



DYNEA PAKISTAN LIMITED

42nd Annual Report for the year ended
30th June, 2024

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Board of Directors :

Mr. Donald Jenkin
Mr. Mustafa Jafar
Mr. Lee Kin Seng
Ms. Anam Fatima Khan
Mr. Adnan Afridi
Mr. Tariq Ahmed
Mr. Mazhar Valjee

Chairman
Chief Executive Officer

Audit Committee :

Mr. Adnan Afridi
Mr. Donald Jenkin
Mr. Mazhar Valjee

Chairman
Member
Member

Human Resource and Remuneration Committee :

Ms. Anam Fatima Khan
Mr. Donald Jenkin
Mr. Mustafa Jafar

Chairperson
Member
Member

Chief Financial Officer :

Mr. Muhammad Shakeel Uddin

Company Secretary and Head of Internal Audit :

Mr. Mujtaba Hassan Ghanchi

Bankers :

M/s. Habib Bank Limited
M/s. Habib Metropolitan Bank Limited
M/s. MCB Bank Limited
M/s. Standard Chartered Bank (Pakistan) Limited
M/s. United Bank Limited
M/s. Dubai Islamic Bank Pakistan Limited

M/s. National Bank of Pakistan
M/s. Allied Bank Limited
M/s. Bank Al-Falah Limited
M/s. Meezan Bank Limited
M/s. The Bank of Punjab

Auditors :

M/s. BDO Ebrahim & Co.
Chartered Accountants

Legal Advisors :

M/s. Zahid & Tariq Advocates

Share Registrar :

FAMCO Share Registration Services (Pvt) Ltd
Share Registrars
8-F, Next to Hotel Faran Nursery, Block-6, P.E.C.H.S
Shahrah-e-Faisal, Karachi.
Ph: (92-21) 34380101-5, 34384621-3 (Ext. 103)

Registered Office :

9th Floor, Artistic Tower, Plot No.39/A-2,
Block-6. P.E.C.H.S., Shahrah-e-Faisal, Karachi.75400
Ph: (92-21) 34520132 - 35 Fax: (92-21) 34392182

Factories :**1. Hub Unit**

A101 - A105, A132 - A136,
Hub Industrial Trading Estate,
Hub Chowki, Distt. Lasbella, Balochistan.
Ph: (92-853) 363706 - 09 Fax: (92-853) 363907

2. Gadoon Unit

34-A, 34-B, 35, 38-A and 88, Road-3,
Industrial Estate, Gadoon Amazai,
District Swabi, Khyber Pakhtunkhwa.
Ph: (92-938) 270150 - 52 Fax: (92-938) 270246

Vision

Dynea Pakistan is Market Leader in its core and diversified business, delighting its customers by providing quality products at competitive price through development of market, product range, technology and human whilst ensuring sound return to stakeholders.

Mission

Maximize productivity and sales of Formaldehyde, Resins for wood-based panel industries and Moulding Compounds and provide satisfaction to customers.

Board Structure

The Board is made up of professionals with strong backgrounds in financial management, legal affairs, technical development and manufacturing operations. There are two committees reporting to the Board, namely the Audit Committee which incorporates Risk Management and the Human Resources and Remuneration Committee.

Memberships of the Board and its committees are detailed in the Directors' Report.

Dynamics and Functioning of the Board

Board meetings are held quarterly and otherwise as required. Attendance and participation are good and directors are available at other times to support management, in particular with compliance and legal matters, and health and safety. Their input is highly valued and much appreciated by both management and myself.

Both Board and committee meetings take place in a good atmosphere with full participation by those present. Inputs, even when critical, are constructive. Issues are discussed openly with the aim of resolution rather than confrontation. Feedback loops are built into the functions of the meetings to facilitate accountability.

Business Strategy Governance

In a mature market such as that in which the Company finds itself, it is not always easy to devise a strategy going forward. The strategy developed in 2010 to rebuild the Company was fully supported by the Board and the results speak for themselves.

Moving forward, the Company seeks to diversity its product range and its markets. Export sales have consolidated and plans are in place to expand into additional countries over the coming 12 months. Strategy initiatives are generally introduced by management for input from directors. The Board maintains an oversight role as plans are implemented.

Financial Reporting Process, Internal Audit and Internal Controls

Systems are in place to ensure that financial management of all aspects of the Company's operations are managed with transparency, honesty and integrity. The input from PwC in their internal auditing role has significantly improved the financial management of the business by giving an unbiased overview of the Company's operations. Both the number and severity of their findings have reduced over the years. As of 2023-24, BDO Ebrahim and Co. will be the Company's external auditor.

Risk Management

The Board is very conscious of the need to evaluate and manage risk to ensure business continuity. There has been a focus on maintaining sufficient cash reserves to tide the Company over tough times if required. Through a prudent investment strategy overseen by the Board, the Company has invested these funds to take advantage of the high returns available in financial markets.

As well, to facilitate the remittance of dividends to non-resident shareholders, the Company adopted the practice of issuing interim dividends rather than waiting until the end of the financial year. I am pleased to advise that all remittances are currently up-to-date.

Collection of receivables continues to be a challenge in the very depressed economic situation.

Monitoring Role

The Audit Committee and Board have implemented a programme whereby a number of Company policies and procedures are presented for review and updating at their meetings. Efforts are ongoing to maintain corporate governance compliance at a time of increasingly stricter requirements.

Supporting and Advisory Role

As mentioned earlier in this review, the directors willingly give of their time and expertise on a regular basis. This is important to management. In addition to that, the Company may outsource support services that are beyond the scope of the Board and management to provide.

As required under the Code of Corporate Governance, the Board conducts an annual evaluation of the performance of the Board and its committees. A part of this is looking at the relationship between the Board and Company management. It is the strength of this relationship that has been key to the ongoing strong performance of the Company during a very difficult period. With the retirement of Mr. Shabbir Abbas as CEO and the appointment of his replacement, Mr. Mustafa Jafar, the Board has overseen a smooth transition with no loss of Company performance.

The Chairperson's Role

I see my role as Chairman as that of a leader and facilitator. I am not based in Pakistan, however, I visit regularly so that I can be involved in certain projects. At other times I maintain contact by telephone and videoconferencing. All in all, I think the Company's performance during the 2023-24 financial year is a credit to all concerned.

I wish to thank my fellow directors for their continued support of both myself and the Company's management. The direction and guidance provided by the Board of Directors is hereby acknowledged.

It is with thanks that I sign off on this review.



Donald Jenkin
Chairman

Karachi:
Dated: September 13, 2024

The Directors of your Company are pleased to present the Annual Report together with the Company's Audited Financial Statements for the financial year ended June 30, 2024.

Board of Directors

The Board of Directors of the Company as at reporting date is as follows:

1.	Mr. Donald Jenkin - Chairman	Non-Executive
2.	Mr. Mustafa Jafar - Chief Executive Officer ¹	Executive
3.	Mr. Adnan Afridi	Independent
4.	Mr. Lee Kin Seng	Non-Executive
5.	Ms. Anam Fatima Khan	Independent
6.	Mr. Tariq Ahmed	Independent
7.	Mr. Mazhar Valjee ²	Independent

¹Mr. Shabbir Abbas continued as CEO and Executive Director of the Company until September 14, 2023, and with effect from September 14, 2023, Mr. Mustafa Jafar has succeeded Mr. Abbas as CEO and Executive Director of the Company.

²Due to the sad demise of our Independent Director, the late Mr. Andalib Alavi, on August 17, 2023, a casual vacancy arose on the Board which was filled by Mr. Mazhar Valjee within the regulatory time frame.

The total number of Directors are seven as per the following:

a.	Male	6
b.	Female	1

The composition of the Board is as follows:

i.	Independent Directors	4
ii.	Non-executive directors	2
iii.	Executive director	1

The Board has formed committees comprising of members given below:

Audit Committee

Mr. Adnan Afridi	Chairman
Mr. Donald Jenkin	Member
Mr. Mazhar Valjee	Member

Human Resource and Remuneration Committee (HRRC)

Ms. Anam Fatima Khan	Chairperson
Mr. Donald Jenkin	Member
Mr. Mustafa Jafar	Member

Business Review

Economic Environment

A gradual economic recovery began to emerge during the year and stability of the exchange rate and improvement in the ease of obtaining letters of credit helped us to better manage the import of raw materials. The more stable economic environment assisted the market to settle down somewhat which enabled the Company to operate profitably

despite the imposition of additional taxes. However, challenges such as high energy costs continue to have an impact, both on the Company but also on our customers.

Mounting debt and improving foreign exchange reserves are the biggest challenges for the government. While the government has taken some short-term measures to stabilise the economy, it has yet to implement much of consequence to impose the structural changes necessary to set Pakistan on a sustained growth trajectory.

Contribution to the National Exchequer

The Company's contribution to the National Exchequer in the form of various taxes and levies for the year under review was Rs.3,469 million (2022-23 was Rs.2,637 million).

Company Affairs and Principal Activities

The Board aims to ensure that shareholders are informed of all major developments affecting the Company's state of affairs. Information is communicated to the shareholders in the annual report, interim quarterly reports, and through the information portal of the Pakistan Stock Exchange as and when required.

The Board encourages shareholders' participation at the Annual General Meetings and Corporate Briefing Sessions to ensure a high level of accountability. The Company's financial statements are available on the Company's website (www.dynea.com.pk) and an officer is designated to answer all shareholder enquiries.

The Company is principally engaged in the manufacture and sale of formaldehyde, formaldehyde-based resins and moulding compounds.

Operations and Business

Sales revenue for 2023-24 was Rs.12,759.90 million compared to Rs.11,080.44 million in the previous financial year and the profit before tax was Rs.1,904.46 million compared to Rs.1,079.96 million in the previous financial year.

a. Resin Division

Turnover of the Resin Division in 2023-24 was Rs.4,290.02 million compared to Rs.4,492.47 million in the previous financial year, a decline of 4.5%. The segment result of the Resin Division was Rs.775.43 million compared to Rs.756.37 million for the previous financial year.

b. Moulding Compound Division

Turnover of the Moulding Compound Division in 2023-24 was Rs.8,469.87 million compared to Rs.6,587.97 million in the previous financial year, an increase of 28.6%. The segment result of the Moulding Compound Division was Rs.1,632.78 million compared to Rs.869.87 million for the previous financial year.

Financial Performance

Following are the summarised financial results of the Company for the year 2023-24:

	----- (Rupees '000') -----	
	2023 - 24	2022 - 23
Sales Revenue	12,759,896	11,080,438
Gross Profit	2,861,391	1,893,785
Profit Before Taxation	1,904,461	1,079,961
Profit After Taxation	1,191,509	665,164
Earnings per Share in Rupees	63.13	35.25

Future Outlook

The overall economic environment of the country will continue to affect the Company's operations for the foreseeable future. The Company has generally managed the situation well and management is confident that it has the resources to continue to do so. The Company holds a strong conviction in its management team, factory workforce, and the well-

being of our customers' enterprises. This collective strength reinforces our confidence in attaining the sales targets for the upcoming year.

a. Market Diversification through Export

The Company began exporting to Afghanistan in 2022-23 with sales of Rs.45 million for the year. This has increased to Rs.670 million in 2023-24. Further increases in export sales are anticipated.

b. Solar Power Plant and Energy Management

Installation of the solar energy system at the Gadoon factory in KP has resulted in significant energy cost savings over the year. It is being expanded and a similar system will be installed at the Hub factory in Baluchistan.

Environment, Social and Governance

a. Health, Safety and Environmental Impact

Health and Safety has always been a priority for the Company and we take the wellbeing of our employees very seriously. This responsibility also extends outside the Company. The Company has worked with the owner of the bulk tank storage facility at the port to upgrade the handling and storage of methanol. Extending from this has been to work with the transport provider to utilise OGRA compliant vehicles for transportation of methanol to ensure we are in line with safety regulations.

On the environmental side the Company is extending its waste recycling initiative. In line with ISO guidelines, the HSE management system is incorporated into our Continuous Improvement Programme.

b. Corporate Social Responsibility

The Company takes its responsibilities to its community environment seriously by contributing in health, education and environmental issues.

For many years the Company has run a well-maintained primary school at Jenson Village in Hub. This school was established primarily for the children of the Company's employees but other children of the locality are also permitted to study at the school. Furthermore, the Company contributes 1% of PBT to charitable trusts and hospitals. The Company has actively participated in various social programs in both Baluchistan and KP.

c. Risks, Uncertainties and their Management

The Company is committed to maintaining standards and has implemented a risk management framework to assess and mitigate risks across the organization. The Board has assessed that the biggest risks to Company and sector performance generally relate to the current economic environment. Duties and tariffs on imported raw materials, excessive corporate taxes and increasing fuel and energy costs coupled with declines in demand for our products contribute to a high level of uncertainty.

In order to sustainably improve energy efficiency, the Company has successfully launched its solar energy initiative to reduce reliance on non-renewable energy sources. We are committed to conserving natural resources. In line with this, an Effluent Treatment Plant (ETP) has been installed at our Hub factory to recycle the water discharged from the plants.

The Company realises that the structural changes to the country's economic management which need to be made will likely not be palatable. However, management and the Directors are confident that the Company is resilient enough to navigate these changes and emerge stronger. The Board and Company management are utilising their combined knowledge and expertise to minimise the impact of these many factors.

d. Performance Evaluation of Board of Directors and its Committees

In accordance with the Listed Companies (Code of Corporate Governance) Regulations, 2019, the Chairperson has carried out an evaluation of performance of Board members, the Board as a whole and the performance of its committees.

Overall, the evaluation outcome was positive and the members of the Board feel that the Board functions effectively and contributes to the operational wellbeing of the Company.

e. Remuneration Policy for Non-Executive and Independent Directors

The Board has implemented a formal policy supported by transparent procedures for fixing Directors' remuneration. In accordance with the Code of Corporate Governance, no Director is involved in the determination of their own remuneration package. The Company pays fees to non-executive Directors for attending meetings. In order to retain the best talent, the Company's remuneration policies are structured in line with prevailing industry trends and business practices.

f. Remuneration of Executive Director

Disclosure with respect to the remuneration of Directors and the Chief Executive Officer is given in note No.43 and 44 to the Financial Statements.

g. Directors' Training Programme

All directors have duly complied with the Directors' Training Programme requirement and criteria as prescribed in the regulations. During the year the company has arranged a Directors' Training Programme for its Head of HR.

h. Diversity and Inclusion

We believe that everyone plays a crucial role in fostering a fair and inclusive work environment that respects human rights and the diverse cultures in which we operate. By embracing diversity and individuality, we support and inspire each other to achieve excellence. The company has a policy in place to promote gender diversity within the organization.

Harassment, unwelcome or unreasonable behavior, and discrimination of any kind are not tolerated and the company has a harassment and discrimination policy designed to safeguard against such risks. We are committed to inclusion and diversity, encouraging everyone to be themselves and bring their unique perspectives to our business. These diverse perspectives and experiences strengthen our organisation, enhancing our ability to innovate and meet the requirements of our customers.

We actively encourage female employees to pursue senior positions and take on additional responsibilities based on their performance. This approach reinforces our company culture and helps us retain and cultivate top talent at all levels. The Company remains committed to managing sustainability through different measures, including by advancing DEI initiatives.

i. Gender Pay Gap

The gender pay gap calculated for the year 2023-24 is:

	Mean	Median
Non-management	30%	29%

Management	Mean	Median
Upper	No Female Employees in Upper Management	
Middle	28%	19%
Lower	7%	4%

As per Dynea's compensation philosophy, both management and non-management employees are hired based on salary bands benchmarked with the market, irrespective of gender. The variation in pay is due to individual performance over time, employment tenure, and specific skill sets.

Adequacy of Internal Financial Controls

Internal audit services continue to be outsourced. During the year, material findings of the internal and external auditors were addressed on a priority basis by the management and their status was tabled for discussion at the quarterly Audit Committee meetings.

The Board contains a strong representation of Directors with backgrounds in finance, banking and business management. Systems are in place to ensure that financial management of all aspects of the Company's operations are managed with transparency, honesty and integrity. The outsourcing of the internal audit function to PwC adds further strength to the financial management of the business by giving an unbiased overview of the Company's operations.

Based upon the results achieved from reviews, ongoing testing of financial reporting controls and audits conducted during the year, the Company considers that the existing system of internal controls is adequate and is being effectively implemented and monitored. The successful upgrading of the Company's ERP system to SAP further improves financial management and control. The Directors continuously monitor the adequacy, effectiveness and promptness of internal financial controls.

Transactions with Related Parties

All transactions with related parties as entered into by the Company in its ordinary course of business are at an arm's length basis and they have been disclosed in the financial statements under the relevant notes.

Material Changes and Commitments

There has been no material changes and commitments affecting the financial position of the Company that have occurred between the end of the financial year of the Company to which the balance sheet relates and the date of the report, other than disclosed in the financial statements, or in this report.

Dividend and Appropriations

In view of the Company's performance during the outgoing financial year, the Directors have already paid an interim dividend of Rs. 7.50 per share i.e., 150% and now propose payment of Rs.10.00 per share i.e. 200% as final dividend to the shareholders. The Directors have also announced a transfer of Rs.500 million to the general reserve.

Trading of Shares of the Company

During the year ended June 30, 2024 the Directors, the Executives, and their spouses and minor children have not carried out any trading of shares of the Company other than that disclosed in the Pattern of Shareholding.

Code of Corporate Governance

The Directors and management of the Company are committed to good corporate governance. As required under the Code of Corporate Governance, the Directors are pleased to state as follows:

- i. The financial statements prepared by the management of the Company present fairly the Company's state of affairs, the results of its operations, cash flow and changes in equity.
- ii. Proper books of accounts of the Company have been maintained.
- iii. Appropriate accounting policies have been consistently applied in the preparation of the financial statements and the accounting estimates are based on reasonable and prudent judgment.
- iv. International Financial Reporting Standards have been used as the basis for the preparation of the financial statements and any departure therefrom has been adequately disclosed and explained.
- v. The system of internal control is sound in design and has been effectively implemented and monitored.
- vi. There are no significant doubts upon the Company's ability to continue as a going concern. Information about this issue is being presented separately in this report.
- vii. There has been no material departure from the best practices of corporate governance as detailed in the listing regulations. A Code of Conduct has been prepared and delivered to every director and employee.

- viii. The Board of Directors has adopted Vision and Mission Statements.
- ix. Information about taxes and levies is given in the notes to the accounts.
- x. The value of the investments in the Company's provident fund scheme, based on un-audited accounts for the year ended June 30, 2024, stands at Rs.109.5 million.
- xi. Statements are annexed in respect of the following:
 - Key financial data for the last six years.
 - Pattern of shareholding.
- xii. During the year under review the Board of Directors convened five times and attendance of the respective directors was as follows:

S.No.	Name of Board Members	Meetings Attended
1	Mr. Donald Jenkin (Chairman)	5/5
2	Mr. Mustafa Jafar (Chief Executive Officer)	4/4
3	Mr. Adnan Afridi	5/5
4	Mr. Lee Kin Seng	5/5
5	Ms. Anam Fatima Khan	5/5
6	Mr. Tariq Ahmed	5/5
7	Mr. Mazhar Valjee*	4/4
8	Mr. Shabbir Abbas	1/1

*Mr. Mazhar Valjee joined the Board on October 23, 2024 to fill the casual vacancy.

- xiii. The Audit Committee convened four times and attendance of the respective directors was as follows:

S.No.	Name of Directors	Meetings Attended
1	Mr. Adnan Afridi (Chairman)	4/4
2	Mr. Donald Jenkin	4/4
3	Mr. Mazhar Valjee	2/3

- xiv. The Human Resource and Remuneration Committee convened three times and attendance of the respective directors was as follows:

S.No.	Name of Directors	Meetings Attended
1	Ms. Anam Fatima Khan (Chairperson)	3/3
2	Mr. Donald Jenkin	3/3
3	Mr. Mustafa Jafar	2/2
4	Mr. Shabbir Abbas*	1/1

*Mr. Shabbir Abbas retired on September 14, 2024.

- xv. All Board and most Committee meetings were held through video conferencing.

Vend Fee and Permit Fee Case

The Excise and Taxation Department, Government of Sindh (the Department) imposed a vend and permit fee on methanol, a major raw material used by the Company in the production of its products. The Company filed a petition against the imposition of these levies in the Honourable High Court of Sindh (HCS) in August 1996. In June 2001, the Honourable HCS decided the case in the favour of the Company. However, the Department filed an appeal in the Honourable Supreme Court of Pakistan (SCP) against the above judgement. The Honourable SCP suspended the decision of the Honourable HCS and reverted the instant case back to the Honourable HCS for fresh hearing. In March, 2003, the Honourable HCS once again decided the case in favour of the Company. The Department once again filed an appeal before the Honourable SCP.

In December 2019, The Government of Sindh filed an application that the Department will not press the case and connected appeals, and that a fresh demand shall be raised following the notification dated 14th February 2002 and Sindh (Amendment) Abkari Ordinance 2002 notified on 30th October 2002. In addition to that, the Department would surrender the demand secured by Indemnity Bonds for the period 1990 up to October 2002. The Supreme Court accepted the withdrawal on those terms. Upon the receipt of the fresh demand from the Department, the Company intends to approach the relevant Court of Justice to defend the case. No such demand has been raised by the Excise Department as yet. The Company expects, based on the view of the legal advisor and the merits of the case, that the decision will again be in favour of the Company. Accordingly, no provision for any liability has been made in these financial statements. The Board and management are confident that the Company will be able to continue as a going concern.

Appointment of Auditors

M/s. BDO Ebrahim & Co., Chartered Accountants, consented to act as auditor for the ensuing year. They have been given a satisfactory rating under the Quality Control Review Programme of the Institute of Chartered Accountants of Pakistan. The Directors recommend that they be appointed for the upcoming year.

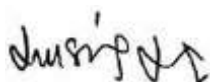
Chairman's Review

The Directors of the Company endorse the contents of the Chairperson's Review dealing with the overall performance of the Company, future outlook and report on the performance and effectiveness of the Board.

Acknowledgement

The Directors acknowledge and extend their appreciation to all the stakeholders for their efforts in contributing to the satisfactory outcome for the current financial year, especially the support received from the financial institutions, customers and employees of the Company.

