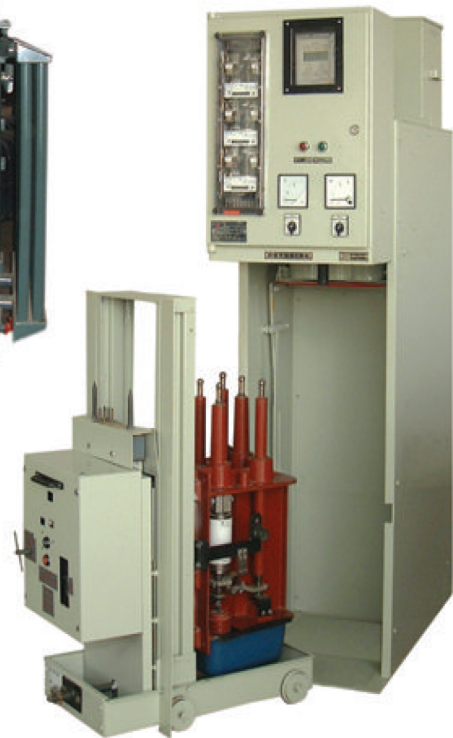
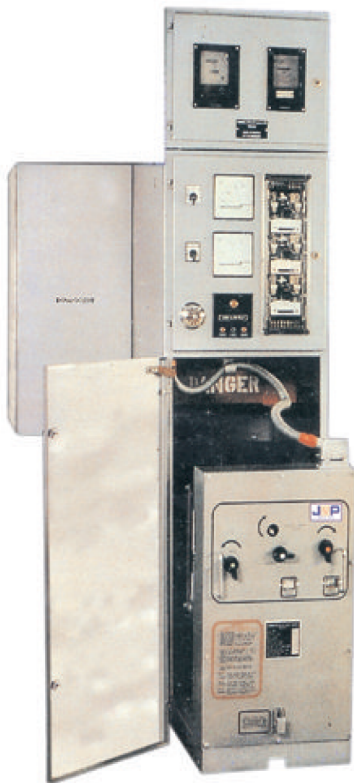




Johnson & Phillips (Pakistan) Ltd.

ANNUAL REPORT

2022



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Our

V i s i o n

To achieve
market leadership
in
our core business
build on innovative technology
deliver quality products
at
competitive prices
and
maintain our history of pioneering

Our

M i s s i o n

- Continuous improvement in our operating standards, anticipating and meeting our customers' expectation

- Eager to learn, strive to succeed and keen to please

- Aim high, stay focused and leave nothing to chance

- To provide, career growing opportunities to the talented professionals.

Company Information

Board of Directors

Mrs. Zainab Anis Mianoor	Chairman
Mr. Anis Mianoor	Director/CEO
Mr. Umair Mianoor	Director
Mr. Amin Khanani	Director
Mr. Usman Mianoor	Director
Mr. Hanif Chamdia	Director
Mrs. Uroosa Mianoor	Director

Board of Audit Committee

Mr. Amin Khanani	Chairman
Mr. Umair Mianoor	Member
Mrs. Uroosa Mianoor	Member

Board of HR Committee

Mr. Hanif Chamdia	Chairman
Mr. Usman Mianoor	Member
Mrs. Zainab Anis Mianoor	Member

Chief Financial Officer (CFO) **Mr. Syed Muhammad Shahid**

Company Secretary **Mr. Hanif Hussain**

Internal Auditor **Mr. Tariq Ilyas**

Legal Advisor **Mr. Muhammad Yousuf (Advocate)**

Auditors M/s. Reanda Haroon Zakaria & Company
Chartered Accountants
Room No. M1-M4, MEZZANINE Floor, Prograsive Plaza,
Plot No. 5-C1-10, Civil Lines Quarter, Beaumont Road,
Near Dawood Centre, Karachi-75530, Pakistan

Share Registrar C & K Management Associates (Pvt) Ltd.
404, Trade Tower, Abdullah Haroon Road,
Near Metropole Hotel, Karachi-75530

Bankers Silk Bank Ltd.
Soneri Bank Ltd.
Habib Bank Ltd.

Registered Office

C-10, South Avenue, SITE, Karachi-75700
Tel: 092-21-32560030-7 **Fax:** 092-21-32564603
Website: www.johnsonphillips.pk **E-mail:** Johansonphillips@cyber.net.pk

CODE OF CONDUCT

CODE OF CONDUCT

OBJECTIVE:

The objective of Johnson & Phillips (Pakistan) Limited is to engage efficiently, responsibly and profitably in the manufacturing, installation and sale of electrical equipments.

RESPONSIBILITIES TOWARDS STAKEHOLDERS:

To achieve the objectives, the Company recognizes its responsibilities towards its shareholders, customers, employees and to those with whom it does business, and the society at large.

EMPLOYEE:

The Company expects all its employees to demonstrate, honesty integrity and fairness in all aspects of its business.

- To obey Company policies and values.
- The Company provides all employees with equal opportunities.
- The Company doing its best to provide job satisfaction.
- Good working environment to motivate the employees.
- The Company ensures that employees avoid conflict of interest between their private financial activities and their professional role in conducting Company business.

BUSINESS RESOURCES:

The Company safeguards its resources and does not allow the use of confidential information (manual or electronic) for personal gain.

Does not allow use of any inside information (directly or indirectly) about the organization for personal profit.

Does not make any misleading entries into the company book of accounts.

SOCIAL RESPONSIBILITIES:

The Company acts in a responsible manner within the law of Pakistan , in pursuant of its legitimate commercial objectives.

To fulfill all legal requirements of the Government and its regulatory bodies, follow relevant and applicable laws of the country.

The Company does not support any political party or contributes funds to group whose activities promote party interests.

The Company recognizes its social responsibility and contributes to community activities.

FINANCIAL REPORTING & INTERNAL CONTROL:

To implement an effective and transparent system of financial reporting and internal controls to safeguard the interest of our share holders and fulfill the regulatory requirements.

CONFLICT OF INTEREST:

All the decisions of the management are in the interest of the Company and the activities and involvement of the directors and employees in no way conflict with the interest of the Company.

ENVIRONMENT PROTECTION:

To protect environment and ensure health and safety of the work force and well being of the people living in the adjoining areas of our plant.

QUALITY ASSURANCE:

The Company is ISO 9000-2001 certified company and committed to provide products which consistently offer value in terms of price, quality, customer satisfaction and are at the same time safe for their intended use, to satisfy customer needs and expectations.

The Board of Directors ensures that the above principles are complied with through its Audit Committee constituted for this purposes.

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 61st Annual General Meeting of Johnson & Phillips (Pakistan) Limited will be held on 28th November, 2022 at the Registered Office of the Company at C-10, South Avenue SITE Karachi at 11:00 am to transact the following business:

ORDINARY BUSINESS:

1. To confirm the Minutes of the Annual General Meeting held on December 13, 2021.
2. To receive, consider and adopt Annual Audited Financial Statements of the Company together with the Directors' and Auditors' Reports thereon for the year ended June 30, 2022.
3. To appoint Auditors of the Company for the financial year ending June 30, 2023 and to fix their remuneration. The Board of Directors on the recommendation of the Audit Committee has proposed the name of retiring Auditors M/s. Reanda Haroon Zakaria Associates, Chartered Accountants for their appointment as external auditors for the year ending June 30, 2023.

ANY OTHER BUSINESS:

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

Date: November 07, 2022

Place: Karachi

By Order of the Board

Company Secretary

Note:

1. The Share Transfer Book of the Company will remain closed from November 21, 2022 to November 28, 2022 (both days inclusive). Transfer received at the Shares Registrar Office of the Company M/s. C & K Management (Pvt) Limited, 404, Trade Tower, Abdullah Haroon Road, Near Metropole Hotel, Karachi-75530 by the close of business on November 20, 2022 will be treated in time for this purpose.
2. Appointment of Proxies and Attending AGM:
 - i) A member eligible to attend and vote at the Meeting may appoint another member as his/her proxy to attend, and vote instead of him/her.
 - ii) A blank instrument of proxy applicable for the meeting is being provided with the notice sent to members. Further, copies of the instrument of proxy may be obtained from the Registered Office of the Company during normal office hours.
 - iii) A duly completed instrument of proxy and the power of attorney or other authority (if any), under which it is signed or a notarized certified copy of such power of authority must be valid, be deposited at the Registered Office, not less than 48 hours before the time of the meeting. Attested copies of valid CNIC or the passport of the member and the Proxy shall be furnished with the Proxy Form.
 - iv) In case of corporate entity, the Board of Directors' Resolution / Power of Attorney with specimen signature shall be submitted with proxy form.
 - v) The owners of the physical shares and the shares registered in the name of Depository Company of Pakistan Ltd. (CDC) and / or their proxies are required to produce their original National Identity Card (CNIC) or Passport (in case of foreign nationals for identification purposes at the time of attending the meeting).
3. Members are requested to notify any changes in their address immediately to the Shares Registrar M/s. C & K Management (Pvt) Limited.
4. Submission of copies of CNIC

Individual Shareholders are once again reminded to submit a copy of their valid CNIC, if not provided earlier to the Company's Share Registrar. In case of non-availability of a valid copy of the Shareholders' CNIC in the records of the Company, the company shall be constrained to withhold the Dividend, under the provision of Section 243 of the Company Act 2017.

NOTICE OF ANNUAL GENERAL MEETING

5. Payment of Cash Dividend Electronically

As per provision of Section 242 of Company Act, 2017 any dividend payable in cash shall only be paid through electronic mode directly in to the bank account designated by the entitled shareholders. A notice of the foregoing seeking information from shareholders for payment of dividend through electronic mode was sent earlier. The shareholders are now once again requested to provide their folio number, name and details of bank account including bank name, branch name, branch code and address, Account number, Title of Account and IBAN/swift code in which they desire their dividend to be credited, failing which the Company will be unable to pay the dividend through any other mode. Standard request form has also been placed on website of the Company. The members are requested to send the information on the same at the earliest possible.

In case shares are held in CDC then the form must be submitted directly to shareholder's broker/participant CDC investor account services.

6. Deposit of Physical Shares into CDC Accounts.

As per Section 72 of the Company Act, 2017 every existing company shall be requested to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the Commission, within a period not exceeding four years from commencement of the Companies Act.

7. Unclaimed Dividend / Shares:

Shareholders who could not collect their dividend/physical shares are advised to contact our Share Registrar to collect/enquire about their unclaimed dividend or shares, if any. In compliance with Section 244 of the Companies Act, 2017, after having completed the stipulated procedure, all such dividend and shares outstanding.

8. The Annual Report of the Company for the year ended June 30, 2022 has been placed on the Company's website at the link: http://www.johnsonphillips.pk/Annual_Financial_Reports.html.
9. The Annual Report of the Company for the year ended June 30, 2022 is being dispatched to the shareholders through CD. However, if any shareholder, in addition, desires to get the hard copy of Annual Audited Financial Statements, the same shall be provided free of cost within seven working days of receipt of such request. Standard Request Form is available for the purpose on Company's website.
10. Video Conference Facility will be provided to members who hold at least 10% or more shareholding enabling them to participate in the AGM. They will be entertained subject to availability of such facility in that city and receipt of the Consent Form seven days before holding of General Meeting Consent Form is available for the purpose on Company's website.

.....

جانسن اور فلیس (پاکستان) لمیٹڈ

سالانہ عام اجلاس کا نوٹس

اطلاع دی جاتی ہے کہ جانسن اینڈ فلیس (پاکستان) لمیٹڈ کا 61 واں سالانہ اجلاس 28 نومبر 2022 کو کمپنی کے رجسٹرڈ آفس C-10، ساؤتھ ایونیو SITE کراچی میں صبح 11:00 بجے منعقد ہوگا۔ مندرجہ ذیل کاروبار:

عام کاروبار:

1- 13 دسمبر 2021 کو ہونے والی سالانہ میٹنگ کے منٹس کی تصدیق کرنا۔

2- 30 جون 2022 کو ختم ہونے والے سال کے لیے ڈائریکٹرز اور آڈیٹرز کی رپورٹس کے ساتھ کمپنی کے سالانہ آڈٹ شدہ مالیاتی گوشواروں کو وصول کرنے، غور کرنے اور اپنانے کے لیے کمپنی اور ڈائریکٹرز اور آڈیٹرز کے آڈٹ شدہ مالی بیانات کے ساتھ۔ اس پر 30 جون 2022 کو ختم ہونے والے سال کی رپورٹ۔

3- 30 جون 2023 کو ختم ہونے والے مالی سال کے لیے کمپنی کے آڈیٹرز کا تقرر کرنا اور ان کے معاوضے کا تعین کرنا۔ آڈٹ کمپنی کی سفارش پر بورڈ آف ڈائریکٹرز نے ریٹائر ہونے والے آڈیٹرز کا نام تجویز کیا ہے۔ ریٹائر ہونے والے آڈیٹرز کا آڈٹ 30 جون 2023 کو ختم ہونے والے سال کے لیے بطور بیرونی آڈیٹرز اپنی تقرری کے لیے۔

کوئی اور کاروبار:

4- چیئرمین کی اجازت سے کوئی دوسرا کاروبار کرنا۔

بورڈ کے حکم سے

کمپنی کا منشی

نوٹ:

1- کمپنی کی شیئرز ٹرانسفر بک 21 نومبر 2022 سے 28 نومبر 2022 بند رہے گی (دونوں دنوں سمیت)۔ ہمارے شیئرز رجسٹرار سی اینڈ کے مینجمنٹ (پرائیوٹ) لمیٹڈ، 404، ٹریڈ ٹاور، عبداللہ ہارون روڈ، نزد میٹروپول ہٹل، کراچی-75530 کے ذریعے کمپنی کے رجسٹرڈ آفس میں 20 نومبر 2022 کو کاروبار کے اختتام تک منتقلی موصول ہو جائے گی۔ اس مقصد کے لیے بروقت علاج کیا جائے۔

2- پراکسیوں کی تقرری اور AGM میں شرکت:

(i) میٹنگ میں شرکت کرنے اور ووٹ دینے کا اہل ممبر کسی دوسرے ممبر کو شرکت کے لیے اپنا پراکسی مقرر کر سکتا ہے اور اس کے بجائے ووٹ دے سکتا ہے۔

(ii) ممبران کو بھیجے گئے نوٹس کے ساتھ میٹنگ کے لیے قابل اطلاق پراکسی کا ایک خالی آلہ فراہم کیا جا رہا ہے۔ اس کے علاوہ، پراکسی کے آلے کی کاپیاں عام دفتری ادکات میں کمپنی کے رجسٹرڈ آفس سے حاصل کی جاسکتی ہیں۔

(iii) پراکسی اور پاور آف اٹارنی یا دیگر اتھارٹی (اگر کوئی ہے) کا ایک مناسب طریقے سے مکمل کیا گیا آلہ، جس کے تحت اپر دستخط کیے گئے ہیں یا اس طرح کے اختیارات کے اختیارات کی ایک نوٹرائزڈ مصدقہ کاپی کا درست ہونا ضروری ہے، رجسٹرڈ آفس میں جمع کیا جانا چاہیے، کم نہیں میٹنگ کے وقت سے 48 گھنٹے پہلے۔ پراکسی فارم کے ساتھ درست CNIC یا ممبر اور پراکسی کے پاسپورٹ کی تصدیق شدہ کاپیاں پیش کی جائیں گی۔

(iv) کارپوریٹ ادارے کی صورت میں، بورڈ آف ڈائریکٹرز کا ریزولوشن/پاور آف اٹارنی نمونہ دستخط کے ساتھ پراکسی فارم کے ساتھ جمع کرایا جائے گا۔

(v) فزیکل شیئرز کے مالکان اور ڈپازٹری کمپنی آف پاکستان لمیٹڈ (CDC) کے نام پر رجسٹرڈ حصص اور/یا ان کے پراکسیز کو اپنا اصل قومی شناختی کارڈ (CNIC) یا پاسپورٹ (غیر ملکی شہریوں کی صورت میں) پیش کرنا ہوگا۔ میٹنگ میں شرکت کے وقت شناختی مقاصد کے لیے۔

3- اراکین سے درخواست کی جاتی ہے کہ وہ اپنے پتے میں کسی بھی تبدیلی کی اطلاع شیئرز رجسٹرار S/M کو فوری طور پر دیں۔ سی اینڈ کے مینجمنٹ (پرائیوٹ) لمیٹڈ۔

4- CNIC کی کاپیاں جمع کرنا

انفرادی شیئرز ہولڈرز کو ایک بار پھر یاد دہانی کرائی جاتی ہے کہ وہ اپنے درست CNIC کی ایک کاپی جمع کرائیں، اگر کمپنی کے شیئرز رجسٹرار کو پہلے فراہم نہ کی گئی ہو۔ کمپنی کے ریکارڈز میں شیئرز ہولڈرز کے CNIC کی درست کاپی کی عدم دستیابی کی صورت میں، کمپنی کو کمپنی ایکٹ 2017 کے سیکشن 243 کے تحت ڈیویڈنڈ کو روکنے کے لیے مجبور کیا جائے گا۔

