%	-33.3%	59.9%	10.1%	228.1%
Finance Cost	38.7%	32.2%	21.9%	24.7%	233.7%	287.6%
Profit Before Taxation	-37.1%	246.8%	-38.3%	64.1%	2.0%	226.3%
Taxation	7.4%	63.6%	15.8%	26.4%	116.0%	241.9%
Net Profit	-41.3%	287.5%	-44.1%	69.5%	-5.2%	225.3%

VERTICAL ANALYSIS OF FINANCIAL STATEMENT

AS AT JUNE 30, 2024

Statement of Profit or Loss	2024	2023	2022	2021	2020	2019
Revenue	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
CGS	79.4%	76.6%	85.9%	80.1%	83.4%	78.4%
Gross Profit	20.6%	23.4%	14.1%	19.9%	16.6%	21.6%
Operating Expenses	10.0%	9.6%	7.3%	6.7%	9.4%	11.3%
Other Income	7.7%	2.4%	0.7%	1.0%	4.1%	0.7%
Operating Profit	19.3%	6.6%	13.1%	10.7%	15.4%	9.4%
Finance Cost	1.6%	1.2%	1.4%	1.4%	0.7%	0.4%
Profit Before Taxation	77.3%	39.9%	60.5%	57.8%	68.9%	45.3%
Taxation	15.6%	10.7%	16.0%	17.9%	9.4%	4.6%
Net Profit	10.2%	16.6%	4.6%	10.9%	8.4%	14.0%

FINANCIAL HIGHLIGHTS
LAST SIX YEAR STATEMENT OF
FINANCIAL POSITION

	2024	2023	2022	2021	2020	2019
ASSETS						
NON-CURRENT ASSETS						
Property, plant and equipment	9,202,373,138	6,008,963,109	2,929,867,668	2,479,214,626	1,979,978,111	923,049,025
Right-of-use assets	-	19,042,922	308,511,079	404,670,793	192,561,775	-
Investment property	444,794,000	408,485,000	298,728,000	263,863,000	-	-
Intangible assets	54,750	186,150	1,095,897	2,583,643	4,904,109	8,597,943
Long-term investment	957,723,343	683,749,368	293,750,000	-	-	29,500,000
Long-term deposits and advances	45,457,328	45,329,378	45,987,378	25,864,847	7,614,590	-
	10,650,402,559	7,165,755,927	3,877,940,022	3,176,196,909	2,185,058,585	961,146,968
CURRENT ASSETS						
Stores, spare parts and loose tools	21,983,570	37,279,169	43,023,796	30,804,520	17,475,203	14,263,561
Stock-in-trade	2,113,777,675	1,434,477,603	2,075,383,463	1,611,947,524	1,243,238,371	913,124,010
Trade debts	2,010,585,847	1,468,042,322	1,779,977,885	975,170,564	538,524,291	1,251,339,856
Advances, deposits and prepayments	169,767,365	104,196,264	263,824,094	35,423,921	31,018,227	39,288,958
Other receivables	11,047,679	113,486,139	45,162,341	35,113,000	33,585,995	73,936,394
Net defined benefit asset	-	19,679,789	21,009,141	-	-	-
Accrued profit	-	2,826,191	-	-	-	-
Due from the Government	858,231,395	1,260,647,387	1,228,153,356	1,081,508,036	625,982,477	201,585,171
Cash and bank balances	752,879,549	1,299,180,460	614,515,008	1,000,519,396	329,640,941	217,179,698
	5,938,273,080	5,739,815,324	6,071,049,084	4,770,486,961	2,819,465,505	2,710,717,648
TOTAL ASSETS	16,588,675,639	12,905,571,251	9,948,989,106	7,946,683,870	5,004,524,090	3,671,864,616
EQUITY AND LIABILITIES						
SHARE CAPITAL AND RESERVES						
Authorized share capital	5,600,000,000	5,600,000,000	5,500,000,000	5,500,000,000	110,000,000	10,000,000
Issued, subscribed and paid-up share capital	4,352,874,200	4,304,874,200	4,304,874,200	4,304,874,200	4,100,000	4,100,000
Reserves	5,914,055,496	5,046,850,443	1,370,690,673	729,819,149	2,214,071,374	1,424,969,538
Share deposit money	-	-	200,000,000	-	-	-
Total Equity	10,266,929,696	9,351,724,643	5,875,564,873	5,034,693,349	2,218,171,374	1,429,069,538
NON-CURRENT LIABILITIES						
Diminishing musharakah	585,233,198	-	-	-	-	-
Lease liabilities	-	-	272,935,767	385,487,690	169,626,782	-
Leave encashment	20,365,121	11,440,218	16,457,099	35,208,131	31,960,900	-
Deferred taxation	122,244,760	5,498,437	17,344,077	3,989,156	-	-
	727,843,079	16,938,655	306,736,943	424,684,977	201,587,682	-
CURRENT LIABILITIES						
Trade and other payables	2,803,058,044	2,580,756,259	3,345,087,240	2,346,757,126	1,553,661,512	1,400,398,860
Short-term borrowings	2,653,387,252	890,750,000	300,750,000	25,620,468	949,595,512	842,396,218
Current portion of non-current liabilities	14,766,802	59,589,764	-	85,848,477	41,188,062	-
Net defined benefit liabilities	16,392,144	-	120,850,050	29,079,473	40,319,948	-
Unclaimed dividend	67,527	31,348	-	-	-	-
Taxation - net	106,231,095	5,780,582	-	-	-	-
	5,593,902,864	3,536,907,953	3,766,687,290	2,487,305,544	2,584,765,034	2,242,795,078
TOTAL EQUITY AND LIABILITIES	16,588,675,639	12,905,571,251	9,948,989,106	7,946,683,870	5,004,524,090	3,671,864,616

FINANCIAL HIGHLIGHTS
HORIZONTAL ANALYSIS OF FINANCIAL STATEMENT
AS AT JUNE 30, 2024

Statement of Financial Position	2024 vs 2023	2023 vs 2022	2022 vs 2021	2021 vs 2020	2020 vs 2019	2019 vs 2018
Assets						
Non-Current Assets						
Property, plant and equipment	53%	105%	18%	25%	115%	37%
Right-of-use assets	-100%	-94%	-24%	110%	100%	0%
Investment property	9%	37%	13%	100%	0%	0%
Intangible assets	-71%	-83%	-58%	-47%	-43%	-11%
Long-term investment	40%	133%	100%	0%	-100%	0%
Long-term deposits and advances	0%	-1%	78%	240%	100%	0%
Total Non-Current Assets	49%	85%	22%	45%	100%	0%
Current Assets						
Stores, spare parts and loose tools	-41%	-13%	40%	76%	23%	15%
Stock-in-trade	47%	-31%	29%	30%	36%	187%
Trade debts	37%	-18%	83%	81%	-57%	143%
Advances, deposits and prepayments	63%	-61%	645%	14%	-21%	-98%
Other receivables	-90%	151%	29%	5%	-55%	35%
Net defined benefit asset	-100%	-6%	100%	0%	0%	0%
Accrued profit	-100%	100%	0%	0%	0%	0%
Due from the Government	-32%	3%	14%	73%	211%	40%
Cash and bank balances	-42%	111%	-39%	204%	52%	196%
Total Current Assets	3%	-5%	27%	69%	4%	-17%
Total Assets	29%	30%	25%	59%	36%	-7%
Equity And Liabilities						
Share Capital And Reserves						
Issued, subscribed and paid-up share capital	1%	0%	0%	104897%	0%	0%
Reserves	17%	268%	88%	-67%	55%	105%
Share deposit money	0%	-100%	100%	0%	0%	0%
Total Equity	10%	59%	17%	127%	55%	105%
Non-Current Liabilities						
Diminishing musharakah	100%	0%	0%	0%	100%	0%
Lease liabilities	0%	-100%	-29%	127%	100%	0%
Leave encashment	78%	-30%	-53%	10%	100%	0%
Deferred taxation	2123%	-68%	335%	100%	0%	0%
Total Non-Current Liabilities	4197%	-94%	-28%	111%	100%	0%
Current Liabilities						
Trade and other payables	9%	-23%	43%	51%	11%	-26%
Short-term borrowings	198%	196%	1074%	-97%	13%	-39%
Current portion of lease liabilities	-75%	100%	-100%	108%	100%	0%
Net defined benefit liabilities	100%	-100%	316%	-28%	100%	0%
Unclaimed dividend	115%	100%	0%	0%	0%	0%
Taxation - net	1738%	100%	0%	0%	0%	0%
Total Current Liabilities	58%	-6%	51%	-4%	15%	-31%
Total Equity And Liabilities	29%	30%	25%	59%	36%	-7%

FINANCIAL HIGHLIGHTS

RATIO ANALYSIS

FOR THE YEAR ENDED JUNE 30, 2024

		2024	2023	2022	2021	2020	2019
Profitability Ratios:							
Gross Profit to Sales	Percentage	20.6%	23.4%	14.1%	19.9%	16.6%	21.6%
Operating Profit to Sales	Percentage	12.0%	18.1%	5.6%	12.0%	9.6%	14.8%
Net Profit to sales	Percentage	10.2%	16.6%	4.6%	10.9%	8.4%	14.0%
Liquidity Ratios:							
Current Ratio	Times	1.06	1.62	1.61	1.92	1.09	1.21
Quick/Acid Test Ratio	Times	0.68	1.22	1.06	1.27	0.61	0.80
Investment Ratios							
Earnings per share	Rs.	3.39	5.85	1.51	2.70	1671.74	1763.80
Breakup Value Per Share	Rs.	23.59	21.72	13.65	11.70	5410.17	3485.54
Debt to equity ratio	Percentage	31.69%	10.16%	9.76%	9.87%	52.31%	58.95%
Return on equity	Percentage	14.39%	26.93%	11.06%	23.08%	30.90%	50.60%
Turnover ratios:							
Inventory Turnover	Times	6.46	6.64	6.60	6.00	6.32	4.45
Debtors Turnover	Times	8.30	9.37	10.29	14.12	9.12	8.28
Creditors turnover	Times	4.34	3.88	4.42	3.34	5.37	4.38
Fixed assets turnover ratio	Times	1.90	3.40	5.24	4.79	5.63	6.49
Total assets turnover ratio	Times	0.98	1.33	1.58	1.65	1.88	1.36

Risk Management at Stylers International Limited

At Stylers International Limited, we recognize that effective risk management is crucial to achieving our strategic objectives and ensuring long-term sustainability. Our risk management framework is designed to evaluate and mitigate the risks that may affect our operations, financial performance, and reputation.

Key Risks:

- Economic Instability:** The high inflation rates in Pakistan can lead to increased costs for raw materials, labour and other inputs, which in turn raises the overall production costs for ready-made garments. Fiscal deficits can result in reduced government spending on infrastructure and services that support the industry, further straining exporters. This economic environment can squeeze profit margins, making it harder for businesses to invest in growth and innovation.
- Supply Chain Disruptions:** Relying heavily on a few key suppliers for raw materials like fabric makes the supply chain vulnerable to disruptions. These disruptions can be caused by geopolitical tensions, natural disasters, or logistical issues. Additionally, fluctuating prices of raw materials can lead to unpredictable production costs, complicating budgeting and pricing strategies.
- Regulatory Changes:** Trade policies, tariffs, and export incentives are subject to change based on political and economic conditions. Sudden changes in these regulations can affect the cost structure and profitability of exports. For instance, increased tariffs on imported raw materials can raise production costs, while changes in export incentives can alter the competitive landscape in the global market.
- Market Competition:** Countries like Bangladesh, which also produce low-cost garments, pose significant competition. These countries may have lower labour costs, more favourable trade agreements, or better infrastructure, which can make their products more attractive to international buyers. This intense competition can lead to price wars, reducing profit margins and market share for Pakistani exporters.
- Human Capital:** The garment industry relies heavily on skilled labour for tasks such as sewing, cutting, and quality control. Attracting and retaining skilled employees is crucial for maintaining high production standards and operational efficiency. However, factors such as inadequate training programs, poor working conditions, and competitive job markets can make it challenging to maintain a skilled workforce.
- Health and Safety:** Ensuring the health and safety of workers is not only a regulatory requirement but also essential for maintaining productivity. Poor health and safety standards can lead to workplace accidents, illnesses, and high employee turnover, all of which can disrupt production. Moreover, non-compliance with health and safety regulations can result in legal penalties and damage to the company's reputation.
- Environmental Risks:** The garment industry has a significant environmental footprint, including water usage, chemical waste, and carbon emissions. Compliance with environmental regulations is necessary to avoid legal penalties and maintain a positive brand image. Additionally, adopting sustainable practices can be a competitive advantage, as consumers and international buyers increasingly prefer environmentally responsible products.

Risk Types & Implications:

- Strategic Risks:** These risks arise from the fundamental decisions that drive the overall direction of the company. They include uncertainties related to market entry, product development, mergers and acquisitions, and other strategic initiatives. For example, entering a new market without thorough research can lead to unexpected challenges and potential losses. The Board of Directors must carefully evaluate these risks to ensure that strategic goals align with the company's capabilities and market conditions.
- Commercial Risks:** These risks involve potential financial losses due to the actions or behaviours of trading partners, such as suppliers, customers, or distributors. They also encompass market

conditions that can affect demand and pricing. For instance, a key supplier failing to deliver materials on time can disrupt production schedules, while changes in consumer preferences can impact sales. Effective contract management and market analysis are essential to mitigate these risks.

3. **Operational Risks:** These risks stem from internal processes, people, systems, or external events that can disrupt business operations. Examples include system failures, human errors, fraud, and natural disasters. Operational risks can lead to financial losses, reputational damage, and regulatory penalties. Implementing robust internal controls, regular audits, and disaster recovery plans can help manage these risks.
4. **Financial Risks:** This broad category includes various risks related to the financial health of the business. Key aspects include:
 - **Financing Risk:** The risk associated with obtaining and managing debt and equity financing.
 - **Profitability Risk:** The risk that the company will not achieve its profit targets due to factors like cost overruns or revenue shortfalls.
 - **Liquidity Risk:** The risk that the company will not have sufficient cash flow to meet its short-term obligations.
 - **Credit Risk:** The risk of financial loss due to a counterparty's failure to meet its contractual obligations.

Effective financial management, including careful budgeting, cash flow analysis, and credit assessments, is crucial to mitigate these risks.

Risk Governance Structure:

1. Board of Directors

Role: Provide oversight and strategic direction for risk management.

Responsibilities:

- Approve the risk management framework and policies.
- Ensure alignment of risk management with the company's strategic goals.
- Review and monitor key risks and mitigation strategies.

2. Business Units and Departments

Role: Implement risk management practices within their areas.

Responsibilities:

- Identify and manage risks specific to their operations.
- Report risk exposures and mitigation efforts to the Leadership Team.
- Ensure compliance with risk management policies and procedures.

3. Internal Audit

Role: Provide independent assurance on the effectiveness of risk management.

Responsibilities:

- a. Conduct regular audits of risk management processes.
- b. Report findings and recommendations to the Leadership Team and the Board.
- c. Ensure corrective actions are taken to address identified issues.

4. Risk Management Framework

Components:

- **Risk Identification:** Systematic process to identify risks across the organization.
- **Risk Assessment:** Evaluate the likelihood and impact of identified risks.
- **Risk Mitigation:** Develop and implement strategies to manage risks.
- **Risk Monitoring and Reporting:** Continuously monitor risk exposures and report to relevant stakeholders.
- **Risk Culture:** Promote a culture of risk awareness and proactive risk management throughout the organization.

5. Communication and Training

Role: Ensure all employees understand their role in risk management.

Responsibilities:

- Regular training sessions on risk management policies and procedures.
- Clear communication channels for reporting risks and issues.
- Encourage a culture of transparency and accountability.

This structure ensures that risk management is integrated into all levels of the organization, from strategic oversight by the Board to operational implementation by individual departments.

Risk Mitigation Strategies:

1. Economic Risk Mitigation:

- Cost Management: Implementing cost control measures to manage production costs effectively.
- Diversification: Expanding our product range and exploring new markets to reduce dependence on any single market.

2. Supply Chain Risk Mitigation:

- Supplier Diversification: Establishing relationships with multiple suppliers to ensure a steady supply of raw materials.
- Inventory Management: Maintaining optimal inventory levels to buffer against supply chain disruptions.

3. Regulatory Risk Mitigation:

- Compliance Monitoring: Staying up to date with all regulatory changes and ensuring compliance with all applicable laws and regulations.
- Advocacy: Engaging with industry associations like Pakistan Textiles Council and APTMA to advocate for favourable trade policies.

4. Market Competition Risk Mitigation:

- Innovation: Investing in research and development to innovate and improve product quality.
- Customer Relationships: Strengthening relationships with key customers through exceptional service and quality.

5. Human Capital Risk Mitigation:

- Talent Development: Investing in training and development programs to enhance employee skills and career growth.
- Employee Engagement: Implementing initiatives to improve employee satisfaction and retention.

6. Health and Safety Risk Mitigation:

- Safety Protocols: Enforcing strict health and safety protocols to ensure a safe working environment.
- Health Programs: Offering health and wellness programs to support employee well-being.

7. Environmental Risk Mitigation:

- Sustainable Practices: Adopting environmentally friendly practices and reducing our carbon footprint.
- Regulatory Compliance: Ensuring compliance with environmental regulations and standards.

By implementing these strategies, Stylers International Limited aims to effectively manage risks and ensure the sustainability and growth of our business.

STYLERS INTERNATIONAL LIMITED

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting ("AGM") of the members of Stylers International Limited (Company) will be held on Monday, October 28, 2024 at 12:00 pm at the registered office of the Company at 20-KM, Ferozpur Road, Glaxo Town, Lahore, in person and through video-conferencing to transact the following businesses:

A. ORDINARY BUSINESS:

- 1 To receive, consider, and adopt the annual audited financial statements of the Company for the year ended June 30, 2024, along with the Chairman's Review, Directors' and Auditors' Reports thereon.

In accordance with Section 223(7) of the Companies Act, 2017, the financial statements of the Company have been uploaded on the Company's website which can be downloaded from the following link and QR enabled code:

https://www.stylersintl.com/?page_id=2987



- 2 To declare and approve the final cash dividend at the rate of Rs. 0.75/- per share, i.e., 7.5%, for the year ended June 30, 2024, as recommended by the Board of Directors. This is in addition to the Interim Cash Dividend at the rate of Rs. 1.00/- per share, i.e., 10%, for the second quarter (half year) ended December 31, 2023, which has already been paid. The total cash distribution stands at Rs. 1.75/- per share, i.e., 17.5%, for the year ended June 30, 2024.
- 3 To appoint auditors of the Company for the financial year 2024-2025 and to fix their remuneration.

B. SPECIAL BUSINESS:

- 4 To consider and if deemed fit, ratify and approve (as the case may be), the following resolution, as a special resolution, with respect to the Related Party Transactions / arrangements conducted / to be conducted, in terms of Sections 207 and / or 208 of the Companies Act, 2017 (to the extent applicable), with or without modification(s):

RESOLVED THAT the transactions carried out by the Company with the Related Parties, during the year ended June 30, 2024, as disclosed in notes to the Audited Financial Statements of the Company for the said period, be and are hereby ratified and confirmed.

FURTHER RESOLVED THAT the Company be and is hereby authorized to enter into arrangements or carry out transactions from time to time including, but not limited to, for the purchase and sale of goods, commodities and materials including rendering of services or share subscription, with the Related Parties to the extent deemed fit and/or approved by the Board of Directors, during the financial year ending June 30, 2025. The members have noted that for the aforesaid arrangements and transactions some or a majority of the Directors may be interested.

Notwithstanding the same, the members hereby grant an advance authorization and approval to the Board Audit Committee and the Board of Directors of the Company, including under Sections 207 and/or 208 of the Companies Act, 2017 (to the extent applicable) to review and approve all the Related Party Transactions approved by the Board of Directors from time to time.

- 5 To consider and if thought fit, to pass with or without modification(s), special resolution in terms of Section 85 of the Companies Act, 2017, to authorize the Company to increase the Authorized Share Capital of Stylers International Limited, and to make the necessary amendments to the Memorandum of Association and Articles of Association of the Company, subject to the other requisite approvals, if any:

RESOLVED THAT the Authorized Share Capital of the Company, be and is hereby increased from Rs. 5,600,000,000 (Rupees Five Billion and Six Hundred Million only) divided into 560,000,000 (Five Hundred and Sixty Million) ordinary shares of Rs. 10 (Rupees Ten) each to Rs. 6,400,000,000 (Rupees Six Billion and Four Hundred Million only) divided into 640,000,000 (Six Hundred and Forty Million) ordinary shares of Rs. 10 (Rupees Ten) each, ranking pari passu in every respect with the existing ordinary shares of the Company.

FURTHER RESOLVED THAT in consequence of the said increase in the Authorized Share Capital of the Company, the existing Clause V of the Memorandum of Association (MOA) and Article 5 of the Articles of Association of the Company, be and is hereby replaced accordingly, subject to any modifications as may be required by the Securities and Exchange Commission of Pakistan and the fulfillment of all formalities / procedures required under the applicable laws, by revising the following Clause V, to read as follows;

Clause V of the Memorandum of Association

The Authorized Capital of the company is Rs. 6,400,000,000/- (Six Billion and Four Hundred Million Only) divided into 640,000,000 (Six Hundred Forty Million Only) ordinary shares of Rs. 10/- (Rupees Ten Only) each with power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into several classes in accordance with the provisions of the Companies Act , 2017.

Article 5 of the Article of Association

The Authorized Capital of the company is Rs. 6,400,000,000/- (Six Billion and Four Hundred Million Only) divided into 640,000,000 (Six Hundred Forty Million Only) ordinary shares of Rs. 10/- (Rupees Ten Only) each with power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into several classes in accordance with the provisions of the Companies Act , 2017.

RESOLVED FURTHER THAT the Chief Executive Officer, the Chief Financial Officer, and the Company Secretary of the Company be and are hereby singly authorized to take all necessary steps and execute documents, including legal and corporate formalities, and file all requisite documents with the Securities & Exchange Commission of Pakistan as may be necessary or expedient for the purpose of giving effect to the spirit and intent of the above resolutions.

- 6 To approve the disposal of fractional shares by passing the following resolution as an ordinary resolution, with or without amendments:

RESOLVED THAT the 49 fractional shares, on account of merger of AEL Textiles Limited, shall be sold in the market because they have no significant financial disadvantage to the shareholders. And the proceeds of the above shall be donated to Indus Hospital, Jubilee Town (engaged in the

STYLERS

welfare of human being) in line with the Company's policy of maximum participation in welfare of society.

- 7 To consider and, if thought fit, to approve the following resolution as a special resolution, in accordance with Sections 207 and/or 208 (as applicable) of the Companies Act, 2017, with or without modification(s):

RESOLVED THAT pursuant to the provisions of Sections 207 and 208 of the Companies Act, 2017, the approval of the members of the Company be and is hereby accorded, allowing the Board of Directors of the Company to enter into a Diminishing Musharakah Agreement with its directors, Mr. Javed Arshad Bhatti, Mr. Mian Muhammad Ahsan, Mr. Muhammad Saqib, and other related parties, Mr. Muhammad Siddique Bhatti, Mr. Mian Salman Ahsan, Ms. Ayesha Haroon and SJ Holdings Pvt. Ltd. The Board plans to utilize the funds so obtained to purchase the land and building along with fixtures owned by Stylers Plus (Pvt.) Ltd., situated at 20 KM Ferozpur Rd, Glaxo Town, Lahore, which is currently on rent and is part of the registered office of the Company.

- 8 Approval of Transfer of Investment in Ravi Urban Development Authority - RUDA Scheme to AJ Holdings. To consider and, if thought fit, to pass the following resolution as a Special Resolution:

RESOLVED THAT the transfer of the investment in the RUDA scheme, currently held in the name of Stylers International Limited, to AJ Holdings, who has financed SIL for this investment, be and is hereby approved, resulting in a reduction of the Company's Non-Current Assets and a corresponding decrease in Liabilities, as the amount will no longer be payable to AJ Holdings.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, and things as may be necessary to give effect to this resolution.

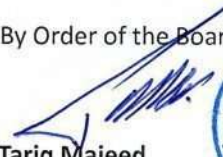
FURTHER RESOLVED THAT in the event of any further investment made via the same route, the company shall take necessary steps to ensure that such investments are also transferred to AJ Holdings along with the initial investment.

C. ANY OTHER BUSINESS:

To transact any other business with the permission of the Chair.

The statement of material facts pursuant to Section 134(3) of the Companies Act, 2017, is annexed to the notice of the meeting sent to the Members.

By Order of the Board


Tariq Majeed
Company Secretary
Lahore
October 07, 2024



Notes:

1 Closure of Share Transfer Books:

The Share Transfer Books of the Company will remain closed from October 22, 2024, to October 28, 2024 (both days inclusive). Share transfers received in order at the office of our Share Registrar, F.D. Registrar Services (Pvt.) Limited, Suite 1705-A, 17th Floor, Saima Trade Tower, I.I. Chundrigar Road, Karachi, by the close of business on October 21, 2024, will be considered in time to entitle the transferees to the dividend warrant and vote at the AGM.

2 Virtual Participation in the AGM Proceedings:

Shareholders interested in attending the AGM virtually are hereby advised to get themselves registered with the Company by providing the following information through email at tariq.majeed@stylersintl.com.

Name of Shareholder	CNIC No.	Folio No./CDC Account No.	No. of Shares	Contact No.	Email Address
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Online meeting link and login credentials will be shared with only those Members whose emails, containing all the required particulars, are received at the given email address by the end of business on Saturday October 26, 2024. The login facility shall remain open from 11:50 am till the end of the Meeting on October 28, 2024.

3. Participation in the AGM:

All members, entitled to attend and vote at the meeting, are entitled to appoint another person in writing as their proxy to attend and vote on their behalf. A proxy must be a member of the Company. In case of corporate entities, a resolution of the Board of Directors / power of attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity and an attested copy of CNIC shall be submitted to the Company at the meeting or along with a completed proxy form. The proxy holders are required to produce their original valid CNICs or original passports at the time of the meeting.

In order to be effective, duly completed and signed proxy forms must be received at the Company's Registered Office at least 48 hours before the time for holding the meeting.

CDC account holders will further have to follow the below mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan in this regard:

a) For Attending the Meeting

- i. In case of individuals, the account holders or sub-account holders whose registration details are uploaded as per the Regulations shall authenticate his/her original valid CNIC or the original passport at the time of attending the meeting.
- ii. Members registered on CDC are also requested to bring their particulars, I.D. numbers and account numbers in CDS.

- iii. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

b) For Appointing Proxies

- i. In case of individuals, the account holders or sub-account holders whose registration details are uploaded as per the Regulations shall submit the proxy form as per above requirements.
- ii. Attested copies of valid CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- iii. The proxy shall produce original valid CNIC or original passport at the time of the meeting.
- iv. In case of a corporate entity, the Board of Directors' resolution / power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.
- v. Proxy form will be witnessed by two persons whose names, addresses and valid CNIC numbers shall be mentioned on the form.

4. Electronic Transmission of Annual Report 2024:

In compliance with section 223(6) of the Companies Act, 2017, the Company shall electronically transmit the Annual Report 2024 through email to shareholders whose email addresses are available with the Company Registered Office. However, in cases where email addresses are not available with the Company's Share Registrar, printed copies of the notices of AGM along with the QR-enabled code/web link to download the Annual Report 2024 (containing the financial statements), have been dispatched.

Notwithstanding the above, the Company will provide hard copies of the Annual Report 2024 to any Member on their request, at their registered address, free of cost, within one (1) week of receiving such request. Further, Members are requested to kindly provide their valid email address (along with a copy of valid CNIC) to the Company's Share Registrar, F.D. Registrar Services (Pvt.) Limited if the Member holds shares in physical form or to the Member's respective Participant/Investor Account Services if shares are held in book-entry form.

5. Submission of CNIC / NTN (Mandatory):

Pursuant to the directives of the SECP, the dividends of shareholders who's valid CNIC or NTN (in case of corporate entities) are not available with the Share Registrar could be withheld. Shareholders are therefore requested to submit a copy of their valid CNIC (if not already provided) to the Company's Share Registrar, F.D. Registrar Services (Pvt.) Limited. In the absence of a member's valid CNIC, the Company will be constrained to withhold the dividend of the Members.

All shareholders who hold shares with joint shareholders are requested to provide shareholding proportions of the principal shareholder and joint-holder(s) in respect of shares held by them to our share registrar, F.D Registrar Services (Pvt.) Limited before the close of business on 17 October 2024 as per the following format:

Name of Principal Shareholder/Joint Holders	Shareholding Proportions (%)	CNIC NO. (Copy to be attached)	Folio / CDC Account No	Total Shares	Signatures
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6. Video Conference

Pursuant to Section 132(2) of the Companies Act, 2017, if the Company receives consent from members holding in aggregate 10% or more shareholding requesting participation through video conference, at least 7 days prior to the date of the meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. To avail this facility, please fill the following information and submit at the registered office at least (07) days before the date of the meeting.

I/ We, _____ of _____, being a member of Stylers International Limited, holder of _____ Ordinary Shares as per Register Folio No. / CDC/Accounts No. _____ hereby opt for video conference facility at _____.

Signature of member

7. Unclaimed Dividend / Shares under Section 244 of the Companies Act, 2017:

An updated list for unclaimed dividend / shares of the Company is available. These are unclaimed dividend / shares which have remained unclaimed or unpaid for a period of three (3) years from the date these have become due and payable.

Claims can be lodged by shareholders on claim forms, which can be obtained from company secretary or company's share registrar. Claims forms must be submitted to the Company's Share Registrar, F.D Registrar Services (Pvt.) Limited for receipt of dividend / shares.

8. Voting:

Members can exercise their right to vote through e-voting or postal ballot (*as applicable*) subject to meeting the requirements of sections 143-145 of the Companies Act, 2017, the Companies (Postal Ballot) Regulations, 2018 and other applicable laws of Pakistan.

9. Conversion of Physical Shares into the Book Entry Form:

The SECP through its letter No. CSD/ED/Misc/2016- 639-640 dated March 26, 2021 has advised listed companies to adhere to provisions of Section 72 of the Companies Act, 2017 by replacing physical shares issued by them into book entry form.

The shareholders of Stylers International Limited having physical folios / share certificates are requested to convert their shares from physical form into book-entry form as soon as possible. The shareholders may contact their Broker, CDC Participant or CDC Investor Account Service Provider for assistance in opening a CDS Account and subsequent conversion of the physical shares into book-entry form. It would facilitate the shareholders in many ways including safe custody of shares, avoidance of formalities required for the issuance of duplicate shares, etc. For further information and assistance, the shareholders may contact our Share Registrar, F.D Registrar (Pvt.) Limited.

10. Payment of cash dividend electronically (e-mandate)

In accordance with the provisions of section 242 of the Companies Act, 2017 and Companies (Distribution of Dividend) Regulations, 2017, it is mandatory that dividend payable in cash shall only be paid through electronic mode directly into the bank account designated by the entitled shareholder. All shareholders are once again requested to provide details of their bank mandate specifying:

- (i) title of account,
- (ii) account number,
- (iii) IBAN
- (iv) bank name and
- (v) branch name, code & address;

to Company's share registrar. Shareholders who hold shares with participants/Central Depository Company of Pakistan (CDC) are advised to provide the mandate to the concerned broker/CDC.

11. Deduction of Income Tax for filer and non-Filer at revised rates:

Under Section 150 of the Income Tax Ordinance, 2001 rates of withholding income tax on dividend will be as follows:

- (i) For shareholders appearing in Active Tax Payers list 15%
- (ii) For shareholders not appearing in Active Tax Payers list 30%

In case of joint account, each holder is to be treated individually and tax will be deducted on the basis of shareholding of each joint holder as may be notified by the shareholder, in writing, to our Share Registrar, or if no notification, each joint holder shall be assumed to have an equal number of shares.

The CNIC number/NTN details is now mandatory and is required for checking the tax status as per the Active Taxpayers List (ATL) issued by Federal Board of Revenue (FBR) from time to time.

12. Exemption from Deduction of Income Tax / Zakat:

Members seeking exemption from deduction of income tax or are eligible for deduction at a reduced rate are requested to submit a valid tax exemption certificate or necessary documentary evidence as the case may be before the start of book closure. Members desiring non-deduction of zakat are also requested to submit a valid declaration for non-deduction of zakat.

13. Intimation of Changes of Address:

Shareholders are requested to promptly notify any changes in their registered addresses, to the Share Registrar of the Company. Members who hold shares in CDC / participant accounts are required to update their addresses, to the CDC or their respective participants.



Statement of Material Facts Concerning Special Business pursuant to Section 134 (3) of the Companies Act, 2017.

This statement sets out the material facts pertaining to the special business to be transacted at the Annual General Meeting of the Company to be held on October 28, 2024.

Agenda Item 4: Approval / Ratification of transactions conducted with the Related Parties during the year ended June 30, 2024.

Following transactions, as disclosed in Annual Financial Statements of the Company for the year ended June 30, 2024, carried out with associated companies/related parties, have been approved by the Board as recommended by the Audit Committee. The Board has recommended for placement of the same before the shareholders of the Company in annual general meeting for approval / ratification.

Name of the related party	Nature of transaction	Rupees
U.S. Apparel and Textiles (Private) Limited	Purchase of fabric and materials	3,306,177
	Purchase of electricity	2,890,568
	Services provided	43,790,136
	Services obtained	65,279,034
	Purchase of fixed asset	525,140
	Balances of defined benefit obligation transferred by the Company	1,122,177
	Balances of defined benefit obligation transferred to the Company	252,810
U.S. Denim Mills (Private) Limited	Purchase of fabric and materials	2,262,071,739
U.S. & Dynamo Mills (Private) Limited	Purchase of fabric and materials	148,101,752
A.J. Holdings (Private) Limited	Loan obtained	1,764,519,06
	Loan repaid	2,131,815
Naimat Saleem Trust	Lease rentals paid	18,934,992
	Donations paid	77,668,230
	Expenses reimbursed	11,520,000
U.S. Footwear (Private) Limited	Services provided	1,166,667
Leeds Logistics (Private) Limited	Sale of fixed asset (sales proceeds)	11,508,980
Mr. Javed Arshad Bhatti	Loan obtained	245,500,000
	Loan repaid / converted to Musharakah	120,000,000
	Profit on Musharakah	7,066,250

Ms. Ayesha Haroon	Loan converted to Musharakah	60,000,000
	Profit on Musharakah	7,066,250
Mian Muhammad Ahsan	Loan obtained	305,500,000
	Loan repaid / converted to Musharakah	270,750,000
	Profit on Musharakah	14,391,250
Mr. Muhammad Saqib	Loan obtained	60,000,000
	Loan converted to Musharakah	60,000,000
	Profit on Musharakah	7,066,250
Mr. Muhammad Siddique Bhatti	Loan obtained	60,000,000
	Loan converted to Musharakah	60,000,000
	Profit on Musharakah	7,066,250
Mian Salman Ahsan	Loan obtained	80,000,000
	Loan converted to Musharakah	180,000,000
	Profit on Musharakah	21,716,250
LAMA Retail (Private) Limited	Services provided	30,161,849
Automotive Plastics (Private) Limited	Loan repayment	96,771,565
SJ Holdings (Private) Limited	Loan obtained	60,000,000
	Loan converted to Musharakah	60,000,000
	Profit on Musharakah	7,066,250
Employees' Gratuity Fund Trust	Contributions paid	96,624,842

Agenda Item 5: Increase in the authorized share capital of the Company:

In order to cater for future potential increase(s) in the issued and paid-up share capital of the Company / issuance of shares, including issuance of bonus shares or right shares, the Board of Directors of the Company has recommended that the authorized share capital of the Company be enhanced.

In the light of the same and for future potential issuance of shares, the Board of Directors of the Company has resolved (subject to obtaining the approval of the members of the Company) that the authorized share capital of the Company be increased from PKR 5,600,000,000/- divided into 560,000,000 ordinary shares of PKR 10/- (Rupees Ten) each, to PKR 6,400,000,000 divided into 640,000,000 ordinary shares of PKR 10/- (Rupees Ten) each. Accordingly, the amount of increase in authorized share capital of the Company will be equal to PKR 800,000,000, comprising 80,000,000 new ordinary shares of PKR 10/- (Rupees Ten) each.

For the purposes of the same, corresponding amendments are required to be made to the Memorandum and Articles of Association of the Company to reflect the increase in the authorized share capital of the Company.

Description	Existing	New
Clause V of Memorandum of Association	The Authorized Capital of the company is Rs. 5,600,000,000/- (Five Billion and Six Hundred Million Only) divided into 560,000,000 (Five Hundred Sixty Million Only) ordinary shares of Rs. 10/- (Rupees Ten Only) each with power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into several classes in accordance with the provisions of the Companies Act , 2017.	The Authorized Capital of the company is Rs. 6,400,000,000/- (Six Billion and Four Hundred Million Only) divided into 640,000,000 (Six Hundred Forty Million Only) ordinary shares of Rs. 10/- (Rupees Ten Only) each with power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into several classes in accordance with the provisions of the Companies Act , 2017.
Article 5 of the Article of Association	The Authorized Capital of the company is Rs. 5,600,000,000/- (Five Billion and Six Hundred Million Only) divided into 560,000,000 (Five Hundred Sixty Million Only) ordinary shares of Rs. 10/- (Rupees Ten Only) each with power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into several classes in accordance with the provisions of the Companies Act , 2017.	The Authorized Capital of the company is Rs. 6,400,000,000/- (Six Billion and Four Hundred Million Only) divided into 640,000,000 (Six Hundred Forty Million Only) ordinary shares of Rs. 10/- (Rupees Ten Only) each with power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into several classes in accordance with the provisions of the Companies Act , 2017.

None of the directors of the Company have any personal interest in the aforesaid special business, except in their capacity as members and directors of the Company. The Memorandum and Articles of Association of the Company are available for members' inspection, if desired at the registered office.

Agenda Item 6: To approve the disposal of fractional shares by passing the following resolution as an ordinary resolution, with or without amendments:

The Board in its meeting held on September 30, 2024 has recommended that the 49 fractional shares, on account of merger of AEL Textiles Limited, shall be sold in the market because they have no significant financial disadvantage to the shareholders. And the proceeds of the above shall be donated to Indus Hospital, Jubilee Town (engaged in the welfare of human being) in line with the Company's policy of maximum participation in welfare of society.