On behalf of the Board of Directors



Mustafa Jafar
Chief Executive Officer



Donald Jenkin
Chairman

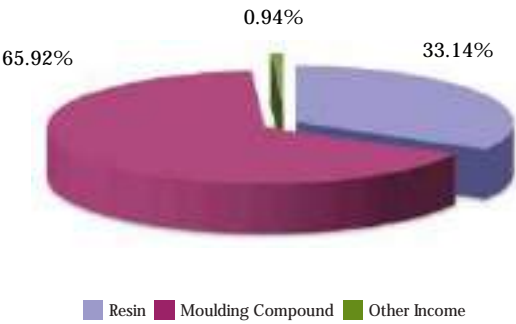
Karachi: September 13, 2024

KEY OPERATING AND FINANCIAL DATA

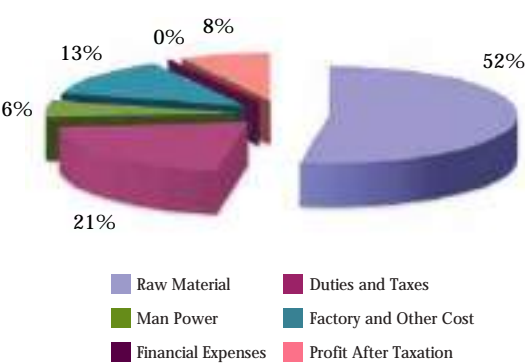
dynea

	2023-24	2022-23	2021-22	2020-21	2019-20	2018-19
	(Rupees in thousands)					
FINANCIAL POSITION						
SHAREHOLDERS EQUITY	4,293,965	3,432,724	2,909,103	2,381,961	1,584,896	1,378,728
TOTAL ASSETS	5,553,036	4,556,321	3,906,234	3,407,590	2,345,880	2,360,672
OPERATING RESULTS						
TURNOVER	12,759,896	11,080,438	9,536,325	6,827,204	4,492,455	5,140,030
PROFIT / (LOSS) BEFORE TAXATION	1,904,461	1,079,961	1,010,140	1,328,754	358,664	321,480
TAXATION	(712,952)	(414,797)	(388,635)	(390,145)	(105,315)	(94,579)
PROFIT / (LOSS) AFTER TAXATION	1,191,509	665,164	621,504	938,609	253,349	226,901
EARNING / (LOSS) PER SHARE Rs.	63.13	35.25	32.93	49.73	13.42	12.02
CASH DIVIDENDS %	350.00	200.00	150.00	150.00	100.00	50.00

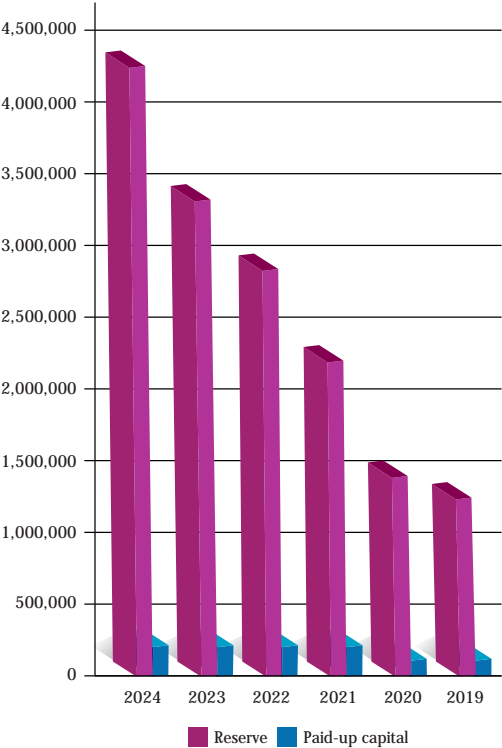
SOURCES OF INCOME



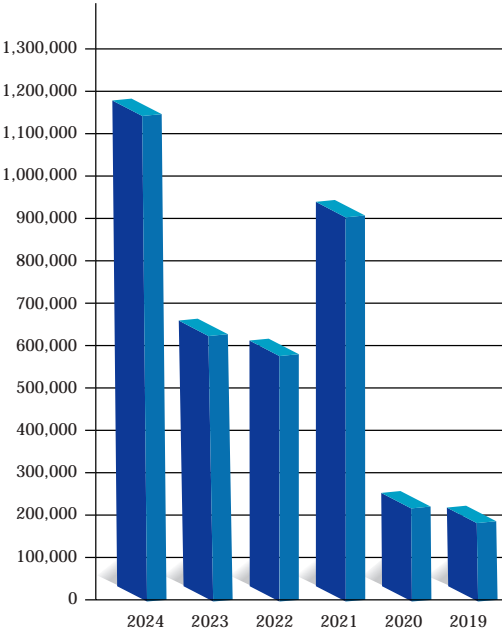
APPLICATION OF FUNDS



SHAREHOLDERS' EQUITY
(Rupees in '000)



PROFIT AFTER TAX
(Rupees in '000)



DYNEA PAKISTAN LIMITED

FOR THE YEAR ENDED JUNE 30, 2024

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	6
b.	Female	1

2. The composition of the Board is as follows:

i.	Independent directors (Including female director)	Mr. Adnan Afridi
		Ms. Anam Fatima Khan
		Mr. Tariq Ahmed
		Mr. Mazhar Valjee ¹
ii.	Non-executive directors	Mr. Donald Jenkin - Chairman
		Mr. Lee Kin Seng
iii.	Executive director	Mr. Mustafa Jafar ²

¹Due to the sad demise of our Independent Director, Late Mr. Andalib Alavi, on August 17, 2023. Consequently, a casual vacancy has arisen on the Board, which was filled within the regulatory time frame.

²Mr. Shabbir Abbas continued as CEO and Executive director of the Company until September 14, 2023, and with effect from September 14, 2023, Mr. Mustafa Jafar has succeeded as CEO and Executive director of the Company.

3. The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this company;
4. The Company has prepared a code of conduct and has ensured that appropriate steps have been taken to disseminate it throughout the company along with its supporting policies and procedures;
5. The Board has developed a vision/mission statement, overall corporate strategy and significant policies of the company. The Board has ensured that complete record of particulars of the significant policies along with their date of approval or updating is maintained by the company;
6. All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by the Board/ shareholders as empowered by the relevant provisions of the Act and these Regulations;
7. The meetings of the Board were presided over by the Chairman. The Board has complied with the requirements of Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of the Board;
8. The Board have a formal policy and transparent procedures for remuneration of directors in accordance with the Act and these Regulations;
9. All Directors have either completed Directors' Training program or are exempt from doing so under these Regulations. During the year the company has arranged a directors' training program for its executive (Mr. Farrukh Shafiq - Head of Human Resource);
10. During the year, there has been no new appointments or change in the position, terms and conditions of chief financial officer, company secretary and head of internal audit while the Board has duly approved their change in remuneration;

11. Chief financial officer and chief executive officer duly endorsed the financial statements before approval of the Board;

12. The Board has formed committees comprising of members given below:

a. Audit Committee (BAC)

Mr. Adnan Afridi	Chairman
Mr. Donald Jenkin	Member
Mr. Mazhar Valjee	Member

b. HR and Remuneration Committee (HRRC)

Ms. Anam Fatima Khan	Chairperson
Mr. Donald Jenkin	Member
Mr. Mustafa Jafar	Member

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

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

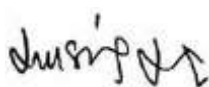
- | | |
|-----------------------------------|--|
| a) Audit Committee: | Four quarterly meetings during the year. |
| b) HR and Remuneration Committee: | Three meetings during the year. |

15. The board has outsourced the internal audit function to M/s. A.F. Ferguson & Co, Chartered Accountants (a member of the PwC network) who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the company;

16. The statutory auditors of the company have confirmed that they have been given a satisfactory rating under the Quality Control Review program of the Institute of Chartered Accountants of Pakistan and registered with Audit Oversight Board of Pakistan, that they and all their partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the chief executive officer, chief financial officer, head of internal audit, company secretary or director of the company;

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

18. We confirm that all requirements of regulations 3 (Number of Directorship), 6 (Independent Director), 7 (Female Director), 8 (Executive Director), 27 (Audit Committee), 32 (Terms of appointment of external auditor), 33 (Rotation of auditors) and 36 (Compliance Statement and Auditor Review) of the Regulations have been complied with.



Mustafa Jafar
Chief Executive Officer



Donald Jenkin
Chairman

Karachi:
September 13, 2024



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Lakson Square, Building No.1
Sarwar Shaheed Road
Karachi-74200
Pakistan

INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF DYNEA PAKISTAN LIMITED ON THE STATEMENT OF COMPLIANCE CONTAINED IN LISTED COMPANIES (CODE OF CORPORATE GOVERNANCE) REGULATIONS, 2019

We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors of Dynea Pakistan Limited for the year ended June 30, 2024 in accordance with the requirements of regulation 36 of the Regulations.

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

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

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

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

KARACHI

DATED: SEPTEMBER 19, 2024

UDIN: CR2024100676An7sUoOa

CHARTERED ACCOUNTANTS

Engagement Partner: Zulfikar Ali causer

BDO Ebrahim & Co. Chartered Accountants

BDO Ebrahim & Co., a Pakistan registered partnership firm, is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DYNEA PAKISTAN LIMITED

Report on the Audit of the Financial StatementsOpinion

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

In our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, statement of profit or loss, statement of comprehensive income, the statement of cash flows, and the statement of changes in equity 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, 2024, and of the profit, its other comprehensive income, its changes in equity and cash flows the for the year then ended.

Basis for Opinion

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

Emphasis of Matter

We draw attention to note 26.1 to the financial statements which describes the details regarding the significant uncertainty of a contingency pertaining to vend and permit fee. Our opinion is not modified in respect of this matter.

BDO Ebrahim & Co. Chartered Accountants

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Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of the 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.

The following are the Key audit matters:

S. No	Key audit matters	How the matter was addressed in our audit
1.	Valuation of stock-in-trade As at June 30, 2024, the Company held stock-in-trade amounting to Rs. 1,817.709 million, which constitutes 33% of the total assets, as disclosed in notes 14 to the financial statements. As further described in notes 7.5 to the financial statements, stock-in-trade is measured at a lower of cost and net realizable value. The cost of finished goods is determined by an average manufacturing cost including a proportion of production overheads, including assessment of provision for slow moving and obsolete stock in trade Due to the significance of inventory balances and related estimations involved in valuing the inventory, we considered this as a key audit matter.	<p>Our audit procedures in respect of valuation of stock-in-trade, amongst others, included the following:</p> <ul style="list-style-type: none">• Obtained an understanding of the Company's process with respect to the valuation of stock-in-trade and tested controls relevant to such process;• Attended the physical inventory count at the year-end, performed by the Company and we observed the stock count to identify any obsolete or damaged items in the inventory.• Obtained an understanding of management's determination of net realizable value (NRV) and the key estimates adopted, including future selling prices, future costs to complete work in process and costs necessary to make the sale and their basis.• Compared the net realizable value obtained through a detailed review of sales subsequent to the year-end using analytics, to the cost of stock-in-trade to check for the completeness of the associated provision.

S. No	Key audit matters	How the matter was addressed in our audit
		<ul style="list-style-type: none"> • Verified on test basis, the weighted average calculations of raw material stock as per accounting policy. • Tested the calculations of the actual overhead costs and checked allocation of labor and overhead costs to the finished goods and work in process. • Evaluated the adequacy of the disclosures presented in the financial statements regarding stock in trade in accordance with the applicable financial reporting framework.
2.	Revenue Recognition	
	<p>As disclosed in notes 27 to the accompanying financial statements, the Company has reported net sales of Rs. 12,759.895 million during the year which has reported a significant increase in by 15%.</p> <p>The revenue is largely susceptible to the risk of occurrence / completeness / accuracy / classification and cut-off which may misstate the Company's reported financial performance and position as at the reporting date.</p> <p>Therefore, given the risks involved, we identified revenue recognition along with the related increase in trade debts as a key audit matter.</p>	<p>Our audit procedures in respect of valuation of revenue recognition, amongst others, included the following:</p> <ul style="list-style-type: none"> • Obtained an understanding of the process relating to recording revenue from contracts with customers and testing the design and operating effectiveness of relevant key internal controls implemented around the sales process. • Performed a test of details on revenue recognized during the year, on a sample basis, including review of order receipt, invoice, and dispatch notes. • Performed cut-off procedures on transactions occurring either immediately before or after the year's end to assess the recording of revenue in the correct accounting period.

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S. No	Key audit matters	How the matter was addressed in our audit
		<ul style="list-style-type: none"> Performed analytical procedures to ascertain the reasoning of major fluctuations. Assessed the adequacy of the related disclosures presented in the financial statements and assessed these in accordance with applicable financial reporting framework.
3.	Allowance for Expected Credit Loss	
	<p>As disclosed in notes 15.1 to the accompanying financial statements, the Company has reported allowance for expected credit loss of Rs. 262.822 million during the year which has reported a significant increase in by 273% compared to the previous year.</p> <p>The estimation of ECL involves significant judgment, particularly in determining the probability of default, loss given default, and exposure at default, which are influenced by a range of macroeconomic factors. Given these complexities, the ECL estimate is susceptible to the risk of misstatement, which may have a material impact on the Company's financial performance and position.</p> <p>Therefore, given the inherent complexities, the estimation of ECL is vulnerable to potential misstatements, which could significantly impact the financial performance and position of the Company. Therefore, we consider it as key audit matter.</p>	<p>Our audit procedures in respect of allowance of expected credit loss amongst others, included the following:</p> <ul style="list-style-type: none"> Obtained an understanding and assessing the design and testing implementation of management's key internal controls relating to trade debts such as credit process, basis for determination of provision required. Performed end-to-end process walkthroughs to identify the key systems, applications and key controls used in the ECL modelling processes. Performed a test of details on trade receivables, on a sample basis, to validate the accuracy and completeness of data used in the ECL calculation, including assessing the reasonableness of the credit ratings assigned. Reviewed and tested the ECL model used by management, focusing on the reasonableness of assumptions such as the probability of default, loss given default, and the incorporation of forward-looking information.

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S. No	Key audit matters	How the matter was addressed in our audit
		<ul style="list-style-type: none">Reviewed post-period receipts and other relevant information to assess the appropriateness of the ECL estimate as of the reporting date.Reviewed the aging analysis of trade debts to determine the total balance and good and doubtful receivables.Assessed the adequacy of the related disclosures in the financial statements to ensure they were in accordance with the applicable financial reporting framework, including disclosures about the assumptions and judgments used in the ECL estimation.

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

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

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

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

Responsibilities of Management and Board of Directors for the Financial Statements

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

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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.

BDO Ebrahim & Co. Chartered Accountants

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If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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

- a) proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);
- b) the statement of financial position, Statement of profit or loss, statement of comprehensive income, the statement of cash flows, and the statement of changes in equity 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;

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- c) investments made, expenditures incurred and guarantees extended during the year were for the purpose of the Company's business; and
- d) in our opinion, Zakat deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980), was deducted by the Company and deposited in the Central Zakat Fund established under section 7 of that Ordinance.

The engagement partner on the audit resulting in this independent auditor's report is Zulfikar Ali Causer.

Other Matter

The financial statements of the Company for the year ended June 30, 2023 were audited by another firm of chartered accountants who expressed an unmodified opinion on those statements vide their report dated September 30, 2023.

KARACHI

DATED: 19 SEP 2024

UDIN: AR202410067zM58YOvpU

BDO EBRAHIM & CO.
CHARTERED ACCOUNTANTS

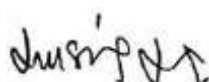
BDO Ebrahim & Co. Chartered Accountants

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STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2024

	Note	30 June 2024	30 June 2023
----- (Rupees) -----			
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	8	881,542,992	844,328,151
Intangible assets	9	14,906,270	29,812,541
Long-term loans	10	10,783,434	112,716
Long-term deposits	11	10,391,750	7,995,126
Deferred taxation - net	12	91,584,073	13,624,812
		1,009,208,519	895,873,346
CURRENT ASSETS			
Stores and spares	13	73,405,994	53,693,569
Stock-in-trade	14	1,817,709,274	1,093,316,330
Trade debts	15	1,534,553,571	1,332,348,903
Loans and advances	16	53,248,934	109,176,550
Trade deposits, prepayments and other receivables	17	19,191,593	265,075,692
Accrued mark-up		40,791,252	11,027,234
Short term investment	18	664,327,357	154,296,602
Cash and bank balances	19	340,599,555	641,512,873
		4,543,827,530	3,660,447,753
TOTAL ASSETS		5,553,036,049	4,556,321,099
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES			
Authorised share capital			
40,000,000 (2023: 40,000,000) ordinary shares of Rs. 5/- each		200,000,000	200,000,000
Issued, subscribed and paid-up capital	20	94,362,065	94,362,065
Revenue reserves		4,199,603,162	3,338,361,695
		4,293,965,227	3,432,723,760
NON-CURRENT LIABILITIES			
Long-term financing - secured	21	11,949,006	36,562,696
Deferred income	22	243,621	1,908,038
Lease liabilities	23	27,373,609	6,405,468
		39,566,236	44,876,202
CURRENT LIABILITIES			
Trade and other payables	24	1,048,164,306	925,836,945
Accrued mark-up		1,601,969	427,456
Short-term running finance	25	38,103,419	—
Current maturity of long-term financing	21	27,714,317	27,714,226
Current maturity of deferred income	22	1,664,417	3,100,401
Current maturity of lease liabilities	23	15,322,440	4,461,939
Taxation - net	26	76,604,937	69,383,958
Unpaid dividend		—	39,938,936
Unclaimed dividend		10,328,781	7,857,276
		1,219,504,586	1,078,721,137
TOTAL EQUITY AND LIABILITIES		5,553,036,049	4,556,321,099
CONTINGENCIES AND COMMITMENTS			
	27		

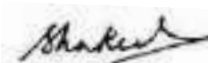
The annexed notes from 1 to 50 form an integral part of these financial statements.



MUSTAFA JAFAR
Chief Executive Officer



DONALD JENKIN
Chairman



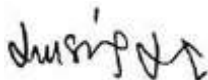
SHAKEEL UDDIN
Chief Financial Officer

STATEMENT OF PROFIT OR LOSS FOR THE YEAR ENDED 30 JUNE 2024

dynea

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
Turnover - net	28	12,759,895,624	11,080,437,875
Cost of sales	29	(9,898,505,029)	(9,186,652,936)
Gross profit		2,861,390,595	1,893,784,939
Distribution costs	30	(355,467,755)	(329,704,750)
Administrative expenses	31	(349,358,443)	(206,150,893)
(Allowance) / reversal for expected credit loss	15.1	(192,293,846)	10,916,539
		(897,120,044)	(524,939,104)
Other income	32	143,966,363	49,180,170
Operating profit		2,108,236,914	1,418,026,005
Finance costs	33	(34,093,479)	(71,064,130)
Other charges / expenses	34	(169,682,481)	(267,000,952)
		(203,775,960)	(338,065,082)
Profit before income tax and final tax		1,904,460,954	1,079,960,923
Final tax	35	(6,699,081)	—
Profit before income tax		1,897,761,873	1,079,960,923
Income tax	36	(706,252,872)	(414,796,735)
Profit for the year		1,191,509,001	665,164,188
Basic and diluted earnings per share	37	63.13	35.25

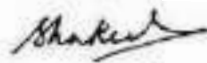
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MUSTAFA JAFAR
Chief Executive Officer



DONALD JENKIN
Chairman

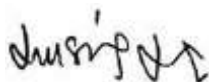


SHAKEEL UDDIN
Chief Financial Officer

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2024

	30 June 2024	30 June 2023
	----- (Rupees) -----	
Profit for the year	1,191,509,001	665,164,188
Other comprehensive income	-	-
Total comprehensive income for the year	1,191,509,001	665,164,188

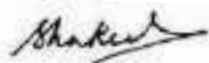
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MUSTAFA JAFAR
Chief Executive Officer



DONALD JENKIN
Chairman



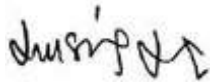
SHAKEEL UDDIN
Chief Financial Officer

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

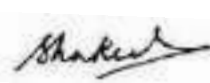
dynea

	Issued, subscribed and paid-up capital	Revenue reserves			Total
		General reserve	Unappropriated profit	Sub Total	
----- (Rupees) -----					
Balance as at July 1, 2022	94,362,065	1,841,000,000	973,740,896	2,814,740,896	2,909,102,961
Transferred to general reserve	—	300,000,000	(300,000,000)	—	—
Final dividend for the year ended June 30, 2022 @ Rs. 7.50 per share	—	—	(141,543,389)	(141,543,389)	(141,543,389)
Net profit for the year	—	—	665,164,188	665,164,188	665,164,188
Other comprehensive income	—	—	—	—	—
Total comprehensive income for the year	—	—	665,164,188	665,164,188	665,164,188
Balance as at June 30, 2023	94,362,065	2,141,000,000	1,197,361,695	3,338,361,695	3,432,723,760
Transferred to general reserve	—	500,000,000	(500,000,000)	—	—
Final dividend for the year ended June 30, 2023 @ Rs. 10.00 per share	—	—	(188,724,436)	(188,724,436)	(188,724,436)
Interim dividend for the half year ended December 31, 2023 @ Rs. 7.50 per share	—	—	(141,543,098)	(141,543,098)	(141,543,098)
Net profit for the year	—	—	1,191,509,001	1,191,509,001	1,191,509,001
Other comprehensive income	—	—	—	—	—
Total comprehensive income for the year	—	—	1,191,509,001	1,191,509,001	1,191,509,001
Balance as at June 30, 2024	94,362,065	2,641,000,000	1,558,603,162	4,199,603,162	4,293,965,227

The annexed notes from 1 to 50 form an integral part of these financial statements.


MUSTAFA JAFAR
Chief Executive Officer

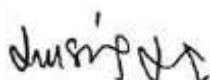

DONALD JENKIN
Chairman


SHAKEEL UDDIN
Chief Financial Officer

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 30 JUNE 2024

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before taxation		1,904,460,954	1,079,960,923
Adjustments for non-cash and other items			
Depreciation on operating fixed assets	8.1.3	191,223,274	194,385,992
Depreciation on right-of-use assets	8.3.1	6,899,241	3,957,119
Amortisation	9.1	14,906,271	14,906,270
(Reversal) / allowance for expected credit loss	15.1	192,293,846	(10,916,539)
Finance costs	33	34,093,479	71,064,130
Amortization of deferred income	32	(3,100,401)	(4,431,719)
Gain on disposals of operating fixed assets	32	(11,830,873)	(94,413)
		424,484,837	268,870,840
		2,328,945,791	1,348,831,763
(Increase) / decrease in current assets			
Stores and spares		(19,712,425)	(26,760,928)
Stock-in-trade		(724,392,944)	276,323,123
Trade debts		(394,498,514)	(17,792,954)
Loans and advances		55,927,616	(19,191,351)
Trade deposits, prepayments and other receivables		245,884,099	(245,413,646)
Accrued mark-up		(29,764,018)	(10,514,488)
		(866,556,186)	(43,350,244)
Increase in current liabilities			
Trade and other payables		122,327,361	140,041,063
		1,584,716,966	1,445,522,582
Finance costs paid		(25,656,430)	(70,047,462)
Income taxes paid		783,690,235	(390,806,507)
Long-term loans and deposits - net		(13,067,342)	34,358
Net cash generated from operating activities		762,302,959	984,702,971
CASH FLOWS FROM INVESTING ACTIVITIES			
Fixed capital expenditure		(200,486,629)	(231,828,902)
Intangible addition		—	(27,459,000)
Short term investments		(510,030,755)	(154,296,602)
Proceeds from disposal of operating fixed assets		16,521,035	499,000
Net cash used in investing activities		(693,996,349)	(413,085,504)
CASH FLOWS FROM FINANCING ACTIVITIES			
Long term financing paid	21.2.1	(28,517,503)	(57,649,367)
Lease rentals paid	23.1	(11,070,879)	(4,409,685)
Dividend paid	41	(367,734,965)	(100,717,089)
Net cash used in financing activities		(407,323,347)	(162,776,141)
Net increase in cash and cash equivalents			
Cash and cash equivalents at beginning of the year		641,512,873	232,671,547
Cash and cash equivalents at end of the year	19.3	302,496,136	641,512,873

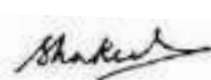
The annexed notes from 1 to 50 form an integral part of these financial statements.