5- نقد ڈیویڈنڈ کی الیکٹرانک طور پر ادائیگی

کمپنی ایکٹ، 2017 کے سیکشن 242 کے پروویژن کے مطابق نقد میں قابل ادائیگی کوئی بھی ڈیویڈنڈ صرف الیکٹرانک موڈ کے ذریعے براہ راست حقدار شیئرز ہولڈرز کے نامزد کردہ بینک اکاؤنٹ میں ادا کیا جائے گا۔ الیکٹرانک موڈ کے ذریعے ڈیویڈنڈ کی ادائیگی کے لیے شیئرز ہولڈرز سے معلومات طلب کرنے لائٹس پہلے بھیجا گیا تھا۔ حصص یافتگان سے اب اک بار پھر درخواست کی گئی ہے کہ وہ اپنا نوٹ نمبر، نام اور بینک اکاؤنٹ کی تفصیلات بشمول بینک کا نام، برانچ کا نام، برانچ کوڈ اور پتہ، اکاؤنٹ نمبر، اکاؤنٹ کا عنوان اور swift/IBAN کوڈ جس میں وہ اپنا منافع حاصل کرنا چاہتے ہیں۔ کریڈٹ کیا جاتا ہے، جس میں نام ہونے کی صورت میں کمپنی کسی دوسرے طریقے سے ڈیویڈنڈ ادا کرنے سے قاصر ہوگی۔ معیاری درخواست فارم کمپنی کی ویب سائٹ پر بھی رکھا گیا ہے۔ ممبران سے گزارش ہے کہ جلد از جلد اس بارے میں معلومات ارسال کریں۔

SIX YEARS FINANCIAL REVIEW

(Rupees in Thousand)

	2022	2021	2020	2019	2018	2017
Sales	86,580	-	905	4,078	6,312	22,924
Gross Profit / (Loss)	27,451	(3,902)	(5,777)	(4,793)	(18,333)	(36,545)
Profit / (Loss) before Taxation	38,185	(15,313)	(55,522)	(32,679)	(49,804)	(71,365)
Profit / (Loss) After Taxation	33,666	(14,503)	(54,383)	(31,844)	(49,166)	(70,503)
Fixed Assets (Net)	468,153	500,223	475,750	480,724	14,194	175,318
Total Assets	495,568	514,464	480,865	507,207	517,079	216,143
Total Liabilities	363,902	516,464	370,097	342,056	517,079	216,143
Current Assets	27,098	13,924	5,115	26,483	30,168	39,885
Current Liabilities	358,972	410,350	362,922	329,546	189,631	177,809
Liquidity						
Current Ratio	0.08	0.03	0.01	0.08	0.02	22.00
Quick Ratio	0.08	0.03	0.01	0.07	0.15	0.15
Profitability						
Gross Profit Ratio	31.71	(3,902.00)	(638.34)	(117.53)	(290.45)	(159.42)
Net Profit Ratio	38.88	(13,963.00)	(6,009.17)	(780.87)	(778.93)	(307.55)
Assets Utilization						
Inventory Turnover Ratio	2.26	-	4.31	5.41	80.00	81.00
Total Assets Turnover Ratio	0.11	-	0.01	2.00	1.00	11.00
Debtor Turnover Ratio	-	-	34.08	49.43	5.86	5.38
Creditor Turnover Ratio	1.60	-	0.00	0.01	0.03	0.11
INVESTMENT						
Earning / (Loss) Per Share	6.18	(2.66)	(9.98)	(5.84)	(9.02)	(12.94)
Market Value Per Share	44.70	53.99	38.80	46.70	63.25	29.99
P.E. Ratio	7.24	(20.29)	(3.89)	(7.99)	(7.01)	(2.32)
Market Capitalization (Mn)	243,614	294,244	211,459	254,514	344,649	163,416
Employee as Remuneration						
Employee as Remuneration	1,863	1,757	7,916	11,727	13,561	19,551
Production						
Transformer (Nos)	-	-	-	3	4	11
Switch Gear Panel (Nos)	-	-	-	1	1	5

Chairman's Review

I feel pleasure to present before you the 61st Annual Report on the performance of the Company for the year ended 30th June, 2022.

We are pleased to inform our shareholders that the Pakistan Stock Exchange Limited has removed the name of the Company from its Defaulter's Segment and has placed the Company's name on the Normal Counter of the Exchange. Upon removal of Company's name from Defaulter's Segment, we hope that availing financial assistance from financial institutions will become a possibility enabling the Company to progress.

During the year, the Company has engaged in trading of textile machinery which has generated revenue. The Management is also trying to find new business avenues to enhance the profitability of the Company. The Board is aware of the tough challenges ahead but is focused to face such challenges. For the financial year ended June 30, 2022, the Board's overall performance and effectiveness has been assessed as Satisfactory. Improvements are an ongoing process leading to action plans. The aforesaid overall assessment is based on an evaluation of integral components, including vision, mission and values; engagement in strategic planning; formulation of policies; monitoring the organization's business activities; monitor financial resource management; effective fiscal oversight; equitable treatment of all employees and efficiency in carrying out the Board's responsibility.

Finally, I would like thank company's stakeholders for their dedicated support, trust and appreciate all employees

for working in tough times.



MRS. ZAINAB ANIS MIANOOR

CHAIRMAN

Karachi: 7th November 2022

چیرمین کا جائزہ

30 جون 2022 کو ختم ہونے والے سال کے لیے کمپنی کی کارکردگی پر 61 ویں سالانہ رپورٹ پیش کرتے ہوئے خوشی محسوس ہو رہی ہے۔

ہم یہ بات بتانے میں خوشی محسوس کرتے ہیں کہ پاکستان اسٹاک ایکسچینج نے کمپنی کا نام ڈی فالٹس گمینٹ سے نکال کر نارمل کاؤنٹر میں دال دیا ہے ہمیں امید ہے کہ تجارتی کمپنیاں ہماری کمپنی کو مدد کریں گے تاکہ کمپنی ترقی کر سکے۔

اس سال کے دوران کمپنی نے ٹیکسٹائل مشینری کی تجارت سے منسلک رکھا اور جس کی وجہ سے منافع بھی کیا گیا۔ مینجمنٹ نئے بزنس حاصل کرنے کی کوشش میں لگی ہوئی ہے تاکہ کمپنی کا منافع بڑھایا جاسکے۔ بورڈ کمپنی کے اہداف سے واقف ہے اور تندی سے ان مشکل اہداف کے حصول میں کوشاں ہیں۔

30 جون 2022 کو ختم ہونے والے مالی سال کے لیے، بورڈ کی مجموعی کارکردگی اور تاثیر کو تسلی بخش قرار دیا گیا ہے۔ بہتری ایک جاری عمل ہے جو ایکشن پلان کی طرف جاتا ہے۔ متذکرہ بالا مجموعی تشخیص وژن، مشن اور اقدار سمیت لازمی اجزاء کی تشخیص پر مبنی ہے۔ اسٹریجک منصوبہ بندی میں مشغولیت پالیسیوں کی تشکیل تنظیم کی کاروباری سرگرمیوں کی نگرانی، مالی وسائل کے انتظام کی نگرانی، منوثر مالیاتی نگرانی، تمام ملازمین کے ساتھ مساوی سلوک اور بورڈ کی ذمہ داری کو نبھانے میں کارکردگی۔

آخر میں کمپنی کے اسٹیک ہولڈرز کا شکریہ ادا کرنا چاہوں گا کہ ان کی سرشار حمایت، اعتماد اور مشکل وقت میں کام کرنے میں تمام ملازمین کی تعریف کریں۔

Jainab

مسز زینب انیس میاں نور

چیرمین

کراچی: 07 نومبر 2022

Director Report

The Directors of your Company are pleased to present the 61st Annual Report together with the Audited Financial Statements for the year ended June 30, 2022 and Auditors' Report thereon.

Financial Highlights:

The Comparative financial highlights of your Company for the year ended June 30, 2022 are as follow:

	2022 (Rupees in '000)	2021
Profit/(Loss) for the year before taxation	38,185	(15,313)
Out of which the Directors have accounted for taxation – current	(4,519)	1,061
Disposable Profit/(Loss) for appropriation	33,666	(14,252)
Accumulated (losses) brought forward	(474,205)	(462,853)
Adjustment for incremental depreciation on revalued assets	2,900	2,900
Other Comprehensive Profit/(Loss)		-
Accumulated losses carried over to Balance Sheet	(437,639)	(474,205)

In view of the past losses, uncertain economic conditions, and need of the liquid funds for working capital, the Directors have not recommended any dividend to the shareholders for the year ended June 30, 2022.

Earnings per share:

Earnings per share for the year ended June 30, 2022 is Rs.6.19 (June 30, 2021: Rs. (2.66)).

The Information and Explanation in Regard to any Contents of Modification in the Auditor's Report:

The auditor has qualified the audit report due to the following reasons being reproduced below:

- We could not substantiate the existence and completeness of trade and other payables neither by direct confirmations from counter parties nor through alternative means, to the extent of Rs.19.432 million, out of the total balance amounting to Rs.68.751 million.
- We could not substantiate the existence, obligation, completeness and classification of short-term borrowing from former directors, long-term loans from related parties including current maturities and markup accrued on long term loans amounting to Rs.4.950million (note no. 18), Further, we could not substantiate the terms and conditions of the underlying agreements of the Company with the lenders as disclosed in the financial statements under relevant notes.

The aforesaid observation (a) is primarily due to non-receipt of confirmations from routine creditors which is a practical challenge. Most of these pertain to the period of previous management. Furthermore, compared with last year where approx. 33.9% of the total balance was such where existence and completeness could not be verified, this year this number has gone down to 28% which is an improvement.

With respect to observation (b) it is submitted that these pertain to the previous management and compared to last year all issues have been resolved except the loan amounting to Rs. 4.950 million. Again this is a positive sign for the Company.

Information about Defaults in Payment of Any Debts and Reasons Thereof:

No defaults.

Principal Risks and Uncertainties:

Every entity is exposed to some inherent risks, and in case of our Company, in these times; the key risks are due to the pandemic situation.

Adequacy internal financial controls:

The directors are aware of their responsibility with respect to internal financial controls. Through discussions, they confirm that adequate controls have been implemented by the Company, however the management is looking to

improve/strengthen them further in future years.

Removal of Company's Name from Defaulter's Segment of Pakistan Stock Exchange Limited (PSX) to Normal Counter:

The Management of the Company is pleased to inform the shareholders that the Pakistan Stock Exchange Limited (PSX) vide their letter No. PSX/Gen-755 and Notice No. PSX/N-355 both dated April 12, 2022 has removed the name of the Company from its Defaulter's Segment and placed the Company's name on the Normal Counter of the Exchange. Upon removal of Company's name from Defaulter's Segment, we hope that the Financial Institutions will come forward and will approve the financial assistance to the Company enabling us to progress and improve our business.

Performance Review:

The Sales – net for the year was Rs. 86.580 million as compared to Rs. Nil for corresponding period of last year. The cost of sales for the year was Rs. 59.129 million as compared to Rs. 3.902 million.

The Gross Profit of the Company was Rs. 27.451 million as against a loss of Rs. 3.902 million in the corresponding period of last year. This is mainly due to on-going revival. The Company's Distribution cost, Administrative expenses and Finance cost during the year ended June 30, 2022 was Rs. 11.839 million as against Rs. 7.287 million in the corresponding period. The Company is in process of reorganizing its activities.

A Profit after tax of Rs. 33.735 million was reported for the year ended June 30, 2022 as compared to a loss after tax Rs. 14.503 million in the corresponding period. The management is making concerted efforts and continues to endeavor to achieve the improved performance in the future.

Health Safety and Environment (HSE):

We are committed to maintain a robust safety culture and working environment. To allow for a safer working environment, a COVID-19 vaccination awareness drive was carried out at the head office. We strive to minimize our impact on the environment and the communities in which we operate

Human Resource Development:

We invest in cultivating and motivating our employees and train them to face market challenges effectively. We provide necessary on job training to employees so that they acquire knowledge and skills needed to accomplish their tasks efficiently. Department Heads impart training to employees /officers.

The HR Committee held one (1) meeting during the year. Attendance by each member was as follow:

S. No.	Name of Member	Designation	No. of meeting attended
1.	Mr. Hanif Chamdia	Chairman	1
2.	Mr. Usman Mianoor	Member	1
3.	Ms. Zainab Anis Mianoor	Member	1

Corporate Social Responsibility:

J&P is fully committed to play its role as a responsible corporate citizen and fulfills its responsibility through energy conservation, environment protection and occupational safety and health through restricting unnecessary usage of artificial lighting, implementing tobacco control law and "No Smoking Zone" and providing a safe and health work environment. The Company is running / maintaining a Masjid for the convenience of the people living and working near our office premises.

External Audit:

The Auditors, Messrs. Reanda Haroon Zakaria & Co., Chartered Accountants, retire at the conclusion of this Annual General Meeting. Being eligible, they have offered themselves for re-appointment and the Board's Audit Committee has also recommended their re-appointment which has been endorsed by the Board.

Internal Audit:

The Company's Board closely follows the activities of the Internal Audit Department as a service to all levels of Management. The main objective of the independent Internal Audit Department is to provide reasonable assurance to the Board

and Management that the existing systems of internal control are adequate and operating satisfactorily. As an Internal Audit Department adds value to the Company's operations, makes suggestions and recommendations for improved operational performance.

Statement of Corporate and Financial Reporting Framework:

The corporate laws, rules and regulations framed thereunder spell out the overall functions of the Board of Directors of the Company. The Board is fully aware of its corporate responsibilities envisaged under the Code of Corporate Governance prescribed by the Securities and Exchange Commission of Pakistan and adopted by the Stock Exchanges for all listed companies and is pleased to certify that:

1. The Financial Statements prepared by the Company present fairly its state of affairs of its operations, cash flows and changes its equity.
2. The Company has maintained proper books of accounts as required under the Companies Act, 2017.
3. The Company has followed consistently appropriate accounting policies in preparation of the Financial Statements, Changes wherever made, have been adequately disclosed and accounting estimates are on the basis of the prudent and reasonable judgment.
4. International Financial Reporting Standards (IFRS) as applicable in Pakistan have been followed in preparation of Financial Statements and any departure therefrom, if any, has been adequately disclosed.
5. The system of internal control is sound, and has been effectively implemented and monitored. Such a system is designed to manage rather than eliminate, the risk of failure to achieve objectives, and by its nature can provide only reasonable, and not absolute, assurance against material misstatement or loss.

A Board Audit Committee (BAC) is in place. It reviews the approach adopted by the Company's Audit Department and the scope of and the relationship with, the external auditors. It also receives reports from the internal audit department and the external auditors on the system of internal control and any material weaknesses that have been identified. Further the BAC discusses the action to be taken in the area of concern with the relevant executives. The BAC consists of three members. The Chairman of the BAC is an independent director. During the year 2022, four meetings of the BAC were held with one in each quarter and attendance was as follow:

S. No.	Name of Member	Designation	No. of meeting attended
1.	Mr. Muhammad Amin Khanani	Chairman	4
2.	Mr. Muhammad Umair Anis Mianoor	Member	4
3.	Ms. Uroosa Anis Mianoor	Member	4

An organizational structure has been established, which support clear lines of communication and tiered levels of authority with delegation of responsibility and accountability.

6. There is no doubt upon the Company's ability to continue to a going-concern.
7. The Directors of your Company feel that preservation of capital for future growth is very important. Therefore, no dividend is declared for the current year.
8. Key operating and financial data for the last six years is annexed with the Report.
9. The value of investments including accrued income of provident fund on the basis of audited Financial Statements as at December 31, 2018 is Rs.5.37 Million (December 31, 2017 audited amount Rs.4.76 Million).
10. The related parties' transactions are approved ratified by the Board Audit Committee and the Board of Directors.
11. All major decisions relating to the investments / disinvestments, changes in the policies are taken by the Board of Directors.
12. Decisions regarding appointment of CEO, CFO and Company Secretary and Head of Internal Audit and

fixing or changing of remuneration are taken and approved by the Board.

13. Outstanding taxes and duties are given in the Financial Statements.

BOARD OF DIRECTORS:

Role of Chairman

The Chairman leads the Board of Directors, represents the Group and acts as and overall custodian of the Group on behalf of the Board and the stakeholders. Responsible for ensuring the Board's effectiveness, he empowers the Board as a whole to play a full and constructive role in the development and determination of the Company's strategy and overall objectives.

Role of Chief Executive Officer (CEO/MD)

CEO/MD responsible for execution of the Company's long-term strategy with a view to creating shareholders' value. The CEO/MD takes all day-to-day decisions to accomplish Company's short and long term objectives / plan. He acts as a direct liaison between the Board and the Company management. He also communicates on behalf of the Company to shareholders, employees, Government authorities, other stakeholders and the public. CEO/MD acts as a director, decision maker and leader. The communicator role involves interaction with the outside world, as well as the Organization's management and employees, the decision-making role involves high level decisions about Policy and Strategy. As leader of the Company, he motivates employees and inculcates

CEO/MD's performance is monitored and evaluated by the Board against the job description set by the Board.

