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HAJI MOHAMMAD ISMAIL MILLS LIMITED

COMPANY INFORMATION

Board of Directors	Mr. Gulzar Siddiq Mr. Farrukh Shafiq Mr. Muhammad Sarfraz Mr. Noman Mustafa Zuberi Mr. Mohammad Sadiq- Mr. Mohammad Irfan Mr. Ali Asghar	Chairman/Independent Chief Executive/Director Director/ Executive Director/Independent Director/ Non Executive Director/ Non Executive Director/Non Executive
Audit Committee	Mr. Noman Mustafa Mr. Mohammad Irfan Mr. Muhammad Sadiq	Chairman Member Member
Human Resource & Remuneration Committee.	Mr. Gulzar Siddiq Mr. Muhammad Sadiq Mr. Ali Asghar	Chairman Member Member
Chief Financial Officer	Mr. Suhail Ahmed	
Company Secretary	Mr. Muhammad Sarfraz	
Auditors	Naveed Zafar Ashfaq Jaffery & Co Chartered Accountants 1 st floor, Modern House Beamount Road Karachi.	
Legal Advisor	Farooq Rashid & Co., Advocates & Corporate Consultants, 403-Commerce Centre, Hasrat Mohani Road, Karachi-74200	
Bankers	Habib Bank Limited National Bank of Pakistan	
Share Registrar and Transfer Office	Najeeb Consultants (Pvt) Ltd 406-Commerce Centre, Hasrat Mohani Road. Karachi-74200	
Registered office	409-Commerce Centre, Hasrat Mohani Road, Karachi-74200	
Phone No.:	92-21-32638521-3	
E-mail:	info@hmiml.com	
Website	www.hmiml.com	
Business:	Distributor of fast moving consumers goods.	
National Tax No.	0231147-0	
Contact person:	Mr. Muhammad Sarfraz Phone: 92-21-32638521-3 E-mail: sarfrazinfo@hotmail.com	

VISION STATEMENT

The management is committed to revive the company by introducing new business dimensions. The primary vision is to re-establish the company in local and international market with new products.

MISSION STATEMENT

The company has taken a mission to introduce new products, improve quality, profitability and meet its financial commitments, improve the remuneration of its employees and give a fair return to its shareholders while complying with the best practices of Corporate Governance.

HAJI MOHAMMAD ISMAIL MILLS LTD
NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 42nd Annual General meeting of the shareholders of the company will be held at 409 Commerce Centre, Hasrat Mohani Road, Karachi on Friday the 28th October, 2022 at 11.15 a.m. to transact the following business.

1. To confirm the minutes of the AGM held on 25th October, 2021
2. To consider, approve and adopt the audited financial statements of the company for the year ended 30th June, 2022 together with the Directors' and Auditors' reports thereon.
3. To appoint auditors for the year ending 30th June, 2023 and fix their remuneration. The retiring auditors M/s. Naveed Zafar Ashfaq Jaffery & Co. Chartered Accountants being eligible, offer themselves for reappointment.
4. To consider any other business with the permission of the Chair.

By order of the Board
Company Secretary

Karachi: October 03, 2022

Notes:

1. The share transfer books of the company will remain closed from 22nd October 2022 to 28th October 2022 (both days inclusive)
2. A member entitled to attend and vote at this meeting may appoint to a member as his/her proxy to attend, speak and vote on his/her behalf. Proxies in order to be effective must be received by the company at the registered office not less than 48 hours before the meeting.
3. Any individual, beneficial owner of CDC, entitled to attend and vote at this meeting, must bring his/her original NIC or Passport, Account No. and participant's I.D number, to prove his/her identity, and in case of proxy must enclose an attested copy of his/her NIC or Passport.
4. In case of corporate entity, the board of directors' resolution/power of attorney with specimen signature of nominee/proxy shall be required.
5. Shareholders are requested to notify any change in their address immediately to the Share Registrar and send copy of their CNIC which is also a mandatory requirement for dividend distribution.
6. Members having 10% or above voting power may request the company for video-link facility to attend the meeting.
7. In compliance to the provisions of section 242 of the Companies Act, 2017 and the Companies (Distribution of Dividends) Regulations, 2017, Members are requested to provide complete bank detail with IBAN and mobile number / email address, CNIC copy for credit of cash dividend in their bank account in future.
8. In compliance to SECP directions to facilitate the members to receive the annual financial statements and notices through electronic mail system (e-mail). In this respect members are requested to convey their consent via e-mail on e-mail address: info@hmiml.com to company.

REVIEW REPORT BY THE CHAIRMAN

As per the requirements of Code of Corporate Governance, an annual evaluation of performance of the Board of directors of the company is carried out. The purpose of evaluation is to ensure that the board's overall performance and effectiveness is measured against expectations in the context of objectives set for the company.

Board's overall performance and effectiveness for the financial year ended 30th June, 2022 has been assessed as satisfactory. There are hurdles in improving board performance due to pending court case and non availability of funds. The overall assessment is based on evaluation of integral components, including vision, mission and values, engagement in planning, formation of policies, monitoring business activities and financial management and dealing with employees of the company and effectively carrying out company's business.

The board of directors of company received agenda and supporting material including follow up material well in time before the board meetings and committee meetings. Compulsory board meetings were held in time to discharge their responsibilities. Independent directors and non-executive directors participated in the board meetings for important issues being faced by the company.



GULZAR SIDDIQ
CHAIRMAN

Karachi: 03 Oct.2022

HAJI MOHAMMAD ISMAIL MILLS LIMITED DIRECTORS' REPORT TO THE SHARE HOLDERS

On behalf of the board of Directors of Haji Mohammad Ismail Mills Limited, we have pleasure in submitting company's 42nd annual report to the members alongwith audited accounts for the year ended June 30, 2022.

AN OVERVIEW

Business dimensions of the company were changed by the management. Board also took steps for other business opportunities to run the business plan conveniently and advantageously. These steps were taken towards revival plan of the company. Board is also looking prosperous investors for corporate restructuring of the company to implement the new business plan. Due to political uncertainty in the country, business activity is very slow; therefore, management is waiting for better opportunities.

MATERIAL CHANGES

Company is trying for the corporate restructuring or merger with prosperous investors. If any development emerged, the company will present the plan before the High Court of Sindh wherein winding up petition is subjudice. SECP vide its order dated 31st March, 2022 objected on the adverse opinion of the auditors report for the year ended 30.6.2021 and directed the company to rectify the default stated under para (2) of the order. Management is doing its efforts to undo the default and also discussed the matter with the legal counsel of the company. It is advised by the counsel that, any material change with respect to treatment of various assets of the company for the purpose of accounting may adversely affect the company's stance in the pending litigation and its eventual outcome. Therefore, in order to safeguard the interests of the shareholders, you are advised to maintain status quo with regard to the accounts of the company till final adjudication in the matters.

OPERATING RESULTS

The financial results have been as follows:

		2022	2021
Sales	Rs.	-	-
(Loss)/Profit before taxation	Rs.	(3,603,233)	(2,977,176)

FINANCE COST

Finance cost is very meager as company has no borrowed funds.

TAXATION

Income tax Assessments are all upto date.

EARNING PER SHARE

The earning per share for the year is Rs. (0.30)

CURRENT AND FUTURE OUTLOOK

The board focused on new business dimensions for revival of the company through corporate restructuring. MOU was signed for new business plan. All the efforts came to halt due to filing of winding up petition by the SECP in the High Court of Sindh. Management is defending the case. Matter is still subjudice in the High Court. Due to political uncertainty in the country investment opportunity is at halt. Management is still trying for the revival of the company through corporate restructuring or merger with prosperous investors/companies.

DIVIDEND

Due to shortage of funds, the directors have not recommended any dividend.

OUTSTANDING STATUTORY PAYMENT

There are no overdue statutory payments.

CHANGES IN THE BOARD OF DIRECTORS

There is no change in the board of directors since last election. Composition of the board is not according to the requirement of CCG Regulation 2019 as there is restriction on transfer of company's shares.

COMPOSITION OF BOARD:

1. The total number of directors are seven as per the following:
 - a. Male: 7
 - b. Female 0
2. The composition of board is as follows:
 - a. Independent Directors: Mr.Gulzar Siddiq
Mr.Noman Mustafa Zuberi
 - b. Other Non-executive directors: Mr.Muhammad Sadiq
Mr.Muhammad Irfan
Mr.Ali Asghar
 - c. Executive Director: Mr.Farrukh Shafiq
Mr.Muhammad Sarfraz

DIRECTORS' REMUNERATION POLICY:

The fee of the Non-Executive and Independent Directors for attending the Board and

Committee meetings of the company is determined by the board from time to time. All the directors have waived their fee and remuneration till the revival of the company.

MEETING OF BOARD OF DIRECTORS

Five board meetings were held during the year and each director attended the following number of meetings.

<u>Name of Directors</u>	<u>Attendance</u>
Mr. Gulzar Siddiq	4
Mr. Muhammad Sarfraz	5
Mr. Noman Mustafa Zuberi.	2
Mr. Mohammad Irfan	3
Mr. Muhammad Sadiq	3
Mr. Farrukh Shafiq	4
Mr. Ali Asghar.	5

Leave of absence was granted to the directors who could not attend few of the meetings.

TRADING IN COMPANY SHARES:

During the year under review there was no trading of the company's share by the Directors, Chief Financial Officer, Company Secretary and Head of Internal Audit, their spouses and minor children.

RELATED PARTIES

It is the policy of the management to ensure that all transaction entered with related parties must be at arm's length basis. There is no related parties transaction during the year.

ENVIRONMENT, HEALTH, SAFETY AND SOCIAL RESPONSIBILITY

There is no impact of company's business on environment. The company provides and maintains, reasonably practicable social action plan, working conditions which are safe and without risk to the health of all employees and public.

PATTERN OF SHARE HOLDING IS ANNEXED TO THIS REPORT.

KEY OPERATING AND FINANCIAL RESULTS FROM 2017 TO 2022 ARE ANNEXED TO THIS REPORT

AUDITORS

The present auditors of the company M/s. Naveed Zafar Ashfaq Jaffery & Co., Chartered Accountants retires and being eligible, they have offered themselves for reappointment. Audit Committee has also recommended their reappointment as auditors for the year ending June 30, 2023 which has been endorsed by the board.

INTERNAL FINANCIAL CONTROLS

The directors are aware of their responsibility with respect to internal financial controls. After meetings with management and Auditors, they are confident that adequate control has been implemented by the management.

CORPORATE SOCIAL RESPONSIBILITY

We are pleased to inform you that as a member of business community, we are in touch with social bodies and authorities to find ways and means to help them in their social programs and projects.

STATEMENT OF DIRECTORS RESPONSIBILITIES UNDER THE CODE OF CORPORATE GOVERNANCE.

The directors are pleased to inform that the company has taken necessary steps to comply with the provisions of the Code of Corporate Governance as required by the Securities & Exchange Commission of Pakistan. Statement of Compliance with the Code of Corporate Governance is annexed with this report. The Company complies with the Code in the following manner.

- a) The financial statements, prepared by the management of the Company, present fairly its state of affairs, the result of its operations, cash flows and changes in equity.
- b) Proper books of accounts of the company have been maintained.
- c) Appropriate accounting policies have been consistently applied in preparation of the financial statements and accounting estimates are based on reasonable and prudent judgment.
- d) International Financial Reporting Standards, as applicable in Pakistan, have been followed in preparation of financial statements and any departure therefrom has been adequately disclosed and explained.
- e) The system of internal control is sound in design and has been effectively implemented and monitored.
- f) The business dimension of the company has been changed from textile to fast moving consumers' goods and other business. Revival efforts are continue. There are no significant doubts upon the company's ability to continue as a going concern.
- g) There has been no significant deviation from last year's operating results of the company.
- h) Information about taxes and levies is given in the notes to and forming part of financial statements.