MUSTAFA JAFAR
Chief Executive Officer



DONALD JENKIN
Chairman



SHAKEEL UDDIN
Chief Financial Officer

1. THE COMPANY AND ITS OPERATIONS

Dynea Pakistan Limited (the Company) was incorporated in Pakistan as a public limited company, under the repealed Companies Act, 1913 (now the Companies Act, 2017) on June 20, 1982 and is listed on the Pakistan Stock Exchange Limited. The Company is engaged in the manufacture and sale of formaldehyde, urea / melamine formaldehyde and moulding compound. The registered office of the Company is situated at 9th Floor, Artistic Tower, Plot No.39/A-2, Block-6, P.E.C.H.S., Main Shahrah-e-Faisal, Karachi-75400, Sindh, Pakistan.

2. GEOGRAPHICAL LOCATIONS AND ADDRESSES

Geographical locations and addresses of all the business units are as under:

<u>Location</u>	<u>Business unit</u>
Karachi 9th Floor, Artistic Tower, Plot No.39/A-2, Block-6, P.E.C.H.S., Main Shahrah-e-Faisal, Karachi (75400), Sindh, Pakistan.	Registered Office
Hub A101-105, A132-136, H.I.T.E., Hub Chowki, District Lasbella, Balochistan.	Production Plant
Gadoon 34-A, 34-B, 35, 38-A & 88, Road-3, Industrial Estate, Gadoon Amazai, District Swabi, Khyber Pakhtunkhwa.	Production Plant

3. STATEMENT OF COMPLIANCE

These financial statements have been prepared in accordance with the accounting and reporting standards as applicable in Pakistan. The accounting and reporting standards as applicable in Pakistan comprise of International Financial Reporting Standards (IFRSs) issued by International Accounting Standard Board (IASB) as notified under 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 IFRSs, the provisions of and directives issued under the Act have been followed.

4. BASIS OF MEASUREMENT

- 4.1 These financial statements have been prepared under the historical cost convention, unless otherwise specifically stated.
- 4.2 These financial statements are presented in Pak Rupees which is the Company's functional and presentation currency.

5. APPLICATION OF NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS TO PUBLISHED APPROVED ACCOUNTING AND REPORTING STANDARDS

5.1 New accounting standards, amendments and IFRS interpretations that are effective for the year ended June 30, 2024

The following standards, amendments and interpretations are effective for the year ended June 30, 2024. These standards, amendments and interpretations are either not relevant to the Company's operations or did not have significant impact on the financial statements other than certain additional disclosures.

	Effective date (annual periods beginning on or after)
Amendments to IAS 1 'Presentation of Financial Statements' and IFRS Practice	January 01, 2023
Amendments to IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors' - Definition of Accounting Estimates	January 01, 2023
Amendments to IAS 12 'Income Taxes' - Deferred Tax related to Assets and Liabilities arising from a single transaction	January 01, 2023
Amendments to IAS 12 'Income Taxes' - Temporary exception to the requirements regarding deferred tax assets and liabilities related to pillar two income taxes	January 01, 2023

The Company adopted the narrow-scope amendments to the International Accounting Standard (IAS) 1, Presentation of Financial Statements which have been effective for annual reporting periods beginning on or after January 01, 2023. Although the amendments did not result in any changes to accounting policy themselves, they impacted the accounting policy information disclosed in the financial statements.

The amendments require the disclosure of 'material' rather than 'significant' accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies, assisting the Company to provide useful entity-specific accounting policy information that users need to understand other information in the financial statements.

Management reviewed the accounting policies and updates to the information disclosed in Note 7 Material accounting policies (2023: Significant accounting policies) in certain instances in line with the amendments and concluded that all its accounting policies are material for disclosure.

5.2 New accounting standards, amendments and interpretations that are not yet effective

The following standards, amendments and interpretations are only effective for accounting periods, beginning on or after the date mentioned against each of them. These standards, amendments and interpretations 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 date (annual periods beginning on or after)
Amendments to IFRS 7 'Financial Instruments: Disclosures' - Supplier finance arrangements	January 01, 2024
Amendments to IFRS 7 'Financial Instruments: Disclosures' - Amendments regarding the classification and measurement of financial instruments	January 01, 2026
Amendments to IFRS 9 'Financial Instruments' - Amendments regarding the classification and measurement of financial instruments	January 01, 2026
Amendments to IFRS 16 'Leases' - Amendments to clarify how a seller-lessee subsequently measures sale and leaseback transactions	January 01, 2024
Amendments to IAS 1 'Presentation of Financial Statements' - Classification of liabilities as current or non-current	January 01, 2024
Amendments to IAS 1 'Presentation of Financial Statements' - Non-current liabilities with covenants	January 01, 2024
Amendments to IAS 7 'Statement of Cash Flows' - Supplier finance arrangements	January 01, 2024
Amendments to IAS 21 'The Effects of Changes in Foreign Exchange Rates' - Lack of Exchangeability	January 01, 2025
IFRS 17 Insurance Contracts	January 01, 2026
IFRS 1 'First-time Adoption of International Financial Reporting Standards' has been issued by IASB effective from July 01, 2009. However, it has not been adopted yet locally by Securities and Exchange Commission of Pakistan (SECP)	
IFRS 18 'Presentation and Disclosures in Financial Statements' has been issued by IASB effective from January 01, 2027. However, it has not been adopted yet locally by SECP.	
IFRS 19 'Subsidiaries without Public Accountability: Disclosures' has been issued by IASB effective from January 01, 2027. However, it has not been adopted yet locally by SECP.	
IFRS 17 - 'Insurance contracts' has been notified by the IASB to be effective for annual periods beginning on or after January 1, 2023. However SECP has notified the timeframe for the adoption of IFRS - 17 which will be adopted by January 01, 2026.	

6. MATERIAL ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of these financial statements in conformity with approved accounting standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. Estimates and judgments are continually evaluated and are based on historic experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

In the process of applying the accounting policies, management has made the following estimates and judgments which are significant to the financial statements:

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An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment had been recognised.

7.4 Stores and spares

Stores, spares and loose tools are stated at cost less impairment for slow moving and obsolete items. The cost is determined by the weighted moving average cost method except for those in transit which are valued at purchase price, freight value and other charges incurred thereon upto the reporting date.

7.5 Stock-in-trade

Stock-in-trade except goods in transit are valued at the lower of cost and Net realisable value(NRV). Cost is determined as follows:

Raw and packing materials	Purchase cost and other direct expenses on weighted average basis
Finished goods	Cost of direct materials, labour and attributable overheads
Goods in-transit and stock in bonded warehouse	Invoice value plus other charges incurred thereon upto the statement of financial position date.

NRV signifies the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

7.6 Trade debts, loans, deposits, accrued mark-up and other receivables

Trade debts, loans, deposits, accrued markup and other receivables are stated initially at fair value and subsequently measured at amortized cost using the effective interest rate method. Impairment for loans, deposits and other receivables is made on the basis of lifetime Expected credit loss (ECL) that result from all possible default events over the expected life of the trade debts, loans, deposits, accrued mark-up and other receivables. Bad debts are written off when considered irrecoverable.

7.7 Ijarah rentals

Ijarah payments for assets under Ijarah finance agreements are recognised as an expense in statement of profit or loss on a straight line basis over the Ijarah term.

7.8 Cash and cash equivalents

These are stated at cost. For the purpose of statement of cash flows, cash and cash equivalents comprise of cash in hand and bank balances net off short-term running finance, if any.

7.9 Borrowing costs

Borrowing costs are recognised as an expense in the period in which these are incurred except to the extent of borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset. Such borrowing costs, if any, are capitalized as part of the cost of that asset.

7.10 Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating a lease, if the lease term reflects the Company exercising the option to terminate. The variable lease payments that do not depend on an index or a rate are recognised as expense in the period on which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses the incremental borrowing rate at the initial application date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered of low-value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

7.11 Trade and other payables

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

7.12 Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

7.13 Provisions

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

7.14 Deferred income

The benefit of a long-term finance at a below-market rate of interest is treated as a deferred income, measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates. The deferred income is held on the statement of financial position as a deferred credit and realised to the statement of profit or loss over systematic basis.

7.15 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

7.15.1 Financial assets

The financial assets of the Company mainly include loans, deposits, trade debts, other receivables and cash & bank balances.

On initial recognition, a financial asset is classified as measured at amortised cost, Fair Value through Other Comprehensive Income (FVOCI) – debt investment, FVOCI – equity investment, or Fair Value through Profit or Loss (FVTPL).

The classification of financial assets is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics.

Based on the business model of the Company, the financial assets of the Company are measured and classified as follows:

- Trade debts and other financial assets are carried at amortised cost.

Derecognition

A financial asset, a part of a financial asset or part of a group of similar financial assets is primarily derecognised when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either the Company has transferred substantially all the risks and rewards of the asset or the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

7.15.2 Financial liabilities

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings, net of directly attributable transaction costs. For the purpose of subsequent measurement financial liabilities are either classified at amortized cost or fair value through profit or loss. The Company does not have any financial liability at fair value through profit or loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

7.15.3 Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in statement of profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss. This category applies to long-term financing of the Company as disclosed in note 21 to the financial statements.

7.15.4 Offsetting of financial assets and liabilities

Financial assets and liabilities are offset and the net amount reported in the statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis or to realize the assets and settle liabilities simultaneously. Incomes and expenses arising from such assets and liabilities are also offset accordingly.

7.15.5 Impairment of financial assets

Expected Credit Loss (ECL) is based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive. The shortfall is then discounted at an approximation to the asset's original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows. 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.

At each statement of financial position date, the Company assesses whether financial assets are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the respective asset.

The Company uses the standard's simplified approach and calculates ECL based on life time ECL on its financial assets. 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 financial assets and the economic environment.

7.16 Employee retirement benefits**Defined contribution plan**

The Company operates a recognized provident fund for its permanent employees. Equal monthly contributions are made to the fund by the Company and the employees in accordance with the rules of the scheme. The Company has no further obligation once the contributions have been paid. The contributions made by the Company are recognized as employee benefit expenses when they are due.

Compensated absences

The Company accounts for these benefits in the accounting period in which the absences are earned. Provisions to cover the obligations are made using the current salary levels of employees.

7.17 Taxation**7.17.1 Current**

Provision for current taxation is based on taxable income at the current rate of taxation after taking into account tax credits and tax rebates available, if any. The tax charged as calculated above is compared with turnover tax. Higher of normal tax or turnover tax is compared with Alternate Corporate Tax and whichever is higher is provided in the financial statements. Turnover tax is calculated in accordance with the provisions of section 113 of Income Tax Ordinance 2001. Alternate Corporate Tax is calculated in accordance with the provisions of section 113C of Income Tax Ordinance 2001. The charge for current tax is calculated using prevailing tax rates. The charge from current tax also includes adjustments for prior years or otherwise considered necessary for such years.

7.17.2 Deferred

Deferred tax is provided on all temporary differences at the reporting date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax assets and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, carry forward of unused tax assets and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduces to the extent that it is no longer probable that sufficient taxable profits will be available in future to allow all or part of the deferred tax asset to be utilized.

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

7.17.3 Levy

The amount calculated on taxable income using the notified tax rate is recognized as current income tax expense for the year in Statement of Profit or Loss. Any excess of expected income tax paid or payable for the year under the Ordinance over the amount designated as current income tax for the year, is then recognized as a levy.

7.18 Revenue recognition

Revenue from contracts with customers is recognised when control of the goods is transferred which generally coincides with the delivery of the goods to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. The Company has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods before transferring those to the customer.

Sale of goods

Performance obligations held by the Company are not separable, and are not partially satisfied, since they are satisfied at a point in time, when the goods are delivered to the customer. Moreover, the payment terms identified in most sources of revenue are short term usually 30 to 90 days upon delivery. Revenue is recorded at net of trade discounts and rebates, if any.

Other income

- Return on bank deposits / saving accounts is recognised on accrual basis.
- Return on short-term investments is recognised on accrual basis.
- Scrap sales and any other income is accounted for on accrual basis.

7.19 Foreign currency transactions

Transactions denominated in foreign currencies are translated into Pakistani rupees at the exchange rates prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into Pak Rupees at the exchange rates prevailing at the reporting date. Exchange differences are taken to statement of profit or loss.

7.20 Share capital

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

7.21 Dividends distribution and appropriation to reserves

Dividend and appropriation to reserve are recognised in the financial statements in the period in which these are approved. Transfer between reserves made subsequent to the statement of financial position date is considered as a non-adjusting event and is recognised in the financial statements in the period in which such transfers are made.

7.22 Segment reporting

Segment reporting is based on the operating (business) segments of the Company. An operating segment is an identifiable component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components and for which discrete financial information is available. An operating segment's operating results are reviewed regularly by the senior management to make decisions about resources to be allocated to the segment and assess its performance.

Segment results that are reported to the senior management include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets, income tax assets / liabilities and related income and expenditure. Segment capital expenditure is the total cost incurred during the year to acquire property, plant and equipment.

The business segments are engaged in providing products which are subject to risks and rewards which differ from the risk and rewards of other segments. Segments reported are as follows:

Resin division

The resin division produces urea / melamine formaldehyde and formaldehyde.

Moulding compound division

The moulding compound division produces urea / melamine formaldehyde moulding compound and melamine glazing powder.

7.23 Contingent liabilities

A contingent liability is disclosed when the Company has a possible obligation as a result of past events, 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 the Company has a present legal or constructive 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 obligation cannot be measured with sufficient reliability.

7.24 Sales tax

Revenues, expenses and assets are recognised, net off amount of sales tax except:

- where sales tax incurred on a purchase of asset or service is not recoverable from the taxation authorities, in which case the sales tax is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable;
- receivables or payables that are stated with the amount of sales tax; and
- the net amount of sales tax recoverable from, or payable to, the Taxation authorities is included as part of receivables or payables in the statement of financial position.

7.25 Earnings per share

The Company presents basic and diluted Earnings Per Share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss for the period as appearing in the statement of profit and loss of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding adjusted for the effects of all dilutive potential ordinary shares.

7.26 Change in accounting policy

During the year, the Company changed its accounting policy of recognizing the portion of income tax paid or payable for the year under the Ordinance, not based on the taxable profits of the Company, as a Levy under IFRIC-21/IAS-37 instead of the current income tax for the year under IAS-12.

The management believes that the new policy provides reliable and more relevant information to the users of the financial statements.

The change in accounting policy has been accounted for retrospectively in accordance with International Accounting Standard 8: "Accounting Policies, Changes in Accounting Estimates and Errors". There is, however, no material impact on the financial statements of the prior years.

8. PROPERTY, PLANT AND EQUIPMENT

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
Operating fixed assets	8.1	821,203,600	774,361,709
Capital work-in-progress	8.2	15,563,580	60,732,303
Right-of-use assets	8.3	44,775,812	9,234,139
		<u>881,542,992</u>	<u>844,328,151</u>

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

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8.1 Operating fixed assets

	COST						ACCUMULATED DEPRECIATION					NET BOOK VALUE
	As at 01 July 2023	Additions / transfers from capital work-in- progress*	Transfers from right-of- use assets (note 8.3)	Disposals	As at 30 June 2024 (note 8.1.1)	Depreciation rate / years	As at 01 July 2023	Charge for the year (note 8.1.3)	Transfers from right-of- use assets (note 8.3)	Disposals	As at 30 June 2024	As at 30 June 2024
Freehold land	659,961	-	-	-	659,961	-	-	-	-	-	-	659,961
Leasehold land	84,465,489	-	-	-	84,465,489	33, 70, 75, 99 years	5,000,010	1,080,058	-	-	6,080,068	78,385,421
Buildings on freehold land	20,307,457	-	-	-	20,307,457	10%	20,307,457	-	-	-	20,307,457	-
Buildings on leasehold land	334,933,980	-	-	-	334,933,980	10%	181,960,437	26,429,032	-	-	208,389,469	126,544,511
Plant and machinery	1,391,321,446	60,139,412 85,370,100 *	-	(2,859,911)	1,533,971,047	16.67%	925,298,495	123,898,860	-	(2,859,904)	1,046,337,451	487,633,596
Electrical installations	83,318,747	-	-	(2,428,344)	80,890,403	16.67%	67,389,607	6,199,394	-	(2,428,344)	71,160,657	9,729,746
Furniture, fittings and leasehold improvements	3,147,576	35,091,259	-	(1,803,208)	36,435,627	20%	3,084,415	610,054	-	(1,803,208)	1,891,261	34,544,366
Office equipment	11,261,622	2,871,419	-	-	14,133,041	20%	7,847,101	1,625,070	-	-	9,472,171	4,660,870
Computers and accessories	59,455,060	11,589,663	-	(560,000)	70,484,723	33%	35,496,134	15,259,960	-	(77,778)	50,678,316	19,806,407
Vehicles	62,361,415	50,593,500	-	(17,206,663)	95,748,252	20%	30,487,388	16,120,846	-	(10,098,704)	36,509,530	59,238,722
	2,051,232,753	160,285,253 85,370,100 *	-	(24,858,126)	2,272,029,980		1,276,871,044	191,223,274	-	(17,267,938)	1,450,826,380	821,203,600
2024	2,051,232,753	245,655,353	-	(24,858,126)	2,272,029,980		1,276,871,044	191,223,274	-	(17,267,938)	1,450,826,380	821,203,600

	COST						ACCUMULATED DEPRECIATION					NET BOOK VALUE
	As at 01 July 2022	Additions / transfers from capital work-in- progress*	Transfers from right-of- use assets (note 8.3)	Disposals	As at 30 June 2023 (note 8.1.1)	Depreciation rate / years	As at 01 July 2022	Charge for the year (note 8.1.3)	Transfers from right-of- use assets (note 8.3)	Disposals	As at 30 June 2023	As at 30 June 2023
Freehold land	659,961	-	-	-	659,961	-	-	-	-	-	-	659,961
Leasehold land	84,465,489	-	-	-	84,465,489	33, 70, 75, 99 years	3,919,952	1,080,058	-	-	5,000,010	79,465,479
Buildings on freehold land	20,307,457	-	-	-	20,307,457	10%	20,307,457	-	-	-	20,307,457	-
Buildings on leasehold land	304,840,005	4,390,050 25,703,925 *	-	-	334,933,980	10%	156,167,850	25,792,587	-	-	181,960,437	152,973,543
Plant and machinery	1,201,402,293	16,190,771 173,728,382 *	-	-	1,391,321,446	16.67%	795,032,209	130,266,286	-	-	925,298,495	466,022,951
Electrical installations	83,318,747	-	-	-	83,318,747	16.67%	56,990,329	10,399,278	-	-	67,389,607	15,929,140
Furniture, fittings and leasehold improvements	3,206,076	-	-	(58,500)	3,147,576	20%	3,117,715	25,200	-	(58,500)	3,084,415	63,161
Office equipment	9,798,697	1,462,925	-	-	11,261,622	20%	6,552,544	1,294,557	-	-	7,847,101	3,414,521
Computers and accessories	57,773,420	2,387,337	-	(705,697)	59,455,060	33%	22,681,367	13,520,444	-	(705,677)	35,496,134	23,958,926
Vehicles	59,685,415	1,374,000	1,760,000	(458,000)	62,361,415	20%	17,565,239	12,007,582	968,000	(53,433)	30,487,388	31,874,027
	1,825,457,560	25,805,083 199,432,307 *	1,760,000	(1,222,197)	2,051,232,753		1,082,334,662	194,385,992	968,000	(817,610)	1,276,871,044	774,361,709
2023	1,825,457,560	225,237,390	1,760,000	(1,222,197)	2,051,232,753		1,082,334,662	194,385,992	968,000	(817,610)	1,276,871,044	774,361,709

8.1.1 Includes assets costing Rs. 990.94 million (2023: 610.92 million) which are fully depreciated.

8.1.2 Particulars of immovable property (i.e. freehold land, leasehold land and buildings thereon) in the name of Company are as follows:

Location	Use of immovable property	Total area
A101-105, A132-136, H.I.T.E., Hub Chowki, Distt. Lasbella, Balochistan.	Production plant	45,810.42 Square meters
34-A, 34-B, 35, 38-A & 88 Road-3, Industrial Estate, Gadoon Amazai, District Swabi, Khyber Pakhtunkhwa.	Production plant	40,468.60 Square meters

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

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
Cost of sales	29	167,194,260	174,317,172
Distribution costs	30	3,682,017	3,349,388
Administrative expenses	31	20,346,997	16,719,432
		<u>191,223,274</u>	<u>194,385,992</u>

8.1.4 Disposal of property, plant and equipment

Details of disposal of operating assets are as follows:

	Cost	Accumulated depreciation	Book value	Sales proceed	Gain/(Loss) on sales	Mode of disposal	Particular of buyers
	----- (Rupees) -----						
Items having book value exceeding Rs. Five hundred thousand							
Motor Vehicle							
Toyota Yaris	2,695,000	1,347,500	1,347,500	1,819,125	471,625	As per Company Policy	Tabassum Pervez
Toyota Fortuner	7,658,000	3,190,833	4,467,167	5,583,958	1,116,791	As per Company Policy	Shabbir Abbas

8.2 Capital work-in-progress

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
Plant and machinery	8.2.1	<u>15,563,580</u>	<u>60,732,303</u>

8.2.1 Movement in capital work-in-progress is as follows:

Balance at beginning of the year		60,732,303	54,140,791
Capital expenditure incurred / advances made during the year		40,201,377	206,023,819
Transfer to operating fixed assets	8.1	<u>(85,370,100)</u>	<u>(199,432,307)</u>
Balance at end of the year		<u>15,563,580</u>	<u>60,732,303</u>

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8.3 Right-of-use assets

	Note	30 June 2024			30 June 2023		
		Vehicles	City office	Total	Vehicles	City office	Total
----- (Rupees) -----							
Cost							
Balance at beginning of the year		–	18,136,808	18,136,808	1,760,000	18,136,808	19,896,808
Additions		–	56,429,301	56,429,301	–	–	–
Disposal		–	(28,857,468)	(28,857,468)	–	–	–
Transfer to operating fixed assets		–	–	–	(1,760,000)	–	(1,760,000)
Balance at end of the year		–	45,708,641	45,708,641	–	18,136,808	18,136,808
Accumulated depreciation							
Balance at beginning of the year		–	8,902,669	8,902,669	968,000	4,945,550	5,913,550
Charge for the year	8.3.1	–	6,899,241	6,899,241	–	3,957,119	3,957,119
Disposal		–	(14,869,081)	(14,869,081)	–	–	–
Transfer to operating fixed assets		–	–	–	(968,000)	–	(968,000)
Balance at end of the year		–	932,829	932,829	–	8,902,669	8,902,669
Net book value		–	44,775,812	44,775,812	–	9,234,139	9,234,139

8.3.1 The rate of depreciation on right of use is 25%.

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

	Note	30 June 2024	30 June 2023
(Rupees)			
Distribution costs	30	2,339,052	1,979,579
Administrative expenses	31	4,560,189	1,977,540
		6,899,241	3,957,119

9. INTANGIBLE ASSETS

Operating software	9.1	14,906,270	29,812,541
Capital work-in-progress	9.2	-	-
		14,906,270	29,812,541