Agenda Item 7: To consider and, if thought fit, to approve the following resolution as a special resolution, in accordance with Sections 207 and/or 208 (as applicable) of the Companies Act, 2017, with or without modification(s):

Part of Land and Building of registered office of Stylers International that is currently owned by Stylers Plus Private Limited having area of 9 Kanal and 12 Marlas including Building and Fixtures with total covered area of 102,795 Sq Ft. Total agreed consideration against the specified assets amounts to PKR 424.34 million.

SIL will pay 24.34 million and any other incidental charges for the acquisition of the assets. Remaining amount will be contributed by Directors and Other Related Parties as a loan under Musharakah Arrangement.

Per Unit Price: PKR 40,000,000 per Musharakah Unit

Tenor: Up to 6 year (including 1 year grace period)

Rental Rate: 12% per annum of the outstanding Musharakah Amount

Rental Payment: Monthly in arrears (1st rental payment due at the end of 1st calendar Month)

Musharakah Assets: Land and Building including Fixtures

Unit Holders	Units	Units Value
Mr. Javed Arshad Bhatti	1	40,000,000
Mr. Mian Muhammad Ahsan	3	120,000,000
Mr. Muhammad Saqib Bhatti	1	40,000,000
Mr. Mian Salman Ahsan	2	80,000,000
Mr. Siddique Bhatti	1	40,000,000
SJ Holding Pvt Ltd	1	40,000,000
Ms. Ayesha Haroon	1	40,000,000
Total	10	400,000,000

Mr. Javed Arshad Bhatti, Mr. Mian Muhammad Ahsan and Mr. Muhammad Saqib, being directors of the company, are party to this transaction, so they are interested in this transaction. Whereas, Mr. Muhammad Umer, who is director, is also deemed to be interested, since his father (Mr. Mian Muhammad Ahsan) is a party to the Diminishing Musharakah Contract.

Agenda Item 8: Approval of Transfer of Investment in RUDA Scheme to AJ Holdings:

AJ Holdings, a related party, made an investment in the RUDA scheme through Stylers International Limited prior to the Company being listed on the Pakistan Stock Exchange. The funds for this investment amounting to PKR 957,723,343 (as at June 30, 2024) were received from AJ Holdings and subsequently



invested by Stylers International Limited in the RUDA scheme. Since Stylers International Limited is now a listed entity, the Board of Directors has decided to transfer the investment back to AJ Holdings.

The transfer will result in a reduction of Non-Current Assets in the Company's financial statements. There will be a corresponding decrease in Liabilities, as the amount will no longer be payable to AJ Holdings.

In the event of any further investment made via the same route in the meantime, the company shall take necessary steps to ensure that such investments are also transferred to AJ Holdings along with the initial investment.

The Directors are only interested in the resolutions because of their shareholdings and/or common directorships (as applicable) in such Related Party.

INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of Stylers International Limited

Review Report on the Statement of Compliance contained in Listed Companies (Code of Corporate Governance) Regulations, 2019

We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors of Stylers International Limited (the Company) for the period from 22 January 2024 to 30 June 2024 in accordance with the requirements of regulation 36 of the Regulations.

The responsibility for compliance with the Regulations is that of the Board of Directors of the Company. Our responsibility is to review whether the Statement of Compliance reflects the status of the Company's compliance with the provisions of the Regulations and report if it does not and to highlight any non-compliance with the requirements of the Regulations. A review is limited primarily to inquiries of the Company's personnel and review of various documents prepared by the Company to comply with the Regulations.

As a part of our audit of the financial statements we are required to obtain an understanding of the accounting and internal control systems sufficient to plan the audit and develop an effective audit approach. We are not required to consider whether the Board of Directors' statement on internal control covers all risks and controls or to form an opinion on the effectiveness of such internal controls, the Company's corporate governance procedures and risks.

The Regulations require the Company to place before the Audit Committee, and upon recommendation of the Audit Committee, place before the Board of Directors for their review and approval, its related party transactions. We are only required and have ensured compliance of this requirement to the extent of the approval of the related party transactions by the Board of Directors upon recommendation of the Audit Committee.

Based on our review, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the period from 22 January 2024 to 30 June 2024.


RIAZ AHMAD & COMPANY
Chartered Accountants

Lahore

Date: 30 September 2024

UDIN: CR202410158SH7Wds4oX

**Statement of Compliance with Listed Companies (Code of Corporate Governance)
Regulations, 2019 (“the Regulations”)**

Name of Company: Stylers International Limited

Period ending: For the period from 22 January 2024 to 30 June 2024 *

** Pakistan Stock Exchange Limited notified the listing of Stylers International Limited with effect from 22 January 2024.*

The Company has complied with the requirements of the Regulations in the following manner:

1. The total number of directors are Seven (7) as per the following:

- a. Male: 6
- b. Female: 1

2. The composition of board is as follows:

Independent Directors	Mr. Jehanzeb Khan Ms. Samar Masood Soofi (Female Director) [Appointed as Director with effect from 11 July 2024 in place of Ms. Salma Bashir who resigned as Director on 11 July 2024]
Non-Executive Directors	Mr. Javed Arshad Bhatti Mr. Mian Muhammad Ahsan Mr. Muhammad Umer Mr. Muhammad Saqib
Executive Director	Mr. Mustanser Ahmed (Chief Executive Officer)

3. The Directors have confirmed that none of them is serving as a director on more than seven listed companies, including this Company;
4. The Company has prepared a code of conduct and has ensured that appropriate steps have been taken to disseminate it throughout the company along with its supporting policies and procedures;
5. The Board has developed a vision/mission statement, overall corporate strategy and significant policies of the company. The Board has ensured that complete record of particulars of the significant policies along with their date of approval or updating is maintained by the company;
6. All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by the Board/ shareholders as empowered by the relevant provisions of the Companies Act, 2017 (the Act) and the Regulations;
7. The meetings of the Board were presided over by the Chairman and, in his absence, by a director elected by the Board for this purpose. The Board has complied with the requirements of Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of the Board;

8. The Board have a formal policy and transparent procedures for remuneration of directors in accordance with the Act and these Regulations;
9. Following Directors have attained the directors training program certification:

Names of Director
Mr. Muhammad Umer
Mr. Muhammad Saqib
Mr. Mustanser Ahmed
Mr. Jehanzeb Khan
Ms. Samar Masood Soofi

10. The Board has approved appointment of chief financial officer, company secretary and head of internal audit, including their remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations;
11. Chief financial officer and chief executive officer duly endorsed the financial statements before approval of the Board;
12. The board has formed committees comprising of members given below:

a) Audit Committee

Names	Designation held
1. Mr. Jehanzeb Khan	Chairman
2. Mr. Muhammad Umer	Member
3. Ms. Samar Masood Soofi	Member

b) HR and Remuneration Committee

Names	Designation held
1. Ms. Samar Masood Soofi	Chairperson
2. Mr. Muhammad Saqib	Member
3. Mr. Mustanser Ahmed	Member

13. The terms of reference of the aforesaid committees have been formed, documented and advised to the committee for compliance.
14. The frequency of meetings (quarterly/half yearly/ yearly) of the committee were as per following:

a) Audit Committee:

Two meetings were held during the period from 22 January 2024 to 30 June 2024.

b) HR and Remuneration Committee

No meeting of HR and Remuneration Committee was held during the period from 22 January 2024 to 30 June 2024.

15. The Board has set up an effective internal audit function who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the Company;
16. The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the Quality Control Review program of the Institute of Chartered Accountants of Pakistan and registered with Audit Oversight Board of Pakistan, that they and all their partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the chief executive officer, chief financial officer, head of internal audit, company secretary or director of the Company;
17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these Regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard;
18. We confirm that all requirements of regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations have been complied with; and
19. Explanation for non-compliance with requirements, other than regulations 3, 6, 7, 8, 27, 32, 33 and 36 are below (if applicable):

Sr. No.	Requirement	Explanation of Non-Compliance	Regulation Number
1	Nomination Committee The Board may constitute a separate committee, designated as the nomination committee, of such number and class of directors, as it may deem appropriate in its circumstances.	Currently, the Board has not constituted a separate nomination committee and the functions are being performed by the human resource and remuneration committee.	29
2	Risk Management Committee The Board may constitute the risk management committee, of such number and class of directors, as it may deem appropriate in its circumstances, to carry out a review of effectiveness of risk management procedures and present a report to the Board.	Currently, the Board has not constituted a risk management committee and a senior officer of the Company performs the requisite functions and apprise the Board accordingly.	30
3	Disclosure of significant policies on website The Company may post key elements of its significant policies, brief synopsis of	Although these are well circulated among the relevant employees and directors, the Board shall consider posting such policies and synopsis on its	35

Sr. No.	Requirement	Explanation of Non-Compliance	Regulation Number
	terms of reference of the Board's committees on its website and key elements of the directors' remuneration policy.	website in near future.	
4	Directors' Training It is encouraged that by June 30, 2022, all directors on the Board have acquired the prescribed certification under any director training program offered by institutions, local or foreign, that meet the criteria specified by the Commission and approved by it.	5 out of 7 directors of the Company have acquired Directors' Training Program certification. The Company has planned to arrange Directors' Training Program certification for remaining two directors.	19(1)
5	Directors' Training Companies are encouraged to arrange training for at least one female executive every year under the Directors' Training Program from year July 2020.	The Company has planned to arrange Directors' Training Program certification for female executives over the next few years.	19(3)
6	Directors' Training Companies are encouraged to arrange training for at least one head of department every year under the Directors' Training Program from July 2022.	The Company has planned to arrange Directors' Training Program certification for head of department in next few years.	19(3)
7	Significant policies The Board is required to approve anti-harassment policy to safeguard the rights and well-being of employees.	During the year, Securities and Exchange Commission of Pakistan (SECP) amended regulation 10 of the Regulations on 12 June 2024. Currently, the management is assessing this amendment and compliance thereof, as applicable, will be performed in due course of time.	10(4)(xvi)
8	Role of the Board and its members to address Sustainability Risks and Opportunities The Board is responsible for governance and oversight of sustainability risks and opportunities within the Company by setting the Company's sustainability strategies, priorities and targets to create long term corporate value.	During the year, SECP introduced new regulation 10A in the Regulations on 12 June 2024. Currently, the management is assessing this amendment and compliance thereof, as applicable, will be performed in due course of time.	10(A)
9	Responsibilities of the Board and its members The Board is responsible for adoption of corporate governance practices by the Company.	Non-mandatory provisions of the Regulations are partially complied.	10(1)

20. The two elected independent directors have requisite competencies, skills, knowledge and experience to discharge and execute their duties competently, as per applicable laws and regulations. As they fulfill the necessary requirements as per applicable laws and regulations, hence, appointment of a third independent director is not warranted.



Javed Arshad Bhatti
Chairman

30 September 2024
Lahore



Muhammad Umer
Director

INDEPENDENT AUDITOR'S REPORT

To the members of Stylers International Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the annexed financial statements of Stylers International Limited (the Company), which comprise the statement of financial position as at 30 June 2024, and the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity, the statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information, and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of the audit.

In our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan and give the information required by the Companies Act, 2017 (XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at 30 June 2024 and of the profit, other comprehensive loss, the changes in equity and its cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) as applicable in Pakistan. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' *Code of Ethics for Professional Accountants* as adopted by the Institute of Chartered Accountants of Pakistan (the Code) and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

[Handwritten signature]

Riaz Ahmad & Company

Chartered Accountants

Following are the key audit matters:

Sr. No.	Key audit matters	How the matters were addressed in our audit
1.	<p>Inventory existence and valuation</p> <p>Inventory as at 30 June 2024 amounted to Rupees 2,135.761 million, break up of which is as follows:</p> <ul style="list-style-type: none">- Stores, spare parts and loose tools Rupees 21.983 million- Stock-in-trade Rupees 2,113.778 million <p>Inventory is measured at the lower of cost and net realizable value.</p> <p>We identified existence and valuation of inventory as a key audit matter due to its size, representing 12.87% of the total assets of the Company as at 30 June 2024, and the judgment involved in valuation.</p> <p>For further information on inventory, refer to the following:</p> <ul style="list-style-type: none">- Material accounting policy information, Inventories note 2.13 to the financial statements.- Stores, spares parts and loose tools note 22 and Stock-in-trade note 23 to the financial statements.	<p>Our procedures over existence and valuation of inventory included, but were not limited to:</p> <ul style="list-style-type: none">• To test the quantity of inventories at all locations, we assessed the corresponding inventory observation instructions and participated in inventory counts on sites. Based on samples, we performed test counts and compared the quantities counted by us with the results of the counts of the management.• For a sample of inventory items, re-performed the weighted average cost calculation and compared the weighted average cost appearing on valuation sheets.• We tested that the ageing report used by management correctly aged inventory items by agreeing a sample of aged inventory items to the last recorded invoice.• On a sample basis, we tested the net realizable value of inventory items to recent selling prices and re-performed the calculation of the inventory write down, if any.• We assessed the percentage write down applied to older inventory with reference to historic inventory write downs and recoveries on slow moving inventory.

Riaz Ahmad & Company

Chartered Accountants

Sr. No.	Key audit matters	How the matters were addressed in our audit
		<ul style="list-style-type: none">• In the context of our testing of the calculation, we analysed individual cost components and traced them back to the corresponding underlying documents. We furthermore challenged changes in unit costs.• We also made enquires of management, including those outside of the finance function, and considered the results of our testing above to determine whether any specific write downs were required.
2.	<p>Capital expenditures</p> <p>The Company is investing significant amounts in its operations and there are a number of areas where management judgment impacts the carrying value of property, plant and equipment and its respective depreciation profile. These include among other the decision to capitalize or expense costs; and review of useful life of the assets including the impact of changes in the Company's strategy.</p> <p>We focused on this area since the amounts have a significant impact on the financial position of the Company and there is significant management judgment required that has significant impact on the reporting of the financial position for the Company. Therefore, considered as one of the key audit matters.</p> <p>For further information, refer to the following:</p>	<p>Our procedures included, but were not limited to:</p> <ul style="list-style-type: none">• We tested operating effectiveness of controls in place over the property, plant and equipment cycle including the controls over whether costs incurred on activities is capital or operating in nature.• We evaluated the appropriateness of capitalization policies and depreciation rates.• We performed tests of details on costs capitalized.• We verified the accuracy of management's calculation used for the impairment testing.

Riaz Ahmad & Company

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Sr. No.	Key audit matters	How the matters were addressed in our audit
	<ul style="list-style-type: none">- Material accounting policy information, property, plant, equipment and depreciation note 2.4 to the financial statements.- Property, plant and equipment note 15 to the financial statements.	
3.	<p>Revenue recognition</p> <p>The Company recognized net revenue of Rupees 14,439.261 million for the year ended 30 June 2024.</p> <p>We identified recognition of revenue as a key audit matter because revenue is one of the key performance indicator of the Company and gives rise to an inherent risk that revenue could be subject to misstatement to meet expectations or targets.</p> <p>For further information, refer to the following:</p> <ul style="list-style-type: none">- Material accounting policy information, Revenue recognition note 2.19 to the financial statements.- Revenue note 30 to the financial statements.	<p>Our procedures included, but were not limited to:</p> <ul style="list-style-type: none">• We obtained an understanding of the process relating to recognition of revenue and testing the design, implementation and operating effectiveness of key internal controls over recording of revenue.• We compared a sample of revenue transactions recorded during the year with sales orders, sales invoices, delivery documents and other relevant underlying documents.• We compared a sample of revenue transactions recorded around the year-end with the sales orders, sales invoices, delivery documents and other relevant underlying documentation to assess if the related revenue was recorded in the appropriate accounting period.• We assessed whether the accounting policies for revenue recognition complies with the requirements of IFRS 15 'Revenue from Contracts with Customers'.• We also considered the appropriateness of disclosures in the financial statements.

Riaz Ahmad & Company

Chartered Accountants

Information Other than the Financial Statements and Auditor's Report Thereon

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the accounting and reporting standards as applicable in Pakistan and the requirements of Companies Act, 2017 (XIX of 2017) and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Board of directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs as applicable in Pakistan will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could

Riaz Ahmad & Company

Chartered Accountants

reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs as applicable in Pakistan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the board of directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the board of directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Riaz Ahmad & Company

Chartered Accountants

From the matters communicated with the board of directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Based on our audit, we further report that in our opinion:

- a) proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);
- b) the statement of financial position, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes thereon have been drawn up in conformity with the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of account and returns;
- c) investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and
- d) zakat deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980), was deducted by the Company and deposited in the Central Zakat Fund established under section 7 of that Ordinance.

The engagement partner on the audit resulting in this independent auditor's report is Mubashar Mehmood.


RIAZ AHMAD & COMPANY
Chartered Accountants

Lahore

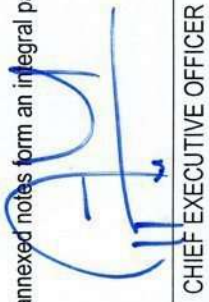
Date: 30 September 2024

UDIN: AR2024101589c1nALydg

STYLERS INTERNATIONAL LIMITED
STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2024

	2024	2023
NOTE	Rupees	Rupees
EQUITY AND LIABILITIES		
SHARE CAPITAL AND RESERVES		
Authorized share capital	5,600,000,000	5,600,000,000
560,000,000 (2023: 560,000,000) ordinary shares of Rupees 10 each	4,352,874,200	4,304,874,200
4	5,914,055,496	5,046,850,443
5	10,266,929,696	9,351,724,643
Issued, subscribed and paid-up share capital		
Reserves		
Total equity	10,266,929,696	9,351,724,643
LIABILITIES		
NON-CURRENT LIABILITIES		
Lease liabilities	-	-
6	585,233,198	-
7	20,365,121	11,440,218
8	122,244,760	5,498,437
9	727,843,079	16,938,655
CURRENT LIABILITIES		
Trade and other payables	2,803,058,044	2,580,756,259
10	2,653,387,252	890,750,000
11	14,766,802	59,589,764
12	16,392,144	-
27	67,527	31,348
Net defined benefit liability	106,231,095	5,780,582
13	5,593,902,864	3,536,907,953
Provision for taxation and levy - net	6,321,745,943	3,553,846,608
TOTAL LIABILITIES	16,588,675,639	12,905,571,251
CONTINGENCIES AND COMMITMENTS		
TOTAL EQUITY AND LIABILITIES	16,588,675,639	12,905,571,251

The annexed notes form an integral part of these financial statements.


CHIEF EXECUTIVE OFFICER


DIRECTOR


CHIEF FINANCIAL OFFICER

ASSETS

NON-CURRENT ASSETS

Property, plant and equipment	9,202,373,138	6,008,963,109
15	-	19,042,922
16	444,794,000	408,485,000
17	54,750	186,150
18	957,723,343	683,749,368
19	672,599	-
20	44,784,729	45,329,378
21	10,650,402,559	7,165,755,927

CURRENT ASSETS

Stores, spare parts and loose tools	21,983,570	37,279,169
22	2,113,777,675	1,434,477,603
23	2,010,585,847	1,468,042,322
24	169,767,365	104,196,264
25	11,047,679	113,486,139
26	-	19,679,789
27	-	2,826,191
Accrued profit on term deposit receipts	858,231,395	1,260,647,387
28	752,879,549	1,299,180,460
29	5,938,273,080	5,739,815,324

TOTAL ASSETS

16,588,675,639	12,905,571,251
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STYLERS INTERNATIONAL LIMITED
STATEMENT OF PROFIT OR LOSS
FOR THE YEAR ENDED 30 JUNE 2024

	NOTE	2024 Rupees	2023 Rupees
REVENUE	30	14,439,261,130	15,215,983,574
COST OF SALES	31	<u>(11,468,736,574)</u>	<u>(11,652,671,692)</u>
GROSS PROFIT		2,970,524,556	3,563,311,882
DISTRIBUTION COST	32	<u>(564,114,464)</u>	<u>(698,294,797)</u>
ADMINISTRATIVE EXPENSES	33	<u>(419,084,078)</u>	<u>(372,428,516)</u>
OTHER EXPENSES	34	<u>(290,230,342)</u>	<u>(448,786,993)</u>
		<u>(1,273,428,884)</u>	<u>(1,519,510,306)</u>
		1,697,095,672	2,043,801,576
OTHER INCOME	35	<u>293,649,765</u>	<u>897,950,900</u>
PROFIT FROM OPERATIONS		1,990,745,437	2,941,752,476
FINANCIAL AND OTHER CHARGES	36	<u>(259,442,514)</u>	<u>(187,120,198)</u>
PROFIT BEFORE TAXATION AND LEVY		1,731,302,923	2,754,632,278
LEVY	37	<u>(193,097,262)</u>	<u>(214,074,245)</u>
PROFIT BEFORE TAXATION		1,538,205,661	2,540,558,033
TAXATION	38	<u>(60,660,392)</u>	<u>(22,222,404)</u>
PROFIT AFTER TAXATION		<u>1,477,545,269</u>	<u>2,518,335,629</u>
EARNINGS PER SHARE - BASIC AND DILUTED (RUPEES)	39	<u>3.41</u>	<u>5.83</u>

The annexed notes form an integral part of these financial statements.



CHIEF EXECUTIVE OFFICER



DIRECTOR



CHIEF FINANCIAL OFFICER

STYLERS INTERNATIONAL LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2024

	2024	2023
	Rupees	Rupees
PROFIT AFTER TAXATION	1,477,545,269	2,518,335,629
OTHER COMPREHENSIVE (LOSS) / INCOME		
Items that will not be reclassified to profit or loss:		
Remeasurement loss on employees' retirement benefit	(10,056,477)	(11,462,488)
Deferred income tax relating to this item	-	61,421
	(10,056,477)	(11,401,067)
Surplus on revaluation of property, plant and equipment	-	1,108,390,195
Deferred income tax relating to this item	(116,996,319)	(3,700,989)
	(116,996,319)	1,104,689,206
Items that may be reclassified subsequently to profit or loss	-	-
Other comprehensive (loss) / income for the year - net of tax	(127,052,796)	1,093,288,139
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	1,350,492,473	3,611,623,768

The annexed notes form an integral part of these financial statements.

 CHIEF EXECUTIVE OFFICER

 DIRECTOR

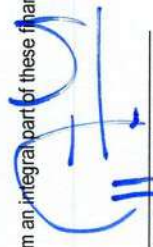
 CHIEF FINANCIAL OFFICER

STYLERS INTERNATIONAL LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2024

	SHARE CAPITAL	MERGER RESERVE	CAPITAL RESERVE		REVENUE RESERVE		TOTAL RESERVES	SHARE DEPOSIT MONEY	TOTAL EQUITY
			Surplus on revaluation of property, plant and equipment	Unappropriated profit					
Balance as at 30 June 2022	4,304,874,200	-	450,194,473	920,496,200	1,370,690,673	200,000,000	5,875,564,873		
Transaction with owners:									
Share deposit money repaid	-	-	-	-	-	(200,000,000)	(200,000,000)		
Reserve arise upon merger (Note 1.3)	-	64,536,002	-	-	64,536,002	-	64,536,002		
Profit for the year ended 30 June 2023	-	-	-	2,518,335,629	2,518,335,629	-	2,518,335,629		
Other comprehensive income for the year ended 30 June 2023	-	-	1,104,689,206	(11,401,067)	1,093,288,139	-	1,093,288,139		
Total comprehensive income for the year ended 30 June 2023	-	-	1,104,689,206	2,506,934,562	3,611,623,768	-	3,611,623,768		
Transferred from surplus on revaluation of operating fixed assets	-	-	(30,057,896)	30,057,896	-	-	-		
Transferred from surplus on revaluation of operating fixed assets on disposal	-	-	(5,010)	5,010	-	-	-		
Balance as at 30 June 2023	4,304,874,200	64,536,002	1,524,820,773	3,457,493,668	5,046,850,443	-	9,351,724,643		
Transaction with owners:									
Shares capital issued	48,000,000	(48,000,000)	-	-	(48,000,000)	-	-		
Interim dividend for the half year ended 31 December 2023 @ Rupee 1 per share	-	-	-	(435,287,420)	(435,287,420)	-	(435,287,420)		
Profit for the year ended 30 June 2024	-	-	-	1,477,545,269	1,477,545,269	-	1,477,545,269		
Other comprehensive loss for the year ended 30 June 2024	-	-	(116,996,319)	(10,056,477)	(127,052,796)	-	(127,052,796)		
Total comprehensive income for the year ended 30 June 2024	-	-	(116,996,319)	1,467,488,792	1,350,492,473	-	1,350,492,473		
Transferred from surplus on revaluation of operating fixed assets	-	-	(36,435,383)	36,435,383	-	-	-		
Transferred from surplus on revaluation of operating fixed assets on disposal	-	-	(43,544)	43,544	-	-	-		
Balance as at 30 June 2024	4,352,874,200	16,536,002	1,371,345,527	4,526,173,967	5,914,055,496	-	10,266,929,696		

-----Rupees-----

The annexed notes form an integral part of these financial statements.



CHIEF EXECUTIVE OFFICER



DIRECTOR



CHIEF FINANCIAL OFFICER

STYLERS INTERNATIONAL LIMITED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2024

	NOTE	2024 Rupees	2023 Rupees
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash generated from operations	40	1,957,759,804	3,174,240,227
Defined benefit liability paid	27.3	(96,624,842)	(150,231,666)
Leave encashment paid	8.1	(6,643,650)	(9,440,617)
Financial and other charges paid		(259,442,514)	(187,120,198)
Workers' profit participation fund paid	10.4	(76,618,899)	(37,407,410)
Workers' welfare fund paid	10.5	(60,148,268)	(21,308,345)
Income tax paid		(153,557,137)	(171,055,571)
Long term loans to employees - net		(2,286,851)	-
Net decrease in long term deposits		544,649	658,000
Net cash generated from operating activities		<u>1,302,982,292</u>	<u>2,598,334,420</u>
CASH FLOWS FROM INVESTING ACTIVITIES			
Capital expenditure on property, plant and equipment		(3,473,752,195)	(1,991,563,337)
Proceeds from disposal of operating fixed assets	15.1.3	30,817,805	10,023,343
Long term investment made		(273,973,975)	(389,999,368)
Net cash used in investing activities		<u>(3,716,908,365)</u>	<u>(2,371,539,362)</u>
CASH FLOWS FROM FINANCING ACTIVITIES			
Share deposit money repaid		-	(200,000,000)
Dividend paid		(435,251,241)	-
Short term borrowings obtained		2,575,519,067	740,000,000
Short term borrowings repaid		(212,881,815)	(150,000,000)
Repayment of lease liability		(41,535,085)	(109,425,657)
Net cash from financing activities		<u>1,885,850,926</u>	<u>280,574,343</u>
Net (decrease) / increase in cash and cash equivalents		(528,075,147)	507,369,401
Net foreign exchange difference on translating cash and bank balances		(18,225,764)	116,357,690
Cash and cash equivalents transferred upon merger	1.3	-	60,938,361
Cash and cash equivalents at the beginning of the year		<u>1,299,180,460</u>	<u>614,515,008</u>
Cash and cash equivalents at the end of the year		<u><u>752,879,549</u></u>	<u><u>1,299,180,460</u></u>

The annexed notes form an integral part of these financial statements.


 CHIEF EXECUTIVE OFFICER


 DIRECTOR


 CHIEF FINANCIAL OFFICER

STYLERS INTERNATIONAL LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

1. THE COMPANY AND ITS OPERATIONS

1.1 Stylers International Limited (the Company) was incorporated in Pakistan as a private limited company under the repealed Companies Ordinance, 1984 (now Companies Act, 2017) on 27 November 1991 and was converted into a public limited company with effect from 21 May 2021. The Company's shares have been listed on the Pakistan Stock Exchange (PSX) on 22 January 2024. The Company is principally engaged in carrying out manufacturing, marketing of ready made garments and processing services.

1.2 Geographical location and addresses of all business units is as follows:

Sr. No.	Manufacturing units and offices	Address
1	Manufacturing units and registered office (The Company has total 3 manufacturing units at the same location)	20-KM., Ferozepur Road, Anum Road, Glaxo Town, Lahore
2	Manufacturing unit	Village Bhuchoki Mahja, Tehsil Raiwind, Lahore
3	Karachi Office	Office No. 601, 6th Floor, Charlie Trade Tower, 123, Block A, SMCH Society, Karachi

1.3 On 21 December 2023, Honourable Lahore High Court, Lahore sanctioned the Scheme of Arrangement for the merger of AEL Textiles Limited (AEL) with and into the Company, Resultantly, AEL's assets, rights, privileges (including status of listing on Pakistan Stock Exchange Limited (PSX) and eligibility for induction with Central Depository Company) and all its liabilities and obligations have been merged with and into the Company effective from 31 March 2023. As consideration for the merger, shares of the Company have been issued to AEL's shareholders on 10 January 2024, and the Company's shares have been listed on the Pakistan Stock Exchange (PSX) on 22 January 2024, with AEL being de-listed and dissolved.

2. MATERIAL ACCOUNTING POLICY INFORMATION

The material accounting policy information applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented unless otherwise stated:

2.1 Basis of preparation

a) Statement of compliance

These financial statements have been prepared in accordance with the accounting and reporting standards as applicable in Pakistan. The accounting and reporting standards applicable in Pakistan comprise of:

- International Financial Reporting Standards (IFRSs) issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017; and
- Provisions of and directives issued under the Companies Act, 2017.

Where provisions of and directives issued under the Companies Act, 2017 differ from the IFRSs, the provisions of and directives issued under the Companies Act, 2017 have been followed.

b) Accounting convention

These financial statements have been prepared under the historical cost convention except as otherwise stated in the respective accounting policies.

c) Critical accounting estimates and judgments

The preparation of financial statements in conformity with the approved accounting standards requires the use of certain critical accounting estimates. It also requires the management to exercise its judgment in the process of applying the Company's accounting policies. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The areas where various assumptions and estimates are significant to the Company's financial statements or where judgments were exercised in application of accounting policies are as follows:

Useful lives, patterns of economic benefits and impairment

Estimates with respect to residual values and useful lives and pattern of flow of economic benefits are based on the analysis of the management of the Company. Further, the Company reviews the value of assets for possible impairment on an annual basis. Any change in the estimates in the future might affect the carrying amount of respective item of property, plant and equipment and investment properties with a corresponding effect on the depreciation charge and impairment.

Revaluation of land, buildings, plant and machinery and investment properties

The Company carries its investment properties at fair value, with changes in fair value being recognized in the statement of profit or loss. Investment properties are measured at market value. In addition, it measures land, buildings and plant and machinery at revalued amounts, with changes in fair value being recognized in OCI. Land, buildings, plant and machinery and investment property were valued by reference to transactions involving properties and items of plant and machinery of a similar nature, location and condition. The Company engaged an independent valuation specialist to assess fair values.

Inventories

Inventory write-down is made based on the current market conditions, historical experience and selling goods of similar nature. It could change significantly as a result of changes in market conditions. A review is made on each reporting date on inventories for excess inventories, obsolescence and declines in net realisable value and an allowance is recorded against the inventory balances for any such declines.

Income tax and levy

In making the estimates for income tax and levy currently payable by the Company, the management takes into account the current income tax law and the decisions of appellate authorities on certain issues in the past.

Deferred income tax

From the financial year ending on 30 June 2025, tax year 2025, income of the Company will be taxed under normal tax regime, hence, as on 30 June 2024, deferred tax on taxable temporary differences between the accounting and tax base of fixed assets is required to be calculated. This is the first time the Company is transitioning to this regime. Previously, the Company was neither required nor claimed tax depreciation against final tax regime, hence, accounting written-down value (WDV) of fixed assets is now being used as tax base for the calculation of taxable temporary differences against fixed assets. This critical accounting estimation, used by the management in the calculation of deferred tax, is based on the advice of legal counsel, and it reflects the best available information for the calculation of deferred tax.

Allowance for expected credit losses

The allowance for Expected Credit Losses (ECLs) assessment requires a degree of estimation and judgement. It is based on the lifetime expected credit loss, grouped based on days overdue, and makes assumptions to allocate an overall expected credit loss rate for each group. These assumptions include recent sales experience and historical collection rates.

Provisions

As the actual outflows can differ from estimates made for provisions due to changes in laws, regulations, public expectations, technology, prices and conditions, and can take place many years in the future, the carrying amounts of provisions are reviewed at each reporting date and adjusted to take account of such changes. Any adjustments to the amount of previously recognised provision is recognised in the statement of profit or loss unless the provision was originally recognised as part of cost of an asset.

Contingencies

The Company reviews the status of all pending litigations and claims against the Company. Based on the judgment and the advice of the legal advisors for the estimated financial outcome, appropriate disclosure or provision is made. The actual outcome of these litigations and claims can have an effect on the carrying amounts of the liabilities recognized at the statement of financial position date.

Revenue from contracts with customers involving sale of goods

When recognizing revenue in relation to the sale of goods to customers, the key performance obligation of the Company is considered to be the point of delivery of the goods to the customer, as this is deemed to be the time that the customer obtains control of the promised goods and therefore the benefits of unimpeded access.

Employees' retirement benefit

Certain actuarial assumptions have been adopted for valuation of present value of defined benefit obligation. Changes in these assumptions in future years may affect the liability under this scheme in those years.

d) Amendments to published approved accounting standards that are effective in current year and are relevant to the Company

Following amendments to published approved accounting standards are mandatory for the Company's accounting periods beginning on or after 01 July 2023:

- Disclosure of Accounting Policies (Amendments to IAS 1 'Presentation of Financial Statements' and IFRS Practice Statement 2 'Making Materiality Judgement').
- Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12 'Income taxes').
- Change in definition of Accounting Estimate (Amendments to IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors').
- Amendments to IAS 12 'Income Taxes' - International Tax Reform — Pillar Two Model Rules.

The above-mentioned amendments to approved accounting standards did not have any impact on the amounts recognised in prior period and are not expected to significantly affect the current or future periods.

e) Amendments to published approved accounting standards that are effective in current year but not relevant to the Company

There are amendments to published standards that are mandatory for accounting periods beginning on or after 01 July 2023 but are considered not to be relevant or do not have any significant impact on the Company's financial statements and are therefore not detailed in these financial statements.

f) Standards and amendments to published approved accounting standards that are not yet effective but relevant to the Company

Following standards and amendments to existing standards have been published and are mandatory for the Company's accounting periods beginning on or after 01 July 2024 or later periods:

Classification of liabilities as current or non-current (Amendments to IAS 1 'Presentation of Financial Statements') effective for the annual period beginning on or after 01 January 2024. These amendments in the standards have been added to further clarify when a liability is classified as current. The standard also amends the aspect of classification of liability as non-current by requiring the assessment of the entity's right at the end of the reporting period to defer the settlement of liability for at least twelve months after the reporting period. An entity shall apply those amendments retrospectively in accordance with IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors'.

On 31 October 2022, the IASB issued 'Non-current Liabilities with Covenants (Amendments to IAS 1)' to clarify how conditions with which an entity must comply within twelve months after the reporting period affect the classification of a liability. The amendments are effective for reporting periods beginning on or after 1 January 2024.

On 22 September 2022, the IASB issued 'Lease Liability in a Sale and Leaseback (Amendments to IFRS 16)' with amendments that clarify how a seller-lessee subsequently measures sale and leaseback transactions that satisfy the requirements in IFRS 15 to be accounted for as a sale. The amendments are effective for annual periods beginning on or after 1 January 2024.

On 25 May 2023, the IASB issued 'Suppliers Finance Arrangements (Amendments to IAS 7 and IFRS 7)' to add disclosure requirements, and 'signposts' within existing disclosure requirements, that ask entities to provide qualitative and quantitative information about supplier finance arrangement. The amendments are effective for reporting period beginning on or after 1 January 2024.

Lack of Exchangeability (Amendments to IAS 21 'The Effects of Changes in Foreign Exchange Rates'). The amendments contain guidance to specify when a currency is exchangeable and how to determine the exchange rate when it is not. The amendments are effective for annual reporting periods beginning on or after 01 January 2025.

IFRS 18 'Presentation and Disclosure in Financial Statements' (effective for annual periods beginning on or after 01 January 2027) with a focus on updates to the statement of profit or loss. The objective of IFRS 18 is to set out requirements for the presentation and disclosure of information in general purpose financial statements to help ensure they provide relevant information that faithfully represents an entity's assets, liabilities, equity, income and expenses. The key new concepts introduced in IFRS 18 relate to: the structure of the statement of profit or loss; required disclosures in the financial statements for certain profit or loss performance measures that are reported outside an entity's financial statements (that is, management-defined performance measures); and enhanced principles on aggregation and disaggregation which apply to the primary financial statements and notes in general. IFRS 18 will replace IAS 1; many of the other existing principles in IAS 1 are retained, with limited changes. IFRS 18 will not impact the recognition or measurement of items in the financial statements, but it might change what an entity reports as its 'operating profit or loss'.

The above standards and amendments and improvements are likely to have no significant impact on the financial statements.

g) Standards and amendments to approved published standards that are not yet effective and not considered relevant to the Company

There are other standards and amendments to published standards that are mandatory for accounting periods beginning on or after 01 July 2024 but are considered not to be relevant or do not have any significant impact on the Company's financial statements and are therefore not detailed in these financial statements.

2.2 Employee retirement and other long-term benefits

The Company operates an approved funded gratuity scheme for its permanent employees subject to completion of minimum period of service with a qualifying service period of one year. Provision is made in the financial statements to cover obligations on the basis of actuarial valuation carried out by an independent actuary.

Actuarial gains and losses arise from experience adjustments and changes in actuarial assumptions are charged to other comprehensive income in the period in which they arise. Current service cost and past service cost are recognized in the statement of profit or loss. Latest actuarial valuation was carried out at 30 June 2024 using the Projected Unit Credit Method.

Accruals are made annually to cover the obligation for accumulating compensated absences on the basis of accumulated leaves and the last drawn salary and are charged to statement of profit or loss.

