



NISHAT  
CHUNIAN  
POWER LTD.

**Annual Report**

**2022**



# BRIEF PROFILE

**2009**

Listed on  
KSE & LSE

**2007**

Incorporated  
as a public  
limited  
company

**2010**

Started  
commercial  
operations

**2011**

First year of  
profitable operations







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# Company Information

## BOARD OF DIRECTORS:

**Mr. Muhammad Ashraf**

Chairman

**Mr. Farrukh Ifzal**

Chief Executive Officer

**Mr. Aftab Ahmad Khan**

Director

**Mr. Muhammad Azam**

Director

**Mr. Babar Ali Khan**

Director

**Mr. Rehmat Naveed Elahi**

Director

**Mr. Mustaqeem Talish**

Director

**Ms. Samina Aslam**

Director

## AUDIT COMMITTEE AND HR & R COMMITTEE:

**Mr. Muhammad Azam**

Chairman

**Mr. Aftab Ahmad Khan**

Member

**Mr. Rehmat Naveed Elahi**

Member

## CHIEF EXECUTIVE OFFICER:

**Mr. Farrukh Ifzal**

## CHIEF FINANCIAL OFFICER:

**Mr. Muhammad Bilal**

## COMPANY SECRETARY:

**Mr. Syed Tasawar Hussain**





**BANKERS TO THE COMPANY:**

Al Baraka Bank (Pakistan) Limited  
Allied Bank Limited  
Askari Bank Limited  
Bank Alfalah Limited  
BankIslami Pakistan Limited  
Dubai Islamic Bank Pakistan Limited  
Habib Bank Limited  
Habib Metropolitan Bank Limited  
MCB Bank Limited  
MCB Islamic Bank Limited  
Meezan Bank Limited  
National Bank of Pakistan  
Pak Oman Investment Company Limited  
Pak Libya Holding Company Limited  
The Bank of Punjab  
United Bank Limited

**AUDITORS:**

**Riaz Ahmad & Co.**  
Chartered Accountants

**LEGAL ADVISERS:**

**Ahmad & Pansota**  
Advocates & Solicitors

**REGISTERED & HEAD OFFICE:**

31-Q, Gulberg II, Lahore, Pakistan.  
Ph: 042-35761730  
Fax: 042-35878696-97  
[www.nishat.net](http://www.nishat.net)

**SHARE REGISTRAR:**

Hameed Majeed Associates (Pvt) Limited  
1st Floor, H.M. House 7 - Bank Square, Lahore  
Ph: 042-37235081-2  
Fax: 042-37358817

**PLANT:**

66-Km, Multan Raod, Pattoki Kasur.



# Notice of Annual General Meeting



Notice is hereby given that the 15<sup>th</sup> Annual General Meeting of the Shareholders of Nishat Chunian Power Limited (the “Company”) will be held on September 06, 2022, at 10:00 AM at Registered Office, 31-Q, Gulberg – II, Lahore to transact the following business:

## **ORDINARY BUSINESS:**

1. To confirm the minutes of the 14<sup>th</sup> Annual General Meeting held on October 28, 2021.
2. To receive, consider and adopt audited financial statements of the Company for the year ended June 30 2022 together with Chairman Review, Directors’ and Auditors’ reports thereon.
3. To approve the final cash dividend of PKR 10/- per share i.e. 100% as recommended by the Board of Directors in their meeting held on August 15, 2022.
4. To appoint auditors for the year ending June 30, 2023, and to fix their remuneration. The present Auditors M/s Riaz Ahmad & Company, Chartered Accountants, retire and being eligible offer themselves for reappointment.
5. To transact any other business with the permission of the Chair.

**By order of the Board**

**Lahore**  
**Dated: August 16, 2022**

**Syed Tasawar Hussain**  
**Company Secretary**





## NOTES:

### 1. Closure of Share Transfer Books

The Share Transfer Books of the Company will remain closed from August 31, 2022 to September 06, 2022 (both days inclusive). Transfers received in order at the office of the Share Registrar, M/s. Hameed Majeed Associates (Pvt) Ltd., H.M. House 7-Bank Square, The Mall, Lahore by the close of business on August 30, 2022 will be considered in time to determine the above-mentioned entitlement and to attend and vote at the meeting.

### 2. Participation in the Annual General Meeting

A member eligible to attend and vote at this meeting may appoint any other member as a proxy to attend and vote in the meeting. The proxy must be received at the Registered Office of the Company duly stamped and signed not later than 48 hours before the time for holding the meeting.

CDC Account Holders will further have to follow the under mentioned guidelines as laid by the Securities and Exchange Commission of Pakistan.

#### A. For Attending the Meeting:

- i. In the case of individuals, the account holder or sub-account holder and/or the person whose securities are in a group account and their registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing his/her original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.
- ii. In the case of a 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 the case of individuals, the account holder or sub-account holder and/or the person whose securities are in a group account and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.
- ii. The proxy form shall be witnessed by two persons whose names, addresses, and CNIC Numbers shall be mentioned on the form.
- iii. Attested copies of CNIC or Passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- iv. The proxy shall produce his / her original CNIC or original Passport at the time of the meeting.
- v. In the 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 the proxy form to the Company.

### 3. Video Conference Facility

- i. In terms of the Companies Act, 2017, members residing in a city holding at least 10% of the total paid-up share capital may demand the facility of video-link for participating in the annual general meeting. The request for a video-link facility shall be received by the Share Registrar at the address given hereinabove at least 7 days prior to the date of the meeting.
- ii. In compliance with the guidelines issued by the Securities & Exchange Commission of Pakistan vide circulars No. 6 of 2021 issued on March 03, 2021, the company has arranged a video link facility for shareholders to participate in the meeting through their smartphones or computer devices from their homes or any convenient location after completing meeting attendance formalities. Shareholders interested in attending the meeting through the video link are requested to register by submitting their following particulars at the Company Secretary's email (tasawar@nishat.net) not later than 48 hours before the time for holding the meeting. The link to participate in the meeting will be sent to the shareholders at the email address provided by them. Shareholders are requested to fill in the particulars as per the below table:



Name of Shareholder	CNIC No.	Folio / CDC Account No.	No. of Shares held	Cell No.	Email address

The login facility will be opened at 10:00 a.m. on September 06, 2022, enabling the participants to join the proceedings.

#### 4. Circulation of Annual reports through Digital Storage

Pursuant to the SECP's notification S.R.O 471(I)/2016 dated 31<sup>st</sup> May 2016, the shareholders of Nishat Chunian Power Limited in its 9th AGM of the Company had accorded their consent for the transmission of annual reports including audited annual accounts, notices of AGM, and other information contained therein of the Company through a CD/DVD/USB instead of transmitting the same in hard copies. The shareholders who wish to receive hard copies of the aforesaid documents may send to the Company Secretary / Share registrar, the standard request form provided in the annual report and is also available on the Company's website and the Company will provide the aforesaid documents to the shareholders on demand, free of cost, within one week of such demand. The shareholders who also intend to receive the annual report including the notice of meetings via email are requested to provide their written consent on the standard request form provided in the annual report and also available on the Company's website.

#### 5. Submission of Copy of CNIC (Mandatory)

Individuals including all joint holders holding physical share certificates are requested to submit a copy of their valid CNIC to the Company or the Company's Share Registrar. All shareholders are once again requested to send a copy of their valid CNIC to our Share Registrar, Hameed Majeed Associates (Pvt) Ltd, 7-Bank Square, Lahore. The Shareholders while sending CNIC must quote their respective folio numbers and the name of the Company.

#### 6. Change of Address

Members are requested to notify any change in their addresses immediately. Shareholders are requested to provide above mentioned information/documents to (i) respective Central Depository System (CDS) Participants and (ii) in case of physical securities to the Share Registrar of the Company.

#### 7. Conversion of Physical Shares into CDS

In compliance with the requirements of Section 72 of the Companies Act 2017, every existing listed company shall be required to replace his/her physical shares with bookentry form in a manner as may be specified and from the date notified by the SECP, within a period not exceeding four years from the commencement of the Companies Act, that is, May 30, 2017.

Members having physical share certificates are requested to convert their shares from physical form into book entry form as early as possible. It would facilitate the Members in many ways including safe custody of shares, no loss of shares, avoidance of formalities required for issuance of duplicate shares, and readily available for sale and purchase in the open market at better rates.

#### 8. Payment of Cash Dividend through Electronic Mode

The provisions of Section 242 of the Companies Act, 2017 require listed companies that dividend payable in cash is only to be paid through electronic mode directly into the bank account designated by the entitled shareholder. Accordingly, the shareholders holding shares in CDC are requested to provide complete bank account details to their respective CDS participants for updating and forwarding to the Company. Shareholders holding physical shares are requested to provide the Company's Share Registrar at the address given herein above, electronic dividend mandate on E-Dividend Form provided in the annual report and also available on the Company's website.

Members are requested to submit a declaration (CZ-50) as per Zakat & Usher Ordinance 1980, for Zakat exemption.



## نشاط چوئیاں پاور لمیٹڈ اطلاع برائے سالانہ اجلاس عام

بذریعہ نوٹس ہذا مطلع کیا جاتا ہے کہ نشاط چوئیاں پاور لمیٹڈ ("کمپنی") کے شیئر ہولڈرز کا 15 واں سالانہ اجلاس عام 06 ستمبر، 2022 کو صبح 10 بجے کمپنی کے رجسٹرڈ آفس، Q-31، گلبرگ-II، لاہور میں ہوگا اور مندرجہ ذیل امور طے پائیں گے:

**عام امور:**

- (1) 28 اکتوبر، 2021 کو منعقدہ 14 ویں سالانہ اجلاس عام کے منٹس کی تصدیق کرنا۔
- (2) 30 جون 2022 کو ختم ہوئے سال کے لئے کمپنی کے محاسب شدہ مالی حسابات اور ان پر چیئر مین، ڈائریکٹرز اور آڈیٹرز کی رپورٹس کی موصولی ان پر غور کرنا اور اپنانے کے لئے منظوری دینا۔
- (3) مجلس نظام کی جانب سے 15 اگست، 2022 کو منعقدہ اجلاس میں تجویز کردہ 10 روپے فی شیئر یعنی 100 فیصد حتمی نقد منافع منقسمہ کی منظوری دینا۔
- (3) 30 جون 2023 کو ختم ہونے والے سال کے لئے محاسب کی تقرری اور ان کا معاوضہ طے کرنا۔ موجودہ محاسب میسرز ریاض احمد اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹ، ریٹائر ہونے کے بعد اہل ہونے کے بنا پر خود کو دوبارہ تقرری کے لئے پیش کرتے ہیں۔
- (4) چیئر مین کی اجازت سے کسی دوسرے امر کا طے کرنا۔

بحکم بورڈ۔  
سید تصور حسین  
کمپنی سیکریٹری

لاہور

مورخہ: 16 اگست، 2022

نوٹس:

### (1) حصص منتقلی کی کتابوں کی بندش

کمپنی کی حصص منتقلی کی کتابیں 31 اگست 2022 سے 06 ستمبر 2022 تک (بشمول دونوں دن) بند رہیں گی۔ وہ منتقلیاں، جو کمپنی کے شیئر رجسٹرار، میسرز جمید مجید ایسوسی ایٹ (پرائیویٹ) لمیٹڈ، ایچ ایم ہاؤس، 7- بینک سکوائر، لاہور کو 30 اگست 2022 تک کاروبار کے اختتام تک موصول ہوں گی وہی مذکورہ بالا استحقاق کا تعین کرنے اور اجلاس میں شرکت اور ووٹ ڈالنے کے لئے بروقت تصور ہوں گی۔

### (2) سالانہ عام اجلاس میں شرکت

اس اجلاس میں شرکت اور ووٹ ڈالنے کا اہل ممبر اجلاس میں شرکت اور ووٹ ڈالنے کے لئے کسی دوسرے ممبر کو پراکسی کے طور پر مقرر کر سکتا ہے۔ پراکسی (مہر اور دستخط شدہ) کمپنی کے رجسٹرڈ آفس پر 48 گھنٹے قبل موصول ہونا ضروری ہے۔

سی ڈی سی اکاؤنٹ ہولڈرز کو مزید سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی جاری کردہ ہدایات پر عمل کرنا ہوگا۔

### (1) مینٹگ میں شرکت کے لئے:

- (i) افراد کی صورت میں، اکاؤنٹ ہولڈر یا ذیلی اکاؤنٹ ہولڈر اور/یا وہ شخص جس کی سیکورٹیز گروپ اکاؤنٹ میں ہیں اور ان کی رجسٹریشن کی تفصیلات ضابطے کے مطابق اپ لوڈ کی جاتی ہیں، وہ اجلاس میں شرکت کے وقت اپنی شناخت (کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC) یا اصل پاسپورٹ) کی تصدیق کرے گا۔
- (ii) کارپوریٹ اینٹٹی کی صورت میں، اجلاس کے وقت بورڈ آف ڈائریکٹرز کی قرارداد/پاور آف اٹارنی برائے نامزد شخص کے نمونہ دستخط کے ساتھ پیش کیا جائے گا (جب تک کہ یہ پہلے فراہم نہیں کیا گیا ہو)۔

### (ب) پراکسی تقرری کے لئے:

- (i) افراد کی صورت میں، اکاؤنٹ ہولڈر یا سب اکاؤنٹ ہولڈر اور/یا وہ شخص جس کی سیکورٹیز گروپ اکاؤنٹ میں ہیں اور ان کی رجسٹریشن کی تفصیلات ضابطے کے مطابق اپ لوڈ کی جاتی ہیں، مندرجہ بالا ضرورت کے مطابق پراکسی فارم جمع کروائیں۔
- (ii) پراکسی فارم کی تصدیق دو افراد کریں گے جن کے نام، پتے اور CNIC نمبرز کا فارم پر ذکر کیا جائے گا۔
- (iii) ہیفیشل اونر کی سی این آئی سی یا پاسپورٹ کی تصدیق شدہ کاپیاں پراکسی فارم کے ساتھ پیش کی جائیں گی۔
- (iv) ملاقات کے وقت پراکسی اپنا اصلی CNIC یا اصل پاسپورٹ مہیا کرے گی۔





(v) کارپوریٹ اینٹنٹی کی صورت میں پراکسی فارم، بورڈ آف ڈائریکٹرز کی ریزولوشن/پاور آف اٹارنی کے ساتھ نمونہ دستخط (جب تک کہ یہ پہلے فراہم نہیں کیا گیا ہو) کمپنی کے کو جمع کرایا جائے گا۔

### (۳) ویڈیو کانفرنس کی سہولت

- (i) - کمپنیز ایکٹ، 2017 کے مطابق، شہر میں رہنے والے ممبران جو کم سے کم 10 فیصد حصص رکھتے ہیں، سالانہ عام اجلاس میں شرکت کے لئے ویڈیو لنک کی سہولت کا مطالبہ کر سکتے ہیں۔ ویڈیو لنک سہولت کے لئے درخواست شیئر رجسٹر کے ذریعہ اجلاس کے تاریخ سے کم از کم 7 دن پہلے یہاں دیئے گئے پتے پر موصول ہوگی۔
- (ii) - سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی جانب سے 03 مارچ 2021 کو جاری کردہ 2021 کے سرکلر نمبر 6 کی رہنمائی کی تعمیل میں، کمپنی نے شیئر ہولڈرز کو اجلاس کی کاروائی میں شرکت کے لیے اپنے سمارٹ فونز یا کمپیوٹر آلات کے ذریعے اپنے گھروں یا کسی بھی مناسب جگہ سے حاضری کے تقاضے پورے کرنے کے بعد میٹنگ میں شرکت کے لیے ویڈیو لنک کی سہولت کا اہتمام کیا ہے۔ ویڈیو لنک کے ذریعے سے اجلاس میں شرکت کے خواہشمند حصص داران سے درخواست کی جاتی ہے کہ وہ اجلاس کے منعقد ہونے سے 48 گھنٹے قبل کمپنی سیکریٹری کے ای میل ایڈریس (tasawar@nishat.net) پر اپنی مندرجہ ذیل تفصیلات جمع کروائیں۔ اجلاس میں شریک ہونے والے کانکٹ شیئر ہولڈرز کو ان کے فراہم کردہ ای میل ایڈریس پر ارسال کر دیا جائے گا۔
- حصص یافتگان سے گزارش ہے کہ وہ نیچے دیئے گئے جدول کے مطابق تفصیلات کو پر کریں:

شیئر ہولڈر کا نام	قومی شناختی کارڈ نمبر	فیو/سی ڈی سی اکاؤنٹ نمبر	تعداد شیئر	موبائل نمبر	ای میل

لاگ ان کی سہولت 06 ستمبر 2022 کو صبح 10 بجے کھولی جائے گی جو شرکاء کو کاروائی میں شمولیت کے قابل بنائے گی۔

### (۴) ڈیجیٹل اسٹوریج کے ذریعہ سالانہ رپورٹس کی ترسیل

ایس ای سی پی کے نوٹیفکیشن ایس آر او (D)471/2016 مورخہ 31 مئی، 2016 کے مطابق، کمپنی کے 9 ویں سالانہ اجلاس عام میں نشاط چویناں پاور لمیٹڈ کے حصص داروں نے محاسب شدہ سالانہ اکاؤنٹس، سالانہ اجلاس عام کے نوٹس سمیت سالانہ رپورٹس، اور دیگر معلومات کی ترسیل ہارڈ کاپوں کے بجائے سی ڈی/ڈی وی ڈی/یو ایس بی کے ذریعے کرنے کے لئے اپنی رضامندی دی تھی۔ وہ حصص یافتگان جو مذکورہ دستاویزات کی ہارڈ کاپیاں وصول کرنا چاہتے ہیں وہ سالانہ رپورٹ میں فراہم کردہ درخواست فارم کمپنی سیکریٹری/شیئر رجسٹر کو بھیج سکتے ہیں، یہ فارم کمپنی کی ویب سائٹ پر بھی دستیاب ہے۔ کمپنی ایسی مانگ کے ایک ہفتہ کے اندر بلا معاوضہ یہ دستاویزات حصص یافتگان کو فراہم کرے گی۔ جو حصص یافتگان یہ دستاویزات بشمول میٹنگ کے نوٹس ای میل کے ذریعے وصول کرنے کا ارادہ رکھتے ہیں ان سے درخواست کی جاتی ہے کہ وہ سالانہ رپورٹ میں فراہم کردہ درخواست فارم پر اپنی تحریری رضامندی فراہم کریں۔ یہ فارم کمپنی کی ویب سائٹ پر بھی دستیاب ہے۔

### (۵) شناختی کارڈ کی کاپی جمع کروانا (لازمی)

مادی شیئر سرٹیفکیٹ رکھنے والے تمام افراد بشمول مشترکہ ہولڈرز سے درخواست کی جاتی ہے کہ وہ اپنی CNIC کی ایک کاپی کمپنی یا کمپنی کے شیئر رجسٹرار کو پیش کریں۔ تمام حصص یافتگان سے ایک بار پھر درخواست کی گئی ہے کہ وہ اپنی CNIC کی کاپی ہمارے شیئر رجسٹرار، جمید مجید ایسوسی ایٹس (پرائیوٹ) لمیٹڈ، 7-بینک اسکوائر، لاہور کو بھیجیں۔ سی این آئی سی بھیجتے وقت حصص یافتگان کا اپنے متعلقہ فوینومبر اور کمپنی کا نام درج کرنا ضروری ہے۔

### (۶) پتے کی تبدیلی

ممبران سے گزارش ہے کہ وہ اپنے پتے میں کوئی تبدیلی فوری طور پر مطلع کریں۔ حصص یافتگان سے درخواست کی گئی ہے کہ وہ مندرجہ بالا معلومات/دستاویزات (i) متعلقہ سنٹرل ڈپازٹری نظام (سی ڈی ایس) کے شرکاء کو فراہم کریں اور (ii) مادی سیکریٹری کی صورت میں کمپنی کے شیئر رجسٹرار کو مہیا کریں۔

### (۷) مادی حصص کو سی ڈی ایس میں تبدیل کرنا

کمپنیز ایکٹ کے سیکشن 72 کے تقاضوں کے مطابق، ہر موجودہ لمیٹڈ کمپنی کو اس کے مادی حصص کو بک انٹری فارم کے ساتھ اس انداز میں تبدیل کرنے کی ضرورت ہوگی جو کہ ایس ای سی پی کی طرف سے نہ صرف مخصوص کردہ ہو بلکہ مطلع کردہ تاریخ میں بھی ہو اور وہ تاریخ گینیز ایکٹ کے لاگو ہونے یعنی کہ 30 مئی 2017 کے چار سال کے اندر اندر ہوگی۔ مادی شیئر سرٹیفکیٹ رکھنے والے ممبران سے درخواست کی جاتی ہے کہ وہ جلد سے جلد اپنے شیئر زکو مادی فارم سے بک انٹری فارم میں تبدیل کریں۔ یہ ممبروں کو کئی طریقوں سے سہولت فراہم کرے گا جس میں حصص کی محفوظ تحویل، حصص کا نقصان نہ ہونا، ڈیجیٹل حصص کے اجراء کے لیے درکار رسمی شرائط سے بچنا اور منڈی میں آسانی سے حصص کی بہتر نرخوں پر فروخت اور خریداری ہونا شامل ہے۔

### (۸) نقد منافع تقسیمہ کی الیکٹرونک ادائیگی

کمپنیز ایکٹ، 2017 کے سیکشن 242 کی دفعات کے تحت لمیٹڈ کمپنیوں کے لیے لازم ہے کہ نقد میں ڈیویڈنڈ کی ادائیگی صرف الیکٹرانک موڈ کے ذریعے براہ راست حصص دار کے نامزد کردہ بینک اکاؤنٹ میں ادا کیا جائے۔ اس کے مطابق، سی ڈی سی میں حصص رکھنے والے حصص داران سے درخواست کی جاتی ہے کہ وہ اپنے متعلقہ سی ڈی ایس شرکاء کو اپنے بینک اکاؤنٹ کی مکمل تفصیلات فراہم کریں تاکہ وہ کمپنی کو تازہ ترین اور درست معلومات فراہم کر سکیں۔ مادی حصص رکھنے والے حصص یافتگان سے درخواست کی جاتی ہے کہ وہ کمپنی کے شیئر رجسٹر سالانہ رپورٹ میں فراہم کردہ ای ڈیویڈنڈ فارم کو اپر دے دیئے گئے پتے پر فراہم کریں، مذکورہ بالا فارم کمپنی کی ویب سائٹ پر بھی دستیاب ہے اگر اکین سے درخواست ہے کہ وہ زکوۃ اور عشر آرڈیننس 1980 کے مطابق زکوۃ سے استثنیٰ کے لیے اعلامیہ (CZ-50) جمع کرائیں۔



# Chairman's Review Report



I am pleased to present the annual report of Nishat Chunian Power Limited ('NCPL') for the year ending June 30, 2022, to our valued shareholders. Once again it has been a successful year for the company. NCPL is in the twelfth year of its twenty-five-year and seventy-five days Power Purchase Agreement with Central Power Purchasing Agency Guarantee Limited ('Power Purchaser') and was able to achieve this success with solid performance and results.