Composition of the Board

The Board consists of 05 male and 02 female directors:

Independent directors	02
Other Non-Executive Directors	04
Executive Director	01

During the year under review, four meetings were held and attendance is as follow:

#	Name	Eligible to attend	Attended
1.	Mrs. Zainab Anis Mianoor (Chairman)	4	4
2.	Mr. Muhammad Anis Mianoor (MD/CEO)	4	4
3.	Mr. Muhammad Umair Anis Mianoor	4	4
4.	Mr. Muhammad Usman Mianoor	4	4
5.	Mr. Muhammad Amin Khanani	4	4
6.	Ms. Uroosa Anis Mianoor	4	4
7.	Mr. Muhammad Hanif Chamdia	4	4

Names of persons who, at any time during the financial year, were directors of the company:

#	NAME OF DIRECTORS
1	Mrs. Zainab Anis Mianoor
2	Mr. Muhammad Anis Mianoor
3	Mr. Muhammad Umair Anis Mianoor
4	Mr. Muhammad Usman Anis Mianoor
5	Mr. Muhammad Amin Khanani
6	Ms. Uroosa Anis Mianoor
7	Mr. Muhammad Hanif Chamdia

Remuneration Policy of Non-Executive Directors

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.

Remuneration Package of Chief Executive and Directors

Remuneration package of Chief Executive and other directors, if any, is mentioned in the notes to financial statements.

Performance Evaluation of the Board

As required under the Listed Companies (Code of Corporate Governance) Regulations, 2019, an annual evaluation of the Board of Directors of Johnson & Phillips (Pakistan) Limited is carried out. The Board of Directors has approved a Comprehensive Mechanism to evaluate its own performance by adopting self-evaluation methodology through an agreed questionnaire. The Mechanism Devise is based on Emerging Trends on the functioning of the Board and improving its effectiveness. The evaluation exercise is carried out every year. The Human Resource and Remuneration Committee will undertake a formal process for evaluation of performance of the Board as a whole and its committees.

Pattern of Shareholding

A statement showing the pattern of shareholding as required under section 227 of the Companies Act 2017 for the year ended 30th June, 2022 is attached with the Report.

Compliance with the Listed Companies (Code of Corporate Governance) Regulation, 2019

The requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 have been duly complied with. A statement to this effect is annexed with this Report.

Code of Conduct:

The Board has adopted a statement of Code of Conduct for Directors and Employees. Acknowledgement for compliance are obtained and held by the Company.

Main trends and factors likely to affect the future development, performance and position of the company's business (i.e., the Future Outlook):

The current economic challenges that the country is facing poses a strong hindrance to the Company's growth. This includes devaluation of rupee and uncertain political situation of the country.

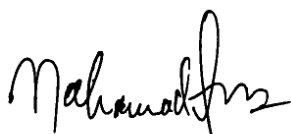
Material Changes due to Subsequent Events

Subsequent to the year end, the new management, with the financial support from new sponsors, the Company was able to finally settle a substantial portion of outstanding dues of previous sponsors/directors.

Acknowledgement:

The Board of Directors would like to express its sincere appreciation to the Company's valued clients, business partners and other stakeholders. The Board would also like to thank the Securities and Exchange Commission, the Pakistan Stock Exchange and the Central Depository Company of Pakistan for their continued guidance and support.

ON BEHALF OF THE BOARD OF DIRECTORS



MOHAMMAD ANIS MIANOOR
MD & CHIEF EXECUTIVE OFFICER



MRS. ZAINAB ANIS MIANOOR
CHAIRMAN

Karachi: 7th November, 2022

ڈائریکٹرز رپورٹ

آپ کی کمپنی کے ڈائریکٹرز 30 جون 2022 کو ختم ہونے والے سال کے آڈٹ شدہ مالیاتی گوشواروں اور اس پر آڈیٹرز کی رپورٹ کے ساتھ 61 ویں سالانہ رپورٹ پیش کرتے ہوئے خوش ہیں۔

مالیاتی جھلکیاں:

30 جون 2022 کو ختم ہونے والے سال کے لیے آپ کی کمپنی کی تقابلی مالی جھلکیاں حسب ذیل ہیں۔

2021	2022	
(روپے 000 میں)		
(15,313)	38185	ٹیکس سے پہلے سال کے لیے (نقصان)
		جن میں سے ڈائریکٹرز نے حساب کتاب کیا ہے۔
1,061	(4,519)	ٹیکس کے لیے موجودہ
(14,252)	(33,666)	تخصیص کے لیے ڈیپوزیٹ (نقصان)
(462,853)	(474,205)	جمع شدہ (نقصان) کو آگے لایا گیا
2,900	2,900	قابل قدر اثاثوں پر اضافی فرمودگی کے لیے ایڈجسٹمنٹ
		دیگر جامع منافع (نقصان)
(474,205)	(437,639)	جمع شدہ نقصانات کو بیلنس شیٹ پر منتقل کیا گیا

ورکنگ کپینل کے لیے بالغ فنڈز کے نقصانات اور ضرورت کے پیش نظر ڈائریکٹرز نے 30 جون 2022 کو ختم ہونے والے سال کے لیے شیئرز ہولڈرز کو کوئی ڈیویڈنڈ دینے کی سفارش نہیں کی ہے۔

فی شیئر آمدنی:

30 جون 2022 کو ختم ہونے والے سال کے لیے فی شیئر آمدنی روپے ہے (6.19) (30 جون 2021 روپے) (2.66)

آڈیٹرز کی رپورٹ میں ترمیم کے کسی بھی مواد کے بارے میں معلومات اور وضاحت:

آڈیٹرز نے مندرجہ ذیل وجوہات کی بنا پر آڈٹ رپورٹ کو قابل اعتراض بنایا ہے جو درج ذیل ہیں۔

- ہم تجارت اور دیگر قابل ادائیگیوں کے وجود اور مکمل ہونے کو ثابت نہیں کر سکے نہ تو کاؤنٹر پارٹیوں سے براہ راست تصدیق کے ذریعے اور نہ ہی متبادل ذرائع سے جو کہ کل بقایا 19,432 ملین کا 68.75 ملین ہے جسکی تصدیق نہیں ہو سکی۔
- ہم سابقہ ڈائریکٹرز سے قلیل مدتی قرضے کے وجود، ذمہ داری، مکمل ہونے اور درجہ بندی کو ثابت نہیں کر سکے، متعلقہ فریقوں کے طویل مدتی قرضے موجودہ میچورٹیٹی اور لمبے مدتی قرضوں پر اکٹھے ہونے والے مارک اپ روپے 4,950 ملین (نوٹ نمبر 18) روپے۔ مزید ہم قرض دہندگان کے ساتھ کمپنی کے بنیادی معاہدوں کی شرائط و ضوابط کو ثابت نہیں کر سکے جیسا کہ متعلقہ نوٹس کے تحت مالی بیانات میں ظاہر کیا گیا ہے۔

کسی بھی قرض کی ادائیگی میں ڈیٹالس کے بارے میں معلومات اور اس کی وجوہات:

کوئی ڈیٹالس نہیں۔

بنیادی خطرات اور غیر یقینی صورتحال:

ہر ادارہ کچھ موروثی خطرات سے دوچار ہے، اور ہماری کمپنی کے معاملے میں، ان اوقات میں اہم خطرات واپائی صورتحال کی وجہ سے ہیں۔

داخلی مالیاتی کنٹرول کی مناسبت:

ڈائریکٹرز اندرونی مالیاتی کنٹرول کے حوالے سے اپنی ذمہ داری سے آگاہ ہیں۔ بات چیت کے ذریعے، وہ اس بات کی تصدیق کرتے ہیں کہ کمپنی کی طرف سے مناسب کنٹرولز نافذ کیے گئے ہیں، تاہم انتظامیہ مستقبل کے سالوں میں ان کو مزید بہتر/مضبوط بنانے کی کوشش کر رہی ہے۔

کارکردگی کا جائزہ:

سال کے لیے سبزیٹروپے تھا۔ پچھلے سال کی اسی مدت کے لیے 0.905 ملین روپے کے مقابلے میں صفر۔ سال کے لیے فروخت کی لاگت روپے تھی۔ 6.553 ملین روپے کے مقابلے میں 3.902 ملین۔ کمپنی کا مجموعی نقصان روپے تھا۔ گزشتہ سال کی اسی مدت میں 5.648 ملین روپے کے نقصان کے مقابلے میں 3.902 ملین روپے۔ یہ بنیادی طور پر جاری حیات نوکی وجہ سے ہے۔ 30 جون 2022 کو ختم ہونے والے سال کے دوران کمپنی کی تقسیم کی لات، انتظامی اخراجات اور مالیاتی لاگت روپے تھی 1.189 ملین روپے کے مقابلے میں اسی مدت میں 26.468 ملین روپے۔ کمپنی اپنی سرگرمیوں کو دوبارہ ترتیب دینے کے عمل میں ہے۔ روپے ٹیکس کے بعد نقصان 30 جون 2022 کو ختم ہونے والے سال کے لیے 33.735 ملین کی اطلاع دی گئی جبکہ اسی مدت میں 14.503 ملین روپے ٹیکس کے بعد ہونے والے نقصان کے مقابلے میں۔ انتظامیہ ٹھوس کوششیں کر رہی ہے اور مستقبل میں بہتر کارکردگی کے حصول کے لیے کوششیں جاری رکھے گی۔

صحت کی حفاظت اور ماحولیات (HSE):

ہم ایک مضبوط حفاظتی کچھڑ اور کام کے ماحول برقرار رکھنے کے لیے پرعزم ہیں۔ کام کرنے کے محفوظ ماحول کی اجازت دینے کے لیے، ہیڈ آفس میں COVID-19 ویکسینیشن آگاہی ہم چلائی گئی۔ ہم ماحول اور ان کیونٹینر پر اپنے اثرات کو کم کرنے کی کوشش کرتے ہیں جن میں ہم کام کرتے ہیں۔

کمپنی کا نام ڈیٹا لٹر PSX کے ڈیٹا لٹر سگمنٹ سے نارمل کاؤنٹر پر

ہم یہ بات بتانے میں خوش محسوس کرتے ہیں کہ پاکستان اسٹاک ایکسچینج نے کمپنی کا نام ڈیٹا لٹر سگمنٹ سے نکال کر نارمل کاؤنٹر میں ڈال دیا ہے۔ ہمیں امید ہے کہ تجارتی کمپنیاں ہماری کمپنی کو مدد کریں گے تاکہ کمپنی ترقی کر سکے۔

انسانی وسائل کی ترقی:

ہم اپنے ملازمین کی ترقی اور حوصلہ افزائی میں سرمایہ کاری کرتے ہیں اور انہیں مارکیٹ کی چیلنجوں کا مندرجہ ذیل سے سامنا کرنے کی تربیت دیتے ہیں۔ ہم ملازمین کو ملازمت کی ضروری تربیت فراہم کرتے ہیں تاکہ وہ اپنے کاموں کو مندرجہ ذیل طریقے سے انجام دینے کے لیے ضروری علم اور ہنر حاصل کریں۔ محکمہ کے سربراہ ملازمین/افسران کو تربیت دیتے ہیں۔

HR کمپنی نے سال کے دوران ایک (1) میٹنگ کی۔ ہر ممبر کی حاضری حسب ذیل تھی۔

نمبر	ممبر کا نام عہدہ نمبر	میٹنگ میں شرکت کی
1	جناب حنیف چانڈ یاچیز مین	1
2	جناب عثمان میا نور ممبر	1
3	محترمہ زینب انیس مانور ممبر	1

کارپورٹ سماجی ذمہ داری:

J&P ایک ذمہ دار کارپورٹ شہری کے طور پر اپنا کردار ادا کرنے کے لیے پوری طرح پرعزم ہے اور توانائی کی بات چیت ماحولیات کے تحفظ اور پیشہ ورانہ حفاظت اور صحت کے ذریعے مصنوعی روشنی کے غیر ضروری استعمال پر پابندی، تہہ بیکٹر وفاق قانون اور "نوسو کنگ زون" کے نفاذ کے ذریعے اپنی ذمہ داری پوری کرتا ہے۔ اور ایک محفوظ ماحول فراہم کرتا ہے۔ اور صحت کے کام کا ماحول۔ کمپنی ہمارے دفتر کے احاطے کے قریب رہنے والے اور کام کرنے والے لوگوں کی سہولت کے لیے ایک مسجد چلا رہی ہے اور اس کی دیکھ بھال کر رہی ہے۔

بیرونی آڈٹ:

آڈیٹرز، میسرز، رینڈا ہارنوزکر یا اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس، اس سالانہ جنرل میٹنگ کے اختتام پر ریٹائر ہو جائیں گے اہل ہونے کی وجہ سے انہوں نے خود کو دوبارہ تقرری کے لیے پیش کیا ہے۔ اور بورڈ کی آڈٹ کمپنی نے بھی ان کی دوبارہ تقرری کی سفارش کی ہے جس کی بارڈ نے توثیق کی ہے۔

اندرونی آڈٹ:

کمپنی کا بورڈ انتظامیہ کی تمام سطحوں کی خدمت کی طور پر اندرونی آڈٹ ڈیپارٹمنٹ کی سرگرمیوں کی قریب سے پیروی کرتا ہے۔ خود مختار اندرونی آڈٹ ڈیپارٹمنٹ کا بنیادی مقصد بورڈ اور انتظامیہ کو معقول یقین دہانی کرنا ہے کہ اندرونی کنٹرول کے موجودہ نظام کافی ہیں اور تسلی بخش طریقے سے کام کر رہے ہیں۔ ایک اندرونی آڈٹ ڈیپارٹمنٹ کے طور پر کمپنی کے آپریشنز کو اہمیت دیتا ہے بہتر آپریشنز کو اہمیت دیتا ہے بہتر آپریشنز کا کردار دے گا تاکہ لیے تجاویز اور سفارشات پیش کرنا ہے۔

کارپوریٹ اور ماحولیات کی رپورٹنگ فریم ورک کا بیان:

اس کے تحت بنائے گئے کارپوریٹ، قوانین، قواعد و ضوابط کمپنی کے بورڈ آف ڈائریکٹرز کے مجموعی افعال کو بیان کرتے ہیں۔ بورڈ اپنی کارپوریٹ ذمہ داریوں سے پوری طرح باخبر ہے کہ کوڈ آف کارپوریٹ ذمہ داریوں سے پوری طرح باخبر ہے کہ کوڈ آف کارپوریٹ گورننس کے تحت سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کے تجویز کردہ اور اسٹاک ایکسچینج نے تمام لائحہ کمپنیوں کے لیے اپنا یا ہے اور اس بات کی تصدیق کرتے ہوئے خوش محسوس ہو رہی ہے کہ:

- 1- کمپنی کی طرف سے تیار کردہ مالیاتی بیانات اس کے آپریشنز، کیش فلو اور اس کی ایکویٹی میں تبدیلیوں کی صورت حال کو کافی حد تک پیش کرتے ہیں۔
- 2- کمپنی نے کمپنیز ایکٹ، 2017 کے تحت اکاؤنٹس کی مناسب کتابیں رکھی ہیں۔
- 3- کمپنی نے مالیاتی بیانات کی تیاری میں مسلسل اکاؤنٹنگ پالیسیوں کی پیروی کی ہے، جہاں کہیں بھی تبدیلیاں کی گئی ہیں، مناسب طریقے سے ظاہر کر دی گئی ہیں اور اکاؤنٹنگ کے تخمینے اور معقول فیصلے کی بنیاد پر ہیں۔
- 4- اسٹینڈرڈ اکاؤنٹنگ اسٹینڈرڈ (IAS) انٹرنیشنل فنانشل رپورٹنگ اسٹینڈرڈز (IFRS) جیسا کہ پاکستان میں لاگو ہوتا ہے، مالیاتی بیانات کی تیاری میں پیروی کی گئی ہے اور وہاں سے کسی بھی روایتی، اگر کوئی ہے، مناسب طور پر ظاہر کیا گیا ہے۔

5- اندرونی کنٹرول کا نظام درست ہے، اور مندرجہ ذیل سے نافذ اور نگرانی کی گئی ہے۔ اس طرح کا نظام مقاصد کو حاصل کرنے میں ناکامی کے خطرے کو ختم کرنے کے بجائے انتظام کرنے کے لیے ڈیزائن کیا گیا ہے، اور اس کی نوعیت کے لحاظ سے مادی غلطیاتی یا نقصان کے خلاف صرف معقول، اور مطلق نہیں، یقین دہانی فراہم کر سکتا ہے۔ بورڈ کے ذریعہ داخلی کنٹرول کے نظام کی تائید کا جائزہ لینے کے لیے استعمال کیا جانے والا عمل، اس میں دیگر چیزیں شامل ہیں:

بورڈ آڈٹ کمیٹی (BAC) قائم ہے۔ یہ کمپنی کے آڈٹ ڈیپارٹمنٹ کی طرف سے اختیار کیے گئے نقطہ نظر اور بیرونی آڈیٹرز کے دائرہ کار اور اسکے ساتھ تعلقات کا جائزہ لیتا ہے۔ یہ اندرونی آڈٹ ڈیپارٹمنٹ اور بیرونی آڈیٹرز سے اندرونی کنٹرول کے نظام اور کسی بھی مادی کمزوریوں کے بارے میں رپورٹس بھی حاصل کرتا ہے ان کی نشاندہی کی گئی ہے۔ مزید برآں بی اے سی متعلقہ ایگزیکٹوز کے ساتھ تشویش کے علاقے میں کی جانے والی کارروائی پر تبادلہ خیال کرتا ہے۔ بی اے سی تین ارکان پر مشتمل ہے۔ بی اے سی کا چیئرمین ایک آزاد ڈائریکٹر ہے اور بی اے سی کے دیگر تمام ممبران خود مختار ڈائریکٹر ہیں۔ سال 2022 کے دوران، بی اے سی کی چار میٹنگس ہر سہ ماہی میں ایک کے ساتھ ہوئیں اور حاضری حسب ذیل تھی۔

سیریل نمبر	ممبر کا نام	عہدہ نمبر	مینگ میں شرکت کی
1-	جناب محمد امین خانانی	چیئر مین	4
2-	جناب محمد عمیر انیس میا نور	ممبر	4
3-	محترمہ عروسہ انیس میا نور	ممبر	4

ایک تنظیمی ڈھانچہ قائم کیا گیا ہے، مواصلات کی واضح خطوط اور ذمہ داری اور جوابدہی کے وفد کے ساتھ اختیارات کے درجے کی سطح کی حمایت کرتا ہے۔

ایک سالانہ بجٹ اور اسٹریٹجک منصوبہ بندی کا عمل ہے۔ مالی پیش گوئی تیار کی جاتی ہے اور کاروباری ماحول میں نمایاں تبدیلیوں کی عکاسی کرنے کے لیے سال کے دوران ان حکمت عملیوں کا جائزہ لیا جاتا ہے۔

6- اس میں کوئی شک نہیں ہے کہ کمپنی کی تشویش کو جاری رکھنے کی صلاحیت ہے۔

7- آپ کی کمپنی کے ڈائریکٹر محسوس کرتے ہیں کہ مستقبل کی ترقی کے لیے سرمائے کا تحفظ بہت ضروری ہے۔ لہذا موجودہ سال کے لیے کوئی ڈیویڈنڈ اعلان نہیں کیا گیا ہے۔

8- پچھلے چھ سالوں کا کلیدی آپریٹنگ اور مالیاتی ڈیٹا رپورٹ کے ساتھ منسلک ہے۔

9- 31 دسمبر 2018 کو آڈٹ شدہ مالیاتی گوشواروں کی بنیاد پر پروویڈنٹ فنڈ کی جمع شدہ آمدنی سمیت سرمایہ کاری کی مالیت 37.5 ملین روپے ہے۔ (31 دسمبر 2017 کی آڈٹ شدہ رقم 4.76 ملین روپے)۔

10- متعلقہ فریقوں کے لین دین کی توثیق بورڈ آف ڈائریکٹرز کے ذریعے کی جاتی ہے۔

11- سرمایہ کاری/ڈس انویسٹمنٹ سے متعلق تمام بڑے فیصلے، پالیسیوں میں تبدیلیاں بورڈ آف ڈائریکٹرز کے ذریعے لی جاتی ہے۔

12- سی ای او، سی ایف او اور کمپنی سیکرٹری اور ہیڈ آف انٹرنل آڈٹ کی تقرری اور معاوضے کے تعین یا تبدیلی کے بارے میں فیصلے بورڈ کے ذریعے لیے جاتے ہیں اور ان کی منظوری دی جاتی ہے۔

13- بنگلہ دیش اور ڈیوٹی فریم مالیاتی گوشواروں میں دیے گئے ہیں۔

بورڈ آف ڈائریکٹرز:

چیئر مین کا کردار

چیئر مین بورڈ آف ڈائریکٹرز کی قیادت کرتا ہے، گروپ کی نمائندگی کرتا ہے اور بورڈ اور اسٹیک ہولڈرز کی جانب سے گروپ کے مجموعی سرپرست کے طور پر کام کرتا ہے۔ بورڈ کی تائید کو یقینی بنانے کے لیے ذمہ دار، وہ مجموعی طور پر بورڈ کو اختیار دیتا ہے کہ وہ کمپنی کی حکمت عملی اور مجموعی مقاصد کی ترقی اور تعین میں مکمل اور تعمیری کردار ادا کرے۔

چیف ایگزیکٹو آفیسر (MD/CEO) کا کردار

سی ای او/ایم ڈی کسی شخص یا فنانسنگ کی قیادت پیدا کرنے کے لیے کمپنی کی طویل مدتی حکمت عملی پر عمل درآمد کے لیے ذمہ دار ہیں۔ MD/CEO کمپنی کے قلیل اور طویل مدتی مقاصد/منصوبہ کو پورا کرنے کے لیے دن بھر فیصلے کرتا ہے۔ وہ بورڈ اور کمپنی کی انتظامیہ کے درمیان براہ راست رابطے کے طور پر کام کرتا ہے۔ وہ کمپنی کی جانب سے شیئر ہولڈرز، ملازمین، سرکاری حکام، دیگر اسٹیک ہولڈرز اور عوام سے بھی رابطہ کرتا ہے۔ MD/CEO بطور ڈائریکٹر، فیصلہ ساز اور رہنما کام کرتا ہے۔ بات چیت کرنے والے کے کردار میں بیرونی دنیا کے ساتھ ساتھ تنظیم کی انتظامیہ اور ملازمین کے ساتھ تعامل شامل ہوتا ہے، فیصلہ سازی کے کردار میں پالیسی اور حکمت عملی کے بارے میں اعلیٰ سطحی فیصلے شامل ہوتے ہیں۔ کمپنی کے رہنما کے طور پر، وہ ملازمین کی حوصلہ افزائی اور حوصلہ افزائی کرتا ہے۔

سی ای او اور ایم ڈی کی کارکردگی کی نگرانی اور جانچ بورڈ کی طرف سے مقرر کردہ ملازمت کی تفصیل کے مقابلے میں کی جاتی ہے۔

بورڈ کی تشکیل

بورڈ 05 مرد اور 02 خواتین ڈائریکٹرز پر مشتمل ہے۔

آزاد ڈائریکٹرز	02
دیگر نائٹ ایگزیکٹو ڈائریکٹرز	04
ایگزیکٹو ڈائریکٹرز	01

زیر نظر سال کے دوران چار اجلاس منعقد ہوئے اور حاضری حسب ذیل ہے:

شرکت کے لیے اہل نام

1-	مسز زینب انیس میا نور (چیئر مین)	4	4
2-	جناب محمد انیس میا نور (CEO/MD)	4	4
3-	جناب محمد عمیر انیس میا نور	4	4
4-	جناب محمد عثمان میا نور	4	4
5-	جناب محمد امین خانانی	4	4
6-	محترمہ عروسہ انیس میا نور	4	4
7-	جناب محمد حنیف چانڈیا	4	4

اس شخص کے نام جو مالی سال کے دوران کسی بھی وقت کمپنی کے ڈائریکٹر نہ تھے۔

ڈائریکٹرز کے نام

- 1- محترمہ مزینب انیس میا نور
- 2- جناب محمد انیس میا نور
- 3- جناب محمد عیسیٰ میا نور
- 4- جناب محمد عثمان میا نور
- 5- جناب محمد امین خانانی
- 6- محترمہ عروسہ انیس میا نور
- 7- جناب محمد حنیف چانڈیا

غیر ایگزیکٹو ڈائریکٹرز کے معاوضے کی پالیسی

کمپنی کے بورڈ اور کمپنی کے اجلاسوں میں شرکت کے لیے غیر ایگزیکٹو اور آزاد ڈائریکٹرز کی فیس کا تعین بورڈ وقتاً فوقتاً کرتا ہے۔

چیف ایگزیکٹو اور ڈائریکٹرز کے معاوضے کا پتہ

چیف ایگزیکٹو اور ڈائریکٹرز کے معاوضے کا پتہ، اگر کوئی ہے تو، مالی بیانات میں ذکر کیا گیا ہے۔

بورڈ کی کارکردگی کا جائزہ

جیسا کہ سڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 کے تحت مطلوبہ جانسن اینڈ فلپس (پاکستان) لمیٹڈ کے بورڈ آف ڈائریکٹرز کا سالانہ جائزہ لیا جاتا ہے۔ بورڈ آف ڈائریکٹرز نے ایک متفقہ سوالنامے کے ذریعے خود تنقید کے طریقہ کار کو اپنا کر اپنی کارکردگی کا جائزہ لینے کے لیے ایک جامع طریقہ کار کی منظوری دی ہے۔ میکا نرم ڈیوائس بورڈ کے کام کرنے اور اس کی تاثیر کو بہتر بنانے کے ابھرتے ہوئے رجحانات پر مبنی ہے۔ تنقید کی مشق ہر سال کی جاتی ہے۔ انسانی وسائل اور معاوضے کی کمیٹی مجموعی طور پر بورڈ اور اس کی کمیٹیوں کی کارکردگی کا جائزہ لینے کے لیے ایک باخاطبہ عمل شروع کرے گی۔

شیئر ہولڈنگ کا پیٹرن:

30 جون 2022 کو ختم ہونے والے سال کے لیے کمپنیز ایکٹ 2017 کے سیکشن 227 کے تحت مطلوبہ شیئر ہولڈنگ کے پیٹرن کو ظاہر کرنے والا ایک بیان رپورٹ کے ساتھ منسلک ہے۔

سڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 کی تعمیل:

30 جون 2022 کو ختم ہونے والے سال کے لیے متفقہ سکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی جانب سے مرتب کردہ سڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 کے تقاضوں کی مکمل تعمیل کی گئی ہے۔ اس سلسلے میں ایک بیان اس رپورٹ کے ساتھ منسلک ہے۔

خاطبہ اخلاق:

بورڈ نے ڈائریکٹرز اور ملازمین کے لیے باخاطبہ اخلاق کا بیان منظور کیا ہے۔ تعمیل کا اعتراف کمپنی کے ذریعہ حاصل اور منعقد کیا جاتا ہے۔ اہم رجحانات اور عوامل جو کمپنی کے کاروبار کی مستقبل کی ترقی، کارکردگی اور پوزیشن کو متاثر کر سکتے ہیں (یعنی مستقبل کا آؤٹ لک):

بعد کے واقعات کی وجہ سے مادی تبدیلیاں

پچھلے سال کے اختتام کے بعد ہی مینجمنٹ نے نئی اسپانسرز سے مالی سپورٹ ملنے پر کمپنی پرانے ڈائریکٹرز کے دہندہ رقم کا نمائاں حصہ دینے میں کامیاب ہوئی۔

اعتراف:

بورڈ آف ڈائریکٹرز کمپنی کے قابل قدر کلائنٹس، کاروباری شراکت داروں اور دیگر اسٹیک ہولڈرز کے لیے اپنی مخلصانہ تعریف کا اظہار کرنا چاہتا ہے۔ بورڈ سکیورٹیز اینڈ ایکسچینج اوٹھرنل ڈیپازٹری کمپنی آف پاکستان کا ان کی مسلسل رہنمائی اور تعاون پر شکریہ ادا کرنا چاہے گا۔

بورڈ کی جانب سے

Zainab

مسز مزینب انیس میا نور

چیئر مین

Mahmood

محمد انیس میا نور

ایم، ڈی اور چیف ایگزیکٹو آفیسر

کراچی: 07 نومبر 2022

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

Name of Company: Johnson & Phillips (Pakistan) Limited
Year ended: June 30, 2022

Johnson & Phillips (Pakistan) Limited (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: 5
 - b. Female: 2
2. The composition of the Board of Directors (the Board) is as follows:

Category	Names
Independent Directors	Mr. Muhammad Hanif Chamdia Mr. Muhammad Amin Khanani
Non-Executive Directors	Mr. Usman Mianoor Mr. Umair Mianoor
Executive Directors	Mr. Anis Mianoor
Female Directors	Mrs. Uroosa Mianoor Mrs. Zainab Anis Mianoor

The Company has two independent directors while the requirement of having fraction of one-third of the directors to be rounded up to one has not been complied with, due to the fact that the operations of the Company are still not completely operative and the Board considers the two independent directors as sufficient at the moment.

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. While significant policies of the Company are in the process of formulation as the Company is in the initial phase for revival of the operations;
6. All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by the Board / shareholders as empowered by the relevant provisions of the Act and these Regulations;
7. The meetings of the Board were presided over by the Chairman. The Board has complied with the requirements of the Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of Board except the first quarterly meeting which was delayed;
8. The Board is yet to design and implement a formal policy and transparent procedures for remuneration of Directors in accordance with the Act and these Regulations;
9. The Board has not arranged any training program during the year as the Company is in initial phase of the revival of operations;
10. The Board has approved appointment of Chief Financial Officer, Company Secretary, and the head of internal audit, including their remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations;
11. Chief Financial Officer and Chief Executive Officer (CEO) duly endorsed the financial statements before approval of the Board;
12. The Board had formed committees comprising of members given below:

a. Audit Committee

Sr. #	Name	Designation
i.	Mr. Muhammad Amin Khanani	Chairman
ii.	Mr. Umair Mianoor	Member
iii.	Mrs. Uroosa Mianoor	Member

b. HR and Remuneration Committee

Sr. #	Name	Designation
i.	Mr. Muhammad Hanif Chamdia	Chairman
ii.	Mr. Usman Mianoor	Member
iii.	Mrs. Zainab Anis Mianoor	Member

13. The terms of reference of the aforesaid committees have been formed, documented, and advised to the committees for compliance;

14. The frequency of meetings of the committees were as per following:

Committee	Frequency of Meetings
a) Audit Committee	03
b) HR and Remuneration Committee	01
*No meeting held in the first quarter of the year.	

15. The Board has set up an effective internal audit function who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the company;

16. The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the quality control review program of the Institute of Chartered Accountants of Pakistan (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 Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the chief executive officer, chief financial officer, head of internal audit, company secretary or director of the company;

17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these Regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard;

18. We confirm that all requirements of regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations have been complied with except that the Company is yet to comply with the manner of appointment of independent directors as specified under the Companies Act, 2017 and has to maintain the frequency of audit committee meetings as per the Regulation.

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

- as stated above in paragraphs 5, 7, 8, 9 and 14;
- formal and effective mechanism for the annual evaluation of Board members will be put in place when the operations are completely revived;
- due to the non-availability of directors, board meeting in the first quarter was delayed;
- Company secretary does not possess academic qualification as envisaged in the Regulations as the Company cannot afford qualified professionals at the moment due to liquidity issues;
- no internal audit reports have been prepared during the year due to operational inactivity of the Company; and
- the audit committee meeting was not held in first quarter by the members as it is the practice of the audit committee to held the first meeting of the year after the completion of external audit.

On Behalf of the Board,



Mrs. Zainab Anis Mianoor
Chairman

Dated: 7th November, 2022

INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF JOHNSON & PHILLIPS (PAKISTAN) LIMITED

Review Report on the Statement of Compliance contained in the 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 Johnson & Phillips (Pakistan) Limited 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. We are only required and have ensured compliance of this requirement to the extent of the approval of the related party transactions by the Board of Directors upon recommendation of the Audit Committee.

Based on our review, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the year ended June 30, 2022.

Further, we highlight below instances of non-compliance with the requirements of the Regulations as reflected in the paragraph references, where these are stated in the Statement of Compliance:

S. No.	Reference	Description
i	Para 5 & 19 a	Company is in the process of formulating significant policies.
ii	Para 8 & 19 a	Formal policy and transparent procedures are not formulated for remuneration of Directors in accordance with the Act and the Regulations.
iii	Para 9 & 19 a	The Board has not arranged any training program during the year.
vi	Para 18	Company has not considered the manner specified under the Act for the appointment of independent directors.
vii	Para 19 b	There is no mechanism for the annual evaluation of Board members.
viii	Para 7 & 19 c	No board of directors meeting was held in the first quarter of the year.
viii	Para 19 d	Company secretary is not qualified for the position.
ix	Para 19 e	No internal audit reports have been prepared during the year.
x	Para 14 & 19 f	No audit committee meeting was held in the first quarter of the year.

Reanda Haroon Zakaria & Company
Chartered Accountants

Place: Karachi
Dated: November 07, 2022
UDIN: CR202210086XImZG2RJi

RH Zakaria Reanda Haroon Zakaria & Co

Engagement Partner
Zakaria

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF JOHNSON & PHILLIPS (PAKISTAN) LIMITED

ON THE AUDIT OF THE FINANCIAL STATEMENTS

Qualified Opinion

We have audited the annexed financial statements of Johnson & Phillips (Pakistan) Limited which comprise the statement of financial position as at June 30, 2022, and the statement of profit or loss and other comprehensive income, the statement of changes in equity, the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information, and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of the audit except for the matters stated in the Basis for Qualified Opinion Section of our report.

Except for the possible effects of the matters stated in the Basis for Qualified Opinion Section of our report, in our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes forming part thereof conform with the accounting and reporting standards as applicable in Pakistan and give the information required by the Companies Act, 2017 (XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at June 30, 2022 and of the profit and its comprehensive income, the changes in equity and its cash flows for the year then ended.