9.1 Operating software

	COST				ACCUMULATED DEPRECIATION			NET BOOK VALUE
	As at 01 July	Additions / transfers from capital work-in-progress*	As at 30 June	Amortization rate	As at 01 July	Charge for the year	As at 30 June	As at 30 June
(Rupees)					(Rupees)			
2024	50,081,311	-	50,081,311	33%	20,268,770	14,906,271	35,175,041	14,906,270
2023	5,362,500	44,718,811*	50,081,311	33%	5,362,500	14,906,270	20,268,770	29,812,541

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
9.2 Capital work-in-progress:			
Balance at beginning of the year		—	17,259,811
Advances made during the year		—	27,459,000
Transfer		—	(44,718,811)
Balance at end of the year		—	—
10. LONG-TERM LOANS - considered good, secured			
Loan to employees	10.1	14,455,304	313,049
Current maturity of long-term loan	16	(3,671,870)	(200,333)
		<u>10,783,434</u>	<u>112,716</u>
Executives		10,606,375	—
Employees		178,059	112,716
		<u>10,783,434</u>	<u>112,716</u>
10.1 These represent loans for purchase of property, motor vehicle and for miscellaneous purposes granted to employees including key managerial persons as per the Company's policy. The loans are repayable over a period of 12 to 60 months. Loan for purchase of property carry interest at the rate of 5% per annum. Other loans are interest free.			
11. LONG-TERM DEPOSITS - considered good, unsecured			
	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
Lasbella Industrial Estate Development Authority		4,915,870	4,915,870
Water and Power Development Authority		823,200	823,200
Others		4,652,680	2,256,056
		<u>10,391,750</u>	<u>7,995,126</u>
12. DEFERRED TAXATION - net			
Deferred tax asset on deductible temporary differences			
- allowance for expected credit loss		102,500,709	27,506,110
- Others		3,592,574	3,592,574
Deferred tax liability on taxable temporary differences			
- accelerated tax depreciation		(13,698,102)	(18,110,847)
- lease liability and right-of-use assets		(811,108)	636,975
		<u>91,584,073</u>	<u>13,624,812</u>
13. STORES AND SPARES			
Stores		39,460,264	29,062,295
Spares		40,276,943	24,631,274
Less: Provision for obsolescence	13.1	(6,331,213)	(4,070,040)
		<u>73,405,994</u>	<u>53,693,569</u>

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	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
13.1 Movement- Provision for obsolescence			
Opening Balance		4,070,040	4,258,709
Charge / (reversal) for the year-net		2,261,173	(188,669)
Closing Balance		<u>6,331,213</u>	<u>4,070,040</u>
14. STOCK-IN-TRADE			
Raw material:			
In hand		1,137,149,368	528,845,497
In transit		450,504,236	295,602,628
		<u>1,587,653,604</u>	<u>824,448,125</u>
Packing material		49,085,857	41,024,091
Finished goods		185,240,241	232,175,752
Less: Provision for obsolescence	14.1	(4,270,428)	(4,331,638)
		<u>1,817,709,274</u>	<u>1,093,316,330</u>
14.1 Movement- Provision for obsolescence			
Opening Balance		4,331,638	1,626,752
(Reversal) / charge for the year-net		(61,210)	2,704,886
Closing Balance		<u>4,270,428</u>	<u>4,331,638</u>
15. TRADE DEBTS - unsecured			
Considered good		1,534,553,571	1,332,348,903
Considered doubtful		262,822,332	70,528,486
		<u>1,797,375,903</u>	<u>1,402,877,389</u>
Allowance for expected credit loss	15.1	(262,822,332)	(70,528,486)
		<u>1,534,553,571</u>	<u>1,332,348,903</u>
15.1 Movement of allowance for expected credit loss:			
Balance at beginning of the year		70,528,486	81,445,025
Allowance/ (reversal) during the year		192,293,846	(10,916,539)
Balance at end of the year		<u>262,822,332</u>	<u>70,528,486</u>
16. LOANS AND ADVANCES - considered good			
Loans - secured			
Executives	16.1	5,397,772	846,256
Employees	16.1	1,952,780	3,304,534
Current maturity of long-term loan	10	3,671,870	200,333
		<u>11,022,422</u>	<u>4,351,123</u>
Advances - unsecured			
Suppliers and contractors		42,226,512	104,825,427
		<u>53,248,934</u>	<u>109,176,550</u>
16.1	These represent loans for purchase of property, motor vehicle and for miscellaneous purposes granted to employees including key managerial persons as per the Company's policy. The loans are repayable over a period of 12 to 60 months. Loan for purchase of property carry interest at the rate of 5% per annum. Other loans are interest free.		

NOTES TO THE FINANCIAL STATEMENTS
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	Note	30 June 2024	30 June 2023				
		----- (Rupees) -----					
17. TRADE DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES							
Deposits - considered good, unsecured		3,564,934	255,921,182				
Prepayments		2,631,749	5,318,272				
Other receivables							
Insurance claim		1,105,034	458,000				
Receivable against disposal of Property, plant and equipment		2,720,000	—				
Workers' Profit Participation Fund	17.1	9,269,876	3,378,238				
		13,094,910	3,836,238				
		19,191,593	265,075,692				
17.1 Movement of Workers' Profit Participation Fund (WPPF):							
Balance at beginning of the year		3,378,238	9,132,063				
Interest expense for the year	33	—	—				
Charge for the year	34	(95,730,124)	(55,621,763)				
Payments made during the year - net		101,621,762	49,867,938				
Balance at end of the year		9,269,876	3,378,238				
18. SHORT TERM INVESTMENTS							
Fair value through profit or loss							
Mutual fund	18.1 & 18.2	40,030,754	—				
Amortised Cost							
Term deposit receipt	18.3	624,296,603	154,296,602				
		664,327,367	154,296,602				
18.1 Mutual Fund units							
		June 30, 2024		June 30, 2023			
June 30, 2024	June 30, 2023	Description	Nature of Mutual fund	Carrying value	Fair value	Carrying value	Fair value
--- Number of units ---				----- (Rupees) -----			
1,956,338	—	ABL Cash Fund	Money Market Fund	20,000,000	20,030,754	—	—
2,053,810	—	NIT Money Market Fund	Money Market Fund	20,000,000	20,000,000	—	—
4,010,148	—			40,000,000	40,030,754	—	—
18.2 The annualized return on these mutual fund is 19.79% to 20.56% (2023: nil).							
18.3 Represents three months term deposit receipts, marked as lien, with commercial bank under conventional banking relationship carrying profit rates ranging from 18.25% to 20.50% (2023: 12.75% to 19.50%) per annum and having maturity latest by September 24, 2024.							
	Note	30 June 2024	30 June 2023				
		----- (Rupees) -----					
19. CASH AND BANK BALANCES							
Cash at banks							
Current accounts	19.1	329,279,846	282,619,196				
Savings accounts	19.2	11,319,709	358,893,677				
		340,599,555	641,512,873				

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

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19.1 Includes an amount of Rs. 0.54 million (2023: Rs. 115.55 million) placed with an Islamic bank.

19.2 Includes an amount of Rs. 51.12 million (2023: 28.00 million) placed with an Islamic bank carrying profit at the rates ranging from 10% to 11% (2023: 6.50% to 10%). Profit rate under conventional banking relationship is ranging from 19.50% to 20.50% (2023: 12.25% to 18.50%) per annum.

19.3 CASH AND CASH EQUIVALENTS

	30 June 2024	30 June 2023
	----- (Rupees) -----	
Cash and bank balances	340,599,665	641,512,873
Short-term running finance	(38,103,419)	—
	<u>302,496,136</u>	<u>641,512,873</u>

20. ISSUED, SUBSCRIBED AND PAID-UP CAPITAL

Number of shares				
30 June 2024	30 June 2023			
8,316,000	8,316,000	Ordinary shares of Rs. 5/- each	41,580,000	41,580,000
10,556,413	10,556,413	Fully paid in cash	52,782,065	52,782,065
18,872,413	18,872,413	Issued as bonus shares	94,362,065	94,362,065

20.1 AICA Asia Pacific Holding Pte. Limited (a related party), incorporated in Singapore having its registered office at 43 Shipyard Road - 628135, Singapore, held 4,716,216 (2023: 4,716,216) ordinary shares representing 24.99% (2023: 24.99%) shareholding as of the reporting date.

20.2 Voting rights, board selection, right of first refusal, block voting and other shareholders' rights are in proportion to the shareholding.

21. LONG-TERM FINANCING - secured

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
Term loan	21.1	—	—
Temporary Economic Refinance Facility (TERF)	21.2	39,663,323	64,276,922
		<u>39,663,323</u>	<u>64,276,922</u>
Current maturity of long-term financing		(27,714,317)	(27,714,226)
		<u>11,949,006</u>	<u>36,562,696</u>

21.1 Represents term loan obtained from a conventional bank amounting to Rs. 500 million (2023: Rs. 500 million). The facility carried a mark-up at the rate of three months' KIBOR plus 0.35% (2023: three months' KIBOR plus 0.35%) per annum. This loan was repaid by August 2022.

21.1.1 Movement of term loan:

	30 June 2024	30 June 2023
	----- (Rupees) -----	
Balance at beginning of the year	—	28,125,000
Accretion of Interest during the year	—	664,643
Repayment made during the year	—	(28,789,643)
Balance at end of the year	<u>—</u>	<u>—</u>

- 21.2** Represents facility obtained from a conventional bank for import of plant and machinery under State Bank of Pakistan (SBP) scheme of TERF amounting to Rs. 150 million (2023: Rs. 150 million). The facility carries mark-up at the rate of 1% base plus 0.75% spread (2023: 1% base plus 0.75% spread) per annum. The SBP allowed rate as per the scheme is up to 5% per annum. However, the effective interest rate is calculated as 7.64% per annum and the loan has been recognised at the present value. The loan is repayable in sixteen equal quarterly installments commencing from February 2022 discounted at the effective rate of interest. The differential mark-up has been recognised as deferred income (as mentioned in note 21) which will be recognized as income on systematic basis. The benefit has been measured as the difference between the fair value of the loan and the proceeds received. The financing is secured against first charge, hypothecation charge and equitable mortgage over the Company's operating fixed assets.

21.2.1 Movement of TERF:

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
Balance at beginning of the year		64,276,922	87,559,204
Accretion of Interest during the year		4,103,901	5,897,009
Repayment made during the year		(28,517,603)	(28,859,724)
Balance at end of the year		39,863,320	64,596,489
Less: Accrued mark-up		(199,997)	(319,567)
		<u>39,663,323</u>	<u>64,276,922</u>

22. DEFERRED INCOME

Balance at beginning of the year		5,008,439	9,440,158
Amortization of deferred income	32	(3,100,401)	(4,431,719)
Balance at end of the year	22.1	1,908,038	5,008,439
Current portion of deferred income		(1,664,417)	(3,100,401)
		<u>243,621</u>	<u>1,908,038</u>

- 22.1** As aforementioned in note 21.2, the purpose of the deferred income is to facilitate the Company to borrow funds for new or BMR of the existing project at below-market interest rate. This represents deferred income recognised in respect of the benefit of below-market interest rate on long-term financing. The benefit has been measured as the difference between the fair value of the loan and the proceeds received. The Company has used the prevailing market rate of mark-up for similar instruments to calculate fair values of respective loan.

23. LEASE LIABILITIES

The Company has entered into various lease agreements with an Islamic financial institution in respect of vehicles. The lease arrangements carry mark-up at the rate of KIBOR plus 2.75% (2023: KIBOR plus 2.75%). Rentals are payable in equal monthly installments whereas repairs and insurance costs are borne by the Company. These are secured against promissory notes.

The Company also has lease contract for the registered / sales office having lease term of 5 years. In general, the Company is restricted from assigning and subleasing the leased assets. These lease contracts include extension and termination options subject to the mutual consent of the Company and the lessor. The Company is bound by certain covenants which includes but are not limited to payment of certain taxes and to exercise reasonable care.

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
Lease liabilities		42,696,049	10,867,407
Current maturity of lease liability		(15,322,440)	(4,461,939)
	23.1	<u>27,373,609</u>	<u>6,405,468</u>

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

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23.1 Movement of lease liabilities:

	30 June 2024			30 June 2023		
	Vehicles	City office	Total	Vehicles	City office	Total
	(Rupees)					
Balance at beginning of the year	-	10,867,407	10,867,407	192,307	13,969,440	14,161,747
Additions for the year	-	56,429,301	56,429,301	-	-	-
Accretion of interest	-	3,358,633	3,358,633	6,757	1,108,588	1,115,345
Disposal during the year	-	(16,888,413)	(16,888,413)	-	-	-
Payments made during the year	-	(11,070,879)	(11,070,879)	(199,064)	(4,210,621)	(4,409,685)
Balance at end of the year	-	42,696,049	42,696,049	-	10,867,407	10,867,407
Current maturity of lease liability	-	(15,322,440)	(15,322,440)	-	(4,461,939)	(4,461,939)
	-	27,373,609	27,373,609	-	6,405,468	6,405,468

23.2 The maturity analysis of lease liabilities as at the reporting date is as follows:

	Note	30 June 2024	30 June 2023
		(Rupees)	
Up to one year		15,322,440	4,461,939
After one year		27,373,609	6,405,468
Total lease liabilities		42,696,049	10,867,407

24. TRADE AND OTHER PAYABLES

Creditors		22,443,255	14,895,286
Bills payable		238,758,321	227,199,035
Accrued liabilities	24.1 & 24.2	621,960,842	473,087,035
Contract liabilities	24.3	18,772,042	26,973,050
Workers' Welfare Fund		42,995,669	21,036,565
Vend and permit fee payable	24.4	4,552,438	4,552,438
Tax deducted at source		20,880,699	6,615,648
Provident Fund		2,976,681	-
Sales tax payable - net		74,824,359	151,477,888
		1,048,164,306	925,836,945

24.1 Includes accrual for leave encashment of Rs. 8.96 million (2023: Rs. 6.19 million) and bonus to employees of Rs. 6.48 million (2023: Rs. 4.05 million).

24.2 Includes an amount of Rs. 318.78 million (2023: Rs. 242.49 million) in respect of Sindh Infrastructure Development Cess, for which guarantees have been provided with commercial banks.

24.3 These contract liabilities are unsecured and received under normal course of business. Revenue recognized during the year from amounts included in contract liabilities at beginning of the year amounts to Rs. 26.97 million (2023: Rs. 1.59 million).

24.4 Represents amount charged to certain customers in respect of vend and permit fee. Depending on the outcome of the law suit mentioned in note 27.1 to these financial statements, the amount would either be paid to the Excise and Taxation Department, Government of Sindh or refunded to the customers. The Company discontinued this practice of charging the fee from July 2002 in accordance with the Industrial norms.

	Note	30 June 2024	30 June 2023
		(Rupees)	
25. SHORT-TERM RUNNING FINANCE			
From banking companies - secured HBL running finance	25.1	38,103,419	-

- 25.1 Represents running finance facilities obtained from various conventional banks amounting to Rs. 1,850 million (2023: Rs. 1,600 million). These facilities are secured by joint / first pari passu hypothecation of stores and spares, stock-in-trade and trade debts of the Company. The rate of mark-up on these facilities ranges from one month KIBOR to three months' KIBOR as bench mark rate plus 0.50% to 1% as spread (2023: one month KIBOR to three months' KIBOR as bench mark rate plus 0.50% to 1% as spread) per annum and mark-up is payable quarterly.

	30 June 2024	30 June 2023
	----- (Rupees) -----	
26. TAXATION - NET		
Provision for taxation	791,036,842	398,876,864
Prior year super tax	128,138,235	66,591,439
Advance income tax	(783,696,482)	(348,288,345)
Income tax refundable	(58,873,658)	(47,796,000)
	<u>76,604,937</u>	<u>69,383,958</u>

27. CONTINGENCIES AND COMMITMENTS

27.1 Contingencies

The Excise and Taxation Department, Government of Sindh (the Department) imposed, vend and permit fee on methanol, a major raw material used by the Company in the production of formaldehyde. The Company filed a petition against the imposition of these levies in the High Court of Sindh (the High Court) in August 1996. In June 2001, the High Court decided the case in the favour of the Company. However, the Department filed an appeal in the Supreme Court of Pakistan (the Supreme Court) against the above judgement. The Supreme Court suspended the decision of the High Court and reverted the case back to the High Court for fresh hearing. In March 2003, the High Court once again decided the case in favour of the Company. The Department once again filed an appeal before the Supreme Court.

In December 2019, the Supreme Court disposed off the appeal on the basis that the Department would not press the instant and connected appeals, and that a fresh demand shall be raised following the notification dated February 14, 2002 and Sindh (Amendment) Abkari Ordinance 2002 notified on October 30, 2002. In addition to that the Department would surrender the demand secured by Indemnity Bonds for the period from 1990 up to 2002.

As of the reporting date, no fresh demand has yet been received from the Department against estimated Vend and Permit fee amounting to Rs. 1,865.90 million (2023: Rs. 1,725.01 million) determined on the basis of consumption of methanol by the Company since November 2002.

The consignment is being released by paying Rs. 3/= cash per bulk gallon which is being expensed out and indemnity bond of Rs. 14/= per bulk gallon under protest.

Upon the receipt of the fresh demand from the Department, the Company intends to approach the relevant Court of Justice to defend the case. The Company expects, based on the view of the legal advisor and the merit of the case, that the Company has strong grounds to challenge such a demand and is likely to succeed. Accordingly, no provision for any liability has been made in these financial statements.

27.2 Commitments

	30 June 2024	30 June 2023
	----- (Rupees) -----	
27.2.1 Outstanding letter of credits	<u>1,073,653,823</u>	<u>1,721,684,096</u>
27.2.2 Commitment for capital expenditure	<u>-</u>	<u>11,732,090</u>
27.2.3 Outstanding bank guarantees in favour of:		
Sui Southern Gas Company Limited	14,478,460	6,459,520
Peshawar Electric Supply Company Limited	1,445,000	1,445,000
Sui Northern Gas Pipelines Limited	18,700,000	13,300,000
Excise and Taxation Department	2,679,427	2,679,427
	<u>37,302,887</u>	<u>23,883,947</u>

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	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
28. TURNOVER - net			
Local sales			
Gross sales		14,559,845,643	13,147,575,558
Sales tax		(2,466,125,063)	(2,100,626,853)
Sales return		(3,733,066)	(11,787,631)
		(2,469,858,129)	(2,112,414,484)
		12,089,987,514	11,035,161,074
Export sales	28.1	669,908,110	45,276,801
		12,759,895,624	11,080,437,875
28.1 Region wise export sales are as under:			
Afghanistan		669,908,110	45,276,801
29. COST OF SALES			
Raw and packing material consumed			
Balance at beginning of the year		862,721,463	1,234,251,650
Purchases		8,822,422,905	7,565,484,648
		9,685,144,368	8,799,736,298
Balance at end of the year	14	(1,634,120,974)	(862,721,463)
		8,051,023,394	7,937,014,835
Manufacturing expenses			
Indirect material consumed		1,606,771	3,433,841
Stores and spares consumed		143,814,838	122,505,098
Fuel and power		687,833,881	422,535,159
Salaries, wages and other benefits		631,302,832	496,217,463
Rates and taxes		1,499,750	972,500
Insurance		5,303,538	3,813,711
Repairs and maintenance		45,075,855	34,214,797
Security charges		19,050,858	14,586,948
Vehicles running and maintenance		28,183,756	20,789,196
Postage, telephone and telex		3,987,318	1,946,356
Storage and handling charges		36,968,495	31,339,279
Travelling and conveyance		7,446,399	2,715,392
Printing and stationery		3,112,257	2,509,378
Depreciation on operating fixed assets	8.1.3	167,194,260	174,317,172
Depreciation on right-of-use assets	8.3.1	—	—
Internet charges		2,137,614	2,042,903
Water and conservancy cost		3,292,219	833,350
Gas expense		3,640,954	1,906,730
Others		9,023,474	8,165,891
		1,800,475,069	1,344,845,164
Cost of goods manufactured		9,851,498,463	9,281,859,999
Finished goods			
Balance at beginning of the year		230,594,866	135,387,803
Balance at end of the year	14	(183,688,300)	(230,594,866)
		47,006,566	(95,207,063)
		9,898,505,029	9,186,652,936

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
30. DISTRIBUTION COSTS			
Salaries and other benefits		46,034,820	28,536,444
Cartage and freight		260,891,245	278,460,082
Rent, rates and taxes	30.1	1,750,923	751,104
Insurance		6,200,373	3,342,687
Repairs and maintenance		6,837,231	414,262
Vehicles running and maintenance		8,485,740	6,224,684
Postage, telephone and telex		1,927,433	847,734
Travelling and conveyance		6,904,000	2,638,896
Printing and stationery		192,261	51,301
Electricity		1,301,319	876,346
Depreciation on operating fixed assets	8.1.3	3,682,017	3,349,388
Depreciation on right-of-use assets	8.3.1	2,339,052	1,979,579
Sales promotion		2,582,590	782,060
Others		7,338,761	1,450,183
		<u>366,467,755</u>	<u>329,704,750</u>

30.1 Includes short-term lease expense amounting to Rs. 0.504 million (2023: Rs. 0.504 million).

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
31. ADMINISTRATIVE EXPENSES			
Salaries and other benefits		187,136,038	110,254,574
Insurance		1,230,235	523,784
Repairs and maintenance		32,108,306	11,981,715
Vehicles running and maintenance		16,882,379	10,490,265
Postage, telephone and telex		1,845,826	1,512,820
Travelling and conveyance		15,357,126	7,185,025
Printing and stationery		2,310,300	1,266,128
Utilities		866,136	514,858
Depreciation on operating fixed assets	8.1.3	20,346,997	16,719,432
Depreciation on right-of-use assets	8.3.1	4,560,189	1,977,540
Amortisation		14,906,270	14,906,270
Legal and professional charges		17,219,754	7,821,086
Advertisement and publicity		425,825	113,400
Donations	31.1 & 31.2	19,044,610	10,799,609
Auditors' remuneration	31.3	3,458,000	3,080,653
Others		11,660,452	7,003,734
		<u>349,358,443</u>	<u>206,150,893</u>

31.1 Donation to following parties exceeds 10% of the Company's total donations or Rs. 1 million, whichever is higher:

	30 June 2024	30 June 2023
	----- (Rupees) -----	
Mohamed Ali Habib Welfare Trust	—	2,000,000
Indus Hospital	3,000,000	3,000,000
Karachi Relief Trust	—	3,000,000
	<u>3,000,000</u>	<u>8,000,000</u>

31.2 None of the directors of the Company or their spouses had any interest in any of the donees.

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31.3 Auditor's remuneration

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
Statutory audit		1,710,000	1,708,750
Half yearly review		210,000	201,250
Review of Code of Corporate Governance		90,750	90,750
Other certifications		912,368	427,422
Out of pocket expense and sales tax		534,882	652,481
		<u>3,458,000</u>	<u>3,080,653</u>

32. OTHER INCOME

Income from financial assets

Interest on savings accounts	32.1	44,738,666	32,619,708
Interest on term deposits		83,845,603	11,564,277
		<u>128,584,269</u>	<u>44,183,985</u>

Income from non-financial assets

Scrap sales		460,820	401,653
Insurance claims		—	68,400
Gain on disposals of operating fixed assets		11,830,873	94,413
Amortisation of deferred income	22	3,100,401	4,431,719
		<u>15,382,094</u>	<u>4,996,185</u>
		<u>143,966,363</u>	<u>49,180,170</u>

32.1 Includes an amount of Rs. 3.34 million (2023: Rs. 2.08 million) earned from an Islamic bank.

33. FINANCE COSTS

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
Mark-up on long-term financing		4,103,901	6,561,652
Mark-up on short-term running finance		8,676,476	59,368,439
Accretion of interest on lease liabilities	23.1	3,358,633	1,115,345
		<u>16,139,010</u>	<u>67,045,436</u>
Bank guarantees commission		2,252,559	1,372,305
Bank charges		15,701,910	2,646,389
		<u>34,093,479</u>	<u>71,064,130</u>

34. OTHER CHARGES / EXPENSES

Workers' Profit Participation Fund		95,730,124	55,621,763
Workers' Welfare Fund		42,995,669	21,036,565
Exchange loss - net		30,956,688	190,342,624
		<u>169,682,481</u>	<u>267,000,952</u>

35. FINAL TAX

Final tax		6,699,081	—
-----------	--	-----------	---

35.1 This represents final tax paid under section 154 of Income Tax Ordinance (ITO, 2001), representing levy in terms of requirements of IFRIC 21/IAS 37.