- i) We have prepared and circulated a statement of ethics and business strategy among directors and employees for their acknowledgement, understanding and acceptance.
- j) The board of directors has adopted a mission statement and a statement of overall corporate strategy.
- k) As required by the Code of Corporate Governance, we have included the following information in this report:

- Statement of pattern of shareholding
- Statement of shares held by associated undertaking and related parties
- Statement of the board meetings held during the year and attendance by each director
- key operating and financial statistics for the last six years

BOARD'S PERFORMANCE EVALUATION:

The board performance is evaluated through HR&RC Committee on the established mechanism of self-assessment by the individual board members. The board evaluation assessment covers specific areas of board performance, board composition, Board & CE Remuneration, strategic planning and board interaction.

DIRECTORS TRAINING PROGRAMME:

Company has two directors on its board those are exempt from Directors training programme. However the condition of training certificate for the directors' shall be complied with after the decision of winding up petition in the High Court of Sindh.

AUDIT COMMITTEE

The Board, in compliance to the Code of Corporate Governance, has formed an Audit Committee. Four meetings of the committee were held during the year. Following directors are its members. All meeting were attended by them.

- | | | |
|-----------------------------|---|----------|
| 1. Mr. Noman Mustafa Zuberi | - | Chairman |
| 2. Mr. Mohammad Irfan | - | Member |
| 3. Mr. Muhammad Sadiq | - | Member |

TERM OF REFERENCE OF AUDIT COMMITTEE:

The term of reference of the Audit Committee are based on the scope as defined by the Securities and Exchange Commission of Pakistan (SECP) in CCG Regulations 2019. The guidelines are given by the board of directors from time to time to improve the system and procedures.

HUMAN RESOURCE & REMUNERATION COMMITTEE:

The Board, in compliance to the Code of Corporate Governance, has formed HR&R Committee. One meeting of the committee was held during the year which was attended by all the members. Following directors are its members.

- | | | |
|-----------------------|---|----------|
| 1. Mr. Gulzar Siddiq | - | Chairman |
| 2. Mr. Mohammad Sadiq | - | Member |
| 3. Mr. Ali Asghar | - | Member |

STATEMENT OF ETHICS AND BEST BUSINESS PRACTICES

The Board has prepared the statement of ethics and best business practices which has been circulated to all the directors and employees for their acknowledgement, understanding and acceptance.

RELATIONSHIP WITH SHARE HOLDERS

The company reports formally to the shareholders four times a year all its financial results alongwith directors review on the operations and future outlook of the company. All the interim and final reports are sent to Pakistan Stock Exchange Ltd and at the registered addresses of the shareholders. The financial results are also available on company's web site "www.hmiml.com"

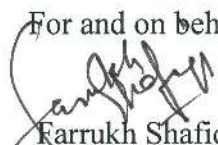

In addition to the above, company sends its annual report and formal notification for holding Annual General Meeting at least 21days in advance to facilitate the shareholders to participate in the meeting.

SUBSEQUENT EVENTS

No material changes and commitments affecting the financial position of the company has occurred between the end of the financial year and the date of this report.

ACKNOWLEDGEMENTS

The Board acknowledges the hard work and efforts of the staff and hopes that this will continue in the forthcoming years. The Board also acknowledges ongoing support from its bankers.

For and on behalf of the Board	
	
Farrukh Shafiq	Gulzar Siddiq
Chief Executive	Chairman/Director

Karachi: 03 Oct., 2022

HAJI MOHAMMAD ISMAIL MILLS LIMITED

STATEMENT OF ETHICS AND BUSINESS PRACTICES

As approved by the Board of Directors, the entire Management of Haji Mohammad Ismail Mills Limited is hereby advised to follow the under mentioned principles for excellent performance in the attempt to achieve the objectives of the company.

AS DIRECTOR

- a. Commit to all the necessary and appropriate resources.
- b. Foster a conducive environment through responsive policies.
- c. Maintain organizational effectiveness for the achievement of targets.
- d. Encourage and support compliance of legal and industrial requirements.
- e. Protect the interest of the company and employees.
- f. Avoid making any personal gain at the cost of the company.

AS EXECUTIVE AND MANAGER

- g. Protect the interest of the company and management.
- h. Ensure increase in productivity and profitability of the company.
- i. Provide the direction and leadership to the organization.
- j. Ensure total customer satisfaction through quality product and services.
- k. Promote a culture of excellence, devotion and continual improvement.
- l. Cultivate work ethics and harmony among colleagues and associates.
- m. Encourage initiatives and self-realization of responsibilities in juniors.
- n. Ensure as equitable way of working and reward system.

AS EMPLOYEE AND STAFF

- o. Devotion to your job.
- p. Abide by company's policies and regulations.
- q. Promote and protect the interest of the company.
- r. Exercise prudence and honesty in using company's resources.
- s. Observe cost effective practices in daily activities.
- t. Avoid making any personal gain at the cost of the company.

BRIBERY

- u. The payment of bribes, kickbacks in cash or kind to obtain business or otherwise for the company is strictly prohibited.

FINANCIAL INTEGRITY

- v. Compliance with accepted accounting rules and procedure is required at all times.
- w. All information supplied to all concerns must be complete and not misleading.
- x. The company will not knowingly assist fraudulent activities. If you have any reason to believe that fraudulent activities are taking place within the company or outside where we do business, you must inform the management immediately.

Haji Mohammad Ismail Mills Limited
Key Operating & Financial Results
For the Years 2017-2022

OPERATING DATA	2022	2021	2020	2019	2018	2017
Sales	-	-	-	-	-	-
Cost of goods sold	-	-	-	-	-	-
Gross profit/(loss)	-	-	-	-	-	-
Operating Profit/(loss)	(3,603,233.00)	(2,977,176.00)	(22,600,918.00)	(6,077,371.00)	(5,245,681.00)	6,806,084.00
Profit/(loss) before Taxation	(3,603,233.00)	(2,977,176.00)	(22,600,918.00)	(6,077,371.00)	(5,245,681.00)	6,806,084.00
Profit/(loss) after Taxation	(3,603,233.00)	(2,977,176.00)	(22,619,705.00)	(6,115,044.00)	(6,136,384.00)	6,204,479.00
FINANCIAL DATA						
Paid up capital	119,750,400	119,750,400.00	119,750,400.00	119,750,400.00	119,750,400.00	119,750,400.00
Equity balance	13,832,769	16,944,789.00	19,734,505.00	22,228,360.00	37,271,310.00	47,109,221.00
Fixed assets	-	-	-	-	-	-
Current assets	17,106,912	20,181,348.00	22,700,829.00	24,429,545.00	37,377,678.00	47,208,016.00
Current liabilities	201,800	200,173.00	193,506.00	176,567.00	156,368.00	148,795.00
KEY RATIOS						
Gross margin	-	-	-	-	-	-
Operating Margin	-	-	-	-	-	-
Net Profit/(Loss)	(7.311)	(1.063)	(2.572)	(1.742)	(613)	63
Return on capital employed	(26.05)	(17.57)	(114.62)	(27.51)	(16.46)	13.00
Current ratio	0.01	0.01	0.01	0.01	0.00	0.00
Earning per share(Rs)	(0.30)	(0.25)	(1.89)	(0.51)	(0.51)	0.52
Cash dividend	-	-	-	-	-	-

Haji Mohammad Ismail Mills Limited

409 Commerce Centre, Hasrat Mohani Road, Karachi, Pakistan
Tel:32638521-3 E.mail:info@hmiml.com

Statement of Compliance with Listed Companies (Code of Corporate Governance) Regulations, 2019

Name of Company: HAJI MOHAMMAD ISMAIL MILLS LIMITED

Year Ending: 30th June, 2022

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

1. The total number of directors are seven as per the following:

- a. Male: 7
- b. Female 0

2. The composition of board is as follows:

- a. Independent Directors: Mr.Gulzar Siddiq
Mr.Noman Mustafa Zuberi
- b. Non-executive directors: Mr.Mr.Muhammad Sadiq
Mr.Muhammad Irfan
Mr.Ali Asghar
- c. Executive Director: Mr.Farrukh Shafiq
Mr.Muhammad Sarfraz

Fraction (0.33) related to the requirement for number of Independent Directors is less than 0.5 and therefore, has not been rounded up to one.

- 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 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 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 company has on its board two directors those are exempt from directors' training program. The remaining directors' training certification depends on the decision of the High Court of Sindh in the matter of winding up of the company;
10. There is no new appointment during the year. The board has approved appointment of CFO, 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. CFO and CEO duly endorsed the financial statements before approval of the board;
12. The board has formed committees comprising of members given below:

Audit Committee:	Mr. Noman Mustafa Zuberi	Chairman
	Mr. Mohammad Irfan	Member
	Mr. Muhammad Sadiq	Member
HR & Remuneration Committee:	Mr. Gulzar Siddiq	Chairman
	Mr. Muhammad Sadiq	Member
	Mr. Ali Asghar	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 of the committees were as per following:

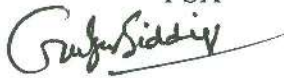
Audit Committee:	4 quarterly meetings.
HR & Remuneration Committee	1 annual meeting.
15. The board has set up an effective internal audit function with suitably qualified and experienced personal for the purpose and are conversant with the policies and procedures of the company.
16. The statutory auditors 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 (ICAP) 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 ICAP 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 3,6,8,27,32,33 & 36 of the Regulations have been complied with;
19. Explanation for non-compliance with the requirements of regulation 7 is given below.

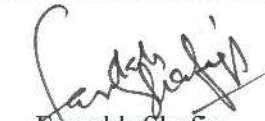
Requirement: One Female Director

Explanation: Company invited female director at the time of election of directors. Non of the candidate applied for as there was restriction on transfer of shares by

PSX



Gulzar Siddiq
Chairman



Farrukh Shafiq
Chief Executive

Karachi: Oct.03, 2022

Naveed Zafar Ashfaq Jaffery & Co.

Chartered Accountants

A Member firm of



1st Floor, Modern Motors House,
Beaumont Road, Karachi-Pakistan.
Ph: +92-21-35671909, 35673754
Fax: +92-21-35210626
E-mail: khi@nzaj.com.pk
Web: www.nzaj.com.pk

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 **Haji Mohammad Ismail Mills Limited** (the Company) for the year ended June, 30 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 and also ensure compliance with the requirements of Section 208 of the Companies Act, 2017. 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. We have not carried out procedures to assess and determine the Company's process for identification of related parties and that whether the related party transactions were undertaken at arm's length price or not.

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 June, 30 2022.

Further, we highlight below instance of non-compliance with the requirements of the Regulations as reflected in the paragraph reference where it is stated in the statement of compliance:

Paragraph reference	Description
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7	The company does not have a Female director
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Naveed Zafar Ashfaq Jaffery & Co.
Chartered Accountants

Engagement Partner: **Azeem H. Siddiqui – FCA**

Karachi :

Dated : October 3, 2022

UDIN : CR202210232Hem4IGJtP

Following is the key audit matter:

S. No	Key audit matter(s)	How the matter was addressed in our audit
01.	<p>The Company’s exposure to litigation risk</p> <p>The Company and the directors received a notice from National Bank Limited relating to Suo Moto Notice of Supreme Court on Loan write off pertaining to the period 2003 on 24 May 2018. The management for their own behalf and on behalf of the Company have filed a statement on June 5, 2018 through their legal counsel whereby they have explained that the amounts were duly paid by the then management to National Bank Limited. The case is yet to be decided. The management believes that no liability or payment accrues against the Company. Accordingly, no provisioning has been provided in these financial statements.</p> <p>Due to the uncertainty involved in the outcome of this case we have identified this as key audit matter.</p>	<p>Our procedures in relation to this matter included:</p> <ul style="list-style-type: none">• Obtained and reviewed details of the significant pending legal case and discussed the same with Company’s management;• Circulated confirmations to the company’s external legal for their views on open legal/tax matters ;• Reviewed correspondence of the company with the relevant authorities ;• Evaluated rationale provided by the company and opinion of the external legal counsel• Reviewed the disclosures made in the financial statements in respect of such contingencies

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 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 scepticism 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.