Basis for Qualified Opinion

- We could not substantiate the existence and completeness of trade and other payables neither by direct confirmations from counter parties nor through alternative means, to the extent of Rs. 19.432 (2021: Rs. 18.982) million, out of the total balance amounting to Rs. 68.751 (2021: Rs. 55.933) million.
- We could not substantiate the existence, obligation, completeness and classification of short-term borrowing from former director amounting to Rs. 4.950 million (note no. 18). Further, we could not substantiate the terms and conditions of the underlying agreements of the Company with the former director.

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

Material Uncertainty Relating to Going Concern

Without qualifying our opinion, we draw attention to note no. 1.2 to the financial statements which describes that during the year, current liabilities of the Company exceeded its current assets by Rs. 331.805 (2021: Rs. 396.426) million. The operations of the Company, including its revenue, are facing downward trajectory since financial year 2015 except the current year due to which the Company is facing financial and operational difficulties and is unable to discharge its liabilities in due course of business. The Company is reporting meagre sales since then and is totally dependent on the financial support of its Directors, sponsors and associated companies.

These factors indicate the existence of material uncertainty that may cast significant doubt on the entity's ability to continue as a going concern and accordingly, the Company may not be able to realize its assets and settle its liabilities at stated amounts in the normal course of business and also discusses the reason for preparing the financial statements on a going concern basis including the change in principal line of business and acquisition of machineries.

Key Audit Matters

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

In addition to the matters described in the "Basis for Qualified Opinion" Section and "Material Uncertainty Relating to

Going Concern” Section of our report, we have determined the matters described below to be the key audit matters to be communicated in our report:

S. No. Key audit matters

1. Contingencies

(Refer note no. 20.1 to the accompanying financial statements)

The Company has contingent liabilities in respect of sales tax matters, which are pending adjudication at various levels with the taxation authorities, courts, and other legal forums.

Contingencies require management to make judgements and estimates in relation to the interpretation of tax and other laws, statutory rules and regulations, and the probability of outcome and financial impact, if any, on the Company for disclosure and recognition and measurement of any provisions that may be required against such contingencies.

Due to significance of amounts involved, inherent uncertainties with respect to the outcome of matters and use of significant management judgements and estimates to assess the same including related financial impacts, we considered contingent liabilities relating to legal and income tax matters as a key audit matter.

2. Related party transactions and disclosures

(Refer note no. 29 to the accompanying financial statements)

The Company has purchased 28 textile machineries and 2 folk lifters during current and previous year from Gulf Tex Machine Fzco - the related party at Rs. 46.143 million out of which the Company sold back 24 textile machineries to the same related party at Rs. 62.371. Further, the Company also sold 15 textile machineries purchased from other supplier to the same related party at Rs. 24.209 million. Consequently, 100% sales of the Company during the year have been made to the related party.

Due to the significance of related party transactions to the overall operations of the Company and the accuracy, completeness of the disclosures of such transactions and year end balances, we have considered the same to be a key audit matter.

How the matter was addressed in our audit

- Our audit procedures in respect of legal and tax contingencies included, amongst others, we obtained and reviewed details of the pending legal and tax related matters and discussed the same with the Company’s management.
 - We reviewed the correspondence of the Company with the relevant authorities, tax advisors, and legal advisors, including judgments or orders passed by the competent authorities in relation to the issues involved or matters which have similarities with the issues involved.
 - We obtained and reviewed confirmations from the Company’s external legal and tax advisors for their views on the probable outcome of the legal matters, open tax assessments and other legal / tax related contingencies.
 - We involved internal tax professionals to assess management’s conclusions on contingent tax matters and to evaluate the consistency of such conclusions with the views of the external tax advisors engaged by the Company.
 - We also evaluated the requirement of making provision against any contingencies, and the adequacy of disclosures made in respect of legal and tax contingencies in accordance with the requirements of the financial reporting standards as applicable in Pakistan.
- Our audit procedures amongst others comprised of the following:
- We evaluated the management's process of identification and recording of related party transactions;
 - We agreed the amounts disclosed to underlying documentation and inspected commercial invoices, sales tax invoices, goods declaration (in import and export transactions) and receipts & payments from bank statement as part of our evaluation of the occurrence and accuracy of disclosure;
 - We obtained confirmation from Gulf Tex Machine Fzco of the balance due included in the financial statement disclosure to ensure completeness of balance with related party;
 - We performed substantive analytical procedures to identify any undisclosed transaction with the Gulf Tex Machine Fzco;
 - We assessed the adequacy and completeness of disclosures of related party transactions / balances in accordance with the requirements of the applicable financial reporting standards and statutory requirements.

Information Other than the Financial Statements and Auditors' Report Thereon

Management is responsible for the other information. The other information comprises the information included in the Annual Report but does not include the financial statements and our auditors' report thereon.

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

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

Responsibilities of Management and Board of Directors for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

- a) except for the possible effects of the matters stated in Basis for Qualified Opinion Section of our report, proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);
- b) except for the possible effects of the matters stated in Basis for Qualified Opinion Section of our report, the statement of financial position, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes thereon have been drawn up in conformity with the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of account and returns;
- c) investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and
- d) no zakat was deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980).

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

Zakaria.

RHza Reanda Haroon Zakaria

Reanda Haroon Zakaria & Company
Chartered Accountants

Place: Karachi
Dated: November 07, 2022
UDIN: AR202210086IWUYoDef9

JOHNSON & PHILLIPS (PAKISTAN) LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT JUNE 30, 2022

		2022	2021
	Note	----- (Rupees in '000) -----	
<u>ASSETS</u>			
Non Current Assets			
Property, plant and equipment	4	468,153	500,223
Intangible asset	5	-	-
Long term investments	6	-	-
Long term deposits	7	317	317
		<u>468,470</u>	<u>500,540</u>
Current Assets			
Stock-in-trade	8	7,600	-
Trade debts	9	-	-
Loans, deposits and other receivables	10	1,302	400
Tax refunds due from the Government	11	9,841	7,327
Cash and bank balances	12	8,355	6,197
		<u>27,098</u>	<u>13,924</u>
Total Assets		<u><u>495,568</u></u>	<u><u>514,464</u></u>
<u>EQUITY AND LIABILITIES</u>			
Share Capital And Reserves			
Authorized capital		<u>80,000</u>	<u>80,000</u>
Issued, subscribed and paid-up capital	13	54,500	54,500
Share premium reserve		29,727	29,727
Surplus on revaluation of property, plant and equipment	14	462,005	464,905
General reserve		23,073	23,073
Accumulated losses		(437,639)	(474,205)
Total shareholders' equity		<u>131,666</u>	<u>98,000</u>
Non Current Liabilities			
Long term loans	15	-	-
Deferred liabilities	16	4,930	6,114
		<u>4,930</u>	<u>6,114</u>
Current Liabilities			
Current maturity of long term loans	15	31,831	31,831
Trade and other payables	17	68,820	55,933
Short term borrowings	18	218,999	258,581
Accrued markup	19	34,011	59,737
Unpaid / unclaimed dividend		4,268	4,268
Income tax payable		1,043	-
		<u>358,972</u>	<u>410,350</u>
Contingencies and commitments	20		
Total Equity and Liabilities		<u><u>495,568</u></u>	<u><u>514,464</u></u>

The annexed notes from 1 to 33 form an integral part of these financial statements.


Chief Executive Officer


Chief Financial Officer


Director

JOHNSON & PHILLIPS (PAKISTAN) LIMITED
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR YEAR ENDED JUNE 30, 2022

	Note	2022 ---- (Rupees in '000) ----	2021 ----
Sales	21	86,580	-
Cost of sales	22	<u>(59,129)</u>	<u>(3,902)</u>
Gross profit / (loss)		27,451	(3,902)
Distribution cost	23	(4,249)	-
Administrative expenses	24	<u>(7,456)</u>	<u>(7,287)</u>
Operating income / (loss)		15,746	(11,189)
Finance cost - bank charges		(203)	-
Other charges - Exchange loss		(4,619)	(4,148)
Other income	25	<u>27,262</u>	<u>24</u>
Profit / (loss) before taxation		38,185	(15,313)
Taxation - net	26	(4,519)	1,061
Profit / (loss) after taxation		33,666	(14,252)
Other comprehensive income		-	-
Total comprehensive income / (loss) for the year		33,666	(14,252)
Earning / (loss) per share - Rupees (basic and diluted)	27	6.18	(2.62)

The annexed notes from 1 to 33 form an integral part of these financial statements.


Chief Executive Officer


Chief Financial Officer


Director

JOHNSON & PHILLIPS (PAKISTAN) LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED JUNE 30, 2022

	<i>Share Capital</i>	<i>Share Premium Reserve</i>	<i>Surplus on revaluation of property, plant and equipment</i>	<i>General Reserve</i>	<i>Accumulated losses</i>	<i>Total shareholders' equity</i>
	<i>----- (Rupees in "000") -----</i>					
Balance as at July 01, 2020	54,500	29,727	467,805	23,073	(462,853)	112,252
Total comprehensive loss for the period						
Loss after taxation for the year	-	-	-	-	(14,252)	(14,252)
Transfer from surplus on revaluation on account of incremental depreciation - net of	-	-	(2,900)	-	2,900	-
Balance as at June 30, 2021	54,500	29,727	464,905	23,073	(474,205)	98,000
Total comprehensive profit for the period						
Profit after taxation for the year	-	-	-	-	33,666	33,666
Transfer from surplus on revaluation of property, plant and equipment - net of deferred tax	-	-	(2,900)	-	2,900	-
Balance as at June 30, 2022	54,500	29,727	462,005	23,073	(437,639)	131,666

Share premium reserve can only be utilized by the Company for the purpose specified in Section 81 of the Companies Act, 2017.

Surplus on revaluation of property, plant and equipment will be utilized for any purpose only after they are realized and transferred to unappropriated profits. However, these reserves can be individually offset against losses arising in future periods (if any) from revalued assets.

General reserves can be utilized for meeting any contingencies and for distribution of profit by way of dividend.

The annexed notes from 1 to 33 form an integral part of these financial statements.


Chief Executive Officer


Chief Financial Officer


Director

JOHNSON & PHILLIPS (PAKISTAN) LIMITED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED JUNE 30, 2022

	2022	2021
Note	--- (Rupees in '000) ---	
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit / (loss) before taxation	38,185	(15,313)
Adjustment for:		
Depreciation	4.1 4,382	4,382
Finance cost	203	-
Exchange loss	4,619	-
Accrued mark-up written back	25 (25,726)	-
Operating Cash inflows / (outflow) before working capital changes	21,664	(10,931)
Working capital changes		
(Increase) / decrease in current assets		
Stock-in-trade	20,088	-
Loans, deposits and other receivables	(902)	(332)
Sales tax refundable	(6,018)	(3,679)
	13,168	(4,011)
Increase / (decrease) in current liabilities		
Trade and other payables	8,268	31,184
Cash generated from operations	43,100	16,242
Income tax paid	11.1 (1,156)	(394)
Gratuity paid	16.1.1 -	(105)
Finance cost paid	(203)	-
	(1,359)	(499)
Net cash used in operating activities	A 41,741	15,743
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Fixed capital expenditure incurred	4.2 -	(27,688)
Net cash generated from / (used in) investing activities	B -	(27,688)
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Short term borrowings (repaid) / received - net	18 (39,582)	16,349
Net cash (used in) / generated from financing activities	C (39,582)	16,349
Net increase in cash and cash equivalents (A+B+C)	2,159	4,404
Cash and cash equivalents at the beginning of the year	12 6,197	1,793
Cash and cash equivalents at the end of the year	8,355	6,197

The annexed notes from 1 to 33 form an integral part of these financial statements.


Chief Executive Officer


Chief Financial Officer


Director

JOHNSON & PHILLIPS (PAKISTAN) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2022

1 STATUS AND NATURE OF BUSINESS

1.1 Johnson and Phillips (Pakistan) Limited (the Company) was incorporated in Pakistan as a public limited company on April 15, 1961 under the repealed Companies Act, 1913 (now the Companies Act, 2017). Its shares are quoted on Pakistan Stock Exchange Limited - PSX. The trading in the shares held by the sponsors of the Company was suspended and the Company had been placed on the Defaulters' Segment by the PSX w.e.f. November 15, 2019 due to the non-compliance of certain provisions of the PSX Rule Book. However, the Company's name was shifted from defaulter segment to normal counter by PSX w.e.f. April 13, 2022.

The Company is principally engaged in manufacturing, installation and selling of electrical equipment. However, the Company has made amendments in its memorandum, after obtaining approval from the members in the EOGM held on July 05, 2021, and included textile manufacturing and allied activities including trading of textile machineries as its principal line of business. The registered office of the Company and its manufacturing facilities are situated at C-10, South Avenue, SITE, Karachi.

1.2 Going concern

During the year ended June 30, 2022, current liabilities exceeded its current assets by Rs. 331.87 (2021: Rs. 396.426) million. The operations of the Company, including its revenue, are facing downward trajectory from financial year 2015 to financial year 2021 due to which the Company is facing financial and operational difficulties and is unable to discharge its liabilities in due course of business. Further, the Company has accumulated losses as on the reporting date amounting to Rs. 437.639 (2021: Rs. 474.205) million. The Company is reporting meagre sales since then and is totally dependent on the financial support of its Directors, sponsors and associated companies.

These factors indicate the existence of material uncertainty over the Company's ability to continue as a going concern and accordingly, the Company may not be able to realize its assets and settle its liabilities at stated amounts in the normal course of business. However, the management has prepared these financial statements on a going concern basis due to the following reasons:

- The Company has revaluation surplus on fixed assets amounting to Rs. 462.005 million as on the reporting date.
- New management of the Company, under the leadership of CEO Mr. Muhammad Anis Mianoor, has taken over the affairs of the Company with effect from April 01, 2020, with the firm intention and capabilities to revive the overall operations of the Company. Subsequent to the year end, the new management, with the financial support of new sponsor director, the Company finally settled the long outstanding dues of previous board members and their associated company by paying Rs. 69.740 million and agreed with them to wave their markup liability amounting to Rs. 25.726 million in this regard. Other liabilities will also be paid off with the help of earnings from the revival of existing operations, injections of the funds from internal as well as external sources and continuing support from the new sponsor director.
- Even though that the COVID-19 has delayed the effectuation of revival plans, but the new management has firm intention and financial capabilities to start a new business segment of textile unit by injecting funds in the Company for which the detailed feasibilities and projections have already been prepared by the management. Moreover during the current year, the management has also started trading of textile machineries which is part of main business as per revised approved memorandum of association both by regulator and shareholders. Accordingly, the Company has sold machineries purchased in previous and current year and earned net profit of Rs. 33.666 million reducing the accumulated losses as on the reporting date.

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 for financial reporting. The accounting and reporting standards as applicable in Pakistan comprise of International Financial Reporting Standards (IFRSs), issued by International Accounting Standards Board (IASB) as notified under the Companies Act, 2017 (the Act) and, provisions of and directives issued under the Act. Where the provisions of and directives issued under the Act differ from the IFRS standards, the provisions of and directives issued under the Act have been followed.

2.2 Basis of measurement

These financial statements have been prepared under the historical cost convention except stated otherwise. Further, accrual basis of accounting is followed except for cash flow information.

2.3 Functional and presentation currency

These financial statements are presented in Pak Rupees, which is also the Company's functional currency.

2.4 Use of estimates and judgments

The preparation of financial statements in conformity with approved accounting standards, as applicable in Pakistan, requires management to make judgments, estimates and assumptions that affect the application of policies and the reported amounts of assets, liabilities, income and expenses.

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgments made by management in the application of approved accounting standard as, applicable in Pakistan, that have significant effect on the financial statements and estimates with a significant risk of material judgment in the next year are as follows:-

- Assumptions and estimates used in determining the recoverable amount, residual values and useful lives of property, plant and equipment and intangible assets - notes 3.1, 3.2, 4 and 5.
- Assumptions and estimates used in determining the provision for stock-in-trade - notes 3.4 and 8.
- Assumptions and estimates used in the provision for doubtful debts - notes 3.5 and 9.
- Assumptions and estimates used in the provision for doubtful loans and advances - notes 3.6, and 10.
- Assumptions and estimates used in the recognition of current and deferred taxation - notes 3.13, 16.2 and 26.

2.5 New standards, amendments to standards and IFRS interpretations that are effective for the year ended June 30, 2022

The following amendments to accounting standards are effective for the year ended June 30, 2022. Except as explained otherwise, these standards and amendments are either not relevant to the Company's operations or are not expected to have significant impact on the Company's financial statements other than certain additional

	Effective for period beginning on or after
Amendments to IFRS 4 'Insurance Contracts', IFRS 7 'Financial Instruments: Disclosures', IFRS 9 'Financial Instruments', IFRS 16 'Leases', IAS 39 'Financial Instruments: Recognition and Measurement': Amendments regarding replacement issues in the context of the IBOR reform	January 1, 2021
Amendments to IFRS 16 'Leases': Amendment to extend the exemption from assessing whether a COVID-19-related rent concession is a lease modification	April 1, 2021
Certain annual improvements have also been made to a number of standards, which have not been enumerated here for brevity.	