	30 June 2024	30 June 2023
	----- (Rupees) -----	
36. INCOME TAX		
Current	784,337,761	398,876,863
Prior	(125,628)	3,002,198
Deferred	(77,959,261)	12,917,674
	<u>706,252,872</u>	<u>414,796,735</u>

36.1 Reconciliation of current tax charge charged as per tax laws for the year, with current tax recognised in the profit and loss account, is as follows:

	30 June 2024	30 June 2023
	----- (Rupees) -----	
Income tax under IAS 12	784,337,761	398,876,863
Income tax levy under IFRIC 21/IAS 37	6,699,081	—
Current tax liability as per Income Tax Ordinance	<u>791,036,842</u>	<u>398,876,863</u>

The aggregate of levy and current income tax for the year, amounting to Rs. 791.036 million represents tax liability of the Company for the year calculated under the relevant provisions of the Ordinance.

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
37. BASIC AND DILUTED EARNINGS PER SHARE			
Net profit for the year		<u>1,191,509,001</u>	<u>665,164,188</u>
		----- (No. of shares) -----	
Weighted average number of ordinary shares outstanding during the year		<u>18,872,413</u>	<u>18,872,413</u>
		----- (Rupees) -----	
Basic earnings per share	37.1	<u>63.13</u>	<u>35.25</u>

37.1 There is no dilutive effect on basic earning per share of the Company as calculated above.

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38. OPERATING SEGMENT INFORMATION

Segment results that are reported to the Company's CEO (the chief operating decision maker) include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items, if any, mainly comprises of corporate assets, head office expenses and tax assets and liabilities. The Company is organized into business units based on their products and has two reportable operating segments as follows:

- The resin division produces urea / melamine formaldehyde and formaldehyde; and
- The moulding compound division produces urea/ melamine formaldehyde moulding compound and melamine glazing powder.

	30 June 2024			30 June 2023		
	Resin division	Moulding compound division	Total	Resin division	Moulding compound division	Total
	(Rupees)					
Turnover - net	4,290,021,948	8,469,873,676	12,759,895,624	4,492,470,196	6,587,967,679	11,080,437,875
Segment result	775,429,707	1,632,775,797	2,408,205,504	756,370,528	869,870,868	1,626,241,396
Unallocated expenses:						
Administrative expenses			(349,358,443)			(206,150,893)
Distribution costs			(94,576,510)			(51,244,668)
Other income			143,966,363			49,180,170
Finance costs			(34,093,478)			(71,064,130)
Other charges			(169,682,481)			(267,000,952)
Final tax			(6,699,081)			-
Taxation			(706,252,872)			(414,796,735)
Net profit for the year			1,191,509,001			665,164,188
Segment assets	1,831,247,761	2,268,134,166	4,099,381,927	1,141,391,821	2,075,017,880	3,216,409,701
Unallocated assets			1,453,654,122			1,339,911,398
Total assets			5,553,036,049			4,556,321,099
Segment liabilities	419,515,451	527,010,933	946,526,384	360,759,013	524,206,139	884,965,152
Unallocated liabilities			312,544,438			238,632,187
Total liabilities			1,259,070,822			1,123,597,339
Capital expenditure	81,672,885	42,312,687	123,985,572	79,435,801	149,216,814	228,652,615
Unallocated capital expenditure			76,501,057			30,635,287
Total capital expenditure			200,486,629			259,287,902
Depreciation	58,727,161	108,467,102	167,194,263	55,171,152	119,146,020	174,317,172
Unallocated depreciation			45,834,522			38,932,209
Total depreciation			213,028,785			213,249,381

38.1 Administrative expenses, distribution costs (excluding cartage and freight), other income, finance costs, other charges and taxation is managed on Company basis and are not allocated to operating segments.

38.2 There were no sales amongst operating segments of the Company.

38.3 Segment assets and liabilities

Segment assets include all operating assets by a segment and principally consist of property, plant and equipment, stock-in-trade and trade debts. Segment liabilities include all operating liabilities and principally consist of trade and other payables.

38.3.1 Reconciliation of segment assets and liabilities to total assets and liabilities

	30 June 2024	30 June 2023
	----- (Rupees) -----	
Segment assets		
Allocated segment assets	4,099,381,927	3,216,409,701
Long-term deposits	10,391,750	7,995,126
Deferred taxation - net	91,584,073	13,624,812
Cash and bank balances	340,599,555	795,809,475
Other unallocated assets	1,011,078,744	522,481,985
	<u>5,553,036,049</u>	<u>4,556,321,099</u>
Segment liabilities		
Allocated segment liabilities	946,526,384	884,965,153
Trade and other payables	224,008,751	121,024,560
Accrued mark-up	1,601,969	427,456
Taxation - net	76,604,937	69,383,958
Unclaimed and unpaid dividend	10,328,781	47,796,212
	<u>1,259,070,822</u>	<u>1,123,597,339</u>

38.3.2 All non-current assets of the Company at the end of the current and preceding year were located in Pakistan.

39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
39.1 Financial Instruments by category			
Financial assets - at amortised cost			
Long-term loans	10	10,783,434	112,716
Long-term deposits	11	10,391,750	7,995,126
Trade debts	15	1,534,553,571	1,332,348,903
Loans	16	11,022,422	4,351,123
Trade deposits and other receivables	17	4,669,968	256,379,182
Accrued mark-up		40,791,252	11,027,234
Short term investment	18	624,296,603	154,296,602
Cash and bank balances	19	340,599,555	641,512,873
		<u>2,577,108,555</u>	<u>2,408,023,759</u>
Financial assets - at fair value through profit or loss			
Short term investment	18	<u>40,030,754</u>	<u>-</u>
Financial liabilities - at amortised cost			
Long-term financing	21	39,663,323	64,276,922
Lease liabilities	23	42,696,049	10,867,407
Trade and other payables	24	564,379,969	472,690,910
Accrued mark-up		1,601,969	427,456
Unclaimed and unpaid dividend		10,328,781	47,796,212
		<u>658,670,091</u>	<u>596,058,907</u>

The Company's activities expose it to a variety of financial risks i.e. market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk. The Company's overall risk management programme focuses on minimizing potential adverse effects on the Company's financial performance. The overall risk management of the Company is carried out by the Company's senior management team under policies approved by the Board of Directors. Such policies entail identifying, evaluating and addressing financial risks of the Company. The Company's overall risk management procedures to minimize the potential adverse effects of financial market on the Company's performance are as follows:

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39.2 Market risk

Market risk is the risk that fair value or future cash flows will fluctuate because of changes in market prices. Market prices comprise three types of risk: interest rate risk, currency risk and other price risk, such as equity risk.

(i) Interest rate risk

Interest rate risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because of change in market interest rates. The Company's exposure to the risk of change in market interest rate relates primarily to the saving accounts and long term financing. The Company manages its net working capital by keeping it at an optimum level to ensure minimal utilisation of running finance facilities.

Interest rate profile of financial instruments

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

	Note	2024	2023
		(Rupees)	
Financial assets at amortised cost			
Bank balances	19	340,599,555	641,512,873
Financial assets at profit or loss			
Short term Investment	18	624,296,603	154,296,602
Financial liabilities at amortised cost			
Long-term financing	21	39,663,323	64,276,922

Sensitivity analysis

A change of 100 basis points (1%) in interest rate at the reporting date would have changed the Company's profit before tax for the year by the amounts shown below, with all other variables held constant.

	Note	2024	2023
Change in interest rate	±	1%	1%
Effect on profit before tax	±	(9,252,328)	(5,772,360)

(ii) Foreign currency risk

Foreign currency risk is the risk that the value of financial assets or a financial liability will fluctuate due to a change in foreign exchange rates. It arises mainly where receivables and payables exist due to transactions in foreign currencies. The Company's exposure to foreign currency risk at the reporting date is as follows:

	2024	2023
	FCY	
USD		
Cash and bank balances	72,241	—
Trade and other payables	865,223	1,385,484

The exchange rate taken for Statement of financial position is the rate applicable for LC's as at June 30, 2024. The following significant exchange rate was applied during the year:

	Statement of financial position		Average rate	
	2024	2023	2024	2023
USD	275.95	285.99	284.33	248.09

A ten percent strengthening / weakening of the Pakistani Rupee against the above foreign currencies at the reporting date would increase / decrease profit before tax for the year by Rs. 22.068 million (2023: Rs. 39.62 million). This analysis assumes that all other variables, in particular interest rates, remain constant. The analysis is performed on the same basis for the previous year.

(iii) Equity price risk

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

39.3 Credit risk and concentration of credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss without taking into account the fair value of any collateral.

Concentration of credit risk arises when a number of counterparties are engaged in similar business activities or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentration of credit risk indicates the relative sensitivity of the Company's performance to developments affecting a particular industry.

The Company is exposed to credit risk mainly on loans, deposits, trade debts, other receivables, accrued mark-up and bank balances. To reduce the exposure to credit risk on trade debts, the Company has developed a formal approval process, whereby credit limits are applied to its customers. The management continuously monitors the credit exposure towards the customers and makes provision against those balances considered doubtful of recovery. The credit risk on liquid funds such as balances with banks is limited as banks are of reasonably high credit ratings.

The maximum exposure to credit risk at the reporting date is as follows:

	Note	30 June 2024	30 June 2023
		----- (Rupees) -----	
Long-term loans	10	10,783,434	112,716
Long-term deposits	11	10,391,760	7,995,126
Trade debts	15	1,534,553,571	1,332,348,903
Loans	16	11,022,422	4,351,123
Trade deposits and other receivables	17	4,669,968	256,379,182
Accrued mark-up		40,791,252	11,027,234
Short term investments	18	664,327,357	154,296,602
Bank balances	19	340,699,555	795,809,475
		<u>2,617,139,309</u>	<u>2,562,320,361</u>

The credit quality of financial assets other than bank balances can be assessed with reference to their historical performance with no or some defaults in recent history.

The impaired trade debts and the basis of impairment are disclosed in notes 7.15 and 15.1 respectively.

Set out below is the information about the credit risk exposure on the Company's trade debts from its customers.

30 June 2024							
In Rupees							
Not yet due	Days Past Due						Total
	Current	0-30	30-60	60-90	90-120	>120	
Expected credit loss rate	0.41%	21.17%	38.16%	64.09%	98.57%	100.00%	
Estimated total gross carrying amount at default	1,319,921,504	127,993,517	121,846,906	119,500,873	66,211,658	42,101,445	1,797,375,903
Expected credit loss	(5,350,249)	(27,092,287)	(46,422,263)	(76,590,922)	(65,265,166)	(42,101,445)	(262,822,332)
Amount past due but not impaired	1,314,571,255	100,901,230	75,224,643	42,909,951	946,492	-	1,534,553,571
30 June 2023							
In Rupees							
Not yet due	Days Past Due						Total
	Current	0-30	30-60	60-90	90-120	>120	
Expected credit loss rate	1.74%	10.58%	26.39%	58.58%	85.22%	99.57%	
Estimated total gross carrying amount at default	1,280,141,225	45,396,519	36,600,405	8,951,126	21,999,475	9,788,641	1,402,877,389
Expected credit loss	(22,330,229)	(4,802,196)	(9,658,195)	(5,243,535)	(18,747,323)	(9,747,008)	(70,528,486)
Amount past due but not impaired	1,257,810,995	40,594,323	26,942,210	3,707,590	3,252,152	41,633	1,332,348,903

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

		30 June 2024	30 June 2023
		----- (Rupees) -----	
Bank balances			
Rating	Rating Agency		
AAA	PACRA & VIS	102,890,613	156,434,611
AA+	PACRA & VIS	225,621,978	360,821,410
AA	PACRA & VIS	544,439	115,550,854
A+	PACRA & VIS	11,542,525	8,705,998
		<u>340,599,555</u>	<u>641,512,873</u>

39.4 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulties in raising funds to meet commitments associated with financial instruments.

Management forecasts the liquidity of the Company on the basis of expected cashflow considering the level of liquid assets necessary to mitigate the liquidity risk. The table below summarises the maturity profile of the Company's financial liabilities at the following statement of financial position dates:

	On demand	Less than 3 months	3 to 12 months	1 to 5 years	Total
----- (Rupees) -----					
June 30, 2024					
<i>Interest bearing financial liabilities</i>					
Long-term financing	-	6,928,749	20,785,668	11,949,006	39,663,323
Lease liabilities	-	-	15,322,440	27,373,609	42,696,049
Accrued mark-up	-	1,601,969	-	-	1,601,969
<i>Non-interest bearing financial liabilities</i>					
Trade and other payables	-	909,463,579	-	-	909,463,579
Unpaid dividend	-	-	-	-	-
Unclaimed dividend	10,328,781	-	-	-	10,328,781
	<u>10,328,781</u>	<u>917,994,297</u>	<u>36,108,008</u>	<u>39,322,615</u>	<u>1,003,753,701</u>
----- (Rupees) -----					
	On demand	Less than 3 months	3 to 12 months	1 to 5 years	Total
----- (Rupees) -----					
30 June 2023					
<i>Interest bearing financial liabilities</i>					
Long-term financing	-	6,928,658	20,785,568	36,562,696	64,276,922
Lease liabilities	-	-	4,461,939	6,405,468	10,867,407
Accrued mark-up	-	427,456	-	-	427,456
<i>Non-Interest bearing financial liabilities</i>					
Trade and other payables	-	746,706,844	-	-	746,706,844
Unpaid dividend	5,537,462	-	-	-	5,537,462
Unclaimed dividend	42,258,750	-	-	-	42,258,750
	<u>47,796,212</u>	<u>754,062,958</u>	<u>25,247,507</u>	<u>42,968,164</u>	<u>870,074,841</u>

40. FAIR VALUE MEASUREMENT

The carrying values of the financial assets and financial liabilities approximate their fair values. 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.

Fair value hierarchy

The different levels to analyse financial assets carried at fair value have been defined as follows:

Level 1: Quoted market price

Level 2: Valuation techniques (market observable); and

Level 3: Valuation techniques (non-market observables)

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy:

	June 30, 2024				
	Carrying amount		Fair Value		
	Amortised cost	Fair value through profit or loss	Level 1	Level 2	Level 3
----- (Rupees) -----					
Financial assets					
Long term loans	10,783,434	-	-	-	-
Long term deposits	10,391,750	-	-	-	-
Trade debts	1,534,553,571	-	-	-	-
Loans and advances	53,248,934	-	-	-	-
Trade deposits, prepayments and other receivables	19,191,593	-	-	-	-
Accrued mark-up	40,791,252	-	-	-	-
Short term investment	624,296,603	40,030,754	40,030,754	-	-
Cash and bank balances	340,599,555	-	-	-	-
Financial liabilities					
Long-term financing - secured	11,949,006	-	-	-	-
Deferred income	243,621	-	-	-	-
Lease liabilities	27,373,609	-	-	-	-
Trade and other payables	809,405,985	238,758,321	238,758,321	-	-
Accrued mark-up	1,601,969	-	-	-	-
Short-term running finance	38,103,419	-	-	-	-
Current maturity of long-term financing	27,714,317	-	-	-	-
Current maturity of deferred income	1,664,417	-	-	-	-
Current maturity of lease liabilities	15,322,440	-	-	-	-
Taxation - net	76,604,937	-	-	-	-

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024**

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	June 30, 2023				
	Carrying amount		Fair Value		
	Amortised cost	Fair value through profit or loss	Level 1	Level 2	Level 3
	(Rupees)				
Financial assets					
Long term loans	112,716	-	-	-	-
Long term deposits	7,995,126	-	-	-	-
Trade debts	1,332,348,903	-	-	-	-
Loans and advances	109,176,550	-	-	-	-
Trade deposits, prepayments and other receivables	265,075,692	-	-	-	-
Accrued mark-up	11,027,234	-	-	-	-
Short term investment	154,296,602	-	-	-	-
Cash and bank balances	641,512,873	-	-	-	-
Financial liabilities					
Long-term financing - secured	36,562,696	-	-	-	-
Deferred income	1,908,038	-	-	-	-
Lease liabilities	6,405,468	-	-	-	-
Trade and other payables	698,637,910	227,199,035	227,199,035	-	-
Accrued mark-up	427,456	-	-	-	-
Short-term running finance	-	-	-	-	-
Current maturity of long-term financing	27,714,226	-	-	-	-
Current maturity of deferred income	3,100,401	-	-	-	-
Current maturity of lease liabilities	4,461,939	-	-	-	-
Taxation - net	69,383,958	-	-	-	-

41. CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

	30 June 2024		
	Long-term financing-secured (including deferred income)	Un-claimed and Unpaid dividend	Leases liabilities
	(Rupees)		
Balance at beginning of the year	69,285,361	47,796,212	10,867,407
Changes from financing cash flows			
Payments made during the year	(28,517,503)	-	(11,070,879)
Dividend paid	-	(367,734,965)	-
	(28,517,503)	(367,734,965)	(11,070,879)
Other changes			
Additions during the year	-	-	56,429,301
Finance costs	4,103,901	-	3,358,633
Amortization of government grant	(3,100,401)	-	-
Dividend declared	-	330,267,534	-
	1,003,500	330,267,534	42,899,521
Less: Accrued mark-up	(199,997)	-	-
Balance at end of the year	41,571,361	10,328,781	42,696,049

	30 June 2023		
	Long-term financing-secured (including deferred Income)	Un-claimed and Unpaid dividend	Leases liabilities
	(Rupees)		
Balance at beginning of the year	125,124,362	6,969,912	14,161,747
Changes from financing cash flows			
Payments made during the year	(57,649,367)	—	(4,409,685)
Dividend paid	—	(100,717,089)	—
	(57,649,367)	(100,717,089)	(4,409,685)
Other changes			
Finance costs	6,561,652	—	1,115,345
Amortization of government grant	(4,431,719)	—	—
Dividend declared	—	141,543,389	—
	2,129,933	141,543,389	1,115,345
Less: Accrued mark-up	(319,567)	—	—
Balance at end of the year	69,285,361	47,796,212	10,867,407

42. CAPITAL RISK MANAGEMENT

The Company's objective when managing capital is to safeguard the Company's ability to remain as a going concern and continue to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. As of the statement of financial position date, the debt to equity ratio is as follows:

The gearing ratio as at June 30, 2024 and June 30, 2023 is as follows:

	Note	30 June 2024	30 June 2023
		(Rupees)	
Long-term financing	21	39,663,323	64,276,922
Accrued mark-up		199,997	319,567
Total debt		39,863,320	64,596,489
Issued, subscribed and paid-up capital	20	94,362,065	94,362,065
Revenue reserves		4,199,603,162	3,338,361,695
Equity		4,293,965,227	3,432,723,760
Total debt plus equity		4,333,828,547	3,497,320,249
Gearing ratio		0.92%	1.85%

43. TRANSACTIONS WITH RELATED PARTIES

Related parties of the Company comprise associated companies, staff retirement fund, directors and key management personnel. All the transactions with related parties are entered into at agreed terms in the normal course of business as approved by the Board of Directors of the Company. Transactions with related parties are as follows:

Name of related party	Relationship	% of shareholding in the Company	Nature of transaction	30 June 2024	30 June 2023
				(Rupees)	
Provident Fund	Staff retirement fund	Nil	Contribution to fund	17,819,528	13,148,374
AICA Asia Pacific Holding Pte. Limited	Associate	24.99	Dividend paid	82,533,780	35,371,620

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

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43.1 Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity directly or indirectly. The Company considers all members of their executive management team, including the Chief Executive Officer and Directors, to be key management personnel.

44. REMUNERATION OF CHIEF EXECUTIVE OFFICER, DIRECTORS AND EXECUTIVES

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

	2024			2023		
	Chief Executive Officer	Directors	Executives	Chief Executive Officer	Directors	Executives
	(Rupees)					
Managerial remuneration	24,146,826	–	73,785,177	16,132,092	–	44,498,119
Bonus	21,783,718	–	39,063,802	15,151,904	–	15,506,079
Retirement and other benefits	2,772,448	–	38,346,890	1,930,492	–	10,324,075
House rent	10,005,333	–	30,589,701	6,598,020	–	15,386,547
	<u>58,708,325</u>	<u>–</u>	<u>181,785,570</u>	<u>39,812,508</u>	<u>–</u>	<u>85,714,820</u>
Number of persons	<u>1</u>	<u>6</u>	<u>29</u>	<u>1</u>	<u>6</u>	<u>18</u>

44.1 In addition, the Chief Executive Officer and certain executives are provided with free use of Company's maintained cars as per terms of employment.

44.2 Directors' fee to non-executive directors for attending the board meetings amounted to Rs. 13.88 million (2023: Rs. 13.73 million).

44.3 No remuneration was paid to any of the directors other than the Chief Executive Officer.

45. CAPACITY AND PRODUCTION

	30 June 2024		30 June 2023	
	Rated Capacity	Actual Production	Rated Capacity	Actual Production
	(M. tonnes)			
Resin division				
Urea / Melamine formaldehyde	77,000	25,862	77,000	29,971
Formaldehyde	119,000	72,013	119,000	85,942
	<u>196,000</u>	<u>97,875</u>	<u>196,000</u>	<u>115,913</u>
Percentage utilized		50%		59%
Moulding compound division				
Urea/ melamine formaldehyde moulding compound	39,000	31,475	39,000	31,497
Melamine Glazing Powder	2,000	936	2,000	1,126
	<u>41,000</u>	<u>32,411</u>	<u>41,000</u>	<u>32,623</u>
Percentage utilized		79%		80%

45.1 Capacity utilization is in line with market demand during the year.

46. NON-ADJUSTING EVENT AFTER THE REPORTING DATE

The Board of Directors in its meeting held on September 13, 2024 proposed final cash dividend of Rs. 10.00 per share for the year ended 30 June 2024 amounting to Rs. 188.72 million for approval of the members at the Annual General Meeting to be held on October 24, 2024.

The directors have also approved appropriation of Rs. 500 million (2023: Rs. 500 million) to general reserve. These appropriations will be approved in the forthcoming Annual General Meeting. The financial statements for the year ended 30 June 2024 do not include the effect of these appropriations which will be accounted in the financial statements for the year ending 30 June 2025.