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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;
- d) No zakat deductible at source under the Zakat and Ushr Ordinance, 1980.

The engagement partner on the audit resulting in this independent auditor's report is Mr. Azeem H. Siddiqui-FCA

my,


Chartered Accountants

Karachi

Dated : 03 OCT 2022

UDIN : AR202210232n5fB7rola

HAJI MOHAMMAD ISMAIL MILLS LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT JUNE 30, 2022

	Note	2022 Rupees	2021 Rupees
ASSETS			
NON-CURRENT ASSETS			
Long term deposits		50,000	50,000
CURRENT ASSETS			
Investments - available for sale	4	53,900	53,900
Advance tax - net of provision	5	931,660	924,493
Other receivables	6	876,323	886,323
Cash and bank balances	7	15,245,029	18,316,632
		17,106,912	20,181,348
TOTAL ASSETS		17,156,912	20,231,348
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES			
Authorised Capital			
12,000,000 ordinary shares of Rs. 10 each		120,000,000	120,000,000
Issued, subscribed and paid up capital	8	119,750,400	119,750,400
Reserves		(105,917,631)	(102,805,611)
		13,832,769	16,944,789
LIABILITIES			
NON-CURRENT LIABILITIES			
Deferred Liabilities	9	3,122,343	3,086,386
CURRENT LIABILITIES			
Trade and other payables	10	201,800	200,173
TOTAL EQUITY AND LIABILITIES		17,156,912	20,231,348
CONTINGENCIES AND COMMITMENTS	11	-	-

The annexed notes from 1 to 23 form an integral part of these financial statements.


FARRUKH SHAFIQ
Chief Executive


MUHAMMAD SARFRAZ
Director


SOHAIL AHMED
Chief Financial Officer


HAJI MOHAMMAD ISMAIL MILLS LIMITED
STATEMENT OF PROFIT OR LOSS
FOR THE YEAR ENDED JUNE 30, 2022

	Note	2022 Rupees	2021 Rupees
Operating expenses			
Administrative expenses	12	(3,652,067)	(3,245,502)
Operating loss		<u>(3,652,067)</u>	<u>(3,245,502)</u>
 Other income	 13	 49,286	 280,023
		<u>(3,602,781)</u>	<u>(2,965,479)</u>
 Finance cost	 14	 (452)	 (11,697)
Loss before taxation		<u>(3,603,233)</u>	<u>(2,977,176)</u>
 Taxation	 15	 -	 -
Loss after taxation		<u>(3,603,233)</u>	<u>(2,977,176)</u>
 Loss per share - basic and diluted	 16	 <u>(0.30)</u>	 <u>(0.25)</u>

The annexed notes from 1 to 23 form an integral part of these financial statements.


FARRUKH SHAFIQ
 Chief Executive


MUHAMMAD SARFRAZ
 Director


SOHAIL AHMED
 Chief Financial Officer

Haji Mohammad Ismail Mills Limited
Statement of Comprehensive Income
For the Year Ended June 30, 2022

	Note	2022 Rupees	2021 Rupees
Loss after taxation		(3,603,233)	(2,977,176)
<u>Other comprehensive income</u>			
Items that will not be reclassified subsequently to profit or loss			
Gain/(loss) on re-measurement of staff retirement benefits		491,213	189,507
Items that may be reclassified subsequently to profit or loss			
Re-classification of un realized gain/(loss) on investments available for sale to fair value - net of tax		-	(2,047)
Other comprehensive income for the year		491,213	187,460
Total comprehensive loss for the year		(3,112,020)	(2,789,716)

The annexed notes from 1 to 23 form an integral part of these financial statements.


FARRUKH SHAFIQ
 Chief Executive


MUHAMMAD SARFRAZ
 Director


SOHAIL AHMED
 Chief Financial Officer

HAJI MOHAMMAD ISMAIL MILLS LIMITED
STATEMENT OF CASH FLOW
FOR THE YEAR ENDED JUNE 30, 2022

	Note	2022 Rupees	2021 Rupees
CASH FLOWS FROM OPERATING ACTIVITIES			
Loss before taxation		(3,603,233)	(2,977,176)
Adjustments for non cash item and other income:			
Finance cost		452	11,697
Staff retirement banefits- gratuity		527,170	453,075
		527,622	464,772
Loss before working capital changes		(3,075,611)	(2,512,404)
Decrease/(Increase) in current assets:			
Short term investment - net		-	11,858,795
Other receivables		10,000	3,964,190
		10,000	15,822,985
Increase in current liabilities:			
Trade and other payables		1,627	6,667
Cash generated (used in)/from operations		(3,063,984)	13,317,248
Taxes paid		(7,167)	(31,857)
Finance cost paid		(452)	(11,697)
		(7,619)	(43,554)
Net cash (used in)/generated from operating activities		(3,071,603)	13,273,694
Net (decrease)/increase in cash and cash equivalents		(3,071,603)	13,273,694
Cash and cash equivalents at beginning of the year		18,316,632	5,042,938
Cash and cash equivalents at end of the year		15,245,029	18,316,632

The annexed notes from 1 to 23 form an integral part of these financial statements.


FARRUKH SHAFIQ
Chief Executive


MUHAMMAD SARFRAZ
Director


SOHAIL AHMED
Chief Financial Officer

Haji Mohammad Ismail Mills Limited
 STATEMENT OF CHANGES IN EQUITY
 FOR THE YEAR ENDED JUNE 30, 2022

Reserves	Capital			Total
	Issued, subscribed and paid-up capital	Share premium	Fair value reserve (Loss)	
Revenue	Accumulated loss			

Balance as at June 30, 2020

Loss for the year	-	-	-	(2,977,176)	187,460
Other comprehensive income for the year - net of tax	-	-	-	-	-
Total Comprehensive loss for the year	-	-	-	(2,977,176)	187,460

Balance as at June 30, 2021

Loss for the year	-	-	-	(3,603,233)	491,213
Other comprehensive income for the year - net of tax	-	-	-	-	-
Total Comprehensive loss for the year	-	-	-	(3,603,233)	491,213

Balance as at June 30, 2022

Total Comprehensive loss for the year	-	-	-	(3,603,233)	491,213
Other comprehensive income for the year - net of tax	-	-	-	-	-
Total Comprehensive loss for the year	-	-	-	(3,603,233)	491,213

The annexed notes from 1 to 23 form an integral part of these financial statements.

Chief Executive
 FARUKH SHAFIQ

Director
 MUHAMMAD SARFAZ

Chief Financial Officer
 SOHAIL AHMED

HAJI MOHAMMAD ISMAIL MILLS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2022

1 LEGAL STATUS AND NATURE OF BUSINESS

- 1.1** The Company was incorporated in Pakistan as a Private Limited Company on February 5, 1980 under the then Companies Act, 1913 and subsequently converted to public limited company on October 15, 1987 under the repealed Companies Ordinance 1984 (now replaced with the enactment of Companies Act, 2017). Shares of the company were subsequently listed on the Stock Exchange on November 29, 1994. The main objective of the company was manufacturing and sale of yarn and power generation. Subsequently during the Year ended June 30, 2017 management added new object clauses in the Memorandum of Association from Textile / Power Generation to trading/distribution of fast moving consumer goods and other lawful business objects.

The registered office of the company is situated at 409-Commerce Centre, Hasrat Mohani Road, Karachi 74200.

1.2 Going Concern Assumption

Financial statements have been prepared by using going concern assumption on the basis of following factors:

- 1.2.1** During the year 2017, the management of the company had altered object clause of its Memorandum of Association to change the main business lines of the company from textile and power generation to fast moving consumer goods.
- 1.2.2** The management is planning to commence consumer goods distribution business besides exploring other business opportunities either itself or through merger, corporate restructuring or through prosperous investors for revival of the company. During the year company entered in trade activity and signed a MOU for trading
- 1.2.3** However, in the mean time, the Securities and Exchange Commission of Pakistan has filed a petition in the High Court of Sindh for winding up of the Company. The matter is presently subjudice and no order has been passed in this regard. In view of this fact, the management asserts that the company shall continue to be a going concern.

2 Basis Of Preparation

2.1 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 (IFRS) 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 IFRS, the provisions of and directives issued under the Companies Act, 2017 have been followed.

2.2 Basis of measurement

These financial statements have been prepared under the historical cost convention except as otherwise disclosed in the respective accounting policy notes.

2.3 Functional and presentation currency

These financial statements are presented in Pakistan Rupees which is also the Company's functional currency. All financial information presented in Pakistan Rupees has been rounded off to the nearest rupee.

2.4 Accounting Estimates, Judgements And Financial Risk Management

The preparation of financial statements in conformity with approved accounting standards requires the use of certain critical accounting estimates. It also requires 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 historic experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances.

2.5 Standards, Interpretations And Amendments To Published Approved Accounting Standards

2.5.1 Standard and amendments to approved accounting standards that are not yet effective

There are following Standards, amendments and interpretations to existing standards that are not yet effective and have not been early adopted by the Company:

		Effective date (annual reporting periods beginning
IAS 1	Amendments to 'IAS 1 and IFRS Practice Statement 2' Disclosure of Accounting Policies	January 1, 2023
	Amendments to IAS 1 'Presentation of Financial Statements' Classification of Liabilities as Current or Non-current	January 1, 2023
IAS 8	Accounting policies, changes in accounting estimates and errors (Amendments)	January 1, 2023
IAS 12	Income Taxes (Amendments)	January 1, 2023
IAS 16	Property, Plant and Equipment (Amendments)	January 1, 2022
IAS 37	Provisions, Contingent Liabilities and Contingent Assets (Amendments)	January 1, 2022
IFRS 3	Business Combinations (Amendments)	January 1, 2022
IAS 41, IFRS 1,9,16	Annual improvements to IFRS Standards 2018 - 2020 (Amendments)	January 1, 2022

2.5.2 The above standards, amendments to approved accounting standards and interpretations are not likely to have any material impact on the Company's financial statements

Other than the aforesaid standards, interpretations and amendments, IASB has also issued the following standards and interpretation, which have not been notified locally or declared exempt by the SECP as at June 30, 2022:

IFRS 1	First-time Adoption of International Financial Reporting Standards
IFRS 17	Insurance contracts
IFRIC 12	Service concession arrangements

3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

3.1 Staff retirement benefit

Defined benefit plan

The company has unfunded gratuity scheme covering for all its permanent employees who have attained the minimum qualifying period for entitlement to the gratuity.

Provision is made annually to cover the obligation on the basis of actuarial valuation and charged to income. Annual provision is made on the basis of actuarial valuation carried out by independent actuary using the Projected Unit Credit Method, related details of which are given in note 8 to the financial statements. Latest valuation was conducted as at June 30, 2022.

The amount arising as a result of measurements on defined benefit gratuity scheme are recognised immediately in other comprehensive income. Past and current service cost including interest expense /income and curtailments are recognised in the statement of profit or loss, in the period in which a change takes place.