2.3 Taxation and levy

Current

Provision for current tax is based on the taxable income for the year determined in accordance with the prevailing law for taxation of income. The charge for current tax is calculated using prevailing tax rates or tax rates expected to apply to the profit for the year, if enacted. Except for the tax (final tax) deducted by subsidiaries, associates or joint arrangements on distribution of dividend to the Company, final taxes levied under the Income Tax Ordinance, 2001 and any excess over the amount designated as provision for current tax are charged as levy in the statement of profit or loss. Tax (final tax) deducted by subsidiaries, associates or joint arrangements on distribution of dividend to the Company is charged as current tax in the statement of profit or loss. The charge for current tax and levy also includes adjustments, where considered necessary, to provision for tax and levy made in previous years arising from assessments framed during the year for such years. Previously, component representing levy was included in provision for current tax and was not separately charged in the statement of profit or loss. Now, the Company has changed its accounting policy of taxation and levy in accordance with "IAS 12 Application Guidance on Accounting for Minimum Taxes and Final Taxes" issued by Institute of Chartered Accountants of Pakistan through circular 7/2024. This change in accounting policy has been applied retrospectively in accordance with the provisions of IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" and resulted in following reclassification of corresponding figures:

Reclassified from	Reclassified to	30 June 2023
-----Rupees-----		
Statement of profit or loss:		
Taxation	Levy	214,074,245
Statement of financial position:		
Advance income tax	Prepaid levy	153,047,132
Provision for taxation	Levy payable	214,074,245

Had there been no change in the above referred accounting policy, amount of levy Rupees 193.097 million, prepaid levy Rupees 133.727 million and levy payable Rupees 251.026 million would have been presented as taxation expense, advance income tax and provision for taxation respectively in these financial statements for the year ended 30 June 2024. This change in accounting policy has no impact of earnings per share of the Company. Furthermore, the Company has not presented the third statement of financial position as at the beginning of the preceding period as the retrospective application does not have an effect on the information in the statement of financial position at the beginning of the preceding period.

Deferred

Deferred tax is accounted for using the liability method in respect of all temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of the taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences and deferred tax assets to the extent that it is probable that taxable profits will be available against which the deductible temporary differences, unused tax losses and tax credits can be utilized.

Deferred tax is calculated at the rates that are expected to apply to the period when the differences reverse based on tax rates that have been enacted or substantively enacted by the reporting date. Deferred tax is charged or credited in the statement of profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

2.4 Property, plant, equipment and depreciation

Operating fixed assets

Operating fixed assets except freehold land, buildings on freehold land and plant and machinery are stated at cost less accumulated depreciation and any identified impairment loss. Cost of operating fixed assets consists of historical cost, borrowing cost pertaining to erection / construction period of qualifying assets and other directly attributable costs of bringing the asset to working condition. Freehold land is stated at revalued amount less any identified impairment loss and buildings on freehold land and plant and machinery are stated at revalued amount less accumulated depreciation and any identified impairment loss.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repair and maintenance costs are charged to statement of profit or loss during the period in which they are incurred.

Increases in the carrying amounts arising on revaluation of operating fixed assets are recognized, net of tax, in other comprehensive income and accumulated in surplus on revaluation of property, plant and equipment in shareholders' equity. To the extent that increase reverses a decrease previously recognized in the statement of profit or loss, the increase is first recognized in the statement of profit or loss. Decreases that reverse previous increases of the same asset are first recognized in other comprehensive income to the extent of the remaining surplus attributable to the asset; all other decreases are charged to the statement of profit or loss. Each year, the difference between depreciation based on the revalued carrying amount of the asset charged to the statement of profit or loss and depreciation based on the asset's original cost, net of tax, is reclassified from surplus on revaluation of operating fixed assets to retained earnings. Upon disposal, any revaluation surplus relating to the particular asset being sold is transferred to retained earnings.

Depreciation

Depreciation on operating fixed assets is charged to the statement of profit or loss applying the straight line method whereby cost of an asset is written off over its estimated useful life at the rates given in note 15.1. The

Company charges the depreciation on additions from the month in which the asset is available for use and no depreciation is charged for the month in which the asset is de-recognized. The residual values and useful lives are reviewed by the management, at each financial year-end and adjusted if impact on depreciation is significant.

De-recognition

An item of operating fixed assets is de-recognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset is included in the statement of profit or loss in the year the asset is de-recognized.

Capital work-in-progress

Capital work-in-progress is stated at cost less identified impairment losses, if any. All expenditure connected with specific assets incurred during installation and construction period are carried under capital work-in-progress. These are transferred to operating fixed assets as and when these are available for use.

2.5 Investment properties

Land and buildings held for capital appreciation or to earn rental income are classified as investment properties. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the reporting date. Gains or losses arising from changes in the fair values of investment properties are included in profit or loss in the period in which they arise, including the corresponding tax effect. Fair values are determined based on a valuation performed by an accredited external independent valuer applying a valuation model.

The useful lives, residual values, depreciation method and impairment loss are reviewed on a regular basis. The effect of any changes in estimate is accounted for on a prospective basis. Further, fair value determination for the purpose of impairment loss requires adjustments for any differences in nature, location and condition of the investment property, if any, which involves significant judgment.

Investment properties are derecognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in the statement of profit or loss in the period of derecognition. In determining the amount of consideration from the derecognition of investment property the Company considers the effects of variable consideration, existence of a significant financing component, non-cash consideration, and consideration payable to the buyer (if any).

Transfers are made to (or from) investment property only when there is a change in use. For a transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner-occupied property becomes an investment property, the Company accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use.

2.6 Intangible assets

An intangible asset is recognized if it is probable that future economic benefits that are attributable to the asset will flow to the Company and that the cost of such an asset can also be measured reliably. Intangible assets are stated at cost less accumulated amortization and any identified impairment loss. Costs associated with maintaining the assets are charged to the statement of profit or loss as and when incurred, however, costs that are directly attributable to the identifiable assets and have probable economic benefits exceeding one year, are recognized as intangible assets.

Intangible asset is estimated to have definite useful life and are amortized from the month it is acquired or made available for use, using straight line method.

2.7 Right-of-use assets

A right-of-use asset is recognized at the commencement date of a lease. The right-of-use asset is measured at cost less accumulated depreciation and accumulated impairment losses (if any). Cost comprises of the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is shorter. Where the Company expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is charged over its estimated useful life. Right-of-use assets are subject to impairment or adjusted for any re-measurement of lease liabilities.

The Company has elected not to recognize a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are charged to income as incurred.

2.8 Lease liabilities

A lease liability is recognized at the commencement date of a lease. The lease liability is initially recognized at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are re-measured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is re-measured, an adjustment is made to the corresponding right-of-use asset, or to statement of profit or loss if the carrying amount of the right-of-use asset is fully written down.

2.9 Investments and other financial assets

a) *Classification*

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those to be measured at amortized cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income. The Company reclassifies debt investments when and only when its business model for managing those assets changes.

b) **Measurement**

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

Amortized cost

Financial assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other income / (other expenses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the statement of profit or loss.

Fair value through other comprehensive income (FVTOCI)

Financial assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVTOCI. Movements in the carrying amount are taken through other comprehensive income, except for the recognition of impairment losses (and reversal of impairment losses), interest income and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss and recognised in other income / (other expenses). Interest income from these financial assets is included in other income using the effective interest method. Foreign exchange gains and losses are presented in other income / (other expenses) and impairment losses are presented as separate line item in the statement of profit or loss.

Fair value through profit or loss (FVTPL)

Assets that do not meet the criteria for amortised cost or FVTOCI are measured at FVTPL. A gain or loss on a debt instrument that is subsequently measured at FVTPL is recognised in profit or loss and presented net within other income / (other expenses) in the period in which it arises.

Equity instruments

The Company subsequently measures all equity investments at fair value for financial instruments quoted in an active market, the fair value corresponds to a market price (level 1). For financial instruments that are not quoted in an active market, the fair value is determined using valuation techniques including reference to recent arm's length market transactions or transactions involving financial instruments which are substantially the same (level 2), or discounted cash flow analysis including, to the greatest possible extent, assumptions consistent with observable market data (level 3).

Fair value through other comprehensive income (FVTOCI)

Where the Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVTOCI are not reported separately from other changes in fair value.

Fair value through profit or loss

Changes in the fair value of equity investments at fair value through profit or loss are recognised in other income / (other expenses) in the statement of profit or loss as applicable.

Dividends from such investments continue to be recognised in profit or loss as other income when the Company's right to receive payments is established.

2.10 Financial liabilities – classification and measurement

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in statement of profit or loss. Any gain or loss on de-recognition is also included in profit or loss.

2.11 Impairment of financial assets

The Company recognizes loss allowances for ECLs on:

- Financial assets measured at amortized cost;
- Debt investments measured at FVTOCI; and
- Contract assets.

The Company measures loss allowances at an amount equal to lifetime ECLs, except for the following, which are measured at 12-month ECLs:

- Debt securities that are determined to have low credit risk at the reporting date; and
- Other debt securities and bank balances for which credit risk (i.e., the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than past due for a reasonable period of time. Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument. 12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the

expected life of the instrument is less than 12 months). The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

The Company has elected to measure loss allowances for trade debts using IFRS 9 simplified approach and has calculated ECLs based on lifetime ECLs. The Company has established a matrix that is based on the Company's historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment including forward-looking information.

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering of a financial asset in its entirety or a portion thereof. The Company individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Company expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVTOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the debtor;
- a breach of contract such as a default;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the debtor will enter bankruptcy or other financial reorganization; or
- the disappearance of an active market for a security because of financial difficulties.

2.12 De-recognition of financial assets and financial liabilities

a) Financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred, or it neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control over the transferred asset. Any interest in such derecognized financial assets that is created or retained by the Company is recognized as a separate asset or liability.

b) Financial liabilities

The Company derecognizes a financial liability (or a part of financial liability) from its statement of financial position when the obligation specified in the contract is discharged or cancelled or expires.

2.13 Inventories

Inventories, except for stock in transit and waste stock / rags, are stated at lower of cost and net realizable value. Cost is determined as follows:

Stores, spare parts and loose tools

Useable stores, spare parts and loose tools are valued principally at moving average cost, while items considered obsolete are carried at nil value. Items in transit are valued at cost comprising invoice value plus other charges paid thereon.

Stock-in-trade

Cost of raw material, work-in-process and finished goods is determined as follows:

- (i) For raw materials: Weighted average basis.
- (ii) For work-in-process and finished goods: Includes direct cost of materials, direct labour cost and productions overheads.

Materials in transit are valued at cost comprising invoice value plus other charges paid thereon. Waste stock / rags are valued at net realizable value.

Net realizable value signifies the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make a sale.

2.14 Trade debts and other receivables

Trade debts are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

2.15 Borrowings from financial institutions

Financing and borrowings from financial institutions are recognized initially at fair value and are subsequently stated at amortized cost. Any difference between the proceeds and the redemption value is recognized in the statement of profit or loss over the period of the borrowings using the effective interest method.

2.16 Borrowing cost

Interest, mark-up and other charges on long-term finances are capitalized up to the date of commissioning of respective qualifying assets acquired out of the proceeds of such long-term finances. All other interest, mark-up and other charges are recognized in statement of profit or loss.

2.17 Diminishing Musharakah

In diminishing musharakah financing, the Company enters into Musharakah based on Shirkat-ul-milk for purchasing an agreed share of fixed assets (land, building, plant and machinery, and vehicles) with the Musharakah Participants (Participants). The Company pays periodic profit as per the agreement for the utilization of the Participants' Musharakah share and also periodically purchase the Participants' share over the tenure of the transaction. Profit on diminishing musharakah is recognized on an accrual basis.

2.18 Trade and other payables

Liabilities for trade and other amounts payable are initially recognized at fair value, which is normally the transaction cost and subsequently measured at amortized cost using the effective interest method.

2.19 Revenue recognition

Sale of goods

Revenue from the sale of goods is recognised at the point in time when the customer obtains control of the goods, which is generally at the time of delivery.

Processing services

The Company provides processing services to local customers. These services are sold separately and the Company's contract with the customer for services constitute a single performance obligation.

Revenue from services is recognized at the point in time, generally at the time of dispatch. There are no terms giving rise to variable consideration under the Company's contracts with its customers.

Profit on bank deposit

Profit earned on savings and deposit accounts is accrued on time proportion basis by reference to the principal outstanding at the applicable rate of return.

Other revenue

Other revenue is recognised when it is received or when the right to receive payment is established.

2.20 Contract assets

Contract assets arise when the Company performs its performance obligations by transferring goods to a customer before the customer pays its consideration or before payment is due. Contract assets are treated as financial assets for impairment purposes.

2.21 Customer acquisition costs

Customer acquisition costs are capitalised as an asset where such costs are incremental to obtaining a contract with a customer and are expected to be recovered. Customer acquisition costs are amortised on a straight-line basis over the term of the contract.

Costs to obtain a contract that would have been incurred regardless of whether the contract was obtained or which are not otherwise recoverable from a customer are expensed as incurred to profit or loss. Incremental costs of obtaining a contract where the contract term is less than one year is immediately expensed to profit or loss.

2.22 Customer fulfilment costs

Customer fulfilment costs are capitalised as an asset when all the following are met: (i) the costs relate directly to the contract or specifically identifiable proposed contract; (ii) the costs generate or enhance resources of the Company that will be used to satisfy future performance obligations; and (iii) the costs are expected to be recovered. Customer fulfilment costs are amortised on a straight-line basis over the term of the contract.

2.23 Right of return assets

Right of return assets represents the right to recover inventory sold to customers and is based on an estimate of customers who may exercise their right to return the goods and claim a refund. Such rights are measured at the value at which the inventory was previously carried prior to sale, less expected recovery costs and any impairment.

2.24 Contract liabilities

Contract liability is the obligation of the Company to transfer goods to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers goods, a contract liability is recognized when the payment is made. Contract liabilities are recognized as revenue when the Company performs its performance obligations under the contract.

2.25 Refund liabilities

Refund liabilities are recognised where the Company receives consideration from a customer and expects to refund some, or all, of that consideration to the customer. A refund liability is measured at the amount of consideration received or receivable for which the Company does not expect to be entitled and is updated at the end of each reporting period for changes in circumstances. Historical data is used across product lines to estimate such returns at the time of sale based on an expected value methodology.

2.26 Provisions

Provisions are recognized when the Company has a legal or constructive obligation as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligations and a reliable estimate of the amount can be made.

2.27 Contingent assets

Contingent assets are disclosed when the Company has a possible asset that arises from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent assets are not recognized until their realization becomes certain.

2.28 Contingent liabilities

Contingent liability is disclosed when the Company has a possible obligation as a result of past events whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent liabilities are not recognized, only disclosed, unless the possibility of a future outflow of resources is considered remote. In the event that the outflow of resources associated with a contingent liability is assessed as probable, and if the size of the outflow can be reliably estimated, a provision is recognized in the financial statements.

2.29 Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to depreciation and are tested annually for impairment. Assets that are subject to depreciation are reviewed for impairment at each statement of financial position date or whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount for which assets carrying amount exceeds its recoverable amount. Recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date. Reversals of the impairment losses are restricted to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if impairment losses had not been recognized. An impairment loss or reversal of impairment loss is recognized in the statement of profit or loss.

2.30 Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, cash at banks on current, saving and deposit accounts and other short term highly liquid instruments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in values.

2.31 Derivative financial instruments

Derivatives are initially recognized at fair value. Any directly attributable transaction costs are recognized in the statement of profit or loss as incurred. They are subsequently remeasured at fair value on regular basis and at each reporting date as a minimum, with all their gains and losses, realized and unrealized, recognized in the statement of profit or loss.

2.32 Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to costs are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss over the expected lives of the related assets.

3. SUMMARY OF OTHER ACCOUNTING POLICIES

3.1 Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (the functional currency). The financial statements are presented in Pak Rupees, which is the Company's functional and presentation currency. Figures are rounded off to the nearest of Pak Rupees.

3.2 Foreign currency transactions and translation

All monetary assets and liabilities in foreign currencies are translated into Pak Rupees at exchange rates prevailing at the reporting date. Transactions in foreign currencies are translated into Pak Rupees at exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are charged or credited to statement of profit or loss. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated into Pak Rupees at exchange rates prevailing at the date of transaction. Non-monetary assets and liabilities denominated in foreign currency that are stated at fair value are translated into Pak Rupees at exchange rates prevailing at the date when fair values are determined.

3.3 Offsetting of financial instruments

Financial assets and financial liabilities are set off and the net amount is reported in the financial statements when there is a legal enforceable right to set off and the Company intends either to settle on a net basis or to realize the assets and to settle the liabilities simultaneously.

3.4 Share capital

Ordinary shares are classified as share capital. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax.

3.5 Dividend and other appropriations

Dividend distribution to the Company's shareholders is recognized as a liability in the Company's financial statements in the period in which the dividends are declared and other appropriations are recognized in the period in which these are approved by the Board of Directors.

3.6 Earnings per share

The Company presents earnings per share (EPS) data for its ordinary shares. EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year.

4 ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL

2024 (Number of shares)	2023		2024 Rupees	2023 Rupees
116,835,000	116,835,000	Ordinary shares of Rupees 10 each fully paid-up in cash.	1,168,350,000	1,168,350,000
77,420	77,420	Ordinary shares of Rupees 10 each issued to shareholders of Advance Fashion (Private) Limited under the scheme of amalgamation.	774,200	774,200
310,000,000	310,000,000	Ordinary shares of Rupees 10 each issued as fully paid-up bonus shares.	3,100,000,000	3,100,000,000
3,575,000	3,575,000	Ordinary shares of Rupees 10 each issued as fully paid for consideration other than cash against purchase of land.	35,750,000	35,750,000
4,800,000	-	Ordinary shares of Rupees 10 each issued to the members of AEL Textiles Limited as per the scheme of arrangement for merger (Note	48,000,000	-
<u>435,287,420</u>	<u>430,487,420</u>		<u>4,352,874,200</u>	<u>4,304,874,200</u>

4.1 Movement during the year

2024 (Number of shares)	2023		2024 Rupees	2023 Rupees
430,487,420	430,487,420	Balance at the beginning of the year	4,304,874,200	4,304,874,200
4,800,000	-	Ordinary shares of Rupees 10 each issued during the year to the members of AEL Textiles Limited as per the scheme of arrangement for merger (Note 1.3)	48,000,000	-
<u>435,287,420</u>	<u>430,487,420</u>		<u>4,352,874,200</u>	<u>4,304,874,200</u>

4.2 Ordinary shares of the Company held by the related entities:

	2024 (Number of shares)	2023
Naimat Saleem Trust - associated undertaking	90,038,220	90,038,220
Automotive Plastics (Private) Limited - associated company	2,530,905	-
SJ Holdings (Private) Limited - related party	205,000	-
A.J. Holdings (Private) Limited - related party	300	-
	<u>92,774,425</u>	<u>90,038,220</u>

	2024	2023
	Rupees	Rupees
5 RESERVES		
Composition of reserves is as follows:		
Merger reserve (Note 1.3)	16,536,002	64,536,002
Capital reserve		
Surplus on revaluation of property, plant and equipment - net of deferred income tax (Note 5.1)	1,371,345,527	1,524,820,773
Revenue reserve		
Unappropriated profit	4,526,173,967	3,457,493,668
	<u>5,914,055,496</u>	<u>5,046,850,443</u>

	2024	2023
	Rupees	Rupees
5.1 Surplus on revaluation of property, plant and equipment - net of deferred income tax		
Opening balance	1,528,521,762	450,194,473
Add: Surplus on revaluation incorporated during the year	-	1,108,390,195
Less: Incremental depreciation	(36,830,389)	(30,057,896)
Less: Surplus relating to assets disposed off	(44,016)	(5,010)
	<u>1,491,647,357</u>	<u>1,528,521,762</u>
Less: Related deferred income tax liability (Note 9.1)	(120,301,830)	(3,700,989)
	<u>1,371,345,527</u>	<u>1,524,820,773</u>

	2024 Rupees	2023 Rupees
6 LEASE LIABILITIES		
Total lease liabilities	-	59,589,764
Less: Current portion shown under current liabilities (Note 12)	-	(59,589,764)
	<u>-</u>	<u>-</u>

6.1 These include payable of Rupees Nil (2023: Rupees 35.164 million) to Naimat Saleem Trust - associated undertaking against a lease agreement for building. The reconciliation of lease liabilities is as follows:

Opening balance	59,589,764	393,785,817
Add: Interest accrued on lease liabilities during the year	2,316,083	15,510,801
Less: Payments during the year	(43,851,168)	(124,936,458)
Less: Impact of lease modification	-	(203,998,477)
Less: Impact of lease termination	(18,054,679)	(20,771,919)
Closing balance	-	59,589,764
Less: Current portion shown under current liabilities	-	(59,589,764)
	<u>-</u>	<u>-</u>

6.2 Maturity analysis of lease liabilities is as follows:

Up to 6 months	-	43,851,168
6-12 months	-	18,934,986
	<u>-</u>	<u>62,786,154</u>
Less: Future finance cost	-	(3,196,390)
Present value of lease liabilities	<u>-</u>	<u>59,589,764</u>

6.3 Amount recognized in the statement of profit or loss:

Interest expense on lease liabilities (Note 36)	2,316,083	15,510,801
Expenses relating to short term leases (included in administrative expenses) (Note 33.2)	15,508,720	12,669,974
Expenses relating to short term leases (included in cost of sales) (Note 31.3)	24,916,188	-
Total amount recognized in profit or loss	<u>42,740,991</u>	<u>28,180,775</u>

6.4 The interest expense on lease liabilities for the year is Rupees 2.316 million (2023: Rupees 15.511 million). The total cash outflow for leases for the year amounting to Rupees 43.851 million (2023: Rupees 124.936 million).

6.5 The Company uses market borrowing rate at the commencement date of lease because at commencement date the Company did not have any interest bearing borrowings. Lease liabilities are recognised at discount rate range from 10.07% to 17.84% (2023: 9.17% to 17.84%) per annum.

	2024 Rupees	2023 Rupees
7 DIMINISHING MUSHARAKAH		
<i>Musharakah participants</i>		
Ms. Ayesha Haroon - Related party	60,000,000	-
Mr. Muhammad Saqib - Director	60,000,000	-
SJ Holdings (Private) Limited - Related party	60,000,000	-
Mr. Javed Arshad Bhatti - Director	60,000,000	-
Mr. Muhammad Siddique Bhatti - Related Party	60,000,000	-
Mian Muhammad Ahsan - Director	120,000,000	-
Mian Salman Ahsan - Related party	180,000,000	-
	<u>600,000,000</u>	<u>-</u>
Less: Current portion shown under current liabilities (Note 12)	(14,766,802)	-
	<u>585,233,198</u>	<u>-</u>

7.1 This represents unsecured diminishing musharakah financing obtained from Musharakah participants (related parties). The Company has entered into Musharakah based on Shirkat-ul-milk for purchasing an agreed share of fixed assets (land, building, plant and machinery and vehicles) with the Musharakah Participants (Participants). Total tenure of financing is 6 years (including one year grace period). The facility will be redeemed in 60 monthly installments commencing from 01 May 2025 and ending on 01 April 2030. For the utilization of the Participants' Musharakah share, the Company pays monthly profit at the rate of 12% per annum on outstanding musharakah contribution base amount.

	2024 Rupees	2023 Rupees
8 LEAVE ENCASHMENT		
Provision for leave encashment (Note 8.1)	20,365,121	11,440,218
8.1 Movement of provision for leave		
Opening balance	11,440,218	16,457,099
Add: Benefits payable at the beginning of the year	310,583	-
Add : Provision for the year	15,672,987	4,734,319
Less: Payments made during the year	(6,643,650)	(9,440,617)
Less: Benefits due but not paid	(415,017)	(310,583)
Closing balance	20,365,121	11,440,218
	2024 Rupees	2023 Rupees
9 DEFERRED TAXATION		
Deferred income tax (asset) / liability arising		
Taxable temporary differences on:		
Accelerated tax depreciation and amortisation - net	4,948,542	3,726,673
Right-of-use assets	-	204,082
Revaluation surplus on property, plant and equipment	120,301,830	3,700,989
Net defined benefit asset	-	105,453
	125,250,372	7,737,197
Deductible temporary differences on:		
Lease liabilities	-	(638,619)
Leave encashment	-	(122,604)
Workers' welfare fund	-	(621,762)
Provisions and expected credit losses	-	(855,775)
Forward contracts	(3,005,612)	-
	(3,005,612)	(2,238,760)
	122,244,760	5,498,437

9.1 Movement in deferred tax balances during the year is as follows:

	2024			Closing balance
	Opening balance	Recognised in Statement of profit or loss	Recognised in other comprehensive income	
	-----Rupees-----			
Accelerated tax depreciation and amortisation - net	3,726,673	1,221,869	-	4,948,542
Right-of-use assets	204,082	(204,082)	-	-
Revaluation surplus on property, plant and equipment	3,700,989	(395,478)	116,996,319	120,301,830
Lease liabilities	(638,619)	638,619	-	-
Leave encashment	(122,604)	122,604	-	-
Workers' welfare fund	(621,762)	621,762	-	-
Provisions and expected credit losses	(855,775)	855,775	-	-
Forward contracts	-	(3,005,612)	-	(3,005,612)
Net defined benefit asset	105,453	(105,453)	-	-
	5,498,437	(249,996)	116,996,319	122,244,760

2023				
Opening balance	Transferred upon merger (Note 1.3)	Recognised in Statement of profit or loss	Recognised in other comprehensive income	Closing balance
-----Rupees-----				
Accelerated tax depreciation and amortisation - net	23,170,127	7,211	(19,450,665)	3,726,673
Right-of-use assets	16,011,725	-	(15,807,643)	204,082
Revaluation surplus on property, plant and equipment	-	-	3,700,989	3,700,989
Lease liabilities	(20,437,484)	-	19,798,865	(638,619)
Leave encashment	(854,123)	-	731,519	(122,604)
Workers' welfare fund	-	-	(621,762)	(621,762)
Provisions and expected credit losses	-	-	(855,775)	(855,775)
Net defined benefit asset	(546,168)	-	713,042	105,453
	<u>17,344,077</u>	<u>7,211</u>	<u>(15,492,419)</u>	<u>5,498,437</u>

	2024 Rupees	2023 Rupees
10 TRADE AND OTHER PAYABLES		
Creditors (Note 10.1)	2,115,818,954	1,869,450,973
Accrued liabilities (Note 10.2)	396,979,170	433,186,478
Contract liabilities - unsecured	21,197,223	55,773,303
Securities from contractors - Interest free and repayable on completion of contracts (Note 10.3)	5,754,756	3,850,000
Sales tax withheld	5,832,824	1,400,211
Income tax deducted at source	47,954,152	6,226,949
Fair value of forward exchange contracts	7,706,697	-
Workers' profit participation fund (Note 10.4)	134,787,781	128,607,934
Workers' welfare fund (Note 10.5)	970,075	58,016,809
Retention money payable	66,056,412	24,243,602
	<u>2,803,058,044</u>	<u>2,580,756,259</u>
	2024 Rupees	2023 Rupees
10.1 These include amounts due to following related parties:		
U.S. Denim Mills (Private) Limited - associated company	531,037,529	86,713,536
U.S. Apparel And Textiles (Private) Limited - associated company	9,044,143	14,060,809
US & Dynamo Mills (Private) Limited - associated company	3,650,202	945,888
	<u>543,731,874</u>	<u>101,720,233</u>
	2024 Rupees	2023 Rupees
10.2 These include amount due to following related parties against expenses:		
A.J. Holdings (Private) Limited - associated company	-	4,380,654
U.S. Apparel and Textiles (Private) Limited - associated company	342,007	-
	<u>342,007</u>	<u>4,380,654</u>

10.3 These security deposits are received from local contractors against sale of waste material.

	2024 Rupees	2023 Rupees
10.4 Workers' profit participation fund		
Opening balance	128,607,934	37,408,083
Add: Transferred upon merger (Note 1.3)	-	67,403
Add: Provision for the year (Note 34)	82,798,746	128,539,858
	<u>211,406,680</u>	<u>166,015,344</u>
Less: Payments during the year	(76,618,899)	(37,407,410)
Closing balance	<u>134,787,781</u>	<u>128,607,934</u>
	2024 Rupees	2023 Rupees
10.5 Workers' welfare fund		
Opening balance	58,016,809	23,152,113
Add: Provision for the year (Note 34)	3,101,534	56,173,041
	<u>61,118,343</u>	<u>79,325,154</u>
Less: Payments during the year	(60,148,268)	(21,308,345)
Closing balance	<u>970,075</u>	<u>58,016,809</u>
	2024 Rupees	2023 Rupees
11 SHORT TERM BORROWINGS		
From related parties - unsecured		
A.J. Holdings (Private) Limited - associated company	2,282,387,252	520,000,000
Mian Muhammad Ahsan - Director	185,500,000	150,750,000
Mr. Javed Arshad Bhatti - Director	185,500,000	60,000,000
Ms. Ayesha Haroon - Related party	-	60,000,000
Mian Salman Ahsan - Related party	-	100,000,000
	<u>2,653,387,252</u>	<u>890,750,000</u>
11.1 These represent unsecured, interest free qard-e-hasna obtained from related parties. These are repayable on demand.		
	2024 Rupees	2023 Rupees
12 CURRENT PORTION OF NON-CURRENT LIABILITIES		
Current portion of lease liabilities (Note 6)	-	59,589,764
Current portion of diminishing musharakah (Note 7)	14,766,802	-
	<u>14,766,802</u>	<u>59,589,764</u>
	2024 Rupees	2023 Rupees
13 PROVISION FOR TAXATION AND LEVY - NET		
13.1 Advance income tax - net		
Advance income tax	104,727,699	92,511,370
Less: Provision for taxation	(93,660,304)	(37,264,839)
	11,067,395	55,246,531
13.2 Levy - net		
Prepaid levy	133,727,058	153,047,132
Less: Levy payable	(251,025,548)	(214,074,245)
	(117,298,490)	(61,027,113)
	<u>(106,231,095)</u>	<u>(5,780,582)</u>

14 CONTINGENCIES AND COMMITMENTS

a) Contingencies

i) Guarantees of Rupees 35.650 million (2023: Rupees 45.277 million) are issued by the banks of the Company to Sui Northern Gas Pipelines Limited against gas connections, Lahore Electric Supply Company Limited for electricity connections, Total PARCO Pakistan Limited against purchase of furnace oil and State Bank of Pakistan against claims.

ii) Post dated cheques of Rupees 4,326.57 million (2023: Rupees 2,397.493 million) are issued to customs authorities in respect of duties on imported items availed on the basis of consumption and export plans. If documents of exports are not provided on due dates, cheques issued as security shall be encashable.

iii) For tax years 2014, 2017 and 2018, the income tax authorities issued refund orders dated 21 September 2020, 26 August 2020 and 26 August 2020 respectively to Advance Fashion (Private) Limited (now merged into Stylers International Limited) under section 170(4) of the Income Tax Ordinance, 2001 where in the Deputy Commissioner Inland Revenue rejected income tax refund claims amounting to Rupees 0.626 million, Rupees 15.749 million and Rupees 11.886 million respectively. Being aggrieved, the Company filed appeals before the Commissioner Inland Revenue (Appeals). Appeals for tax years 2017 and 2018 are still pending adjudication whereas appeal for tax year 2014 was remanded back by Commissioner Inland Revenue (Appeals) vide order dated 28 July 2021. In remanded back proceedings for the tax year 2014, the DCIR passed order dated 27 June 2024 against the Company. The Company is in the process to file appeal against the order of DCIR.

iv) Deputy Commissioner Inland Revenue (DCIR) passed Orders against the show cause notices dated 01 April 2022 and 22 March 2022 issued to the Company for tax periods from July 2020 to June 2021 and July 2021 to November 2021 respectively, claiming that the Company has adjusted input sales tax against output tax on the purchase of specific goods / items, mainly coal, accessories and spare parts for plant and machinery, that were not admissible under the law, resulting in short payments of sales tax amounting to Rupees 15.473 million (including penalty of Rupees 0.736 million) and Rupees 13.819 million (including penalty of Rupees 0.658 million) respectively as per Sales Tax Act, 1990, asserting that these goods were not used in taxable activity. Being aggrieved, the Company filed appeal against the orders of the DCIR before the Commissioner Inland Revenue (Appeals)[CIR (A)] who vide order dated 18 July 2022 rejected the Company's stance and passed order by upholding the DCIR's stance. Being aggrieved, the Company preferred an appeal before Appellate Tribunal Inland Revenue who vide its order dated 03 August 2023 remand back the case for re-adjudication on merits after examination of the record.

v) The Additional Commissioner Inland Revenue (ADCIR) passed orders on 31 May 2022 and 12 September 2022 for tax years 2016 and 2017 respectively against Advance Fashion (Private) Limited (AFL), now merged into Stylers International Limited (SIL), stating that the AFL claimed tax credits under section 65(D) of the Income tax Ordinance, 2001, whereby a company shall be given tax credit against tax payable arising on taxable income for a period of five years subject to the condition that the company will not discontinue its business in the subsequent five years after the credit has been allowed. As per ADCIR, AFL after merger with the Company effectively discontinued its operation before expiry of 5 years and hence violated the condition for eligibility of the credit thus, rejecting the tax credit claimed under section 65(D) of the Income Tax Ordinance, 2001 amounting to Rupees 10.523 million and 13.960 million for tax years 2016 and 2017 respectively and creating an additional tax demand of Rupees 0.312 million and Rupees 0.208 million for tax years 2016 and 2017 respectively. The Company being aggrieved, filed appeal before the Commissioner Inland Revenue (Appeals)[CIR(A)], citing that despite the merger with SIL, AFL is still conducting business as an industrial undertaking. For tax year 2016, the CIR (A) has confirmed the order of the ADCIR by confirming ground taken by the ADCIR while rejecting the tax credit claimed under section 65(D) of the Income Tax Ordinance, 2001 through appellate order dated 21 February 2023. Being aggrieved by the treatment meted out by the CIR (A), the Company preferred appeal before the Appellate Tribunal Inland Revenue, which is pending adjudication. For tax year 2017, the CIR(A) vide its order dated 09 June 2023 rejected the Company's stance and confirmed the amended order of the ADCIR. Being aggrieved, the Company has filed an appeal before ATIR which is pending adjudication.

vi) The Additional Commissioner Inland Revenue passed order dated 04 October 2021 under Section 122(5A) of Income Tax Ordinance, 2001 and amended the original assessment on various grounds for tax year 2016 created a tax demand of Rupees 18.348 million. Being aggrieved, the Company filed an appeal before CIR (A) who vide order dated 10 March 2022 remanded back the issues relating to treatment of CMT sales, tax credit under Section 65(B) of the Income Tax Ordinance, 2001. Being aggrieved, the Company filed an appeal before ATIR which is pending adjudication.

vii) The Additional Commissioner Inland Revenue (ADCIR) passed order dated 28 September 2023 under Section 122(5A) of Income Tax Ordinance, 2001 for tax year 2018 and amended the original assessment on various grounds for tax year 2018 created a tax demand of Rupees 464.245 million. Being aggrieved, the Company filed an appeal before CIR (A) who vide order dated 18 March 2024 give partial relief to the Company. Being aggrieved, the Company filed an appeal before ATIR which is pending adjudication.

viii) Assistant Commissioner Inland Revenue issued notices to the Company under various Sections of Income Tax Ordinance, 2001 for the tax years 2019 and 2021 vide notices dated 09 February 2021 and 21 November 2022 respectively and required from the Company information / explanations / records. The Company has duly replied the notices. However, the proceedings are still pending to date.

ix) The Additional Commissioner Punjab Revenue Authority passed order dated 22 November 2023 for the tax periods July 2022 to June 2023 on account of non-withholding of tax on certain payments and created demand of Rupees 216.178 million (including penalty of Rupees 10.294 million). Being aggrieved, The company has filed appeal before Commissioner (Appeals) Punjab Revenue Authority which is pending for adjudications.

x) The Company filed writ petition in Honourable Sindh High Court, Karachi against infrastructure cess imposed by the Province of Sindh through Sindh Finance Act, 1994 and its subsequent versions including the final version i.e. Sindh Development and Maintenance of Infrastructure Cess Act, 2017, whereby stay was granted and directions were given to provide bank guarantees in favor of Director Excise and Taxation, Karachi. The Honourable Sindh High Court, Karachi passed order dated 04 June 2021 against the Company and directed that bank guarantees should be encashed. Being aggrieved by the order, the Company along with others filed petitions for leave to appeal before Honourable Supreme Court of Pakistan against the Sindh High Court's judgment in relation to Sindh infrastructure development cess. On 01 September 2021, after hearing the petitioners, the Honourable Supreme Court dictated the order in open court granting leave to appeal to the petitioners and restraining the Sindh Government from encashing the bank guarantees furnished in pursuance of the interim orders passed by the Sindh High Court. The Honourable Supreme Court also direct the release of future consignments subject to furnishing of bank guarantees for the disputed amount. Upto 30 June 2024, the bank of the Company has issued guarantees of Rupees 10.000 million to Excise and Taxation against cess.