47. PROVIDENT FUND

Investments out of provident fund have been made in accordance with the provisions of section 218 of the Companies Act 2017 and the rules formulated for this purpose.

48. NUMBER OF EMPLOYEES

Total number of employees as at the reporting date
Average number of employees during the year

30 June 2024	30 June 2023
230	227
229	225

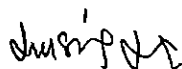
49. GENERAL

49.1 In these financial statements, figures have been rounded off to the nearest Pak rupee, unless otherwise stated.

49.2 Certain figures have been reclassified for better presentation, however there are no material reclassification to report.

50. DATE OF AUTHORISATION FOR ISSUE

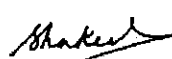
These financial statements were authorised for issue on September 13, 2024 by the Board of Directors of the Company.



MUSTAFA JAFAR
Chief Executive Officer



DONALD JENKIN
Chairman



SHAKEEL UDDIN
Chief Financial Officer

**PATTERN OF SHAREHOLDING
AS AT JUNE 30, 2024**

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NO.	CATEGORIES OF SHAREHOLDERS	NO. OF SHARES HELD	CATEGORY-WISE NO. OF FOLIOS / CDC ACCOUNTS	CATEGORY-WISE SHARES HELD	PERCENTAGE (%)
1	INDIVIDUALS		1,443	4,276,634	22.66
2	INVESTMENT COMPANIES		1	2,200	0.01
3	JOINT STOCK COMPANIES		16	1,785,701	9.46
4	DIRECTORS, CHIEF EXECUTIVE OFFICER AND THEIR SPOUSE AND MINOR CHILDREN Anam Fallma Khan Mustafa Jafar Mazhar Valjee Tariq Ahmed	1,000 1,000 1,000 1,000	4	4,000	0.02
5	EXECUTIVES		-	-	-
6	ASSOCIATED COMPANIES, UNDERTAKINGS AND RELATED PARTIES AICA Asia Pacific Holding Pte Ltd.		1	4,716,216	24.99
7	PUBLIC SECTOR COMPANIES AND CORPORATIONS		-	-	-
8	BANKS, DFI'S, NBFIS, INSURANCE COMPANIES, TAKAFUL, MODARABAS'S AND PENSION FUNDS Financial Institutions Insurance Companies Modaraba Pension Funds	3,237 329,100 616 292,030	17	624,983	3.31
9	MUTUAL FUNDS CDC - Trustee MCB Pakistan Stock Market Fund CDC - Trustee Alhamra Islamic Stock Fund CDC - Trustee Faysal Stock Fund CDC - Trustee Meezan Islamic Fund CDC - Trustee Faysal Asset Allocation Fund CDC - Trustee Meezan Tahaffuz Pension Fund - Equity Sub Fund CDC - Trustee Al Habib Islamic Stock Fund CDC - Trustee National Investment (Unit) Trust CDC - Trustee Golden Arrow Stock Fund CDC - Trustee Faysal Islamic Dedicated Equity Fund CDC - Trustee Faysal Islamic Stock Fund	126,147 88,600 2,750 280,800 3,300 600 12,000 1,614,810 193,000 1,500 6,700	11	2,330,207	12.35
10	FOREIGN INVESTORS		19	4,921,399	26.08
11	CO-OPERATIVE SOCIETIES		1	1,000	0.01
12	CHARITABLE TRUST		1	99,137	0.53
13	OTHERS		9	110,936	0.59
	TOTAL		1,523	18,872,413	100.00

SHAREHOLDERS HOLDING FIVE PERCENT OR MORE VOTING INTEREST IN THE LISTED COMPANY

TOTAL PAID-UP CAPITAL OF THE COMPANY		18,872,413	SHARES	
6% OF THE PAID-UP CAPITAL OF THE COMPANY		943,621	SHARES	
NAME(S) OF SHARE-HOLDER(S)	DESCRIPTION	NO. OF SHARES HELD	PERCENTAGE (%)	
AICA Asia Pacific Holding Pte Ltd.	FALL IN CAT.# 6	4,716,216	24.99%	
CDC - Trustee National Investment (Unit) Trust	FALL IN CAT.# 9	1,614,810	8.56%	
Aylesbury International Ltd.	FALL IN CAT.# 10	1,610,715	8.53%	
Robert Finance Corporation AG	FALL IN CAT.# 10	1,105,169	5.86%	
TOTAL		9,046,910	47.94%	

Detail of trading in the shares by the Directors, Executive and their spouses and minor children:

None of the Directors, Executives and their spouses and minor children has traded in the shares of the Company during the year of the company, except the following:

	BUY	SELL
Mustafa Jafar - Executive Director	1,000	-

NO. OF SHAREHOLDERS	SIZE OF HOLDING		TOTAL SHARES HELD
	FROM	TO	
632	1	100	18,477
349	101	500	101,830
161	501	1000	130,439
231	1001	5000	557,156
59	5001	10000	443,920
15	10001	15000	186,524
6	15001	20000	110,283
12	20001	25000	265,477
3	25001	30000	82,259
2	30001	35000	65,200
2	35001	40000	78,751
5	40001	45000	213,819
4	45001	50000	199,354
3	50001	55000	158,800
2	55001	60000	114,653
2	60001	65000	123,323
1	65001	70000	67,855
2	75001	80000	151,749
2	80001	85000	167,317
1	85001	90000	88,600
5	95001	100000	497,437
1	120001	125000	123,000
1	125001	130000	126,147
2	135001	140000	275,311
1	155001	160000	159,300
2	160001	165000	325,304
1	180001	185000	180,900
1	190001	195000	193,000
1	245001	250000	250,000
1	260001	265000	263,200
1	280001	285000	280,800
1	320001	325000	322,000
4	385001	390000	1,547,832
1	400001	405000	400,500
1	795001	800000	800,000
1	815001	820000	816,986
1	1105001	1110000	1,105,169
1	1545001	1550000	1,548,715
1	1610001	1615000	1,614,810
1	4715001	4720000	4,716,216
1,523			18,872,413

NOTICE OF 42ND ANNUAL GENERAL MEETING

Notice is hereby given that the Forty-Second (42nd) Annual General Meeting of the Members of the Company will be held at the Auditorium of Institute of Chartered Accountants of Pakistan, Chartered Accountants Avenue, Clifton, Karachi, and virtually through video-conference facility on Thursday, October 24, 2024 at 12:30 pm to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Accounts of the Company for the year ended June 30, 2024 together with the Chairman's Review Report, Reports of the Directors' and Auditors' thereon. As required under Section 223(7) of Companies Act, 2017, the Annual Audited Financial Statements of the Company have been uploaded on the website of the Company which can be downloaded through the QR code and web-link available in the Notes.
2. To approve, as recommended by the Board of Directors, the payment of Final Cash Dividend at Rs.10.00 per share i.e., 200% for the year ended June 30, 2024. This is in addition to the interim dividend at Rs.7.50 per share i.e., 150%, already paid. The total dividend for the financial year 2023-24 will be Rs.17.50 per share i.e., 350%.
3. To appoint External Auditors and to fix their remuneration for the year 2024-2025. The present auditors Messrs. BDO Ebrahim & Co, Chartered Accountants, retire and being eligible offer themselves for re- appointment.
4. To transact any other ordinary business of the Company with the permission of the chairman.

By Order of the Board

Mujtaba Hassan Ghanchi
Company Secretary

Karachi:

Dated: September 13, 2024

NOTES**1. Circulation of Annual Report through QR Code and through Weblink**

In accordance with the Section 223 of the Companies Act, 2017 and pursuant to SRO 389(I)/2023 dated March 21, 2023, of the Securities & Exchange Commission, the Company has obtained Shareholders' approval in 41st Annual General Meeting of the Company held on October 25, 2023, to circulate the Annual Report of the Company to Members through QR enabled Code and Weblink. The Annual Report is available through following QR Code and Weblink.

<https://www.dynea.com.pk/images/Accounts/JUNE-2024.pdf>

**2. Book Closure**

The share transfer books of the Company will be closed from October 17, 2024 to October 24, 2024 (both days inclusive) for the purpose of the Annual General Meeting and payment of the final dividend. Transfer requests received in order by M/s. FAMCO Share Registration Services (Pvt) Limited, 8-F, Next to Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shahrah-e-Faisal, Karachi. Tel: 0092-21-34380101-5, 34384621-3 (Ext-103) Fax: 0092-21-34380106, the Share Registrar of the Company by the close of business (05:00 pm) on October 16, 2024 will be treated in time for the purpose of determining above entitlement to the transferees for payment of final dividend and to attend the Annual General Meeting.

3. A. Attending the Meeting

- i. In case of individuals, the account holder or sub-account holder and/or the person whose securities and registration details as uploaded as per the Regulations, shall authenticate their identity by showing their original Computerized National Identity Card ("CNIC") or original passport at the time of attending the meeting.

- ii. In case of a corporate entity, the Board of the Director's resolution/power of attorney with specimen signature of the nominee shall be produced at the time of the meeting.

B. Appointment of Proxy

A member entitled to attend and vote at this General Meeting is entitled to appoint a Proxy to attend, speak and vote in his place at the Meeting. Instrument appointing a proxy must be deposited at the Registered Office of the Company or at the above-mentioned address of Company's Share Registrar at least 48 (forty-eight) hours before the time of the meeting, alongwith attested copy of CNIC of the shareholder appointed as Proxy. For the convenience of shareholders, proxy forms (both in English and Urdu) are enclosed with this notice and also available on the company's website www.dynea.com.pk

In the case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee along with his/her CNIC shall be provided at least 48 (forty-eight) hours before the time of the meeting. The individual members or representatives of corporate members of the Company in CDC must bring original CNIC or Passport and CDC Account and Participant ID Numbers to prove identity and verification at the time of the meeting.

CDC Account Holders will further have to follow the guidelines as laid down in Circular No.1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.

C) Virtual Participation in the AGM Proceedings

Shareholders interested in attending the AGM virtually through video conference facility, are hereby advised to get themselves registered with the company by providing the following information through email at dpl.corporate@dynea.com.pk along with a valid copy of their CNIC.

Name of Shareholder	CNIC No.	Folio No./CDC Account No.	No. of Shares	Contact No.	Email Address
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Online meeting link and login credentials will be shared with only those Members whose emails, containing all the required particulars, are received at the given email address by 05:00 pm on Wednesday, October 23, 2024. The login facility shall remain open from 12:15 pm till the end of the meeting. Shareholders can also provide their comments and questions for the agenda items of the AGM on dpl.corporate@dynea.com.pk by October 17, 2024.

D) Consent for Video Conference Facility

Pursuant to Section 132(2) of the Companies Act, 2017, Members may avail video conference facility for this AGM, provided the Company receives consent from the members residing in a city holding aggregate 10% or more shareholding at least 7 days prior to the date of the meeting.

In this regard, please send a duly signed request as per the following format at the registered office of the Company within prescribed timeline.

I / We, _____ of _____
 being member(s) of Dynea Pakistan Limited holder of _____
 Ordinary Share(s) as per Register Folio No. _____ hereby opt for Video
 Conference Facility at _____

 Signature of member(s)

NOTICE OF 42ND ANNUAL GENERAL MEETING

The Company will intimate members regarding venue of video conferencing facility at least 5 days before the date of Annual General Meeting along with complete information necessary to enable them to access such facility.

4. A. Withholding Tax on Dividend

Currently, the deduction of withholding tax on the amount of dividend paid by the companies under Section 150 read with Division-I of Part-III of the First Schedule of the Income Tax Ordinance, 2001, are as under:

- | | |
|--|-----|
| i. For Persons appearing in Active Taxpayer List (ATL): | 15% |
| ii. For Persons not appearing in Active Taxpayer List (ATL): | 30% |

Shareholders who have filed their return are advised to make sure that their names are entered into latest Active Taxpayers List (ATL) provided on the website of FBR at the time of dividend payment, otherwise they shall be treated as persons not appearing in ATL and tax on their cash dividend will be deducted at the rate of 30% instead of 15%.

B. Withholding tax on Dividend in Case of Joint Account Holders

In order to enable the Company to follow the directives of the regulators to determine shareholding ratio of the Joint Account Holder(s) (where shareholding has not been determined by the Principal shareholder) for deduction of withholding tax on dividend of the Company, shareholders are requested to please furnish the shareholding ratio details of themselves as Principal shareholder and their Joint Holders, to the Company's Share Registrar, enabling the Company to compute withholding tax of each shareholder accordingly. The required information must reach the Company's Share Registrar by October 16, 2024, otherwise each shareholder will be assumed to have equal proportion of shares and the tax will be deducted accordingly.

C. Payment of Cash Dividend Electronically (E-mandate)

In accordance with the provisions of Section 242 of the Companies Act, 2017 and Companies (Distribution of Dividend) Regulations, 2017, it is mandatory that dividend payable in cash shall only be paid through electronic mode directly into the bank account designated by the entitled shareholder. Notice in this regard has already been published earlier in newspapers as per Regulations. All shareholders are once again requested to provide details of their bank mandate specifying: (i) title of account, (ii) IBAN number (iii) bank name and (iv) branch name, code & address; to Company's Share Registrar. Shareholders who hold shares with Participants/Central Depository Company of Pakistan (CDC) are advised to provide the mandate to the concerned Broker/CDC. In absence of the complete bank details, including IBAN mentioned above the company shall withhold the Dividend under the provision of Section 243 of the Companies Act, 2017. The "Electronic Dividend Mandate Form" in English and Urdu is available on the Company's website: (www.dynea.com.pk)

D. Unclaimed Dividends and Share Certificates

The Company has previously discharged responsibility under Section 244 of the Companies Act, 2017, whereby the Company approached shareholders to claim their unclaimed dividends and undelivered share certificates in accordance with the law.

Any Shareholders whose dividends and share certificates are still unclaimed/undelivered, are hereby once again requested to approach the Company with all necessary details immediately, to claim their outstanding dividend amounts and/or undelivered share certificates. In case no claim is received, the Company shall proceed in accordance with the applicable law.

5. Distribution of Annual Report through Email (Optional)

Pursuant to the provisions of Section 223(6) of the Companies Act, 2017, the company is permitted to circulate their annual financial statements, along with Auditor's Report, Directors' Report etc. ("**Annual Report**") and the notice of annual general meeting ("**Notice**"), to its shareholders by email. Shareholders of the Company who wish to receive the Company's Annual Report and Notice of Annual General Meeting by email are requested to provide the completed Electronic Communication Consent Form (available on the Company's website), to the Company's Share Registrar.

The audited financial statements of the Company for the year ended June 30, 2024 have been made available on the Company's website (www.dynea.com.pk) in addition to annual and quarterly financial statements for prior years.

6. Conversion of Physical Shares into Book-Entry Form

As per Section 72 of the Companies Act, 2017 all listed companies are required to replace shares issued by them in physical form to book-entry form within four years of the promulgation of the Companies Act, 2017.

Given the above requirement, all shareholders of Dynea Pakistan Limited having physical folios/share certificates are requested to convert their shares into book-entry form at the earliest. Maintaining shares in book-entry form will make the process of share handling more efficient and reduce risk, and will facilitate shareholders in the safe custody of shares. Shareholders may contact the Company's Share Registrar, M/s. FAMCO Share Registration Services (Pvt) Limited for the conversion of physical shares into book-entry form.

7. Submission of Copies of CNIC Not Provided Earlier

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

8. Change of Address

The Shareholders are requested to immediately notify the change in their mailing address, if any, to the Company's Share Registrar. In case of corporate entity, the shareholders are requested to promptly notify change in their particulars of their authorized representative, if applicable.

9. Website

The Notice of Annual General Meeting has been placed on the Company's website www.dynea.com.pk in addition to its dispatch to the shareholders.

۵۔ سالانہ رپورٹ کی بذریعہ ای میل تقسیم (اختیاری)

کمپنیز ایکٹ، ۲۰۱۷ کے سیکشن ۲۲۳ (۶) کی شق کے مطابق کمپنیز کو اجازت دی جاتی ہے کہ وہ اپنے سالانہ مالیاتی حسابات بشمول آڈیٹڈ رپورٹ اور ڈائریکٹرز رپورٹ وغیرہ ("سالانہ رپورٹ") اور سالانہ اجلاس عام کی اطلاع ("نوٹس") اپنے شیئر ہولڈرز کو بذریعہ ای میل ارسال کر سکتے ہیں۔ کمپنی کے ایسے شیئر ہولڈرز جو کمپنی کی سالانہ رپورٹ اور سالانہ اجلاس عام کے نوٹس بذریعہ ای میل وصول کرنے کے خواہشمند ہوں، ان سے درخواست ہے کہ وہ (کمپنی کی ویب سائٹ پر دستیاب) الیکٹرونک کیونیکیشن کنسینٹ فارم کو پُر کر کے کمپنی کے شیئر رجسٹرار کو ارسال کر دیں۔

۳۰ جون ۲۰۲۲ کو ختم ہونے والے سال کیلئے کمپنی کے آڈٹ شدہ مالیاتی حسابات کمپنی کی ویب سائٹ www.dynea.com.pk پر گزشتہ سالوں کے سالانہ اور سہ ماہی مالیاتی حسابات کے ساتھ دستیاب ہیں۔

۶۔ فزیکل شیئرز کی بک اینٹری کی صورت میں منتقلی

کمپنیز ایکٹ، ۲۰۱۷ کے سیکشن ۷۲ کے مطابق تمام لسٹڈ کمپنیوں کے لئے یہ لازم ہے کہ وہ کمپنیز ایکٹ، ۲۰۱۷ کے نافذ العمل ہونے کی تاریخ سے ۳ سال کے اندر ان کی جانب سے فزیکل صورت میں جاری کردہ شیئرز کو بک اینٹری کی شکل میں تبدیل کریں۔

اس کے مطابق ڈانیا پاکستان لمیٹڈ کے ان تمام شیئر ہولڈرز کو جو فزیکل فولیوڈ/شیئرز سرٹیفکیٹس کے حامل ہیں، ان سے درخواست کی جاتی ہے کہ وہ اپنے شیئرز کو جلد از جلد بک اینٹری کی صورت میں تبدیل کرائیں۔ بک اینٹری کی صورت میں شیئرز ہونے سے شیئرز رکھنے کا عمل مزید بہتر اور خطرات سے پاک ہو جائے گا اور شیئر ہولڈرز کو شیئرز کی محفوظ تحویل کی سہولت بھی حاصل ہو جائے گی۔ شیئر ہولڈرز اپنے فزیکل شیئرز کی بک اینٹری کی صورت میں منتقلی کے لئے کمپنی یا اس کے شیئر رجسٹرار، میسرز فیکو شیئرز رجسٹریشن سروسز (پرائیویٹ) لمیٹڈ سے رابطہ کر سکتے ہیں۔

۷۔ سی این آئی سی کی نقول کا جمع کرنا اگر پہلے فراہم نہ کی گئی ہوں

انفرادی شیئر ہولڈرز کو ایک بار پھر یاد دہانی کرائی جاتی ہے کہ اپنے کارآمدی این آئی سی کی ایک کاپی فوراً جمع کرادیں اگر یہ پہلے کمپنی کے شیئر رجسٹرار کو جمع نہیں کرائی گئی، شیئر ہولڈرز کے کارآمدی این آئی سی کی کاپی کمپنی کے ریکارڈز میں عدم دستیابی کی صورت میں کمپنیز ایکٹ، ۲۰۱۷ کے سیکشن ۲۲۳ کی شق ۲۲۳ کے تحت منافع مقدمہ کو روک لے گی۔

۸۔ بچے کی تبدیلی

شیئر ہولڈرز سے درخواست کی جاتی ہے کہ اپنے ڈاک کے چوں میں کسی بھی تبدیلی، اگر کوئی ہو، سے فوری طور پر کمپنی کے شیئر رجسٹرار کو مطلع فرمائیں۔ کارپوریٹ ادارے کی صورت میں شیئر ہولڈرز سے درخواست ہے کہ اپنے مجاز نمائندے کے کوائف میں کسی بھی تبدیلی، اگر لاگو ہو، سے فوری طور پر مطلع کریں۔

۹۔ ویب سائٹ

سالانہ اجلاس عام کی اطلاع شیئر ہولڈرز کو ارسال کرنے کے علاوہ کمپنی کی ویب سائٹ www.dynea.com.pk پر فراہم کی جارہی ہے۔

کمپنی ممبران کو سالانہ اجلاس عام کی تاریخ سے کم از کم ۵ دن قبل وڈیو کانفرنسنگ سہولت کے مقام کے بارے میں اس سہولت تک رسائی کے بارے میں تمام ضروری معلومات کے ساتھ آگاہ کر دے گی۔

۳۔ اے۔ منافع منقسمہ پر وڈیو کانفرنسنگ ٹیکس

موجودہ طور پر کمپنی کی جانب سے ادا کی جانے والی منافع منقسمہ کی رقم پر وڈیو کانفرنسنگ ٹیکس کی کوٹنی زیر دفعہ ۱۵۰ آئٹم ٹیکس آرڈیننس، ۲۰۰۱ء کے فرسٹ شیڈول کے ڈویژن ۱ بابت III کے مطابق درج ذیل ہے:

- | | | |
|------|---|---------|
| (i) | ایک ٹو ٹیکس پیئر لسٹ (اے ٹی ایل) پر موجود افراد کے لئے | ۱۵ فیصد |
| (ii) | ایک ٹو ٹیکس پیئر لسٹ (اے ٹی ایل) پر موجود نہ ہونے والے افراد کے لئے | ۳۰ فیصد |

وڈیو کانفرنسنگ جوائنٹ ہولڈرز جو اپنے گوشوارے داخل کر چکے ہوں انہیں ہدایت کی جاتی ہے کہ وہ اپنے ناموں کی ایف بی آر کی ویب سائٹ پر فراہم کردہ تازہ ترین ٹیکس پیئر لسٹ (اے ٹی ایل) پر موجودگی کو منافع منقسمہ کی ادائیگی کے وقت یقینی بنائیں بصورت دیگر انہیں اے ٹی ایل پر موجود نہ ہونے والا فرد تصور کیا جائے گا اور ان کے نقد منافع منقسمہ پر ۱۵ فیصد کے بجائے ۳۰ فیصد کی شرح سے کوٹنی کی جائے گی۔

بی۔ جوائنٹ اکاؤنٹ ہولڈرز کی صورت میں منافع منقسمہ پر وڈیو کانفرنسنگ ٹیکس

کمپنی کو ریگولیٹرز کی ہدایت پر عمل کرتے ہوئے جوائنٹ اکاؤنٹ ہولڈرز (ہولڈرز) کے شیئر ہولڈنگ کے تناسب کا تعین (جہاں پر ہیل شیئر ہولڈرز کی جانب سے شیئر ہولڈنگ کا تعین نہ کیا گیا ہو) کمپنی کے منافع منقسمہ پر وڈیو کانفرنسنگ ٹیکس کی کوٹنی کے سلسلے میں شیئر ہولڈرز سے درخواست ہے کہ وہ اپنے پاس موجود شیئر ہولڈنگ کے تناسب کی تفصیل بطور پرنسپل شیئر ہولڈرز ان کے مشترکہ ہولڈرز کمپنی کے شیئر رجسٹرار کو فراہم کر دیں تاکہ کمپنی اس کے مطابق ہر ایک شیئر ہولڈر کے وڈیو کانفرنسنگ ٹیکس کا تعین کر سکے۔ مطلوبہ معلومات لازماً کمپنی کے شیئر رجسٹرار کو ۱۶ اکتوبر ۲۰۲۲ء تک موصول ہو جائیں بصورت دیگر ہر ایک شیئر ہولڈر کو شیئر کے مساوی تعداد کا حامل تصور کیا جائے گا اور اس کے مطابق ٹیکس کی کوٹنی کی جائے گی۔