3.2 Taxation

The tax expense for the year comprises current and deferred tax. Tax is recognized in the profit and loss account, except to the extent that it relates to items recognized in other comprehensive income or directly in equity.

Current

Current tax is the expected tax payable on the taxable income for the year determined in accordance with the prevailing law for taxation of income. The charge for current tax is calculated using tax rates enacted or substantively enacted at the reporting date after taking into account tax credits and tax rebates. The charge for current tax also includes adjustments, where considered necessary, to provision for tax made in previous years arising from assessments framed during the year for such years.

Deferred

Deferred tax is recognised using the balance sheet liability method, on all temporary differences arising at the balance sheet date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that the future taxable profits will be available against which the assets may be utilized. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date.

3.3 Trade and other payables

Liabilities for trade and other amounts payable are carried at cost which is the fair value of the consideration to be paid in the future for goods and services received, whether or not billed to the Company.

3.4 Provisions

A provision is recognized in the balance sheet when the Company has a legal or constructive obligation as a result of past event, and it is probable that an outflow of resource embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of obligation.

3.5 Property, plant and equipment

Owned assets

Property, plant and equipment are stated at cost less accumulated depreciation and impairment loss, if any. Depreciation is calculated on straight line method to write-off the cost, less their residual values, over their expected useful lives. Remaining useful lives of significant assets and their residual values are reviewed periodically and changes in estimates arising from such review is accounted for in current and future years.

Depreciation on additions during the year is charged on pro-rata basis when the asset is acquired or capitalized. Similarly the depreciation was charged on additions and no depreciation was charged on deletion during the period.

Maintenance and normal repairs are charged to profit or loss as and when incurred. Major renewals and improvements are capitalised and the assets so replaced, if any, are retired. Gains and losses on disposal of assets are included in profit or loss.

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Right of use asset

The Company assesses whether a contract contains a lease at inception of the contract. If the Company assesses contract contains a lease and meets requirements of IFRS 16, the Company recognises right-of-use asset and a lease liability at the commencement date of the lease i.e. the date the underlying asset is available for use. Right-of-use assets are initially measured at cost, which comprises of the amount of the initial measurement of lease liabilities, any lease payments made at or before the commencement date less any lease incentives received, any initial direct costs and restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Company is reasonably certain to exercise a purchase option, the right-of-use assets are depreciated over the underlying assets' useful life.

3.6 Impairment

At each balance sheet date, the company reviews the carrying amounts of its assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss.

If the recoverable amount of an asset is estimated to be less than its carrying amount of the asset is reduced to its recoverable amount. Impairment losses are recognized as an expense immediately. Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset in prior years. A reversal of an impairment loss is recognized as income immediately.

3.7 Capital Work-in-progress

Capital work-in-progress (CWIP) is stated at cost. All expenditures connected to the specific assets incurred during installation and construction period are carried under CWIP. These are transferred to specific assets as and when assets are ready for their intended use.

3.8 Investment

The management determines the appropriate classification of its investment in accordance with the requirements of International Accounting Standard (IAS 39) Financial Instrument: Recognition and measurement at the time of the purchase and classifies these investments as fair value through profit or loss account, held to maturity or available for sale.

(a) Financial assets at fair value through profit or loss account

Investments that are acquired principally for the purpose of generating profit from short term fluctuation in prices are classified as "fair value through profit or loss account". These investments are initially recognised at cost and transaction cost associated with the investment are taken directly to profit and loss account. Subsequent to initial measurement, investments at fair value through profit or loss are marked to market, using the closing market rates at the end of each day and are carried on the balance sheet at fair value. Net gains and losses arising on changes in fair values of these investments, based on the quoted market rates ruling at the day-end, are taken to profit and loss account.

(b) Held to maturity

Held to maturity investments are financial assets with fixed or determinable payments and fixed maturities that the company's management has the positive intent and ability to hold to maturity.

Available for sale

Investments intended to be held for an indefinite period of time, which may be sold in response to needs for liquidity or changes in equity prices, are classified as "available for sale". These investments are initially recognized at cost which includes transaction cost which includes transaction costs associated with the investment. Subsequent to initial measurement, "available for sale" investments are revalued and are remeasured at fair value. Net gains and losses arising on changes in fair values of these investments are taken to shareholder's equity.

All purchases and sales of investments that required delivery within the time frame established by regulation or market convention ("regular way" purchases and sales) are recognised at trade date, which is the date that the company commits to purchase or sale the asset. All other purchases and sales are recognised as derivative forward transactions until settlement occurs.



Investments are derecognized when the right to received cash flows from the investments have expired, have been realized or transferred and the company has transferred substantially all risk and rewards of ownership.

Impairment of investments is recognised when there is a permanent diminution in their values.

3.9 Stores, spares and loose tools

These are valued at cost or net realizable value whichever is less. Cost is determined by moving average method. Items considered obsolete are carried at nil value. Items in transit are valued at cost comprising invoice value plus other charges incurred.

3.10 Stock in trade

Stock in trade are valued at lower of average cost and net realizable value applying the following basis.

Raw material

At average cost except those in transit which are stated at actual cost

Work in process and finished goods

Cost of direct material and a proportion of manufacturing overhead based on normal capacity

Waste

At net realizable value

Net realizable value signifies the estimated selling price in the ordinary course of business less costs necessarily incurred in order to make the sale.

3.11 Foreign currencies

Transactions in foreign currency are recorded in Rupees at rates of exchange prevailing at the date of transaction. All monetary assets and liabilities in foreign currency are re-translated at exchange rate prevailing on the balance sheet date. All exchange differences are accounted for in income currently.

3.12 Cash and cash equivalents

Cash and cash equivalents comprises of cash in hand and bank balances.

3.13 Financial instruments

3.13.1 Classification and Initial Measurement

The Company classifies its financial assets in to following three categories:

- fair value through other comprehensive income (FVOCI);
- fair value through profit or loss (FVTPL); and
- measured at amortized cost.

The following assessments have been made on the basis of the facts and circumstances that existed at the date of initial application:

- The determination of business model within which a financial asset is held; and
- The designation and revocation of previous designation of certain financial assets as measured at FVTPL.

Financial assets at FVOCI

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- It is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets measured at

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at fair value through profit or loss:

- it is held within business model whose objective is to hold assets to collect contractual cash flows; and
 - its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on principal amount outstanding.
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For assets measured at fair value, gains and losses will either be recorded in the statement of profit or loss or other comprehensive income. For investments in equity instruments that are not held for trading, 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 FVOCI.

Financial assets at FVTPL

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

A financial asset is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition.

3.13.2 Subsequent Measurement

a) Financial assets at FVOCI

These assets are measured at fair value, with gains or losses arising from changes in fair value recognised in other comprehensive income / (loss).

b) Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest / markup or dividend income, are recognized in profit or loss.

c) Financial assets measured at amortized cost

These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest / markup income, foreign exchange gains and losses and impairment are recognized in the statement of profit or loss.

3.13.3 Financial liabilities

Financial liabilities are classified as measured at amortized cost or 'at fair value through profit or loss' (FVTPL). A financial liability is classified as at FVTPL if it is classified as held for trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in the statement of profit or loss.

Financial liabilities are classified as measured at amortized cost or 'at fair value through profit or loss' (FVTPL). A financial liability is classified as at FVTPL if it is classified as held for trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in the statement of profit or loss.

Financial liabilities are derecognized when the contractual obligations are discharged or cancelled or have expired or when the financial liability's cash flows have been substantially modified.

3.14 Off setting of financial assets and financial liabilities

A financial asset and a financial liability is off set and the net amount is reported in the balance sheet if the company has a legally enforceable right to set off the recognized amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

3.15 Trade debts

Trade Debts are carried at original invoice less an estimate made for doubtful debts based on a review of all out standing amounts at the year end. Bad debts are written off when identified.

3.16 Borrowings

Financing and borrowings are recorded at the proceeds received. Finance cost are accounted for on accrual basis.

3.18 Borrowing cost

Borrowing costs directly attributable to acquisition and construction of qualifying assets are capitalized up to the date of commencement of commercial production. All other borrowing costs are charged to the income.

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3.19 Related party transactions and transfer pricing

Transactions and contracts with related parties are carried out at an arm's length price determined in accordance with the comparable uncontrolled price method.

3.20 Revenue recognition

Export sales are accounted for on shipment basis and exchange difference, if any on account of export proceeds are adjusted in the period realization. Local sales are recognised on dispatch of goods to the customer. Dividend is recognized as income when the right to receive dividend is established. Profit on deposits is recognized on time proportion basis by reference to the principal outstanding and the applicable rate of return.

3.21 Dividend

The dividend distribution to the shareholders is recognised as a liability in the period in which it is approved by the shareholders.

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	Note	2022 Rupees	2021 Rupees
4 INVESTMENTS - AVAILABLE FOR SALE		53,900	53,900

JUNE 30, 2022	JUNE 30, 2021		JUNE 30, 2022	JUNE 30, 2021	JUNE 30, 2022	JUNE 30, 2021
No of shares / certificates		Name of the Investee company	Market value		Cost	
			Rupees	Rupees	Rupees	Rupees
17,500	17,500	Mandviwala Mauser Plastics Ind Ltd	53,900	53,900	88,562	88,562
17,500	17,500		53,900	53,900	88,562	88,562
		Add /(Less): Adjustment arising from re-measurement to Fair value			(34,662)	(34,662)
17,500	17,500		53,900	53,900	53,900	53,900

5 ADVANCE TAX - net of provision

Opening	924,493	892,636
Deducted during the year	7,167	31,857
Closing	<u>931,660</u>	<u>924,493</u>

6 OTHER RECEIVABLES

Sales tax	642,103	642,103
Other receivable	6.1 234,220	244,220
	<u>876,323</u>	<u>886,323</u>

6.1 Other receivable

Arif Habib Limited	4,220	4,220
Employees	230,000	240,000
	<u>234,220</u>	<u>244,220</u>

7 CASH AND BANK BALANCES

Cash at bank	7.1 346,639	10,968,242
Cash in hand	14,898,390	7,348,390
	<u>15,245,029</u>	<u>18,316,632</u>

7.1 It carries markup at the rate of range between 5.5% to 12.5% per annum (2021: 4.5% to 5.5% per annum)

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	Note	2022 Rupees	2021 Rupees
8 ISSUED, SUBSCRIBED AND PAID UP CAPITAL			
9,576,240 Ordinary shares of Rs. 10/- each allotted for consideration paid in cash		95,762,400	95,762,400
2,398,800 Ordinary shares of Rs. 10/- each issued as bonus share		23,988,000	23,988,000
		<u>119,750,400</u>	<u>119,750,400</u>
8.1 4,053,276 Ordinary shares held by associated company.			
8.2 The Company has one class of ordinary shares which carry equal voting rights and no rights to fixed income.			
9 DEFERRED LIABILITIES			
Staff retirement benefits - unfunded	9.1	3,122,343	3,086,386
		<u>3,122,343</u>	<u>3,086,386</u>
9.1 Movement in the net liability recognized in the balance sheet			
Opening net liability		3,086,386	2,822,818
Expense for the year	9.2	527,170	453,075
Remeasurement recognized in other comprehensive income		(491,213)	(189,507)
		<u>3,122,343</u>	<u>3,086,386</u>
Benefits paid during the year		-	-
Closing net liability		<u>3,122,343</u>	<u>3,086,386</u>
9.2 Expense recognized in the profit and loss account			
Current service cost		183,310	189,744
Interest cost		343,860	263,331
		<u>527,170</u>	<u>453,075</u>
9.3 Expense recognized in other comprehensive income			
Net actuarial (gain) / loss recognized in statement of financial position		(491,213)	(189,507)
		<u>(491,213)</u>	<u>(189,507)</u>
9.4 Movement in the present value of defined benefit obligation			
Present value of defined benefit obligation		3,086,386	2,822,818
Past service cost		-	-
Current service cost		183,310	189,744
Interest cost		343,860	263,331
Actuarial (gain)/loss		(491,213)	(189,507)
Benefits paid		-	-
		<u>3,122,343</u>	<u>3,086,386</u>
9.5 Gratuity expenses have been allocated as follows			
Administrative expenses		527,170	453,075
		<u>527,170</u>	<u>453,075</u>

9.6 Historical information	2022	2021	2020	2019	2018
Present value of defined benefit obligation	3,122,343	3,086,386	2,822,818	2,074,618	-

	Note	2022 Rupees	2021 Rupees
9.7 Reconciliation			
Present value of defined benefit obligation		3,122,343	3,086,386
		<u>3,122,343</u>	<u>3,086,386</u>

9.8 General description

The scheme provides for terminal benefits for all of its permanent employees who attain the minimum qualifying period. Annual charges is made using the actuarial technique of Projected Unit Credit Method.