The board played a pivotal role in the Company's success by ensuring a diligent governance framework for the effective and prudent management of business matters. Board is always keen to implement improvements in the light of global best practices. Board ensured that adequate policies are in place that enhances the professional standards and corporate values. The board rooted a corporate culture that promotes sincerity among the Board, senior management, and other employees.

The company alongwith other IPPs, was able to amicably resolve the matters with the Power Purchaser which will avoid unnecessary litigations and costs and laid the foundation for a smooth operating environment with the Power Purchaser. The company has also received both installments of receivables under the Master Agreement.

The Board comprises of eight (8) members, that were elected at the Annual General Meeting held on October 23, 2020, for the next term of three years, under the provisions of Section 159 of the Companies Act, 2017. The board comprises members with vast experience and diversified knowledge that led to an effective decision-making process. The Board together with its committees was fully involved in the planning process and in developing the vision for the Company.

The board of directors met four times during the year to review the overall performance, appraise financial results, and the overall effectiveness of the role played by the board in achieving the company's objectives. Meeting agendas and supporting papers were received in a timely manner for the Board meetings.

On behalf of the Board, I wish to acknowledge the contribution of all our employees to the success of the company.

**Mr. Muhammad Ashraf**  
Chairman



## چیرمین کی جائزہ رپورٹ

میں نشاط چونیوں پاور لمیٹڈ (این سی پی ایل) کی سالانہ رپورٹ برائے مالی سال 2022 محترم حصص داران کو پیش کرتے ہوئے خوشی محسوس کرتا ہوں۔ ایک مرتبہ پھر یہ سال کمپنی کے لیے کامیاب ثابت ہوا ہے۔ این سی پی ایل سنٹرل پاور پراجیکٹس ایجنسی گارنٹی لمیٹڈ (بجلی خریدار) کے ساتھ اپنے پچیس سال اور پچھتر دن کے بجلی خرید معاہدے کے بارہویں سال میں ہے اور ٹھوس کارکردگی اور نتائج کے ساتھ یہ کامیابی حاصل کرنے میں کامیاب رہا ہے۔

کاروباری معاملات کے موثر اور محتاط انتظام کے لیے مستعد گورننس فریم ورک کو یقینی بناتے ہوئے بورڈ نے کمپنی کی کامیابی میں اہم کردار ادا کیا۔ بورڈ ہمیشہ بہترین عالمی طریقوں کی روشنی میں بہتریوں کو نافذ کرنے کا خواہشمند ہے۔ بورڈ نے اس بات کو یقینی بنایا کہ مناسب پالیسیاں موجود ہیں جو پیشہ ورانہ معیارات اور کارپوریٹ اقدار کو بڑھا رہی ہیں۔ بورڈ نے کارپوریٹ کلچر کو فروغ دیا جو بورڈ، سینئر مینجمنٹ، اور دوسرے ملازمین کے مابین اخلاص کو فروغ دیتا ہے۔

کمپنی دوسرے آئی پی پیز کے ساتھ بجلی خریدار کے ساتھ معاملات کو خوش اسلوبی سے حل کرنے میں کامیاب رہی ہے۔ اس کامیابی کی وجہ سے کمپنی غیر ضروری واجبات اور اخراجات سے بچے گی اور بجلی خریدار کے ساتھ ہموار اور خوشگوار ماحول کی بنیاد پڑے گی۔ کمپنی نے ماسٹر ایگریمنٹ کے تحت واجبات کی دونوں اقساط بھی حاصل کر لی ہیں۔

بورڈ (8) ممبروں پر مشتمل ہے اور یہ 23 اکتوبر 2020 کو ہی ہونے والی سالانہ جنرل میٹنگ میں کمپنیز ایکٹ، 2017 کے سیکشن 159 کی دفعات کے تحت اگلی تین سالہ مدت کے لیے منتخب ہوا ہے۔ بورڈ جن ممبران پر مشتمل ہے ان میں وسیع تجربہ اور متنوع علم موجود ہے جس کے نتیجے میں فیصلہ سازی کا ایک مؤثر عمل ہوتا ہے۔ بورڈ اپنی کمیٹیوں کے ساتھ مل کر منصوبہ بندی کے عمل میں اور کمپنی کے لئے وژن کو فروغ دینے میں پوری طرح شامل تھا۔

بورڈ آف ڈائریکٹرز نے سال کے دوران مجموعی کارکردگی کا جائزہ لینے، مالیاتی نتائج کو دیکھنے، اور بورڈ کے ذریعہ کمپنی کے مقاصد کے حصول میں ادا کردہ کردار کی مجموعی تاثیر ماپنے کے لئے چار بار ملاقات کی۔ بورڈ کے اجلاسوں کے لئے میٹنگ ایجنڈے اور معاون کاغذات بروقت وصول کیے گئے۔

بورڈ کی جانب سے، میں کمپنی کی کامیابی میں ہمارے تمام ملازمین کی شراکت کو تسلیم کرنا چاہتا ہوں۔

محمد اشرف

چیرمین





# Directors' Report

## DEAR SHAREHOLDER

The Board is pleased to present financial statements for the year ending on June 30, 2022. During the fiscal year, 2022 turnover was PKR 25.42 billion (2021: PKR 11.64 billion) with an after-tax profit of PKR 2.50 billion (2021: PKR 2.51 billion) and an Earning Per Share (EPS) of PKR 6.82 (2021: PKR 6.83).

## PERFORMANCE

During the year ended June 30, 2022, the capacity factor of the plant was 51.47% (2021: 31.35%) with an availability factor of 91.54% (2021: 97.84%) and the Company dispatched 882,453 MWH (2021: 537,568 MWH) to Power Purchaser.

Revenue of the company has increased mainly due to an increase in fuel prices correspondingly increasing the cost of raw material. The long-term loan repayment component of the capacity tariff ceased with effect from July 21, 2020. The tariff structure was such that principal payments for the long-term loan were being received as part of the revenue during the first ten years from the Commercial Operations Date (July 21, 2010). Our profits for the first ten years were overstated in compliance with the accounting standards. As we anticipated, there is a drop in the profits from the last financial year and onwards.

The thermal efficiency and O&M cost component in our tariff are levelized over 25 years. As maintenance costs in the initial years are low, consequently our profits in the initial years will be higher than the average. Therefore, we expect reduced profitability in later years due to plant aging and higher maintenance costs.

Receivables impact the profitability of the company as under the Power Purchase Agreement (PPA) the Power Purchaser's default in making timely payments of the invoices entitles the company to Delay Payment mark-up. Since the Power Purchaser is in continuous default of making timely payments therefore Delay Payment markup contributes to the bottom line of the company.



## SIGNIFICANT DEVELOPMENTS

On February 11, 2021, the Company along with other IPPs signed the Amendment to the Power Purchase Agreement (PPA) and Master Agreement (the Agreements) with the Central Power Purchasing Agency (Guarantee) Limited (CPPA-G/Power Purchaser) whereby certain concessions have been given to the Power Purchasers that are subject to fulfillment of certain terms and conditions. A mechanism was agreed for the settlement of long outstanding receivables in two installments of 40% and 60%. Both installments were received during the year. The company and Power Purchaser also agreed on an amicable resolution of the disputes as detailed in note 11.1.1(viii), note 17.2, and note 17.4 to the accompanying financial statements. Further details are provided in note 1.4 of the accompanying financial statements. The External Auditor has highlighted note no 11.1.1.(viii) in the Emphasis of Matter paragraph in their report.

## CIRCULAR DEBT

Circular debt has always been a major issue for companies operating in the power sector. Liquidity management remained challenging during the year. The company continues to take up the matter of overdue receivables not only with Power Purchaser but also with the Ministry of Water and Power through Private Power & Infrastructure Board (PPIB) by giving notices of default pursuant to provisions of Power Purchase and Implementation Agreements. As of June 30, 2022, our total receivables from Power Purchaser are PKR 13.72 billion, out of which PKR 5.01 billion are overdue.





## RISK MANAGEMENT AND CONTROLS

Financial risks to the company are mostly catered for in the tariff. Apart from liquidity risk (circular debt), the other major financial risk the company is exposed to is the interest rate. Any fluctuation in the interest rate can impact the profits of the company. As part of risk management, the company has designed and implemented adequate internal financial controls, manual as well as automated, that is communicated to staff via various policies and procedural guidelines. The Board of Directors ensures that sufficient adequate internal control exists in the company. These controls are also periodically monitored by the Internal Audit Function.

## CORPORATE SOCIAL RESPONSIBILITY

The Company along with its sponsors and other philanthropists has set up a state-of-the-art, not-for-profit hospital, Saleem Memorial Trust Hospital (SMTH). This 350-bed hospital which is constructed on 39 kanals of land is one of the nation's largest, multi-specialty private hospitals. The hospital intends to offer quality medical services to all members of the community without discrimination on the basis of social or economic standing. SMTH is based on a cross-subsidy mechanism; patients who can afford will be charged while those who need assistance will be subsidized.

The company is keen on preserving the environment and nature. For this purpose, our power plant is equipped with machinery to ensure that the National Environmental Quality Standards are always complied with. The Company has also taken an initiative towards plantation and has planted trees inside the power plant premises and the surrounding vicinity.

## APPROPRIATION

The Board of Directors of the Company in its meeting held on August 15, 2022, has recommended 100% as the final cash dividend i.e., PKR 10/- per share.

## AUDITORS

The retiring auditors' M/s Riaz Ahmad & Co. Chartered Accountants, being eligible, offered themselves for re-appointment. The Audit Committee has recommended their re-appointment as auditors of the Company for the year 2022-23.

## PATTERN OF SHAREHOLDING

The pattern of shareholding as of June 30, 2022, is annexed with the Annual Report.



# Board of Directors and its Committees

During the year under review, four (4) meetings were held. Attendance and composition of the board are as follows:

## DIRECTORS ON THE BOARD

Name of Director	Category	Committee	Attendance
Mr. Farrukh Ifzal (CEO)	Executive		4
Mr. Muhammad Ashraf	Non-Executive		4
Mr. Aftab Ahmad Khan	Non-Executive	Audit and HR & Remuneration Committee	4
Mr. Muhammad Azam	Independent	Audit and HR & Remuneration Committee	4
Mr. Rehmat Naveed Elahi	Independent	Audit and HR & Remuneration Committee	1
Mr. Babar Ali Khan	Non-executive		4
Mr. Mustaqeem Talish (Appointed on Mar 11, 2022)	Non-executive		1
Ms. Samina Aslam (Appointed on Mar 11, 2022)	Non-executive		1
Mrs. Farhat Saleem (Resigned on Dec 21, 2021)	Non-executive		1
Mrs. Ayesha Shahzad (Resigned on Dec 21, 2021)	Non-executive		1

The company has 1 female and 7 male directors as at June 30, 2022.

## DIRECTORS' REMUNERATION

The company does not pay remuneration to its non-executive directors including independent directors except for meeting fees which are determined by the Board as per the Companies Act 2017 & the listed Companies (Code of Corporate Governance) Regulations 2019.

The aggregate amount of remuneration paid to executive and non-executive directors has been disclosed in note 31 of the annexed financial statements.





# Acknowledgement



The Directors would take this opportunity to thank our valued shareholders who have trust in our Company and also like to express their deep appreciation for the services, loyalty, and efforts rendered by the employees of the Company and hope that they will continue to do so in the future.

**Chief Executive Officer**

**Director**



## مجلس نظام رپورٹ

### محترم حصص داران،

بورڈ 30 جون، 2022 کو ختم ہونے والے سال کے لئے مالی بیانات پیش کرنے پر خوش ہے۔ مالی سال کے دوران، وصولی 25.42 ارب (2021: 11.64 ارب)، ٹیکس کے بعد منافع 2.50 ارب (2021: 2.51 ارب) اور فی شیئر آمدنی 6.82 (2021: 6.83) روپے ہے۔

### کارکردگی

30 جون، 2022 کو ختم ہونے والے سال کے دوران، پلانٹ کی صلاحیت کا عنصر 51.47% (2021: 31.35%) تھا جبکہ موجودگی کا عنصر 91.54% (2021: 97.84%) تھا۔ سال کے دوران کمپنی نے 882,453 میگا واٹ (2021: 537,568 میگا واٹ) بجلی پاور خریدار کو بیچی۔

کمپنی کی وصولی میں اضافہ بنیادی طور پر ایندھن کی قیمتوں میں اضافے کی وجہ سے ہے اسی کے ساتھ ساتھ خام مال کی قیمت میں بھی اضافہ ہوا ہے۔

کمپنی محصول کا طویل مدتی قرض کا جزو 21 جولائی، 2020 سے ختم ہو چکا ہے۔ ہمارا محصولات کا ڈھانچہ اس طرح تھا کہ کمرشل آپریشنز کی تاریخ (21 جولائی، 2010) سے لے کر پہلے دس سال کے عرصے کے دوران محصول میں طویل مدتی قرض کے جزو کے اصل زر کی ادائیگی وصولی کے طور پر کی جا رہی تھیں۔ لہذا، اکاؤنٹنگ سٹینڈرڈ کے مطابق ہمارے ابتدائی دس سالوں میں ہمارا منافع بڑھا ہوا تھا۔ جیسا کہ ہم نے توقع کی تھی، پچھلے مالی سال اور اس کے بعد والے سال کے منافع میں کمی ہو گئی ہے۔

ہمارے ٹیرف میں تھرمل کارکردگی اور O&M لاگت کے اجزا کو سالوں میں برابر کیا جاتا ہے۔ چونکہ ابتدائی سالوں میں دیکھ بھال کے اخراجات کم ہیں، لہذا ابتدائی سالوں میں ہمارا منافع منصوبے کی باقی زندگی کے اوسط سے زیادہ ہوگا۔ ہم پیداواری یونٹ کی عمر بڑھنے اور دیکھ بھال کے زیادہ اخراجات کی وجہ سے بعد کے سالوں میں کم منافع کی توقع کرتے ہیں۔

کمپنی کے منافع پر تاخیر سے وصولی کی انوائس اثر انداز ہوتی ہیں جیسا کہ پاور خریداری معاہدے (پی پی اے) کے تحت انوائس کی بروقت ادائیگی کرنے میں پاور خریدار کی ناکامی کمپنی کو تاخیر سے متعلق ادائیگی کے سود کا اہل بناتا ہے۔ پاور خریدار بروقت ادائیگی کرنے میں مستقل ناکام ہے اور کمپنی کی وصول کنندہ سے وصولیوں میں بڑی تعداد میں اضافہ ہوا ہے جس کی وجہ سے کمپنی کی تاخیر سے متعلق ادائیگی کی آمدنی اور نتیجے میں خالص منافع میں اضافہ ہوا ہے۔

### اہم پیشرفت

11 فروری 2021 کو، کمپنی نے دیگر آئی پی پز کے ساتھ مل کر سنٹرل پاور پراجیکٹ ایجنسی (گارنٹی) لمیٹڈ ('اسی پی پی اے-جی') کے ساتھ "ماسٹر معاہدہ" اور "پی پی اے



ترميمي معاہدہ "پر دستخط کیے تھے جس کے ذریعے بجلی خریدار کو کچھ رعایتیں فراہم کی گئی اور یہ رعایتیں کچھ شرائط و ضوابط کی تکمیل سے مشروط تھی۔ طویل بقایا وصولیوں کے حل کے طریقہ کار پر بھی اتفاق کیا گیا تھا جس میں یہ وصولیاں 40 فیصد اور 60 فیصد کی اقساط میں وصول ہونی تھی۔ کمپنی کو دونوں اقساط اس مالی سال میں وصول ہو گئی ہیں۔ کمپنی اور پاور خریدار نے مالی بیانات کے نوٹ 11.1.1 (viii)، نوٹ 17.2 اور نوٹ 17.4 میں بیان کردہ تنازعہ کے متفقہ حل پر بھی اتفاق کیا۔ مزید تفصیلات مالی بیانات کے نوٹ 1.4 میں بیان کی گئی ہیں۔ بیرونی محاسب نے اپنی رپورٹ میں Emphasis of Matter پیرا گراف میں نوٹ نمبر 11.1.1.(viii) کو نمایاں کیا ہے۔

## گردشی قرضے

گردشی قرضے بجلی کے شعبے میں کام کرنے والی کمپنیوں کے لئے ہمیشہ ایک اہم مسئلہ رہے ہیں۔ سال کے دوران لیکویڈیٹی مینجمنٹ چیلنج رہا۔ کمپنی زائد المعیاد وصولیوں کے معاملے کو بجلی خریدار اور پرائیویٹ پاور انفراسٹرکچر بورڈ (پی پی آئی بی) کے ساتھ بجلی خریدار معاہدے (پی پی اے) اور نفاذ معاہدے (آئی اے) کے تحت دیے جانے والے ڈیفالٹ نوٹس کے ذریعے اٹھائے ہوئے ہے۔ 30 جون، 2022 تک، پاور خریدار سے ہمارے وصولات 13.72 ارب ہو چکے ہیں، جس میں سے 5.01 ارب روپے زائد المعیاد ہیں۔