2.6 Amendments to standards and IFRS interpretations that are not yet effective

The following amendments to accounting standards and interpretations are only effective for accounting periods, beginning on or after the date mentioned against each of them. These standards, interpretations and amendments are either not relevant to the Company's operations or are not expected to have significant impact on the Company's financial statements other than certain additional disclosures:

	Effective from accounting period beginning on or after
Amendments to IFRS 10 'Consolidated Financial Statements' and IAS 28 'Investments in Associates and Joint Ventures': Sale or contribution of assets between an investor and its associate or joint venture	Effective from accounting period beginning on or after a date to be determined. Earlier application is permitted.
Amendments to IAS 1 'Presentation of Financial Statements': Amendments regarding the classification of liabilities and disclosure of accounting policies	January 1, 2023
Amendments to IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors': Amendments regarding the definition of accounting estimates	January 1, 2023
Amendments to IAS 12 'Income Taxes': Amendments regarding deferred tax on leases and decommissioning obligations	January 1, 2023
Amendments to IAS 16 'Property, Plant and Equipment': Amendments prohibiting a company from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use	January 1, 2022
Amendments to IAS 37 'Provisions, Contingent Liabilities and Contingent Assets': Amendments regarding the costs to include when assessing whether a contract is onerous	January 1, 2022

Certain annual improvements have also been made to a number of standards, which have not been enumerated here for brevity.

Other than the aforesaid standards, interpretations and amendments, the International Accounting Standards Board (IASB) has also issued the following standards which have not been adopted locally by the Securities and Exchange Commission of Pakistan:

IFRS 1

- First Time Adoption of International Financial Reporting Standards

IFRS 17

- Insurance Contracts

3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies adopted in the preparation of these financial statements are set out below:

3.1 Property, plant and equipment

3.1.1 Operating fixed assets

These are stated at cost less accumulated depreciation and impairment loss, if any, except for leasehold land which is stated at revalued amount less accumulated impairment losses, if any, and building on leasehold land and plant and machinery which are stated at revalued amounts less accumulated depreciation and impairment losses, if any.

Cost includes expenditure that is directly attributable to the acquisition and installation of an asset including borrowing costs, if any.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. Cost incurred to replace a component of an item of property, plant and equipment is capitalized and the asset so replaced is derecognized. Normal repairs and maintenance are charged to the statement of profit or loss during the period in which they are incurred.

Depreciation is charged to the statement of profit and loss applying the straight line method over its useful life specified in note no. 4 to these financial statements. Depreciation on additions is charged from the month when the assets are available for intended use while no depreciation is charged in the month of disposal.

Depreciation methods, useful lives and residual values of each item of property, plant and equipment that is significant in relation to the total cost of the asset are reviewed and adjusted, if appropriate at each reporting date.

3.1.2 Revalued assets

Surplus on revaluation of assets based on forced sale value is recognized in other comprehensive income (OCI) and presented as a separate component of equity as "surplus on revaluation of property, plant and equipment", except that it reverses a revaluation deficit for the same asset previously recognized in the statement of profit or loss, in which case the surplus is credited to the statement of profit or loss to the extent of the deficit charged previously. Deficit on revaluation of assets is recognized in the statement of profit or loss, except that it reverses a revaluation surplus for the same asset previously recognized in other comprehensive income, in which case the deficit is charged to other comprehensive income to the extent of the surplus credited previously. The revaluation reserve is not available for distribution to the Company's shareholders.

Revaluation is carried out with sufficient regularity to ensure that the carrying amount of assets does not differ materially from the estimated fair value. To the extent of the incremental depreciation charged on the revalued assets, the related surplus on revaluation of assets (net of deferred taxation) is transferred directly to retained earnings (unappropriated profit). Further, accumulated depreciation as at the revaluation date is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Upon disposal, any revaluation surplus relating to the particular asset being sold is transferred to retained earnings (unappropriated profit).

The gain or loss on disposal of an item of property, plant and equipment is determined by comparing the proceeds from disposal with the carrying amount of the property, plant and equipment, and is recognized in other income / other expenses in the statement of profit or loss. When revalued assets are sold, any related amount included in the surplus on revaluation is transferred to retained earnings (unappropriated profit / accumulated loss).

3.1.3 Capital work in progress

These are stated at cost and represent expenditure on fixed assets in course of construction and installation. These are transferred to specific assets as and when they are ready for their intended use.

The carrying values of tangible fixed assets are reviewed for impairment when event or changes in circumstances indicate that the carrying value may not be recoverable. If indication of impairment exists and where the carrying values exceed the estimated recoverable amount, the assets are written down to their recoverable amounts.

3.2 Intangible assets

Intangible assets are stated at cost less accumulated amortization and any identified impairment loss. Amortization on additions is charged from the month in which an asset is acquired or capitalized, while no amortization is charged for the month in which the asset is disposed off or retired from use. Amortization is charged based on straight line method.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably.

Gains and losses arising from the retirement or disposal of assets is recognized in profit or loss.

The carrying values of intangible assets are reviewed for impairment when event or changes in circumstances indicate that the carrying value may not be recoverable. If indication of impairment exists and where the carrying values exceed the estimated recoverable amount, the assets are written down to their recoverable amounts.

3.3 Investments - subsidiary companies

Investment in subsidiaries are measured at cost less impairment, if any.

3.4 Stock-in-trade

These are valued at lower of cost and net realizable value. Cost is determined by applying the following basis:

Raw material	At FIFO basis
Work in process and finished goods	At average manufacturing cost

Average cost in relation to work in process and finished goods signifies average manufacturing cost including a portion of related direct overheads.

Net realizable value (NRV) represents the estimated selling price at which the inventories can be realized in the normal course of business after allowing for the cost of conversion from their existing state to finished condition and for the estimated cost necessary to make the sale.

3.5 Trade debts

These are recognized initially at fair value and subsequently measured at amortized cost after deducting allowance for uncollectable amounts, if any. The Company applies the IFRS 9 simplified approach to measure the expected credit losses (ECL) which uses a lifetime expected loss allowance for trade and other receivables. The Company has established a provision matrix that is based on the Company's historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company.

3.6 Loans

These are recognized initially at fair value and subsequently measured at amortized cost but since the balances are considered to be recoverable / adjustable within the next financial year, therefore, balances recognized initially are considered to be their amortized cost. Provision is made on the basis of lifetime ECLs that result from all possible default events over the expected life of the account balances. Bad debts are written off when considered irrecoverable.

3.7 Deposits and prepayments

These are carried at nominal amounts while for deposits, nominal amounts are considered to be their amortized cost as it is the fair value of the balance to be received / adjusted in future.

3.8 Cash and cash equivalents

Cash and cash equivalents are carried in the statement of financial position at nominal amounts which is considered to be their amortized cost. For the purpose of cash flow statement, cash and cash equivalents consist of cash in hand and balances with banks in current and saving accounts.

3.9 Trade and other payables

Liabilities for trade and other payables are stated at their nominal values which is the fair value of the consideration required to settle the related obligations whether or not billed to the Company. Liabilities are written back and recognized as other income when these are considered to be no longer payable.

3.10 Provisions

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

3.11 Financial assets and liabilities

3.11.1 Initial Recognition

All financial assets and liabilities are initially measured at cost which is the fair value of the consideration given or received plus or minus transaction costs (except financial asset at FVTPL where transaction costs are charged to profit or loss). These are subsequently measured at fair value or amortized cost as the case may be.

3.11.2 Classification of financial assets

The Company classifies its financial instruments in the following categories:

- at amortized cost.
- at fair value through other comprehensive income (“FVTOCI”), or
- at fair value through profit or loss (“FVTPL”),

The Company determines the classification of financial assets at initial recognition. The classification of instruments (other than equity instruments) is driven by the Company’s business model for managing the financial assets and their contractual cash flow characteristics.

Financial assets at amortized cost

Financial assets that meet the following conditions are subsequently measured at amortized cost:

- a) the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
- b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through OCI

Financial assets that meet the following conditions are subsequently measured at FVTOCI:

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

However, Company may make an irrevocable election at initial recognition for particular investments in equity instruments that would otherwise be measured at fair value through profit or loss to present subsequent changes in fair value in other comprehensive income provided that the investment is neither held for trading nor its a contingent consideration in a business combination.

Financial assets at fair value through profit or loss

A financial asset is measured at fair value through profit or loss unless it is measured at amortized or at fair value through OCI.

3.11.3 Financial liabilities

The Company classifies its financial liabilities in the following categories:

- at fair value through profit or loss (“FVTPL”), or
- at amortized cost.

Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or the Company has opted to measure them at FVTPL.

3.11.4 Subsequent measurement

Financial assets at FVTOCI

These are measured at fair value, with gains or losses arising from changes in fair value recognized in OCI.

Financial assets and liabilities at amortized cost

Financial assets and liabilities at amortized cost are subsequently carried at amortized cost, and in the case of financial assets, less any impairment.

Financial assets and liabilities at FVTPL

Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the statement of profit or loss and other comprehensive income in the period in which they arise. Where management has opted to recognize a financial liability at FVTPL, any changes associated with the Company’s own credit risk will be recognized in other comprehensive income / (loss). Currently, there are no financial liabilities designated at FVTPL.

3.11.5 Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses (ECLs) on financial assets that are measured at amortized cost. Loss allowances are measured on the basis of life time (ECLs) that result from all possible default events over the expected life of a financial instrument.

Lifetime ECL is only recognized if the credit risk at the reporting date has increased significantly relative to the credit risk at initial recognition. Further, the Company considers the impact of forward looking information (such as Company's internal factors and economic environment of the country of customers) on ECLs. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity and the cash flows that the Company expects to receive).

Provision against financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

3.11.6 Derecognition

Financial assets

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire or when it transfers the financial assets and substantially all the associated risks and rewards of ownership to another entity.

On derecognition of a financial asset measured at amortized cost, the difference between the asset's carrying value and the sum of the consideration received and receivable is recognized in profit or loss.

In addition, on derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in the investments revaluation reserve is reclassified to profit or loss.

In contrast, on derecognition of an investment in equity instrument which the Company has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in the investments revaluation reserve is not reclassified to profit or loss, but is transferred to revenue reserve.

Financial liabilities

The Company derecognizes financial liabilities only when its obligations under the financial liabilities are discharged, cancelled or expired. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognized in the statement of profit or loss and other comprehensive income.

3.11.7 Offsetting of financial assets and financial liabilities

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

3.12 Revenue recognition

-Sale of goods, including scrap sales, is recognized on dispatch of goods to customer when significant risks and rewards are transferred to the customers and associated performance obligations are met. For service income, performance obligations are fulfilled at the time when the agreed services are rendered to the satisfaction of clients. The transaction price of Company's contracts with customers for the sale of goods and services does not include any variable consideration, any significant financing component, any non-cash consideration or any consideration payable to its customers.

-Interest income is recognized on a time-apportioned basis using the effective rate of return.

-Gain on sale of fixed assets is recorded when title is transferred in favor of transferee.

-Other income is recognized on the occurrence of transactions on accrual basis when the associated performance obligations are met.

3.13 Taxation

Current

Provision for current taxation is computed in accordance with the provision of the Income Tax Ordinance, 2001.

The charge for current taxation is based on taxable income at the current rate of taxation after taking into account applicable tax credits, rebates and exemptions available, if any, or minimum tax on turnover or Alternate Corporate Tax (ACT), whichever is higher.

Deferred

Deferred tax is accounted for using the balance sheet liability method on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax liabilities are generally recognized for all taxable temporary differences including on investments in associates and deferred tax assets are recognized to the extent that it is probable that taxable profits will be available against which the deductible temporary differences, unused tax losses and tax credits can be utilized. Deferred tax is calculated at the rates that are expected to apply to the period when the differences reverse, based on tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax is charged or credited to profit and loss account except to the extent it relates to items recognized directly in equity / other comprehensive income in which case it is also recognized in equity / other comprehensive income.

3.14 Earning per share

The Company presents basic and diluted earning per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all diluted potential ordinary shares.

3.15 Dividend and appropriation of reserves

Dividend distribution to the shareholders and appropriation to / from reserves is recognized in the period in which these are approved.

3.16 Contingent Liabilities

Contingent liability is disclosed when:

-there is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company; or

-there is present obligation that arises from past events but it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

3.17 Contingent Assets

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

2022 2021
Note - - - Rupees in '000 - - -

4 **PROPERTY, PLANT AND EQUIPMENT**

Operating fixed assets	4.1	468,153	472,535
Capital work in progress	4.2	-	27,688
		<u>468,153</u>	<u>500,223</u>

4.1 Operating Fixed Assets

Operating Fixed Assets									
Description	Owned								
	Leasehold land*	Building on leasehold land*	Plant and machinery*	Gas and electric installations	Factory tools	Vehicles	Furniture and fixtures	Office and other equipment	Total
	----- Rupees in "000" -----								
Year ended June 30, 2022									
Opening net book value	450,000	15,600	6,935	-	-	-	-	-	472,535
Depreciation charge for the year	-	(2,400)	(1,982)	-	-	-	-	-	(4,382)
Closing net book value as at June 30, 2022									
	450,000	13,200	4,953	-	-	-	-	-	468,153
As at June 30, 2022									
Cost / revalued* amount	450,000	24,000	13,871	1,178	3,933	3,547	4,320	12,141	512,990
Accumulated Depreciation	-	(10,800)	(8,918)	(1,178)	(3,933)	(3,547)	(4,320)	(12,141)	(44,837)
Closing net book value as at June 30, 2022									
	450,000	13,200	4,953	-	-	-	-	-	468,153
Year ended June 30, 2021									
Opening net book value	450,000	18,000	8,917	-	-	-	-	-	476,917
Depreciation charge for the year	-	(2,400)	(1,982)	-	-	-	-	-	(4,382)
Closing net book value as at June 30, 2021									
	450,000	15,600	6,935	-	-	-	-	-	472,535
As at June 30, 2021									
Cost / revalued* amount	450,000	24,000	13,871	1,178	3,933	3,547	4,320	12,141	512,990
Accumulated Depreciation	-	(8,400)	(6,936)	(1,178)	(3,933)	(3,547)	(4,320)	(12,141)	(40,455)
Closing net book value as at June 30, 2021									
	450,000	15,600	6,935	-	-	-	-	-	472,535
Useful life - Years	Indefinite	10	7	10	5	4	5	5	

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

2022 2021
----- Rupees in '000 -----

Cost of sales	3,902	3,902
Administrative expenses	480	480
	4,382	4,382

4.1.2 Factory of the Company is on 3 acres of land situated at C-10, South Avenue, SITE, Karachi.

4.1.3 Cost of fully depreciated assets as on the reporting date amounting to Rs. 25.119 million (2021: Rs. 25.119) million.

4.1.4 Latest revaluation of leasehold land, building on leasehold land and plant & machinery were revalued on January 13, 2018 resulted in a surplus of Rs. 317.919 million. The revaluation exercise was conducted by M/s. Joseph Lobo (Private) Limited, a valuer on approved list of Pakistan Bankers Association, on following basis:

Land	Present market values for similar sized plots in the vicinity.
Building	Replacement values of similar types of buildings based on present cost of constructions and applying residual factors based on estimated remaining useful life.
Plant and machinery	Replacement values of similar types of plant and machineries based on current rates and applying residual factors based on present condition and obsolescence.

The previous revaluations were carried out on March 31, 1995, June 30, 2004, June 17, 2008 and June 12, 2013 which resulted in a surplus of Rs. 42.642 million, surplus of Rs. 73.464 million and surplus of Rs. 104.097 million and impairment of Rs. 0.855 million respectively.

4.1.5 Had there been no revaluation, the written down value of revalued assets would have been as follows:

	2022	2021
	----	----
	Rupees in '000	
Lease hold land	61	61
Building on lease hold land	760	897
Plant and machinery	398	558
	<u>1,218</u>	<u>1,516</u>

4.2 Capital work in progress - plant and machinery

Opening balance	27,688	-
Additions made during the year	-	27,688
	<u>27,688</u>	<u>27,688</u>
Transferred during the year to stock-in-trade	4.2.1 (27,688)	-
	<u>-</u>	<u>27,688</u>

4.2.1 The Company imported 20 textile second hand machineries upto June 2021. These are transferred to stock in trade (Refer note no. 22.1) as the management changed its intension and sold these machineries during the year in accordance with object clause of the Company in note 1.1 of these financial statements.

5	INTANGIBLE ASSET	2022	2021
		----	----
		Rupees in '000	
	Computer software		
	Cost	129	129
	Accumulated amortization	(129)	(129)
		<u>-</u>	<u>-</u>

6 LONG TERM INVESTMENTS

In shares of unquoted subsidiary companies - at cost
Johnson and Phillips Industries (Pakistan) Limited
Investment in shares

3,000,000 fully paid ordinary shares of Rs. 10 each [Break-up value as at June 30, 2022 was Rs. nil (2021 : Rs. nil)].

The Company held 100% of the investee's total equity.

	30,000	30,000
Advance against share capital	<u>20,000</u>	<u>20,000</u>
	<u>50,000</u>	<u>50,000</u>

Johnson & Phillips Transformers (Private) Limited

2,099,995 fully paid ordinary shares of Rs. 10 each [Break-up value as at June 30, 2022 was Rs. nil (2021 : Rs. nil)]. The Company held 70% of the investee's total equity.