9.9 Principal actuarial assumption

Following are a few important actuarial assumption used in the valuation.

Discount rate	13.25%	10%
Expected rate of increase in salary	10%	9%
Average expected remaining working lives of employees	9	9
Average duration of liability	2	2
Expected mortality rate for active employees	SLIC (2001-2005) Mortality Table	
Actuarial valuation method	Projected Unit Credit Method	

9.10 Sensitivity analysis of actuarial assumptions

The calculation of defined benefit obligation is sensitive to assumptions given above. The below information summarizes how the defined benefit obligation at the end of the reporting period would have increased / (decreased) as a result of change in respective assumptions by 100 basis point.

	2022 Rupees	2021 Rupees
Discount rate +100bps	(67,981)	(76,647)
Discount rate -100bps	70,303	79,370
Salary increment rate +100bps	71,753	79,370
Salary increment rate -100bps	(70,586)	(78,041)

9.11 Expected gratuity expense for the year ending June 30, 2023 works out to Rs.538,085/-.

9.12 The weighted average duration of defined benefit obligation is 2 years.

10 TRADE AND OTHER PAYABLES

Other Payable	100,000	-
Accrued expenses	101,800	200,173
	<u>201,800</u>	<u>200,173</u>

11 CONTINGENCIES AND COMMITMENTS

Contingencies

Supreme Court Suo Moto against written off loan	11.1	-	-
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11.1 The Company and the directors received a notice on May 24, 2018 from National Bank of Pakistan relating to Suo Moto Notice of Supreme Court of Pakistan on loan written off pertaining to the period 2003. The company at its own and on behalf of the then directors has filed a statement on June 5, 2018 through its legal counsel whereby it was explained that the amounts were duly settled by consent decree of High Court of Sindh and was paid by the then management to National Bank of Pakistan. The case is yet to be decided. The current management believes that no liability or payment accrues against the Company. Accordingly, no provision has been made in these financial statements.

Commitments

There are no commitments as at June 30, 2022 (2021: Nil).

	Note	2022 Rupees	2021 Rupees
12 ADMINISTRATIVE EXPENSES			
Salaries, benefits and allowances	12.1	1,572,911	1,550,800
Remuneration to executive	12.2	1,653,041	1,501,716
Printing and stationery		27,600	28,000
Communication expenses		9,000	17,000
Auditors remuneration	12.3	100,000	85,200
Fees, subscriptions and periodicals		289,515	62,786
		<u>3,652,067</u>	<u>3,245,502</u>

12.1 Staff salaries and other benefits includes Rs. 174,912 (June 30, 2021: Rs 150,231.) in respect of staff retirement benefits (gratuity).

12.2 Remuneration To Executive and Directors

	2022 Rupees		2021 Rupees	
	Executive	Directors	Executive	Directors
Remuneration	1,195,676	-	1,103,778	-
Bonus	105,106	-	95,100	-
Gratuity	352,259	-	302,844	-
	<u>1,653,041</u>	-	<u>1,501,722</u>	-
Number of Persons	1	-	1	-

Chief Executive and directors have waived their remuneration and meeting fees.

12.3 Auditor's Remuneration

Statutory audit fee	85,000	70,200
Half yearly review fee	15,000	15,000
	<u>100,000</u>	<u>85,200</u>

13 OTHER INCOME

Profit on PLS Account	47,782	83,469
Profit on HBL money market fund	1,504	196,554
	<u>49,286</u>	<u>280,023</u>

14 FINANCE COST

Bank charges and commission	452	11,697
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15 TAXATION

Current	-	-
	<u>-</u>	<u>-</u>

15.1 The income tax assessment of the company have been finalized, on self assessment basis, upto an including tax year 2021 under section 122 of the Income Tax Ordinance, 2001

15.2 In the absence of any taxable income oblige turnover, no provision for taxation has been made in these account.

	Note	2022 Rupees	2021 Rupees
16 LOSS PER SHARE-BASIC AND DILUTED			
Loss after taxation for the year (Rupees)		<u>(3,603,233)</u>	<u>(2,977,176)</u>
Weighted average number of shares outstanding during the year (numbers)		<u>11,975,040</u>	<u>11,975,040</u>
Loss per share (Rupees)		<u>(0.30)</u>	<u>(0.25)</u>

17 FINANCIAL INSTRUMENT AND RELATED DISCLOSURES

The company has exposures to the following risks from its use of financial instruments.

- 17.1 Credit risk
- 17.2 Liquidity risk
- 17.3 Market risk

The board of directors has overall responsibility for the establishment and oversight of company's risk management framework. The board is also responsible for developing and monitoring the company's risk management policies.

17.1 Credit risk

17.2 Exposure to credit risk

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the trade debts, loans and advances, trade deposits and cash and bank balances. The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date is as follows:

Long term deposit	50,000	50,000
Investments - available for sale	53,900	53,900
Other receivables	234,220	244,220
Cash and bank balances	15,245,029	18,316,632
	<u>15,583,149</u>	<u>18,664,752</u>

17.3 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's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damages to the company's reputation. The following are the contractual maturities of financial liabilities, including interest payments and excluding the impact of netting agreements.

2022						
Carrying Amount	Contractual Cash flows	Six months or less	Six to twelve months	One to five years	More than five years	
----- Rupees -----						
Non - derivative Financial liabilities						
Trade and other payables	201,800	201,800	201,800			-
	<u>201,800</u>	<u>201,800</u>	<u>201,800</u>	-	-	-
2021						
Carrying Amount	Contractual Cash flows	Six months or less	Six to twelve months	One to five years	More than five years	
----- Rupees -----						
Non - derivative Financial liabilities						
Trade and other payables	200,173	200,173	200,173	-	-	-
	<u>200,173</u>	<u>200,173</u>	<u>200,173</u>	-	-	-

17.4 Market risk

Market risk is the risk that the value of the financial instrument may fluctuate as a result of changes in market interest rates or the market price due to a change in credit rating of the issuer or the instrument, change in market sentiments, speculative activities, supply and demand of securities, and liquidity in the market.

17.5 Interest rate risk

There is no interest bearing security as at June 30, 2022.

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 and loss. Therefore, a change in interest rates at the reporting date would not affect profit and loss account.

Cash flow sensitivity analysis for variable rate instruments

The company does not account for any variable rate financial assets and liabilities. Therefore, a change in interest rates at the reporting date would not affect cash flow.

17.6 Fair value of financial assets and liabilities

The carrying value of all financial instruments reflected in the financial statements approximate to their fair values. Fair value is determined on the basis of objective evidence at each reporting date.

IFRS 13 establishes a single source of guidance under IFRS for all fair value measurement and disclosures about fair value measurement where such measurements are required as permitted by other IFRSs. It defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (i.e. an exit price). Adoption of IFRS 13 has not affected the financial statements.

Financial assets which are tradable in an open market are revalued at the market prices prevailing on the statement of assets ad liabilities date. The estimated fair value of all other financial assets and liabilities is considered not significantly different from book value

The following table shows financial instruments recognised at fair value, analysed between those whose fair value is based on:

- Level 1: Fair value measurements using quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Fair value measurements using inputs other than quoted prices included within Level 1 that are observable for the asset and liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: Fair value measurements using inputs for the assets or liability that are not based on observable market data (i.e. unobservable inputs)

	-----As at June 30, 2022-----			
	Level 1	Level 2	Level 3	Total
	-----Rupees-----			
Assets				
Investment in securities -				
available for sale				
- Listed Equity Securities	53,900	-	-	53,900
	-----As at June 30, 2022-----			
	Level 1	Level 2	Level 3	Total
	-----Rupees-----			
Assets				
Investment in securities -				
available for sale				
- Listed Equity Securities	53,900	-	-	53,900

18 CAPITAL RISK MANAGEMENT

The company's prime object when managing capital is to safeguard its ability to continue as a going concern in order to provide adequate returns for shareholder and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, issue new shares or sell assets to reduce debt.

19 PLANT CAPACITY AND PRODUCTION

Since the company has sold out its plant and machinery therefore no analysis has been given.

20 NON-ADJUSTING EVENTS AFTER REPORTING DATE

There is no significant event after reporting date to be reported in the financial statement.

21 OPERATING SEGMENT

These financial statements have been prepared on the basis of a single reportable segment as the company's asset allocation decisions are based on a single, integrated business strategy, and the company's performance is evaluated on overall basis.

22 GENERAL

22.1 Number of persons employed

The total number of employees and average number of employees at year end and during the year respectively are as follows :

	2022	2021
	Number	
Total employees of the company at the year end	<u>4</u>	<u>5</u>
Average employees of the company during the year	<u>4</u>	<u>5</u>

22.2 Figures have been rounded off to the nearest Rupees.

23 DATE OF AUTHORIZATION FOR ISSUE

These financial statements have been authorized for issue on Oct. 03, 2022 by the board of directors of the Company.