سی۔ نقد منافع منقسمہ کی الیکٹرانک ادائیگی (ای۔ مینڈیٹ)

کمپنی ایکٹ ۲۰۱۷ء کے سیکشن ۲۴۲ کی شقوں اور کمپنیز (منافع منقسمہ کی تقسیم) ریگولیشنز، ۲۰۱۷ء کے مطابق یہ لازم ہے کہ نقد کی صورت میں قابل ادائی منافع منقسمہ صرف بذریعہ الیکٹرانک طریقہ کار براہ راست استحقاق کے حامل شیئر ہولڈرز کی جانب سے نامزد کردہ بینک اکاؤنٹ میں جمع کرایا جائے۔ اس سلسلے میں ضوابط کے تحت اخبارات میں نوٹس پہلے ہی شائع کرائے جاتے ہیں۔ تمام شیئر ہولڈرز کو ایک بار پھر مطلع کیا جاتا ہے کہ وہ اپنے بینک مینڈیٹ کی تفصیلات جس میں (i) اکاؤنٹ کا نمائند (ii) آئی بی اے این نمبر (iii) بینک کا نام (iv) برانچ کا نام، کوڈ اور پتہ شامل ہو، کمپنی کے شیئر رجسٹرار کو فراہم کر دیں۔ ایسے شیئر ہولڈرز جو پاپر ٹیٹل / سینٹرل ڈیپازٹری کمپنی آف پاکستان (سی ڈی سی) کے پاس شیئرز کے حامل ہوں، ان کو آگاہ کیا جاتا ہے کہ وہ اپنا مینڈیٹ متعلقہ بروکر / سی ڈی سی کو فراہم کر دیں۔ مکمل بینک تفصیلات بشمول آئی بی اے این کی عدم موجودگی میں کمپنی مذکورہ بالا کمپنیز ایکٹ، ۲۰۱۷ء کے سیکشن ۲۴۳ کی شق کے تحت منافع منقسمہ روک لے گی۔ ”الیکٹرونک ڈیویڈنڈ مینڈیٹ فارم“ انگریزی اور اردو دونوں میں کمپنی کی ویب سائٹ www.dynea.com.pk پر دستیاب ہے۔

ڈی۔ غیر کلیم کردہ منافع منقسمہ اور شیئر سرٹیفکیٹس

کمپنی اس سے قبل بھی کمپنیز ایکٹ، ۲۰۱۷ء کے سیکشن ۲۴۳ کے تحت اپنی ذمہ داری سے عہدہ براہ ہو چکی ہے جس کے ذریعے کمپنی نے شیئر ہولڈرز سے رابطہ کر کے ان کو قانون کے مطابق ان کے غیر کلیم کردہ منافع منقسمہ اور غیر موصول شدہ شیئر سرٹیفکیٹس کے کلیم کرنے کی ہدایت کی تھی۔ کوئی بھی شیئر ہولڈرز جن کے منافع منقسمہ اور شیئر سرٹیفکیٹس ابھی تک غیر کلیم کردہ / غیر ترسیل شدہ ہوں، ان سے بذریعہ الیکٹرونک بار پھر درخواست کی جاتی ہے کہ تمام تر ضروری تفصیلات کے ساتھ فوری طور پر اپنی واجب الادا منافع منقسمہ کی رقمات اور / یا غیر ترسیل شدہ شیئر سرٹیفکیٹس کے کلیم کے لئے رابطہ کریں۔ اگر مقررہ مدت کے اندر کمپنی کو کوئی کلیم موصول نہ ہوا تو کمپنی مروجہ قوانین کے مطابق اس پر مزید کارروائی کرے گی۔

اطلاع برائے ۴۲ واں سالانہ اجلاس عام

ii کارپوریٹ ادارے کی صورت میں بورڈ آف ڈائریکٹرز کی قرارداد/پاور آف اٹارنی مع نامزد کردہ کے نمونہ دستخط اجلاس میں شرکت کے وقت فراہم کرنا ہوں گے۔

بی۔ پراکسی کا تقرر

اجلاس عام میں شرکت کرنے اور ووٹ دینے کا استحقاق رکھنے والا کوئی بھی ممبر اجلاس میں اپنی جگہ شرکت کرنے، بولنے اور ووٹ دینے کیلئے ایک پراکسی کا تقرر کر سکتا ہے۔ پراکسی کے تقرر کی دستاویز لازمی طور پر کمپنی کے رجسٹرڈ آفس میں یا کمپنی کے شیئر رجسٹرار کے مذکورہ بالا پتے پر اجلاس کے مقررہ وقت سے کم از کم ۴۸ (اڑتالیس) گھنٹے قبل پراکسی کی حیثیت کے تقرر کرنے والے شیئر ہولڈر کی سی این آئی سی کی مصدقہ کاپی کے ہمراہ موصول ہو جائے۔ شیئر ہولڈرز کی سہولت کیلئے پراکسی فارم (انگریزی اور اردو دونوں میں) نوٹس ہذا کے ساتھ منسلک کیے گئے ہیں اور کمپنی کی ویب سائٹ www.dynea.com.pk پر بھی دستیاب ہیں۔

کارپوریٹ ادارے کی صورت میں بورڈ آف ڈائریکٹرز کی قرارداد/پاور آف اٹارنی مع نامزد کردہ کے نمونہ دستخط بشمول ان کے سی این آئی سی اجلاس کے وقت سے کم از کم ۴۸ (اڑتالیس) گھنٹے قبل فراہم کر دی جائیں۔ انفرادی ممبران یا سی ڈی سی میں کمپنی کے کارپوریٹ ممبران کے نمائندے لازمی طور پر اپنے اصل سی این آئی سی یا پاسپورٹ اور سی ڈی سی اکاؤنٹ اور پارٹیشن آئی ڈی نمبرز اجلاس کے وقت اپنی شناخت اور تصدیق کے لئے پیش کریں۔

سی ڈی سی اکاؤنٹ ہولڈرز کو مزید برآں سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی جانب سے جاری کردہ سرکلر نمبر، مورخہ ۲۶ جنوری ۲۰۰۰ء میں دی گئی رہنما ہدایات پر بھی عمل کرنا ہوگا۔

ی۔ سالانہ اجلاس عام کی کارروائیوں میں درج ذیل شرکت

سالانہ اجلاس عام میں درج ذیل بذریعہ وڈیو کانفرنس سہولت شرکت کے خواہشمند شیئر ہولڈرز کو بذریعہ ہدایت کی جاتی ہے کہ درج ذیل معلومات dpl.corporate@dynea.com.pk بشمول سی این آئی سی کی کارڈ کا پی ای میل کر کے خود کو کمپنی کے پاس رجسٹرڈ کرائیں:

شیئر ہولڈر کا نام	سی این آئی سی نمبر	فولیو نمبر/سی ڈی سی اکاؤنٹ نمبر	شیئر کی تعداد	رابطہ نمبر	ای میل ایڈریس
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آن لائن میٹنگ لنک اور لاگ ان کی تفصیلات صرف ان ممبران کو فراہم کی جائیں گی جن کے تمام تر مطلوبہ کوائف پر مشتمل ای میلز دیے گئے ای میل ایڈریس پر بروز بدھ ۲۳ اکتوبر ۲۰۲۳ء کو شام ۵:۰۰ بجے تک موصول ہو جائیں گے۔ لاگ ان کی سہولت دوپہر ۱۲:۱۵ بجے سے اجلاس کے اختتام تک کھلی رہیں گی۔ شیئر ہولڈر سالانہ اجلاس عام کے ایجنڈا آئٹمز کے لئے اپنے تہرے اور استفسارات بھی ۱۷ اکتوبر ۲۰۲۳ء تک dpl.corporate@dynea.com.pk پر فراہم کر سکتے ہیں۔

ڈی۔ وڈیو کانفرنس سہولت کے لئے اجازت نامہ

کمپنیز ایکٹ، ۲۰۱۷ء کے سیکشن ۱۳۲(۲) کے مطابق ممبران اس سالانہ اجلاس عام کے لئے وڈیو کانفرنس کی سہولت حاصل کر سکتے ہیں۔ اس کے لئے یہ لازم ہے کہ کمپنی کو کسی ایک شہر میں مقیم ۱۰ فیصد یا زائد شیئر ہولڈنگ کے حامل ممبران کی جانب سے اجلاس کی مقررہ تاریخ سے کم از کم ۷ دن قبل کمپنی کو درخواست موصول ہونی چاہئے۔

اس سلسلے میں براہ مہربانی درج ذیل فارمیٹ کے مطابق باقاعدہ دستخط شدہ درخواست کمپنی کے رجسٹرڈ آفس میں مقررہ وقت کے اندر ارسال کر دی جائے:

میں/ہم	_____	سکنہ	_____	بحیثیت ڈائریکٹر پاکستان لمیٹڈ
کے ممبر (ز) حامل	_____	عمومی شیئر زب مطابق رجسٹرڈ فولیو نمبر	_____	
بذریعہ ہذا بمقام	_____	وڈیو کانفرنس کی سہولت حاصل کرنے کے خواہشمند ہیں۔	_____	
	_____	ممبر (ز) کے دستخط	_____	

بذریعہ ہذا اطلاع دی جاتی ہے کہ کمپنی کے ممبران کا ۲۰۲۳ واں سالانہ اجلاس عام لنسٹی ٹیوٹ آف چارٹرڈ اکاؤنٹنٹس آف پاکستان کے آڈیٹوریم، چارٹرڈ اکاؤنٹنٹس ایونیو، کلفٹن، کراچی میں اور درج ذیل طور پر بذریعہ ویڈیو کانفرنس فیسیلٹی، بروز جمعرات ۲۴ اکتوبر ۲۰۲۳ء کو دوپہر ۱۲:۳۰ بجے درج ذیل امور کی انجام دہی کیلئے منعقد کیا جائے گا:

عمومی کارروائی

- ۱۔ ۳۰ جون ۲۰۲۳ء کو ختم ہونے والے سال کیلئے کمپنی کے آڈٹ شدہ حسابات مع ان پرچیز مین کی جائزہ رپورٹ، ڈائریکٹرز اور آڈیٹرز کی رپورٹس کی وصولی غور اور منظوری۔ کمپنیز ایکٹ، ۲۰۱۷ء کے سیکشن ۲۲۳ (۷) کے تحت کمپنی کے سالانہ آڈٹ شدہ مالیاتی حسابات کمپنی کی ویب سائٹ پر آپ لوڈ کر دیے گئے ہیں جنہیں نوٹس میں دیئے گئے QR کوڈ اور ویب لنک کے ذریعے ڈاؤن لوڈ کیا جاسکتا ہے:
- ۲۔ ۳۰ جون ۲۰۲۳ء کو ختم ہونے والے سال کیلئے بورڈ آف ڈائریکٹرز کی سفارش کے مطابق حتمی نقد منافع منقسمہ بشرح ۵۰۰ روپے فی شیئر یعنی ۲۰۰ فیصد ادا یگی کی منظوری دینا۔ یہ ۱۵ فیصد عبوری منافع منقسمہ یعنی ۵۰ روپے فی حصص جو پہلے ہی ادا کیا جا چکا ہے کہ علاوہ ہے۔ اس طرح مالیاتی سال ۲۳-۲۰۲۳ء کیلئے مجموعی طور پر ۳۵ فیصد یعنی ۵۰ روپے فی حصص منافع منقسمہ ہوگا۔
- ۳۔ برائے سال ۲۵-۲۰۲۴ء ایکسٹرنل آڈیٹرز کا تقرر اور ان کے معاوضے کا تعین۔ موجودہ آڈیٹرز میسرز بی ڈی ادا براہیم اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس مدت ختم ہونے کے بعد اور اہل ہونے کی بناء پر خود کو دوبارہ تقرری کیلئے پیش کرتے ہیں۔
- ۴۔ صدر اجلاس کی اجازت سے کمپنی کے کسی بھی دیگر عمومی امور کی انجام دہی۔

حسب الحکم بورڈ

مجیبی حسن کماٹھی
کمپنی سیکریٹری

کراچی:

۱۳ ستمبر ۲۰۲۳ء

نوٹ:

۱۔ QR کوڈ اور ویب لنک کے ذریعے سالانہ رپورٹ کی دستیابی

کمپنیز ایکٹ، ۲۰۱۷ء کے سیکشن ۲۲۳ کے مطابق اور ایس ای سی پی کے ایس آر او ۱۸۹ (۱) ۲۰۲۳ مورخہ ۲۱ مارچ ۲۰۲۳ء کی تعمیل میں کمپنی نے ۲۵ اکتوبر ۲۰۲۳ء کو منعقدہ ۳۱ ویں سالانہ اجلاس عام میں حصص یافتگان سے QR کوڈ اور ویب لنک کے ذریعے اراکین کو سالانہ رپورٹ ارسال کرنے کی منظوری حاصل کی ہے۔ رپورٹ مندرجہ ذیل QR کوڈ اور ویب لنک کے ذریعے دستیاب ہے:



<https://www.dynea.com.pk/images/Accounts/JUNE-2024.pdf>

۲۔ بکس کی بندش

کمپنی کی شیئر ٹرانسفر بکس ۱۷ اکتوبر ۲۰۲۳ء تا ۲۴ اکتوبر ۲۰۲۳ء (بشمول دونوں ایام) سالانہ اجلاس عام اور حتمی منافع منقسمہ کی ادا یگی کے مقاصد کے لئے بند رہیں گی۔ ہمارے شیئر رجسٹرار، میسرز فیکو شیئر رجسٹریشن سروسز (پرائیویٹ) لمیٹڈ، 8-F، متصل ہوٹل فاران، نرسری، بلاک-6، پی ای سی ایچ ایس، شاہراہ فیصل، کراچی۔ فون: 5-34380101 (92-21)، 3-34384621 (ایکسٹینشن 103)، فیکس: 34380106 (92-21) پر ۱۶ اکتوبر ۲۰۲۳ء کو کاروباری اوقات کے اختتام تک (شام ۵:۰۰ بجے) درست موصولہ ٹرانسفر حتمی منافع منقسمہ کی ادا یگی اور سالانہ اجلاس عام میں شرکت کے لئے ٹرانسفریز کے تعین کے مقصد کیلئے بروقت تصور کئے جائیں گے۔

۳۔ اے۔ اجلاس میں شرکت کرنا

i افراد کی صورت میں اکاؤنٹ ہولڈر یا ضمنی اکاؤنٹ ہولڈر اور/یا ایسے افراد جن کی سیکورٹیز اور رجسٹریشن تفصیلات ریگولیشنز کے مطابق اپ لوڈ کر دی گئی ہوں، انہیں اجلاس میں شرکت کے وقت اپنا اصل کمپیوٹرائزڈ قومی شناختی کارڈ ("سی این آئی سی") یا اصل پاسپورٹ پیش کرنا ہوگا۔

ویڈیو فیس اور پرمٹ فیس کیس

ایکسائز اور ٹیکسیشن ڈپارٹمنٹ، حکومت سندھ (دی ڈپارٹمنٹ) نے فارمل ڈی ہائیڈ کی تیاری میں کمپنی کی جانب سے استعمال کئے جانے والے ایک اہم خام میٹریل میٹھانول پر فروخت اور اجازت کی فیس لاگو کی ہے۔ کمپنی نے ان لیویز کو لاگو کرنے کے خلاف ایک پٹیشن معزز سندھ ہائی کورٹ (ایچ سی ایس) میں اگست 1996 میں دائر کی تھی۔ جون 2001 میں معزز سندھ ہائی کورٹ نے کمپنی کے حق میں کیس کا فیصلہ دے دیا تھا۔ تاہم ڈپارٹمنٹ نے مذکورہ حکم نامے کے خلاف معزز سپریم کورٹ آف پاکستان (ایس سی پی) میں ایک اپیل داخل کر دی۔ معزز سپریم کورٹ آف پاکستان نے سندھ ہائی کورٹ کے فیصلے کو معطل کر دیا اور سندھ ہائی کورٹ کو از سر نو سماعت کیلئے کیس دوبارہ واپس بھیج دیا۔ مارچ 2003 میں معزز سندھ ہائی کورٹ نے کمپنی کے حق میں کیس کا فیصلہ سنایا۔ ڈپارٹمنٹ نے ایک بار پھر معزز سپریم کورٹ آف پاکستان میں اپیل دائر کر دی۔

دسمبر 2019 میں حکومت سندھ نے ایک درخواست دائر کی کہ محکمہ فوری اور ملکہ اپیلوں کیلئے دباؤ نہیں ڈال سکتا اور نوٹیفکیشن مورخہ 14 فروری 2002 کے بعد اور سندھ (تریمی) آرڈینری آریڈینس 2002 مورخہ 30 اکتوبر 2002 کے بعد تازہ ترین ڈیمانڈ کی جائے گی۔ اس کے علاوہ محکمہ 1990 سے اکتوبر 2002 تک کی مدت کیلئے انڈیکسٹری ہائز کے ذریعے محفوظ ڈیمانڈ کو سرینڈر کرے گا۔ سپریم کورٹ نے ان شرائط پر دستبرداری کو قبول کر لیا۔ محکمہ کی جانب سے دوبارہ ڈیمانڈ کی وصولی کے تحت کمپنی کا ارادہ ہے کہ متعلقہ عدالت انصاف سے کیس کے دفاع کیلئے رابطہ کیا جائے۔ اب تک ایکسائز ڈپارٹمنٹ کی جانب سے کوئی ایسا مطالبہ نہیں کیا گیا ہے۔ قانونی مشیر کے نقطہ نظر کے مطابق اور معطل کی خوبیوں کے پیش نظر کمپنی اپنے حق میں فیصلے کی توقع رکھتی ہے۔ اس کے مطابق کسی بھی مالی ذمہ داری کیلئے کوئی شق ان مالیاتی حسابات میں فراہم نہیں کی گئی ہے۔ بورڈ اور انتظامیہ پر اعتماد ہیں کہ کمپنی اپنی موجودہ حیثیت کے مطابق کام جاری رکھے گی۔

آڈیٹرز کا تقرر

میسرز بی ڈی ادا براہیم اینڈ کمپنی چارٹرڈ اکاؤنٹینٹس نے آئندہ سال کے لئے بطور آڈیٹرز خدمات انجام دینے کی خواہش ظاہر کی ہے۔ وہ انٹرنیٹ ٹیوٹ آف چارٹرڈ اکاؤنٹینٹس آف پاکستان کے کوالٹی کنٹرول ریویو پروگرام کے تحت اطمینان بخش ریٹنگ کے حامل ہیں۔ ڈائریکٹرز نے سفارش کی ہے کہ انہیں آئندہ سال کے لئے آڈیٹر تعینات کر دیا جائے۔


جیئر مین کا جائزہ

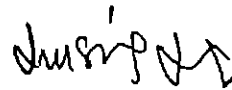
کمپنی کے ڈائریکٹرز جیئر مین کے جائزے، کمپنی کی مجموعی کارکردگی، مستقبل کے منظر نامے اور بورڈ کی کارکردگی اور اس کے موثر ہونے کے حوالے سے تمام تر مشتملات کی توثیق کرتے ہیں۔

اعتراف

ڈائریکٹرز تمام اسٹیک ہولڈرز کی کاوشوں کا اعتراف کرتے ہیں اور رواں مالی سال کیلئے اطمینان بخش نتائج کے حصول میں ان کی شراکت پر انہیں خراج تحسین پیش کرتے ہیں بالخصوص مالیاتی اداروں، صارفین اور کمپنی کے ملازمین کے تعاون پر ان کے دلی شکر گزار ہیں۔

بورڈ آف ڈائریکٹرز کی جانب سے


ڈیوڈ جی جی خان
جیئر مین


مصطفیٰ جعفر
چیف ایگزیکٹو آفیسر

کراچی: 13 ستمبر 2024

12 زیر جائزہ سال کے دوران بورڈ آف ڈائریکٹرز نے 5 مرتبہ اجلاس طلب کئے اور ان میں متعلقہ ڈائریکٹرز کی شرکت درج ذیل کے مطابق رہی:

نمبر شمار	بورڈ ممبر کے نام	اجلاسوں میں شرکت
1	جناب ڈونلڈ جینکن (چیئر مین)	5/5
2	جناب مصطفیٰ جعفر (چیف ایگزیکٹو آفیسر)	4/4
3	جناب عدنان آفریدی	5/5
4	محترمہ انعم فاطمہ خان	5/5
5	جناب لی کن سنگ	5/5
6	جناب طارق احمد	5/5
7	جناب مظہر واجی *	4/4
8	جناب شبیر عباس	1/1

* جناب مظہر واجی نے اتفاقی اسامی کو پر کرنے کیلئے 23 اکتوبر 2024 کو بورڈ میں شمولیت اختیار کی۔

13 آڈٹ کمیٹی نے 14 اجلاس طلب کئے اور ان میں متعلقہ ڈائریکٹرز کی شرکت درج ذیل کے مطابق رہی:

نمبر شمار	ڈائریکٹرز کے نام	اجلاسوں میں شرکت
1	جناب عدنان آفریدی (چیئر مین)	4/4
2	جناب ڈونلڈ جینکن	4/4
3	جناب مظہر واجی	2/3

14 انسانی وسائل اور معاوضہ کمیٹی نے 12 اجلاس طلب کئے اور اس میں متعلقہ ڈائریکٹرز کی شرکت درج ذیل کے مطابق رہی:

نمبر شمار	ڈائریکٹرز کے نام	اجلاسوں میں شرکت
1	محترمہ انعم فاطمہ خان (چیئر پرسن)	3/3
2	جناب ڈونلڈ جینکن	3/3
3	جناب مصطفیٰ جعفر	2/2
4	جناب شبیر عباس *	1/1

* جناب شبیر عباس 14 ستمبر 2024 کو عہدے سے سبکدوش ہو گئے۔

15 بورڈ اور پیشتر کمیٹیوں کے تمام تراس اجلاس ویڈیو کانفرنسنگ کے ذریعے منعقد کیے گئے۔

نمایاں تبدیلیاں اور معاہدے

کمپنی کے مالی سال کے اختتام سے لے کر متعلقہ بیلنس شیٹ اور رپورٹ کی تاریخ کے دوران ایسی کوئی اہم تبدیلی یا معاہدے نہیں کیے گئے جو کمپنی کی مالی پوزیشن پر اثر انداز ہوتے ہوں، ماسوائے ان کے جن کی وضاحت مالیاتی حسابات یا اس رپورٹ میں کردی گئی ہے۔

منافع منقسمہ اور اختصام

گزشتہ مالی سال کے دوران کمپنی کی کارکردگی کے پیش نظر ڈائریکٹرز نے پہلے ہی 7.50 روپے فی شیئر یعنی 150 فیصد عبوری منافع منقسمہ ادا کیا ہے اور اب 10.00 روپے فی شیئر یعنی 200 فیصد شیئر ہولڈرز کو حتمی منافع منقسمہ کی ادائیگی کی تجویز کی ہے۔ ڈائریکٹرز نے جنرل ریزرو کے لئے 500 ملین روپے کی منتقلی کا بھی اعلان کیا ہے۔