The Company is actively pursuing the above matters at respective forums. Based on the advice of the legal counsel, the Company is hopeful for the favorable outcome of the matters. Hence, no provision has been made in these financial statements.

b) Commitments

i) Contracts for capital expenditure are approximately of Rupees 901.015 million (2023: Rupees 1,581.409 million).

ii) Letters of credit other than for capital expenditure are of Rupees 1,524.530 million (2023: Rupees 509.403 million).

iii) Outstanding foreign currency forward contracts of Rupees 815.385 million (2023: Rupees Nil)

iv) These represents commitments arising from short-term leases recognized on a straight-line basis as expense under the practical expedients applied by the Company with respect to IFRS 16. The amount of future payments under these leases and the period in which these payments will become due are as follows:

	2024	2023
	Rupees	Rupees
Not later than one year	<u>4,341,848</u>	<u>7,520,625</u>

15 PROPERTY, PLANT AND EQUIPMENT

Operating fixed assets (Note 15.1)
Capital work-in-progress (Note 15.2)

	2024 Rupees	2023 Rupees
Operating fixed assets (Note 15.1)	7,115,520,270	4,127,940,746
Capital work-in-progress (Note 15.2)	2,086,852,868	1,881,022,363
	<u>9,202,373,138</u>	<u>6,008,963,109</u>

15.1 Operating fixed assets

	Freehold land	Buildings on freehold land	Plant and machinery	Electric installations	Tools and equipment	Office equipment	Furniture and fittings	IT equipment	Vehicles	Total
(Rupees)										
At 30 June 2022										
Cost / revalued amount	1,102,977,844	489,228,381	1,342,346,988	51,014,178	61,998,214	2,279,680	13,865,350	32,676,237	35,337,782	3,131,724,654
Accumulated depreciation	-	(13,035,544)	(551,890,313)	(22,391,718)	(27,223,249)	(1,449,003)	(3,070,365)	(24,216,827)	(16,480,377)	(659,757,396)
Net book value	<u>1,102,977,844</u>	<u>476,192,837</u>	<u>790,456,675</u>	<u>28,622,460</u>	<u>34,774,965</u>	<u>830,677</u>	<u>10,794,985</u>	<u>8,459,410</u>	<u>18,857,405</u>	<u>2,471,967,258</u>
Year ended 30 June 2023										
Opening net book value	1,102,977,844	476,192,837	790,456,675	28,622,460	34,774,965	830,677	10,794,985	8,459,410	18,857,405	2,471,967,258
Additions	426,126,750	257,800,000	17,121,088	3,064,562	13,033,846	42,000	15,314,448	13,775,326	13,936,318	760,214,338
Assets transferred upon merger (Note 1.3):										
Cost	-	-	-	-	-	-	-	55,602	-	55,602
Accumulated depreciation	-	-	-	-	-	-	-	(1,544)	-	(1,544)
Disposals:								54,058	-	54,058
Cost / revalued amount	-	-	(21,606,535)	-	-	-	-	(346,000)	(10,988,056)	(32,940,591)
Accumulated depreciation	-	-	15,242,172	-	-	-	-	157,151	2,747,014	18,146,337
	-	-	(6,364,363)	-	-	-	-	(188,849)	(8,241,042)	(14,794,254)
Depreciation charge	-	(17,034,209)	(157,305,110)	(4,489,719)	(5,595,727)	(143,834)	(1,616,008)	(7,620,334)	(4,085,908)	(197,890,849)
Surplus on revaluation	811,935,156	109,638,171	186,816,868	-	-	-	-	-	-	1,108,390,195
Closing net book value	<u>2,341,039,750</u>	<u>826,596,799</u>	<u>830,725,158</u>	<u>27,197,303</u>	<u>42,213,084</u>	<u>728,843</u>	<u>24,493,425</u>	<u>14,479,611</u>	<u>20,466,773</u>	<u>4,127,940,746</u>
At 30 June 2023										
Cost / revalued amount	2,341,039,750	856,666,552	1,524,678,409	54,078,740	75,032,060	2,321,680	29,179,798	46,161,165	38,286,044	4,967,444,198
Accumulated depreciation	-	(30,069,753)	(693,953,251)	(26,881,437)	(32,818,976)	(1,592,837)	(4,686,373)	(31,681,554)	(17,819,271)	(839,503,452)
Net book value	<u>2,341,039,750</u>	<u>826,596,799</u>	<u>830,725,158</u>	<u>27,197,303</u>	<u>42,213,084</u>	<u>728,843</u>	<u>24,493,425</u>	<u>14,479,611</u>	<u>20,466,773</u>	<u>4,127,940,746</u>
Year ended 30 June 2024										
Opening net book value	2,341,039,750	826,596,799	830,725,158	27,197,303	42,213,084	728,843	24,493,425	14,479,611	20,466,773	4,127,940,746
Additions	16,917,300	2,657,148,380	243,748,934	220,190,295	25,125,767	175,399	4,088,442	24,575,241	75,951,932	3,267,921,690
Disposals:										
Cost / revalued amount	-	-	(10,250,646)	-	(1,985,437)	-	-	(653,155)	(25,937,265)	(38,826,503)
Accumulated depreciation	-	-	10,027,226	-	1,968,892	-	-	351,212	9,287,881	21,635,211
	-	-	(223,420)	-	(16,545)	-	-	(301,943)	(16,649,384)	(17,191,292)
Depreciation charge	-	(52,405,220)	(164,309,682)	(8,998,180)	(7,362,345)	(148,287)	(3,043,735)	(10,278,058)	(16,605,367)	(263,150,874)
Closing net book value	<u>2,357,957,050</u>	<u>3,431,339,959</u>	<u>909,940,990</u>	<u>238,389,418</u>	<u>59,959,961</u>	<u>755,955</u>	<u>25,538,132</u>	<u>28,474,851</u>	<u>63,163,954</u>	<u>7,115,520,270</u>
At 30 June 2024										
Cost / revalued amount	2,357,957,050	3,513,814,932	1,758,176,697	274,269,035	98,172,390	2,497,079	33,268,240	70,083,251	88,300,711	8,196,539,385
Accumulated depreciation	-	(82,474,973)	(848,235,707)	(35,879,617)	(38,212,429)	(1,741,124)	(7,730,108)	(41,608,400)	(25,136,757)	(1,081,019,115)
Net book value	<u>2,357,957,050</u>	<u>3,431,339,959</u>	<u>909,940,990</u>	<u>238,389,418</u>	<u>59,959,961</u>	<u>755,955</u>	<u>25,538,132</u>	<u>28,474,851</u>	<u>63,163,954</u>	<u>7,115,520,270</u>
Annual rate of depreciation (%)	-	3	10	10	10	10	10	33.33	20	

15.1.1 Freehold land, buildings and plant and machinery of the Company were revalued as at 31 March 2023 by an independent valuer, Messrs. Surval (Private) Limited (approved valuer). Had there been no revaluation, the value of the assets would have been lower by Rupees 1,491.647 million (2023: Rupees 1,528.522 million). Forced sale value of freehold land, buildings and plant and machinery as on the date of valuation was Rupees 1,531.930 million, Rupees 459.184 million and Rupees 699.038 million respectively.

15.1.2 The book value of freehold land, buildings and plant and machinery on cost basis is Rupees 1,174.776 million, Rupees 3,251.596 million and Rupees 781.219 million (2023: Rupees 1,157.859 million, Rupees 640.930 million and Rupees 671.051 million) respectively.

15.1.3 Detail of operating fixed assets, exceeding the book value of Rupees 500,000, disposed of during the year is as follows:

Description	Quantity	Cost / revalued amount	Accumulated depreciation	Net book value	Sale proceeds	Gain / (loss)	Mode of disposal	Particulars of purchasers
Vehicle								
Toyota Fortuner - ANH 857	1	13,279,594	(1,770,614)	11,508,980	11,508,980	-	Negotiation	Leeds Logistics (Private) Limited - associated company, Lahore.
Toyota Fortuner - ADF 609	1	11,015,150	(5,874,747)	5,140,403	8,812,120	3,671,717	Negotiation	Mr. Amjad Hameed, Lahore.
		<u>24,294,744</u>	<u>(7,645,361)</u>	<u>16,649,383</u>	<u>20,321,100</u>	<u>3,671,717</u>		
Aggregate of other items of property, plant and equipment with individual book values not exceeding Rupees 500,000		14,531,759	(13,989,850)	541,909	10,496,705	9,954,796		
		<u>38,826,503</u>	<u>(21,635,211)</u>	<u>17,191,292</u>	<u>30,817,805</u>	<u>13,626,513</u>		

2024 **2023**
Rupees **Rupees**

15.1.4 Depreciation charge for the year has been allocated as follows:

Cost of sales (Note 31)	210,520,700	190,145,600
Distribution cost (Note 32)	23,683,578	3,483,278
Administrative expenses (Note 33)	28,946,596	4,261,971
	263,150,874	197,890,849

15.1.5 Property, plant and equipment includes fully-depreciated assets having cost of Rupees 40.472 million (2023: Rupees 51.801 million) that are still in use as at the reporting date.

15.1.6 Particulars of immovable properties (i.e. land and buildings) are as follows:

Manufacturing units and office	Address	Area of land	Covered area
		Kanal	Square feet
Apparel unit 3	20 K.M., Ferozepur Road, Anum Road, Glaxo Town, Lahore.	20.15	217,503
Raiwind unit	Village Bhuchoki Mahja, Tehsil Raiwind, District Lahore.	296.70	469,577
SB apparel unit	20 K.M., Ferozepur Road, Anum Road, Glaxo Town, Lahore.	16.97	130,822
		333.82	817,902

15.2 Capital-work-in-progress

	Advance against purchase of land	Civil works	Plant and machinery	Stores, spares and loose tools	Advance against purchase of vehicles	Tools and equipment	Advance against purchase of furniture and fixture	Electric installation	Total
	(Rupees)								
At 30 June 2022	-	442,550,490	-	-	-	-	13,491,173	1,858,747	457,900,410
Add: Additions during the year	415,339,750	1,493,473,142	51,017,941	-	557,151	12,663,446	-	348,315	1,973,399,745
Less: Transferred to operating fixed assets during the year	(426,126,750)	(257,800,000)	(16,431,087)	-	(557,151)	(12,663,446)	(13,491,173)	(2,207,062)	(729,276,669)
Less: Charged to profit or loss during the year	-	(12,774,077)	-	-	-	-	-	-	(12,774,077)
Add / (Less): Reclassification / transferred	16,787,000	174,985,954	-	-	-	-	-	-	191,772,954
At 30 June 2023	6,000,000	1,840,435,509	34,586,854	-	-	-	-	-	1,881,022,363
Add: Additions during the year	10,917,300	1,734,093,313	867,333,823	416,215,372	-	-	18,941,914	297,920,339	3,345,422,061
Less: Transferred to operating fixed assets during the year	(16,917,300)	(2,656,859,615)	(237,477,087)	-	-	-	(14,367,995)	(213,969,559)	(3,139,591,556)
Add / (Less): Reclassification	-	199,912,927	(20,664,341)	(236,989,135)	-	-	1,049,441	56,691,108	-
At 30 June 2024	-	1,117,582,134	643,779,249	179,226,237	-	-	5,623,360	140,641,888	2,086,852,868

16 RIGHT-OF-USE ASSETS

2024 **2023**
Rupees **Rupees**

Reconciliation of net carrying amount of right-of-use assets:

Opening balance	19,042,922	308,511,079
Less: Impact of lease modification	-	(203,998,477)
Less: Impact of lease termination	(798,734)	(16,327,102)
Less: Depreciation expense for the year (Note 16.1)	(18,244,188)	(69,142,578)
Closing balance	-	19,042,922
Annual rate of depreciation %	28.57 - 50	20 - 28.57

Lease of building and factories

The Company obtained building and factories on leases for office use and manufacturing facilities. The contract duration ranged from 3.5 years to 5 years.

16.1 Depreciation charge for the year has been allocated as follows:

Cost of sales (Note 31)	14,595,350	55,314,062
Distribution cost (Note 32)	1,641,977	6,222,832
Administrative expenses (Note 33)	2,006,861	7,605,684
	18,244,188	69,142,578

16.2 There is no impairment against right-of-use assets.

	2024 Rupees	2023 Rupees
17 INVESTMENT PROPERTIES		
Opening balance	408,485,000	298,728,000
Add: Gain arising on fair value adjustment during the year (Note 35)	36,309,000	109,757,000
Closing balance	<u>444,794,000</u>	<u>408,485,000</u>

17.1 The Company has applied fair value model for its investment properties measuring . Investment properties consist of three distinct pieces of land held for the purpose of long-term capital appreciation. As at 30 June 2024 the fair value of the investment properties aggregates to Rupees 444.794 million (2023: Rupees 408.485 million) and is based on valuations performed by Messers Surval (Private) Limited, an accredited independent valuer on panel of Pakistan Banks' Association. There is no income or expense relating to these investment properties.

17.2 Forced sale value of these properties as at 30 June 2024 was Rupees 355.835 million (2023: Rupees 326.788 million).

17.3 The Company has no restrictions on the realizability of its investment properties and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

17.4 Particulars of investment properties (i.e. land) are as follows:

Description	Address	Area of land Kanal
Agricultural land	Mouza Sahukimalian, Near Quaid-E-Azam Industrial Estate, 6.2 K.M. off from Jouyanwala Morr, Sheihkupura.	66.00
Agricultural land	Ijtamah Area, Raiwind, Mouza Burhanpura, Lahore.	171.65

	2024 Rupees	2023 Rupees
18 INTANGIBLE ASSETS		
IT Licences and softwares		
Cost	15,017,085	15,017,085
Accumulated amortisation:		
Opening balance	14,830,935	13,921,188
Add: Amortisation charged during the year (Note 33)	131,400	909,747
Closing balance	14,962,335	14,830,935
Book value at the end of the year	<u>54,750</u>	<u>186,150</u>
Amortisation rate per annum	20%	20%

18.1 The amortisation charged during the year has been allocated to administrative expenses.

18.2 Intangible assets include fully-depreciated assets having cost of Rupees 14.360 million (2023: Rupees 7.578 million) that are still in use as at the reporting date.

	2024	2023
	Rupees	Rupees
19 LONG TERM INVESTMENT		
At fair value through other comprehensive income		
Sapphire Bay Islamic Development Real Estate Investment Trust	<u>957,723,343</u>	<u>683,749,368</u>

- 19.1** This pertains to advance paid against investment in Sapphire Bay Islamic Development Real Estate Investment Trust (REIT) for development in Ravi Riverfront City, governed by Ravi Urban Development Authority (RUDA). REIT will be responsible for development of commercial and residential housing project on a single parcel of land of 2,000 Acres. The Company is unit holder in REIT amongst 17 initial unit holders and units are to be allocated to the Company once REIT is provided with first tranche of land.

	2024	2023
	Rupees	Rupees
20 LONG TERM LOAN		
Considered good:		
Executive - unsecured	2,286,851	-
Less: Current portion shown under current assets (Note 25)	(1,614,252)	-
	<u>672,599</u>	<u>-</u>

- 20.1** This represent interest free loan given to executive for the purpose of purchasing vehicle. Maximum aggregate balance due from executive at the end of any month during the year was Rupees 3.228 million. The loan is repayable in 24 equal monthly installments.

- 20.2** The fair value adjustment in accordance with the requirements of IFRS 9 'Financial Instruments' arising in respect of staff loan is not considered material and hence not recognized.

	2024 Rupees	2023 Rupees
21 LONG TERM DEPOSITS		
Considered good		
Security deposits		
- Utility companies	43,209,129	42,717,377
- Others	1,575,600	2,612,001
	<u>44,784,729</u>	<u>45,329,378</u>
	2024 Rupees	2023 Rupees
22 STORES, SPARE PARTS AND LOOSE TOOLS		
Stores, spare parts and loose tools	24,282,090	40,314,771
Less: Provision for slow moving, obsolete and damaged store items (Note 22.1)	(2,298,520)	(3,035,602)
	<u>21,983,570</u>	<u>37,279,169</u>
22.1 Provision for slow moving, obsolete and damaged store items		
Balance at the beginning of the year	3,035,602	1,908,217
(Reversal of provision) / provision made during the year	(737,082)	1,127,385
Balance at the end of the year	<u>2,298,520</u>	<u>3,035,602</u>
	2024 Rupees	2023 Rupees
23 STOCK-IN-TRADE		
Raw materials (Note 23.1)	751,415,837	310,740,928
Less: Provision for slow moving raw materials (Note 23.4)	(1,663,756)	(27,413,014)
	749,752,081	283,327,914
Work-in-process (Note 23.2)	997,158,846	658,267,601
Finished goods (Note 23.3)	366,866,748	492,882,088
	<u>2,113,777,675</u>	<u>1,434,477,603</u>
23.1 Raw material of Rupees Nil (2023: Rupees 162.028 million) is being carried at net realizable value.		
23.2 Work in Process include fabric amounting to Rupees 55.557 million (2023: Rupees Nil) held with third parties.		
23.3 Finished goods include stock in transit of Rupees 257.959 million (2023: Rupees 391.528).		
	2024 Rupees	2023 Rupees
23.4 Provision for slow moving raw materials		
Opening balance	27,413,014	36,208,283
Add: Provision reversed during the year (Note 31)	(25,749,258)	(8,795,269)
Closing balance	<u>1,663,756</u>	<u>27,413,014</u>

	2024 Rupees	2023 Rupees
24 TRADE DEBTS		
Considered good:		
Secured (against letter of credits)	1,210,372,146	704,665,005
Unsecured:		
- Related parties (Note 24.3 and Note 24.4)	3,653,436	262,547
- Others	796,560,265	763,114,770
	<u>2,010,585,847</u>	<u>1,468,042,322</u>
Considered doubtful:		
Others - unsecured	-	20,354,064
Less: Trade debts written off during the year (Note 34)	-	(20,354,064)
	<u>2,010,585,847</u>	<u>1,468,042,322</u>
24.1 Foreign jurisdictions of trade debts		
Europe	<u>1,999,149,361</u>	<u>1,455,983,263</u>
24.2 Types of counterparties		
Export		
Corporate	1,999,149,361	1,455,983,263
Local		
Corporate	11,436,486	12,059,059
	<u>2,010,585,847</u>	<u>1,468,042,322</u>
24.3 These represent amount due from following related parties. These are neither past due nor impaired:		
U.S. Apparel and Textiles (Private) Limited - associated company	2,244,912	262,547
Lama Retail (Private) Limited - related party	1,408,524	-
	<u>3,653,436</u>	<u>262,547</u>
24.4 The maximum aggregate amount receivable from related parties at the end of any month during the year was as follows:		
U.S. Apparel and Textiles (Private) Limited - associated company	43,890,285	101,208,970
Lama Retail (Private) Limited - related party	9,128,736	-
	<u>53,019,021</u>	<u>101,208,970</u>
	2024	2023
	Rupees	Rupees
25 ADVANCES, DEPOSITS AND PREPAYMENTS		
Considered good:		
Advances to:		
Employees - against salary (Note 25.1)	7,525,908	7,681,238
Employees - against expenses	1,476,188	927,835
Suppliers (Note 25.2)	157,976,838	62,666,672
Margin against letter of credit	-	21,982,556
Prepayments	1,174,179	10,937,963
Current portion of long term loan (Note 20)	1,614,252	-
	<u>169,767,365</u>	<u>104,196,264</u>
25.1 Advances to employees against salary		
Considered good:		
Executives (Note 25.1.1)	4,140,421	2,425,689
Others	3,385,487	5,255,549
	<u>7,525,908</u>	<u>7,681,238</u>
Considered doubtful:		
Others	517,789	517,789
Less: Written off against expected credit loss (Note 25.1.2)	(517,789)	-
Less: Expected credit loss against doubtful advances to employees (Note 25.1.2)	-	(517,789)
	<u>7,525,908</u>	<u>7,681,238</u>

25.1.1 This represents unsecured interest free loan given to executives against salary as per Company's policy. The loan is repayable in equal monthly installments.

	2024 Rupees	2023 Rupees
25.1.2 Expected credit loss against doubtful advances to employees		
Opening balance	517,789	-
Add: Provision charged during the year (Note 34)	-	517,789
Less: Written off during the year against expected credit loss	(517,789)	-
Closing balance	<u>-</u>	<u>517,789</u>

	2024 Rupees	2023 Rupees
25.2 Advances to suppliers		
Considered good	157,976,838	62,666,672
Considered doubtful	5,198,090	1,680,452
Less: Written off against provision (Note 25.2.1)	(1,680,452)	-
Less: Provision for doubtful advances to suppliers (Note 25.2.1)	(3,517,638)	(1,680,452)
	<u>-</u>	<u>-</u>
	<u>157,976,838</u>	<u>62,666,672</u>

25.2.1 Provision for doubtful advances to suppliers		
Opening balance	1,680,452	-
Add: Provision charged during the year (Note 34)	3,517,638	1,680,452
Less: Written off during the year against provision	(1,680,452)	-
Closing balance	<u>3,517,638</u>	<u>1,680,452</u>

	2024 Rupees	2023 Rupees
26 OTHER RECEIVABLES		
Considered good:		
Receivable from related parties :		
Naimat Saleem Trust - associated undertaking (Note 26.1)	960,000	-
U.S. Apparel and Textiles (Private) Limited - associated company (Note 26.1)	-	482,571
Automotive Plastics (Private) Limited - associated company (Note 26.2)	10,087,679	106,859,244
Insurance claim receivable	-	6,144,324
	<u>11,047,679</u>	<u>113,486,139</u>

26.1 These represent receivables from related parties against sharing of common expenses. These are neither past due nor impaired. The maximum aggregate amount receivable from related parties at the end of any month during the year was as follows:

U.S. Apparel and Textiles (Private) Limited - associated company	19,361,411	61,671,249
Naimat Saleem Trust - associated undertaking	3,840,000	-
	<u>23,201,411</u>	<u>61,671,249</u>

26.2 This represents loan provided to Automotive Plastics (Private) Limited - associated company. This is neither past due nor impaired. The maximum aggregate amount receivable from related party at the end of any month during the year was Rupees 106.859 million (2023: Rupees 106.859 million).

27 **NET DEFINED BENEFIT (LIABILITY) / ASSET**

The latest actuarial valuation of the fund as at 30 June 2024 was carried out using the 'Projected Unit Credit Method'. Details of the fund as per the actuarial valuation are as follows:

	2024 Rupees	2023 Rupees
27.1 Amounts recognized in the statement of financial position are as follows:		
Present value of defined benefit obligations	(398,894,699)	(291,564,134)
Benefits payable	(14,435,062)	(14,732,552)
Less: Fair value of plan assets	<u>396,937,617</u>	<u>325,976,475</u>
	<u>(16,392,144)</u>	<u>19,679,789</u>
27.2 With effect from 01 January 2017, the Company initiated an unfunded gratuity scheme for all of its permanent employees, however, the Company changed unfunded gratuity scheme to a funded gratuity scheme effective from 01 July 2018 via an amendment in the Trust Deed. Provision has been made in the financial statements to cover the obligation of gratuity in accordance with the actuarial valuation carried out as at 30 June 2024.		
	2024 Rupees	2023 Rupees
27.3 Movement in the present value of net defined benefit (Liability) / asset		
Net asset at the beginning of the year	19,679,789	21,009,141
Current service cost	(135,785,550)	(114,825,547)
Net interest on defined benefit obligation	13,398,062	12,831,777
Net remeasurements for the year	(10,056,477)	(11,462,488)
Contributions made during the year	96,624,842	150,231,666
Liabilities transferred from U.S. Apparel and Textiles (Private) Limited - associated company	(252,810)	(38,104,760)
Net (liability) / asset at the end of the year	<u>(16,392,144)</u>	<u>19,679,789</u>
	2024 Rupees	2023 Rupees
27.4 Movement in the present value of defined benefit obligation		
Present value of defined benefit obligation at the beginning of the year	291,564,134	269,398,596
Benefits payable at the beginning of the year	14,732,552	21,222,649
Current service cost	135,785,550	114,825,547
Interest cost	39,697,250	27,359,647
Benefits paid during the year	(95,097,034)	(178,063,941)
Benefits payable (Note 27.4.1)	(14,435,062)	(14,732,552)
Remeasurements on obligation:		
Actuarial gains from changes in financial assumptions	(923,336)	(19,375,074)
Experience adjustments	27,317,835	32,824,502
Liabilities transferred from U.S. Apparel and Textiles (Private) Limited - associated company	252,810	38,104,760
Present value of defined benefit obligation at the end of the year	<u>398,894,699</u>	<u>291,564,134</u>
27.4.1 During the year, the Company has transferred six employees to U.S. Apparel and Textiles (Private) Limited - associated company. Therefore, their related gratuity balances of Rupees 1.122 million have also been included in benefits payable.		
27.5 Movements in the fair value of plan assets		
Fair value of plan assets at the beginning of the year	325,976,475	311,630,386
Contributions made during the year	96,624,842	150,231,666
Interest income on plan assets	53,095,312	40,191,424
Benefits paid during the year	(95,097,034)	(178,063,941)
Return on plan assets	16,338,022	1,986,940
Fair value of plan assets at the end of the year	<u>396,937,617</u>	<u>325,976,475</u>
27.6 Fair value of plan assets		
Sukuk	-	45,000,000
Mutual funds and TDRs	390,405,431	193,553,408
Bank balance	3,244,022	84,378,814
Income receivable	2,385,856	2,303,219
Advance income tax	902,308	741,034
	<u>396,937,617</u>	<u>325,976,475</u>

27.7 Amounts recognized in the statement of profit or loss

Current service cost	135,785,550	114,825,547
Interest cost	39,697,250	27,359,647
Interest income on plan assets	(53,095,312)	(40,191,424)
Net expense charged in the statement of profit or loss	<u>122,387,488</u>	<u>101,993,770</u>

27.7.1 Charge for the year has been allocated as follows:

Cost of sales (Note 31.2)	104,036,627	86,700,756
Distribution cost (Note 32.1)	7,585,155	6,321,223
Administrative expenses (Note 33.1)	10,765,706	8,971,791
	<u>122,387,488</u>	<u>101,993,770</u>

2024 **2023**
Rupees **Rupees**

27.8 Remeasurements charged to statement of comprehensive income

Experience adjustments	27,317,835	32,824,502
Actuarial gains from changes in financial assumptions	(923,336)	(19,375,074)
Return on plan assets	(16,338,022)	(1,986,940)
Total remeasurements charged to statement of comprehensive income	<u>10,056,477</u>	<u>11,462,488</u>

27.9 Principal actuarial assumptions used

Discount rate used for interest cost	% per annum	14.75	13.50
Discount rate used for year end obligation	% per annum	14.75	16.25
Future salary increase	% per annum	13.25	14.75

27.10 Sensitivity analysis for actuarial assumptions:

The sensitivity of the defined benefit obligation to changes in the weighted principal assumption at the reporting date:

	Defined benefit obligation		
	Changes in assumption	Increase in assumption	Decrease in assumption
	Bps	Rupees	Rupees
Discount rate	100	364,729,789	436,269,545
Future salary increase	100	436,259,898	364,725,309

The sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous period.

27.11 Comparison of present value of defined benefit obligation and the fair value of plan assets for current period and previous four years is as follows:

	30 June 2024	30 June 2023	30 June 2022	30 June 2021	30 June 2020
	-----Rupees-----				
Present value of defined benefit obligation	(398,894,699)	(291,564,134)	(269,398,596)	(276,576,954)	(220,336,880)
Benefits payable	(14,435,062)	(14,732,552)	(21,222,649)	-	-
Fair value of plan assets	396,937,617	325,976,475	311,630,386	247,497,481	180,225,201
Surplus / (deficit)	<u>(16,392,144)</u>	<u>19,679,789</u>	<u>21,009,141</u>	<u>(29,079,473)</u>	<u>(40,111,679)</u>
Remeasurement (loss) / gain on obligation	(26,394,499)	(13,449,428)	(9,928,733)	8,818,367	(4,708,941)
Return on plan assets	16,338,022	1,986,940	(594,764)	(6,888,120)	(4,431,309)

27.12 Mortality was assumed to be based on SLIC 2001-2005 mortality table.

27.13 The average duration of the defined benefit obligation is 9 years.

27.14 Expected maturity profile of undiscounted defined benefit obligation:

Less than a year	Between 1- 2 years	Between 3 - 5 years	Between 6 - 10 years	Total
-----Rupees-----				
45,264,173	53,481,520	206,030,937	419,461,759	724,238,389

27.15 Estimated charge to profit or loss for the year ending 30 June 2025 will be Rupees 165.046 million.

	2024 Rupees	2023 Rupees
28 DUE FROM THE GOVERNMENT		
Sales tax refundable (Note 28.1)	380,126,225	875,383,690
Duty draw back receivable (Note 28.2)	320,811,430	315,683,982
Export rebate receivable (Note 28.3)	157,293,740	69,579,715
	<u>858,231,395</u>	<u>1,260,647,387</u>
28.1 Sales tax refundable		
Considered good	380,126,225	875,383,690
Considered doubtful	40,964,490	31,622,982
Less: Provision for doubtful sales tax refundable (Note 28.1.1)	(40,964,490)	(31,622,982)
	<u>-</u>	<u>-</u>
	<u>380,126,225</u>	<u>875,383,690</u>
28.1.1 Provision for doubtful sales tax refundable		
Opening balance	31,622,982	-
Add: Provision charged during the year (Note 34)	9,341,508	31,622,982
Closing balance	<u>40,964,490</u>	<u>31,622,982</u>
28.2 Duty draw back receivable		
Considered good	320,811,430	315,683,982
Considered doubtful	6,948,017	12,075,465
Less: Provision for doubtful duty drawback receivable (Note 28.2.1)	(6,948,017)	(12,075,465)
	<u>-</u>	<u>-</u>
	<u>320,811,430</u>	<u>315,683,982</u>
28.2.1 Provision for doubtful duty drawback receivable		
Opening balance	12,075,465	-
(Reversal of prvision) / provision made during the year (Note 34 and Note 35)	(5,127,448)	12,075,465
Closing balance	<u>6,948,017</u>	<u>12,075,465</u>
28.3 Export rebate receivable		
Considered good	157,293,740	69,579,715
Considered doubtful	3,507,384	3,507,384
Less: Provision for doubtful export rebate receivable (Note 34)	(3,507,384)	(3,507,384)
	<u>-</u>	<u>-</u>
	<u>157,293,740</u>	<u>69,579,715</u>
	2024	2023
	Rupees	Rupees
29 CASH AND BANK BALANCES		
With banks:		
On current accounts	638,485,330	609,868,861
On saving accounts (Note 29.1)	112,079,354	326,306,105
Term deposit receipts (Note 29.2)	-	358,000,000
	<u>750,564,684</u>	<u>1,294,174,966</u>
Cash in hand	2,314,865	5,005,494
	<u>752,879,549</u>	<u>1,299,180,460</u>
29.1	Rate of profit on saving accounts ranges from 0.48% to 18.58% (2023: 3.40% to 10.34%) per annum.	
29.2	These term deposit receipts carried profit at the rate of 18.50% to 21.00% (2023: 16.00% to 20.75%) per annum. Maturity period of term deposit receipts was one month to three months.	

	2024 Rupees	2023 Rupees
30 REVENUE		
Revenue from contracts with customers:		
-Export sales	14,024,753,715	14,576,443,472
-Local sales (Note 30.1)	250,676,220	440,596,781
-Processing income (Note 30.2)	76,917,783	90,058,850
	<u>14,352,347,718</u>	<u>15,107,099,103</u>
Export rebate	161,228,285	175,902,327
	<u>14,513,576,003</u>	<u>15,283,001,430</u>
Less: Discounts	(74,314,873)	(67,017,856)
	<u><u>14,439,261,130</u></u>	<u><u>15,215,983,574</u></u>

30.1 Local sales

Sales	297,004,364	519,887,430
Less: Sales tax	(46,328,144)	(79,290,649)
	<u>250,676,220</u>	<u>440,596,781</u>

30.1.1 Local sales include scrap sales of Rupees 87.365 million (2023: Rupees 75.067 million).

30.2 Processing income

Sales	90,762,984	105,368,855
Less: Sales tax	(13,845,201)	(15,310,005)
	<u>76,917,783</u>	<u>90,058,850</u>

30.3 The amount of Rupees 55.773 million included in contract liabilities (Note 10) at 30 June 2023 has been recognised as revenue during the year (2023: Rupees 56.662 million).

30.4 Disaggregation of revenue from contracts with customers

In the following table, revenue from contracts with customers is disaggregated by primary geographical market, major products and service lines and timing of revenue recognition:

Description	Garments	
	2024	2023
	------(Rupees)-----	
Region		
Europe	14,024,753,715	14,634,590,730
America	-	50,737,213
Pakistan	414,507,415	530,655,631
	<u>14,439,261,130</u>	<u>15,215,983,574</u>
Timing of revenue recognition		
Products and services transferred at a point in time	14,439,261,130	15,215,983,574
Products and services transferred over time	-	-
	<u>14,439,261,130</u>	<u>15,215,983,574</u>
Major products / service lines		
Garments	14,362,343,347	15,125,924,724
Processing income	76,917,783	90,058,850
	<u>14,439,261,130</u>	<u>15,215,983,574</u>

30.5 Revenue is recognised at point in time as per the terms and conditions of underlying contracts with customers.

	2024 Rupees	2023 Rupees
31 COST OF SALES		
Raw materials consumed (Note 31.1)	7,811,795,628	8,078,952,723
Processing charges	190,998,609	196,578,216
Salaries, wages and other benefits (Note 31.2)	2,813,163,730	2,230,368,737
Stores, spare parts and loose tools consumed	86,944,745	81,482,916
Repair and maintenance	54,900,855	50,196,814
Fuel and power	436,172,776	390,930,987
Insurance	5,060,515	6,324,935
Freight and octroi - inward	53,760,803	84,477,115
Provision on raw materials reversed during the year (Note 23.4)	(25,749,258)	(8,795,269)
Rent expense (Note 31.3)	24,916,188	-
Depreciation on property, plant and equipment (Note 15.1.4)	210,520,700	190,145,600
Depreciation on right-of-use assets (Note 16.1)	14,595,350	55,314,062
Other expenses	4,531,838	6,033,245
	<u>11,681,612,479</u>	<u>11,362,010,081</u>
Work-in-process		
Opening stock	658,267,601	1,054,948,284
Closing stock	(997,158,846)	(658,267,601)
	<u>(338,891,245)</u>	<u>396,680,683</u>
Cost of goods manufactured	11,342,721,234	11,758,690,764
Finished goods		
Opening stock	492,882,088	386,863,016
Closing stock	(366,866,748)	(492,882,088)
	<u>126,015,340</u>	<u>(106,019,072)</u>
	<u><u>11,468,736,574</u></u>	<u><u>11,652,671,692</u></u>
31.1 Raw materials consumed		
Opening stock	283,327,914	633,572,163
Add: Purchased during the year	8,278,219,795	7,728,708,474
	<u>8,561,547,709</u>	<u>8,362,280,637</u>
Less: Closing stock	(749,752,081)	(283,327,914)
	<u><u>7,811,795,628</u></u>	<u><u>8,078,952,723</u></u>

31.2 Salaries, wages and other benefits include Rupees 104.037 million (2023: Rupees 86.701 million) in respect of employees' retirement benefit.

31.3 This represent expense related to short term lease amounting to Rupees 24.916 million.

	2024 Rupees	2023 Rupees
32 DISTRIBUTION COST		
Salaries and other benefits (Note 32.1)	116,248,102	111,751,663
Outward freight and handling	66,543,000	59,821,049
Advertisement and sales promotion	35,687,975	47,714,539
Claim on export sales	84,077,236	207,243,366
Clearing and forwarding	95,734,454	92,882,289
Commission to selling agents	65,264,997	95,023,511
Export development surcharge	34,723,771	37,937,064
Travelling and conveyance	39,709,224	35,196,459
Insurance	605,900	311,683
Depreciation on property, plant and equipment (Note 15.1.4)	23,683,578	3,483,278
Depreciation on right-of-use assets (Note 16.1)	1,641,977	6,222,832
Miscellaneous	194,250	707,064
	<u>564,114,464</u>	<u>698,294,797</u>

32.1 Salaries and other benefits include Rupees 7.585 million (2023: Rupees 6.321 million) in respect of employees' retirement benefit.

	2024 Rupees	2023 Rupees
33 ADMINISTRATIVE EXPENSES		
Salaries and other benefits (Note 33.1)	242,554,327	197,423,415
Vehicles' running and maintenance	10,540,697	8,698,373
Travelling and conveyance	633,527	653,143
Rent, rates and taxes (Note 33.2)	15,508,720	12,687,014
Insurance	1,421,473	1,316,950
Entertainment	22,591,695	22,885,747
Legal and professional	39,100,025	36,392,778
Auditor's remuneration (Note 33.3)	4,492,800	2,292,850
Postage and telephone	11,074,145	12,421,197
Printing and stationery	8,450,291	6,134,078
Repair and maintenance	16,526,792	47,143,843
Fee and subscription	14,999,682	11,248,888
Amortization on intangible assets (Note 18)	131,400	909,747
Depreciation on property, plant and equipment (Note 15.1.4)	28,946,596	4,261,971
Depreciation on right-of-use assets (Note 16.1)	2,006,861	7,605,684
Miscellaneous	105,047	352,838
	<u>419,084,078</u>	<u>372,428,516</u>

33.1 Salaries and other benefits include Rupees 10.766 million (2023: Rupees 8.972 million) in respect of employees' retirement benefit.

33.2 These include expense related to short term leases amounting to Rupees 15.508 million (2023: Rupees 12.670 million).

	2024 Rupees	2023 Rupees
33.3 Auditor's remuneration		
Audit fee	2,000,000	1,385,000
Special audit and half year review	1,175,000	291,250
Other certifications	765,000	16,600
Reimbursable expenses	552,800	600,000
	<u>4,492,800</u>	<u>2,292,850</u>

	2024 Rupees	2023 Rupees
34 OTHER EXPENSES		
Workers' profit participation fund (Note 10.4)	82,798,746	128,539,858
Workers' welfare fund (Note 10.5)	3,101,534	56,173,041
Net exchange loss	108,878,108	48,928,269
Loss on disposal of property, plant and equipment	-	4,770,911
Trade debts written off (Note 24)	-	20,354,064
Expected credit loss against doubtful advances to employees (Note 25.1.2)	-	517,789
Provision against doubtful advances to suppliers (Note 25.2.1)	3,517,638	1,680,452
Provision against doubtful sales tax refundable (Note 28.1.1)	9,341,508	31,622,982
Provision against doubtful duty draw back receivable (Note 28.2.1)	-	12,075,465
Provision against doubtful export rebate receivable (Note 28.3)	-	3,507,384
Charity and donations (Note 34.1 and Note 34.2)	82,246,930	140,616,778
Debit balances written off	345,878	-
	<u>290,230,342</u>	<u>448,786,993</u>

34.1 The name of donee to whom donation amount exceeded Rupees 8.225 million (2023: Rupees 14.062 million) is as follows:

	2024 Rupees	2023 Rupees
Naimat Saleem Trust - associated undertaking	77,668,230	116,113,428
The Indus Hospital Trust	-	22,250,000

34.2 There is no interest of any director or his spouse in the donees' fund except for Naimat Saleem Trust and The Indus Hospital Trust where four directors of the Company are the trustees.