## رسک مینجمنٹ

کمپنی کو لاحق ہونے والے زیادہ تر مالی خطرات کا محصول میں احاطہ کیا جاتا ہے۔ لیکویڈیٹی رسک (گردشی قرضے) کے علاوہ، کمپنی کو جو دیگر بڑے مالی خطرہ لاحق ہے اس میں سود کی شرح ہے۔ سود کی شرح میں کوئی اتار چڑھاؤ کمپنی کے منافع کو متاثر کر سکتا ہے۔ رسک مینجمنٹ کے ایک حصے کے طور پر، کمپنی نے مناسب داخلی مالیاتی کنٹرول، دستی اور خود کار طریقے سے، ڈیزائن کیا ہے اور اس پر عمل درآمد کیا ہے، جو مختلف پالیسیوں اور طریقہ کار کے رہنما خطوط کے ذریعہ عمل کو بتایا جاتا ہے۔ بورڈ آف ڈائریکٹرز اس بات کو یقینی بناتا ہے کہ کمپنی میں مناسب اندرونی کنٹرول موجود ہے۔ یہ کنٹرول ہمارے اندرونی آڈٹ فنکشن کے ذریعہ وقتاً فوقتاً بھی مانیٹر کیے جاتے ہیں۔

## کارپوریٹ سماجی ذمہ داری

کمپنی نے اپنے سپانسرز اور دیگر محیر حضرات کے ساتھ مل کر ایک جدید ترین، غیر منافع بخش ہسپتال، سلیم میموریل ٹرسٹ ہسپتال (SMTH) قائم کیا ہے۔ یہ 350 بستروں پر مشتمل ہسپتال جو 39 کنال اراضی پر تعمیر کیا گیا ہے اور ملک کے سب سے بڑے ملٹی اسپیشلٹی پرائیویٹ ہسپتالوں میں سے ایک ہے۔ ہسپتال سماجی یا معاشی حیثیت کی بنیاد پر امتیاز کے بغیر کمیونٹی کے تمام افراد کو معیاری طبی خدمات پیش کرنے کا ارادہ رکھتا ہے۔ SMTH ایک کراس سبسڈی میکانزم پر مبنی ہے؛ جو مریض استطاعت رکھتے ہیں ان سے فیس وصول کی جائے گی جبکہ جن کو امداد کی ضرورت ہے ان کو سبسڈی دی جائے گی۔

کمپنی ماحول اور فطرت کو تحفظ فراہم کرنے میں گہری دلچسپی رکھتی ہے۔ اس مقصد کے لئے ہمارے پاور پلانٹ ایسی مشینری سے لیس ہیں جو قومی ماحولیاتی معیارات پر عمل کو یقینی بناتی ہیں۔ کمپنی نے شجر کاری کے بھی اقدامات کئے ہیں اور پاور پلانٹ کے احاطے میں اور ارد گرد پودے لگائے ہیں۔





## تصرفات

مجلسِ نظاماء کی جانب سے 15 اگست، 2022 کو منعقدہ اجلاس میں تجویز کردہ 10 روپے فی شیئر یعنی 100 فیصد حتمی نقد منافع منقسمہ کی منظوری دینا۔

## محاسب

ریٹائرڈ محاسب میسرز ریاض احمد اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس، اہل ہونے کی بناء پر دوبارہ تقرری کے لئے خود کو پیش کرتے ہیں۔ آڈٹ کمیٹی نے سال 2022-23 کے لئے کمپنی کے محاسب کی حیثیت سے ان کی دوبارہ تقرری کی منظوری دی ہے۔

## نمونہ حصص داری

30 جون 2022 کے مطابق نمونہ حصص داری سالانہ رپورٹ کے ہمراہ منسلک کیا گیا ہے۔

## مجلسِ نظاماء اور اسکی کمیٹیاں

زیر جائزہ سال کے دوران چار (4) اجلاس منعقد ہوئے۔ بورڈ کی حاضری اور ترتیب حسب ذیل ہے:

## بورڈ پریذائریکٹرز

نام ڈائریکٹر	کیٹگری	کمیٹی	تعداد حاضری
جناب فرخ افضل	ایگزیکٹو	-	4
جناب محمد اشرف	نان ایگزیکٹو	-	4
جناب آفتاب احمد خان	نان ایگزیکٹو	آڈٹ اینڈ HR&R	4
جناب محمد اعظم	آزاد	آڈٹ اینڈ HR&R	4
جناب رحمت نوید الہی	آزاد	آڈٹ اینڈ HR&R	1
جناب بابر علی خان	نان ایگزیکٹو	-	4
جناب مستقیم تالش (تقرری 11 مارچ 2022)	نان ایگزیکٹو	-	1
محترمہ شبینہ اسلم (تقرری 11 مارچ 2022)	نان ایگزیکٹو	-	1
محترمہ فرحت سلیم (ریٹائرڈ 21 دسمبر 2021)	نان ایگزیکٹو	-	1
محترمہ عائشہ شہزاد (ریٹائرڈ 21 دسمبر 2021)	نان ایگزیکٹو	-	1

30 جون 2022 پر کمپنی میں 1 خاتون اور 7 مرد ڈائریکٹرز ہیں۔



## ڈائریکٹرز کا مشاہرہ

کمپنی اپنے نان ایگزیکٹو ڈائریکٹرز اور آزاد ڈائریکٹرز کو سوائے ملاقات کی فیسوں کے جو بورڈ کے ذریعہ کمپنیز ایکٹ 2017 اور کمپنیوں کے (کارپوریٹ گورننس) ریگولیشنز 2019 کے مطابق طے کی جاتی ہے کوئی ادائیگی نہیں کرتی ہے۔

ایگزیکٹو اور نان ایگزیکٹو ڈائریکٹرز کو ادا کی جانے والی فیس کی مجموعی رقم منسلک مالیاتی بیانات کے نوٹ 31 میں ظاہر کی گئی ہے۔

## اظہار تشکر

ڈائریکٹرز اس موقع پر ہمارے قابل قدر شیئر ہولڈرز کا شکریہ ادا کریں گے جو ہماری کمپنی پر بھروسہ رکھتے ہیں اور کمپنی کے ملازمین کی خدمات، وفاداری، اور کوششوں کے لیے ان سے اظہار تشکر کرنا چاہتے ہیں اور امید کرتے ہیں کہ وہ اس کام کو مستقبل میں جاری رکھیں گے۔

## چیف ایگزیکٹو

## ڈائریکٹر



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# Financial Highlights

Rupees in Millions

	2016/17	2017/18	2018/19	2019/20	2020/21	2021/22
<b>Result of Operations</b>						
Net Sales	16,148	16,594	15,021	13,023	11,643	25,416
Gross Profit	4,320	4,640	5,076	6,756	3,770	3,558
Operating Income	4,091	4,453	4,759	6,640	3,494	3,389
Financial Charges	(1,093)	(1,046)	(1,342)	(2,034)	(984)	(844)
Tax (Taxation) / Reversal	1	-	-	-	-	(943)
Net Income	3,000	3,406	3,417	4,606	2,509	2,504
<b>Financial Position at Year-end:</b>						
Capital	3,673	3,673	3,673	3,673	3,673	3,673
Accumulated profit	5,517	8,556	10,687	15,292	17,802	20,305
Net Worth	9,190	12,229	14,360	18,966	21,475	23,979
Fixed Assets	12,000	11,387	11,495	10,572	9,857	9,461
Long Term Deposits & Advances	5	4	3	3	2	1
Current Assets	11,809	15,015	18,073	20,376	23,237	26,621
Total Assets	23,814	26,406	29,571	30,951	33,095	36,083
Long Term Liabilities	5,574	3,327	716	729	17	-
Current Liabilities	9,050	10,850	14,494	11,254	11,603	12,104
Net Interest-Bearing Debt	13,901	13,230	14,094	10,993	10,072	10,869
Per Share Net Income	8.17	9.27	9.30	12.54	6.83	6.82
Cash Dividends	3.00	1.00	2.00	-	-	-
Dividend payout ratio	37%	11%	22%	0%	0%	0%
<b>Financial Measures</b>						
ROE	32.64%	27.85%	23.79%	24.28%	11.68%	10.44%
Shareholders' Equity Ratio	38.59%	46.31%	48.56%	61.28%	64.89%	66.46%
Net Debt Equity Ratio (times)	1.51	1.08	0.98	0.58	0.47	0.45
Current Ratio	1.30	1.38	1.25	1.81	2.00	2.20
<b>Common Stock</b>						
Number of Shares Outstanding						
at Year-End	367,346,939	367,346,939	367,346,939	367,346,939	367,346,939	367,346,939





# STATEMENT OF COMPLIANCE WITH LISTED COMPANIES (CODE OF CORPORATE GOVERNANCE) REGULATIONS 2019

**Name of Company:** Nishat Chunian Power Limited  
**Year ended:** June 30, 2022

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

1. The total number of Directors are Eight (8) as per the following:
  - a. Male: 7
  - b. Female: 1

2. The composition of board is as follows:

Category	Names
Independent Directors	Mr. Muhammad Azam Mr. Rehmat Naveed Elahi
Non-Executive Directors	Mr. Aftab Ahmad Khan Mr. Muhammad Ashraf Mr. Babar Ali Khan Mr. Mustaqeem Talish Ms. Samina Aslam
Executive Director	Mr. Farrukh Ifzal (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 Act and these 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. The Board has arranged Directors' Training program for the following:

Names of Directors
Mr. Farrukh Ifzal Mr. Aftab Ahmad Khan Mr. Muhammad Azam



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**

<b>Names</b>	<b>Designation held</b>
Mr. Muhammad Azam	Chairman
Mr. Aftab Ahmad Khan	Member
Mr. Rehmat Naveed Elahi	Member

**b) HR and Remuneration Committee**

<b>Names</b>	<b>Designation held</b>
Mr. Muhammad Azam	Chairman
Mr. Aftab Ahmad Khan	Member
Mr. Rehmat Naveed Elahi	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**

Four meetings were held during the financial year ended June 30, 2022.

**b) HR and Remuneration Committee**

One meeting of HR and Remuneration Committee was held during the financial year ended June 30, 2022.

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;



19. Explanations for non-compliance with requirements, other than regulations 3, 6, 7, 8, 27, 32, 33 and 36 are below:

Sr. No.	Requirement	Explanation of Non-Compliance	Regulation Number
1	<b>Responsibilities of the Board and its members</b> The Board is responsible for adoption of corporate governance practices by the Company.	Non-mandatory provisions of the Regulations are partially complied. The Company is deliberating on full compliance with all the provisions of the Regulations.	10(1)
2	<b>Directors' Training</b> 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.	3 directors of the Company have acquired Directors' Training Program certification. The Company has planned to arrange Directors' Training Program certification for remaining five directors before June 30, 2023.	19(1)
3	<b>Directors' Training</b> 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 executive over the next few years.	19(3)
4	<b>Nomination Committee</b> 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
5	<b>Risk Management Committee</b> 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 senior officers of the Company perform the requisite functions and apprise the Board accordingly.	30
6	<b>Disclosure of significant policies on website</b> The Company may post key elements of its significant policies, brief synopsis of terms of reference of the Board's committees on its website and key elements of the directors' remuneration policy.	Although these are well circulated among the relevant employees and directors, the Board shall consider posting such policies and synopsis on its website in near future.	35

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.

**MUHAMMAD ASHRAF**

Chairman

August 15, 2022

Lahore



# INDEPENDENT AUDITOR'S REVIEW REPORT

To the Members of Nishat Chunian Power 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 Nishat Chunian Power Limited (the Company) for the year ended 30 June 2022 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 year ended 30 June 2022.

### **RIAZ AHMAD & COMPANY**

Chartered Accountants

Lahore

Date: August 15, 2022

UDIN: CR202210158xvTf9zCJY





# INDEPENDENT AUDITOR'S REPORT

## To the members of Nishat Chunian Power Limited Report on the Audit of the Financial Statements

### Opinion

We have audited the annexed financial statements of Nishat Chunian Power Limited (the Company), which comprise the statement of financial position as at 30 June 2022, 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 a summary of significant accounting policies 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 2022 and of the profit, other comprehensive income, 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.

### Emphasis of Matter

We draw attention to note 11.1.1(viii) to the accompanying financial statements which describes that the matter will be resolved through arbitration under the 'Arbitration Submission Agreement' between the Company and Government of Pakistan (GoP). Our opinion is not modified in respect of this matter.

### Key Audit Matter

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.

Following is the Key audit matter:



Sr. No.	Key audit matters	How the matters were addressed in our audit
	<p><b>Contingencies</b></p> <p>As disclosed in note 11.1.1 to the accompanying financial statements, the Company has contingent liabilities in respect of various matters, which are pending adjudication before respective authorities and courts of law.</p> <p>Contingencies require management to make judgments and estimates in relation to the interpretation of laws, statutory rules and regulations, and the probability of outcome and financial impact, if any, on the Company for disclosure and recognition and measurement of any provisions that may be required against such contingencies in accordance with applicable financial reporting standards.</p> <p>Due to significance of amounts involved, uncertainties with respect to the outcome of matters and use of significant management judgments and estimates to assess the same including related financial impacts, we considered this as a key audit matter.</p> <p>For further information on contingencies, refer to the following:</p> <ul style="list-style-type: none"> <li>- Summary of significant accounting policies, Contingent liabilities [note 2.1(c) and note 2.19 to the financial statements].</li> <li>- Contingencies (note 11.1.1) to the financial statements</li> </ul>	<p>Our audit procedures among others included obtaining an understanding of the process and controls on this area relevant to our audit. Further, we have:</p> <ul style="list-style-type: none"> <li>• Obtained and reviewed detail of the pending matters and discussed the same with the Company's management;</li> <li>• Reviewed the correspondence of the Company with the relevant authorities, tax and legal advisors, including judgments or orders passed by the competent authorities in relation to the issues involved or matters which have similarities with the issues involved;</li> <li>• Obtained and reviewed confirmations from the Company's external tax and legal advisors for their views on the probable outcome of the pending tax cases and other contingencies.</li> <li>• Involved internal tax professionals to assess reasonability of management's conclusions on such pending matters;</li> <li>• Reviewed and evaluated the adequacy of disclosures made in respect of such contingencies in accordance with the requirements of the financial reporting standards as applicable in Pakistan.</li> </ul>

### 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 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.

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) no Zakat was deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980).

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

### **RIAZ AHMAD & COMPANY**

Chartered Accountants

Lahore

Date: August 15, 2022

UDIN: AR202210158d58FlxSDE





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# STATEMENT OF FINANCIAL POSITION

AS AT JUNE 30, 2022

	Note	2022 (Rupees in thousand)	2021
<b>EQUITY AND LIABILITIES</b>			
<b>SHARE CAPITAL AND RESERVES</b>			
Authorized share capital 385,000,000 (2021: 385,000,000) ordinary shares of Rupees 10 each		3,850,000	3,850,000
Issued, subscribed and paid-up share capital	3	3,673,469	3,673,469
Revenue reserve - un-appropriated profit		20,305,494	17,801,761
<b>Total equity</b>		<b>23,978,963</b>	<b>21,475,230</b>
<b>LIABILITIES</b>			
<b>NON-CURRENT LIABILITIES</b>			
Long term financing - secured	4	-	17,110
Deferred income - Government grant	5	-	181
		-	17,291
<b>CURRENT LIABILITIES</b>			
Trade and other payables	6	1,015,745	1,284,480
Accrued mark-up / profit	7	202,300	242,834
Short term loan from holding company - unsecured	8	-	-
Short term borrowings	9	10,851,726	10,022,747
Current portion of long term liabilities	10	17,291	34,615
Unclaimed dividend		16,563	18,276
		12,103,625	11,602,952
<b>TOTAL LIABILITIES</b>		<b>12,103,625</b>	<b>11,620,243</b>
<b>CONTINGENCIES AND COMMITMENTS</b>			
	11		
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>36,082,588</b>	<b>33,095,473</b>

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

CHIEF EXECUTIVE OFFICER



	Note	2022 (Rupees in thousand)	2021
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	12	9,461,004	9,856,214
Intangible assets	13	-	604
Long term loans to employees	14	981	1,736
Long term security deposit		100	100
		9,462,085	9,858,654
<b>CURRENT ASSETS</b>			
Stores and spares	15	445,586	393,040
Inventories	16	2,254,688	868,726
Trade debts	17	13,718,135	20,441,944
Loans, advances, deposits, prepayments and other receivables	18	1,510,198	870,443
Advance income tax - net of provision for taxation	19	61,314	52,902
Short term investments	20	8,609,548	311,931
Bank balances	21	21,034	297,833
		26,620,503	23,236,819
<b>TOTAL ASSETS</b>		<b>36,082,588</b>	<b>33,095,473</b>

DIRECTOR

CHIEF FINANCIAL OFFICER



# STATEMENT OF PROFIT OR LOSS

FOR THE YEAR ENDED JUNE 30, 2022

	NOTE	2022 (RUPEES IN THOUSAND)	2021
REVENUE FROM CONTRACT WITH CUSTOMER	22	25,415,977	11,643,346
COST OF SALES	23	(21,858,305)	(7,873,192)
<b>GROSS PROFIT</b>		3,557,672	3,770,154
ADMINISTRATIVE EXPENSES	24	(176,520)	(140,768)
OTHER EXPENSES	25	(152,763)	(174,487)
		(329,283)	(315,255)
OTHER INCOME	26	160,492	38,809
<b>PROFIT FROM OPERATIONS</b>		3,388,881	3,493,708
FINANCE COST	27	(884,205)	(984,418)
<b>PROFIT BEFORE TAXATION</b>		2,504,676	2,509,290
TAXATION	28	(943)	-
<b>PROFIT AFTER TAXATION</b>		2,503,733	2,509,290
EARNINGS PER SHARE - BASIC AND DILUTED (RUPEES)	29	6.82	6.83

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

CHIEF EXECUTIVE OFFICER

DIRECTOR

CHIEF FINANCIAL OFFICER





# STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED JUNE 30, 2022

	2022	2021
	(Rupees in thousand)	
<b>Profit After Taxation</b>	2,503,733	2,509,290
Other Comprehensive Income		
Items that will not be reclassified to profit or loss	-	-
Items that may be reclassified subsequently to profit or loss	-	-
	-	-
<b>Total Comprehensive Income For The Year</b>	2,503,733	2,509,290

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

CHIEF EXECUTIVE OFFICER

DIRECTOR

CHIEF FINANCIAL OFFICER



# STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED JUNE 30, 2022

	Share Capital	Revenue Reserve: Un-appropriated Profits (Rupees in thousand)	Total Equity
<b>Balance as at June 30, 2020</b>	3,673,469	15,292,471	18,965,940
Profit for the year ended 30 June 2021	-	2,509,290	2,509,290
Other comprehensive income for the year ended 30 June 2021	-	-	-
Total comprehensive income for the year ended 30 June 2021	-	2,509,290	2,509,290
<b>Balance as at June 30, 2021</b>	3,673,469	17,801,761	21,475,230
Profit for the year ended 30 June 2022	-	2,503,733	2,503,733
Other comprehensive income for the year ended 30 June 2022	-	-	-
Total comprehensive income for the year ended 30 June 2022	-	2,503,733	2,503,733
<b>Balance as at June 30, 2022</b>	3,673,469	20,305,494	23,978,963

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

CHIEF EXECUTIVE OFFICER

DIRECTOR

CHIEF FINANCIAL OFFICER



# STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED JUNE 30, 2022

	Note	2022 (Rupees in thousand)	2021
<b>Cash Flows From Operating Activities</b>			
<b>Cash generated from operations</b>	30	8,664,541	2,733,762
Finance cost paid		(922,423)	(1,115,372)
Net decrease in long term loans to employees		693	810
Income tax paid		(9,355)	(4,822)
Retirement benefits paid		(8,286)	(9,906)
Profit on bank deposits received		43,442	6,488
<b>Net cash generated from operating activities</b>		7,768,612	1,610,960
<b>Cash Flows From Investing Activities</b>			
Capital expenditure on property, plant and equipment		(549,839)	(92,652)
Short term investments made		(7,757,078)	(307,260)
Proceeds from disposal of short term investments		5,306,562	-
Investment made in Pakistan Investment Bonds and Government Ijara Sukuks		(9,746,123)	-
Proceeds from sale of Pakistan Investment Bonds and Government Ijara Sukuks		3,879,151	-
Proceeds from disposal of property, plant and equipment		29,265	5,431
<b>Net cash used in investing activities</b>		(8,838,062)	(394,481)
<b>Cash Flows From Financing Activities</b>			
Proceeds from long term financing		-	51,641
Repayment of long term financing		(34,615)	(1,289,705)
Short term loans obtained from holding company		-	4,548,222
Repayment of short term loans from holding company		-	(4,548,222)
Dividend paid		(1,713)	(664)
<b>Net cash used in financing activities</b>		(36,328)	(1,238,728)
<b>Net decrease in cash and cash equivalents</b>		(1,105,778)	(22,249)
<b>Cash and cash equivalents at the beginning of the year</b>		(9,724,914)	(9,702,665)
<b>Cash and cash equivalents at the end of the year</b>		(10,830,692)	(9,724,914)
<b>Cash And Cash Equivalents</b>			
Bank balances		21,034	297,833
Short term borrowings		(10,851,726)	(10,022,747)
		(10,830,692)	(9,724,914)

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

CHIEF EXECUTIVE OFFICER

DIRECTOR

CHIEF FINANCIAL OFFICER



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2022

## 1. THE COMPANY AND ITS OPERATIONS

**1.1** Nishat Chunian Power Limited ('the Company') is a public Company limited by shares incorporated in Pakistan on 23 February 2007 under the repealed Companies Ordinance, 1984 (now Companies Act, 2017). The Company is a subsidiary of Nishat (Chunian) Limited. The Company's ordinary shares are listed on the Pakistan Stock Exchange Limited.