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FARRUKH SHAFIQ
Chief Executive


MUHAMMAD SARFRAZ
Director


SOHAIL AHMED
Chief Financial Officer

HAJI MOHAMMAD ISMAIL MILLS LIMITED

PATTERN OF HOLDING OF SHARES HELD BY THE SHAREHOLDERS AS AT 30TH JUNE, 2022

No. of Shareholders		Share Holding		Shares Held
74	1	To	100	1,175
56	101	To	500	26,793
110	501	To	1,000	89,889
118	1,001	To	5,000	339,962
47	5,001	To	10,000	389,950
22	10,001	To	15,000	280,500
15	15,001	To	20,000	273,500
7	20,001	To	25,000	166,500
8	25,001	To	30,000	226,500
4	30,001	To	35,000	125,470
3	35,001	To	40,000	120,000
2	40,001	To	45,000	84,500
2	45,001	To	50,000	100,000
1	50,001	To	55,000	55,000
1	55,001	To	60,000	57,000
3	60,001	To	65,000	184,500
	65,001	To	70,000	
4	70,001	To	75,000	292,735
1	75,001	To	80,000	77,000
2	80,001	To	85,000	170,000
1	85,001	To	90,000	86,000
	90,001	To	95,000	-
1	95,001	To	100,000	95,340
1	100,001	To	105,000	102,000
1	105,001	To	110,000	105,500
1	115,001	To	120,000	115,500
-	120,001	To	125,000	-
-	125,001	To	130,000	-
-	130,001	To	145,000	-
-	145,001	To	150,000	-
1	150,001	To	155,000	151,500
1	160,001	To	165,000	161,280
-	190,001	To	195,000	-
-	210,001	To	215,000	-
1	220,001	To	225,000	223,000
1	375,001	To	380,000	375,387
1	565,001	To	570,000	569,075
1	590,001	To	595,000	591,000
1	1,135,001	To	1,140,000	1,135,500
1	1,145,001	To	1,150,000	1,149,708
1	4,050,001	To	4,055,000	4,053,276
	4,055,001	To	5,000,000	

494

11,975,040

CATEGORY WISE SUMMARY OF SHAREHOLDERS

S. No.	Category Name	No. of Shareholders	Share Held	Percentage
1	Individuals	480	7,717,189	64.44
2	Joint Stock Companies	12	4,255,776	35.54
3	Financial Institutions	1	1,025	0.01
4	Mutual Fund/Trust	1	1,050	0.01
		494	11,975,040	100.00

HAJI MOHAMMAD ISMAIL MILLS LIMITED

PATTERN OF SHAREHOLDING AS PER LISTING REGULATIONS AS AT JUNE 30,2022

SHARE HOLDERS' CATEGORY		No.of Share held.	Percentage
1	Associated Companies, Undertaking and related parties.		
	Pak Mehran (Pvt) Limited	4,053,276	33.85
2	Mutual Funds/Trust	1,050	0.01
3	CEO,Directors & their Spouses and minor children.		
	Mr.Noman Mustafa Zuberi -Director	1,149,708	9.60
	Mr.Gulzar Siddiq -Chairman	525	0.00
	Mr.Farrukh Shafiq -CEO	525	0.00
	Mr.Muhammad Sarfraz -Director	577	0.00
	Mr.Muhammad Sadiq -Director	577	0.00
	Mr.Mohammad Irfan -Director	525	0.00
	Mr.Ali Asghar -Director	6,500	0.05
4	Executives.	-	
5	Public Sector Companies & Corporation.	-	
6	Joint Stock Companies/Trust	203,550	1.70
7	Banks, Development Finance Institutions, Non Banking Finance Companies, Insurance Companies Takaful, Modarabas and Pension Funds.		
	Investment Corp.of Pakistan.	1,025	0.01
8	Individuals and others.	6,557,202	54.76
	Total	11,975,040	100.00
9	Shareholders holding 5% or more voting rights in the listed company.		
	Pak Mehran (Pvt) Ltd	4,053,276	33.85
	M Mehmood Azam Baig	1,135,500	9.48
	Noman Mustafa Zuberi	1,149,708	9.60

انسانی وسائل کمیٹی:

بورڈ نے کوڈ آف کارپوریٹ گورننس کی تعمیل کے لئے انسانی وسائل اور تنخواہ کمیٹی تشکیل دی ہے۔ کمیٹی کا ایک اجلاس سال کے دوران منعقد ہوا جس میں تمام اراکین شامل تھے۔ مندرجہ ذیل ڈائریکٹرز اس کے ارکان ہیں۔

۱۔ جناب گلزار صدیق چیئر مین ۲۔ جناب محمد صادق ممبر ۳۔ جناب علی اصغر ممبر

اخلاقیات اور بہتر کاروباری کارکردگی کی شخصیات:

بورڈ نے اچھے کاروباری طریقوں کا عمل تیار کیا ہے جو تمام ڈائریکٹرز اور ملازمین کے علم میں لانے کے لیے تقسیم کیا گیا ہے۔

شیئر ہولڈرز سے تعلقات:

کمپنی اپنے تمام شیئر ہولڈرز کو سال میں چار بار اپنے مالیاتی گوشوارے بعد ڈائریکٹرز رپورٹ اور مستقبل کا تجزیہ بھیجتی ہے۔ تمام فائل اور درمیانی مدت کی رپورٹس پاکستان اسٹاک ایکسچینج کو اور شیئر ہولڈر کو ان کے رجسٹرڈ پتے پر بھیجی جاتی ہیں۔ کمپنی کے تمام مالیاتی گوشوارے کمپنی کی ویب سائٹ "www.hmiml.com" پر دستیاب ہیں۔ علاوہ ازیں کمپنی اپنی سہ ماہی اور سالانہ رپورٹ اور رسمی نوٹیفیکیشن اجلاس عام سے 21 دن پہلے تمام شیئر ہولڈرز کو بھیجتی ہے تاکہ وہ میٹنگ میں شرکت کر سکیں۔

بعد کے واقعات:

مالیاتی سال کے اختتام اور اس رپورٹ کی تاریخ کے دوران کوئی ایسی تبدیلی نہیں ہوئی جس سے کمپنی کی مالیاتی پوزیشن پر فرق آتا ہو۔

خدمات کا اعتراف:

بورڈ اپنے تمام اسٹاف ممبر کی انتھک محنت کو سراہتا ہے۔ اور امید کرتا ہے کہ آئندہ آنے والے سالوں میں بھی یہی انتھک محنت جاری رہے گی۔ بورڈ اپنے بینکوں کے تعاون کا بھی شکر گزار ہے۔

کراچی، 13 اکتوبر 2022

بجلم بورڈ

فرخ شفیق

چیف ایگزیکٹو

گلزار صدیق

چیئر مین ڈائریکٹر

جن ڈائریکٹرز نے چند اجلاسوں میں شرکت نہیں کی، ان کو چھٹی کی اجازت دیدی گئی تھی۔

کمپنی کے حصص میں تجارت:

چاند سال کے دوران ڈائریکٹرز، چیف فنانس آفیسر، کمپنی کے سیکریٹری اور اندرونی آڈٹ کے سربراہ، ان کی بیویوں اور چھوٹے بچوں کی طرف سے کمپنی کے حصص کی کوئی تجارت نہیں کی گئی۔ متعلقہ پارٹی لین دین:

انتظامیہ کی پالیسی یہ یقینی بناتی ہے کہ متعلقہ جماعتوں کے ساتھ درج کردہ تمام ٹرانزیکشن کو باڈی کی لمبائی کی بنیاد پر ہونا متعلقہ پارٹی لین دین سال کے دوران کوئی متعلقہ جماعتوں کی ٹرانزیکشن نہیں ہے۔ ماحول، صحت، تحفظ اور سماجی عمل:

ماحول پر کمپنی کے کاروبار کوئی اثر نہیں ہے۔ کمپنی فراہم کرتی ہے اور برقرار رکھتی ہے، جہاں تک قابل اطلاق قابل عمل سماجی عمل کی منصوبہ بندی، کام کے حالات، جو تمام ملازمین اور عوام کی صحت کے لئے محفوظ اور بغیر خطرے کے حامل ہوں۔ شیئر ہولڈنگ کا پیرن اس رپورٹ کے ساتھ منسلک ہے۔

2017ء سے 2022ء تک کے کلیدی آپریٹنگ اور مالیاتی نتائج اس رپورٹ کے ساتھ منسلک ہیں

آڈیٹرز

کمپنی کے موجودہ آڈیٹرز نوید ظفر اشفاق جعفری اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس سالانہ اجلاس عام کے احتیاط پر ریٹائر ہو جائیں گے۔ انہوں نے خود کو دوبارہ تقرری کے لئے پیش کیا ہے۔ آڈٹ کمیٹی نے ان کی دوبارہ تقرری کی سفارش کی ہے کہ 30 جون 2023ء تک ختم ہونے والے سال کے لیے آڈیٹرز منتخب کیا جائے اور بورڈ نے اسکی توثیق کی ہے۔

اندرونی مالیاتی کنٹرول:

کمپنی کے ڈائریکٹرز اپنی مالیاتی کنٹرول کی ذمہ داری سے آگاہ ہیں۔ آڈیٹرز اور انتظامی اسٹاف سے ملنے کے بعد وہ پر اعتماد ہیں کہ انتظامیہ نے اچھا کنٹرول کیا ہوا ہے۔

کارپوریٹ سماجی ذمہ داری:

ہم آپ کو بتاتے ہوئے مسرور ہیں کہ کاروباری برادری کے ایک رکن کے طور پر، ہم سماجی اداروں اور حکام کے ساتھ رابطے میں ہیں، ان کے سماجی پروگراموں اور منصوبوں میں ان کی مدد کرنے کے طریقوں اور ذرائع تلاش کرتے رہتے ہیں تاکہ ان کی مدد کر سکیں۔

کارپوریٹ گورننس کے کوڈ کے تحت ڈائریکٹرز کی ذمہ داریوں کی تفصیل:

ڈائریکٹرز آپ کو مطلع کرتے ہوئے خوشی محسوس کر رہے ہیں کہ کمپنی نے سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی ضرورت کے مطابق کارپوریٹ گورننس کی دفعات کے مطابق عمل کرنے کے لئے ضروری اقدامات کیے ہیں۔ کارپوریٹ گورننس کے کوڈ کے مطابق تعمیل کی تفصیل اس رپورٹ کے ساتھ شامل ہے۔ کمپنی مندرجہ ذیل طریقے سے کوڈ کی تعمیل کرتی ہے۔

کوڈ:

۱۔ کمپنی کی انتظامیہ کے تیار کردہ مالیاتی گوشوارے ان میں بیان کردہ امور، آپریٹنگ کے نتائج، کمیشن فلووز اور اکیوٹی میں تبدیلیاں بالکل درست ہیں۔

۲۔ کمپنی کی اکاؤنٹس کی کتب باقاعدہ مرتب کی جاتی ہیں۔

۳۔ فنانس گوشواروں اور اکاؤنٹس کے تخمینوں کی تیاری میں موزونیت اور دانشمندانہ انصاف پر مبنی اکاؤنٹنگ پالیسیاں عمل میں لائی جاتی ہیں۔

۴۔ پاکستان میں نافذ عمل انٹرنیشنل فنانس رپورٹنگ اسٹینڈرڈ فنانس گوشواروں کی تیاری میں بروئے کار لائے جاتے ہیں۔ اگر ان میں کوئی تبدیلی ہو تو اس کو ظاہر کیا جاتا ہے۔

۵۔ اندرونی کنٹرول کا نظام ٹھوس ہے اور اس پر عملدرآمد کی مؤثر نگرانی کی جاتی ہے۔

۶۔ کمپنی کی کاروباری سمت ٹیکنیکل سیکٹر سے صارفین کے فوری استعمال اور تقسیم والی اشیاء میں تبدیل ہو گئی ہے۔ بینکوں اور سرمایہ داروں سے نئے کاروبار کے لئے بات چیت جاری ہے۔ کوئی ایسی خاص وجہ نہیں کہ کمپنی اپنے کاروبار کو جاری نہ رکھ سکے۔

۷۔ کمپنی کے کاروباری رجحان میں پچھلے سال کی نسبت کوئی خاص تبدیلی نہیں آئی ہے۔

۸۔ ٹیکس اور محصولات کے متعلق معلومات نوٹس برائے مالیاتی گوشوارے میں دی گئی ہے۔

۹۔ کمپنی نے کوڈ آف کنڈکٹ اور بزنس حکمت عملی تیار کر کے ڈائریکٹرز اور ملازمین میں ان کی آگاہی کے لئے تقسیم کی ہے۔

۱۰۔ بورڈ آف ڈائریکٹرز نے وژن اور مشن اسٹینڈرڈ اور مجموعی کارپوریٹ حکمت عملی کو اپنایا ہوا ہے۔

۱۱۔ کوڈ آف کارپوریٹ گورننس کے مطابق ہم نے مندرجہ ذیل معلومات رپورٹ ہذا میں شامل کی ہیں۔

۱۲۔ حصص یافتگان کا گوشوارہ علیحدہ دیا گیا ہے۔

۱۳۔ ساتھی کمپنیوں اور ساتھی پارٹنریوں کے شیئر کی تفصیل، ڈائریکٹرز کی میٹنگ کی تفصیل،