	2024 Rupees	2023 Rupees
35 OTHER INCOME		
Income from financial assets		
Profit on deposits with banks	47,295,879	47,265,866
Profit on term deposit receipt	36,286,466	5,530,739
Credit balances written back	47,569,917	826,587
Gain on foreign exchange forward contracts	90,178,597	730,125,891
	<u>221,330,859</u>	<u>783,749,083</u>
Income from non-financial assets		
Gain on remeasurement of investment properties at fair value (Note 17)	36,309,000	109,757,000
Gain on termination of lease liabilities	17,255,945	4,444,817
Reversal of provision against doubtful duty draw back receivable (Note 28.2.1)	5,127,448	-
Gain on disposal of property, plant and equipment	13,626,513	-
	<u>72,318,906</u>	<u>114,201,817</u>
	<u>293,649,765</u>	<u>897,950,900</u>

	2024 Rupees	2023 Rupees
36 FINANCIAL AND OTHER CHARGES		
Bank charges and commission	185,687,681	171,609,397
Profit on musharakah	71,438,750	-
Finance cost on lease liabilities (Note 6.3)	2,316,083	15,510,801
	<u>259,442,514</u>	<u>187,120,198</u>
	2024 Rupees	2023 Rupees
37 LEVY		
Final tax on sales	140,277,701	156,145,960
Tax on deemed income	4,447,940	4,084,850
Related super tax	48,371,621	53,843,435
	<u>193,097,262</u>	<u>214,074,245</u>
37.1	The provision for levy represents final tax on export sales, tax on deemed income on investment properties and related provision for super tax as per the provisions of Income Tax Ordinance, 2001. These fall under levy within the scope of IFRIC 21 / IAS 37.	
	2024 Rupees	2023 Rupees
38 TAXATION		
Current tax:		
For the year	44,972,234	26,228,983
Related super tax	15,507,667	11,035,856
Prior year	430,487	449,984
	60,910,388	37,714,823
Deferred tax	(249,996)	(15,492,419)
	<u>60,660,392</u>	<u>22,222,404</u>
38.1	The provision for current tax represents tax on business income and income from other sources and related super tax as per the provisions of Income Tax Ordinance, 2001.	
	2024 Rupees	2023 Rupees
38.2 Reconciliation between tax expense and accounting profit		
Accounting profit before taxation and levy	1,731,302,923	2,754,632,278
Applicable tax rate	29%	29%
Tax on accounting profit	502,077,848	798,843,361
Effect of change in prior year's tax	430,487	449,984
Effect arising as consequence of recognition of deferred tax	(249,996)	(15,492,419)
Effect of final tax regime income taxed at a lower rate	(3,926,931,040)	(4,204,560,377)
Effect of income and expenses that are not considered in determining taxable liability	3,610,103,127	3,587,779,156
Effect of tax on deemed income	4,447,940	4,084,850
Effect of super tax	63,879,288	64,879,291
Other	-	312,803
Current tax liability and levy as per applicable law	253,757,654	236,296,649
Taxation	(60,660,392)	(22,222,404)
Levy	(193,097,262)	(214,074,245)
	<u>-</u>	<u>-</u>

39	EARNINGS PER SHARE - BASIC AND DILUTED (RUPEES)	2024	2023
	There is no dilutive effect on the basis earnings per share which is based on:		
	Profit attributable to ordinary shareholders (Rupees)	<u>1,477,545,269</u>	<u>2,518,335,629</u>
	Weighted average number of ordinary shares (Numbers)	<u>432,756,272</u>	<u>431,687,420</u>
	Earnings per share (Rupees)	<u>3.41</u>	<u>5.83</u>
		2024	2023
		Rupees	Rupees
40	CASH GENERATED FROM OPERATIONS		
	Profit before taxation and levy	1,731,302,923	2,754,632,278
	Adjustments for non-cash charges and other items:		
	Depreciation on property, plant and equipment (Note 15.1.4)	263,150,874	197,890,849
	Depreciation on right-of-use assets (Note 16.1)	18,244,188	69,142,578
	Amortization on intangible assets (Note 33)	131,400	909,747
	Gain from fair value measurement on investment properties (Note 35)	(36,309,000)	(109,757,000)
	(Gain) / loss on disposal of property, plant and equipment (Note 34 and Note 35)	(13,626,513)	4,770,911
	Trade debts written off (Note 34)	-	20,354,064
	Credit balances written back (Note 35)	(47,569,917)	(826,587)
	Gain on termination of lease liabilities (Note 35)	(17,255,945)	(4,444,817)
	Expected credit loss against doubtful advances to employees (Note 34)	-	517,789
	Provision against doubtful advances to suppliers (Note 34)	3,517,638	1,680,452
	Provision against doubtful sales tax refundable (Note 34)	9,341,508	31,622,982
	(Reversal of provision) / provision against doubtful duty draw back receivable (Note 34 and Note 35)	(5,127,448)	12,075,465
	Provision against doubtful export rebate receivable (Note 34)	-	3,507,384
	Reversal of provision for slow moving raw material (Note 31)	(25,749,258)	(8,795,269)
	(Reversal of provision) / provision / for slow moving stores, spare parts and loose tools (Note 22.1)	(737,082)	1,127,385
	Charge of provision for leave encashment (Note 8.1)	15,672,987	4,734,319
	Provision for defined benefit liability (Note 27.7)	122,387,488	101,993,770
	Financial and other charges (Note 36)	259,442,514	187,120,198
	Provision for workers' profit participation fund (Note 34)	82,798,746	128,539,858
	Provision for workers' welfare fund (Note 34)	3,101,534	56,173,041
	Net exchange loss / (gain) - unrealized	21,715,903	(82,888,678)
	Gain on foreign exchange forward contracts - net (Note 35)	(90,178,597)	(730,125,891)
	Working capital changes (Note 40.1)	(336,494,139)	534,285,399
		<u>1,957,759,804</u>	<u>3,174,240,227</u>

	2024 Rupees	2023 Rupees
40.1 Working capital changes		
(Increase) / decrease in current assets:		
- Stores, spare parts and loose tools	16,032,681	4,617,242
- Stock-in-trade	(653,550,814)	649,701,129
- Trade debts	(451,484,007)	1,027,008,074
- Advances, deposits and prepayments	(63,956,849)	(34,343,365)
- Other receivables	102,691,270	(30,219,038)
- Accrued profit	2,826,191	(2,826,191)
- Due from the government	394,684,294	(161,153,834)
	<u>(652,757,234)</u>	<u>1,452,784,017</u>
Increase / (decrease) in trade and other payables	316,263,095	(918,498,618)
	<u>(336,494,139)</u>	<u>534,285,399</u>

40.2 Reconciliation of movement of liabilities to cash flows arising from financing activities.

2024			
Liabilities from financing activities			
	Diminishing Musharakah	Lease liabilities	Short term borrowings
------(Rupees)-----			
Balance as at 30 June 2023	-	59,589,764	890,750,000
Repayment of lease liabilities	-	(41,535,085)	-
Short term borrowings obtained	-	-	2,575,519,067
Short term borrowings repaid	-	-	(212,881,815)
Loan converted to musharakah	600,000,000	-	(600,000,000)
Non - cash movement:			
Impact of lease termination	-	(18,054,679)	-
Balance as at 30 June 2024	<u>600,000,000</u>	<u>-</u>	<u>2,653,387,252</u>

2023			
Liabilities from financing activities			
	Share deposit money	Lease liabilities	Short term borrowings
------(Rupees)-----			
Balance as at 30 June 2022	200,000,000	393,785,817	300,750,000
Share deposit money repaid	(200,000,000)	-	-
Repayment of lease liabilities	-	(109,425,657)	-
Short term borrowings obtained	-	-	740,000,000
Short term borrowings repaid	-	-	(150,000,000)
Non - cash movement:			
Impact of lease modification	-	(203,998,477)	-
Impact of lease termination	-	(20,771,919)	-
Balance as at 30 June 2023	<u>-</u>	<u>59,589,764</u>	<u>890,750,000</u>

41 REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

The aggregate amount charged in these financial statements for remuneration including all benefits to Chief Executive, Director and Executives of the Company is as follows:

	Chief Executive		Executives	
	2024	2023	2024	2023
	----- (Rupees) -----			
Managerial remuneration	36,252,719	19,984,250	376,077,056	245,095,610
Medical and others	22,537,225	2,769,076	164,594,857	52,214,465
Contribution to gratuity fund	6,765,016	-	52,557,436	28,864,030
	<u>65,554,960</u>	<u>22,753,326</u>	<u>593,229,349</u>	<u>326,174,105</u>
Number of persons	<u>1</u>	<u>1</u>	<u>140</u>	<u>112</u>

41.1 Chief Executive Officer and certain executives of the Company are provided with Company maintained cars and telephones for business use and certain executives are also provided with housing facility along with utilities.

41.2 During the year ended 30 June 2024, aggregate amount charged in these financial statements for meeting fee to one director is Rupees 0.360 million (2023: Rupees Nil).

42 TRANSACTIONS WITH RELATED PARTIES

The related parties comprise associated companies, associated undertaking, staff retirement fund trust, directors and key management personnel. The Company in the normal course of business carries out transactions with various related parties. Detail of transactions with related parties other than which have been specifically disclosed elsewhere in these financial statements are as follows:

Name of the related party	Nature of transaction	2024	2023
		Rupees	Rupees
U.S. Apparel and Textiles (Private) Limited	Purchase of fabric and materials	3,306,177	529,082
	Purchase of electricity	2,890,568	3,667,939
	Services provided	43,790,136	59,610,190
	Services obtained	65,279,034	56,014,392
	Sale of fabric and materials	-	14,254,210
	Purchase of fixed asset	525,140	139,922
	Sale of fixed asset	-	166,950
	Balances of defined benefit obligation transferred by the Company	1,122,177	38,104,760
	Balances of defined benefit obligation transferred to the Company	252,810	-
U.S. Denim Mills (Private) Limited	Purchase of fabric and materials	2,262,071,739	538,304,121
U.S. & Dynamo Mills (Private) Limited	Purchase of fabric and materials	148,101,752	70,991,793
A.J. Holdings (Private) Limited	Loan obtained	1,764,519,067	520,000,000
	Loan repaid	2,131,815	-
	Shared expenses charged	-	21,966,874
Naimat Saleem Trust	Lease rentals paid	18,934,992	34,427,247
	Donations paid	77,668,230	-
	Expenses reimbursed	11,520,000	-
U.S. Footwear (Private) Limited	Services provided	1,166,667	-
Leeds Logistics (Private) Limited	Sale of fixed asset (sales proceeds)	11,508,980	338,983
Mr. Javed Arshad Bhatti	Loan obtained	245,500,000	60,000,000
	Loan repaid / converted to Musharakah	120,000,000	100,000,000
	Profit on Musharakah	7,066,250	-
Ms. Ayesha Haroon	Loan obtained	-	60,000,000
	Loan converted to Musharakah	60,000,000	-
	Profit on Musharakah	7,066,250	-
Mian Muhammad Ahsan	Loan obtained	305,500,000	-
	Loan repaid / converted to Musharakah	270,750,000	50,000,000
	Profit on Musharakah	14,391,250	-

Mr. Muhammad Saqib	Loan obtained	60,000,000	-
	Loan converted to Musharakah	60,000,000	-
	Profit on Musharakah	7,066,250	-
Mr. Muhammad Siddique Bhatti	Loan obtained	60,000,000	-
	Loan converted to Musharakah	60,000,000	-
	Profit on Musharakah	7,066,250	-
Mian Salman Ahsan	Loan obtained	80,000,000	100,000,000
	Loan converted to Musharakah	180,000,000	-
	Profit on Musharakah	21,716,250	-
LAMA Retail (Private) Limited	Services provided	30,161,849	-
Automotive Plastics (Private) Limited	Loan given	-	90,818,914
	Loan repayment	96,771,565	-
SJ Holdings (Private) Limited	Loan obtained	60,000,000	-
	Loan converted to Musharakah	60,000,000	-
	Profit on Musharakah	7,066,250	-
Indus Hospital	Donations paid	-	22,250,000
Employees' Gratuity Fund Trust	Contributions paid	96,624,842	150,231,666

42.1 Detail of compensation to key management personnel comprising of chief executive, directors and executives is disclosed in note 41.

42.2 Following are the related parties with whom the Company had entered into transactions or have arrangements / agreements in place:

Name of the related party	Basis of relationship	Transactions entered or agreements and / or arrangements in place during the financial year ended		Percentage of shareholding
		2024	2023	
U.S. Apparel and Textiles (Private) Limited	Common directorship	Yes	Yes	None
U.S. Denim Mills (Private) Limited	Common directorship	Yes	Yes	None
U.S. & Dynamo Mills (Private) Limited	Common directorship	Yes	Yes	None
A.J. Holdings (Private) Limited	Common directorship	Yes	Yes	None
Naimat Saleem Trust	Directors of the Company are the trustees of Naimat Saleem Trust	Yes	Yes	None
Automotive Plastics (Private) Limited	Common directorshi	Yes	Yes	None
LAMA Retail (Private) Limited	Group company	Yes	No	None
US Footwear (Private) Limited	Group company	Yes	No	None
US Apparel (UK) Ltd	Group company	No	No	None
US Apparel and Textiles (BD) Limited	Group company	No	No	None
US Fashion Turkey Tekstil Ticaret Anonim Sirketi	Group company	No	No	None
Denim Kumaşçılık	Group company	No	No	None
United Apparel (Private) Limited	Group company	No	No	None
Ravi Autos (Private) Limited	Group company	No	No	None
Ravi Sundar Plastic Innovations (Private) Limited	Group company	No	No	None
Nexus Fashion (Private) Limited	Group company	No	No	None
AJ Investments Limited	Group company	No	No	None
AJ Apparel (USA) Inc.	Group company	No	No	None
Sands Holdings Limited	Group company	No	No	None
Leeds Apparel (Private) Limited	Group company	No	No	None
Leeds Logistics (Private) Limited	Group company	Yes	Yes	None
SJ Holdings (Private) Limited	Group company	No	No	None
MHZ Enterprises (Private) Limited	Group company	No	No	None

Name of the related party	Basis of relationship	Transactions entered or agreements and / or arrangements in place during the financial year ended		Percentage of shareholding
		2024	2023	
MB Safari (Private) Limited	Group company	No	No	None
AJ Foundation	Trust of the group	No	No	None
The Indus Hospital Trust	Directors of the Company are the trustees of The Indus Hospital Trust	No	Yes	None
Lahore Institute of Health Sciences	Trust of the group	No	No	None
Recep Tayyip Erdogan Hospital Trust	Trust of the group	No	No	None
Employees' Gratuity Fund Trust	Staff retirement fund	Yes	Yes	None
Mr. Mustanser Ahmed	Chief executive	Yes	Yes	None
Mian Muhammad Ahsan	Director	Yes	Yes	None
Mr. Javed Arshad Bhatti	Director	Yes	Yes	None
Mr. Muhammad Saqib	Director	Yes	No	None
Mr. Muhammad Umer	Director	No	No	None
Mr. Asif Malik (Note 42.2.1)	Director	No	No	None
Mr. Muhammad Khurram Shahzad Alam (Note 42.2.2)	Director	No	No	None
Ms. Salma Bashir (Note 42.2.3)	Director	No	No	None
Ms. Samar Masood Soofi (Note 42.2.4)	Director	No	No	None
Mr. Jahenzeib Khan (Note 42.2.5)	Director	No	No	None
Mian Salman Ahsan	Close relative of Director	Yes	Yes	None
Ms. Ayesha Haroon	Close relative of Director	Yes	Yes	None
Mr. Muhammad Siddique Bhatti	Close relative of Director	Yes	No	None

42.2.1 Mr. Asif Malik resigned from board of directors on 04 July 2023.

42.2.2 Mr. Muhammad Khurram Shahzad Alam appointed as director on 18 July 2023 and resigned from board of directors on 14 February 2024.

42.2.3 Ms. Salma Bashir appointed as director on 23 December 2023 and resigned from board of directors on 11 July 2024.

42.2.4 Ms. Samar Masood Soofi appointed as director on 11 July 2024.

42.2.5 Mr. Jahenzeib Khan appointed as director on 15 April 2024.

43 PLANT CAPACITY AND ACTUAL PRODUCTION

Production capacity		Actual production	
2024	2023	2024	2023
-----No of pieces-----			

Garments

No. of garments based on 296 days (2023: 312 days)	7,968,000	8,736,000	7,085,118	7,151,781
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43.1 Reason for low production

The under utilization of available capacity is mainly due to low demand.

2024	2023
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44 NUMBER OF EMPLOYEES

Number of employees at the reporting date	3,298	2,467
Average number of employees during the year	2,644	2,848

45.1 Financial risk factors

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, other price risk and interest rate risk), credit risk and liquidity risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance. The Company uses derivative financial instruments to hedge certain risk exposures.

Risk management is carried out by the Board of Directors. The Company's Board of Directors evaluates and hedges financial risks. The Board provides principles for overall risk management, as well as policies covering specific areas such as currency risk, other price risk, interest rate risk, credit risk, liquidity risk, use of derivative financial instruments and non-derivative financial instruments and investment of excess liquidity.

(a) Market risk

(i) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Currency risk arises mainly from future commercial transactions or receivables and payables that exist due to transactions in foreign currencies.

The Company is exposed to currency risk arising from various currency exposures, primarily with respect to the United States Dollar (USD), Euro, British Pound Sterling (GBP), Arab Emirates Dirham (AED), Hong Kong Dollar (HKD), Danish Krone (DKK), Turkish Lira (TRY) and São Tomé and Príncipe dobra (STD). Currently, the Company's foreign exchange risk exposure is restricted to cash and bank balances and the amounts receivable from / payable to the foreign entities. The Company's exposure to currency risk was as follows:

	2024	2023
Cash in hand - USD	7	1,517
Cash in hand - EURO	2,071	6,686
Cash in hand - GBP	1,001	1
Cash in hand - AED	5,080	13,980
Cash in hand - HKD	189	9
Cash in hand - STD	1,600,000	1,600,000
Cash in hand - DKK	382	382
Cash in hand - TRY	5,400	-
Cash at banks - USD	2,266,251	2,096,095
Trade debts - USD	6,907,769	5,078,632
Trade debts - EUR	258,276	10,206
Trade and other payables - USD	(4,146,337)	(3,905,917)
Trade and other payables - EUR	-	(1,113)
Net exposure - USD	5,027,690	3,270,327
Net exposure - EURO	260,347	15,779
Net exposure - GBP	1,001	1
Net exposure - AED	5,080	13,980
Net exposure - HKD	189	9
Net exposure - STD	1,600,000	1,600,000
Net exposure - TRY	5,400	-
Net exposure - DKK	382	382

The following significant exchange rates were applied during the year:

Rupees per US Dollar

Average rate	283.20	252.58
Reporting date rate	278.30	286.60

Rupees per EURO

Average rate	306.77	266.64
Reporting date rate	297.88	313.72

	2024	2023
Rupees per GBP		
Average rate	356.79	306.15
Reporting date rate	351.22	364.77
Rupees per AED		
Average rate	77.56	69.26
Reporting date rate	76.23	78.59
Rupees per HKD		
Average rate	36.36	32.35
Reporting date rate	35.75	36.75
Rupees per DKK		
Average rate	41.07	35.76
Reporting date rate	39.86	42.05
Rupees per TRY		
Average rate	9.54	-
Reporting date rate	8.51	-
Rupees per STD		
Average rate	0.01	0.13
Reporting date rate	0.01	0.13

Sensitivity analysis

If the functional currency, at reporting date, had weakened / strengthened by 5% against the USD, EURO, GBP, AED, HKD, DKK, TRY and STD with all other variables held constant, the impact on profit before taxation and levy for the year would have been Rupees 68.708 million (2023: Rupees 43.875 million) higher / lower mainly as a result of exchange gains / losses on translation of foreign exchange denominated financial instruments. Currency risk sensitivity to foreign exchange movements has been calculated on a symmetric basis. In management's opinion, the sensitivity analysis is unrepresentative of inherent currency risk as the year end exposure does not reflect the exposure during the year.

(ii) Other price risk

Other price risk represents the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market. The Company is not exposed to commodity price risk.

(iii) Interest rate risk

This represents the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest

The Company's interest rate risk arises from diminishing musharakah, bank balances in saving and deposit accounts. Financial instruments at variable rates expose the Company to cash flow interest rate risk. Financial instruments at fixed rate expose the Company to fair value interest rate risk.

At the reporting date, the interest rate profile of the Company's interest bearing financial instruments was:

	2024 Rupees	2023 Rupees
Fixed rate instruments		
Financial assets		
Term deposit receipts	-	358,000,000
Financial liabilities		
Diminishing musharakah	600,000,000	-
Floating rate instruments		
Financial assets		
Bank balances - saving accounts	112,079,354	326,306,105

Fair value sensitivity analysis for fixed rate instruments

The Company does not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rate at the reporting date would not affect profit or loss of the Company.

Cash flow sensitivity analysis for variable rate instruments

If interest rates at the year end date, fluctuates by 1% higher / lower with all other variables held constant, profit before taxation and levy for the year would have been Rupees 1.042 million (2023: Rupees 3.035 million) higher / lower, mainly as a result of higher / lower interest income on floating rate financial instruments. This analysis is prepared assuming the amounts of financial instruments outstanding at the reporting dates were outstanding for the whole year.

(b) Credit risk

Credit risk represents the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was as follows:

	2024 Rupees	2023 Rupees
Long term investment	957,723,343	683,749,368
Long term loan	2,286,851	-
Long term deposits	44,784,729	45,329,378
Trade debts	2,010,585,847	1,468,042,322
Advances and deposits	7,525,908	7,681,238
Other receivables	11,047,679	113,486,139
Accrued profit on term deposit receipts	-	2,826,191
Bank balances	750,564,684	1,294,174,966
	<u>3,784,519,041</u>	<u>3,615,289,602</u>

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit ratings (if available) or to historical information about counterparty default rate:

	Rating			2024	2023
	Short term	Long term	Agency	Rupees	Rupees
Banks					
Bank Alfalah Limited	A1+	AAA	PACRA	89,612,508	546,722,745
Bank Al Habib Limited	A1+	AAA	PACRA	4,238,886	4,412,412
Meezan Bank Limited	A-1+	AAA	VIS	654,897,447	731,289,088
Habib Metropolitan Bank Limited	A1+	AA+	PACRA	30,954	4,537,435
Telenor Microfinance Bank Limited	A1	A	PACRA	1,233,150	779,730
National Bank of Pakistan	A1+	AAA	PACRA	299,282	1,282
United Bank Limited	A1+	AAA	VIS	-	5,383
Al-Baraka Bank (Pakistan) Limited	A1	A+	VIS	16,649	16,649
Habib Bank Limited	A1+	AAA	VIS	113,403	113,403
BankIslami Pakistan Limited	A1	AA-	PACRA	66,133	6,296,839
Faysal Bank Limited	A1+	AA	PACRA	56,272	-
				<u>750,564,684</u>	<u>1,294,174,966</u>

The Company's exposure to credit risk and expected credit loss related to trade debts, if any, is disclosed in note of trade debts in these financial statements.

Due to the Company's long standing business relationships with these counterparties and after giving due consideration to their strong financial standing, the management does not expect non-performance by these counterparties on their obligations to the Company. Accordingly, the credit risk is minimal.

Trade debts

The Company applies the IFRS 9 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for all trade debts.

To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. These trade receivables are netted off with the collateral obtained, if any, from these customers to calculate the net exposure towards these customers. The Company has concluded that the expected loss rates for trade debts against local sales are different from the expected loss rates for trade debts against export sales.

The Company believes that it is not exposed to any specific credit risk in respect of trade debts since the maximum exposure to credit risk for trade debts is secured against letter of credit. Local debtors have been transacting with the Company for many years and have no history of default except for balance of Rupees Nil (2023: Rupees 1.037 million) which has been written off during the year. Further, trade debts from export sales of Rupees Nil (2023: Rupees 19.317 million) has been written off during the year.

On that basis, the analysis of loss allowance as at 30 June 2024 and 30 June 2023 was as follows:

At 30 June 2024

	Local sales			Export sales		
	Expected loss rate	Trade debts	Loss allowance	Expected loss rate	Trade debts	Loss allowance
	%	-----Rupees-----		%	-----Rupees-----	
Not past due	0%	11,436,486	-	0%	788,777,215	-
Up to 30 days	0.00%	-	-	0.00%	-	-
31 to 60 days	0.00%	-	-	0.00%	-	-
61 to 90 days	0.00%	-	-	0.00%	-	-
91 to 180 days	0.00%	-	-	0.00%	-	-
181 to 360 days	0.00%	-	-	0.00%	-	-
Above 360 days	100.00%	-	-	100.00%	-	-
		<u>11,436,486</u>	<u>-</u>		<u>788,777,215</u>	<u>-</u>
Trade debts which are not subject to risk of default		-	-		1,210,372,146	-
Total		<u><u>11,436,486</u></u>	<u><u>-</u></u>		<u><u>1,999,149,361</u></u>	<u><u>-</u></u>

At 30 June 2023

	Local sales			Export sales		
	Expected loss rate	Trade debts	Loss allowance	Expected loss rate	Trade debts	Loss allowance
	%	-----Rupees-----		%	-----Rupees-----	
Not past due	0%	12,059,059	-	0%	751,318,258	-
Up to 30 days	0.00%	-	-	0.00%	-	-
31 to 60 days	0.00%	-	-	0.00%	-	-
61 to 90 days	0.00%	-	-	0.00%	-	-
91 to 180 days	0.00%	-	-	0.00%	-	-
181 to 360 days	0.00%	-	-	0.00%	-	-
Above 360 days	100.00%	-	-	100.00%	-	-
		<u>12,059,059</u>	<u>-</u>		<u>751,318,258</u>	<u>-</u>
Trade debts which are not subject to risk of default		-	-		704,665,005	-
Total		<u><u>12,059,059</u></u>	<u><u>-</u></u>		<u><u>1,455,983,263</u></u>	<u><u>-</u></u>

(c) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities.

The Company manages liquidity risk by maintaining sufficient cash and bank balances. At 30 June 2024, the Company had Rupees 752.880 million (2023: Rupees 1,299.180 million) cash and bank balances. The management believes the liquidity risk to be low. Following are the contractual maturities of financial liabilities, including interest payments. The amount disclosed in the table are undiscounted cash flows:

Contractual maturities of financial liabilities as at 30 June 2024

	Carrying amount	Contractual cash flows	6 months or less	6-12 months	1-2 year	More than 2 years
	----- (Rupees) -----					
Non-derivative financial liabilities:						
Trade and other payables	2,584,609,292	2,584,609,292	2,584,609,292	-	-	-
Diminishing musharakah	600,000,000	860,800,116	36,000,000	50,693,337	160,160,023	613,946,756
Short term borrowings	2,653,387,252	2,653,387,252	2,653,387,252	-	-	-
Unclaimed dividend	67,527	67,527	67,527	-	-	-
Derivative financial liabilities:						
Fair value of forward exchange contracts	7,706,697	7,706,697	7,706,697	-	-	-
	<u>5,845,770,768</u>	<u>6,106,570,884</u>	<u>5,281,770,768</u>	<u>50,693,337</u>	<u>160,160,023</u>	<u>613,946,756</u>

Contractual maturities of financial liabilities as at 30 June 2023

Carrying amount	Contractual cash flows	6 months or less	6-12 months	1-2 year	More than 2 years
----- (Rupees) -----					
Non-derivative financial liabilities:					
Lease liabilities	59,589,764	62,786,154	43,851,168	18,934,986	-
Trade and other payables	2,330,731,053	2,330,731,053	2,330,731,053	-	-
Short term borrowings	890,750,000	890,750,000	890,750,000	-	-
Unclaimed dividend	31,348	31,348	31,348	-	-
	<u>3,281,102,165</u>	<u>3,284,298,555</u>	<u>3,265,363,569</u>	<u>18,934,986</u>	<u>-</u>

The contractual cash flows relating to the above financial liabilities have been determined on the basis of interest rates effective at reporting date. The rates of interest have been disclosed in note 7 to these financial statements.

45.2 Financial instruments by categories

As at 30 June 2024

Assets as per statement of financial position

	Amortised cost	FVTOCI	Total
----- (Rupees) -----			
Long term investment	-	957,723,343	957,723,343
Long term loan	2,286,851	-	2,286,851
Long term deposits	44,784,729	-	44,784,729
Trade debts	2,010,585,847	-	2,010,585,847
Advances and deposits	7,525,908	-	7,525,908
Other receivables	11,047,679	-	11,047,679
Cash and bank balances	752,879,549	-	752,879,549
	<u>2,829,110,563</u>	<u>957,723,343</u>	<u>3,786,833,906</u>

Liabilities as per statement of financial position

	Amortized cost	FVTPL	Total
----- (Rupees) -----			
Trade and other payables	2,584,609,292	7,706,697	2,592,315,989
Diminishing musharakah	600,000,000	-	600,000,000
Short term borrowings	2,653,387,252	-	2,653,387,252
Unclaimed dividend	67,527	-	67,527
	<u>5,838,064,071</u>	<u>7,706,697</u>	<u>5,845,770,768</u>

As at 30 June 2023

Assets as per statement of financial position

	Amortized cost	FVTOCI	Total
----- (Rupees) -----			
Long term investment	-	683,749,368	683,749,368
Long term deposits	45,329,378	-	45,329,378
Trade debts	1,468,042,322	-	1,468,042,322
Advances and deposits	7,681,238	-	7,681,238
Other receivables	113,486,139	-	113,486,139
Accrued profit on term deposit receipts	2,826,191	-	2,826,191
Cash and bank balances	1,299,180,460	-	1,299,180,460
	<u>2,936,545,728</u>	<u>683,749,368</u>	<u>3,620,295,096</u>
----- (Rupees) -----			
	Amortized cost	FVTPL	Total

Liabilities as per statement of financial position

Lease liabilities	59,589,764	-	59,589,764
Trade and other payables	2,330,731,053	-	2,330,731,053
Short term borrowings	890,750,000	-	890,750,000
Unclaimed dividend	31,348	-	31,348
	<u>3,281,102,165</u>	<u>-</u>	<u>3,281,102,165</u>

45.3 Reconciliation of financial assets and financial liabilities to the line items presented in the statement of financial position is as follows:

	2024		Assets as per statement of financial position
	Financial assets	Non-financial assets	
	----- Rupees -----		
Assets			
Long term investment	957,723,343	-	957,723,343
Long term loan	2,286,851	-	2,286,851
Long term deposits	44,784,729	-	44,784,729
Trade debts	2,010,585,847	-	2,010,585,847
Advances, deposits and prepayments	7,525,908	160,627,205	168,153,113
Other receivables	11,047,679	-	11,047,679
Cash and bank balances	752,879,549	-	752,879,549
	<u>3,786,833,906</u>	<u>160,627,205</u>	<u>3,947,461,111</u>

	2024		Liabilities as per statement of financial
	Financial liabilities	Non-financial liabilities	
	----- Rupees -----		
Liabilities			
Trade and other payables	2,592,315,989	210,742,055	2,803,058,044
Diminishing musharakah	600,000,000	-	600,000,000
Short term borrowings	2,653,387,252	-	2,653,387,252
Unclaimed dividend	67,527	-	67,527
	<u>5,845,770,768</u>	<u>210,742,055</u>	<u>6,056,512,823</u>

	2023		Assets as per statement of financial position
	Financial assets	Non-financial assets	
	----- Rupees -----		
Assets			
Long term investment	683,749,368	-	683,749,368
Long term deposits	45,329,378	-	45,329,378
Trade debts	1,468,042,322	-	1,468,042,322
Advances, deposits and prepayments	7,681,238	96,515,026	104,196,264
Other receivables	113,486,139	-	113,486,139
Accrued profit on term deposit receipts	2,826,191	-	2,826,191
Cash and bank balances	1,299,180,460	-	1,299,180,460
	<u>3,620,295,096</u>	<u>96,515,026</u>	<u>3,716,810,122</u>

	2023		Liabilities as per statement of financial
	Financial liabilities	Non-financial liabilities	
	----- Rupees -----		
Liabilities			
Lease liabilities	59,589,764	-	59,589,764
Trade and other payables	2,330,731,053	250,025,206	2,580,756,259
Short term borrowings	890,750,000	-	890,750,000
Unclaimed dividend	31,348	-	31,348
	<u>3,281,102,165</u>	<u>250,025,206</u>	<u>3,531,127,371</u>

45.4 Offsetting financial assets and financial liabilities

As on reporting date, recognized financial instruments are not subject to off setting as there are no enforceable master netting arrangements and similar agreements.

45.5 Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, issue new shares or sell assets to reduce debt. Consistent with others in the industry and the requirements of the lenders, the Company monitors the capital structure on the basis of gearing ratio. This ratio is calculated as borrowings divided by total capital employed. Borrowings represent diminishing musharakah and short term borrowings obtained by the Company as referred to in note 7 and note 11. Total capital employed includes 'total equity' as shown in the statement of financial position plus 'borrowings'. The Company's strategy, remained unchanged from last year.

		2024	2023
Borrowings	Rupees	3,253,387,252	890,750,000
Total equity	Rupees	10,266,929,696	9,351,724,643
Total capital employed	Rupees	<u>13,520,316,948</u>	<u>10,242,474,643</u>
Gearing ratio	Percentage	<u>24.06%</u>	<u>8.70%</u>

The increase in the gearing ratio resulted primarily from increase in borrowings of the Company.

46 RECOGNIZED FAIR VALUE MEASUREMENT- FINANCIAL INSTRUMENTS

Fair value hierarchy

Certain financial assets and financial liabilities are not measured at fair value if the carrying amounts are a reasonable approximation of fair value. Due to short term nature, carrying amounts of certain financial assets and financial liabilities are considered to be the same as their fair value. Judgments and estimates are made in determining the fair values of the financial instruments that are recognized and measured at fair value in these financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company classify its financial instruments into the following three levels. An explanation of each level follows underneath the table.

Recurring fair value measurements At 30 June 2024	Level 1	Level 2	Level 3	Total
	-----Rupees-----			

Financial liabilities

Derivative financial liabilities	-	7,706,697	-	7,706,697
Total financial liabilities	<u>-</u>	<u>7,706,697</u>	<u>-</u>	<u>7,706,697</u>

Recurring fair value measurements At 30 June 2023	Level 1	Level 2	Level 3	Total
	-----Rupees-----			

Financial Instruments

The above table does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amounts are a reasonable approximation of fair value. Due to short term nature, carrying amounts of certain financial assets and financial liabilities are considered to be the same as their fair value. For the majority of the non-current receivables, the fair values are also not significantly different to their carrying amounts.

There was no transfer in and out of level 1 and level 3 measurements during the year.

The Company's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

Level 1: The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and trading and equity securities) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the Company is the current bid price. These instruments are included in level 1.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities.

47 FAIR VALUE MEASUREMENT- NON-FINANCIAL INSTRUMENTS

(i) Fair value hierarchy

Judgements and estimates are made for non-financial assets that are recognized and measured at fair value in these financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its non-financial assets into the following three levels.

At 30 June 2024	Level 1	Level 2	Level 3	Total
-----Rupees-----				
Property, plant and equipment				
Freehold land	-	2,357,957,050	-	2,357,957,050
Buildings on freehold land	-	3,431,339,959	-	3,431,339,959
Plant and machinery	-	909,940,990	-	909,940,990
Investment properties	-	444,794,000	-	444,794,000
Total non-financial assets carried at fair value	-	7,144,031,999	-	7,144,031,999
At 30 June 2023	Level 1	Level 2	Level 3	Total
-----Rupees-----				
Property, plant and equipment				
Freehold land	-	2,341,039,750	-	2,341,039,750
Buildings on freehold land	-	826,596,799	-	826,596,799
Plant and machinery	-	830,725,158	-	830,725,158
Investment properties	-	408,485,000	-	408,485,000
Total non-financial assets carried at fair value	-	4,406,846,707	-	4,406,846,707

The Company's policy is to recognize transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

There were no transfers between levels 1 and 2 for recurring fair value measurements during the year. Further, there was no transfer in and out of level 3 measurements.

(ii) Valuation techniques used to determine level 2 fair values

The Company obtains independent valuations for the items of property, plant and equipment carried at revalued amounts every three years. The management updates the assessment of the fair value of each item of property, plant and equipment carried at revalued amount, taking into account the most recent independent valuations. The management determines the value of items of property, plant and equipment carried at revalued amounts within a range of reasonable fair value estimates. The best evidence of fair value of freehold land is current prices in an active market for similar lands. The best evidence of fair value of buildings is to calculate fair depreciated market value by applying an appropriate annual rate of depreciation on the new construction / replacement value of the same building. The best evidence of fair value of plant and machinery is to calculate fair depreciated market value by applying an appropriate annual rate of depreciation on the new items of plant and machinery of similar nature and specifications.

The Company obtains independent valuations for its investment properties at least annually. At the end of each reporting period, the management updates the assessment of the fair value of each property, taking into account the most recent independent valuations. The management determines a property's value within a range of reasonable fair value estimates. The best evidence of fair value is current prices in an active market for similar properties.

Valuation processes

The Company engages external, independent and qualified valuer to determine the fair value of the Company's investment properties and items of property, plant and equipment carried at revalued amount. As at 30 June 2024 and as at 31 March 2023, the fair value of the investment properties and items of property, plant and equipment respectively carried at revalued amount have been determined by Messers Surval (Private) Limited (approved valuer).

Changes in fair values are analyzed between the Chief Financial Officer and the valuer. As part of this discussion the team presents a report that explains the reason for the fair value movements.