**1.2** The principal activity of the Company is to build, own, operate and maintain a fuel fired power station having gross capacity of 200 MW and net capacity of 195.722 MW at Jamber Kalan, Tehsil Pattoki, District Kasur, Punjab, Pakistan. The address of the registered office of the Company is 31-Q, Gulberg II, Lahore. On 13 November 2007, the Company entered into a Power Purchase Agreement ('PPA') with its sole customer, National Transmission and Dispatch Company Limited ('NTDC') for twenty-five years which commenced from 21 July 2010. The PPA has been extended by a period of 75 days as per the terms of PPA Amendment Agreement dated 11 February 2021 as referred to in note 1.4 to these financial statements. On 11 February 2021, the Company, NTDC and Central Power Purchasing Agency (Guarantee) Limited ('CPPA-G' and also referred to as 'Power Purchaser') have entered into a 'Novation Agreement' to transfer the rights, obligations and liabilities of NTDC under the PPA (as amended by the 'PPA Amendment Agreement') in favour of CPPA-G.

**1.3** Geographical location and addresses of all business units are as follows:

Business units	Address
Registered office	31-Q, Gulberg II, Lahore
Office (under renovation)	House No. 59, Shadman Colony-II, Lahore
Power station	Jamber Kalan, Tehsil Pattoki, District Kasur, Punjab

**1.4** Significant events - Master Agreement and PPA Amendment Agreement

The Company along with other Independent Power Producers agreed to amend its existing contractual arrangements with Power Purchaser for the sale of electricity. In this respect, the Company entered into a 'Master Agreement' and a 'PPA Amendment Agreement' (hereinafter referred to as the 'Agreements') on 11 February 2021. Under these Agreements, the Company and CPPA-G primarily agreed on the following matters that are subject to fulfilment of certain terms and conditions mentioned in the Agreements: mechanism of settlement of long outstanding receivables as at 30 November 2020 amounting to Rupees 14,619.019 million in two installments; discounts in tariff components; sharing of future savings in fuel and O&M; reduction in delayed payment rate; conversion of the PPA to 'Take and Pay Basis' subject to mutual agreement of the Parties when competitive trading arrangement is implemented and becomes fully operational; and amicable resolution of the disputes as detailed in note 17.2 and note 17.4 to these financial statements. The accounting implications of the same have been detailed in note 17.2 to these financial statements.

On 06 January 2022, the Company has received first installment of Rupees 5,847.600 million and second installment of Rupees 8,771.412 million was received on 30 June 2022. Accordingly, the aforementioned terms have become applicable, such as discounts in certain tariff components and sharing of savings under certain tariff components since the payment of first installment and reduction in delay payment mark-up rate, subsequent to the second installment. The impact of the foregoing in respect of discounts in certain tariff components and sharing of savings, if any, under certain components have been accounted for in these financial statements.

The management has also assessed the accounting implications of the above mentioned developments in relation to the impairment of Cash Generating Unit ('CGU') comprising of tangible and intangible assets





under IAS 36, 'Impairment of assets'. However, according to management's assessment, there is no impact on these financial statements.

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The significant accounting policies 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 on historical cost basis, except as otherwise stated in respective accounting policies.

#### **c) Critical accounting estimates and judgments**

The preparation of financial statements in conformity with 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:

##### **Income tax**

In making the estimates for income tax 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. Instances where the Company's view differs from the view taken by the income tax department at the assessment stage and where the Company considers that its view on items of material nature is in accordance with law, the amounts are shown as contingent liabilities.

##### **Useful lives, pattern 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 the assets for possible impairments on an annual basis. If such indication exists assets recoverable amount is estimated in order to determine the extent of impairment loss, if any. Any change in the estimates in the future might affect the carrying amount of respective item of property, plant and equipment, with a corresponding effect on the depreciation charge and impairment.



## 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.

## Revenue from contract with customer involving sale of electricity (Note 2.28)

## 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.

### 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 2021:

- Amendments to IFRS 16 'Leases' – Covid-19 related rent concessions extended beyond 30 June 2021.
- Interest Rate Benchmark Reform– Phase 2 which amended IFRS 9 'Financial Instruments', IAS 39 'Financial Instruments: Recognition and Measurement', IFRS 4 'Insurance Contracts', IFRS 7 'Financial Instruments: Disclosures' and IFRS 16 'Leases'.

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 2021 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) **Amendments to published approved accounting standards that are not yet effective but relevant to the Company**

Following amendments to existing standards have been published and are mandatory for the Company's accounting periods beginning on or after 01 July 2022 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 2023. 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'.

Onerous Contracts – Cost of Fulfilling a Contract (Amendments to IAS 37 'Provisions, Contingent Liabilities and Contingent Assets') effective for the annual period beginning on or after 01 January 2022 amends IAS 1 'Presentation of Financial Statements' by mainly adding paragraphs which clarifies what



comprise the cost of fulfilling a contract. Cost of fulfilling a contract is relevant when determining whether a contract is onerous. An entity is required to apply the amendments to contracts for which it has not yet fulfilled all its obligations at the beginning of the annual reporting period in which it first applies the amendments (the date of initial application). Restatement of comparative information is not required, instead the amendments require an entity to recognize the cumulative effect of initially applying the amendments as an adjustment to the opening balance of retained earnings or other component of equity, as appropriate, at the date of initial application.

Property, Plant and Equipment: Proceeds before Intended Use (Amendments to IAS 16 'Property, Plant and Equipment') effective for the annual period beginning on or after 1 January 2022. Clarifies that sales proceeds and cost of items produced while bringing an item of property, plant and equipment to the location and condition necessary for it to be capable of operating in the manner intended by management e.g. when testing etc., are recognized in profit or loss in accordance with applicable Standards. The entity measures the cost of those items applying the measurement requirements of IAS 2 'Inventories'. The standard also removes the requirement of deducting the net sales proceeds from cost of testing. An entity shall apply those amendments retrospectively, but only to items of property, plant and equipment that are brought to the location and condition necessary for them to be capable of operating in the manner intended by management on or after the beginning of the earliest period presented in the financial statements in which the entity first applies the amendments. The entity shall recognize the cumulative effect of initially applying the amendments as an adjustment to the opening balance of retained earnings (or other component of equity, as appropriate) at the beginning of that earliest period presented.

The following annual improvements to IFRS standards 2018-2020 are effective for annual reporting periods beginning on or after 01 January 2022:

- IFRS 9 'Financial Instruments' – The amendment clarifies that an entity includes only fees paid or received between the entity (the borrower) and the lender, including fees paid or received by either the entity or the lender on the other's behalf, when it applies the '10 per cent' test in paragraph B3.3.6 of IFRS 9 in assessing whether to derecognize a financial liability.
- IFRS 16 'Leases' – The amendment partially amends Illustrative Example 13 accompanying IFRS 16 'Leases' by excluding the illustration of reimbursement of leasehold improvements by the lessor. The objective of the amendment is to resolve any potential confusion that might arise in lease incentives.

Disclosure of Accounting Policies (Amendments to IAS 1 'Presentation of Financial Statements' and IFRS Practice Statement 2 'Making Materiality Judgement') effective for annual periods beginning on or after 01 January 2023. These amendments are intended to help preparers in deciding which accounting policies to disclose in their financial statements. Earlier, IAS 1 states that an entity shall disclose its 'significant accounting policies' in their financial statements. These amendments shall assist the entities to disclose their 'material accounting policies' in their financial statements.

Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12 'Income taxes') effective for annual periods beginning on or after 01 January 2023. These amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations.

Change in definition of Accounting Estimate (Amendments to IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors') effective for annual periods beginning on or after 1 January 2023. This change replaced the definition of Accounting Estimate with a new definition, intended to help entities to distinguish between accounting policies and accounting estimates.

The above 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 2022 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 Property, plant and equipment**

### **2.2.1 Operating fixed assets**

Operating fixed assets, except freehold land are stated at cost less accumulated depreciation and any identified impairment loss. Freehold land is stated at cost less any identified impairment loss. Residual values and estimated useful lives are reviewed at each reporting date, with the effect of changes in estimate accounted for on prospective basis.

Depreciation on operating fixed assets, other than identifiable capital spares in plant and machinery, is charged to statement of profit or loss on the straight line method so as to write off the cost of an asset over its estimated useful life at the annual rates mentioned in note 12.1 after taking into account their residual values. Depreciation on identifiable capital spares in plant and machinery is charged on the basis of number of hours used. Depreciation on additions is charged for the full month in which the asset is available for use and on deletion up to the month immediately preceding the deletion.

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 included in the statement of profit or loss and other comprehensive income during the period in which they are incurred.

An item of operating fixed assets is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. The gain or loss on disposal or retirement of an asset represented by the difference between the sale proceeds and the carrying amount of the asset is recognized as an income or expense.

### **2.2.2 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.

### **2.2.3 Major spare parts and standby equipment**

Major spare parts and stand-by equipment qualify as property, plant and equipment when an entity expects to use them for more than one year. Transfers are made to relevant operating fixed assets category as and when such items are available for use.

### **2.2.4 Intangible assets**

Intangible assets, which are non-monetary assets without physical substance, are recognized at cost, which comprise purchase price, non-refundable purchase taxes and other directly attributable expenditures relating to their implementation and customization. After initial recognition, an intangible asset is carried at cost less accumulated amortization and impairment losses, if any. Intangible assets are amortized from the month, when these assets are available for use, using the straight line method, whereby the cost of the intangible asset is amortized over its estimated useful life over which economic benefits are expected to flow to the Company. The useful life and amortization method are reviewed and adjusted, if appropriate, at each reporting date.



## 2.3 Leases

### Exemption from requirements of IFRS 16 to the extent of Power Purchase Agreement (PPA)

The Securities and Exchange Commission of Pakistan (SECP) vide SRO 986(I)/2019 dated 02 September 2019 has granted exemption from the requirements of IFRS 16 'Leases' to all companies, which have entered into power purchase agreements before 01 January 2019. Therefore, the Company is not required to account for the portion of its PPA with CPPA-G as a lease under IFRS 16 'Leases'. However, if the Company followed IFRS 16, the effect on the financial statements would be as follows:

	2022	2021
	(Rupees in thousand)	
De-recognition of property, plant and equipment	(9,152,742)	(9,611,395)
Recognition of lease debtor	4,255,616	11,343,919
De-recognition of trade debts	(556,913)	(7,575,910)
Decrease in un-appropriated profit at the beginning of the year	(5,843,387)	(6,360,120)
Increase in profit for the year	389,348	516,733
Decrease in un-appropriated profit at the end of the year	(5,454,039)	(5,843,387)

## 2.4 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, which comprises 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.

## 2.5 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.

## **2.6 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 rate 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 initial recognition of the receivables.

## **2.9 Financial assets due from the Government of Pakistan**

Financial assets due from the Government of Pakistan include trade debts and other receivables due from



Central Power Purchasing Agency (Guarantee) Limited ('CPPA-G') under the PPA that also includes accrued amounts. SECP through SRO 985(I)/2019 dated 02 September 2019 and SRO 1177 (I)/2021 dated 13 September 2021 has notified that, in respect of companies holding financial assets due from the Government of Pakistan, the requirements contained in IFRS 9 with respect to application of Expected Credit Losses method shall not be applicable till 30 June 2022 and that such companies shall follow relevant requirements of IAS 39 in respect of above referred financial assets during the exemption period. Accordingly, the same continue to be reported as per the following accounting policy:

A provision for impairment is established when there is objective evidence that the Company will not be able to collect all the amount due according to the original terms of the receivable.

The Company assesses at the end of each reporting period whether there is objective evidence that the financial asset is impaired. The financial asset is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset that can be reliably estimated. Evidence of impairment may include indications that the debtor is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganization, and where observable data indicates that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults. The amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in the profit or loss. When the financial asset is uncollectible, it is written off against the provision. Subsequent recoveries of amounts previously written off are credited to the profit or loss. If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is recognised in the profit or loss.

## **2.10 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.

## **2.11 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.

## **2.12 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 thousands of Pak Rupees.

### **2.13 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.

### **2.14 Employee benefits**

#### **Short term obligations**

Liabilities for wages and salaries including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the statement of financial position.

#### **Defined contribution plan**

The Company operates a contributory provident fund scheme covering all regular employees. Equal monthly contributions are made by the Company and employees to the fund at the rate of 8.33% of basic salary of employees.

### **2.15 Inventories**

Inventories except for those in transit and furnace oil are valued principally at lower of weighted average cost and net realizable value. Materials in transit are stated at cost comprising invoice value plus other charges paid thereon. Furnace oil is valued at lower of cost based on First-In First-Out (FIFO) method and net realizable value.

Net realizable value is determined on the basis of estimated selling price in the ordinary course of business less estimated cost of completion and the estimated cost necessary to make the sale. Provision for obsolete and slow moving inventories is made based on management's estimate.

### **2.16 Stores and spares**

Stores and spares are valued principally at weighted average cost except for items in transit which are stated at invoice plus other charges paid thereon till the reporting date while items considered obsolete are carried at nil value.

### **2.17 Provisions**

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the obligation can be made. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.



## **2.18 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.

## **2.19 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.

## **2.20 Taxation**

### **2.20.1 Current**

The profits and gains of the Company derived from electric power generation are exempt from tax in terms of clause 132 of Part I of the Second Schedule to the Income Tax Ordinance, 2001, subject to the conditions and limitations provided therein.

Under clause 11A of Part IV of the Second Schedule to the Income Tax Ordinance, 2001, the Company is also exempt from levy of minimum tax on 'turnover' under section 113 of the Income Tax Ordinance, 2001. However, full provision is made in the statement of profit or loss on income from sources not covered under the above clause at current rates of taxation after taking into account, tax credits and rebates available, if any.

### **2.20.2 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 base 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 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.

Deferred tax has not been provided in these financial statements as the management believes that the temporary differences will not reverse in the foreseeable future due to the fact that the Company remains exempt from taxation under clause 132 of Part I and clause 11A of Part IV of Second Schedule to the Income Tax Ordinance, 2001.

## **2.21 Cash and cash equivalents**

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities on the statement of financial position.



## **2.22 Borrowings**

Borrowings are recognized initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the statement of profit or loss over the period of the borrowings using the effective interest method. Finance costs are accounted for on an accrual basis and are reported under accrued finance cost to the extent of the amount remaining unpaid.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

## **2.23 Borrowing costs**

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in statement of profit or loss in the period in which they are incurred.

## **2.24 Trade debts**

Trade debts are amounts due from CPPA-G in the ordinary course of business. They are generally due for settlement as referred to in note 2.28 and therefore are all classified as current. Trade debts are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at fair value. The Company holds the trade debts with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less provision for impairment.

## **2.25 Share capital**

Ordinary shares are classified as equity and recognized at their face value. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax.

## **2.26 Trade and other payables**

Liabilities for trade and other amounts payable are initially recognized at fair value which is normally the transaction cost.

## **2.27 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 profit or loss.





## 2.28 Revenue recognition

Revenue shall be recognised when (or as) the entity satisfies a performance obligation by transferring a promised good or service (i.e. an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset and thus has the ability to direct the use and obtain the benefits from the good or service.

### Sale of electricity

Revenue from the sale of electricity to CPPA-G, the sole customer of the Company, is recorded on the following basis:

- Capacity Purchase Price revenue is recognised over time, based on the capacity made available to CPPA-G, at rates as specified under the PPA with CPPA-G, as amended from time to time; and
- Energy Purchase Price revenue is recognised at a 'point in time', as and when the Net Electrical Output (NEO) are delivered to CPPA-G.

Capacity and Energy revenue is recognised based on the rates determined under the mechanism laid down in the PPA.

Invoices are generally raised on a monthly basis and are due after 30 days from acknowledgement by CPPA-G.

### Interest

Delayed payment mark-up on amounts due under the PPA is accrued on a time proportion basis by reference to the amount outstanding and the applicable rate of return under the PPA.

### Dividend

Dividend on equity investments is recognized when right to receive the dividend is established.

## 2.29 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 fixed assets are included in non-current liabilities as deferred income and are credited to profit or loss over the expected lives of the related assets.

## 2.30 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.

## 2.31 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. ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL

	2022 (Number of shares)	2021 (Number of shares)		2022 (Rupees in thousand)	2021 (Rupees in thousand)
	367,346,939	367,346,939	Ordinary shares of Rupees 10 each fully paid-up in cash	3,673,469	3,673,469

**3.1** 187,585,820 (2021: 187,585,820) ordinary shares of the Company are held by Nishat (Chunian) Limited - holding company.

**3.2** The Board of Directors of the Holding Company in its meeting held on 21 February 2022 has approved a Scheme of Compromises, Arrangement and Reconstruction (Under Sections 279 to 283 and 285 of the Companies Act, 2017) amongst the Holding Company and its members and Nishat Chunian Properties (Private) Limited (Subsidiary of the Holding Company) and its members. One of the principal objects of the Scheme is to make the Holding Company and Nishat Chunian Power Limited totally independent of each other by the transfer amongst the members of the Holding Company of 187,585,820 ordinary shares of Nishat Chunian Power Limited owned by the Holding Company. On 29 June 2022, the Honorable Lahore High Court, Lahore has approved the aforesaid Scheme. The Effective Date of the Scheme for this purpose is the commencement date of book closure (10 August 2022) announced by the Holding Company in accordance with Pakistan Stock Exchange Limited Regulations. Necessary corporate and legal formalities in this regard are expected to be complete shortly.

### 3.3 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 and make adjustments to it in the light of changes in economic conditions, the Company may adjust the amount of dividends paid to shareholders or issue new shares. 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 net borrowings divided by total equity. Net borrowings are calculated as total borrowings including current and non-current borrowings, as disclosed in notes 4, 8 and 9 to these financial statements, less bank balances as disclosed in note 21 to these financial statements. Total capital employed includes equity as shown in the statement of financial position, plus net borrowings.

	Note	2022 (Rupees in thousand)	2021 (Rupees in thousand)
Long term financing		17,291	51,906
Short term borrowings		10,851,726	10,022,747
Less: Bank balances		21,034	297,833
Net borrowings		10,847,983	9,776,820
Equity		23,978,963	21,475,230
Capital and net borrowings		34,826,946	31,252,050
Gearing ratio		31.15%	31.28%

### 4 LONG TERM FINANCING - SECURED

From banking company			
Loan under State Bank of Pakistan (SBP) Refinance Scheme	4.1	17,110	49,409
Less: Current portion shown under current liabilities	10	(17,110)	(32,299)
		-	17,110



- 4.1** This term finance facility, aggregating to Rupees 68.866 million (2021: Rupees 68.866 million) is obtained by the Company from Bank Alfalah Limited under SBP refinance scheme for payment of wages and salaries to workers and employees of business concerns. This facility is secured against joint ownership of diminishing musharaka assets of the Company to the tune of Rupees 81.264 million, first joint parri passu charge on all the present and future current assets including fuel stocks, inventories and energy price payment receivables from CPPA-G and demand promissory notes by the Company. This finance facility is payable in 8 equal quarterly installments commenced from 04 January 2021 and ending on 19 October 2022. Mark-up is payable quarterly at the rate of SBP refinance rate plus 1.5% and 3.00% per annum. This loan is recognized and measured in accordance with IFRS 9 'Financial Instruments'. Fair value adjustment is recognized at discount rates ranging from 10.25% to 11.18% (2021: 10.25% to 11.18%) per annum.