۱۴۔ پچھلے چھ سال کے مالیاتی گوشواروں کی خاص باتیں۔

بورڈ کی کارکردگی کا تجزیہ:

بورڈ کی کارکردگی کی تشخیص بذریعہ HR&RC کمیٹی انفرادی اور اجتماعی طور کی جاتی ہے۔ بورڈ کی کارکردگی کی جانچ پڑتال ان کی مخصوص ایریا میں پرفارمنس سے کی جاتی ہے۔ جس میں بورڈ کی تشخیص، بورڈ اور چیف ایگزیکٹو کی تنخواہ، مخصوص پلاننگ اور باہمی تعلق سے وضع کی جاتی ہے۔

ڈائریکٹرز کا ٹریننگ پروگرام:

کمپنی کے بورڈ میں دو ڈائریکٹرز اپنے تجربے اور تعلیمی قابلیت کی وجہ سے ٹریننگ سے مستثنیٰ ہیں۔ بہر حال ٹریننگ کی کنڈیشن کی تعمیل سندھ ہائی کورٹ میں پٹیشن کے فیصلہ کے بعد کر دی جائے گی۔

آڈٹ کمیٹی:

CCG کی تعمیل کو دیکھتے ہوئے بورڈ نے آڈٹ کمیٹی تشکیل دی ہے۔ کمیٹی کی چار میٹنگ سال کے دوران ہوئی ہیں۔ مندرجہ ذیل ڈائریکٹرز کمیٹی کے ممبرز ہیں اور انہوں نے تمام میٹنگ اینڈ کیس ہیں۔

۱۔ جناب نعمان مصطفیٰ زبیری صاحب چیئر مین ۲۔ جناب محمد عرفان صاحب ممبر ۳۔ جناب محمد صادق صاحب ممبر

آڈٹ کمیٹی کا ٹرم آف ریفرنس:

آڈٹ کمیٹی کا ٹرم آف ریفرنس SECP کی ریگولیشن 2019ء کی متعین کردہ بنیاد پر مقرر کی جاتی ہیں۔ اس میں ڈائریکٹرز کی گائیڈ لائنز سسٹم کو بہتر کرنے کے لئے وقتاً فوقتاً دی جاتی ہیں اور اس پر عمل کیا جاتا ہے۔

حاجی محمد اسماعیل ملز لمیٹڈ

ڈائریکٹرز کی شیئر ہولڈرز رپورٹ

حاجی محمد اسماعیل ملز لمیٹڈ کے ڈائریکٹرز کی جانب سے ہم 30 جون 2022ء کو ختم ہونے والے مالی سال کے آڈٹ شدہ اکاؤنٹس کے ساتھ کمپنی کی 42 ویں سالانہ رپورٹ پیش کرنے میں خوشی محسوس کر رہے ہیں۔

عمومی جائزہ

کمپنی کی انتظامیہ نے کاروباری ترجیحات کو بدل دیا تھا۔ بورڈ نے دوسرے کاروباری مواقع کے اقدامات بھی کیے۔ تاکہ کاروباری مقاصد کو آسانی سے اور فائدہ مند طریقے سے چلایا جاسکے۔ یہ اقدامات کمپنی کی بحالی کے لئے کئے گئے تھے۔ بورڈ نے کاروباری منصوبہ کو عملی جامہ پہنانے کے لئے کمپنی کی کارپوریٹ ریگولیشن اور مستحکم سرمایہ کاروں کو بھی دیکھ رہا ہے۔ ملک میں سیاسی غیر یقینی کی وجہ سے کاروباری سرگرمیاں ست روئی کا شکار ہیں۔ اس لیے کمپنی انتظامیہ بہتر مواقع کے انتظار میں ہے۔

اہم تبدیلی

کمپنی انتظامیہ خوشحال سرمایہ کاروں کے ساتھ شراکت داری یا مہجر کے لیے کوشاں ہے اگر کوئی بھی صورتحال بنتی ہے تو کمپنی اس پلان کو ہائی کورٹ آف سندھ میں پیش کرے گی جہاں کمپنی کو بند کرنے کی درخواست زیر سماعت ہے۔ ایس ای سی پی نے اپنے آڈٹ ریمونڈ 31 مارچ 2022 میں کمپنی کے آڈیٹر کی مٹنی رپورٹ برائے سال 30 جون 2021 پر اعتراض کیا ہے اور کمپنی کے ڈائریکٹرز کو ہدایت کی ہے کہ اس بے قاعدگی کو ٹھیک کیا جائے کمپنی کی انتظامیہ اس بے قاعدگی کو ٹھیک کرنے کی کوشش کر رہی ہے اور اپنے قانونی ماہر سے اس بارے میں رائے بھی لی ہے۔ قانونی ماہر کی رائے کے مطابق اگر کوئی بھی تبدیلی اکاؤنٹ میں کی گئی تو اس سے کمپنی کے ہائی کورٹ میں موجود کیس پر بُرا اثر پڑے گا۔ اس لیے کمپنی کے شیئر ہولڈرز کے دلچسپی کو دیکھتے ہوئے اکاؤنٹس کی موجودہ حالت کو برقرار رکھا جائے جب تک کہ کسی کا فیصلہ نہیں ہو جاتا۔

کاروبار کے مالیاتی نتائج:

2021	2022
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روپے (2,977,176)	(3,603,233)

سبز روپے

ٹیکس ادا کرنے سے پہلے نفع (نقصان)

فنانس کی لاگت:

فنانس کی لاگت بہت کم ہے کیونکہ کمپنی کو کوئی قرضہ نہیں لیا ہوا ہے۔

ٹیکسیشن:

انکم ٹیکس کے مالیاتی گوشوارے آج تک مکمل ہیں۔

فی حصص آمدنی:

سال کے لئے فی شیئر نقصان (0.30) روپے ہے۔

موجودہ اور مستقبل کا جائزہ:

بورڈ نے کمپنی کی بحالی کے لئے اپنی توجہ نئے کاروباری رجحان کی طرف کی ہوئی ہے، بورڈ کی خواہش ہے کہ نئے بزنس پلان کو عملی جامہ پہنا کر کمپنی کو بحال کیا جائے۔ اس سلسلے میں کمپنی نے ایک معاہدہ پر بھی دستخط کیے تھے۔ یہ تمام کوششیں رک گئیں جب SECP نے سندھ ہائی کورٹ میں کمپنی کو بند کرنے کی درخواست دائر کی۔ کمپنی کی انتظامیہ کیس کا دفاع کر رہی ہے۔ کیس ابھی تک ہائی کورٹ میں زیر سماعت ہے۔ سیاسی عدم استحکام کی وجہ سے ملک میں سرمایہ کاری رکھی ہوئی ہے کمپنی انتظامیہ اس کی بحالی کے لیے کوشش کر رہی ہے تاکہ کسی اچھی کمپنی یا اشخاص سے اشتراک ہو جائے۔

ڈیوڈنڈ/منافع:

فئڈرل قلمت کی وجہ سے ڈائریکٹرز نے کسی بھی قسم کے منافع کی سفارش نہیں کی ہے۔

واجب الادا قانونی ادائیگیاں:

کمپنی کی کوئی واجب الادا ادائیگی نہیں ہے۔

بورڈ آف ڈائریکٹرز میں تبدیلی:

کمپنی کے ڈائریکٹرز کے انتخابات کے بعد سے اب تک بورڈ میں کوئی تبدیلی نہیں آئی ہے، PSX کی طرف سے شیئر ٹرانسفر پر پابندی عائد ہے۔ جسکی وجہ سے بورڈ کی تشکیل کارپوریٹ گورننس قوانین کی ضروریات کے مطابق نہیں ہوئی ہے۔

بورڈ کی ترتیب:

1- ڈائریکٹرز کی تعداد سات ہے، جس کی تفصیل درج ذیل ہے۔

الف: 7 مرد: 7 ب: 0 عورت: 0

2- بورڈ کی تشکیل مندرجہ ذیل ہے۔

الف: آزاد ڈائریکٹر: جناب گلزار صدیق، جناب نعمان مصطفیٰ زبیری

ب: غیر انتظامی ڈائریکٹر: جناب محمد عرفان، جناب محمد صادق، جناب علی اصغر،

ج: ایگزیکٹو ڈائریکٹر: جناب فرخ شفیق، جناب محمد سرفراز

ڈائریکٹرز کی تنخواہ کی پالیسی:

کمپنی کے بورڈ اور کمیٹی کے اجلاسوں میں شرکت کے لئے غیر ایگزیکٹو اور آزاد ڈائریکٹرز کی فیس وقت کے ساتھ ساتھ مقرر کی جاتی ہے۔ تمام ڈائریکٹروں نے کمپنی کی بحالی تک فیس اور تنخواہ نہ لینے کا عندیہ دیا ہے۔

ڈائریکٹرز کے بورڈ کی ملاقات:

سال کے دوران پانچ بورڈ کی میٹنگ منعقد کی گئیں اور ہر ڈائریکٹر کی اجلاسوں میں حاضری کی تفصیل درج ذیل ہے۔

ڈائریکٹر کا نام	میٹنگ میں شرکت	ڈائریکٹر کا نام	میٹنگ میں شرکت
1. جناب گلزار صدیق	4	2. جناب محمد سرفراز	5
3. جناب نعمان مصطفیٰ زبیری	2	4. جناب محمد عرفان	3

حاجی محمد اسماعیل ملز لمیٹڈ

چیئرمین کی جائزہ رپورٹ

بورڈ آف ڈائریکٹرز کی کارکردگی کا سالانہ جائزہ کوڈ آف کارپوریٹ گورننس کے تحت کیا جاتا ہے۔ اس جائزہ کا مقصد اس امر کو یقینی بنانا ہے کہ بورڈ کی مجموعی کارکردگی اور افادیت کو کمپنی کے مختص کردہ مقاصد کے تناظر میں پرکھا جاسکے۔

مالی سال برائے 30 جون 2022ء کے لئے بورڈ کی مجموعی کارکردگی اور افادیت اطمینان بخش قرار پائی ہے۔ بورڈ کی کارکردگی کو مزید بہتر بنانے میں کچھ رکاوٹیں ہیں، کیونکہ کمپنی کی بندش کی درخواست معزز ہائی کورٹ آف سندھ میں زیر سماعت ہے۔ اور فنڈز کی بھی کمی ہے مجموعی کارکردگی کی جانچ ایک مستقل جاری رہنے والا عمل ہے جس کی مدد سے عملی منصوبہ بندیوں کو ممکن بنایا جاتا ہے۔ مجموعی جائزے کا اطمینان بخش ہونا ضروری اجزاء کے انفرادی جائزے پر منحصر ہے جن میں دور اندیشی، نصب العین اور اقدار، حکمت عملی کو بنانے میں کردار، پالیسیز کی تشکیل، کمپنی میں جاری کاروباری سرگرمیوں کی نگرانی، مالیاتی وسائل کے انتظام کی نگرانی، مؤثر مالی نگرانی، بورڈ کے کاروبار کو پورا کرنے میں ملازمین کے ساتھ منصفانہ سلوک اور بورڈ کی سرگرمیوں کو مؤثر انداز سے پورا کرنا شامل ہے۔

کمپنی کے بورڈ آف ڈائریکٹرز کو ان کی ملاقاتوں اور کمیٹی کی ملاقاتوں کا ایجنڈا مع دیگر ضروری دستاویزات قبل از وقت موصول ہوتے ہیں۔ ضروری بورڈ میٹنگ مقررہ وقت پر ہوتی ہیں تاکہ اپنی ذمہ داریوں کو مؤثر طریقے سے انجام دے سکیں۔ آزاد ڈائریکٹرز اور نان ایگزیکٹو بھی اہم فیصلوں میں برابری کی بنیاد پر شامل ہوتے ہیں۔