21,000 21,000

J & P EMO Pakistan (Private) Limited

50,997 fully paid ordinary shares of Rs. 10 each [Break-up value as at June 30, 2022 was Rs. nil (2021 : Rs. nil)]. The Company held 51% of the investee's total equity.

510	510
71,510	71,510
(71,510)	(71,510)

Provision for diminution in value of investments

-	-
---	---

6.1 All of these subsidiaries are in the course of being wound up, for which the application has already been filed with the SECP before year end.

7 LONG TERM DEPOSITS

To

Central Depository - CDCPL	25	25
Pakistan Telecommunication - PTCL	34	34
K-Electric - KE	21	21
Sui Southern Gas - SSGC	237	237
	317	317

8 STOCK-IN-TRADE

Raw material and components

In hand - gross	34,158	34,158
Work-in-process	4,386	4,386
Machinery in stock for sale	7,600	-
	46,144	38,544
Less: provision for obsolete / slow moving items	(38,544)	(38,544)
	7,600	-

9 TRADE DEBTS

- Considered doubtful

Trade debts	75	75
Less: Provision for doubtful trade debts	(75)	(75)
	-	-

10 LOANS, DEPOSITS AND OTHER RECEIVABLES

- Considered doubtful

Loans to subsidiary companies - unsecured

- considered doubtful

Johnson and Phillips Industries (Pakistan) Limited (JPI)		24,835	24,835
Johnson & Phillips Transformers (Private) Limited (JPT)		20,864	20,864
J & P EMO Pakistan (Pvt.) Ltd. (EMO)		3,012	3,012
	10.1	<u>48,711</u>	<u>48,711</u>
Less: Provision against doubtful loans		<u>(48,711)</u>	<u>(48,711)</u>
		-	-
Short-term deposits	10.2	16	400
Other receivable	20.1.1	1,286	-
		<u>1,302</u>	<u>400</u>

10.1 These represent interest free loans to related parties and are recoverable on demand. These are due for over one year. Closing balances represent maximum aggregate amounts outstanding at any month end during the year.

10.2 These represent the security deposits given to shipping companies amounting to Rs. 13,054 (2021: Rs. 400,000) for the import of machineries.

11 TAX REFUNDS DUE FROM THE GOVERNMENT

Income tax	11.1	-	3,504
Sales tax		30,685	24,667
Less: Provision for doubtful sales tax refunds		<u>(20,844)</u>	<u>(20,844)</u>
		9,841	3,823
		<u>9,841</u>	<u>7,327</u>

11.1 Income Tax

Balance as on July 01,		3,504	3,110
Taxes paid during the year		1,156	394
Tax liability for the year	26	<u>(5,703)</u>	-
Balance as on June 30,		<u>(1,043)</u>	<u>3,504</u>

		2022	2021
12 CASH AND BANK BALANCES	Note	----- Rupees in '000 -----	
<i>Cash in hand</i>		32	22
<i>Cash at banks</i>			
- in current accounts		3,749	1,812
- in savings accounts	12.1 & 12.2	4,574	4,363
		8,323	6,175
		8,355	6,197

12.1 This carry profit at the rate ranging from 5.5% to 12.5% (2021: 6.36% to 11.41%) per annum.

12.2 This includes bank account carrying balance amounting to Rs. 4.488 million (2021: Rs. 4.282) million as on the reporting date, which has been designated for dividend payment.

13 SHARE CAPITAL

2022	2021		2022	2021
Number of shares	Ordinary shares of Rs. 10 each		----- Rupees in '000 -----	
8,000,000	8,000,000	Authorized Capital	80,000	80,000
		<i>Issued, Subscribed And Paid-Up Capital</i>		
4,638,268	4,638,268	Fully paid in cash	46,383	46,383
93,000	93,000	Issued for other than cash	930	930
718,704	718,704	Fully paid bonus shares	7,187	7,187
5,449,972	5,449,972		54,500	54,500

13.1 The Company has one class of ordinary shares which carries no right to fixed income. The holders are entitled to receive dividends and other entitlements in the form of bonus and right shares, as and when declared by the Company. Each member is entitled to one vote per share at the general meetings of the Company.

	2022	2021
14 SURPLUS ON REVALUATION OF PROPERTY, PLANT AND EQUIPMENT	----- Rupees in '000 -----	

<i>Balance as at July 01,</i>	471,019	475,103
Transfer to equity in respect of incremental depreciation - net of deferred tax	(2,900)	(2,900)
Related deferred tax liability on incremental depreciation	(1,184)	(1,184)
	(4,084)	(4,084)
<i>Balance as at June 30,</i>	466,935	471,019
<i>Less: Related deferred tax liability</i>		
- at the beginning of the year	(6,114)	(7,298)
- on incremental depreciation for the year	1,184	1,184
- at the end of the year	(4,930)	(6,114)
	462,005	464,905

- 14.1** In accordance with the requirements of IFRS 13 Fair value measurement, the Company classifies its property and equipment in terms of following fair value hierarchy:

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 or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3: Fair value measurements using Inputs for assets or liability that are not based on observable market data (i.e. unobservable inputs).

Details of the Company's property, plant and equipment in terms of fair value hierarchy, explained above, at June 30, 2022 is as follows:

	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>
	<i>-----Rupees in '000-----</i>		
<i>Assets measured at fair value</i>			
Operating fixed assets - Lease hold land	-	450,000	-
- Building on lease hold land	-	13,200	-
- Plant and Machinery	-	4,953	-
2022	-	468,153	-
2021	-	472,535	-

15 LONG TERM LOANS

- Unsecured and interest bearing

From related parties

Close family member of former director
Former director
Associated company

2022 **2021**
Note **----- Rupees in '000 -----**

15.1	8,408	8,408
15.2	20,377	20,377
15.3	3,046	3,046
	31,831	31,831
15.4	(31,831)	(31,831)
	-	-

Less: Current portion of long term loans

- 15.1** This represents loan received from Mr. Faisal Bilal Qureshi and carries markup at the rate of 1 year Kibor plus 2% (2021: 1 year Kibor plus 2%) per annum. The terms of repayment of loan and markup have been rescheduled from time to time. As per the latest rescheduled term made on June 30, 2019, the loan with the markup thereon was repayable on or before December 31, 2019. Subsequent to the year end, the Company has repaid the principal amount of loan and agreed to write back accrued mark-up amounting to Rs. 12.968 million therefore it is written back during the year.

- 15.2** This represents loan received from Mr. Bilal Qureshi in different tranches amounting to Rs. 9.58 million, Rs. 3.00 million and Rs. 7.80 million obtained under various agreements. The terms of repayment of loan and markup thereon have been rescheduled from time to time. As per the latest rescheduled term made on June 30, 2019, the loan with the markup thereon was repayable in twenty four equal quarterly installments commencing from July 01, 2020. While the mark-up on the tranche of Rs. 9.58 million will be charged at the rate of 1 year Kibor plus 2% per annum while the mark-up on the tranches of Rs. 3.00 million and Rs. 7.80 million shall be charged at the rate of 1 Month Kibor plus 2% per annum. Subsequent to the year end, the Company has repaid the principal amount of loan, including short-term and long term loan, and agreed to write back accrued mark-up amounting to Rs. 12.757 million therefore it is written back during the year.

- 15.3** This represents loan received from Elmetec (Pvt.) Limited and carries markup at the rate of 1 year Kibor plus 2% (2021: 1 year Kibor plus 2%) per annum. The terms of repayment of loan and markup have been rescheduled from time to time. As per the latest rescheduled term made on June 30, 2019, the loan with the markup thereon was repayable on or before December 31, 2019. Subsequent to the year end, the Company has repaid the principal amount along with mark-up amounting to Rs. 34.011 million.

		2022	2021
	Note	----- Rupees in '000 -----	
16 DEFERRED LIABILITIES			
Staff retirement benefits - Gratuity	16.1	-	-
Deferred taxation	16.2	<u>4,930</u>	<u>6,114</u>
		<u><u>4,930</u></u>	<u><u>6,114</u></u>

16.1 Staff retirement benefits - Gratuity

Staff retirement benefits - Gratuity	16.1.1	745	745
Unclaimed gratuity shown under trade and other payables	17	<u>(745)</u>	<u>(745)</u>
		<u><u>-</u></u>	<u><u>-</u></u>

16.1.1 Liability for gratuity arose in the following manner:

Opening net liability		745	850
Benefits paid		<u>-</u>	<u>(105)</u>
Closing net liability	16.1.2	<u><u>745</u></u>	<u><u>745</u></u>

- 16.1.2** Management of the Company had decided to cease the gratuity with effect from July 01, 2019, as the number of employees of the Company are below the minimum threshold of employees defined under the Industrial and Commercial Employment (Standing Orders), 1968. Gratuity payable as on the reporting date is related to employees already left the Company and therefore, it has been classified as current liability in these financial statements.

		2022	2021
	Note	---- (Rupees in '000) ----	
16.2 Deferred taxation			
Taxable temporary differences			
Surplus on revaluation of fixed assets	14	4,930	6,114
Deductible temporary differences			
Accelerated tax depreciation		1,547	1,970
Available tax losses		64,785	72,670
Alternate corporate tax		4,635	-
Provisions		31,937	31,937
		<u>(102,904)</u>	<u>(106,577)</u>
		<u>(97,974)</u>	<u>(100,463)</u>
Deferred tax asset not recognised	16.2.1	<u><u>102,904</u></u>	<u><u>106,577</u></u>
		<u><u>4,930</u></u>	<u><u>6,114</u></u>

- 16.2.1** The management has not recognized the deferred tax asset on deductible differences as on the reporting date as the management is uncertain about the timing and extent of future taxable profits against which such benefits can be utilized.

		2022	2021
17 TRADE AND OTHER PAYABLES	Note	---- (Rupees in '000) ----	
Trade creditors	17.1	46,528	35,972
Advance from customers - unsecured		8,638	8,638
Accrued liabilities		10,593	8,303
Payable to ex-employees		802	802
Provident fund payable	17.2 & 17.3	725	725
Unclaimed gratuity payable	16.1	745	745
Withholding tax & sales tax payable		540	499
Others		249	249
		68,820	55,933

- 17.1** This includes Rs. 41.462 million (2021: Rs. 30.713) million payable against the purchase of textile machineries to Gulf Tex Machine Fzco, an associated undertaking (related party), incorporated in Dubai, U.A.E.

- 17.2** Management of the Company decided to cease the provident fund facility with effect from January 01, 2020, as the number of employees of the Company are below the minimum threshold of employees defined under the Industrial and Commercial Employment (Standing Orders), 1968.

- 17.3** Investments out of Provident Fund have been made in accordance with the provisions of Section 218 of the Act and the conditions specified thereunder.

		2022	2021
18 SHORT TERM BORROWINGS	Note	---- (Rupees in '000) ----	
- Unsecured and interest free			
From related parties			
New sponsor director	18.1	210,152	249,733
Former directors	18.2	8,847	8,848
		218,999	258,581

- 18.1** This represents unsecured and interest free loan received from the sponsor directors of the Company which are payable on demand. Loans were obtained for the repayment of long outstanding dues and for the working capital management.

- 18.2** These represent unsecured and interest free loans received from former directors of the Company, Mr. Salman Ganny and Mr. Bilal Qureshi amounting to Rs. 4.950 million (2021: Rs. 4.950) million and Rs. 3.898 million (2021: Rs. 3.898) million respectively, which are repayable on demand. Subsequent to the year end, the loan of Mr. Bilal Qureshi is fully paid by the Company.

19 ACCRUED MARKUP

On long term loans from related parties

Close family member of former director	15.1	-	12,969
Former director	15.2	-	12,757
Associated company	15.3	34,011	34,011
		34,011	59,737

20 CONTINGENCIES AND COMMITMENTS

20.1 Contingencies

20.1.1 An order was passed by additional commissioner IR raising demand of Rs. 5.703 million as principal and Rs. 0.285 million as penalty for default in deduction / payment of withholding sales tax in relation to tax years 2013 to 2016 and recovered Rs. 4.268 million from the Company's bank accounts. The Company had filed appeal u/s 45 (B) of the Sales Tax Act, 1990 against the said order which is pending before Honourable Commissioner (Appeals-IV) Inland Revenue. During the year, Honourable Commissioner (Appeals-IV) Inland Revenue has reduced the demand to Rs. 2.982 million vide order no. 16 / 2022. The Company accepted the demand and recorded refund receivable amounting to Rs. 1.286 million (Refer note no. 10).

20.1.2 An order was passed by additional commissioner IR raising demand of Rs. 4.804 million as principal and Rs. 0.231 million as penalty for default in deduction / payment of withholding sales tax in relation to tax years 2017 to 2020. The Company has filed appeal u/s 45 (B) of the Sales Tax Act, 1990 against the said order which is pending before Honourable Commissioner (Appeals-IV) Inland Revenue. The Company's tax advisor expects a favourable outcome of the case.

20.2 Commitment

There are no commitments binding on the Company as on the reporting date.

	2022	2021
<i>Note</i>	<i>Rupees</i>	<i>Rupees</i>

21 SALES

Export sales	21.1	86,580	-
--------------	------	---------------	---

21.1 This represents export sale of machineries.

22 COST OF SALES

Cost of machineries sold during the year	22.1	55,227	-
Depreciation	4.1.1	3,902	3,902
		59,129	3,902

	2022	2021
Note	Rupees	Rupees

22.1 Cost of machineries sold during the year

Opening stock		-	-
Transferred from capital work-in-progress	4.2	27,688	-
Purchases during the year		35,139	-
		<u>62,827</u>	<u>-</u>
Closing stock	8	(7,600)	-
		<u>55,227</u>	<u>-</u>

23 DISTRIBUTION EXPENSES

Freight charges	3,986	-
Export service charges	263	-
	<u>4,249</u>	<u>-</u>

24 ADMINISTRATIVE EXPENSES

Salaries and other benefits	1,863	1,757
Travelling and conveyance	209	105
Legal and professional	967	1,440
Rent, rates and taxes	438	310
Repair and maintenance	410	-
Printing, stationery and postage	103	196
Utilities	1,094	1,070
Entertainment	30	13
Fees and subscription	731	798
Auditors' remuneration	24.1	860
Depreciation	4.1.1	480
Others	272	265
	<u>7,456</u>	<u>7,287</u>

24.1 Auditors' remuneration

Annual audit fee	600	585
Review of half yearly financial statements	100	85
Consolidated financial statements	-	45
Review of statement of compliance with CoCG	100	85
Out of pocket expenses	60	53
	<u>860</u>	<u>853</u>

25 OTHER INCOME

Interest income	250	24
Accrued mark-up written back	19	-
Refund of sales tax	20.1.1	1,286
	<u>27,262</u>	<u>24</u>

	2022	2021
Note	Rupees	Rupees

26 TAXATION - NET

Current		5,703	-
Prior		-	-
Deferred	16.2	(1,184)	(1,061)
		<u>4,519</u>	<u>(1,061)</u>

26.1 Returns up to the tax year 2021 have been filed, which are deemed to be assessed under provisions of the Income Tax Ordinance, 2001. However, the Commissioner of Income Tax may at any time during a period of five years from the date of filing of return, select any return for audit purpose.

27 EARNING / (LOSS) PER SHARE - BASIC AND DILUTED

2022 2021

There is no dilutive effect on the basic earnings per share of the company, which is based on:

Profit / (loss) after taxation - (Rupees in thousand)	<u>33,666</u>	<u>(14,252)</u>
Weighted average number of ordinary shares	<u>5,449,972</u>	<u>5,449,972</u>
<i>Earning / (loss) per share - basic and diluted - (Rupees)</i>	<u>6.18</u>	<u>(2.62)</u>

2022 2021
Note ----- (Rupees in '000) -----

28 FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

28.1 Financial Instruments By Category

Financial Assets

- At amortized cost

Long term deposits	7	317	317
Short-term deposits	10	16	400
Cash and bank balances	12	8,355	6,197
		<u>8,688</u>	<u>6,914</u>

Financial Liabilities

- At amortized cost

Current maturity of long term loans	15	31,831	31,831
Trade and other payables	17	58,172	45,326
Short term borrowings	18	218,999	258,581
Accrued markup	19	34,011	59,737
Unpaid / unclaimed dividend		4,268	4,268
		<u>347,281</u>	<u>399,743</u>

28.2 Financial Risk Management

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk (interest / mark-up rate risk and price risk). The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the financial performance. Overall, risks arising from the Company's financial assets and liabilities are limited. The Company consistently manages its exposure to financial risk without any material change from previous period in the manner described in notes below.

- Credit risk
- Liquidity risk
- Market risk
- Operational 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.

28.2.1 Credit risk

Credit risk represents the accounting loss that would be recognized at the reporting date if counterparties fails to meet its contractual obligation and it mainly arises from balances with banks and financial institutions, trade debts, loans, advances, deposits and other receivables. The credit risk on liquid fund is limited because the counter parties are banks with reasonably high credit ratings.

Concentration of credit risk arises when a number of counter parties are engaged in similar business activities or have similar economic features that would cause their abilities to meet contractual obligation to be similarly effected by the changes in economic, political or other conditions. The Company believes that it is not exposed to major concentration of credit risk.