	Note	2022 (Rupees in thousand)	2021
<b>5 DEFERRED INCOME - GOVERNMENT GRANT</b>			
Opening balance		2,497	1,719
Recognized during the year		-	4,652
Amortized during the year	26	(2,316)	(3,874)
		181	2,497
Current portion shown under current liabilities	10	(181)	(2,316)
		-	181

- 5.1** The State Bank of Pakistan (SBP), through its Circular No. 06 of 2020 dated 10 April 2020 introduced a temporary refinance scheme for payment of wages and salaries to the workers and employees of business concerns (the Refinance Scheme). The refinance scheme was funded by SBP. Borrowers could obtain loans from the banks and ease their cash flow constraints to avoid layoffs. One of the key feature of the refinance scheme was that borrowers can obtain loan at mark-up rates that are below normal lending rates. As per International Accounting Standard (IAS) 20 'Accounting for Government Grants and Disclosure of Government Assistance', the benefit of a Government loan at a below-market rate of interest is treated as a Government Grant. The Company obtained this loan as disclosed in note 4 to the financial statements. In accordance with IFRS 9 'Financial Instruments' loan obtained under the refinance scheme was initially recognised at its fair value which is the present value of loan proceeds received, discounted using prevailing market rates of interest for a similar instrument. Hence, the benefit of the below-market rate of interest has been measured as the difference between the initial carrying value of the loan determined in accordance with IFRS 9 and the proceeds received. This benefit is accounted for and presented as deferred grant in accordance with IAS 20. The grant is being amortised in the statement of profit or loss, in line with the recognition of interest expense the grant is compensating.

	Note	2022 (Rupees in thousand)	2021
<b>6 TRADE AND OTHER PAYABLES</b>			
Creditors		86,245	589,493
Accrued liabilities		81,795	25,652
Workers' profit participation fund payable	6.1	651,841	526,607
Workers' welfare fund	6.2	192,395	142,301
Income tax deducted at source		3,389	347
Others		80	80
		1,015,745	1,284,480



	Note	2022 (Rupees in thousand)	2021
<b>6.1 Workers' profit participation fund payable</b>			
Balance as at 01 July		526,607	401,142
Allocation for the year	18.1	125,234	125,465
		651,841	526,607
Payments made during the year		-	-
Balance as at 30 June		651,841	526,607
<b>6.2 Workers' welfare fund</b>			
Balance as at 01 July		142,301	92,115
Provision for the year	18.2	50,094	50,186
		192,395	142,301
Payments made during the year		-	-
Balance as at 30 June		192,395	142,301
<b>7 ACCRUED MARK-UP / PROFIT</b>			
Short term borrowings - secured		202,300	242,834

## 8 SHORT TERM LOAN FROM HOLDING COMPANY - UNSECURED

This represented short term loan from holding company to meet the working capital requirements of the Company during the year ended 30 June 2021. This carried mark-up at the rate of three months KIBOR plus 2% or borrowing cost of the holding company, whichever is higher. The effective rate of mark-up charged was 9.25% to 9.59% per annum. The reconciliation of the carrying amount is as follows:

	Note	2022 (Rupees in thousand)	2021
Opening balance		-	-
Add: Received during the year		-	4,548,222
		-	4,548,222
Less: Repaid during the year		-	4,548,222
		-	-
<b>9 SHORT TERM BORROWINGS</b>			
<b>From banking companies and financial institutions - Secured</b>			
Running finances	9.1	6,177,017	5,262,724
Term finances	9.2	-	650,000
Running musharakah and murabaha	9.3	4,674,709	4,110,023
		10,851,726	10,022,747

- 9.1** These running finance facilities are obtained from commercial banks under mark-up arrangements amounting to Rupees 7,340 million (2021: Rupees 6,212.500 million). These facilities are available at mark-up rates ranging from one month to three months KIBOR plus 0.00% to 2.00% (2021: one month to



three months KIBOR plus 0.25% to 2.00%) per annum payable quarterly. These facilities are secured against first joint pari passu hypothecation charge on the present and future current assets of the Company including fuel stocks, inventories and energy price payment receivables from CPPA-G. The mark-up rate charged during the year on the outstanding balance ranges from 7.70% to 15.31% (2021: 7.51% to 9.59%) per annum.

**9.2** These facilities are obtained from financial institutions under mark-up arrangement amounting to Rupees 900 million (2021: Rupees 900 million). These facilities are secured against first joint pari passu charge on present and future current assets of the Company including fuel stocks, inventories and energy price payment receivables from CPPA-G. These facilities are available at mark-up rates ranging from three months KIBOR plus 2.00% to 2.50% (2021: three months KIBOR plus 2.00% to 2.50%) payable on quarterly basis. The mark-up rate charged during the year on the outstanding balance ranges from 9.45% to 12.52% (2021: 9.27% to 10.14%) per annum.

**9.3** These murabaha and musharaka facilities are obtained from Islamic banks aggregating to Rupees 5,324.562 million (2021: Rupees 6,900 million) at profit rates ranging from one month to six months KIBOR plus 0.15% to 1.50% (2021: one month to six months KIBOR plus 0.50% to 2.50%) per annum. Profit on murabaha is payable at the maturity of the respective murabaha transaction, whereas, the profit on musharaka is payable monthly / quarterly on the balance outstanding. These facilities are secured against first joint pari passu hypothecation charge on the present and future current assets of the Company comprising of fuel stocks, inventories and energy price payment receivables from CPPA-G. The profit rate charged during the year on the outstanding balance ranges from 7.76% to 15.16% (2021: 7.69% to 9.85%) per annum.

	Note	2022 (Rupees in thousand)	2021
<b>10</b>	<b>CURRENT PORTION OF NON-CURRENT LIABILITIES</b>		
Long term financing	4	17,110	32,299
Deferred income - Government grant	5	181	2,316
		17,291	34,615

## **11 CONTINGENCIES AND COMMITMENTS**

### **11.1 Contingencies**

#### **11.1.1 Contingent liabilities:**

i) Assistant Commissioner Inland Revenue ('ACIR') has raised a demand of Rupees 1,161.548 million through its order dated 28 November 2013 by disallowing input sales tax for the tax periods from July 2010 to June 2012. Such amount was disallowed on the grounds that the revenue derived by the Company on account of 'capacity purchase price' was against a non-taxable supply and thus, the entire amount of input sales tax claimed by the Company was required to be apportioned with only the input sales tax attributable to other revenue stream i.e. 'energy purchase price' admissible to the Company.

Against the aforesaid order, the Company preferred an appeal on 10 December 2013 before the Commissioner Inland Revenue (Appeals) ['CIR(A)'] who vacated the ACIR's order on the issue regarding apportionment of input sales tax. However, CIR(A) did not adjudicate upon the Company's other grounds of appeal. Consequently, the Company preferred an appeal on 17 March 2014 before the Appellate Tribunal Inland Revenue ('ATIR') on the issues not adjudicated upon by the CIR(A) and the Federal Board of Revenue ('tax department') also preferred an appeal on 08 May 2014 before the ATIR against the CIR(A)'s order. The ATIR decided the case in favour of the Company on 11 September 2018. However, the tax department filed a sales tax reference with Honourable Lahore High Court, Lahore against the





decision. On 31 March 2022, the Honourable Lahore High Court, Lahore set aside the ATIR's judgment and remanded back the case to determine whether payments made against capacity purchase price constitute a taxable or non-taxable supply and to treat the input sales tax adjustment accordingly. Being aggrieved by the decision of the Honourable Lahore High Court, Lahore, the Company has filed leave for appeal before the Honourable Supreme Court of Pakistan on 20 May 2022 which is pending adjudication.

Furthermore, the Deputy Commissioner Inland Revenue ('DCIR') issued a show cause notice on 12 November 2014 whereby intentions were shown to raise a sales tax demand of Rupees 1,093.262 million by disallowing input sales tax claimed by the Company for the tax periods from July 2010 to June 2012 on similar grounds as explained above. The Company agitated the initiation of such proceedings through institution of a writ petition before the Honourable Lahore High Court, Lahore on 23 July 2015. The Honourable Lahore High Court disposed off the petition in the Company's favour through its order dated 31 October 2016, by stating that there is no supply being made against capacity purchase price, hence, there is no existence of an "exempt supply". Accordingly, the Company is free to reclaim or deduct input tax under the relevant provisions of Sales Tax Act, 1990. However, the tax department filed a review petition before the Honourable Lahore High Court on 09 January 2017 and an appeal before the Honourable Supreme Court of Pakistan on 24 November 2017 against the aforementioned Honourable Lahore High Court's order, both of which are pending adjudication.

For the period July 2013 to June 2014, Company's case was selected for audit by the tax department, which selection was objected to, on jurisdictional basis, by Company by way of filing a writ petition before the Honourable Lahore High Court on 20 November 2015. While, the Honourable Lahore High Court has allowed the tax department to proceed with audit proceedings, it has been directed that no adjudication order, consequent to conduct of audit, shall be passed after confronting the audit report. The audit proceedings were completed by the tax department during the financial year 2016 and audit report thereof was submitted to the Company seeking explanations in regard to the issues raised therein. In the subject audit report, an aggregate amount of Rupees 631.769 million primarily including a disallowance of input sales tax of Rupees 622.263 million has been confronted on same grounds as explained above. The Honourable Lahore High Court through its order dated 9 January 2017 has allowed initiation of adjudication proceedings after issuance of audit report. On 17 May 2017, the DCIR issued a showcause notice as to why sales tax of the aforesaid amount of Rupees 631.769 million alongwith default surcharge should not be recovered from the Company. The Company filed a representation in this regard with the Chairman, Federal Board of Revenue. The Chairman, Federal Board of Revenue disposed of the case on the grounds that it did not invoke any provision of section 7 of the FBR Act 2007 as no issue of misadministration is involved therein. The Company then challenged the show cause notice before the Honourable Lahore High Court. The Honourable Lahore High Court declared on 9 November 2018 that the show cause notice was issued without having jurisdiction.

The tax department filed appeal before the Honourable Supreme Court of Pakistan. The Honourable Supreme Court of Pakistan decided the appeal in favour of tax department. On 21 January 2021, DCIR issued notice to the Company requiring to submit reply of the show cause notice. The Company duly submitted its reply to the show cause notice. On 03 June 2021, DCIR passed an order wherein aggregate demand of Rupees 1,326.682 million including penalty and default surcharge was raised. The Company being aggrieved with the order of DCIR, preferred an appeal before the CIR(A). On 31 December 2021, CIR(A) passed an order wherein the disallowance of input sales tax amounting to Rupees 1.164 million has been confirmed and the remaining amount involved has been annulled / deleted. Being aggrieved by the decision of CIR(A), the Company has filed an appeal before ATIR. No further notice has been served by the department against the order passed by CIR(A). The management based on the advice of its legal counsel, has strong grounds to believe that the case will be decided in favour of the Company. Therefore, no provision has been made in these financial statements.

ii) During the year ended 30 June 2019, the Commissioner Inland Revenue ('CIR') has raised a demand of Rupees 104.977 million against the Company through his order dated 16 April 2019, mainly on account of input tax claimed on inadmissible expenses in sales tax return for the various tax periods and sales tax default on account of suppression of sales related to various tax periods. The Company filed application for grant of stay before the ATIR against recovery of the aforesaid demand that was duly granted. Further,



the Company has filed appeals before CIR(A) and ATIR against the order. The ATIR decided the case against the Company vide its order dated 6 May 2020. The Company has filed sales tax reference before the Honourable Lahore High Court, Lahore which is pending adjudication. During the year ended 30 June 2021, the Honourable Lahore High Court, Lahore on an application of the Company has provided interim relief by restricting tax department from taking any coercive action against the Company subject to furnishing of the bank guarantee of disputed amount. Management based on the advice of its legal counsel, has strong grounds to believe that the case will be decided in favour of the Company. Therefore, no provision has been made in these financial statements.

iii) An amendment order dated 31 August 2017 was issued by the DCIR under section 122 of the Income Tax Ordinance, 2001 for tax year 2014 whereby income tax of Rupees 191.536 million was levied on other income, interest on delayed payments from CPPA-G, minimum tax on capacity sales, scrap sales and sale proceeds of fixed assets' disposal, and workers' welfare fund (WWF) was also levied of Rupees 12.946 million. Against the aforesaid order, the Company preferred an appeal on 25 September 2017 before the CIR(A) and the learned CIR(A) passed an order on 2 February 2018, declaring that the levy of income tax on interest on delayed payments from CPPA-G and minimum tax on capacity sales is not justified, while directing the Company to pay income tax aggregating to Rupees 1.466 million on profit on debt, miscellaneous income, capital gain on disposal of securities, minimum tax on scrap sales and fixed assets' disposal and WWF of Rupees 4.552 million. The Company and tax department both have filed appeals on 8 March 2018 and 26 March 2018 respectively, before the ATIR against the order of CIR(A). ATIR decided the case in favour of tax department and dismissed Company's appeal to grant relief. Further, all relieves granted by CIR(A) have been vacated and original order of DCIR has been upheld. The Company, being aggrieved by the ATIR's decision, filed income tax reference before the Honourable Lahore High Court, Lahore which is pending adjudication. The Honourable Lahore High Court, Lahore vide its interim order dated 25 January 2021 provided interim relief to the Company and suspended the order of ATIR subject to furnishing of the bank guarantee of disputed amount.

Further, another amendment order dated 15 December 2014 was issued by Additional Commissioner Inland Revenue under section 122 of the Income Tax Ordinance, 2001 for tax year 2013 whereby income tax of Rupees 25.340 million was levied on interest income and minimum tax on capacity sales and disallowed the tax credit under section 65B of the Income Tax Ordinance, 2001 amounting to Rupees 4.027 million. Against the aforesaid order, the Company preferred an appeal before CIR(A) on 23 January 2015 and the learned CIR(A) passed an order on 03 April 2015, declaring that income tax on interest income and minimum tax on capacity sales is not justified, while upheld to disallow the tax credit under section 65B of the Income Tax Ordinance, 2001. The Company and tax department both have filed appeals before the ATIR against the order of CIR(A) which is pending adjudication.

Moreover, another amendment order dated 13 June 2018 was issued by the ACIR under section 122 of the Income Tax Ordinance, 2001 for tax year 2012 and subsequently, rectification order dated 27 June 2018 under section 221 of the Income Tax Ordinance, 2001 was issued whereby income tax of Rupees 50.063 million was levied mainly comprising minimum tax on capacity sales. The Company filed an appeal on 26 July 2018 before the CIR(A) against the aforesaid orders. The CIR(A), through its order dated 12 September 2018, has decided the case in favour of the Company. However, the tax department has filed an appeal before the ATIR against the order of the CIR(A) which is pending adjudication.

The management considers that there exist meritorious grounds to defend the Company's stance and the ultimate decision from the appellate authorities would be in the Company's favour. Consequently, no provision has been made in these financial statements for the abovementioned amounts aggregating Rupees 283.912 million.

iv) For the period from July 2015 to June 2016, the Company's case was selected for sales tax audit by the tax department. The tax department conducted the audit and the Deputy Commissioner Inland Revenue - Audit [DCIR (Audit)] issued the audit report on 18 September 2019 in which observations involving sales tax amounting to Rupees 530.207 million were raised and comments were sought thereon from the management of the Company. The main observation was apportionment of sales tax which is already decided in favour of the Company by the Honorable Lahore High Court, Lahore in the previous



case. The Company submitted detailed reply on all the observations. DCIR (Audit) has further issued a show cause notice to the Company on 8 October 2019 with the same amount. The Company submitted detailed reply of the show cause notice but DCIR (Audit) issued final order on 27 November 2019 involving sales tax amounting to Rupees 530.207 million. The Company filed an appeal before CIR(A) against the above mentioned order of the DCIR (Audit). The CIR(A) vide its order dated 4 March 2020 accepted the stance of the Company on main observation of apportionment of sales tax and remanded back the case for rest of observations to DCIR (Audit) which is pending adjudication.

v) On 19 April 2021, DCIR issued show cause notice to the Company involving Rupees 223.773 million on account of input sales tax on capacity purchase price claimed by the Company for the period from July 2017 to January 2021. The Company challenged the jurisdiction of DCIR to issue show cause notice before the Honourable Lahore High Court, Lahore. On 31 May 2021, the Honourable Lahore High Court, Lahore directed the Company to file the reply of show cause notice issued by DCIR and ordered the DCIR to first determine the jurisdiction as raised by the Company. The Company filed its reply to show cause notice to DCIR. DCIR determined its jurisdiction to be lawful. On 03 August 2021, the DCIR passed an order whereby a demand of Rupees 223.773 million was raised against the Company. Against the aforesaid order of DCIR, the Company preferred an appeal before CIR(A). In its order dated 10 November 2021, CIR(A) remanded back the case to DCIR. Since the CIR(A) remanded back the case without hearing the merits, therefore, the Company has also filed an appeal before ATIR which is pending adjudication. The management based on the advice of its legal counsel, has strong grounds to believe that the case will be decided in favour of the Company. Therefore, no provision has been made in these financial statements.

vi) During the year ended 30 June 2019, National Electric Power Regulatory Authority (NEPRA) initiated suo moto proceedings against the Company and other IPPs on the profits earned by the companies since Commercial Operation Date (COD). The Company filed suit in Islamabad High Court and was provided an interim relief whereby the Court suspended the suo moto proceedings and whereas the suit is still pending adjudication. Based on the facts and law, the Company expects no outflow at this stage and consequently, no provision has been made in these financial statements.

vii) On 28 April 2022, National Electric Power Regulatory Authority (NEPRA) issued a notice of hearing to all the RFO based IPPs under the 2002 Power Policy regarding application of highest lab tested Calorific Value (CV) for calculation of CV adjustment instead of average CV as per existing mechanism. The Company vide its letter dated 16 May 2022 replied to NEPRA to refrain from re-initiating the subject proceedings which has already been finalized and implemented by NEPRA vide its letter dated 01 September 2021. Contrary to the reply of the Company, NEPRA held its hearing on 17 May 2022 and verbally directed to the Company to provide its comments in 15 days failing which the proceedings would be concluded on ex-parte basis. Against the directions of NEPRA, the Company filed a petition in Honourable Lahore High Court, Lahore on 06 June 2022, for restraining NEPRA to take any adverse action in this regard, which is pending adjudication. The Honourable Lahore High Court, Lahore vide its interim order dated 06 June 2022, suspended the impugned notice of hearing. The management based on the advice of its legal counsel, has strong grounds to believe that the case will be decided in favour of the Company. Further, its financial impact cannot be reasonably estimated at this stage, therefore, no provision has been made in these financial statements.

viii) In March 2020, Committee for the Power Sector Audit, Circular Debt Resolution and Future Roadmap constituted by Ministry of Energy alleged that savings were made by the Independent Power Producers ('IPPs'), including the Company, in the tariff components. On 11 February 2021, the Company and CPPA-G have signed "Master Agreement" and "PPA Amendment Agreement" as detailed in note 1.4 to these financial statements wherein it has been agreed that the abovementioned dispute will be resolved through arbitration under the 'Arbitration Submission Agreement' between the Company and GoP. On 15 November 2021, the Company has authorized GoP / CPPA-G to retain Rupees 8,360 million of its trade debts (note 17) until the Arbitration Tribunal renders the Award which shall be final and binding. During the year ended 30 June 2022, the Company and GoP have appointed two out of three arbitrators under the 'Arbitration Submission Agreement' and the appointment of third arbitrator is under process.



Management believes that there are strong grounds that the matter will ultimately be decided in Company's favour. Furthermore, its financial impact cannot be reasonably estimated at this stage, hence, no provision in this respect has been made in these financial statements.

ix) Letter of guarantees of Rupees 339.774 million (2021: Rupees 328.227 million) are given by the banks of the Company to Director, Excise and Taxation, Karachi under direction of Sindh High Court in respect of suit filed for levy of infrastructure cess, Federal Board of Revenue and Punjab Revenue Authority in respect of stay granted by various Courts of Pakistan pertaining to pending tax cases and collector of customs under the direction of Honorable Lahore High Court, Lahore in respect of suit filed for custom duty.