کراچی، 3 اکتوبر 2022

گلزار صدیق

چیئرمین

حاجی محمد اسماعیل ملز لمیٹڈ

اطلاع برائے سالانہ اجلاس عام

تمام شیئرز ہولڈرز کو اطلاع دی جاتی ہے کہ کمپنی کا 42 واں سالانہ اجلاس عام بروز جمعہ 28 اکتوبر 2022ء بوقت 11:15 بجے صبح بمقام 409، کامرس سینٹر، حسرت موہانی روڈ، کراچی میں منعقد ہو رہا ہے جس میں مندرجہ ذیل امور زیر غور ہونگے۔

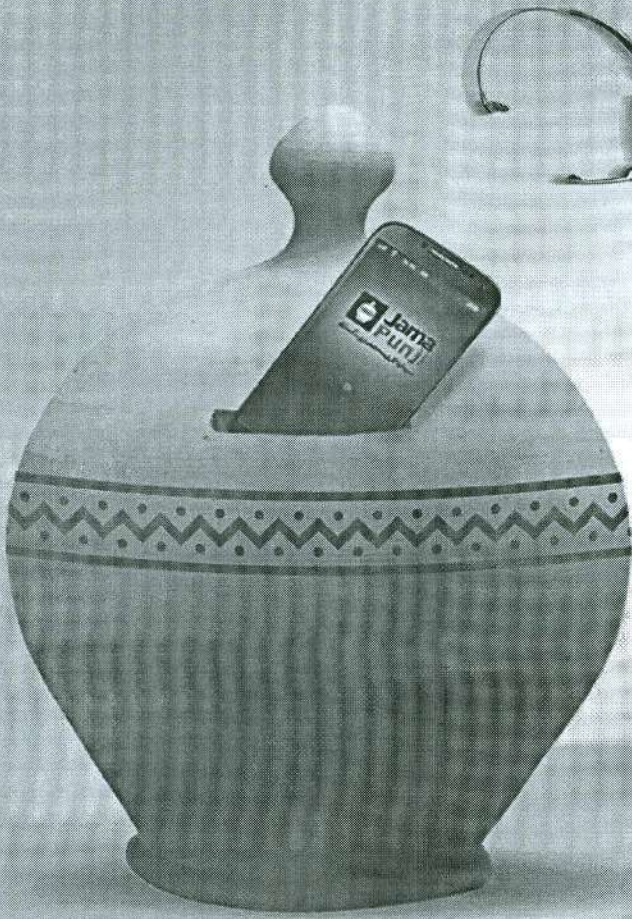
- ۱۔ سالانہ اجلاس عام منعقدہ 25 اکتوبر 2021ء کی کارروائی کی توثیق
- ۲۔ 30 جون 2022ء کو مکمل ہونے والے مالی سال کے لئے کمپنی کے آڈٹ شدہ اکاؤنٹس مع ڈائریکٹرز اور آڈیٹرز کی رپورٹ کی وصولی، غور و خوض اور منظوری۔
- ۳۔ 30 جون 2023ء کو مکمل ہونے والے مالی سال کے لئے آڈیٹرز کی تقرری اور ان کے مشاہرہ کا تعین، سبکدوش ہونے والے آڈیٹرز میسرز نوید ظفر، اشفاق جعفری اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس نے اہلیت کی بنیاد پر دوبارہ تقرری کے لئے اپنی خدمات پیش کی ہیں۔
- ۴۔ چیئرمین کی اجازت سے دیگر امور کی انجام دہی۔

بحکم بورڈ
کمپنی سیکریٹری

کراچی، 3 اکتوبر 2022

نوٹ:








- ۱۔ کمپنی کی حصص منتقلی کی کتب 22 اکتوبر 2022ء تا 28 اکتوبر 2022ء (دونوں دن شامل) بند رہیں گی۔
- ۲۔ اجلاس ہذا میں شرکت اور رائے دہی کا اہل ممبر اپنی جانب سے شرکت اور رائے دہی کے لئے دوسرے ممبر کو اپنا پراکسی مقرر کر سکتا ہے تاہم پراکسی کی تقرری کی دستاویز اجلاس کے انعقاد سے کم از کم 48 گھنٹے قبل کمپنی کے رجسٹرڈ آفس میں موصول ہونی چاہیے۔
- ۳۔ اجلاس ہذا میں شرکت اور رائے دہی کا اہل CDC میں داخل شیئرز کے مالک کو اپنی شناخت کے لئے اجلاس میں شرکت کے موقع پر اپنا اصلی CNIC یا پاسپورٹ، اکاؤنٹ نمبر اور شریک کار کا ID نمبر پیش کرنا ہوگا۔ پراکسی کی صورت میں CNIC یا پاسپورٹ کی تصدیق شدہ کاپی منسلک کرنی ہوگی۔
- ۴۔ کارپوریٹ کمپنی کی صورت میں ڈائریکٹرز کی قرارداد/پاور آف اٹارنی مع نامزد فرد/پراکسی کے دستخط نمونہ پیش کرنا ہوگا۔
- ۵۔ حصص یافتگان سے گزارش ہے کہ اپنے پتہ میں کسی قسم کی تبدیلی سے فوری کمیٹی کو مطلع کریں اور CNIC کی کاپی بھی ارسال کریں۔
- ۶۔ وہ ممبران جن کے پاس 10% سے زیادہ کمپنی کے حص ہیں وہ کمپنی کو ویڈیو لنک فیسلیٹی کی درخواست کر سکتے ہیں، تاکہ میٹنگ اینڈ کر سکیں۔
- ۷۔ کمپنیز ایکٹ 2017 کی دفعہ 242 کی تعمیل کی روشنی میں اوکینیز کے منافع تقسیم کی ریکولیشن 2017 کے تحت ممبران سے گزارش ہے کہ وہ اپنے بینک اکاؤنٹ کی مکمل تفصیلات جس میں IBAN نمبر، موبائل نمبر، ای میل کا پتہ CNIC کی کاپی مہیا کریں تاکہ کیش Dividend کی ادائیگی کی صورت میں فنڈز ان کے اکاؤنٹ میں ٹرانسفر کیے جاسکیں۔
- ۸۔ ممبران کو سالانہ مالی گوشواروں اور نوٹسز کی بذریعہ الیکٹرونک میل سسٹم فراہمی کی سہولت کے لیے ایس ای سی پی کی ہدایات کی تعمیل میں ممبران سے درخواست ہے کہ وہ اپنا ای میل ایڈریس info@hmiml.com پر بذریعہ ای میل آگاہ کریں۔










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حاجی محمد اسماعیل ملز لمیٹڈ

42 واں سالانہ اجلاس عام

پراکسی فارم

میں _____ ولد _____ رہائشی _____ بحیثیت رکن حاجی محمد اسماعیل ملز
لمیٹڈ _____ شیئر رکھتا ہوں۔

میں جناب _____ ولد _____ رہائشی _____ جو کہ حاجی محمد اسماعیل ملز کا ممبر ہے۔ جس کا رجسٹرڈ فوئیو نمبر _____ کو اپنا پراکسی مقرر کرتا ہوں۔ تاکہ وہ کمپنی کے سالانہ اجلاس عام جو کہ 28 اکتوبر 2022 بروز (جمعہ) بوقت صبح 11:15 بجے بمقام 409، کامرس سینٹر، حسرت موہانی روڈ، کراچی میں منعقد ہو رہا ہے یا التواء کا شکار ہوا میں شرکت کرے اور میری طرف سے بھی ووٹ ڈالے۔

دستخط _____ فوئیو نمبر _____ CDC اکاؤنٹ نمبر _____

گواہان

دستخط: _____	دستخط: _____
نام: _____	نام: _____
پتہ: _____	پتہ: _____
شناختی کارڈ نمبر: _____	شناختی کارڈ نمبر: _____

توجہ:

- ۱۔ کوئی بھی فرد پراکسی مقرر نہیں ہو سکتا اگر وہ کمپنی کا ممبر نہیں ہے۔ سوائے کارپوریشن کے جو کہ کسی غیر ممبر کو بھی منتخب کر سکتی ہے۔
- ۲۔ بینک یا کمپنی کی صورت میں پراکسی فارم پر مجاز فرد کے دستخط اور کمپنی کی کامن سیل لگی ہونی چاہیے۔
- ۳۔ اگر پراکسی فارم پاور آف اٹارنی کے تحت سائن کیا گیا ہے تو اسکی نوٹری پبلک سے تصدیق شدہ کاپی فارم کے ساتھ منسلک کریں۔
- ۴۔ پراکسی فارم مکمل اور سائن شدہ کمپنی کے رجسٹرڈ آفس واقع 409، کامرس سینٹر، حسرت موہانی روڈ، کراچی پر میٹنگ سے 48 گھنٹے پہلے پہنچ جانا چاہیے۔
- ۵۔ اگر کوئی ممبر ایک سے زیادہ افراد کو پراکسی دیتا ہے اور وہ کمپنی میں جمع کراتے ہیں تو اس صورت میں پراکسی ناقص تصور کی جائیں گی۔
- ۶۔ برائے CDC ممبران کی صورت میں:

- (i) پراکسی فارم پر دو گواہوں کے دستخط، ان کا نام، پتہ اور CNIC نمبر ہونا چاہیے۔
- (ii) مستفید ہونے والے مالکان اور نمائندے تصدیق شدہ شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ کاپی پراکسی فارم کے ساتھ منسلک کریں
- (iii) پراکسی ہولڈر اپنا اور بیجل شناختی کارڈ یا پاسپورٹ میٹنگ کے وقت پیش کرے گا۔

HAJI MOHAMMAD ISMAIL MILLS LIMITED

FORM OF PROXY 42ND ANNUAL GENERAL MEETING

I, _____ s/o _____
r/o _____
being a member of HAJI MOHAMMAD ISMAIL MILLS LIMITED holding _____ ordinary share,
hereby appoint _____ s/o _____
r/o _____
who is also member(s) HAJI MOHAMMAD ISMAIL MILLS LIMITED vide Registered Folio No. _____ as
my proxy to attend and vote on my behalf at the Annual General Meeting of the Company being held on Friday, 28th
October, 2022 at 11.15 a.m. at 409 Commerce Centre, Hasrat Mohani Road, Karachi and/or any adjournment thereof.

Folio No.
CDC A/c No.

Affix Five
Rupees Revenue Stamp

Signature _____
(Signature should be agree with the specimen signature registered with the company)

Signed on _____

NOTE:

1. No person shall act as proxy unless he/she himself/herself is a member of the Company, except that a corporation may appoint a person who is not a member.
2. In the case of bank or company, the proxy form must be executed under its common seal and signed by its authorized person.
3. If this proxy form is signed under power of attorney then a notarilly certified copy of that power of attorney/authority must be deposited alongwith this proxy form.
4. Proxy form duly completed and signed, must be received at the registered office of the company at 409 Commerce Centre, Hasrat Mohani Road, Karachi at least 48 hours before the time of holding the meeting.
5. If a member appoints more than one proxy and more than one instrument of proxy are deposited by a member with the company, all such instruments of proxy shall be rendered invalid.
6. In case of CDC account holders:
 - i) The proxy form shall be witnessed by two persons whose names, address and CNIC numbers shall be mentioned on the form
 - ii) Attested copies of NIC or Passport of the beneficial owners and the proxy shall be furnished with the proxy form.
 - iii) The proxy shall produce his original CNIC or Original passport at the time of meeting.

Witness: 1. _____

2. _____