48 DISCLOSURES BY COMPANY LISTED ON ISLAMIC INDEX

Description	Note	2024	2023
		Rupees	Rupees
Loan / advances obtained as per Islamic mode			
Diminishing musharakah and borrowings	7 and 11	3,253,387,252	890,750,000
Advances	10	21,197,223	55,773,303
Shariah compliant bank deposits / bank balances			
Bank balances	29	744,591,834	1,289,693,729
Profit earned from shariah compliant bank deposits / bank balances			
Profit on deposits with banks	35	47,295,879	47,265,866
Profit on term deposit receipt	35	36,286,466	5,530,739
Revenue earned from shariah compliant business	30	14,439,261,130	15,215,983,574
Gain / (loss) or dividend earned from shariah compliant investments		-	-
Exchange (loss) / gain earned		(40,415,414)	764,086,300
Mark-up paid on Islamic mode of financing		71,438,750	-
Profits earned or interest paid on any conventional loan / advance		-	-
Relationship with shariah compliant banks			
Name	Relationship		
Bank Islami Pakistan Limited	Bank balance		
Faysal Bank Limited	Bank balance		
Meezan Bank Limited	Bank balance		
Al-Baraka Bank (Pakistan) Limited	Bank balance		
BankIslami Pakistan Limited	Bank balance		
Bank Alfalah Limited	Bank balance		
Habib Metropolitan Bank Limited	Bank balance		

49 DATE OF AUTHORIZATION FOR ISSUE

30 SEP 2024

These financial statements were authorized for issue on _____ by the Board of Directors of the Company.

50 EVENTS AFTER THE REPORTING PERIOD

50.1 The board of directors of the Company in their meeting held on 30 April 2024 approved and decided to issue 53,540,353 ordinary shares by way of right issue in proportion of 12.30 ordinary shares for every 100 ordinary shares held at a price of Rupees 43.50 per ordinary share including premium of Rupees 33.50 per ordinary share to all existing shareholders. Subsequent to the reporting period, subscription money of Rupees 2,329,005,355 for subscribing 53,540,353 right shares having face value of Rupees 10 each of the Company at exercise price of Rupees 43.50 per ordinary share has been fully received in cash by the Company. After completion of all legal formalities regarding the aforesaid issue of ordinary right shares, subsequent to the reporting period, the revised issued, subscribed and paid-up share capital of the Company is 488,827,773 ordinary shares of Rupees 10 each.

50.2 The Board of Directors of the Company has proposed a cash dividend for the year ended 30 June 2024 of Rupees 0.75 per share (2023: Rupees Nil) at their meeting held on 30 September 2024. However, this event has been considered as non-adjusting event under IAS 10 'Events after the Reporting Period' and has not been recognized in these financial statements.

51 SEGMENT INFORMATION

These financial statements have been prepared on the basis of a single reportable segment.

97.30% (2023: 96.51%) of sales of the Company relates to customers outside Pakistan.

All non-current assets of the Company as at reporting dates are located and operated in Pakistan.

45.18% (2023: 36.76%) of the total sales of the Company are made to a single customer.

52 CORRESPONDING FIGURES

Corresponding figures have been re-arranged, wherever necessary, for the purpose of comparison. Except for the reclassification as disclosed in note 2.3 to the financial statements, no significant rearrangements / reclassification have been made.

53 GENERAL

Figures have been rounded off to the nearest of Rupee.



CHIEF EXECUTIVE OFFICER



DIRECTOR



CHIEF FINANCIAL OFFICER

Sustainability and Corporate Social Responsibility

GHG Emissions

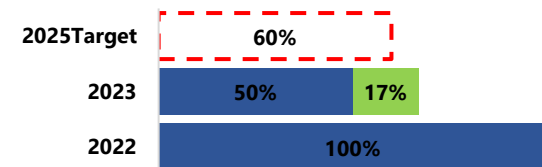
Total GHG Emissions for CY – 2023 are 13,931 metric Tons CO_{2e} including Scope 1,2& Biogenic emissions.

Scope 1 - 7,601 metric Tons CO_{2e}

Scope 2 - 2,744 metric Tons CO_{2e}

Biogenic - 3,585 metric Tons CO_{2e}

These emissions are verified by third party "SGS" in accordance with ISO 14064-3 meeting the requirements of GHG Protocol. From CY-2022 we have reduced our Total GHG Emissions including biogenic emissions by 33% in CY-2023. Under Zero Coal Policy, SIL has shifted its all processes from Coal to Biomass in July-2023 by investing in conversion of existing chain grate steam boiler from coal to biomass and procurement of new biomass steam boiler with steam generation capacity of 6 Tons/Hr. SIL has significantly increased its operational efficiencies by reducing the steam intensity by 3.3% and Electricity intensity by 2.42% in CY-2023. The main drivers for these achievements is high utilization of production machineries including steam dryers, hanger drying system and washing machines. The compressor air set point reduced from 7 barg to 6 barg for optimum consumption contributing to lower the electricity consumption at the facility. For Scope 3 Emissions accounting and reporting, SIL has conducted Supplier Engagement Conference in Dec-2023 and ambitious to submit targets on SBTi by Q1-2025.



GHG Intensity

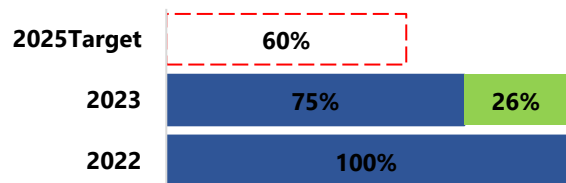
Total GHG Emission Intensity for CY – 2023 is 4.17 KG CO_{2e} per KG of Production including Scope 1,2 & Biogenic Emissions

Scope 1 - 2.27KG CO_{2e} per KG of Production

Scope 2 - 0.82KG CO_{2e} per KG of Production

Biogenic - 1.07KG CO_{2e} per KG of Production

SIL has reduced its Fossil Based GHG Emission intensity by 25% in CY-2023 as compared to CY-2022. Under Sustainability Challenge 2025 SIL is committed to reduce its GHG Intensity by 40% including Biogenic Emissions.



Existing Steam Boiler – Converted from Coal to Biomass



New Biomass Steam Boiler – Capacity : 6 Tons/Hour

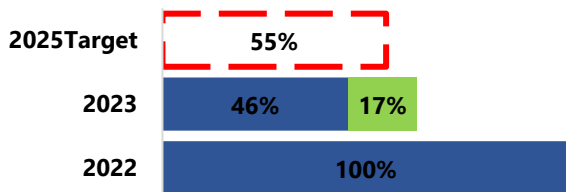
Energy Usage

Total Energy Usage for CY – 2023 is 36,339.56 MWH_{eq} with following constituents :

Direct (Scope 1) Energy Usage – 30,758.97 MWH_{eq}

Indirect (Scope 2) Energy Usage - 5,580.59 MWH_{eq}

SIL has reduced its total energy usage by 37% in CY-2023 as compared to CY-2022. SIL has defined target to reduce its Energy usage by 45% in CY-2025



Energy Intensity

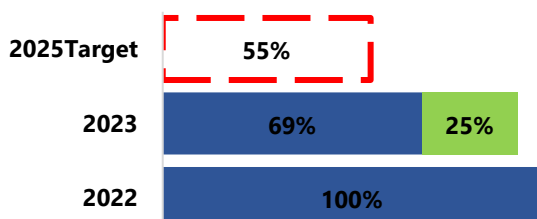
The Total Energy Intensity for CY – 2023 is 10.88 KWH_{eq} per KG of Production with following constituents :

Direct Energy Usage – 9.21 KWH_{eq} per KG of Production

Indirect Energy Usage - 1.67 KWH_{eq} per KG of Production

Manufacturing excellence in operations enabled SIL to reduce its Energy Intensity by 6% in CY-2023 as compared to CY-2022. SIL has defined target to reduce its Energy Intensity by 45% in CY-2025. Following interventions have been adopted in CY-2024 to achieve lower energy intensity:

1. Increase in condensate recovery % by efficient management of steam traps
2. Thermal Audit conducted in CY 2023 to identify gaps
3. Pre heating the water via flash steam recovery
4. Pre heating the RO Water for Boiler by utilizing heat of fuel feeding gate
5. Reducing pressure drop in compressed air piping and installing compressed air receiver tank

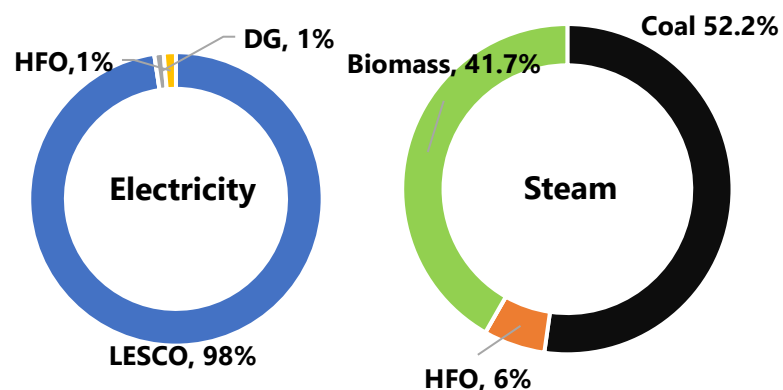
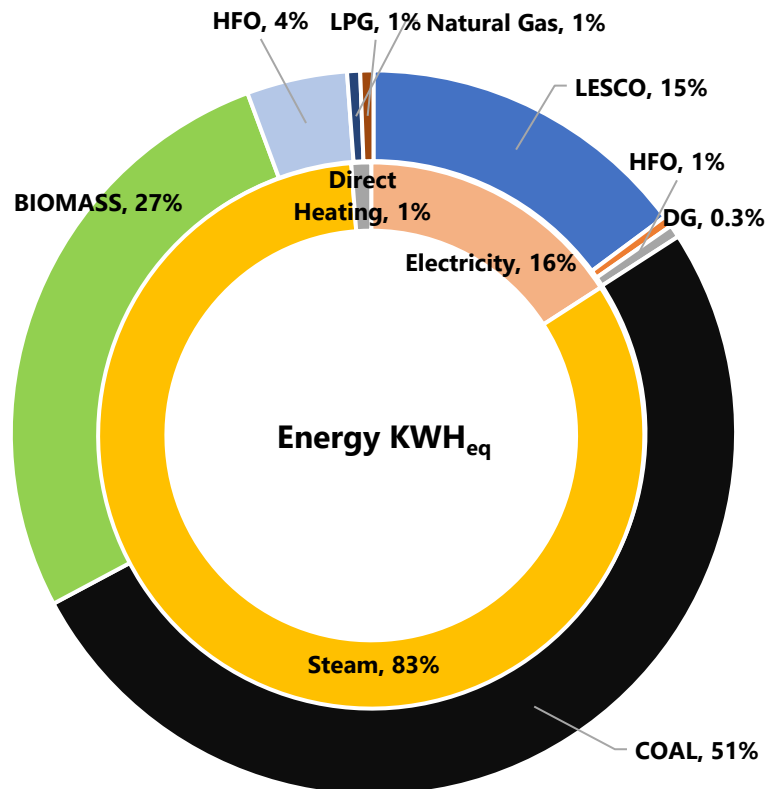


Energy Mix

The primary drivers for Energy usage at facility are below:

- Steam : 83%
- Electricity : 16%
- Direct Heating 1%
- Company Owned Vehicles 1%

Due to Steam boiler conversion from Coal to biomass, SIL Steam on Coal reduced from 95% in CY-2022 to 52.2% in CY-2023. Starting journey from 0% to 41.7% steam on Renewable Biomass is the major milestone towards green future of SIL. The Green Energy Share is projected to be at 80% in CY 2025. In CY 2023 the Renewable Biomass contribute to **27%** of Total Energy usage.



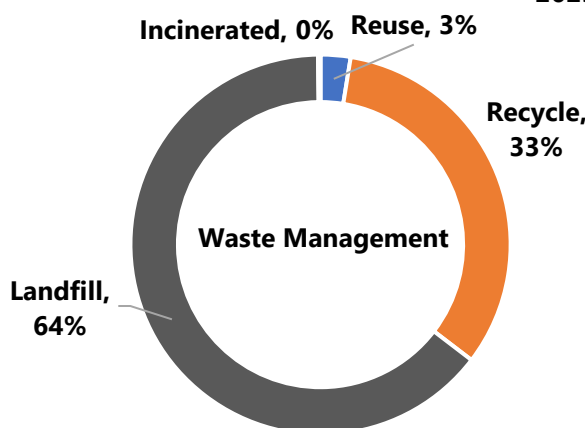
Governance

Environment Management Policy

Stylers International Limited intends to develop and maintain environmental management program that foster a sustainable workplace, protect the environment, conserve energy and minimize consumption of natural resources.

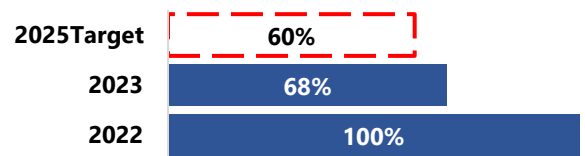
We are committed to:

- Minimize adverse impact on environment that may arise due to our operations including transportation of raw materials and finished product.
- Utilize energy resources responsibly and efficiently and support alternative energy sources in order to contribute towards national and international sustainability
- The minimization of waste through source reduction, reuse and recycling
- Improving the capacity and training our employees to better equip them on handling and complying with environmental requirements.
- Establishing environmental objectives and targets, conducting an annual review of our performance, and publicly reporting our progress
- Ensuring the responsible use of energy throughout our business, by conserving energy, improving efficiency, and giving preference to renewable over non-renewable energy when feasible to reduce overall GHG footprint of the company.
- Explore new technologies to confront waste, curtail pollution, diminish health and safety risks, and dispose of waste safely and responsibly, adhering to all local laws & stakeholders' requirements
- Regularly monitor the application of this policy and develop and implement EMS improvement plans



Water Stewardship Program

Under Sustainability Challenge 2025 SIL has to reduce its absolute water consumption by 40% in CY-2025. In CY – 2023 the total water usage for the facility is 430.343 Million Liters. SIL has reduced its water consumption from CY – 2022 by 30.9%. Despite low production in CY – 2023, SIL has not only maintained the wash efficiencies but also has done projects like RO Reject and Boiler Blowdown Water in wet scrubber of Steam boiler. Maximizing condensate recovery was also a significant contributor in water reuse. In SIL, 6.14% water is reused before Waste Water Treatment Plant. Its quantity is **26.413 Million Liters**.

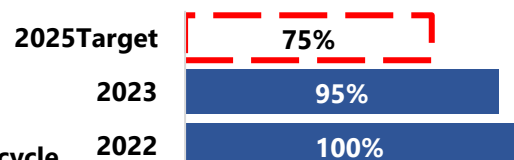


As a responsible manufacturer, SIL perform monthly waste water test report analysis to comply with Environmental Protection Agency Standards through 3rd Party. SIL uploads Waste Water Test report analysis through 3rd party verifier on ZDHC Gateway. Proactive assessment of water-related risks in operations is performed to mitigate potential impacts on business continuity and community welfare.

Circularity

To support circular fashion model, SIL has defined waste reduction target of 25% in CY 2025 as compared to CY 2022 with Zero Waste to Landfill. In CY 2023 waste intensity has reduced by 5% by improving the marker efficiency, low ash content of biomass as compared to coal and higher reuse of stone during wash process at laundry. 100% of Fabric, Paper & Plastic Waste is Reused/Recycled.

In CY 2023, SIL has diverted 4% of Waste from landfill saving 142 Tons. 86 Tons of Waste Reused and 1,118 Tons of Waste Recycled in CY 2023.



Governance Environmental Oversight

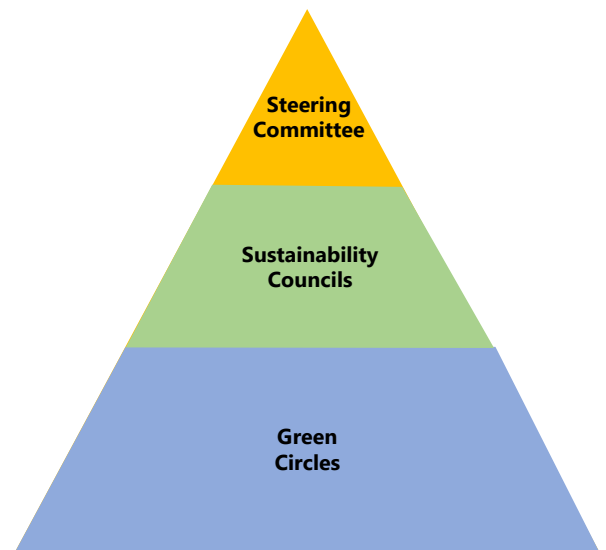
Sustainability Steering Committee:

Sustainability Steering Committee is headed by CEO. Following are the key members of Steering Committee :

1. Chief Financial Officer
2. Managing Director
3. Director Sustainability & Projects

Following are the key objectives and performance indicators of Sustainability Steering Committee.

- Engage with internal and external stakeholders to gather input, build consensus, and ensure that diverse perspectives are considered in decision-making processes related to sustainability.
- Develop and recommend policies that support sustainable practices within the organization, ensuring compliance with relevant regulations and standards
- Oversee the implementation of sustainability projects, ensuring they are executed effectively and meet established objectives for environmental, social, and governance (ESG) performance
- Assess and manage risks associated with sustainability issues, including climate change impacts, resource scarcity, and regulatory changes
- Integrate climate considerations into the organization's strategic planning processes. This involves setting clear sustainability goals aligned with broader business objectives and ensuring that these goals address both risks and opportunities
- Foster a culture of continuous improvement by regularly reviewing and updating sustainability strategies based on performance data, stakeholder feedback, and evolving best practices
- The committee assists the board in fulfilling its oversight responsibilities regarding environmental, social, and governance (ESG) issues.
- Committee monitors key performance indicators (KPIs) related to sustainability initiatives and provide feedback to board



Sustainability Council is headed by Managing Director. Following are key members of sustainability council :

- Director Operations
- Director Marketing
- Director Supply Chain
- Engineering Head
- IE Head
- Washing Head
- Sustainability Head
- Finance Head

Following are the responsibilities of Sustainability committee

- Monitor and report on sustainability performance metrics, including energy consumption, waste reduction, and carbon emissions
- Budget allocation for projects with quantified benefits and Return on Investment
- Review of customer requirements and performance alignment with emerging international and local requirements
- Act as a liaison between the council and senior management or the board of directors
- Coordinate specific working groups focused on areas such as climate change, diversity, equity, inclusion, or green building
- Collaborate with other departments to implement sustainability projects effectively

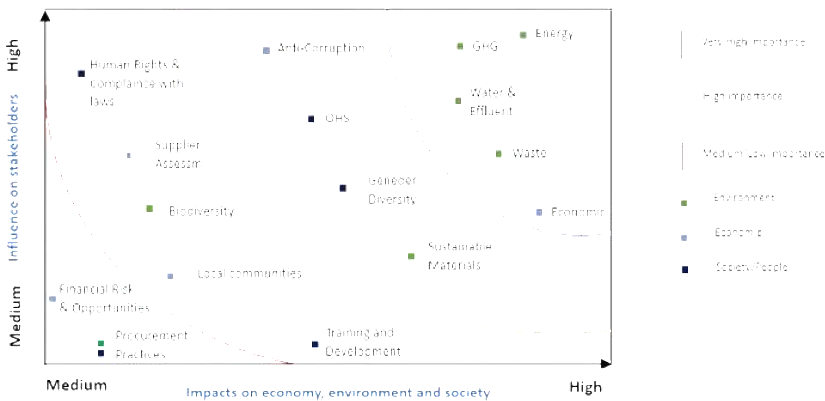
Climate Risk Mitigation & Adaptation

Stylers has efficiently identified, prioritized, and managed its key sustainability impacts, or material topics. Following GRI 3-3 guidelines, our process involves thorough consideration of internal and external factors, including stakeholder engagement, industry trends, and global legislation. We prioritize these topics based on stakeholder importance and their environmental, social, and economic impacts. Our approach includes a comprehensive sustainability structure with designated ownership for each topic.

Materiality Matrix

Our materiality matrix is crafted collaboratively by diverse teams, integrating stakeholder input, legal obligations, and impacts. The process entails: assessing issue relevance through stakeholder engagement, aligning with strategy, and assigning tasks for monitoring progress. To read more about our materiality matrix, click on below link

<https://www.usgroup.pk/sustainability/sustainability-reports/1147>



This analysis considers various economic factors like material selection and market presence, which influence job creation and company stability. However, it also highlights environmental concerns such as climate change and resource depletion. Social impacts, including employee well-being and community welfare, must not be overlooked. Understanding these implications enables informed decision-making for positive societal outcomes and ensures transparency for stakeholders evaluating Stylers sustainability efforts

We connected our material topic analysis with our Sustainability Challenge 2025, enhancing our understanding of impacts and aligning actions with the group's sustainability strategy. This ensures our material choices support both immediate and long-term sustainability goals

Sustainable Sourcing

Sustainable grown materials are increasingly recognized as essential components in eco-friendly construction practices. These materials not only reduce environmental impact but also contribute positively to carbon sequestration and energy efficiency. BCI Cotton, Organic Cotton, Recycled cotton, Post consumer waste, pre industrial waste and regenerative fibers major contributors for our journey towards sustainable sourcing

- Total Sustainable Material -89.65%

The detailed breakup is as below:

Sustainable Grown Material : 82.67%

- I. Organic Cotton – 0.22%
- II. BCI Cotton – 82.14%
- III. Regenerated Fibers – 0.31%

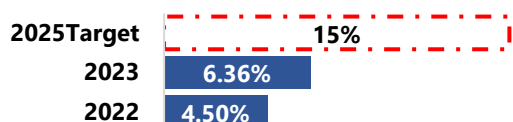
Recycled Material: 6.98%

- I. Post consumer waste – 5.1%
- II. Post industrial waste – 1.86%
- III. Recycled Polyester – 0.02%

DEIB

DEIB stands for Diversity, Equity, Inclusion, and Belonging. It represents a comprehensive approach to creating a workplace culture that values and supports individuals from diverse backgrounds. Each component plays a crucial role in fostering an environment where all employees feel valued and empowered. SIL has increased in overall Female / Male ratio from 4.50% in Dec-2022 to **6.35%** in Dec-2023.

SIL has defined to increase its Gender Diversity by 15% by CY – 2025. The diversity in managerial tiers has been increased from 2.46% in Dec- 2022 to 4.18% in Dec- 2023. Differently abled men account 0.6% of total male strength and differently abled women account 0.9% of total female strength. Average Gender Pay ratio for Median male compensation to median female compensation for CY 2023 is 4.



Capacity Building of Diverse Population

Capacity building emphasizes empowering individuals to take action and make informed decisions about their futures. This involves recognizing their potential and providing the necessary tools and support.

Training programs aimed at enhancing specific skills (e.g., leadership, technical skills, financial literacy) are essential for enabling diverse populations to participate fully in economic and social activities.

Ensuring that all voices are heard in the decision-making process is crucial for fostering an inclusive environment where everyone feels valued and represented. In CY 2023 total training hours per female are 22. We aim to increase it by 30 in CY 2025

Training & Succession Planning

Training helps close skill gaps, leading to improved individual and organizational performance. Employees equipped with the right skills can contribute more effectively to team goals and overall business objectives. Training man hour per employee increased from 1.46 in CY 2022 to 3.86 in CY 2023. In our relentless pursuit of employee development and organizational excellence, we have introduced our international training program association with Blinkist, Coursera, and Harvard ManageMentor. This initiative, complementing our existing training efforts, underscores our dedication to fostering a culture of continuous learning. By leveraging the expertise of these esteemed institutions, we are successfully equipping our workforce with the skills and global perspectives necessary in today's dynamic environment.

Covering a comprehensive range of topics, including leadership, decision-making, project management, and risk management, this program empowers our employees to excel in leading themselves, their teams, and our organization towards greater achievements.

Harvard ManageMentor

The Harvard ManageMentor program is an online learning platform developed by Harvard Business Publishing. It offers a wide range of interactive courses, tools, and resources designed to help individuals develop essential management and leadership skills. The program covers various topics such as communication, team building, strategic thinking, decision making, and many more. It provides a flexible and self-paced learning environment, allowing users to access content anytime, anywhere.

Coursera

U.S based online course provider by renowned professors Andrew and Daphne Koller. In this program, the participants learn from experts across world-class companies and universities on different topics.

Blinkist

An online book-summary forum, based in Berlin, Germany. The forum is a great initiative to carry off great conversations about the books to elevate your knowledge and leadership skills.

- Skill upgradation – 51 Programs 4351& Employees
- Soft Skills – 73 Programs & 79 Employees
- EHS Measures – 41 Programs & 5205 Employees

Succession planning involves identifying and developing internal personnel to fill key positions in the future. This ensures that the organization has a pipeline of qualified candidates ready to step into leadership roles as they become available. Succession planning aligns talent development with strategic business objectives. By understanding the skills needed for future roles, organizations can tailor training programs to develop those competencies. **3.2%** of Male Strength promoted in reporting period. **0.0%** of Female strength promoted in reporting period

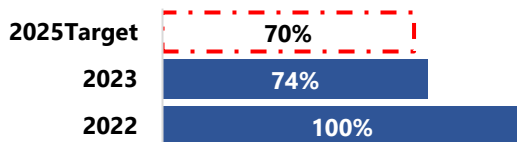
Injury Rate

Total Recordable Injury Rate (TRIR) is the defining KPI to promote and track the performance of Safety Culture in Stylers International Limited.

TRIR consists of following types of injuries:

- Fatality
- Permanent disability
- Restricted work case
- Medical Treatment Case

In CY 2022, the TRIR of SIL was 1.50. We have 30% reduction target till CY 2025. In CY 2023, TRIR of SIL is 1.11. 6 Restricted work cases were reported in CY 2023. 100% of workers at the facility are entitled for Health Insurance. To attend first aid cases at the facility, company has a dispensary to treat minor cuts.



Employee Turnover & Temporary Worker Ratio

It is defined as the percentage of employees who leave an organization during a specified time period, either voluntarily or involuntarily. This includes resignations, retirements, terminations, and layoffs. The average turn over for CY 2023 is 5.2%. Company don't have any part time employees in CY 2023. 0.1% of Total headcount is held by contract employees.

Policy on Child Labor

It is company's policy not to engage in or supports the use of child labor (under the age of 15 years) under any condition, type of Job.

No worker will be allowed to work in Stylers International Ltd. (full time or part time) who is less than 15 years of age.

Evidence of age is verified at the time of hiring. The potential Candidates are asked to show original identity card at the time of hiring.

Policy on Anti - Corruption

At Stylers, we have zero tolerance for corruption in our operations and relationships with our business partners. Further, corruption in all its forms including extortion and bribery is not acceptable. We are committed to conducting business ethically and leading by example. Through our internal security controls function through internal audits, we regularly monitor our anti-corruption procedures and our Speak-up Policy (Sab Keh Do) provides a platform for our stakeholders to report any corruption incident that happened. During the reporting year, all operations were assessed for risks related to corruption, and for US Group there have been no findings during reporting period 2023.

Policy on Freedom of Association & Collective Bargaining

Stylers International Limited management gives freedom to its workers for association and collective bargaining. However, workers have developed workers management council committee as parallel means for freedom of association and collective bargaining.

Elected workers' representatives are not discriminated. 22 are elected representatives which is 0.47% of total workforce. 12 complaints on working conditions were registered in CY 2023 and same were resolved.

Policy on Prohibition of Discrimination

Stylers International Limited management is committed to ensure that all employees have equal rights for employment. There is no discrimination based upon gender, religion, sect, cast, race and ethnic origin for employment, promotion or any decision. Merit, work performance, knowledge and experience are the only basis for promotion.

Policy on Human Rights

Stylers International Limited management is committed to ensure that respect for the human rights of all employees and suppliers. Respect for human rights is a fundamental value of Stylers International Ltd. We strive to respect and promote human rights in accordance with the UN Guiding Principles on Business and Human Rights in our relationships with our employees and suppliers. Our aim is to help increase the enjoyment of human rights within the communities in which we operate. This policy applies to The SIL, the entities that we own. We use due diligence as a means to identify and prevent human rights risks to people in our business and value chain. Where we have identified adverse human rights impacts resulting from or caused by our business activities, we are committed to provide for or cooperate in, their fair and equitable remediation.

The Human Rights Policy is overseen by The SIL Directors, including the Chief Executive Officer.

- Community and Stakeholder Engagement

We recognize that we are part of the communities in which we operate. We engage with communities on human rights matters that are important to them such as land rights, access to water and health.

- Diversity and Inclusion

We value and advance the diversity and inclusion of the people with whom we work.

We are committed to equal opportunity and are intolerant of discrimination and harassment. We work to maintain workplaces that are free from discrimination or harassment on the basis of race, sex, colour, national or social origin, ethnicity, religion, age, disability, sexual orientation, gender identification or expression, political opinion or any other status protected by applicable law.

- Safe and Healthy Workplace

The safety and health of our employees is of paramount importance. Our policy is to provide a safe and healthy workplace and comply with applicable safety and health laws and regulations, as well as internal requirements. We work to provide and maintain a safe, healthy and productive workplace, in consultation with our employees, by addressing and remediating identified risks of accidents, injury and health impacts.

- Workplace Security

We are committed to maintaining a workplace that is free from violence, harassment, intimidation and other unsafe or disruptive conditions due to internal and external threats. Security safeguards for employees are provided, as needed, and are maintained with respect for employee privacy and dignity.

- Forced labor and Human Trafficking

We prohibit the use of all forms of forced labor, including prison labor, indentured labor, bonded labor, modern forms of slavery and any form of human trafficking.

- Child labor

We prohibit the hiring of individuals that are under 18 years of age.

- Work Hours, Wages and Benefits

We work to ensure full compliance with applicable wage, work hours, overtime and benefits laws.

- Water Resources

We respect the human need for sustainable water supplies, safe drinking water, and protection of both ecosystems and communities through proper sanitation

- Guidance and Reporting for Employees

We strive to create workplaces in which open and honest communications among all employees are valued and respected. The Company is committed to comply with applicable labor and employment laws. Company also ensures that employees are aware of the Human Rights Policy through training.

One Code of Conduct

Doing business responsibly, in compliance with laws, and with integrity is the foundation of our culture, reflecting our core values, inclusiveness, and ethical standards. As stated in our COC policy, all employees and business partners contribute to US Group's reputation, therefore, all employees & business partners must adhere to the company's ethical guidelines. At US Group we have established three communication channels through coordinating departments including Sales & Marketing, Procurement & Supplies, and Industrial Relations. For details about how we interact with our stakeholders, see the material topic (stakeholder engagement) in this report.

Diversity in Board

14% of Female representation in the board is the example of Stylers vision of inclusivity in top tier. Out of 7 board members, 1 is female. The female board member is independent director of HR& IR Committee. Audit committee is chaired by independent male director.

Board independence

Company policy prohibit CEO from serving as the board chair. The chairman of the Board is Mr. Javaid Arshad Bhatti. 28% of Seats in board are occupied by Independent Director. Two Independent directors are chairing Audit Committee and HR& IR committee individually.

Incentive on Sustainability Performance

- Manufacturing Excellence Award

This Award is bestowed by the Board on outstanding performance in operational and sustainability KPI's to the business unit head. It has following Sustainability Performance KPI's:

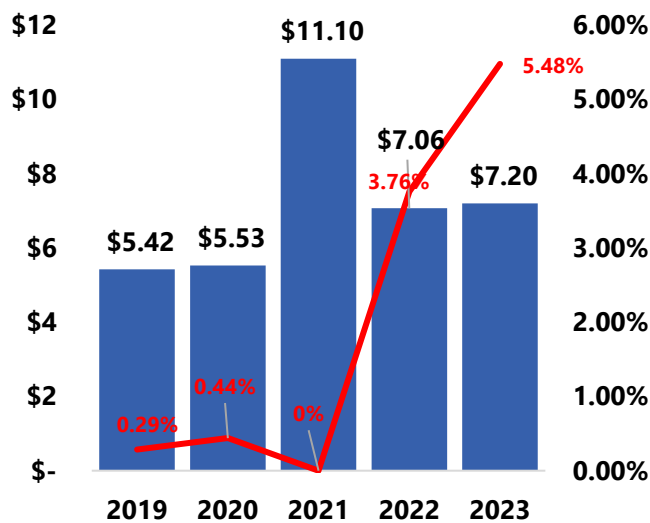
1. Maximize Solar Capacity Utilization Factor
2. Increase Revenue per GHG
3. Lower GHG Footprint per KG of Production
4. Increase Gender Diversity

- Individual Performance Award

Individual Performance Awards were awarded to the employees who have performed best in any area of our Sustainability Challenge 2025. This award keeps employee highly motivated and ambitious to perform better with time. All departments are accessed as per their individual targets.

Corporate Social Responsibility

Founded in 1998, the **Naimat Saleem Trust (NST)**, the heart of the US group's CSR efforts, is a beacon of hope for Pakistan. With unwavering support from the US group and dedicated trustees, NST stands shoulder to shoulder with the people of Pakistan. Our mission is to transform lives across Pakistan's diverse cities by delivering a spectrum of vital social services. From bolstering healthcare to enriching education, NST is on a mission to uplift those directly or indirectly impacted by our endeavors. Join us as we pioneer positive change, one life at a time. As stylers international limited is vertically integrated to US group, it takes part actively towards the contribution for positive change



■ Total Expenditures on welfare in Millions by US Group
 — Stylers Contribution



Health Care

SIL has been involved in Health Care programs as per below

- Indus Hospital
- Recep Tayyip Erdogan Hospital Trust
- AAS Rehabilitation Centre

1 Million Patients benefited from Health Care Initiatives in 2023



Education

Following Educational Programs are overseen by Stylers International Limited

- Massage Grammer School
- Jamiat Taleem ul Quran
- Markaz Food Program
- Taleem Mumkin Program –QAS Foundation
- Massage Grammer School

In 2023, 92,000 students benefited from education program



Disaster Relief

- Flood relief program

Stylers international limited addressed disaster relief in 2023, providing essential food rations to 2,250 individuals in collaboration with Baitussalam Welfare Trust. This initiative aligns with SDGs 1 (no poverty) and 2 (zero hunger), demonstrating our commitment to supporting communities during crises



Food Program

- Subsidized food for staff
- LHS Ramzan food program
- Markaz food program

More than 2 Million Individuals have benefited from Food initiatives in 2023



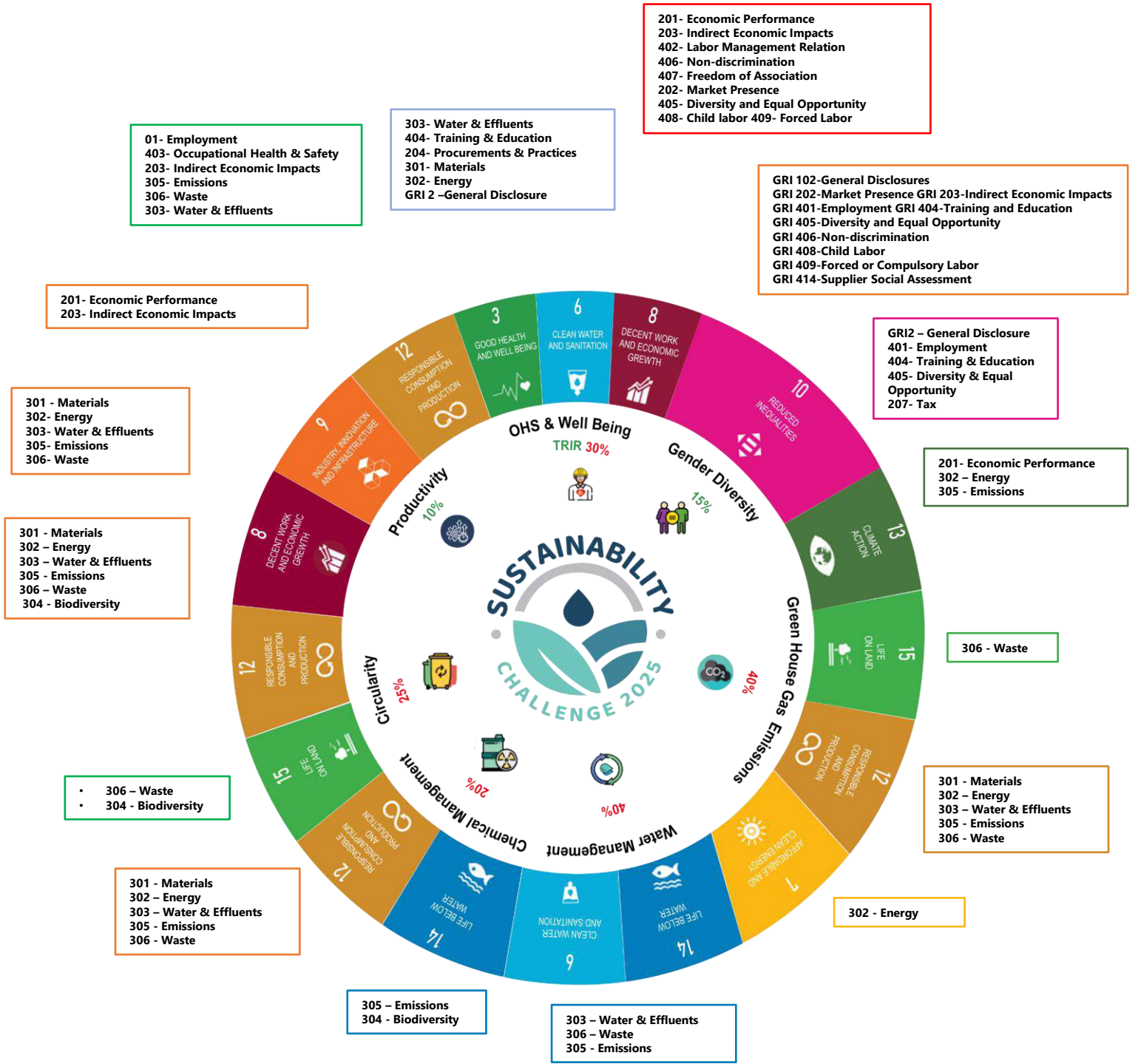
Shelter & Housing

- Free Housing Program - Workers Family Colony

445 Families benefited from shelter & Housing Program in 2023

1,200 Families benefitted from General Welfare Activities in 2023

Sustainability Targets Mapping with SDG's and Reporting on GRI Standard



Stylers International Limited has mapped its Sustainability Targets with SDG's for alignment on Universal Requirements. Stylers International Limited has also published its 1st Sustainability Report under the umbrella of US Group. The sustainability report is published on the GRI Standards assured by 3rd Party SGS and publicly available on <https://usgroup.org/sustainability-report>



Scan the QR Code for Sustainability report 2023



Certifications



External Audits



Membership/Collaboration



STYLERS INTERNATIONAL LIMITED

Pattern of Shareholding as on June 30, 2024

Number of Shareholders	Shareholding		Total Shares Held
	From	To	
83	1	- 100	2,631
48	101	- 500	16,502
31	501	- 1000	24,731
47	1001	- 5000	116,000
13	5001	- 10000	98,498
3	10001	- 15000	39,600
3	15001	- 20000	52,500
2	20001	- 25000	45,500
2	30001	- 35000	68,780
2	35001	- 40000	76,300
1	50001	- 55000	52,551
2	55001	- 60000	117,400
1	75001	- 80000	80,000
1	80001	- 85000	81,000
1	100001	- 105000	101,700
1	115001	- 120000	116,200
1	135001	- 140000	140,000
1	175001	- 180000	180,000
1	200001	- 205000	205,000
1	255001	- 260000	255,002
1	395001	- 400000	400,000
1	2530001	- 2535000	2,530,905
7	18225001	- 18230000	127,593,069
1	18230001	- 18235000	18,234,942
1	90035001	- 90040000	90,038,220
2	97310001	- 97315000	194,620,389
258			435,287,420

STYLERS INTERNATIONAL LIMITED

Pattern of Shareholding as on June 30, 2024

S. No.	Categories of Share holders	Numbers	Shares	%age
			Held	
1	Associated Companies	4	92,774,425	21.31
	Naimat Saleem Trust		90,038,220	
	Automotive Plastic (Private) Limited		2,530,905	
	SJ Holdings (Private) Limited (Mr. Sohaib)		205,000	
	A.J. Holdings (Private) Limited		300	
3	Sponsors, Directors, CEO their Spouses and Minor Children	13	340,566,400	78.24
	Mr. Javed Arshad Bhatti		97,310,195	
	Mr. Mian Muhammad Ahsan		97,310,194	
	Mr. Muhammad Siddique Bhatti		18,342,771	
	Ms. Ayesha Haroon		18,234,942	
	Mr. Usman Ahsan		18,228,789	
	Mr. Muhammad Umer		18,228,689	
	Mr. Mian Salman Ahsan		18,228,289	
	Mr. Ali Ahsan		18,228,289	
	Mr. Sohaib Javed		18,226,871	
	Mr. Muhammad Saqib		18,226,471	
	Mr. Mustanser Ahmed		400	
	Ms. Salma Bashir		400	
Mr. Jehanzeb Khan	100			
4	Banks, DFIs, NBFIs, Insurance Companies, Takaful, Modarabas, Pension Funds and Others	3	180,899	0.04
	Citibank (Switzerland)		180,000	
	Millennium Securities & Invest.(Pvt) Ltd		600	
	Habib Metropolitan Bank Limited		299	
5	General Public	238	1,765,696	0.41
Total		258	435,287,420	100.00

Shareholders holding ten percent or more shares in the Company

Mr. Javed Arshad Bhatti	97,310,195	22.36
Mian Muhammad Ahsan	97,310,194	22.36
Naimat Saleem Trust	90,038,220	20.68



FORM OF PROXY

The Company Secretary
Stylers International Limited
20-KM Ferozepur road
Glaxo Town, Lahore

Folio No./CDC A/c No.: _____

Shares Held: _____

I/ We _____ of _____
(Name) (Address)

being the member (s) of Stylers International Limited ("SIL") hereby Appoint.