	<b>Note</b>	<b>2022</b> (Rupees in thousand)	<b>2021</b>
<b>11.2 Commitments</b>			
Commitments in respect of other than capital expenditure		318,468	83,245
<b>12 PROPERTY, PLANT AND EQUIPMENT</b>			
Operating fixed assets	12.1	9,189,900	9,625,622
Capital work-in-progress	12.2	12,067	1,844
Major spare parts and standby equipment	12.3	259,037	228,748
		9,461,004	9,856,214



**12.1** Reconciliation of carrying amounts of operating fixed assets at the beginning and at the end of the year is as follows:

Description	Freehold land	Buildings on freehold land	Plant and machinery	Electric installations	Computer equipment	Office equipment	Furniture and fixtures	Vehicles	TOTAL
Rupees in thousand									
<b>At 30 June 2020</b>									
Cost	71,017	196,778	17,554,943	4,510	16,341	37,530	1,009	61,554	17,943,682
Accumulated depreciation	-	(74,227)	(7,401,369)	(3,111)	(14,315)	(36,820)	(913)	(48,858)	(7,579,613)
Net book value	71,017	122,551	10,153,574	1,399	2,026	710	96	12,696	10,364,069
<b>Year ended 30 June 2021</b>									
Opening net book value	71,017	122,551	10,153,574	1,399	2,026	710	96	12,696	10,364,069
Additions	-	-	61,653	-	1,166	-	-	3,044	65,863
Disposals / derecognitions:									
Cost	-	-	(129,948)	-	(1,048)	-	-	(5,376)	(136,372)
Accumulated depreciation	-	-	129,948	-	967	-	-	5,091	136,006
Depreciation charge for the year	-	(8,036)	(789,364)	(215)	(1,332)	(154)	(39)	(285)	(803,944)
Closing net book value	71,017	114,515	9,425,863	1,184	1,779	556	57	10,651	9,625,622
<b>At 30 June 2021</b>									
Cost	71,017	196,778	17,486,648	4,510	16,459	37,530	1,009	59,222	17,873,173
Accumulated depreciation	-	(82,263)	(8,060,785)	(3,326)	(14,680)	(36,974)	(952)	(48,571)	(8,247,551)
Net book value	71,017	114,515	9,425,863	1,184	1,779	556	57	10,651	9,625,622
<b>Year ended 30 June 2022</b>									
Opening net book value	71,017	114,515	9,425,863	1,184	1,779	556	57	10,651	9,625,622
Additions	153,228	12,769	311,600	394	1,994	187	226	28,965	509,363
Disposals / derecognitions:									
Cost	-	-	(121,291)	-	(1,126)	-	-	(37,204)	(159,621)
Accumulated depreciation	-	-	121,291	-	1,074	-	-	37,158	159,523
Depreciation charge for the year	-	(8,803)	(927,446)	(223)	(1,118)	(100)	(32)	(7,265)	(944,987)
Closing net book value	224,245	118,481	8,810,017	1,355	2,603	643	251	32,305	9,189,900
<b>At 30 June 2022</b>									
Cost	224,245	209,547	17,676,957	4,904	17,327	37,717	1,235	50,983	18,222,915
Accumulated depreciation	-	(91,066)	(8,866,940)	(3,549)	(14,724)	(37,074)	(984)	(18,678)	(9,033,015)
Net book value	224,245	118,481	8,810,017	1,355	2,603	643	251	32,305	9,189,900
Annual rate of depreciation (%)	-	4 to 20	3.93 to 25 and number of hours	10	30 to 33.33	10	10	20	



**12.1.1** All items of operating fixed assets disposed of during the year had net book value of less than Rupees 500,000. Vehicles and computer equipment having net book value of Rupees 0.046 million and Rupees Nil respectively have been sold to employees of the Company at Rupees 5.910 million and Rupees 0.112 million respectively as per Company policy.

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

Description	Address	Area of land	Covered area of buildings
Power station	Jambar Kalan, Tehsil Pattoki, District Kasur, Punjab	99,527 Square Meters	19,782 Square Meters
Office (under renovation)	House No. 59, Shadman Colony-II, Lahore	2 Kanal, 16 Marla and 155 Square Feet	4,486 Square Feet

**12.1.3** Fixed assets having cost of Rupees 795.938 million (2021: Rupees 723.167 million) which are fully depreciated but still in the use of the Company.

**12.1.4** The depreciation charge for the year has been allocated as follows:

	Note	2022 (Rupees in thousand)	2021 (Rupees in thousand)
Cost of sales	23	939,857	801,274
Administrative expenses	24	5,094	2,670
		944,951	803,944
<b>12.2 Capital work-in-progress</b>			
Advance for purchase of vehicle		10,000	-
Plant and machinery		2,067	1,844
		12,067	1,844

**12.2.1 Movement in capital work in progress is as follows:**

	Advance for purchase of vehicle	Plant and machinery	Total
	(Rupees in thousand)		
<b>As at 30 June 2020</b>	-	1,907	1,907
Add: Additions during the year	-	61,590	61,590
Less: Transferred to operating fixed assets during the year	-	(61,653)	(61,653)
<b>As at 30 June 2021</b>	-	1,844	1,844
Add: Additions during the year	10,000	311,823	321,823
Less: Transferred to operating fixed assets during the year	-	(311,600)	(311,600)
<b>As at 30 June 2022</b>	10,000	2,067	12,067





	<b>Note</b>	<b>2022</b> (Rupees in thousand)	<b>2021</b>
<b>12.3 Major spare parts and standby equipment</b>			
<b>12.3.1</b> The reconciliation of the carrying amount is as follows:			
Balance as at 01 July		228,748	201,896
Additions during the year		341,889	88,442
		570,637	290,338
Transferred to capital work-in-progress		(311,600)	(61,590)
Balance as at 30 June		259,037	228,748
<b>13 INTANGIBLE ASSETS</b>			
Balance as at 01 July		604	4,217
Amortization charged during the year	23	(604)	(3,613)
Balance as at 30 June		-	604
Annual rate of amortization (%)		20%	20%
<b>13.1 Cost as at 30 June</b>		23,952	23,952
Accumulated amortization		(23,952)	(23,348)
Net book value as at 30 June		-	604

**13.2** Intangible assets having cost of Rupees 23.952 million (2021: Rupees 5.885 million) are fully amortized.

	<b>Note</b>	<b>2022</b> (Rupees in thousand)	<b>2021</b>
<b>14 LONG TERM LOANS TO EMPLOYEES</b>			
<b>Considered good:</b>			
Executive	14.1	1,674	2,367
Current portion shown under current assets	18	(693)	(631)
		981	1,736

**14.1** Reconciliation of carrying amount of loans to chief executive officer and chief financial officer:

	<b>Note</b>	<b>2022</b> (Rupees in thousand)	<b>2021</b>
Balance as at 01 July		2,367	3,177
Add: Interest accrued during the year	26	91	138
		2,458	3,315
Less: Repaid during the year		(784)	(948)
Balance as at 30 June		1,674	2,367

**14.1.1** Maximum aggregate balance due from chief executive officer (2021: chief executive officer and chief financial officer) at the end of any month during the year was Rupees 2.307 million (2021: Rupees 2.932 million and Rupees 0.179 million).



- 14.2** This represents house loan to chief executive officer as per Company's policy and is recoverable within a period of ten years commencing from the date of disbursement through monthly deductions from salaries. The loan was sanctioned and disbursed to chief executive officer in the previous years when he was not the Company's chief executive officer. This carry interest at the rate ranging from 4.15% to 5.36% per annum (2021: 4.25% to 10.02% per annum). This loan is secured against the accumulated provident fund balance of the relevant employee.
- 14.3** The fair value adjustment in accordance with the requirements of IFRS 9 'Financial Instruments' arising in respect of staff loans is not considered material and hence not recognized.

## **15 STORES AND SPARES**

- 15.1** These include stores in transit of Rupees 47.969 million (2021: Rupees Nil). Most of the items of stores and spares are of interchangeable nature and can be used as machine spares or consumed as stores. Accordingly, it is not practicable to distinguish stores from spares until their actual usage.

	<b>2022</b>	<b>2021</b>
	(Rupees in thousand)	
<b>16 INVENTORIES</b>		
Furnace oil	2,226,797	842,471
Diesel	4,408	3,392
Lubricating oil	23,483	22,863
	<b>2,254,688</b>	<b>868,726</b>
<b>17 TRADE DEBTS</b>		
Other than related parties - considered good	13,718,135	20,441,944

- 17.1** These represent trade receivables from CPPA-G and are considered good. These are secured by a guarantee from the Government of Pakistan (GOP) under the Implementation Agreement and are in the normal course of business and interest free, however, a delayed payment mark-up at the rate of three months KIBOR plus 4.50% compounded semi-annually is charged during the year ended 30 June 2022 on the amounts not paid within due date, before the receipt of second installment of outstanding receivables as disclosed in note 1.4. After the receipt of second installment, delayed payment mark-up at the rate of three months KIBOR plus 2.00% per annum for first sixty days and three months KIBOR plus 4.50% per annum after first sixty days, each compounded semi-annually, is charged in case the amounts are not paid within due dates. The rate of delayed payment mark-up charged during the year on outstanding amounts ranged from 11.53% to 19.53% (2021: 11.53% to 18.41%) per annum. Trade debts include unbilled receivables of Rupees 635.516 million (2021: Rupees 1,621.128 million).
- 17.2** Prior to the signing of the 'Master Agreement' and 'PPA Amendment Agreement' as referred to in note 1.4 to these financial statements, an amount of Rupees 966.166 million was included in trade debts relating to capacity revenue not acknowledged by Power Purchaser as the plant was not fully available for power generation. However, the sole reason of this under-utilization of plant capacity was non-availability of fuel owing to non-payment by Power Purchaser.

Since management considered that the primary reason for claiming these payments was that plant was available, however, it could not generate electricity due to non-payment by Power Purchaser, therefore, management believed that Company cannot be penalized in the form of payment deductions due to Power Purchaser's default of making timely payments under the PPA. Hence, the Company took up this issue in consultation with Power Purchaser and appointed an Expert for dispute resolution under the PPA.



During the financial year 2016, the Expert gave his determination whereby the aforesaid amount was determined to be payable to the Company by Power Purchaser. Pursuant to the Expert's determination, the Company demanded the payment of the aforesaid amount of Rupees 966.166 million from Power Purchaser. The Company filed a request for arbitration in the London Court of International Arbitration ('LCIA'), whereby an Arbitrator was appointed.

On 29 October 2017, the Arbitrator declared his Final Award whereby he ordered Power Purchaser to pay to the Company: i) Rupees 966.166 million pursuant to Expert's determination; ii) Rupees 224.229 million being pre award interest; iii) Rupees 9.203 million for breach of arbitration agreement; iv) Rupees 1.684 million and USD 612,311 for the Company's cost of proceedings; v) GBP 30,157 for Company's LCIA cost of Arbitration and vi) Interest at KIBOR + 4.5% compounded semi-annually from the date of Final Award until payment of these amounts by Power Purchaser ("the Final Award"). On 29 November 2017, the Company filed an application before Lahore High Court for implementation / enforcement of Final Award that is pending adjudication. On prudence basis, the amounts other than the principal of Rupees 966.166 million were not recognised in these financial statements.

On 11 February 2021, as part of the PPA Amendment Agreement as referred to in note 1.4 to these financial statements, the Power Purchaser and the Company acknowledged that the dispute relating to withheld capacity payment of Rupees 966.166 million which was awarded by LCIA, has now been settled through the extended disputed period of 75 days which shall be treated as an "Other Force Majeure Event" under the PPA which commenced on 20 July 2021 and ended on 04 October 2021. Consequently, the term of PPA has been extended by 75 days, till 04 October 2035. Further, Power Purchaser agreed to make certain payments to the Company, subject to certain terms, as compensation of the withheld capacity payments. In return, the Company agreed to forgo certain amounts declared under the Final Award as enumerated above. Further, subject to fulfillment of certain conditions, the Company and Power Purchaser agreed to file a joint application before the Lahore High Court for the withdrawal of the enforcement proceedings before the Honorable Lahore High Court.

Pursuant to the provisions of PPA Amendment Agreement as mentioned above, out of the recongized receivable of Rupees 966.166 million, the Company assessed that amounts aggregating Rupees 174.487 million were no longer recoverable and therefore written off during the financial year ended 30 June 2021. Remaining amount of Rupees 791.679 million has been duly verified by the Power Purchaser and received by the Company.

	2022	2021
	(Rupees in thousand)	
<b>17.3 As at June 30, age analysis of trade debts is as follows:</b>		
Neither past due nor impaired	8,705,605	4,912,037
Past due but not impaired:		
- 1 to 30 days	2,848,960	521,760
- 31 to 90 days	2,163,570	1,041,729
- 91 to 180 days	-	2,268,001
- 181 to 365 days	-	7,627,687
- Above 365 days	-	4,070,730
	5,012,530	15,529,907
	13,718,135	20,441,944

- 17.4** On July 29, 2017, the Company instituted arbitration proceedings against CPPA-G / Government of Pakistan by filing a Request for Arbitration ('RFA') with the London Court of International Arbitration ('LCIA') (the 'Arbitration Proceedings') for disallowing delayed payment charges on outstanding delayed payment invoices and other similar issues. On July 25, 2019, Final Partial Award was issued in favour of the Company. On September 12, 2019, the Memorandum of Corrections to the Final Partial Award has



been issued which corrected the Final Partial Award to the amount of Rupees 1,518.767 million. On 28 October 2019, the Arbitrator declared his Final Award whereby he ordered CPPA-G to pay to the Company in addition to the amount determined in Final Partial Award: i) Rupees 332.402 million being interest on Final Partial Award; ii) Rupees 27.302 million as the costs awarded in the Award; iii) Rupees 7.675 million as the amount of the costs awarded in respect of Interim Award and iv) Interest at KIBOR plus 4.5% per annum compounded semi-annually from the date of Final Award until payment of these amounts by CPPA-G.

However, under the Master Agreement, the CPPA-G has agreed to ensure that all present and future invoices shall follow the PPA's mandated FIFO payment principle. As long as this principle is followed by the CPPA-G in relation to past and future payments, the Company in consideration thereof has agreed to forgo and waive all of its claims of delayed payment charges on delayed payment invoices and it shall withdraw all such invoices. However, this will have no impact on the existing revenue and receivables of the Company, as the Company has not recognized the income and corresponding receivable for the said amounts on prudence basis.

## 18 LOANS, ADVANCES, DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

	Note	2022 (Rupees in thousand)	2021
Current maturity of long term loans to employees	14	693	631
Advances to suppliers - unsecured and considered good		366,311	23,678
Advances against letters of credit		27,135	35,661
Advances to employees against salaries		53	1
Advances to employees against expenses		136	-
Sales tax receivable		242,035	117,978
Margin against bank guarantees		26,356	11,032
Prepayments		1,188	2,180
Insurance claim receivable		-	673
Recoverable from CPPA-G as pass through item:			
Workers' profit participation fund	18.1	651,841	526,607
Workers' welfare fund	18.2	192,395	142,301
Private Power and Infrastructure Board's fee		-	9,409
Others		2,055	292
		1,510,198	870,443
<b>18.1 Workers' profit participation fund</b>			
Opening balance		526,607	401,142
Allocation for the year	6.1	125,234	125,465
		651,841	526,607
Amount received during the year		-	-
Closing balance		651,841	526,607
<b>18.2 Workers' welfare fund</b>			
Opening balance		142,301	92,115
Allocation for the year	6.2	50,094	50,186
		192,395	142,301
Amount received during the year		-	-
Closing balance		192,395	142,301



## 19 ADVANCE INCOME TAX - NET OF PROVISION FOR TAXATION

	Note	2022 (Rupees in thousand)	2021
Advance income tax		62,257	52,902
Less: Provision for taxation		(943)	-
		61,314	52,902
<b>20 SHORT TERM INVESTMENTS</b>			
Debt instruments	20.1	8,587,738	-
Equity instruments	20.2	21,810	-
		8,609,548	-
<b>20.1 Debt instruments</b>			
<b>Fair value through profit or loss</b>			
Pakistan Investment Bonds	20.1.1	2,923,927	-
Government Ijara Sukuks	20.1.1	2,923,744	-
		5,847,671	-
<b>At amortized cost</b>			
Term deposit receipts	20.1.2 & 20.1.3	2,731,004	307,260
Add: Accrued interest		9,063	4,671
		2,740,067	311,931
		8,587,738	311,931

**20.1.1** Investment in Pakistan Investment Bonds carries effective interest rate of 15.65% per annum and having maturity date of 18 June 2030. Further, investment in Government Ijara Sukuks carries effective interest rate of 13.53% per annum and having maturity date of 27 April 2027. These have been classified as current assets based on management's intention to encash these investments within a period of 12 months from the year end. Subsequent to the year end, these investments have been encashed at Rupees 5,806.220 million.

**20.1.2** These include term deposit receipts amounting to Rupees 307.260 million (2021: Rupees 307.260 million) under lien with the bank of the Company against bank guarantees issued by the bank.

**20.1.3** Effective rate of interest charged on term deposit receipts during the year ranges from 7.30% to 15.50% (2021: 6.75% to 7.30%) per annum. The maturity period of these term deposit receipts ranges from 04 days to 12 months.

	Note	2022 (Rupees in thousand)	2021
<b>20.2 Equity instruments</b>			
<b>Fair value through profit or loss</b>			
<b>Quoted - other than related party:</b>			
Adamjee Life Assurance Company Limited 956,174 (2021: Nil) fully paid ordinary shares of Rupees 10 each		26,773	-
Unrealized loss on remeasurement of investment at fair value through profit or loss	25	(4,963)	-
		21,810	-



	Note	2022 (Rupees in thousand)	2021
<b>21 BANK BALANCES</b>			
Cash with banks on:			
Saving accounts	21.1	872	297,666
Current accounts		20,162	167
		21,034	297,833

**21.1** Saving accounts carry profit at the rates ranging from 5.29% to 12.25% (2021: 5.03% to 8.84%) per annum.

	Note	2022 (Rupees in thousand)	2021
<b>22 REVENUE FROM CONTRACT WITH CUSTOMER</b>			
Energy purchase price revenue		25,025,334	8,500,293
Less: Sales tax		(3,649,964)	(1,237,325)
		21,375,370	7,262,968
Capacity purchase price revenue		2,384,061	2,685,226
Delayed payment mark-up		1,656,546	1,695,152
		25,415,977	11,643,346

<b>23 COST OF SALES</b>			
Raw materials consumed		20,177,248	6,526,605
Salaries and other benefits	23.1	152,194	140,158
Stores and spares consumed		255,505	88,921
Electricity consumed in-house		14,839	19,577
Insurance		228,579	238,807
Travelling and conveyance		24,992	18,998
Postage and telephone		3,800	3,494
Repair and maintenance		17,980	15,628
Entertainment		159	98
Depreciation on operating fixed assets	12.1.4	939,857	801,274
Amortization on intangible assets	13	604	3,613
Fee and subscription		4,296	3,971
Miscellaneous		38,252	12,048
		21,858,305	7,873,192

**23.1** Salaries and other benefits include Rupees 6.015 million (2021: Rupees 5.915 million) in respect of provident fund contribution by the Company.





	Note	2022 (Rupees in thousand)	2021
<b>24 ADMINISTRATIVE EXPENSES</b>			
Salaries and other benefits	24.1	64,493	45,060
Travelling and conveyance		5,435	3,479
Entertainment		2,288	2,179
Common facilities cost	24.2	19,800	19,800
Printing and stationery		796	577
Postage and telephone		1,411	1,357
Insurance		689	552
Vehicles' running		1,824	1,985
Utilities		36	-
Repairs and maintenance		67	319
Legal and professional		67,040	56,554
Auditor's remuneration	24.3	3,292	2,917
Advertisement		134	161
Fee and subscription		1,414	982
Depreciation on operating fixed assets	12.1.4	5,094	2,670
Miscellaneous		2,707	2,176
		176,520	140,768

**24.1** Salaries and other benefits include Rupees 2.271 million (2021: Rupees 1.973 million) in respect of provident fund contribution by the Company.

**24.2** The amount represents common facilities cost charged to the Company by Nishat (Chunian) Limited - holding company.