The carrying amount of financial assets represents the maximum credit exposure before any credit enhancements. The maximum exposure to credit risk before any provisions at the reporting date is:

	2022	2021
	---- (Rupees in '000) ----	
Long term deposits	317	317
Short-term deposits	16	400
Bank balances	8,323	8,323
	<u>8,656</u>	<u>9,040</u>

Deposits

These do not require any impairment as these are mainly held with government backed public utility companies.

Credit Rating of Company's Banks

The credit quality of Company's bank balances can be assessed with reference to external credit rating as follows:

<i>Name of banks</i>	<i>Rating Agency</i>	<i>Credit rating</i>	
		<i>Short term</i>	<i>Long term</i>
Habib Bank Limited	VIS	A-1+	AAA
Habib Metropolitan Bank Limited	PACRA	A1+	AA+
Silk Bank Limited	VIS	A-2	A-
Soneri Bank Limited	PACRA	A1+	AA-
JS Bank Limited	PACRA	A1+	AA-
National Bank of Pakistan	VIS	A-1+	AAA
Bank Alfalah Limited	PACRA	A1+	AA+

As these banks operate under strict compliance structure, being closely regulated by the SBP, therefore, there is no risk of material loss or default expected.

28.2.2 Liquidity risk

Liquidity risk reflects the Company's inability in raising funds to meet commitments. Liquidity risk arises because of the possibility that the Company could be required to pay its liabilities earlier than expected or difficulty in raising funds to meet commitments associated with the financial liabilities as they fall due. The Company's approach to manage 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 at the risk of Company's reputation. The Company's liquidity management involves projecting cash flows and considering the level of liquid assets necessary to fulfill its obligation, monitoring statement of financial position liquidity ratios against internal and external requirements and maintaining debt financing plans.

Following are the contractual maturities of the financial liabilities:

	<i>2022</i>				
	<i>Carrying amount</i>	<i>Contractual cash flows</i>	<i>On demand</i>	<i>Six months or less</i>	<i>Six to twelve months</i>
	<i>----- (Rupees in '000) -----</i>				
<i>Financial Liabilities</i>					
Trade and other payables	58,172	58,172	58,172	-	-
Short term borrowings	218,999	218,999	218,999	-	-
Accrued markup	34,011	34,011	34,011	-	-
Unpaid / unclaimed dividend	4,268	4,268	4,268	-	-
Current maturity of long term loans	31,831	31,831	31,831	-	-
	347,281	347,281	347,281	-	-
	<i>----- (Rupees in '000) -----</i>				
	<i>2021</i>				
	<i>Carrying amount</i>	<i>Contractual cash flows</i>	<i>On demand</i>	<i>Six months or less</i>	<i>Six to twelve months</i>
	<i>----- (Rupees in '000) -----</i>				
<i>Financial Liabilities</i>					
Trade and other payables	45,326	45,326	45,326	-	-
Short term borrowings	258,581	258,581	258,581	-	-
Accrued markup	59,737	59,737	59,737	-	-
Unpaid / unclaimed dividend	4,268	4,268	4,268	-	-
Current maturity of long term loans	31,831	31,831	31,831	-	-
	399,743	399,743	399,743	-	-

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 damage to the Company's reputation.

28.2.3 Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market price. Market risk comprises of foreign exchange risk, interest rate risk and other price risk. The market risks associated with the Company's business activities are discussed as under:

Foreign Exchange Risk

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

Currently, the Company is exposed to currency risk on import of machineries for export which is mainly denominated in US Dollar and Euro. The Company's exposure to foreign currency risk for US Dollar and Euro are as follows:

	2022	2021
	---- (Rupees in '000) ----	
Trade creditors - foreign	<u>41,462</u>	<u>30,713</u>

Significant exchange rates applied during the year were as follows:

	<i>Average Rate (Rs.)</i>		<i>Spot rate at the Reporting</i>	
	2022	2021	2022	2021
PKR to USD	<u>204.17</u>	160.33	<u>206.00</u>	154.00
PKR to Euro	<u>214.03</u>	192.60	<u>215.75</u>	188.90

Sensitivity analysis

At the reporting date, if the PKR had been strengthened by 10% against the US \$ and Euro with all other variable held constant, pre tax profit for the year would have been higher / (lower) by the amount shown below:

	2022	2021
	---- (Rupees in '000) ----	
<i>Effect on profit or loss before tax for the year</i>		
USD and Euro	<u>4,146</u>	<u>3,071</u>

The weakening of the PKR against US \$ and Euro would have had an equal but opposite impact on the pre-tax profit.

The Sensitivity analysis prepared is not necessarily indicative of the effects on profits for the year and assets / liabilities of the Company.

28.3 Fair value of financial instruments

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction.

The carrying values of all the financial assets and liabilities reported in the financial statements approximate their fair values.

28.4 Capital risk management

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, issue new shares and take other measures commensuration to the circumstances. The Company finances its expansions projects through equity, borrowings from directors and associated company and management of its working capital with a view to maintain an appropriate mix between various sources of finance to minimize risk and maximizing profitability.

The Company monitors capital using a gearing ratio, which is net debt divided by total shareholders equity plus net debt. Net debt is calculated as total loans and borrowings from banking companies including any finance cost thereon, less cash and bank balances. The Company's strategy is to maintain leveraged gearing. Since the Company has not taken any loan or borrowings from financial institutions as on the reporting date, hence its gearing ratio is nil as on the reporting date.

29 TRANSACTIONS WITH RELATED PARTIES

The related parties comprise of associated companies including subsidiaries, directors of the company, key management personnel and their close family members. Year end balances relating to related parties are specifically disclosed in relative notes to these financial statements. Names of related parties along with their transactions are as follows:

	2022	2021
	---- (Rupees in '000) ----	
<i>Close family member of former director of the Company</i>		
<i>Faisal Bilal Qureshi</i>		
Accrued markup written back	12,969	-
<i>Bilal Qureshi - former director of the Company</i>		
Accrued markup written back	12,757	-
<i>Key Management Personnel of the Company</i>		
<i>Anis Mianoor - New Sponsor (79.82% shareholding)</i>		
Loan obtained	7,919	5,849
<i>Umair Mianoor - New Sponsor (0.01% shareholding)</i>		
Loan obtained	-	3,250
Repayment of loan	23,500	-
<i>Usman Mianoor - New Sponsor (0.02% shareholding)</i>		
Loan obtained	-	7,250
Repayment of loan	24,000	-

Associated Undertaking - common directorship

Gulf Tex Machine Fzco

Acquisition of machinery (including exchange loss)	21,933	30,713
Payment made during the year	11,184	-
Sales of machinery	86,580	-
Receipt against sales during the year	86,580	-

29.1 The transactions with related parties are made under mutually agreed terms and conditions.

29.2 The Directors of the Company have not drawn any remuneration for holding the office during the current financial year. Further, no remuneration has been paid to Chief Executive Officer of the Company.

30 PRODUCTION CAPACITY

The production capacity of the old plant cannot be determined due to its deteriorating condition.

2022 2021

31 NUMBER OF EMPLOYEES

Total employees as at the year end	<u>2</u>	<u>2</u>
Average employees during the year	<u>2</u>	<u>2</u>

32 GENERAL

- Figures have been rounded off to the nearest Rupees in thousands.

33 DATE OF AUTHORIZATION FOR ISSUE

These financial statements were approved and authorized for issue on November 07, 2022, by the Board of Directors of the Company.


Chief Executive Officer


Chief Financial Officer


Director

"PATTERN OF SHARE HOLDINGS"
"JOHNSON & PHILLIPS (PAKISTAN) LIMITED"

"AS AT JUNE 30, 2022"

Categories of shareholders	Shareholders	shares Held	Percentage
Directors, CEO and their Spouse & Minor Children			
Muhammad Anis Mianoor	2	4,349,757	79.81
Zainab Anis Mianoor	1	500	0.01
Muhammad Usman Mianoor	2	1,132	0.02
Muhammad Umair Mianoor	1	500	0.01
Uroosa Anis Mianoor	1	500	0.01
Muhammad Amin Khanani	1	500	0.01
Muhammad Hanif Chamdia	1	500	0.01
		4,353,389	
Financial Institutions.			
National Bank Of Pakistan	2	42,823	0.79
		42,823	
Insurance Companies			
E.F.U. General Insurance	1	76	0.00
		76	
Joint Stock Companies (Local).			
NH Securities (pvt) Ltd	1	376	0.01
Pyramid Investments (Private) Limited	1	1,300	0.02
H. M. Investment Limited	1	125	0.00
Sarfaraz Mahmood (Pvt.) Ltd.	1	28	0.00
Javed Omer Vohra & Company Limited	1	11	0.00
		1,840	
Investment Companies.			
H. M. Investment Limited	1	43	0.00
Habib Bank Limited	1	245	0.00
Pyramid Investments (Private) Limited	1	80	0.00
Investment Corporation Of pakistan	1	3,016	0.06
		3,384	
Employees Pension Fund			
Trustee Naional Bank of Pakistan	1	52,507	0.96
		52,507	
Employees Benevolent Fund			
Trustee Naional Bank of Pakistan	1	1,842	0.03
		1,842	
Employees Provident Fund			
Trustee First Dawood Investment Bank	1	68	0.00
		68	
Mutual Fund			
CDC-Trustee National Investment	1	16,787	0.31
		16,787	
Government Organization			
Deputy Administration Abandoned Property	1	701	0.01
		701	
General Public.			
Individual	1086	976,429	17.92
		976,429	
Others.			
The Nazir High Court of Sind	1	125	0.00
Pakistan Share Holders Association	1	1	0.00
		126	
Totals	1114	5,449,972	100
Share Holders Holding 5% or more.			
Muhammad Anis Mianoor	4,349,757	79.81	

JOHNSON & PHILLIPS (PAKISTAN) LIMITED

PATTERN OF SHAREHOLDING

SHAREHOLDERS STATISTICS

AS AT JUNE 30, 2022

NO. OF SHARE HOLDERS	SHARE HOLDING			TOTAL SHARES HOLD
	FROM	-	TO	
629	1	-	100	18,305
305	101	-	500	89,313
84	501	-	1000	66,443
70	1001	-	5000	149,038
9	5001	-	10000	58,872
2	10001	-	15000	24,000
5	15001	-	20000	85,191
1	25001	-	30000	25,500
1	35001	-	40000	37,048
2	40001	-	45000	87,025
1	50001	-	55000	52,507
1	105001	-	110000	106,000
1	110001	-	115000	110,273
1	190001	-	195000	190,700
1	1630001	-	1635000	1,630,221
1	2715001	-	2720000	2,719,536
1114	Total			5,449,972

I, _____ S/o _____, holder of CNIC No _____
Resident of _____ being
member of JOHNSON & PHILLIPS (PAKISTAN) LIMITED, holding _____ ordinary shares as per Registered Folio / CDS Account
No. _____ hereby appoint _____, resident of _____
_____ or failing him/ her Mr./Ms. _____ of (full

address) who is/are also member(s) of the Company, as my / our proxy to attend, act and vote for me/ us and on my / our behalf at 61st Annual General Meeting (AGM) of the Company to be held on Monday, November 28, 2022 at 11: 00 a.m. at the Registered Office of the company at C-10, South Avenue S.I.T.E, Karachi and / or any Adjournment thereof.

As witness my / our hand / seal this _____ day of _____ 2022.

Signed by _____ in the presence of:

Witness:

1. Name Signature _____	2. Name Signature _____
Address _____	Address _____
CNIC or Passport No.: _____	CNIC or Passport No.: _____

Note:

- 1 The proxy form, duly completed and signed, must be received at the Registered Office of the Company.
- 2 All members are entitled to attend and vote at the meeting.
- 3 A member eligible to attend and vote at the Meeting may appoint another member as his/her proxy to attend, and vote instead of him/her.
- 4 An instrument of proxy applicable for the meeting is being provided with the notice sent to members. Further copies of the instrument of proxy may be obtained from the registered office of the Company during normal office hours
- 5 An instrument of proxy and the power of attorney or other authority (if any), under which it is signed or a notarily certified copy of such power or authority must, to be valid, be deposited at the registered office not less than 48 hours before the time of the meeting.
- 6 If a member appoints more than one proxy and more than one instruments of proxy are deposited by a member with the company, all such instruments of proxy shall be rendered invalid.
- 7 Members are requested to notify any changes in their addresses immediately.
- 8 CDC account holders will further have to follow the under mentioned guidelines as laid down in circular 1, dated January 26, 2000 issued by the Securities & Exchange Commission of Pakistan.

For CDC Account Holders/Corporate Entities:

In addition to above, the following requirements have to be met:

- i) The proxy form shall be witnessed by two (2) persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- ii) Attested copies of CNIC 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.
- iv) In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

میں _____ والد کا نام _____ قومی شناختی کارڈ نمبر _____
 رہائش کے حامل _____
 جانسن اور فلیپس (پاکستان) لمیٹڈ کارکن _____
 اس کے ساتھ _____ رہائشی کے حامل _____
 شرکت کرنے کے طور پر، کمپنی کا سالانہ رکن (مکمل پتہ) جو شرکت کے رکن ہیں، میرے اہم اور میرے اہماری جانب سے کمپنی کے کل غیر معمولی عام اجلاس میں کام کرتے ہیں۔ بروز 28 نومبر، 2022 کو 11:00 بجے منعقد ہونے کے لیے C-10، جنوبی ایونیو سائٹ، کراچی اور ایلاس کے کسی بھی علاقے میں کمپنی کے رجسٹرڈ آفس میں۔

میرے اہماری ہاتھ گواہ _____ کا دن _____ 2022
 میرے گواہ کے طرف سے دستخط _____ کی موجودگی میں۔

گواہ:

1. نام دستخط: _____
 ایگزیکٹس: _____
 2. نام دستخط: _____
 ایگزیکٹس: _____
 قومی شناختی کارڈ یا پاسپورٹ نمبر _____
 قومی شناختی کارڈ یا پاسپورٹ نمبر _____

نوٹ:-

- (۱) پراکسی فارم، مکمل طور پر مکمل اور دستخط، کمپنی کے رجسٹرڈ دفتر میں موصول ہونا لازم ہے۔
- (۲) تمام اراکین اجلاس میں شرکت اور ووٹ دینے کا حقدار ہیں۔
- (۳) کسی رکن میں شرکت کرنے اور ووٹ دینے کے قابل ہونے کے قابل ہو سکتا ہے کسی دوسرے رکن کے حیثیت سے اس کے پراکسی کے طور پر شرکت کی جائے اور اس کے بدلے ووٹ ڈال سکے۔
- (۴) اجلاس کے لیے پراکسی قابل اطلاق کا ایک فارم اراکین کو بھیج دیا گیا نوٹس کے ساتھ فراہم کی جارہی ہے پراکسی فارم کی مزید کاپیاں عام دفتر کے گھنٹوں کے دوران کمپنی کے رجسٹرڈ دفتر سے حاصل کی جاسکتی ہیں۔
- (۵) پراکسی اور اٹارنی یا دیگر اتھارٹی کی طاقت (اگر کوئی ہے) جس کے تحت یہ دستخط کیا جاتا ہے یا اس طرح کے اقتدار یا اتھارٹی کی مستر طور پر تصدیق شدہ کاپی لازمی طور پر درست ہوتا۔
- (۶) اگر ایک رکن ایک سے زیادہ پراکسی کی حیثیت رکھتا ہے اور پراکسی کے ایک سے زیادہ فارم کمپنی کے ساتھ کسی رکن کی طرف سے جمع کر دی جاتی ہے تو پراکسی کے اس طرح کے فارم کو غلط کیا جائے گا۔
- (۷) ممبران سے درخواست کی جاتی ہے کہ فوری طور پر اپنے پتے میں کسی بھی تبدیلی کو مطلع کریں۔
- (۸) کوئیکو ریٹائر ایجنڈا پیچھے کمیشن آف پاکستان کے ذریعے 2000 جنوری، 26 سی ڈی سی اکاؤنٹ ہولڈرز کو مزید میں بیان کردہ مندرجہ ذیل ہدایات پر عمل کرنا ہوگا۔ (۱) جاری کردہ مرکز۔

کارپوریٹ اداروں کے لیے سی ڈی سی اکاؤنٹ ہولڈرز

ادھر کے علاوہ مندرجہ ذیل ضروریات کو پورا کرنا ہوگا۔

- (i) افراد کی طرف سے مشاہدہ کیا جائے گا جن کے نام، پتے اور قومی شناختی کارڈ نمبر (2) پراکسی فارم کو دور درج کریں گے۔
- (ii) قائمہ منداکان کی قومی شناختی کارڈ یا پاسپورٹ کی شامل کردہ کاپیاں اور پراکسی کو پراکسی فارم کے ساتھ پیش کیا جائے گا۔
- (iii) پراکسی ملاقات کے وقت اپنے اصل قومی شناختی کارڈ یا اصل پاسپورٹ تیار کرے گی۔
- (iv) اقتدار جمع کر دیے کارپوریٹ ادارے کی صورت میں، نمائش کے دستخط کے ساتھ اٹارنی بورڈ کے فیصلے جائیں گے (جب تک یہ پہلے سی فراہم نہیں کیا گیا ہے) پراکسی کمپنی کو تشکیل دیں۔



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