Mr. / Mrs./Miss _____ of _____
(Name) (Address)

or failing him / her / Mr. /Mrs. Miss./ _____ of _____
(Name) (Address)

[who is also member of the Company vide Registered Folio No. /CDC A/c No. _____ as my / our proxy to attend at and vote for me / us and on my/our behalf at an Annual General Meeting of the Company to be held at registered office of Stylers International Limited at 20-KM, Ferozepur Road, Glaxo Town, Lahore, on October 28, 2024 at 12:00 p.m. and at any adjournment thereof.

Signature this _____ Day of _____ 2024

(Witnesses)

1. _____
Signature

Name _____

Address _____

CNIC No. _____

(Witnesses)

2. _____
Signature

Name _____

Address _____

CNIC No. _____

Affix Revenue Stamp
of Rupees Five

Signature of Shareholder
(Signature appended should agree with the specimen signature registered with the Company.)

ڈائریکٹرز کی رپورٹ
30 جون 2024 کو ختم ہونے والے سال کے لیے

جائزہ

ہمیں 30 جون 2024 کو ختم ہونے والے مالی سال کے لیے ڈائریکٹرز کی رپورٹ پیش کرتے ہوئے خوشی ہو رہی ہے۔ اس سال پاکستان اسٹاک ایکسچینج میں پبلک لسٹڈ کمپنی کے طور پر ہماری پہلی شروعات ہوئی، جس سے ترقی اور توسیع کے نئے مواقع کھلے ہیں۔

21 دسمبر 2023 کے عدالتی حکم کے مطابق، AEL ٹیکسٹائل لمیٹڈ، پاکستان اسٹاک ایکسچینج (PSX) میں لسٹڈ کمپنی کو سٹانڈرڈ انٹرنیشنل لمیٹڈ (SIL) میں ضم کر دیا گیا۔ نتیجتاً، کمپنی 22 جنوری 2024 سے PSX پر لسٹ ہوئی۔

اقتصادی اور صنعت کا جائزہ

پاکستان نے گزشتہ سال کے مقابلے میں معتدل معاشی بحالی کا تجربہ کیا۔ جی ڈی پی کی شرح نمو 2.4 فیصد تک بہتر ہوئی، جو پچھلے سال کے سکڑاؤ سے زیادہ ہے۔ افراط زر جون 2024 میں نمایاں طور پر کم ہو کر 12.6 فیصد ہو گیا جو جون 2023 میں 29.4 فیصد تھا، جو مؤثر مانیٹری پالیسیوں اور مستحکم عالمی اشیاء کی قیمتوں کی عکاسی کرتا ہے۔ سیاسی طور پر، حکومت نے استحکام برقرار رکھا اور اقتصادی اصلاحات کی حمایت کے لیے ایک نئے پروگرام کے لیے آئی ایم ایف کے ساتھ بات چیت کا آغاز کیا۔

عالمی معیشت کو جغرافیائی سیاسی تناؤ اور سپلائی چین کے چیلنجوں کی وجہ سے رکاوٹوں کا سامنا کرنا پڑا۔ تاہم، مالی سال 2024 کی دوسری ششماہی میں پاکستان میں ٹیکسٹائل مصنوعات کی مانگ میں زبردست بہتری دیکھنے میں آئی کیونکہ

عالمی معیشتیں بحال ہونا شروع ہوئیں اور علاقائی جغرافیائی سیاسی حرکیات میں تبدیلی آئی۔ اس سے ہماری کمپنی کے لیے خاص طور پر یورپی منڈیوں میں اپنے مارکیٹ شیئر کو بڑھانے کے نئے مواقع پیدا ہوئے۔ ان عوامل نے ہمیں ابھرتے ہوئے مواقع سے فائدہ اٹھانے کی اجازت دی، اور کمپنی کو اہم بین الاقوامی منڈیوں میں اپنی موجودگی کو مضبوط بنانے کے لیے پوزیشن فراہم کی۔

اگرچہ پاکستان سے ملبوسات کی مانگ میں مسلسل اضافہ ہو رہا ہے، لیکن ہمیں ایسے اہم چیلنجز کا سامنا ہے جو اس نمو کا مکمل فائدہ اٹھانے کی ہماری صلاحیت کو روک رہے ہیں، خاص طور پر بڑے پیمانے پر۔ سب سے زیادہ اہم مسائل آخری صارف کی طرف سے قیمتوں کا دباؤ، آپریٹنگ اخراجات میں اضافہ، اجرت اور تنخواہوں اور یوٹیلٹی لاگت میں خاطر خواہ اضافے کا سامنا ہے۔ یہ بڑھتے ہوئے دباؤ اور قیمتیں ہماری مارکیٹ کے مواقع کی پوری صلاحیت کو بڑھانے میں رکاوٹیں پیدا کر رہی ہیں، خاص طور پر جب ہم عالمی سطح پر مقابلہ کرنے کی کوشش کر رہے ہیں۔

مالیاتی جھلکیاں

30 جون 2024 کو ختم ہونے والے سال کے لیے کمپنی کی مالی کارکردگی درج ذیل ہے:

	تفصیل مالی سال 2024	مالی سال 2023
	-----روپے-----	
آمدنی	14,439,261,130	15,215,983,574
فروخت کی لاگت (11,468,736,574)		(11,652,671,692)
مجموعی منافع	2,970,524,556	3,563,311,882
انتظامی اور تقسیم کے اخراجات (983,198,542)		(1,070,723,313)
دوسرے اخراجات (290,230,342)		(448,786,993)

897,950,900	293,649,765	دوسری آمدنی
(187,120,198)	(259,442,514)	مالی اور دیگر چارجز
(236,296,649)	(253,757,654)	ٹیکس اور لیوی
2,518,335,629	1,477,545,269	ٹیکس کے بعد منافع

تفصیل مالی سال 2024		مالی سال 2023
-----روپے-----		
920,496,200	3,457,493,668	غیر مختص منافع کو آگے لایا گیا۔
2,518,335,629	1,477,545,269	سال کے لیے منافع
(11,401,067)	(10,056,477)	سال کے لیے دیگر جامع نقصان
36,478,927		مقررہ اثاثوں کی دوبارہ تشخیص پر سروس سے منتقل کیا گیا۔
	30,062,906	
4,961,461,387		جمع شدہ منافع مختص کرنے کے لیے دستیاب ہے۔
	3,457,493,668	
A/N	(435,287,420)	عبوری ڈیویڈنڈ @ روپیہ 1 فی شیئر
3,457,493,668	4,526,173,967	غیر مختص منافع کو آگے بڑھایا
	5.83	فی شیئر آمدنی
	3.41	
A/N	366,620,830	تجویز کردہ ڈیویڈنڈ @ روپیہ 0.75 فی شیئر

گزشتہ سال 15.2 ارب روپے کے مقابلے میں رواں سال کی آمدن 14.4 ارب روپے ہے۔ بنیادی طور پر ہمارے پروڈکٹس میں تبدیلی اور صارفین کی طرف سے قیمت کے دباؤ کی وجہ سے آمدنی میں کمی واقع ہوئی ہے۔

سال کے لیے بعد از ٹیکس منافع 2.52 بلین روپے سے کم ہو کر 1.48 بلین ہو گیا۔ بنیادی طور پر تنخواہوں اور اجرتوں میں 632 بلین روپے سے زیادہ کے اضافے اور زیادہ یوٹیلیٹی لاگت اور فرسودگی کے اخراجات کے باعث۔ مزید برآں، 700 بلین روپے کے کم زرمبادلہ میں اضافہ کا منافع میں کمی میں کا کردار رہا۔ ان چیلنجوں کے باوجود، ہم نے خام مال کی لاگت کو کم کر کے، اندرونی مال برداری کے اخراجات کو کم کر کے، اور دعووں کو کم کر کے اثرات کو کم کرنے کے لیے موثر اقدامات کیے ہیں۔ ان کوششوں سے منفی اثرات کو کم کرنے اور ہماری مجموعی مالی کارکردگی میں استحکام برقرار رکھنے میں مدد ملی ہے۔

EPS 5.83PKR سے 3.41PKR تک کم ہو گیا، جو منافع میں کمی کے اثرات کو ظاہر کرتا ہے۔

بورڈ آف ڈائریکٹرز نے 0.75/- روپے فی شیئر کی شرح سے فائنل کیش ڈیویڈنڈ کی سفارش کی ہے۔ یعنی 30 جون 2024 کو ختم ہونے والے سال کے لیے 7.5%، 28 اکتوبر 2024 کو ہونے والی سالانہ جنرل میٹنگ میں ممبران کی منظوری سے مشروط۔ یہ 1.00 روپے کا فی شیئر شرح پر عبوری کیش ڈیویڈنڈ کے علاوہ ہے۔ یعنی 30 جون 2024 کو ختم ہونے والے سال کے لیے 10% جو پہلے ہی ادا ہو چکا ہے۔ کل نقد تقسیم /- 1.75 روپے فی شیئر پر ہے۔ یعنی 30 جون 2024 کو ختم ہونے والے سال کے لیے 17.5%۔

رائٹ ایٹو اور توسیع

بورڈ نے 30 اپریل 2024 کو ہونے والے اپنے اجلاس میں منظوری دی اور تمام موجودہ شیئر ہولڈرز کے لیے رائٹ ایٹو کے ذریعے 53,540,353 عام حصص جاری کرنے کا فیصلہ کیا گیا ہر 100 عام حصص کے لئے 12.30 عام حصص کے تناسب سے 43.50 روپے فی عام شیئر کی قیمت پر 33.50 روپے کا پریمیم بھی شامل ہے

رپورٹنگ کی مدت کے بعد، 53,540,353 رائٹ شیئرز سبسکرائب کرنے کے لیے 2,329,005,355 روپے کی سبسکریپشن کی رقم کمپنی کے 10 روپے فی عام حصص کی قیمت پر 43.50 روپے فی عام حصص کی قیمت پر مکمل طور پر نقد وصول کی گئی ہے۔ یہ اقدام اسکیننگ آپریشنز اور بڑھتی ہوئی مانگ کو پورا کرنے کے ہمارے عزم کے مطابق ہے۔ یہ تمام فنڈز ہمارے جدید ترین پراجیکٹ "سن شان" کی مالی اعانت کے لیے استعمال کیے جا رہے ہیں جو کہ رائیونڈ روڈ، گاؤں بھجو کی مہجا، تحصیل رائے ونڈ، ضلع لاہور میں واقع ہے۔

کوڈ آف کارپوریٹ گورننس کی تعمیل کا بیان

کمپنی SECP کی طرف سے لازمی کارپوریٹ گورننس کے اصولوں پر سختی سے عمل کرتی ہے اور اس نے تمام مقررہ شرائط پر عمل درآمد کیا ہے۔ ان کا خلاصہ CCG ریگولیشنز، 2019 کی تعمیل کے بیان میں کیا گیا ہے جس کا آڈیٹرز کے ذریعہ جائزہ لیا گیا ہے اور اس سالانہ رپورٹ کے ساتھ منسلک کیا گیا ہے۔

بورڈ اور اس کی کمیٹیاں

بورڈ آف ڈائریکٹرز ("بورڈ") کی تشکیل حسب ذیل ہے:

6	a مرد
1	b. عورت

کمیٹیگری نام

نان ایگزیکٹو ڈائریکٹرز جناب جاوید ارشد بھٹی

جناب میاں محمد احسن صاحب

جناب محمد عمر

جناب محمد ثاقب

ایگزیکٹو ڈائریکٹر جناب مستنصر احمد (چیف ایگزیکٹو آفیسر)

آزاد ڈائریکٹرز جناب جہانزیب خان

محترمہ شرم مسعود صوفی (خاتون ڈائریکٹر)

بورڈ نے ذیل میں دیے گئے اراکین پر مشتمل کمیٹیاں تشکیل دی ہیں۔

(a) آڈٹ کمیٹی

چیئر مین

جناب جہانزیب خان

ممبر

جناب محمد عمر

محترمہ شرم مسعود صوفی

(ب) HR اور معاوضہ کمیٹی

محترمہ شرم مسعود صوفی چیئر پرسن

ممبر

جناب محمد ثاقب

ممبر

جناب مستنصر احمد

مستقبل کے امکانات

آگے دیکھتے ہوئے، ہم مستقبل کے بارے میں محتاط طور پر پرامید ہیں اور مارکیٹ کے بدلتے ہوئے حالات کے مطابق اپنی طاقتوں کا فائدہ اٹھاتے رہیں گے۔ جیسے جیسے عالمی فیشن انڈسٹری ترقی کر رہی ہے، پاکستان کے ڈینم سیکٹر کو پائیداری، تکنیکی جدت، آپریٹنگ لاگت اور تجارتی حرکیات کو تبدیل کرنے سے متعلق مواقع اور چیلنجز دونوں کا سامنا ہے۔ جدت، پائیداری، اور صارفین کی اطمینان کے لیے ہماری لگن پائیدار ترقی اور منافع کی جانب کوششوں کو آگے بڑھائے گی۔ عالمی ملبوسات کا شعبہ پاکستان کی اقتصادی لچک کو مضبوط کرتا ہے اور عالمی ٹیکسٹائل ویلیو چینز میں اس کے

انضمام میں اہم کردار ادا کرتا ہے۔

ہماری فلیگ شپ، جدید ترین مینوفیکچرنگ سہولت "سن شائن" تکمیل کے آخری مراحل میں ہے اور توقع ہے کہ CY 2025 میں مکمل طور پر فعال ہو جائے گی۔ اس منصوبے کی مالی اعانت اندرونی کیش جزیٹس اور رائٹ ایٹو کے ذریعے کی جا رہی ہے۔ سنشائن پراجیکٹ 6 ملین آئیٹم کی سالانہ صلاحیت کو پورا کرنے کا منصوبہ ہے۔ پروجیکٹ سنشائن کی تکمیل، تقریباً کل سرمایہ کاری روپے 10 بلین کے ساتھ، ہم مارکیٹ کے مزید مواقع حاصل کرنے، اپنی برآمدی بنیاد کو وسعت دینے، اور ریونیو میں اضافے کی توقع رکھتے ہیں، جس سے صنعت میں ایک سرکردہ برآمد کنندہ کے طور پر SIL کی پوزیشن مزید مستحکم ہوگی۔

داخلی مالیاتی کنٹرول کی مناسبت

کمپنی نے کمپنی کے اثاثوں کی حفاظت، دھوکہ دہی کو روکنے اور اس کا پتہ لگانے اور تمام قانونی تقاضوں کی تعمیل کو یقینی بنانے کے لیے اندرونی اور مالیاتی کنٹرول کا ایک موثر نظام قائم کیا ہے۔ اندرونی کنٹرول کے ڈھانچے کا باقاعدگی سے جائزہ لیا جاتا ہے اور بورڈ کے ذریعے قائم کردہ اندرونی آڈٹ فنکشن کے ذریعے نگرانی کی جاتی ہے۔ آڈٹ کمیٹی اپنے ریفرنس کی مدت کے مطابق سہ ماہی بنیادوں پر انٹرنل کنٹرول سسٹم کا جائزہ لیتی ہے۔

شیئر ہولڈنگ کا پیٹرن

30 جون 2024 تک شیئر ہولڈنگ کے پیٹرن کا بیان، جو رپورٹنگ فریم ورک کے تحت ظاہر کرنا ضروری ہے، اس رپورٹ کے ساتھ منسلک ہے۔

ڈائریکٹر کا معاوضہ

بورڈ آف ڈائریکٹرز نے ڈائریکٹرز کے معاوضے کی پالیسی کی منظوری دے دی ہے۔ پالیسی کی اہم خصوصیات درج ذیل

ہیں:

- کمپنی اپنے نان ایگزیکٹو ڈائریکٹرز بشمول آزاد ڈائریکٹرز کو بورڈ اور اس کی کمیٹیوں کے اجلاسوں میں شرکت کے لیے میٹنگ فیس کے علاوہ معاوضہ ادا نہیں کرے گی۔
- کمپنی بورڈ اور اس کی کمیٹیوں کے اجلاسوں میں شرکت کے سلسلے میں ڈائریکٹرز کے سفر اور رہائش کے اخراجات کی ادائیگی یا خرچ کرے گی۔
- ڈائریکٹرز کے معاوضے کی پالیسی کا بورڈ آف ڈائریکٹرز وقتاً فوقتاً جائزہ لے گا اور اس کی منظوری دے گا۔

کمپنی کے چیف ایگزیکٹو آفیسر اور ڈائریکٹرز کے معاوضے کے لیے کمپنی کے مالیاتی بیانات کے نوٹ 41 کا حوالہ موجود ہے۔

اہم بڑی تبدیلیاں

جیسا کہ اوپر بیان کیا گیا ہے صحیح شمارے کی تکمیل کے علاوہ، 30 جون 2024 سے 30 ستمبر 2024 کے درمیان کمپنی کی مالی حالت کو متاثر کرنے والی کوئی اہم بڑی تبدیلیاں اور وعدے نہیں ہوئے۔

آڈیٹرز

ریاض احمد اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس، موجودہ آڈیٹرز، کمپنی کی سالانہ جنرل میٹنگ کے اختتام پر ریٹائر ہو جائیں گے۔ وہ دوبارہ تعیناتی کے لیے اہل ہیں اور انہوں نے 30 جون 2025 کو ختم ہونے والے مالی سال کے لیے دوبارہ تعیناتی کے لیے اپنی رضامندی ظاہر کی ہے۔

خطرے میں تخفیف

کمپنی کی سرگرمیاں اسے متعدد مالیاتی خطرات سے دوچار کرتی ہیں: مارکیٹ کا خطرہ (بشمول کرنسی کا خطرہ، قیمت کا خطرہ اور شرح سود کا خطرہ)، کریڈٹ رسک اور لیکویڈیٹی رسک۔ کمپنی کا مجموعی رسک مینجمنٹ پروگرام مالیاتی منڈیوں کی غیر متوقع صلاحیت پر توجہ مرکوز کرتا ہے اور کمپنی کی مالی کارکردگی پر ممکنہ منفی اثرات کو کم کرنے کی کوشش کرتا ہے۔ کمپنی مخصوص خطرات سے بچنے کے لیے ڈیریویٹیو مالیاتی آلات استعمال کرتی ہے۔ رسک مینجمنٹ بورڈ آف ڈائریکٹرز کے ذریعہ کیا جاتا ہے۔ کمپنی کا بورڈ آف ڈائریکٹرز مالیاتی خطرات کا جائزہ اور ہجڑ کرتا ہے۔ بورڈ مجموعی طور پر رسک مینجمنٹ کے لیے اصول فراہم کرتا ہے، نیز پالیسیاں جو مخصوص شعبوں کا احاطہ کرتی ہیں جیسے کرنسی کا خطرہ، دیگر قیمتوں کا خطرہ، شرح سود کا خطرہ، کریڈٹ رسک، لیکویڈیٹی رسک، ڈیریویٹیو مالیاتی آلات اور غیر اخذ کردہ مالیاتی آلات کا استعمال اور اضافی سرمایہ کاری۔ لیکویڈیٹی وہ بڑا خطرہ جس کا کمپنی کو سامنا ہے اور ان کی تخفیف کی وضاحت مالی بیانات کے نوٹ 45 میں کی گئی ہے۔

ماحولیات، صحت اور حفاظت

ہم پیشہ ورانہ صحت اور حفاظت (OHS) کے لیے اپنی مضبوط وابستگی پر زور دیتے ہیں۔ ہماری پالیسی ملازمین، ٹھیکیداروں، صارفین اور مہمانوں کے لیے کام کرنے کے محفوظ ماحول کو یقینی بناتی ہے۔ ہمارا مقصد ٹیکسٹائل اور ملبوسات کے شعبے میں اعلیٰ کارکردگی کا مظاہرہ کرنے والی کمپنی بننا ہے، ذمہ داری سے کام کرنا اور تمام اسٹیک ہولڈرز کی خدمت کرنا۔ ہم اقدامات اور بہتر کام کے حالات کے ذریعے ملازمین کی صحت کو فروغ دیتے ہیں، مسلسل بہتری کے لیے قابل پیمائش اہداف مقرر کرتے ہیں، اور OHS کی کارکردگی کی نگرانی کے لیے انتظامی نظام کو برقرار رکھتے ہیں۔ قانونی اور ریگولیٹری تقاضوں کی تعمیل ایک ترجیح ہے۔ ہم پروڈکٹ لائف سائیکل کے دوران OHS خطرات کا انتظام کرتے ہیں اور OHS کی مہارتوں اور علم کو بڑھانے کے لیے تربیت فراہم کرتے ہیں۔ باقاعدگی سے نگرانی اور مسلسل بہتری کے منصوبے اس بات کو یقینی بناتے ہیں کہ ہم صحت، حفاظت اور ماحولیاتی پائیداری کے اعلیٰ ترین معیارات کو برقرار رکھیں۔

کارپوریٹ سماجی ذمہ داری

ہمیں اپنے کارپوریٹ سماجی ذمہ داری (CSR) کے اقدامات کو اجاگر کرنے پر فخر ہے، جو معاشرے اور ماحولیات پر مثبت اثر ڈالنے کے لیے ہمارے عزم کی عکاسی کرتے ہیں۔ ہماری CSR سرگرمیاں ہمارے گروپ CSR ونگ (نعمت سلیم ٹرسٹ) کے ذریعے صحت، تعلیم، رہائش، کفالہ اور خوراک کی فراہمی پر مرکوز ہیں۔ یہ کوششیں ذمہ داری کے ساتھ کام کرنے اور جن کمیونٹیز کی ہم خدمت کرتے ہیں ان کی فلاح و بہبود میں تعاون کرنے کے ہمارے وسیع مشن کا حصہ ہیں۔ ان اقدامات کے ذریعے، ہمارا مقصد سب کے لیے ایک پائیدار اور جامع مستقبل کو فروغ دینا ہے۔

بورڈ آف ڈائریکٹرز کے اجلاس

سال کے دوران بورڈ کے تین اجلاس ہوئے۔ ہر ڈائریکٹر کی حاضری حسب ذیل ہے:

شرکت کی۔ لیوگرانڈ

- جناب جاوید ارشد بھٹی 3
- جناب میاں محمد احسن صاحب 3
- جناب محمد عمر 3
- جناب محمد ثاقب 2 1
- جناب مستنصر احمد (چیف ایگزیکٹو آفیسر) 3
- محترمہ سلمیٰ بشیر (خاتون ڈائریکٹر)* 1 1
- محترمہ شرم مسعود صوفی (خاتون ڈائریکٹر)** - -
- جناب آصف ملک*** - -

1	-	جناب محمد خرم شہزاد عالم ****
-	1	جناب جہانزیب خان ****

* 23 دسمبر 2023 کو بطور ڈائریکٹر تعینات ہوئے اور 11 جولائی 2024 کو ڈائریکٹر کے عہدے سے استعفیٰ

دے دیا۔

** محترمہ سلمیٰ بشیر کی جگہ 11 جولائی 2024 سے ڈائریکٹر کے طور پر تعینات

*** 04 جولائی 2023 کو بورڈ آف ڈائریکٹرز سے استعفیٰ دے دیا۔

**** جناب آصف ملک کی جگہ 18 جولائی 2023 کو ڈائریکٹر مقرر ہوئے اور 14 فروری 2024 کو بورڈ آف

ڈائریکٹرز سے استعفیٰ دے دیا۔

***** جناب محمد خرم شہزاد عالم کی جگہ 15 اپریل 2024 کو ڈائریکٹر کے طور پر تعینات ہوئے۔

کارپوریٹ اور مالیاتی رپورٹنگ فریم ورک

کارپوریٹ گورننس کے ضابطہ کی تعمیل میں، ہم کارپوریٹ اور مالیاتی رپورٹنگ فریم ورک پر ذیل میں بیانات دیتے ہیں:

- کمپنی کی انتظامیہ کے ذریعہ تیار کردہ مالیاتی بیانات، اس کی حالت، اس کے کاموں کے نتائج، نقد بہاؤ اور ایکویٹی میں ہونے والی تبدیلیوں کو صحیح حد تک پیش کرتے ہیں۔
- کمپنی کے بکس آف اکاؤنٹ کی مناسب دیکھ بھال کی گئی ہے۔
- مالیاتی گوشواروں کی تیاری میں مناسب اکاؤنٹنگ پالیسیوں کا مسلسل اطلاق کیا گیا ہے اور اکاؤنٹنگ کے تخمینے معقول اور دانشمندانہ فیصلے پر مبنی ہیں۔
- بین الاقوامی مالیاتی رپورٹنگ کے معیارات، جیسا کہ پاکستان میں لاگو ہوتا ہے، مالی بیانات کی تیاری میں پیروی کی گئی ہے۔

• اندرونی کنٹرول کا نظام ڈیزائن میں درست ہے اور اسے مؤثر طریقے سے لاگو کیا گیا ہے اور اس کی نگرانی کی گئی ہے۔

- جاری تشویش کے طور پر جاری رکھنے کی کمپنی کی صلاحیت پر کوئی خاص شک نہیں ہے۔
- کارپوریٹ گورننس کے بہترین عمل سے کوئی مادی رخصتی نہیں ہوئی ہے۔


اکٹا بھمنٹ

بورڈ تمام اسٹیک ہولڈرز بشمول ملازمین، شیئر ہولڈرز، صارفین اور کاروباری شراکت داروں کا ان کی غیر متزلزل حمایت اور لگن کے لیے شکریہ ادا کرتا ہے۔

بورڈ آف ڈائریکٹرز کی جانب سے



جناب محمد عمر
ڈائریکٹر



جناب مستنصر احمد
چیف ایگزیکٹو آفیسر

30 ستمبر 2024

اسٹائلرز انٹرنیشنل لمیٹڈ

سالانہ اجلاس عام کا نوٹس

اطلاع دی جاتی ہے کہ اسٹائلرز انٹرنیشنل لمیٹڈ (کمپنی) کے ممبران کی سالانہ جنرل میٹنگ ("AGM") پیر 28 اکتوبر 2024 کو دوپہر 12:00 بجے کمپنی کے رجسٹرڈ آفس KM-20 میں منعقد ہوگی۔ فیروز پور روڈ، گلکسو ٹاؤن، لاہور، ذاتی طور پر اور ویڈیو کانفرنسنگ کے ذریعے درج ذیل کاروباروں کو لین دین کرنے کے لیے:

A. عام کاروبار:

1 30 جون 2024 کو ختم ہونے والے سال کے لیے کمپنی کے سالانہ آڈٹ شدہ مالیاتی گوشواروں کو حاصل کرنے، ان پر غور کرنے اور اپنانے کے لیے، اس کے ساتھ ساتھ چیئرمین کا جائزہ، ڈائریکٹرز اور آڈیٹرز کی رپورٹس۔ کمپنیز ایکٹ، 2017 کے سیکشن 223(7) کے مطابق، کمپنی کے مالیاتی گوشواروں کو کمپنی کی ویب سائٹ پر اپ لوڈ کر دیا گیا ہے جسے درج ذیل لنک اور QR فعال کوڈ سے ڈاؤن لوڈ کیا جاسکتا ہے:



https://www.stylersintl.com/?page_id=2987

2- روپے کی شرح سے حتمی نقد ڈیویڈنڈ کا اعلان اور منظوری دینا۔ 0.75/- فی شیئر، یعنی 7.5%، 30 جون 2024 کو ختم ہونے والے سال کے لیے، جیسا کہ بورڈ آف ڈائریکٹرز نے تجویز کیا ہے۔ یہ روپے کی شرح سے عبوری کیش ڈیویڈنڈ کے علاوہ ہے۔ 1.00/- فی شیئر، یعنی 10%، 31 دسمبر 2023 کو ختم ہونے والی دوسری سہ ماہی (ششماہی) کے لیے، جو پہلے ہی ادا کر دی گئی ہے۔ کل نقد تقسیم روپے پر ہے۔ 1.75/- فی شیئر، یعنی 17.5%، 30 جون 2024 کو ختم ہونے والے سال کے لیے۔

3- مالی سال 2024-2025 کے لیے کمپنی کے آڈیٹرز کی تقرری اور ان کے معاوضے کا تعین کرنا۔

B. خصوصی کاروبار:

4 سیکشن 207 اور/یا کے لحاظ سے متعلقہ فریق کے لین دین / کئے جانے والے انتظامات کے سلسلے میں، مندرجہ ذیل قرارداد پر غور کرنے اور اگر اسے مناسب سمجھا جائے تو اس کی توثیق اور منظوری (جیسا کہ معاملہ ہو) کمپنیز ایکٹ، 2017 کا 208 (قابل اطلاق حد تک)، ترمیم کے ساتھ یا بغیر:

حل کیا کہ 30 جون 2024 کو ختم ہونے والے سال کے دوران، متعلقہ فریقوں کے ساتھ کمپنی کی جانب سے کیے گئے لین دین، جیسا کہ مذکورہ مدت کے لیے کمپنی کے آڈٹ شدہ مالیاتی گوشواروں کے نوٹس میں ظاہر کیا گیا ہے، اس کی توثیق اور تصدیق کی جاتی ہے۔

مزید حل کیا گیا کہ کمپنی کو وقتاً فوقتاً انتظامات کرنے یا لین دین کرنے کا اختیار دیا گیا ہے، بشمول سامان، اجناس اور مواد کی خرید و فروخت بشمول خدمات کی پیشکش یا سبسکریپشن کے ساتھ، لیکن ان تک محدود نہیں۔ متعلقہ فریق 30 جون 2025 کو ختم ہونے والے مالی سال کے دوران بورڈ آف ڈائریکٹرز کی طرف سے اس حد تک موزوں اور/یا منظور شدہ سمجھے گئے۔ اس کے باوجود، ممبران اس کے ذریعے بورڈ آڈٹ کمیٹی اور کمپنی کے بورڈ آف ڈائریکٹرز کو پیشگی اجازت اور منظوری دیتے ہیں، بشمول کمپنیز ایکٹ 2017 کے سیکشن 207 اور/یا 208 کے تحت (قابل اطلاق حد تک) جائزہ لینے اور بورڈ آف ڈائریکٹرز کی طرف سے وقتاً فوقتاً منظور شدہ تمام متعلقہ پارٹی ٹرانزیکشنز کو منظور کریں۔

5 کمپنیز ایکٹ 2017 کے سیکشن 85 کے تحت خصوصی ریزولوشن پر غور کرنا اور اگر مناسب سمجھا، ترمیم کے ساتھ یا اس کے بغیر پاس کرنا، کمپنی کو اسٹاکرز انٹرنیشنل لمیٹڈ کے مجاز شیئر کیپٹل میں اضافہ کرنے کا اختیار دینا، اور میمورنڈم آف ایسوسی ایشن اور کمپنی کے آرٹیکلز آف ایسوسی ایشن میں ضروری ترمیم، دیگر مطلوبہ منظور یوں سے مشروط، اگر کوئی ہیں:

حل کیا کہ کمپنی کا مجاز حصص کیپٹل، ہو اور اس کے ذریعے روپے سے بڑھا دیا جائے۔ 5,600,000,000 (صرف روپے پانچ ارب اور چھ سو ملین) روپے کے 560,000,000 (پانچ سو ساٹھ ملین) عام حصص میں تقسیم۔ 10 (دس روپے) ہر ایک سے روپے۔ 6,400,000,000 (صرف چھ ارب اور چار سو ملین روپے) روپے کے 640,000,000 (چھ سو چالیس ملین) عام حصص میں تقسیم۔ 10 (روپے دس) ہر ایک، کمپنی کے موجودہ عام حصص کے ساتھ ہر لحاظ سے پاری پاسو کی درجہ بندی۔

مزید حل کیا کہ کمپنی کے مجاز حصص کیپٹل میں مذکورہ اضافے کے نتیجے میں، میمورنڈم آف ایسوسی ایشن (MOA) کی موجودہ شق 7 اور کمپنی کی ایسوسی ایشن کے آرٹیکلز کے آرٹیکل 5 کو اس کے مطابق تبدیل کیا جائے گا،

موضوع سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کو درکار کسی بھی ترمیم کے لیے اور قابل اطلاق قوانین کے تحت درکار تمام رسمی کارروائیوں/ طریقہ کار کو پورا کرنے کے لیے، درج ذیل شق V پر نظر ثانی کر کے، مندرجہ ذیل پڑھنے کے لیے:

میمورنڈم آف ایسوسی ایشن کی شق V

کمپنی کا مجاز سرمایہ روپے ہے۔ 6,400,000,000/- (صرف چھ ارب اور چار سو ملین) روپے کے 640,000,000 (صرف چھ سو چالیس ملین) عام حصص میں تقسیم۔ 10/- (صرف دس روپے) ہر ایک کے پاس کمپنی کے سرمائے کو بڑھانے اور کم کرنے اور کمینیز ایکٹ 2017 کی دفعات کے مطابق اس وقت کے لیے سرمایہ میں موجود حصص کو کئی حصوں میں تقسیم کرنے کی طاقت ہے۔

آرٹیکل آف ایسوسی ایشن کا آرٹیکل

کمپنی کا مجاز سرمایہ روپے ہے۔ 6,400,000,000/- (صرف چھ ارب اور چار سو ملین) روپے کے 640,000,000 (صرف چھ سو چالیس ملین) عام حصص میں تقسیم۔ 10/- (صرف دس روپے) ہر ایک کے پاس کمپنی کے سرمائے کو بڑھانے اور کم کرنے اور کمینیز ایکٹ 2017 کی دفعات کے مطابق اس وقت کے لیے سرمایہ میں موجود حصص کو کئی حصوں میں تقسیم کرنے کی طاقت ہے۔

مزید یہ حل کیا گیا کہ چیف ایگزیکٹو آفیسر، چیف فنانشل آفیسر، اور کمپنی کے کمپنی سیکرٹری اکیلی طور پر تمام ضروری اقدامات اٹھانے اور دستاویزات بشمول قانونی اور کارپوریٹ فارمیٹیز کو انجام دینے کے مجاز ہیں، اور تمام مطلوبہ دستاویزات کو سیکورٹیز اور ایکسچینج کمیشن آف پاکستان مندرجہ بالا قراردادوں کی روح اور ارادے کو عملی جامہ پہنانے کے مقصد کے لیے جیسا کہ ضروری یا مناسب ہو۔

6 مندرجہ ذیل قرارداد کو ایک عام قرارداد کے طور پر، ترمیم کے ساتھ یا اس کے بغیر پاس کر کے جزوی حصص کے تصرف کی منظوری دینا:

حل کیا کہ کسی بھی ممبر کے شیئر کے ایک حصے کا حقدار بننے کی صورت میں، ڈائریکٹرز اس طرح کے تمام حصص کو یکجا کرنے اور اسٹاک مارکیٹ میں اس طرح کے حصص کو فروخت کرنے کے مجاز ہوں گے، اور فروخت سے حاصل ہونے والی رقم ادا کریں گے، جب احساس ہوا، ایک تسلیم شدہ خیراتی ادارے کو جو کہ کمپنی کے ڈائریکٹرز کے ذریعے منتخب کیا جاسکتا ہے۔