	Note	2022 (Rupees in thousand)	2021
<b>24.3 Auditor's remuneration</b>			
Statutory audit		1,925	1,750
Half yearly review		1,013	965
Certifications required by various regulations		290	160
Out of pocket expenses		64	42
		3,292	2,917
<b>25 OTHER EXPENSES</b>			
Donations	25.1	128,500	-
Trade debts written off	17.2	-	174,487
Loss on disposal of Pakistan Investment Bonds and Government Ijara Sukuks		19,300	-
Unrealized loss on remeasurement of investment at fair value through profit or loss	20.2	4,963	-
		152,763	174,487



- 25.1** These represent Rupees 127.500 million (2021: Rupees Nil) paid to Saleem Memorial Trust Hospital (SMTH), Lahore - related party and Rupees 1.000 million (2021: Rupees Nil) paid to Progressive Education Network (PEN), Faisalabad. Directors of the holding company are also directors of SMTH. There is no interest of any director or his / her spouse in donees' fund in case of PEN.

	Note	2022 (Rupees in thousand)	2021
<b>26 OTHER INCOME</b>			
<b>Income from financial assets:</b>			
Profit on:			
Bank deposits		2,324	6,488
Term deposit receipts		25,962	4,671
Gain on disposal of Government Treasury Bills		19,548	-
Interest on loans to employees	14.1	91	138
<b>Income from non-financial assets:</b>			
Gain on disposal of operating fixed assets		29,167	5,065
Amortization of deferred income - Government grant	5	2,316	3,874
Scrap sales		70,892	16,976
Insurance claim		4,986	-
Miscellaneous		488	1,238
<b>Other:</b>			
Exchange gain		4,718	359
		160,492	38,809
<b>27 FINANCE COST</b>			
Mark-up / profit on:			
Long term financing		2,964	49,549
Short term borrowings		877,266	927,806
Short term loan from holding company		-	3,060
Bank charges and commission		3,975	4,003
		884,205	984,418
<b>28 TAXATION</b>			
Current tax for the year	28.1	943	-

- 28.1** Total income of the Company except other income is exempt from levy of income tax under Clause 132 of Part I and Clause 11A of Part IV of the Second Schedule to the Income Tax Ordinance, 2001. Other income is calculated in accordance with the relevant provisions of the Income Tax Ordinance, 2001. The numerical reconciliation between the average tax rate and the applicable tax rate has been given as follows:



		2022	2021
		(Rupees in thousand)	
<b>Relationship between tax expense and accounting profit</b>			
Profit before taxation		2,504,676	2,509,290
Tax at the applicable rate of 29% (2021: 29%)		726,356	727,694
Tax effect of amounts that are:			
Exempt as referred to in note 28.1		(726,356)	(727,439)
Allowable as tax credit		-	(255)
Normal tax		26	-
Minimum tax		886	-
Capital gains		31	-
		943	-
		2022	2021
<b>29</b>	<b>EARNINGS PER SHARE - BASIC AND DILUTED</b>		
There is no dilutive effect on the basic earnings per share which is based on:			
Profit attributable to ordinary shareholders (Rupees in thousand)		2,503,733	2,509,290
Weighted average number of shares (Number)		367,346,939	367,346,939
Earnings per share - basic and diluted (Rupees)		6.82	6.83
		2022	2021
		(Rupees in thousand)	
<b>30</b>	<b>CASH GENERATED FROM OPERATIONS</b>		
Profit before taxation		2,504,676	2,509,290
<b>Adjustments for non-cash charges and other items:</b>			
Depreciation on operating fixed assets		944,951	803,944
Amortization on intangible assets		604	3,613
Amortization of deferred income - Government grant		(2,316)	(3,874)
Profit on bank deposits		(2,324)	(6,488)
Profit on term deposit receipts		(25,962)	(4,671)
Gain on disposal of Government Treasury Bills		(19,548)	-
Finance cost		884,205	984,418
Trade debts written off		-	174,487
Exchange gain		(4,718)	(359)
Provision for employees' retirement benefit		8,286	7,887
Loss on disposal of Pakistan Investment Bonds and Government Ijara Sukuks		19,300	-
Unrealized loss on remeasurement of investment at fair value through profit or loss		4,963	-
Gain on disposal of property, plant and equipment		(29,167)	(5,065)
Working capital changes	30.1	4,381,591	(1,729,420)
		8,664,541	2,733,762



**30.1 Working capital changes**

Decrease / (increase) in current assets:		
Stores and spares	(52,546)	75,763
Inventories	(1,385,962)	(715,358)
Trade debts	6,723,809	(1,610,280)
Advances, deposits, prepayments and other receivables	(639,693)	(173,220)
	4,645,608	(2,423,095)
(Decrease) / increase in trade and other payables	(264,017)	693,675
	4,381,591	(1,729,420)

**30.2** There are no non-cash investing and financing activities during the year.

**30.3** Reconciliation of movement of liabilities to cash flows arising from financing activities is as follows:

	<b>2022</b>		
	<b>Liabilities from financing activities</b>		
	<b>Long term financing</b>	<b>Unclaimed dividend</b>	<b>Total</b>
	<b>(Rupees in thousand)</b>		
Balance as at 01 July 2021	49,409	18,276	67,685
Borrowings obtained	-	-	-
Repayment of financing / borrowings	(34,615)	-	(34,615)
Dividend paid	-	(1,713)	(1,713)
Other change - Non-cash movement	2,316	-	2,316
Balance as at 30 June 2022	17,110	16,563	33,673

	<b>2021</b>		
	<b>Liabilities from financing activities</b>		
	<b>Long term financing</b>	<b>Unclaimed dividend</b>	<b>Total</b>
	<b>(Rupees in thousand)</b>		
Balance as at 01 July 2020	1,288,251	18,940	1,307,191
Borrowings obtained	51,641	-	51,641
Repayment of financing / borrowings	(1,289,705)	-	(1,289,705)
Dividend paid	-	(664)	(664)
Other change - Non-cash movement	(778)	-	(778)
Balance as at 30 June 2021	49,409	18,276	67,685



### 31 REMUNERATION OF CHIEF EXECUTIVE OFFICER, DIRECTORS AND EXECUTIVES

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

	Chief Executive Officer		Non-executive Directors		Executives	
	2022	2021	2022	2021	2022	2021
	----- (Rupees in thousand) -----					
Managerial remuneration	6,000	5,600	-	-	30,896	31,908
Bonus	8,467	840	-	-	11,181	5,787
<b>Allowances</b>						
Housing rent	2,400	1,826	-	-	12,358	12,247
Medical expenses	600	560	-	-	3,090	3,191
Leave encashment	389	187	-	-	1,385	1,540
Meeting fee	80	100	420	540	-	-
Contribution to provident fund trust	500	443	-	-	2,574	1,749
	18,436	9,556	420	540	61,484	56,422
Number of persons	1	1	7	7	8	14

### 32 TRANSACTIONS WITH RELATED PARTIES

The related parties include the holding company, associates of the holding company, related parties on the basis of common directorship, key management personnel of the Company and its holding company and post employment benefit plan (Provident Fund). Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any director (whether executive or otherwise) of that company. The Company in the normal course of business carries out transactions with various related parties. Details of transactions with related parties, except for remuneration to key management personnel as discussed in note 31, are as follows:

		2022	2021	
		(Rupees in thousand)		
i)	Nature of relationship	Nature of transactions		
	Holding company			
	Nishat (Chunian) Limited	Common facilities cost	19,800	19,800
		Reimbursement of expenses	3,975	1,307
		Disbursement of loans	-	4,548,222
		Repayment of loans	-	4,548,222
		Mark up on loans	-	3,060
	Associated company of holding company			
	Saleem Memorial Trust Hospital	Donations paid	127,500	-
	Key management personnel			
	Chief executive officer and chief financial officer	Repayment of long term loan	693	674
		Mark-up on long term loan	91	138
	Chief executive officer	Sale of vehicle and laptop	1,412	-
	Other related party			
	Mr. Shahzad Saleem	Consultancy charges	49,961	41,335
	Post employment benefit plan	Company's contribution to provident fund trust	8,286	7,887



**32.1** The related parties with whom the company had entered into transactions or had arrangements/agreements in place during the year have been disclosed below along with their basis of relationship:

Name of the related party	Basis of relationship	Transaction entered or agreement and / or arrangement in place during the financial year	Percentage of shareholding held by the Company
Nishat (Chunian) Limited	Holding company	Yes	None
Saleem Memorial Trust Hospital	Associated company of holding company	Yes	None
Mian Muhammad Yahya Trust	Common trusteeship	No	None
Nishat (Aziz Avenue) Hotels and Properties Limited	Common directorship	No	None
Nishat Hospitality (Private) Limited	Common directorship	No	None
Nishat (Raiwind) Hotels and Properties Limited	Common directorship	No	None
Nishat Hotels and Properties Limited	Common directorship	No	None
Nishat Real Estate Development Company (Private) Limited	Common directorship	No	None
Lalpir Power Limited	Common directorship	No	None
Security General Insurance Company Limited	Common directorship	No	None
Quaid-e-Azam Thermal Power Limited	Common directorship	No	None
Nishat Paper Products Company Limited	Common directorship	No	None
National Investment Trust Limited	Common directorship	No	None
Nishat Energy Limited	Common directorship	No	None
Pakgen Power Limited	Common directorship	No	None
DL Nash (Private) Limited	Common directorship	No	None
Nishat Mills Limited	Director of the Company is key management personnel	No	None
Nishat Chunian USA Inc.	Wholly owned subsidiary of the holding company	No	None
Sweave Inc.	Wholly owned subsidiary of subsidiary of the holding company	No	None
Nishat Chunian Properties (Private) Limited	Wholly owned subsidiary of the holding company	No	None
Lalpir Solar Power (Private) Limited	Common directorship	No	None
Nishat Chunian Power Limited - Employees Provident Fund	Post employment benefit Plan	Yes	None





### 33 NUMBER OF EMPLOYEES

	2022	2021
Number of employees as on June 30	153	148
Average number of employees during the year	151	157
	2022 MWH	2021 MWH

### 34 CAPACITY AND PRODUCTION

Installed capacity [based on 8,760 hours (2021: 8,760 hours)]	1,714,525	1,714,525
Actual energy delivered	882,453	537,568

Output produced by the plant is dependent on the load demanded by CPPA-G and plant availability.

### 35 FINANCIAL RISK MANAGEMENT

#### 35.1 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 programmed focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance.

Risk management is carried out by the Company's finance department under policies approved by the Board of Directors (the Board). The Company's finance department 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 and investment of excess liquidity. All treasury related transactions are carried out within the parameters of these policies.

#### (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), Great Britain Pound (GBP) and Euro. As on reporting date, the Company's foreign exchange risk exposure is restricted to payables only. The Company's exposure to currency risk was as follows:



	2022	2021
Trade and other payables		
- USD	-	(12,387)
- GBP	(7,790)	(14,840)
- Euro	(8,210)	(37,507)
Net exposure - USD	-	(12,387)
Net exposure - GBP	(7,790)	(14,840)
Net exposure - Euro	(8,210)	(37,507)
The following significant exchange rates were applicable during the year:		
<b>Rupees per US Dollar</b>		
Average rate	179.89	160.31
Reporting date rate	203.50	158.30
<b>Rupees per GBP</b>		
Average rate	237.88	216.96
Reporting date rate	249.00	219.28
<b>Rupees per Euro</b>		
Average rate	201.44	191.29
Reporting date rate	215.00	191.89

### Sensitivity analysis

If the functional currency, at reporting date, had weakened / strengthened by 5% against the USD, GBP and EURO with all other variables held constant, the impact on profit after taxation for the year would have been Rupees 0.185 million (2021: Rupees 0.621 million) respectively lower / higher, mainly as a result of exchange losses / gains on translation of foreign exchange denominated financial instruments. Currency risk sensitivity to foreign exchange movements has been calculated on a symmetric basis. 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 instrument traded in the market. The Company is not exposed to commodity price risks.

### Sensitivity analysis

The table below summarizes the impact of increase / decrease in the Pakistan Stock Exchange (PSX) Index on the Company's profit after taxation for the year. The analysis is based on the assumption that the equity index had increased / decreased by 5% with all other variables held constant and the Company's equity instrument moved according to the historical correlation with the index:

Index	Impact on profit after taxation	
	2022	2021
	(Rupees in thousand)	
PSX (5% increase)	1,091	-
PSX (5% decrease)	(1,091)	-



### (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 rates.

The Company's interest rate risk arises from bank balances in saving accounts, term deposit receipts, Pakistan Investment Bonds, Government Ijara Sukuks, past due trade debts, long term loans to employees, long term financing and short term borrowings. Financial instruments at variable rates expose the Company to cash flow interest rate risk. Financial instruments, if any, 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 as follows:

	2022	2021
	(Rupees in thousand)	
<b>Fixed rate instruments</b>		
<b>Financial assets</b>		
Trade debts - past due	4,751,628	13,317,810
Pakistan Investment Bonds (PIBs)	2,923,927	-
Government Ijara Sukuks	2,923,744	-
Term deposit receipts	2,731,004	307,260
<b>Financial liabilities</b>		
Loan under SBP Refinance Scheme	17,110	49,409
<b>Floating rate instruments</b>		
<b>Financial assets</b>		
Long term loans to employees	1,674	2,367
Bank balances - saving accounts	872	297,666
	2,546	300,033
<b>Financial liabilities</b>		
Short term borrowings	(10,851,726)	(10,022,747)
<b>Net exposure</b>	(10,849,180)	(9,722,714)

#### 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 except PIBs and Sukuks acquired on 30 June 2022. 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 reporting date, fluctuates by 1% higher / lower with all other variables held constant, profit after taxation for the year would have been Rupees 108.492 million (2021: Rupees 97.227 million) lower / higher (2021: Rupees 97.227 million), mainly as a result of higher / lower interest expense on floating rate borrowings. This analysis is prepared assuming the amounts of assets and liabilities outstanding at 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:

	2022	2021
	(Rupees in thousand)	
Loans to employees	1,674	2,367
Long term security deposit	100	100
Trade debts	13,718,135	20,441,944
Loans, advances, deposits and other receivables	872,700	690,314
Short term investments	8,609,548	311,931
Bank balances	21,034	297,833
	23,223,191	21,744,489

Age analysis of trade debts as at reporting date is given in Note 17.3.

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:

	Short Term	Rating Long Term	Agency	2022 (Rupees in thousand)	2021 (Rupees in thousand)
<b>CPPA-G</b>		Not available		8,705,605	4,921,446
<b>Short term investment</b>					
State Bank of Pakistan				5,847,671	-
Habib Bank Limited	A-1+	AAA	VIS	315,294	311,931
Allied Bank Limited	A1+	AAA	PACRA	2,424,773	-
Adamjee Life Assurance Company Limited		A++ (ifs)	PACRA	21,810	-
<b>Banks</b>					
Al-Baraka Bank (Pakistan) Limited	A-1	A+	VIS	2	2
Askari Bank Limited	A1+	AA+	PACRA	1,208	15
Bank Alfalah Limited	A1+	AA+	PACRA	300	-
Habib Bank Limited	A-1+	AAA	VIS	18,920	21
MCB Bank Limited	A1+	AAA	PACRA	503	151
National Bank of Pakistan	A1+	AAA	PACRA	1	297,512
Dubai Islamic Bank Pakistan Limited	A-1+	AA	VIS	-	3
Bank Islami Pakistan Limited	A1	A+	PACRA	1	2
Faysal Bank Limited	A-1+	AA	VIS	-	51
Meezan Bank Limited	A-1+	AAA	VIS	1	-
United Bank Limited	A-1+	AAA	VIS	98	76
				21,034	297,833
				17,336,187	5,531,210

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



### (c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk by maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities. As 30 June 2022, the Company had Rupees 3,712.836 million (2021: Rupees 3,980.749 million) available borrowing limits from financial institutions, Rupees 1,000 million (2021: Rupees 1,000 million) available borrowing limit from holding company [Nishat (Chunian) Limited] and Rupees 21.034 million (2021: Rupees 297.833 million) bank balances to meet the short-term funding requirements due to delay in payments by CPPA-G. Management believes the liquidity risk to be low. Following are the contractual maturities of financial liabilities, including mark-up / profit payments. The amounts disclosed in the table are undiscounted cash flows:

Contractual maturities of financial liabilities as at June 30, 2022:

	Carrying amount	Contractual cash	6 months or less	6-12 months	1-2 years	More than 2 years
(Rupees in thousand)						
<b>Non-derivative financial liabilities:</b>						
Long term financing	17,110	17,355	17,355	-	-	-
Trade and other payables	168,120	168,120	168,120	-	-	-
Accrued mark-up / profit	202,300	202,300	202,300	-	-	-
Unclaimed dividend	16,563	16,563	16,563	-	-	-
Short term borrowings	10,851,726	11,596,921	4,658,194	6,938,727	-	-
	11,255,819	12,001,259	5,062,532	6,938,727	-	-

Contractual maturities of financial liabilities as at June 30, 2021:

	Carrying amount	Contractual cash	6 months or less	6-12 months	1-2 years	More than 2 years
(Rupees in thousand)						
<b>Non-derivative financial liabilities:</b>						
Long term financing	49,409	52,618	17,724	17,539	17,355	-
Trade and other payables	615,225	615,225	615,225	-	-	-
Accrued mark-up / profit	242,834	242,834	242,834	-	-	-
Unclaimed dividend	18,276	18,276	18,276	-	-	-
Short term borrowings	10,022,747	10,329,001	7,230,208	3,098,793	-	-
	10,948,491	11,257,954	8,124,267	3,116,332	17,355	-

The contractual cash flows relating to the above financial liabilities have been determined on the basis of interest rates / mark up rates effective as at 30 June. The rates of mark-up / profit have been disclosed in note 4 and note 9 to these financial statements.

### 35.2 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.



### 35.3 Financial instruments by categories

		<b>2022</b>	
	<b>At amortized cost</b>	<b>At fair value through profit or loss</b>	<b>Total</b>
	<b>(Rupees in thousand)</b>		
<b>Financial assets</b>			
Loans to employees	1,674	-	1,674
Long term security deposit	100	-	100
Trade debts	13,718,135	-	13,718,135
Loans, advances, deposits and other receivables	872,700	-	872,700
Short term investments	2,740,067	5,869,481	8,609,548
Bank balances	21,034	-	21,034
	<b>17,353,710</b>	<b>5,869,481</b>	<b>23,223,191</b>

		<b>2021</b>
	<b>At amortized cost</b>	
	<b>(Rupees in thousand)</b>	
<b>Financial assets</b>		
Loans to employees		2,367
Long term security deposit		100
Trade debts		20,441,944
Loans, advances, deposits and other receivables		690,314
Short term investments		311,931
Bank balances		297,833
		<b>21,744,489</b>

	<b>Financial liabilities at amortized cost</b>	
	<b>2022</b>	<b>2021</b>
	<b>(Rupees in thousand)</b>	
<b>Financial liabilities</b>		
Long term financing	17,110	49,409
Trade and other payables	168,120	615,145
Accrued mark-up / profit	202,300	242,834
Unclaimed dividend	16,563	18,276
Short term borrowings	10,851,726	10,022,747
	<b>11,255,819</b>	<b>10,948,411</b>





**35.4** Reconciliation to the line items presented in the statement of financial position is as follows:

	<b>2022</b>		
	<b>Financial assets</b>	<b>Non-financial assets</b>	<b>Total as per statement of Financial Position</b>
	<b>(Rupees in thousand)</b>		
<b>Assets</b>			
Loans to employees	1,674	-	1,674
Long term security deposit	100	-	100
Trade debts	13,718,135	-	13,718,135
Loans, advances, deposits, prepayments and other receivables	872,700	637,498	1,510,198
Short term investments	8,609,548	-	8,609,548
Bank balances	21,034	-	21,034
	<u>23,223,19</u>	<u>637,498</u>	<u>23,860,689</u>

	<b>2022</b>		
	<b>Financial liabilities</b>	<b>Non-financial liabilities</b>	<b>Total as per statement of Financial Position</b>
	<b>(Rupees in thousand)</b>		
<b>Liabilities</b>			
Long term financing	17,110	-	17,110
Trade and other payables	168,120	847,625	1,015,745
Accrued mark-up / profit	202,300	-	202,300
Unclaimed dividend	16,563	-	16,563
Short term borrowings	10,851,726	-	10,851,726
	<u>11,255,819</u>	<u>847,625</u>	<u>12,103,444</u>

	<b>2021</b>		
	<b>Financial assets</b>	<b>Non-financial assets</b>	<b>Total as per statement of Financial Position</b>
	<b>(Rupees in thousand)</b>		
<b>Assets</b>			
Loans to employees	2,367	-	2,367
Long term security deposit	100	-	100
Trade debts	20,441,944	-	20,441,944
Loans, advances, deposits, prepayments and other receivables	690,314	180,129	870,443
Short term investments	311,931	-	311,931
Bank balances	297,833	-	297,833
	<u>21,744,489</u>	<u>180,129</u>	<u>21,924,618</u>

	<b>2021</b>		
	<b>Financial liabilities</b>	<b>Non-financial liabilities</b>	<b>Total as per statement of Financial Position</b>
	<b>(Rupees in thousand)</b>		
<b>Liabilities</b>			
Long term financing	49,409	-	49,409
Trade and other payables	615,145	669,335	1,284,480
Accrued mark-up / profit	242,834	-	242,834
Unclaimed dividend	18,276	-	18,276
Short term borrowings	10,022,747	-	10,022,747
	<u>10,948,411</u>	<u>669,335</u>	<u>11,617,746</u>



## 36 RECOGNIZED FAIR VALUE MEASUREMENTS - FINANCIAL INSTRUMENTS

### (i) Fair value hierarchy

Judgements and estimates are made in determining the fair values of the financial instruments that are recognised 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 financial instruments into the following three levels. An explanation of each level follows underneath the table.

Recurring fair value measurements at 30 June 2022	Level 1	Level 2	Level 3	Total
(Rupees in thousand)				
<b>Financial assets</b>				
Financial assets at fair value through profit or loss	21,810	5,847,671	-	5,869,481
<b>Recurring fair value measurements at 30 June 2021</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
(Rupees in thousand)				
<b>Financial assets</b>				
Financial assets at fair value through profit or loss	-	-	-	-

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 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.

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 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 maximise 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.

### (ii) Valuation techniques used to determine fair values

Specific valuation techniques used to value financial instruments include the use of quoted market prices or dealer quotes for similar instruments.



### 37 UNUTILIZED CREDIT FACILITIES

	Non-funded		Funded	
	2022	2021	2022	2021
	(Rupees in thousand)		(Rupees in thousand)	
Total facilities	1,258,730	927,260	14,633,428	15,052,905
Utilized at the end of the year	662,020	411,472	10,920,592	10,072,156
Unutilized at the end of the year	596,710	515,788	3,712,836	4,980,749

### 38 PROVIDENT FUND

The investments by the provident fund in collective investment schemes, listed equity and debt securities have been made in accordance with the provisions of section 218 of the Companies Act, 2017 and the conditions specified thereunder.

### 39 SEGMENT INFORMATION

These financial statements have been prepared on the basis of single reportable segment. Revenue from sale of electricity relates to CPPA-G, the Company's sole customer in Pakistan. All non-current assets of the Company as at reporting date are located in Pakistan.

### 40 EVENTS AFTER THE REPORTING PERIOD

The Board of Directors of the Company has proposed final cash dividend for the year ended 30 June 2022 of Rupees 10/- per share (2021: Rupee Nil per share). However, this event has been considered as non-adjusting event under IAS 10 'Events after Reporting Period' and has not been recognized in these financial statements.

### 41 CORRESPONDING FIGURES

Corresponding figures have been re-arranged, wherever necessary, for the purpose of comparison. However, no significant re-arrangements have been made.

### 42 DATE OF AUTHORIZATION FOR ISSUE

These financial statements were authorized for issue on 15 August 2022 by the Board of Directors of the Company.

### 43 GENERAL

Figures have been rounded off to the nearest thousand of Rupees, unless otherwise stated.

CHIEF EXECUTIVE OFFICER

DIRECTOR

CHIEF FINANCIAL OFFICER



# PATTERN OF SHAREHOLDING

AS ON JUNE 30, 2022

Number of Shareholders	Shareholdings		Total Number of Shares Held	Percentage of Total Capital
	From	To		
236	1 -	100	5,417	0.00
678	101 -	500	327,272	0.09
408	501 -	1000	399,958	0.11
764	1001 -	5000	2,389,413	0.65
316	5001 -	10000	2,652,826	0.72
139	10001 -	15000	1,812,927	0.49
88	15001 -	20000	1,649,588	0.45
71	20001 -	25000	1,701,958	0.46
47	25001 -	30000	1,349,175	0.37
28	30001 -	35000	924,750	0.25
27	35001 -	40000	1,030,953	0.28
17	40001 -	45000	746,715	0.20
56	45001 -	50000	2,771,500	0.75
18	50001 -	55000	950,555	0.26
7	55001 -	60000	416,000	0.11
6	60001 -	65000	383,530	0.10
15	65001 -	70000	1,017,500	0.28
11	70001 -	75000	815,500	0.22
7	75001 -	80000	549,500	0.15
3	80001 -	85000	254,000	0.07
6	85001 -	90000	521,550	0.14
8	90001 -	95000	734,340	0.20
25	95001 -	100000	2,495,500	0.68
5	100001 -	105000	515,595	0.14
2	105001 -	110000	214,166	0.06
2	110001 -	115000	224,000	0.06
4	115001 -	120000	475,000	0.13
3	120001 -	125000	371,000	0.10
4	125001 -	130000	517,000	0.14
5	130001 -	135000	670,131	0.18
4	135001 -	140000	545,011	0.15
1	140001 -	145000	144,000	0.04
8	145001 -	150000	1,192,000	0.32
4	150001 -	155000	604,500	0.16
1	160001 -	165000	162,500	0.04
3	165001 -	170000	510,000	0.14
1	180001 -	185000	182,500	0.05
2	185001 -	190000	377,500	0.10



Number of Shareholders	Shareholdings		Total Number of Shares Held	Percentage of Total Capital
	From	To		
3	190001 -	195000	580,401	0.16
8	195001 -	200000	1,599,500	0.44
1	200001 -	205000	200,500	0.05
1	205001 -	210000	208,000	0.06
1	210001 -	215000	215,000	0.06
1	215001 -	220000	219,500	0.06
2	220001 -	225000	446,000	0.12
3	230001 -	235000	697,500	0.19
4	245001 -	250000	1,000,000	0.27
1	255001 -	260000	256,085	0.07
2	260001 -	265000	524,500	0.14
1	265001 -	270000	266,500	0.07
3	270001 -	275000	822,000	0.22
1	280001 -	285000	283,000	0.08
1	290001 -	295000	294,000	0.08
4	295001 -	300000	1,198,000	0.33
2	300001 -	305000	601,500	0.16
1	305001 -	310000	310,000	0.08
2	315001 -	320000	632,000	0.17
1	320001 -	325000	320,500	0.09
1	335001 -	340000	340,000	0.09
1	345001 -	350000	350,000	0.10
1	360001 -	365000	365,000	0.10
2	365001 -	370000	739,000	0.20
1	375001 -	380000	380,000	0.10
1	380001 -	385000	385,000	0.10
2	390001 -	395000	786,000	0.21
7	395001 -	400000	2,797,500	0.76
1	400001 -	405000	404,000	0.11
1	405001 -	410000	410,000	0.11
1	410001 -	415000	411,000	0.11
1	450001 -	455000	452,000	0.12
1	470001 -	475000	471,000	0.13
1	480001 -	485000	482,000	0.13
2	485001 -	490000	976,500	0.27
1	490001 -	495000	493,000	0.13
6	495001 -	500000	3,000,000	0.82
1	500001 -	505000	500,500	0.14
1	575001 -	580000	580,000	0.16
1	625001 -	630000	630,000	0.17
1	650001 -	655000	653,500	0.18
1	680001 -	685000	682,000	0.19



Number of Shareholders	Shareholdings		Total Number of Shares Held	Percentage of Total Capital
	From	To		
1	690001 -	695000	694,500	0.19
1	755001 -	760000	760,000	0.21
1	795001 -	800000	800,000	0.22
1	840001 -	845000	844,500	0.23
1	990001 -	995000	992,000	0.27
2	995001 -	1000000	2,000,000	0.54
1	1000001 -	1005000	1,001,000	0.27
1	1095001 -	1100000	1,100,000	0.30
1	1120001 -	1125000	1,124,000	0.31
2	1185001 -	1190000	2,380,000	0.65
1	1365001 -	1370000	1,367,000	0.37
1	1395001 -	1400000	1,400,000	0.38
1	1495001 -	1500000	1,500,000	0.41
1	1960001 -	1965000	1,961,000	0.53
1	1965001 -	1970000	1,969,000	0.54
1	2815001 -	2820000	2,818,000	0.77
1	3000001 -	3005000	3,000,501	0.82
1	3095001 -	3100000	3,100,000	0.84
1	3150001 -	3155000	3,155,000	0.86
1	3345001 -	3350000	3,350,000	0.91
1	4015001 -	4020000	4,016,500	1.09
1	5095001 -	5100000	5,100,000	1.39
3	5820001 -	5825000	17,464,750	4.75
1	5990001 -	5995000	5,990,500	1.63
1	6695001 -	6700000	6,700,000	1.82
1	6860001 -	6865000	6,862,000	1.87
1	7845001 -	7850000	7,846,000	2.14
1	13065001 -	13070000	13,069,802	3.56
1	17825001 -	17830000	17,827,250	4.85
1	187550001 -	18760000	187,585,820	51.07
<b>3,143</b>			<b>367,346,939</b>	<b>100.00</b>





# CATEGORIES OF SHAREHOLDERS

AS ON JUNE 30, 2022

Categories of Shareholders	No. of Shareholder	Shares Held	Percentage
<b>1 Directors, Chief Executive Officer and their spouse and minor children</b>			
Farrukh Ifzal (CEO)	-	-	0.00%
Mustaqeem Talish	1	50	0.00%
Samina Aslam	1	500	0.00%
Aftab Ahmad Khan	1	1	0.00%
Muhammad Azam	1	500	0.00%
Babar Ali Khan	1	500	0.00%
Muhammad Ashraf	1	1	0.00%
Rehmat Naveed Elahi	1	1,196	0.00%
	7	2,748	0.00%
<b>2 Associated Companies, Undertaking and Related Parties</b>			
Nishat (Chunian) Limited	1	187,585,820	51.07%
Trustee-Nishat (Chunian) Ltd-Employees Provident Fund Trust	1	200,000	0.05%
Trustees Nishat Chunian Power Ltd. Emp. Provident Fund Trust	1	50,000	0.01%
	3	187,835,820	51.13%
<b>3 NIT &amp; ICP</b>	Nil	Nil	Nil
<b>4 Banks, Development Financial Institutions, Non Banking Financial Institutions</b>	12	47,797,119	13.01%
<b>5 Insurance Companies</b>	6	2,312,500	0.63%
<b>6 Modarabas &amp; Mutual Funds</b>	20	4,191,303	1.14%
<b>7 General Public</b>			
Local	3,030	113,374,447	30.86%
Foreign	3	74,000	0.02%
	3,033	113,448,447	30.88%
<b>8 Others</b>	62	11,759,002	3.20%
<b>Total</b>	<b>3,143</b>	<b>367,346,939</b>	<b>100%</b>

Please note that only Nishat (Chunian) Limited holds 10% or more shares in the Company.

## Shareholding 5% or more votings rights

Name of Shareholder	Shares Held	Percentage
Nishat (Chunian) Limited	187,585,820	51.07%



# PROXY FORM

The Company Secretary,  
Nishat Chunian Power Limited 31-Q  
Gulberg II, Lahore.

I/We

\_\_\_\_\_ of \_\_\_\_\_  
being a members(s) of Nishat Chunian Power Limited, and a holder of \_\_\_\_\_  
Ordinary shares as per Share Register Folio No. \_\_\_\_\_ (in case of Central  
Depository System Account Holder A/C No. \_\_\_\_\_ Participant I.D. No. \_\_\_\_\_  
hereby appoint of \_\_\_\_\_ another member of the Company as  
per Share Register Folio No. \_\_\_\_\_ (or failing him/her \_\_\_\_\_  
of \_\_\_\_\_ another member of the Company as my /our Proxy to attend and vote for  
me / us and on my / our behalf at Annual General Meeting of the Company, to be held September 06,  
2022 (Tuesday) at 10.00 a.m. at the Registered Office of the Company (31-Q, Gulberg II, Lahore) and at  
any adjournment thereof.

As witness my hand this \_\_\_\_\_ day of \_\_\_\_\_ 2022 signed by the said  
\_\_\_\_\_ in presence of \_\_\_\_\_

Affix Rs. 5/- Revenue  
Stamp

Witness

Signature \_\_\_\_\_

Signature \_\_\_\_\_

## Notes:

1. Proxies, in order to be effective, must be received at the company's Registered Office / Head office not less than 48 hours before the meeting duly stamped, signed and witnessed.
2. Signature must agree with the specimen signature registered with the Company.



## پراکسی فارم (مختار نامہ)

کمپنی سیکرٹری،

نشاط چونیاں پاور لمیٹڈ

Q-31، گلبرگ II، لاہور۔

میں / ہم

ساکن

بحیثیت رکن نشاط چونیاں پاور لمیٹڈ، اور مالک \_\_\_\_\_ عام حصص بمطابق فلیو نمبر \_\_\_\_\_ (بصورت سنٹرل ڈیپازٹری سسٹم اکاؤنٹ

ہولڈ اکاؤنٹ نمبر \_\_\_\_\_ پارٹیسپنٹ آئی ڈی نمبر \_\_\_\_\_ بذریعہ ہذا محترم / محترمہ \_\_\_\_\_

ساکن \_\_\_\_\_ کمپنی کا دیگر رکن بمطابق شیئر رجسٹر فلیو نمبر \_\_\_\_\_

یا اسکی غیر موجودگی میں \_\_\_\_\_

جو مذکورہ کمپنی کا حصص دار مورخہ 06 ستمبر 2022ء بروز منگل، صبح 10 بجے

کو اپنے / ہمارے ایماء پر:

رجسٹرڈ دفتر: Q-31 گلبرگ II، لاہور میں

منعقد ہونے والے سالانہ اجلاس عام میں حق رائے دہی استعمال کرنے، تقریر اور شرکت کرنے یا کسی بھی التواء کی صورت میں اپنا / ہمارا بطور مختار (پراکسی) مقرر کرتا ہوں / کرتے ہیں۔  
آج بروز \_\_\_\_\_ تاریخ \_\_\_\_\_ 2022ء کو میرے / ہمارے دستخط اور گواہوں کی تصدیق سے جاری ہوا۔

پانچ روپے کی ریونیوسٹمپ  
چسپاں کریں

گواہان

دستخط:

دستخط:

اہم نوٹ:

- 1۔ پراکسیاں تا نکلہ موثر ہو سکیں، بہا قاعدہ مہر، دستخط اور گواہی شدہ کمپنی کے رجسٹرڈ دفتر / صدر دفتر میں اجلاس منعقد ہونے سے کم از کم 48 (اڑتالیس) گھنٹے قبل لازماً وصول ہو جانی چاہئیں۔
- 2۔ دستخط لازماً کمپنی کے ہاں رجسٹرڈ نمونہ دستخطوں کے مطابق ہونے چاہئیں۔



# CONSENT FORM FOR ELECTRONIC TRANSMISSION OF ANNUAL REPORT AND NOTICE OF AGM

M/s HAMEED MAJEED ASSOCIATES (PVT) LIMITED

H.M. House, 7-Bank Square,

The Mall, Lahore

Subject: CONSENT FORM FOR ELECTRONIC TRANSMISSION OF ANNUAL REPORT AND NOTICE OF AGM

Dear Sirs,

I/we, being the shareholder(s) of Nishat Chunian Power Limited ("Company"), do hereby consent and authorize the Company for electronic transmission of the Audited Annual Financial Statements of the Company along with Notice of Annual General Meeting via the Email provided herein below and further undertake to promptly notify the Company of any change in my Email address.

I understand that the transmission of Annual Audited Financial Statements of the Company along with Notice of Annual General Meeting via the Email shall meet the requirements as mentioned under the provisions of Companies Act, 2017.

Name of Shareholder(s):	
Fathers / Husband Name:	
CNIC:	
NTN:	
Fathers / Husband Name:	
E-mail Address:	
Telephone:	
Mailing Address:	

Date: \_\_\_\_\_

Signature: (In case of corporate shareholders the authorized signatory must sign)



# STANDARD REQUEST FORM FOR HARD COPIES OF ANNUAL AUDITED ACCOUNTS

1. Name of Member: \_\_\_\_\_

2. CNIC/Passport Number: \_\_\_\_\_

3. Participant ID / Folio No / Sub A/C: \_\_\_\_\_

Registered Address: \_\_\_\_\_

\_\_\_\_\_

I/We hereby request you to provide me/us a hard copy of the Annual Report of Nishat Chunian Power Limited for the year ended June 30, 2022 at my above-mentioned registered address instead of CD/DVD/USB. I undertake to intimate any change in the above information through revised Standard Request Form.

## Note:

This Standard Request Form may be sent at either of the following addresses of the Company Secretary or Independent Share Registrar of the Company:

Company Secretary,  
NISHAT GHUNIAN POWER LIMITED  
31-Q, Gulber II, Lahore  
Email: [tasawar@nishat.net](mailto:tasawar@nishat.net)

Chief Executive,  
M/s HAMEED MAJEED ASSOCIATES (PVT) LIMITED  
H.M. House, 7-Bank Square,  
The Mall, Lahore

In case a member prefers to receive hard copies for all the future annual audited accounts, then such preference shall be communicated to the company in writing.



# E-DIVIDEND FORM (DIVIDEND PAYMENT THROUGH ELECTRONIC MODE)

**The Company Secretary/Share Registrar,**

I/We, \_\_\_\_\_, holding CNIC No. \_\_\_\_\_, being the registered shareholder of the company under folio no. \_\_\_\_\_, state that pursuant the relevant provisions of Section 242 of the Companies Act, 2017 pertaining to dividend payments by listed companies, the below mentioned information relating to my Bank Account for receipt of current and future cash dividends through electronic mode directly into my bank account are true and correct and I will intimate the changes, if any in the above-mentioned information to the company and the concerned Share Registrar as soon as the occur through revised E-Dividend Form.

Title of Bank Account	
Bank Account Number	
IBAN Numbe	
Bank's Name	
Branch Name and Address	
Cell Number of Shareholder	
Landline number of Shareholder	
Email of Shareholder	

In case of CDC shareholding, I hereby also undertake that I shall update the above information of my bank account in the Central Depository System through respective participant.

Date: \_\_\_\_\_

Member's Signature

Note:

This Standard Request Form may be sent at either of the following addresses of the Company Secretary or Independent Share Registrar of the Company:

Company Secretary  
NISHAT CHUNIAN POWER LIMITED  
31-Q, Gulberg II, Lahore.  
Email: [tasawar@nishat.net](mailto:tasawar@nishat.net)

Chief Executive,  
M/S HAMEED MAJEED AOSSCIATE (PVT) LIMITED  
H.M. House, 7-Bank square,  
The Mall, Lahore.





# FORM FOR VIDEO CONFERENCE FACILITY

**The Company Secretary/Share Registrar,**

I/We, \_\_\_\_\_, of \_\_\_\_\_, being the registered shareholder(s) of the company under Folio No.(s). \_\_\_\_\_ / CDC Participant ID No. \_\_\_\_\_ and Sub Account No. \_\_\_\_\_ CDC Investor Account ID No., and holder of \_\_\_\_\_ Ordinary Shares, hereby request for video conference facility at \_\_\_\_\_ for the Annual General Meeting of the Company to be held on September 06, 2022.

Date: \_\_\_\_\_

Member's Signature

Note:

This Standard Request Form may be sent at either of the following addresses of the Company Secretary or Independent Share Registrar of the Company:

Company Secretary  
NISHAT CHUNIAN POWER LIMITED  
31-Q, Gulberg II, Lahore.  
Email: [tasawar@nishat.net](mailto:tasawar@nishat.net)

Chief Executive,  
M/S HAMEED MAJEED ASSOciate (PVT) LIMITED  
H.M. House, 7-Bank square,  
The Mall, Lahore.







**NISHAT  
CHUNIAN**  
POWER LTD.

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[www.facebook.com/NishatChunianGroup](https://www.facebook.com/NishatChunianGroup)