7 کمپنیز ایکٹ 2017 کے سیکشن 207 اور/یا 208 (جیسا کہ قابل اطلاق) کے مطابق، ترمیم کے ساتھ یا اس کے بغیر، غور کرنا اور، اگر مناسب سمجھا، تو درج ذیل قرارداد کو بطور خاص منظور کرنا:

حل کیا کمپنیز ایکٹ، 2017 کے سیکشن 207 اور 208 کے تحت، کمپنی کے ممبران کی منظوری اور اس کے ذریعے دی جاتی ہے، جس سے کمپنی کے بورڈ آف ڈائریکٹرز کو اس کے ڈائریکٹرز کے ساتھ کم ہوتے مشارک کا معاہدہ کرنے کی اجازت دی جاتی ہے۔، جناب جاوید ارشد بھٹی، جناب میاں محمد احسن، جناب محمد ثاقب، اور دیگر متعلقہ فریقین، جناب محمد صدیق بھٹی، جناب میاں سلمان احسن، محترمہ عائشہ ہارون اور Holdings Pvt. SJ لمیٹڈ بورڈ کا منصوبہ ہے کہ حاصل کردہ فنڈز کو زمین اور عمارت کے ساتھ ساتھ اسٹانکرز پلس (پرائیویٹ) لمیٹڈ کی ملکیتی فکسچر خریدنے کے لیے استعمال کیا جائے، جو 20 کلومیٹر فیروز پور روڈ، گلکسو ٹاؤن، لاہور میں واقع ہے، جو فی الحال کرائے پر ہے۔ کمپنی کے رجسٹرڈ آفس کا حصہ۔

8 اے بے ہولڈنگز کو RUDA اسکیم میں سرمایہ کاری کی منتقلی کی منظوری۔ غور کرنے کے لیے اور اگر مناسب سمجھا جائے تو درج ذیل قرارداد کو بطور خاص منظور کرنا:

حل کیا کہ RUDA اسکیم میں سرمایہ کاری کی منتقلی، جو اس وقت اسٹانکرز انٹرنیشنل لمیٹڈ کے نام پر ہے، AJ ہولڈنگز کو، جس نے اس سرمایہ کاری کے لیے SIL کو مالی اعانت فراہم کی ہے، اس کی منظوری دی جائے گی، جس کے نتیجے میں کمپنی کے غیر کرنٹ میں کمی واقع ہوگی۔ اثاثے اور واجبات میں اسی طرح کی کمی، کیونکہ یہ رقم اب AJ ہولڈنگز کو قابل ادائیگی نہیں ہوگی۔

مزید یہ فیصلہ کیا گیا کہ کمپنی کا بورڈ آف ڈائریکٹرز اس طرح کے تمام اعمال، اعمال اور ایسی چیزیں کرنے کا مجاز ہے جو اس قرارداد کو نافذ کرنے کے لیے ضروری ہوں۔

مزید یہ حل کیا کہ اس دوران اسی راستے سے مزید سرمایہ کاری کی صورت میں، کمپنی اس بات کو یقینی بنانے کے لیے ضروری اقدامات کرے گی کہ اس طرح کی سرمایہ کاری کو ابتدائی سرمایہ کاری کے ساتھ AJ ہولڈنگز کو بھی منتقل کیا جائے۔

A. کوئی اور کاروبار:

چیز کی اجازت سے کوئی دوسرا کاروبار کرنا۔
کمپنیز ایکٹ 2017 کے سیکشن 134(3) کے تحت مادی حقائق کا بیان اراکین کو بھیجے گئے اجلاس کے نوٹس کے ساتھ منسلک ہے۔

بورڈ کے حکم سے طارق مجید کمپنی سیکرٹری لاہور

107 اکتوبر 2024

نوٹس:

1 شیئر ٹرانسفر کتب کی بندش:

کمپنی کی حصص کی منتقلی کی کتابیں 22 اکتوبر 2024 سے 28 اکتوبر 2024 تک (دونوں دن سمیت) بند رہیں گی۔
21 اکتوبر 2024 کو کاروبار کے اختتام تک ہمارے شیئر رجسٹرار، ایف ڈی رجسٹرار سروسز (پرائیویٹ) لمیٹڈ، سویٹ
A-1705، 17 ویں منزل، صائمہ ٹریڈ ٹاور، II چندریگر روڈ، کراچی کے دفتر میں آرڈر کے مطابق حصص کی منتقلی
موصول ہوئی۔ منتقل کرنے والوں کو ڈیوٹیڈ وارنٹ کا حقدار بنانے اور AGM میں ووٹ دینے کے لیے وقت پر غور کیا
جائے گا۔

2 AGM کی کارروائی میں مجازی شرکت:

AGM میں شرکت کرنے میں دلچسپی رکھنے والے شیئر ہولڈرز کو یہاں سے مشورہ دیا جاتا ہے کہ وہ
tariq.majeed@stylersintl.com پر ای میل کے ذریعے درج ذیل معلومات فراہم کر کے کمپنی کے
ساتھ خود کو رجسٹر کرائیں۔

شیئر ہولڈر کا نام CNIC نمبر فوئیو نمبر/CDC اکاؤنٹ نمبر حصص کی تعداد رابطہ نمبر ای میل
ایڈریس

آن لائن میٹنگ کالنگ اور لاگ ان کی اسناد صرف ان ممبران کے ساتھ شیئر کی جائیں گی جن کی ای میلز، تمام مطلوبہ
تفصیلات پر مشتمل، دیے گئے ای میل ایڈریس پر ہفتہ 26 اکتوبر 2024 کو کاروبار کے اختتام تک موصول ہوئی ہیں۔
لاگ ان کی سہولت 11 سے کھلی رہے گی: 28 اکتوبر 2024 کو میٹنگ کے اختتام تک صبح 5 بجے۔

تمام ممبران، جو میٹنگ میں شرکت اور ووٹ دینے کے حقدار ہیں، کسی دوسرے شخص کو تحریری طور پر اپنا پراکسی مقرر کرنے کے حقدار ہیں کہ وہ اپنی طرف سے شرکت کر کے ووٹ دیں۔ ایک پراکسی کا کمپنی کارکن ہونا ضروری ہے۔ کارپوریٹ اداروں کے معاملے میں، بورڈ آف ڈائریکٹرز کی ایک قرارداد/ کارپوریٹ ادارے کی جانب سے نمائندگی کرنے اور ووٹ دینے کے لیے نامزد شخص کے نمونے کے دستخط کے ساتھ پاور آف اٹارنی اور CNIC کی ایک تصدیق شدہ کاپی میٹنگ میں کمپنی کو جمع کرائی جائے گی یا ایک مکمل پراکسی فارم کے ساتھ۔ پراکسی ہولڈرز کو میٹنگ کے وقت اپنے اصلی درست شناختی کارڈ یا اصلی پاسپورٹ پیش کرنے کی ضرورت ہے۔

مؤثر ہونے کے لیے، میٹنگ کے انعقاد کے وقت سے کم از کم 48 گھنٹے پہلے کمپنی کے رجسٹرڈ آفس میں مناسب طریقے سے مکمل اور دستخط شدہ پراکسی فارم وصول کیے جائیں۔

سی ڈی سی اکاؤنٹ ہولڈرز کو اس سلسلے میں سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کے ذریعہ درج ذیل ہدایات پر عمل کرنا ہوگا۔

(a) میٹنگ میں شرکت کے لیے

i. افراد کے معاملے میں، اکاؤنٹ ہولڈرز یا ذیلی اکاؤنٹ ہولڈرز جن کی رجسٹریشن کی تفصیلات ضوابط کے مطابق اپ لوڈ کی گئی ہیں، میٹنگ میں شرکت کے وقت اپنے اصل درست CNIC یا اصل پاسپورٹ کی تصدیق کریں گے۔

ii. سی ڈی سی پر رجسٹرڈ ممبران سے بھی درخواست کی جاتی ہے کہ وہ اپنی تفصیلات، شناختی نمبر اور اکاؤنٹ نمبری ڈی ایس میں لائیں۔

iii. کارپوریٹ ادارے کی صورت میں، میٹنگ کے وقت بورڈ آف ڈائریکٹرز کی ریزولوشن/پاور آف اٹارنی جس میں نامزد شخص کے نمونے کے دستخط ہوں گے پیش کیے جائیں گے (جب تک یہ پہلے فراہم نہ کیا گیا ہو)۔

ب) پراکسیوں کی تقرری کے لیے

- i. افراد کے معاملے میں، اکاؤنٹ ہولڈرز یا ذیلی اکاؤنٹ ہولڈرز جن کی رجسٹریشن کی تفصیلات ضوابط کے مطابق اپ لوڈ کی گئی ہیں، مندرجہ بالا تقاضوں کے مطابق پراکسی فارم جمع کرائیں گے۔
- ii. پراکسی فارم کے ساتھ درست CNIC یا فائدہ اٹھانے والے مالکان اور پراکسی کے پاسپورٹ کی تصدیق شدہ کاپیاں پیش کی جائیں گی۔
- iii. پراکسی میٹنگ کے وقت اصل درست CNIC یا اصل پاسپورٹ پیش کرے گی۔
- iv. ایک کارپوریٹ ادارے کی صورت میں، بورڈ آف ڈائریکٹرز کی قرارداد/پاور آف اٹارنی نمونہ دستخط کے ساتھ کمپنی کو پراکسی فارم کے ساتھ جمع کرائی جائے گی (جب تک کہ اسے پہلے فراہم نہ کیا گیا ہو)۔
- v. پراکسی فارم پر دو افراد گواہی دیں گے جن کے نام، پتے اور درست CNIC نمبر فارم پر درج ہوں گے۔

4. سالانہ رپورٹ 2024 کی الیکٹرانک ٹرانسمیشن:

کمپنیز ایکٹ، 2017 کے سیکشن 223(6) کی تعمیل میں، کمپنی نے الیکٹرانک طور پر سالانہ رپورٹ 2024 کو ای میل کے ذریعے ان شیئر ہولڈرز تک پہنچایا ہے جن کے ای میل پتے کمپنی رجسٹرڈ آفس کے پاس دستیاب ہیں۔ تاہم، ایسے معاملات میں جہاں کمپنی کے شیئر رجسٹرار کے پاس ای میل ایڈریس دستیاب نہیں ہیں، سالانہ رپورٹ 2024 (مالی بیانات پر مشتمل) کو ڈاؤن لوڈ کرنے کے لیے AGM کے نوٹسز کی پرنٹ شدہ کاپیاں QR-فعال کوڈ/ویب لنک کے ساتھ بھیج دی گئی ہیں۔

مذکورہ بالا کے باوجود، کمپنی کسی بھی رکن کو ان کی درخواست پر، ان کے رجسٹرڈ پتے پر، ایسی درخواست موصول ہونے کے ایک (1) ہفتے کے اندر، سالانہ رپورٹ 2024 کی ہارڈ کاپیاں مفت فراہم کرے گی۔ مزید برآں، اراکین سے درخواست کی جاتی ہے کہ وہ اپنا درست ای میل ایڈریس (درست CNIC کی کاپی کے ساتھ) کمپنی کے شیئر رجسٹرار،

FD رجسٹرار سروسز (پرائیویٹ) لمیٹڈ کو فراہم کریں اگر ممبر جسمانی شکل میں شیئرز رکھتا ہے یا ممبر کے متعلقہ شریک/ سرمایہ کار کا ڈونٹ کی خدمات اگر حصص بک انٹری فارم میں رکھے جاتے ہیں۔

5- NTN/CNIC جمع کروانا (لازمی):

ایس ای سی پی کی ہدایات کے مطابق، شیئرز ہولڈرز جو درست CNIC یا NTN (کارپوریٹ اداروں کی صورت میں) شیئرز رجسٹرار کے پاس دستیاب نہیں ہیں ان کے منافع کو روکا جاسکتا ہے۔ اس لیے شیئرز ہولڈرز سے درخواست کی جاتی ہے کہ وہ اپنے درست CNIC کی ایک کاپی (اگر پہلے سے فراہم نہیں کی گئی ہو) کمپنی کے شیئرز رجسٹرار، FD رجسٹرار سروسز (پرائیویٹ) لمیٹڈ کو جمع کرائیں۔ ممبر کے درست CNIC کی عدم موجودگی میں، کمپنی ممبران کے ڈیویڈنڈ کو روکنے پر مجبور ہوگی۔

تمام شیئرز ہولڈرز جو مشترکہ شیئرز ہولڈرز کے ساتھ شیئرز رکھتے ہیں ان سے درخواست کی جاتی ہے کہ وہ پرنسپل شیئرز ہولڈر اور جوائنٹ ہولڈرز کے شیئرز ہولڈنگ کا تناسب کاروبار کے اختتام سے پہلے ہمارے شیئرز رجسٹرار، FD رجسٹرار سروسز (Pvt.) لمیٹڈ کو فراہم کریں۔ 17 اکتوبر 2024 کو درج ذیل فارمیٹ کے مطابق:

شیئرز ہولڈر کا نام شناختی کارڈ نمبر فولیو نمبر شیئرز نمبر رابطہ نمبر ایمیل ایڈریس

6-

ویڈیو کانفرنس

کمپنیز ایکٹ، 2017 کے سیکشن 132(2) کے مطابق، اگر کمپنی میٹنگ کی تاریخ سے کم از کم 7 دن پہلے، ویڈیو کانفرنس کے ذریعے شرکت کی درخواست کرتے ہوئے مجموعی %10 یا اس سے زیادہ شیئرز ہولڈنگ رکھنے والے اراکین سے رضامندی حاصل کرتی ہے۔ اس شہر میں ویڈیو کانفرنس کی سہولت کا انتظام کرنا اس شہر میں اس طرح کی سہولت کی دستیابی سے مشروط ہے۔ اس سہولت سے فائدہ اٹھانے کے لیے، براہ کرم درج ذیل معلومات کو پُر کریں اور میٹنگ کی تاریخ سے کم از کم (07) دن پہلے رجسٹرڈ آفس میں جمع کرائیں۔

میں/ہم، _____ کا
اسٹانڈرڈ انٹرنیشنل لمیٹڈ کا رکن ہونے
کے ناطے، رجسٹر فوئیو نمبر / CDC / اکاؤنٹس نمبر _____ کے مطابق
کے عام حصص کا حامل ہوں۔

ممبر کے دستخط

7- کمپنیز ایکٹ 2017 کے سیکشن 244 کے تحت غیر دعویٰ شدہ ڈیویڈنڈ/حصص:
کمپنی کے غیر دعویٰ شدہ ڈیویڈنڈ/حصص کے لیے ایک تازہ ترین فہرست دستیاب ہے۔ یہ غیر دعویٰ شدہ ڈیویڈنڈ/حصص
ہیں جو واجب الادا اور قابل ادائیگی ہونے کی تاریخ سے تین (3) سال کی مدت تک غیر دعویٰ داریا بلا معاوضہ رہے ہیں۔

کمپنی کی ویب سائٹ پر دستیاب کلیم فارمز پر شیئر ہولڈرز دعویٰ درج کر سکتے ہیں۔ ڈیویڈنڈ/حصص کی وصولی کے لیے
کلیمز فارم کمپنی کے شیئر رجسٹرار، ایف ڈی رجسٹرار سروسز (پرائیویٹ) لمیٹڈ کو جمع کرائے جائیں۔

8. ووٹنگ:

ممبران اپنے ووٹ کا حق ای ووٹنگ یا پوسٹل بیلٹ کے ذریعے استعمال کر سکتے ہیں (جیسا کہ قابل اطلاق) کمپنیز ایکٹ،
2017 کے سیکشن 143-145 کمپنیز (پوسٹل بیلٹ) ریگولیشنز، 2018 اور پاکستان کے دیگر قابل اطلاق قوانین کی
ضروریات کو پورا کرتے ہوئے۔

9. کتاب کے اندراج فارم میں فزیکل شیئرز کی تبدیلی:

ایس ای سی پی نے اپنے خط نمبر Misc/ED/CSD/2016-639-640 مورخہ 26 مارچ 2021 کے
ذریعے لسٹڈ کمپنیوں کو مشورہ دیا ہے کہ وہ کمپنیز ایکٹ 2017 کے سیکشن 72 کی دفعات پر عمل کریں تاکہ ان کے جاری
کردہ فزیکل شیئرز کو بک انٹری میں تبدیل کر دیا جائے۔ فارم

کے حصص یافتگان سے درخواست کی جاتی ہے کہ وہ فزیکل نو لیو/شیرز ٹھیکیت رکھنے والے اپنے شیرز کو جلد از جلد بک انٹری فارم میں تبدیل کریں۔ حصص یافتگان اپنے بروکر، سی ڈی سی شرکت کنندہ یا سی ڈی سی انوسٹر اکاؤنٹ سروس پرووائیڈر سے سی ڈی ایس اکاؤنٹ کھولنے اور بعد ازاں فزیکل شیرز کو بک انٹری فارم میں تبدیل کرنے میں مدد کے لیے رابطہ کر سکتے ہیں۔ یہ حصص یافتگان کو کئی طریقوں سے سہولت فراہم کرے گا جس میں حصص کی محفوظ تحویل، ڈپلیکیٹ حصص کے اجراء کے لیے درکار رسمی کارروائیوں سے گریز وغیرہ شامل ہیں۔ مزید معلومات اور مدد کے لیے، شیرز ہولڈرز ہمارے شیرز رجسٹرار، ایف ڈی رجسٹرار (پرائیویٹ) لمیٹڈ سے رابطہ کر سکتے ہیں۔

01۔ نقد ڈیویڈنڈ کی الیکٹرانک طور پر ادائیگی (ای مینڈیٹ)

کمپنیز ایکٹ، 2017 اور کمپنیز (ڈسٹری بیوشن آف ڈیویڈنڈ) ریگولیشنز، 2017 کے سیکشن 242 کی دفعات کے مطابق، یہ لازمی ہے کہ نقد میں قابل ادائیگی ڈیویڈنڈ صرف الیکٹرانک موڈ کے ذریعے براہ راست حقدار شیرز ہولڈر کے نامزد کردہ بینک اکاؤنٹ میں ادا کیا جائے گا۔ اس حوالے سے نوٹس پہلے ہی ضابطے کے مطابق اخبارات میں شائع ہو چکا ہے۔ تمام شیرز ہولڈرز سے ایک بار پھر درخواست کی جاتی ہے کہ وہ اپنے بینک مینڈیٹ کی تفصیلات فراہم کریں جس میں درج ذیل ہیں:

- (i) اکاؤنٹ کا عنوان،
- (ii) اکاؤنٹ نمبر،
- (iii) IBAN
- (iv) بینک کا نام اور
- (v) برانچ کا نام، کوڈ اور پتہ؛

کمپنی کے شیرز رجسٹرار کو۔ وہ شیرز ہولڈرز جو شرکاء/سینٹل ڈیپازٹری کمپنی آف پاکستان (CDC) کے ساتھ حصص رکھتے ہیں انہیں مشورہ دیا جاتا ہے کہ وہ متعلقہ بروکر/ CDC کو مینڈیٹ فراہم کریں۔

11- فائلر اور نان فائلر کے لیے نظر ثانی شدہ شرحوں پر انکم ٹیکس کی کٹوتی:

انکم ٹیکس آرڈیننس کے سیکشن 150 کے تحت 2001 کے ڈیویڈنڈ پر وہ ہولڈنگ انکم ٹیکس کی شرحیں حسب ذیل ہوں گی۔

(i) ایکٹو ٹیکس دہندگان کی فہرست میں ظاہر ہونے والے شیئر ہولڈرز کے لیے 15%

(ii) ایکٹو ٹیکس دہندگان کی فہرست میں ظاہر نہ ہونے والے شیئر ہولڈرز کے لیے 30%

مشترکہ اکاؤنٹ کی صورت میں، ہر ایک ہولڈر کے ساتھ انفرادی طور پر سلوک کیا جائے گا اور ٹیکس ہر مشترکہ ہولڈر کے شیئر ہولڈنگ کی بنیاد پر کاٹا جائے گا جیسا کہ شیئر ہولڈر کے ذریعہ تحریری طور پر ہمارے شیئر رجسٹرار کو مطلع کیا جائے گا، یا اگر کوئی اطلاع نہیں ہے تو ہر مشترکہ ہولڈر کے پاس حصص کی مساوی تعداد میں فرض کیا جائے گا۔

CNIC نمبر/NTN تفصیلات اب لازمی ہیں اور فیڈرل بورڈ آف ریونیو (FBR) کی طرف سے وقتاً فوقتاً جاری

کردہ ایکٹو ٹیکس دہندگان کی فہرست (ATL) کے مطابق ٹیکس کی حیثیت کو جانچنے کے لیے ضروری ہے۔

12. انکم ٹیکس/زکوٰۃ کی کٹوتی سے استثنیٰ:

جو ممبر انکم ٹیکس کی کٹوتی سے استثنیٰ حاصل کرنے کے خواہاں ہیں یا کم شرح پر کٹوتی کے اہل ہیں ان سے درخواست کی جاتی ہے کہ وہ ایک درست ٹیکس استثنیٰ کا شوقیٹ یا ضروری دستاویزی ثبوت جمع کرائیں کیونکہ یہ معاملہ بک بند ہونے سے پہلے کا ہو سکتا ہے۔ زکوٰۃ کی کٹوتی نہ کرنے کے خواہشمند ارکان سے بھی درخواست کی جاتی ہے کہ وہ زکوٰۃ کی کٹوتی نہ کرنے کے لیے ایک درست اعلامیہ جمع کرائیں۔

3.1 پتے کی تبدیلی کی اطلاع:

شیئر ہولڈرز سے درخواست کی جاتی ہے کہ وہ اپنے رجسٹرڈ پتوں میں کسی بھی تبدیلی کی اطلاع کمپنی کے شیئر رجسٹرار کو فوری طور پر دیں۔ جو ممبر ان CDC/شرکاء کے کھاتوں میں حصص رکھتے ہیں ان کو اپنے پتے، CDC یا اپنے متعلقہ شرکاء کو اپ ڈیٹ کرنے کی ضرورت ہے۔

کمپنیز ایکٹ 2017 کے سیکشن 134(3) کے تحت خصوصی کاروبار سے متعلق مادی حقائق کا بیان۔

یہ بیان 28 اکتوبر 2024 کو منعقد ہونے والی کمپنی کی سالانہ جنرل میٹنگ میں لین دین کے لیے خصوصی کاروبار سے متعلق مادی حقائق کا تعین کرتا ہے۔

ایجنڈا آئٹم 4:30 جون 2024 کو ختم ہونے والے سال کے دوران متعلقہ فریقوں کے ساتھ کیے گئے لین دین کی منظوری/توثیق۔

مندرجہ ذیل لین دین، جیسا کہ 30 جون 2024 کو ختم ہونے والے سال کے لیے کمپنی کے سالانہ مالیاتی گوشواروں میں انکشاف کیا گیا ہے، متعلقہ کمپنیوں/متعلقہ جماعتوں کے ساتھ کیے گئے اختیارات کے مطابق سہ ماہی بنیادوں پر آڈٹ کمیٹی کی سفارش کے مطابق بورڈ نے منظوری دی ہے۔ کمپنی کے ممبران کی طرف سے منظور کردہ خصوصی قرارداد کے ذریعے بورڈ نے اسے منظوری/توثیق کے لیے سالانہ جنرل میٹنگ میں کمپنی کے شیئر ہولڈرز کے سامنے رکھنے کی سفارش کی ہے۔

Name of the related party	Nature of transaction	Rupees
U.S. Apparel and Textiles (Private) Limited	Purchase of fabric and materials	3,306,177
	Purchase of electricity	2,890,568
	Services provided	43,790,136
	Services obtained	65,279,034
	Purchase of fixed asset	525,140
	Balances of defined benefit obligation transferred by the Company	1,122,177
	Balances of defined benefit obligation transferred to the Company	252,810
U.S. Denim Mills (Private) Limited	Purchase of fabric and materials	2,262,071,739
U.S. & Dynamo Mills (Private) Limited	Purchase of fabric and materials	148,101,752
A.J. Holdings (Private) Limited	Loan obtained	1,764,519,06
	Loan repaid	2,131,815
Naimat Saleem Trust	Lease rentals paid	18,934,992
	Donations paid	77,668,230
	Expenses reimbursed	11,520,000
U.S. Footwear (Private) Limited	Services provided	1,166,667
Leeds Logistics (Private) Limited	Sale of fixed asset (sales proceeds)	11,508,980
Mr. Javed Arshad Bhatti	Loan obtained	245,500,000
	Loan repaid / converted to Musharakah	120,000,000
	Profit on Musharakah	7,066,250

متعلقہ فریق کا نام لین دین کی نوعیت روپے

Ms. Ayesha Haroon	Loan converted to Musharakah	60,000,000
	Profit on Musharakah	7,066,250
Mian Muhammad Ahsan	Loan obtained	305,500,000
	Loan repaid / converted to Musharakah	270,750,000
	Profit on Musharakah	14,391,250
Mr. Muhammad Saqib	Loan obtained	60,000,000
	Loan converted to Musharakah	60,000,000
	Profit on Musharakah	7,066,250
Mr. Muhammad Siddique Bhatti	Loan obtained	60,000,000
	Loan converted to Musharakah	60,000,000
	Profit on Musharakah	7,066,250
Mian Salman Ahsan	Loan obtained	80,000,000
	Loan converted to Musharakah	180,000,000
	Profit on Musharakah	21,716,250
LAMA Retail (Private) Limited	Services provided	30,161,849
Automotive Plastics (Private) Limited	Loan repayment	96,771,565
SJ Holdings (Private) Limited	Loan obtained	60,000,000
	Loan converted to Musharakah	60,000,000
	Profit on Musharakah	7,066,250
Employees' Gratuity Fund Trust	Contributions paid	96,624,842

یو ایس ایپریل اینڈ ٹیکسٹائلز (پرائیویٹ) لمیٹڈ

ایجنڈا آئٹم 5: کمپنی کے مجاز حصص کے سرمائے میں اضافہ:

کمپنی کے جاری کردہ اور ادا شدہ حصص کیپٹل میں مستقبل میں ممکنہ اضافے کو پورا کرنے کے لیے/حصص کے اجراء بشمول بونس شیئرز یا رائٹ شیئرز کا اجراء، کمپنی کے بورڈ آف ڈائریکٹرز نے سفارش کی ہے کہ مجاز شیئرز کمپنی کے سرمائے میں اضافہ کیا جائے۔

اسی کی روشنی میں اور مستقبل میں حصص کے ممکنہ اجراء کے لیے، کمپنی کے بورڈ آف ڈائریکٹرز نے فیصلہ کیا ہے (کمپنی کے ممبران کی منظوری حاصل کرنے سے مشروط) کہ کمپنی کے مجاز حصص کیپٹل کو 5,600,000,000 PKR سے بڑھا دیا جائے۔ - 10 PKR /- (دس روپے) کے 560,000,000 عام حصص میں تقسیم، PKR 6,400,000,000 / 10 PKR - کے 640,000,000 عام حصص میں تقسیم (ہر ایک روپے)۔ اس کے مطابق، کمپنی کے مجاز حصص کیپٹل میں اضافے کی رقم 800,000,000 PKR کے برابر ہوگی، جس میں PKR 10 /- (دس روپے) کے 80,000,000 نئے عام حصص شامل ہیں۔

اسی مقاصد کے لیے، کمپنی کے میمورنڈم اور آرٹیکلز آف ایسوسی ایشن میں متعلقہ ترامیم کی ضرورت ہے تاکہ کمپنی کے مجاز حصص کیپٹل میں اضافہ کو ظاہر کیا جاسکے۔

تفصیل موجودہ نیا

میمورنڈم آف ایسوسی ایشن کی شق V کمپنی کا مجاز سرمایہ روپے ہے۔ 5,600,000,000 /- (صرف پانچ ارب اور چھ سو ملین) روپے کے 560,000,000 (صرف پانچ سو ساٹھ ملین) عام حصص میں تقسیم۔ 10 /- (صرف دس روپے) ہر ایک کے پاس کمپنی کے سرمائے کو بڑھانے اور کم کرنے اور کمپنیز ایکٹ 2017 کی دفعات کے مطابق اس وقت کے لیے سرمایہ میں موجود حصص کو کئی حصوں میں تقسیم کرنے کی طاقت ہے۔ کمپنی کا مجاز سرمایہ روپے ہے۔

6,400,000,000 /- (صرف چھ ارب اور چار سو ملین) روپے کے 640,000,000 (صرف چھ سو چالیس ملین) عام حصص میں تقسیم۔ 10 /- (صرف دس روپے) ہر ایک کے پاس کمپنی کے سرمائے کو بڑھانے اور کم کرنے اور کمپنیز ایکٹ 2017 کی دفعات کے مطابق اس وقت کے لیے سرمایہ میں موجود حصص کو کئی حصوں میں تقسیم کرنے کی طاقت ہے۔

آرٹیکل آف ایسوسی ایشن کا آرٹیکل 5 کمپنی کا مجاز سرمایہ روپے ہے۔ 5,600,000,000 /- (صرف پانچ ارب

اور چھ سو ملین) روپے کے 560,000,000 (صرف پانچ سو ساٹھ ملین) عام حصص میں تقسیم۔ 10/- (صرف دس روپے) ہر ایک کے پاس کمپنی کے سرمائے کو بڑھانے اور کم کرنے اور کمپنیز ایکٹ 2017 کی دفعات کے مطابق اس وقت کے لیے سرمایہ میں موجود حصص کو کئی حصوں میں تقسیم کرنے کی طاقت ہے۔ کمپنی کا مجاز سرمایہ روپے ہے۔

6,400,000,000/- (صرف چھ ارب اور چار سو ملین) روپے کے 640,000,000 (صرف چھ سو چالیس ملین) عام حصص میں تقسیم۔ 10/- (صرف دس روپے) ہر ایک کے پاس کمپنی کے سرمائے کو بڑھانے اور کم کرنے اور کمپنیز ایکٹ 2017 کی دفعات کے مطابق اس وقت کے لیے سرمایہ میں موجود حصص کو کئی حصوں میں تقسیم کرنے کی طاقت ہے۔

کمپنی کے ڈائریکٹرز میں سے کسی کی بھی مذکورہ خصوصی کاروبار میں کوئی ذاتی دلچسپی نہیں ہے، سوائے کمپنی کے ممبران اور ڈائریکٹرز کی حیثیت کے۔ میمورنڈم اور ایسوسی ایشن آف دی کمپنی کے مضامین ممبران کے معائنے کے لیے دستیاب ہیں، اگرچاہیں تو رابطہ/خط و کتابت کے دفتر میں AGM کی تاریخ تک دستیاب ہیں۔

ایجنڈا آئٹم 6: مندرجہ ذیل قرارداد کو ایک عام قرارداد کے طور پر، ترمیم کے ساتھ یا اس کے بغیر منظور کر کے جزوی حصص کے تصرف کو منظور کرنا:

بورڈ نے 30 ستمبر 2024 کو ہونے والی اپنی میٹنگ میں سفارش کی ہے کہ AEL ٹیکسٹائل لمیٹڈ کے ساتھ انضمام کی وجہ سے 49 فرکشنل شیئرز مارکیٹ میں فروخت کیے جائیں کیونکہ ان سے شیئر ہولڈرز کو کوئی خاص مالی نقصان نہیں ہے۔ اور مذکورہ بالا رقم انڈس ہسپتال، جو بلی ٹاؤن (انسانوں کی فلاح و بہبود میں مصروف) کو کمپنی کی معاشرے کی فلاح و بہبود میں زیادہ سے زیادہ حصہ لینے کی پالیسی کے مطابق عطیہ کی جائے گی۔

ایجنڈا آئٹم 7: کمپنیز ایکٹ 2017 کے سیکشن 207 اور/یا 208 (جیسا کہ قابل اطلاق) کے مطابق، ترمیم کے ساتھ یا اس کے بغیر، غور کرنا اور، اگر مناسب سمجھا، تو درج ذیل قرارداد کو بطور خاص منظور کرنا:

اسٹائلرز انٹرنیشنل کے رجسٹرڈ آفس کی اراضی اور عمارت کا حصہ جو اس وقت اسٹائلرز پلس پرائیویٹ لمیٹڈ کی ملکیت ہے جس کا رقبہ 9 کنال اور 12 مرلہ ہے جس میں عمارت اور فلکچر بھی شامل ہے جس کا کل احاطہ شدہ رقبہ 102,795 مربع فٹ ہے۔ مخصوص اثاثوں کے خلاف کل متفقہ غور 424.34 ملین روپے ہے۔

ایس آئی ایل اثاثوں کے حصول کے لیے 24.34 ملین اور کوئی بھی دیگر حادثاتی چارجز ادا کرے گی۔ بقیہ رقم ڈائریکٹرز اور دیگر متعلقہ فریقین مشارکہ انتظامات کے تحت بطور قرض ادا کریں گے۔

فی یونٹ قیمت: 40,000,000PKR فی مشاعرہ یونٹ

ٹیزر: 6 سال تک (بشمول 1 سال کی رعایتی مدت)

کرایہ کی شرح: بقایا مشاعرہ کی رقم کا 12% سالانہ

کرایہ کی ادائیگی: ماہانہ بقایا جات (1st کیلنڈر مہینے کے آخر میں 1st رینٹل کی ادائیگی واجب الادا ہے)

مشارکہ اثاثے: زمین اور عمارت بشمول فلکسچر

یونٹ ہولڈرز	یونٹس	اکائیوں کی قدر
جناب جاوید ارشد بھٹی	1	40,000,000
جناب میاں محمد احسن صاحب	3	120,000,000
جناب محمد ثاقب بھٹی	1	40,000,000
جناب میاں سلمان احسن	2	80,000,000
صدیق بھٹی صاحب	1	40,000,000
ایس جے ہولڈنگ پرائیویٹ لمیٹڈ	1	40,000,000
محترمہ عائشہ ہارون	1	40,000,000
کل	1	400,000,000

جناب جاوید ارشد بھٹی، جناب میاں محمد احسن اور جناب محمد ثاقب اس لین دین میں فریق ہیں، اس لیے وہ اس سودے میں دلچسپی رکھتے ہیں۔ جبکہ جناب محمد عمر کو بھی دلچسپی کا حامل سمجھا جاتا ہے، کیونکہ ان کے والد (جناب میاں محمد احسن) کم ہوتے ہوئے مشاعرہ کے معاہدے کے فریق ہیں۔

ایجنڈا آئٹم 8: RUDA اسکیم میں سرمایہ کاری کی AJ ہولڈنگز کو منتقلی کی منظوری:

اے جے ہولڈنگز، ایک متعلقہ فریق نے کمپنی کے پاکستان اسٹاک ایکسچینج میں درج ہونے سے پہلے اسٹاکرز انٹرنیشنل لمیٹڈ کے ذریعے RUDA اسکیم میں سرمایہ کاری کی۔ اس سرمایہ کاری کے لیے فنڈز 957,723,343PKR (30 جون 2024

تک) AJ ہولڈنگز سے موصول ہوئے اور بعد میں اسٹانکرز انٹرنیشنل لمیٹڈ نے RUDA اسکیم میں سرمایہ کاری کی۔ چونکہ اسٹانکرز انٹرنیشنل لمیٹڈ اب ایک فہرست میں شامل ادارہ ہے، اس لیے بورڈ آف ڈائریکٹرز نے سرمایہ کاری کو واپس AJ ہولڈنگز کو منتقل کرنے کا فیصلہ کیا ہے۔

منتقلی کے نتیجے میں کمپنی کے مالی بیانات میں غیر موجودہ اثاثوں میں کمی واقع ہوگی۔ واجبات میں اسی طرح کمی ہوگی، کیونکہ یہ رقم اب AJ ہولڈنگز کو قابل ادا ہوگی نہیں ہوگی۔

اس دوران اسی راستے سے کی جانے والی مزید سرمایہ کاری کی صورت میں، کمپنی اس بات کو یقینی بنانے کے لیے ضروری اقدامات کرے گی کہ ابتدائی سرمایہ کاری کے ساتھ ایسی سرمایہ کاری بھی AJ ہولڈنگز کو منتقل کی جائے۔

ایسے متعلقہ فریق میں ڈائریکٹرز صرف ان کے شیئر ہولڈنگز اور/یا مشترکہ ڈائریکٹرشپس (جیسا کہ قابل اطلاق) کی وجہ سے قراردادوں میں دلچسپی رکھتے ہیں۔

اسٹانکرز

پراکسی فارم

فولیو نمبر / ACDC / c نمبر: _____
حصص کا مالک: _____

کمپنی سیکرٹری

اسٹانکرز انٹرنیشنل لمیٹڈ

20-کلو میٹر فیروز پور روڈ

گلکسو ٹاؤن، لاہور

میں / ہم

(نام)

(پتہ)

اسٹانکرز انٹرنیشنل لمیٹڈ ("SIL") کے ممبر ہونے کے ناطے۔

مسٹر/مسز/مس کی

(نام)

(پتہ)

یا ان کی غیر موجودگی میں مسٹر/مسز/مسز

(نام)

(پتہ)

جورجسٹریڈ فولیو نمبر / ACDC / c نمبر _____ کے ذریعے کمپنی کا ممبر بھی ہے جو کہ میرے / ہمارے پراکسی کے طور پر مجھے / ہمیں اور

میری / ہماری طرف سے کمپنی کے سالانہ جنرل اجلاس 28 اکتوبر 2024 کو دوپہر 12:00 بجے منعقدہ اسٹانکرز انٹرنیشنل لمیٹڈ رجسٹرڈ آفس

KM-20، فیروز پور روڈ، گلکسو ٹاؤن، لاہور میں شرکت اور ووٹ کرے گا۔۔

اس پر دستخط کریں _____ 28 اکتوبر 2024 کے دن

(گواہ)

دستخط

نام

پتہ

شناختی کارڈ نمبر

ریونیوسٹیپ لگائیں۔
پانچ روپے کی مالیت کا

(گواہ)

دستخط

نام

پتہ

شناختی کارڈ نمبر

شیئر ہولڈر کے دستخط

(ضمنی دستخط کمپنی کے ساتھ رجسٹرڈ نمونہ دستخط سے متفق ہونے چاہئیں۔)

REGISTERED OFFICE: 20-KM OFF FEROZEPUR ROAD,
GLAXO TOWN, LAHORE.