کمپنی کے شیئرز کی تجارت

30 جون 2024 کو ختم ہونے والے سال کے دوران ڈائریکٹرز، ایگزیکٹوز اور ان کے شریک حیات اور نابالغ بچوں کی جانب سے کمپنی کے شیئرز کی کوئی خرید و فروخت نہیں کی گئی ماسوائے ان کے جس کی وضاحت شیئر ہولڈنگ کے پیرن میں کردی گئی ہے۔

کوڈ آف کارپوریٹ گورننس

کمپنی کے ڈائریکٹرز اور انتظامیہ بہترین کارپوریٹ گورننس کیلئے پرعزم ہیں۔ جیسا کہ کوڈ آف کارپوریٹ گورننس کے تحت لازم ہے، ڈائریکٹرز ہمسرت درج ذیل بیان جاری کر رہے ہیں:

1 کمپنی کی انتظامیہ کی جانب سے جاری کردہ مالیاتی حسابات کمپنی کے انتظامی امور، اس کے آپریشنز کے نتائج، کمیشنز، فلو اور ایجوینی میں تبدیلی کو شفاف انداز میں واضح کرتے ہیں۔

2 کمپنی کے حسابات کی کتب باقاعدہ مرتب کی جاتی ہیں۔

3 مالیاتی حسابات کی تیاری میں موزوں اکاؤنٹنگ پالیسیاں مستقل طور پر لاگو کی جاتی ہیں اور اکاؤنٹنگ کے تخمینہ جات درست اور متناظر فیصلوں پر مبنی ہوتے ہیں۔

4 مالیاتی حسابات کی تیاری کی بنیاد بین الاقوامی فنانشل رپورٹنگ اسٹینڈرڈز کے طور پر استعمال کئے جاتے ہیں اور ان سے کسی بھی ڈیگری کو مناسب طور پر بیان اور واضح کر دیا جاتا ہے۔

5 اندرونی کنٹرول کا نظام مستحکم ہے اور موثر طور پر نافذ العمل اور زیر نگرانی رہتا ہے۔

6 کمپنی کی صلاحیت کے بارے میں کوئی ایسا شبہ نہیں کہ یہ ترقی کے راستے پر گامزن ادارہ نہیں۔ اس سلسلے کی معلومات رپورٹ میں علیحدہ سے بیان کی گئی ہے۔

7 کارپوریٹ گورننس کی بہترین پریکٹس سے کوئی نمایاں ڈیگریاتی نہیں کی جاتی جیسا کہ لسٹنگ ریگولیشنز میں مفصل طور پر درج ہے۔ ہر ایک ڈائریکٹر اور ملازم کیلئے ایک ضابطہ اخلاق تیار اور انہیں فراہم کر دیا جاتا ہے۔

8 بورڈ آف ڈائریکٹرز نے وژن اور مشن اسٹینڈنٹس رائج کر رکھے ہیں۔

9 مینیسٹر اور لیویز سے متعلق معلومات اکاؤنٹس کے نوٹس میں دی گئی ہیں۔

10 کمپنی کے پراویٹ فنڈ اسکیم میں سرمایہ کاری کی مالیت جو 30 جون 2024 کو ختم ہونے والے سال کیلئے غیر آڈٹ شدہ حسابات پر مبنی ہے، وہ 109.5 ملین روپے پر موجود ہے۔

11 درج ذیل کے سلسلے میں بیانات منسلک ہیں:

i گزشتہ 6 سالوں کے لئے کلیدی فنانشل ڈیٹا۔

ii شیئر ہولڈنگ کا طریقہ کار

حوصلہ افزائی کرتے ہیں۔ یہ متنوع نقطہ نظر اور تجربات ہماری تنظیم کو مضبوط بناتے ہیں اور ہمارے اختراعی صلاحیتوں کو بہتر بناتے ہیں تاکہ ہم اپنے صارفین کی ضروریات کو پورا کر سکیں۔

ہم فعال طور پر خواتین ملازمین کی حوصلہ افزائی کرتے ہیں کہ وہ اعلیٰ عہدوں کی طرف بڑھیں اور اپنی کارکردگی کی بنیاد پر اضافی ذمہ داریاں سنبھالیں۔ یہ طریقہ کار ہماری کمپنی کی ثقافت کو مضبوط بناتا ہے اور ہر سطح پر بہترین صلاحیتوں کو برقرار رکھنے اور پروان چڑھانے میں مدد کرتا ہے۔ کمپنی مختلف اقدامات کے ذریعے پائیداری کو برقرار رکھنے کیلئے بڑے عزم ہے جن میں DEI (تنوع، مساوات، اور شمولیت) کی کوششوں کو فروغ دینا بھی شامل ہے۔

ش۔ صنفی لحاظ سے تنوع میں فرق

سال 2023-24 کے لئے صنفی تنوع اہوں کا فرق درج ذیل ہے:

Median (وسط)	Mean (اوسط)	
29 فیصد	30 فیصد	غیر انتظامیہ (Non-Management)

Median (وسط)	Mean (اوسط)	انتظامیہ (Management)
اعلیٰ انتظامی عہدوں پر خاتون ملازم نہیں		
19 فیصد	28 فیصد	درمیانی
4 فیصد	7 فیصد	علیٰ

ڈائریکٹ کی معاونت کی پالیسی کے مطابق انتظامی اور غیر انتظامی دونوں ملازمین مارکیٹ میں رائج تنوع کے مطابق بلا کسی صنفی امتیاز ملازم رکھے جاتے ہیں۔ تنوع میں کوئی فرق اور درناہم کی انفرادی کارکردگی، ملازمت کی مدت اور خصوصی مہارت کی بنیاد پر ہوتا ہے۔

اندرونی مالیاتی کنٹرول کی موزونیت

اندرونی آڈٹ کی خدمات بیرونی ذرائع سے جاری رکھی جاتی ہیں۔ سال کے دوران اندرونی اور بیرونی آڈیٹرز کی ضروری تفتیش سے انتظامیہ کی جانب سے ترجیحی بنیاد پر نرنا گیا اور ان کے اسٹیشن کو سہ ماہی بنیاد پر آڈٹ کمیٹی کے اجلاسوں میں زیر بحث لایا گیا۔

بورڈ فنانس، بینکاری اور کاروباری انتظام کے پس منظر کے حامل ڈائریکٹرز کی مستحکم نمائندگی پر مشتمل ہے۔ تشکیل کردہ سسٹر اس امر کو یقینی بناتے ہیں کہ کمپنی کے آپریشنز کے تمام پہلوؤں کا مالیاتی انتظام انتہائی شفاف، دیانت دار اور مربوط انداز میں چلایا جاتا ہے۔ اندرونی آڈٹ کے امور سے PWC تک کی آڈٹ سروسنگ کاروبار کے مالیاتی انتظام کو مزید مستحکم بناتی ہے اور کمپنی کے آپریشنز کو ایک غیر جانبدار جائزہ فراہم کرتی ہے۔

جائزوں، مالیاتی رپورٹنگ کنٹرول کی جاری جانچ پڑتال اور سال کے دوران منعقد کردہ آڈٹس سے حاصل کردہ نتائج پر مبنی صورتحال پر کمپنی نے غور کیا ہے کہ کنٹرول کا موجودہ نظام موزوں ہے اور موثر طور پر لاگو کیا گیا اور مانیٹر کیا جاتا ہے۔ کمپنی کے ای آر پی سسٹم کی ایس اے پی میں اپ گریڈنگ سے مالیاتی مینجمنٹ مزید بہتر ہوئی ہے۔ ڈائریکٹرز مستقل طور پر انٹرئل کنٹرولز کی موزونیت، موثر اور بروقت ہونے کی نگرانی کرتے ہیں۔

متعلقہ پارٹیوں کے ساتھ لین دین

کمپنی کی جانب سے منسلک پارٹیوں کے ساتھ تمام ٹرانزیکشنز اپنی منجائش کی بنیاد پر کاروبار کے عمومی طریقہ کار کے مطابق کی گئیں اور ان کو متعلقہ نوٹس کے تحت مالیاتی حسابات میں واضح کر دیا گیا ہے۔

ج۔ خطرات، بے یقینی کی صورتحال اور اس کا مذاکرہ

کمپنی معیار کو برقرار رکھنے کیلئے پُر عزم ہے اور ادارے میں خطرات کی جانچ اور ان کے مذاکرہ کیلئے خطرات کے بندوبست کا فریم ورک لاگو رکھا ہے۔ بورڈ نے جائزہ لیا ہے کہ کمپنی اور سیکٹر کی کارکردگی کیلئے عمومی خطرات رواں معاشی ماحول سے متعلق ہیں۔ درآئندہ شدہ خام مال پر ڈیولپرز اور ٹیکس، اضافی کارپوریٹ ٹیکسز اور بڑھتے ہوئے ایندھن اور توانائی کے اخراجات کے ساتھ ہماری مصنوعات کی مانگ میں کمی بے یقینی کو بڑھانے کا باعث بنی ہے۔

باکفایت توانائی کو مستحکم بنانے کے ضمن میں کمپنی نے کامیابی کے ساتھ غیر قابل تجدید توانائی کے ذرائع پر انحصار کم کرنے کیلئے سولر انرجی کا اقدام متعارف کرایا۔ ہم قدرتی وسائل کو محفوظ بنانے کے ضمن میں پُر عزم ہیں۔ اس کے ساتھ ایک انٹلوینٹ ٹریڈنٹ پلانٹ (ای ٹی پی) ہماری حب فیکٹری میں پلانٹس سے خارج ہونے والے پانی کو ری سائیکل کرنے کے لئے نصب کیا گیا ہے۔

کمپنی تسلیم کرتی ہے کہ ملک کے معاشی انتظام کے لئے جو اسٹرکچرل تبدیلیاں لازمی ہیں وہ ممکن طور پر پسندیدہ نہیں ہوں گی۔ تاہم انتظامیہ اور ڈائریکٹرز پُر اعتماد ہیں کہ کمپنی اتنی مستحکم ہے کہ ان تبدیلیوں کا سامنا کر سکے اور مزید مضبوط بن کر ابھرے۔ بورڈ اور کمپنی کی انتظامیہ اپنی مشترکہ معلومات اور مہارت کو بروئے کار لارہی ہے تاکہ ان متعدد عوامل کے اثرات کو کم سے کم کیا جاسکے۔

د۔ بورڈ آف ڈائریکٹرز اور اس کی کمیٹیوں کی کارکردگی کی جانچ پڑتال

لڈ کیپٹیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019 کے مطابق بورڈ اپنے انفرادی ممبران کی کارکردگی کی جانچ بورڈ بحیثیت مجموعی اور اپنی کمیٹیوں کی کارکردگی کا جائزہ لیتا ہے۔

مجموعی طور پر اس جانچ پڑتال کے نتائج مثبت رہے اور بورڈ کے ممبران نے محسوس کیا کہ بورڈ کے امور کمپنی کے آپریشنل امور کو خوش اسلوبی سے چلانے کے لئے موثر اور بہتر شراکت کے حامل ہیں۔

د۔ ان ایگزیکٹو اور ڈائریکٹرز کیلئے معاوضہ پالیسی

بورڈ نے ڈائریکٹرز کے معاوضوں کے تعین کے لئے شفاف طریقہ کار کے ذریعے باقاعدہ ایک پالیسی تشکیل دی ہے۔ کوڈ آف کارپوریٹ گورننس کے مطابق کوئی ڈائریکٹر اپنے ذاتی معاوضے کے سیکچ کے تعین میں مداخلت نہیں کرتا جو کہ کمپنی کسی نان۔ ایگزیکٹو ڈائریکٹر کو اجلاس میں شرکت کیلئے اس کے بہترین ٹیلنٹ کے ضمن میں فیس کے طور پر ادا کرتی ہے۔ کمپنی کے معاوضے کی پالیسیاں موجودہ صنعت کے رجحانات اور کاروباری طریقہ کار کے لحاظ سے تشکیل دی جاتی ہیں۔

ر۔ ایگزیکٹو ڈائریکٹرز کا معاوضہ

ڈائریکٹرز اور چیف ایگزیکٹو آفیسر کے معاوضوں کے سلسلے میں وضاحت مالیاتی حسابات کے نوٹ نمبر 43 اور 44 میں بیان کی گئی ہے۔

ز۔ ڈائریکٹرز ٹینگ پروگرام

منتخب ہونے والے تمام ڈائریکٹرز باقاعدہ ڈائریکٹرز کے تربیتی پروگرام کی شرائط اور ریگولیشنز میں درج مقررہ اہلیت کے معیار پر پورا اترتے ہیں۔ سال کے دوران کمپنی نے اپنے ہیومن ریسورس کے ہیڈ کیلئے ڈائریکٹرز کی ٹینگ پروگرام کا اختتام کیا۔

س۔ تنوع اور شمولیت

ہم یقین رکھتے ہیں کہ ہر فرد ایک منصفانہ اور جامع کام کے ماحول کو فروغ دینے میں اہم کردار ادا کرتا ہے جو انسانی حقوق اور ان متنوع ثقافتوں کا احترام کرتا ہے جن میں ہم کام کر رہے ہیں۔ تنوع اور انفرادیت کو اپنانے سے، ہم ایک دوسرے کو بہترین کارکردگی حاصل کرنے کے لئے حوصلہ دیتے ہیں۔ کمپنی کے پاس ایک پالیسی موجود ہے جو تنظیم کے اندر مصنفی تنوع کو فروغ دینے کیلئے تیار کی گئی ہے۔

ہر انگی، پائپ لائن یا غیر مناسب رویے، اور کسی بھی قسم کی امتیازی سلوک کو برداشت نہیں کیا جاتا، اور کمپنی کے پاس ایک ہر انگی اور امتیازی سلوک کے خلاف پالیسی ہے جو اس طرح کے خطرات سے بچانے کیلئے بنائی گئی ہے۔ ہم شمولیت اور تنوع کے لئے پُر عزم ہیں اور ہر ایک کو اپنی شخصیت اور منفرد خیالات کے ساتھ کمپنی میں حصہ ڈالنے کی

مالیاتی کارکردگی

سال 2023-24 کے لئے کمپنی کے مختصر مالیاتی نتائج درج ذیل ہیں:

---- (روپے ہزاروں میں) ----

2022-23	2023-24	فروخت سے آمدنی
11,080,438	12,759,896	مجموعی منافع
1,893,785	2,861,391	منافع قبل از ٹیکس
1,079,961	1,904,461	منافع بعد از ٹیکس
665,164	1,191,509	آمدنی فی شیئر روپے میں
35.25	63.13	

مستقبل کا جائزہ

ملک کی مجموعی معاشی صورتحال مستقبل قریب میں مستقل طور پر کمپنی کے امور پر اثر انداز رہے گی۔ کمپنی نے عام طور پر صورتحال کو اچھی طرح سنبھالا ہے اور انتظامیہ کو یقین ہے کہ اس کے پاس حالات کو سنبھالنے کے وسائل موجود ہیں۔ کمپنی اپنی انتظامی ٹیم، فیکٹری کی افرادی قوت اور اپنے صارفین کے دائرہ کار پر بھرپور اعتماد رکھتی ہے۔ یہ مشترکہ قوت آنے والے سال کے لیے ہمارے فروخت کے اہداف کو حاصل کرنے میں ہمارے اعتماد کو مزید مستحکم بناتی ہے۔

الف۔ ایکسپورٹ کے ذریعے مارکیٹ کو مختلف سسٹوں میں فروغ دینا

کمپنی نے سال 2022-23 میں افغانستان میں برآمدات کا آغاز کیا اور 45 ملین روپے کی فروخت کی۔ سال 2023-24 میں یہ بڑھ کر 670 ملین روپے رہی اور برآمدات کی فروخت میں مزید اضافہ متوقع ہے۔

ب۔ سولر پاور پلانٹ اور انرجی مینجمنٹ

کے پی میں گلدون فیکٹری میں سولر سسٹم کی تنصیبات کے نتیجے میں سال بھر کے دوران توانائی کی قیمت میں نمایاں بچت ہوئی۔ اس میں توسیع کی جارہی ہے اور بلوچستان میں جب فیکٹری میں بھی ایسا ہی نظام نصب کیا جائے گا۔

ماحولیات، سماج اور گورننس

الف۔ صحت، تحفظ اور ان کے ماحول پر اثرات

صحت اور تحفظ کمپنی کیلئے ہمیشہ ترجیحات میں شامل ہیں اور ہم اپنے ملازمین کی صحت اور حفاظت کے بارے میں انتہائی سنجیدہ رہتے ہیں۔ اور اس کا دائرہ کمپنی سے باہر بھی ہے۔ کمپنی نے میٹھانوں کی اسٹوریج کی سہولت فراہم کرنے والی کمپنی کے ساتھ مل کر اسے آپ گریڈ کرنے کیلئے کام کیا ہے اور مزید براں میٹھانوں کی نقل و حمل کیلئے اوگرا کے ضوابط کے مطابق ٹرانسپورٹ فراہم کرنے والوں کے ساتھ کام کرتا ہے۔ تاکہ اس بات کو یقینی بنایا جائے کہ یہ تمام امور حفاظتی ضوابط کے مطابق ہوں۔

ماحولیاتی پہلو پر کمپنی اپنے فضلے کی ریبا انکلیک کیلئے مزید پیش رفت کر رہی ہے۔ ISO رہنما خطوط کے مطابق، HSE مینجمنٹ سسٹم کو ہمارے مسلسل بہتری کے پروگرام میں شامل کیا گیا ہے۔

ب۔ کارپوریٹ سوشل ریسپانسیبلٹی (ادارہ جاتی سماجی ذمہ داری)

کمپنی صحت، تعلیم اور ماحولیات کے تحفظ کے اقدامات میں شرکت کے ذریعے سنجیدگی سے سماجی ماحول میں اپنی ذمہ داریاں ادا کر رہی ہے۔

کمپنی جب، بلوچستان میں جنسین دلچ کے اندر ایک بہترین پرائمری اسکول کو چلا رہی ہے۔ یہ اسکول ابتدائی طور پر کمپنی کے ملازمین کے بچوں کیلئے قائم کیا گیا تھا تاہم مقامی آبادی کے دیگر بچوں کو بھی اسکول میں داخلے کی اجازت دیدی گئی ہے۔ مزید براں کمپنی منافع بعد از ٹیکس کا ایک فیصد خیراتی اداروں اور اسپتالوں کو دیتی ہے۔ کمپنی نے بلوچستان اور کے پی دونوں میں مختلف سماجی پروگراموں میں بڑھ چڑھ کر حصہ لیا ہے۔

کاروباری جائزہ

اقتصادی ماحول

سال کے دوران بتدریج معاشی بحالی اور زرمبادلہ کی شرح میں استحکام اور کریڈٹ کے خطوط میں آسانی نے ہمیں خام مال کی درآمد کو بہتر طریقے سے منظم کرنے میں مدد کی۔ زیادہ مستحکم معاشی ماحول نے مارکیٹ کو کچھ حد تک پروان چڑھنے میں مدد فراہم کی جس کی وجہ سے اضافی ٹیکسوں کے خفاہ کے باوجود کمپنی کو منافع بخش کام کرنے کے قابل بنایا۔ تاہم، توانائی کی بڑھتی ہوئی قیمت جیسے چیلنجز کا اثر نہ صرف کمپنی پر بلکہ ہمارے صارفین پر بھی پڑا۔

مسئلہ بڑھتے ہوئے قرضے اور زرمبادلہ کے ذخائر کو بہتر کرنا حکومت کے لئے بڑے چیلنجز ثابت ہوئے۔ حکومت نے اگرچہ معیشت کی بحالی کے چند قلیل مدتی اقدامات کیے ہیں تاہم ایسی مزید اسٹرکچرل تبدیلیاں لازماً ضروری ہے تاکہ پاکستان پائیدار ترقی کی منزل پر گامزن ہو سکے۔

قومی خزانے میں حصہ

کمپنی نے زیر جائزہ سال کے لئے مختلف میکسر اور لیویز کی صورت میں قومی خزانے میں 3,469 ملین روپے کی شراکت کی (2022-23 میں 2,637 ملین روپے)۔

کمپنی کے امور اور بنیادی سرگرمیاں

بورڈ کے مقاصد میں اس امر کو یقینی بنانا شامل ہے کہ شیئر ہولڈرز کو ایسے تمام اہم اہمات چڑھاؤ اور معاملات سے باخبر رکھا جائے جو کمپنی کے امور کو متاثر کرتی ہیں۔ شیئر ہولڈرز کو متاثر اطلاعات سالانہ رپورٹ اور عبوری سرمایہ رپورٹس پاکستان اسٹاک ایکسچینج کے معلوماتی پورٹل کے ذریعے جب اور جہاں ضرورت ہو، باخبر رکھا جاتا ہے۔

بورڈ سالانہ اجلاس عام اور کارپوریٹ بریفنگ سیشنز میں شیئر ہولڈرز کی شراکت کی حوصلہ افزائی کرتا ہے تاکہ شفافیت کی اعلیٰ سطح کو یقینی بنایا جائے۔ کمپنی کے تمام مالیاتی حسابات کمپنی کی ویب سائٹ (www.dynea.com.pk) پر دستیاب ہیں اور تمام شیئر ہولڈرز کے استفسارات کا جواب دینے کیلئے ایک آفیسر کو نامزد کر دیا گیا ہے۔

کمپنی بنیادی طور پر فارمل ڈی ہائیڈرو، فارمل ڈی ہائیڈرو، میڈر، سیزر اور مولڈنگ کپاؤنڈ کی تیاری اور فروخت میں مصروف عمل ہے۔

آپریٹنگ اور کاروبار

سال 2023-24 کے لئے فردخت سے آمدن 12,759.90 ملین روپے رہی جبکہ اس کے مقابلے میں گزشتہ مالی سال 11,080.44 ملین روپے رہی تھی اور منافع قبل از ٹیکس 1,904.46 ملین روپے رہا جبکہ اس کے مقابلے میں گزشتہ سال 1,079.96 ملین روپے تھا۔

الف۔ ریٹرن قسمت

سال 2023-24 میں ریٹرن قسمت کی مجموعی بکری 4,290.02 ملین روپے رہی جبکہ گزشتہ مالی سال میں 4,492.47 ملین روپے رہی تھی اور اس طرح 4.50 فیصد کی کمی ہوئی۔ ریٹرن قسمت کے شعبے سے نتائج 775.43 ملین روپے رہے جو کہ گزشتہ مالی سال کیلئے 756.37 ملین روپے رہے تھے۔

ب۔ مولڈنگ کپاؤنڈ قسمت

سال 2023-24 میں مولڈنگ کپاؤنڈ قسمت کی بکری 8,469.87 ملین روپے رہی جبکہ اس کے مقابلے میں گزشتہ مالی سال کے دوران 6,587.97 ملین روپے رہی تھی اس طرح 28.60 فیصد کا اضافہ ہوا۔ مولڈنگ کپاؤنڈ قسمت کے شعبے سے نتائج 1,632.78 ملین روپے رہے جو کہ گزشتہ مالی سال میں 869.87 ملین روپے رہے تھے۔

آپ کی کمپنی کے ڈائریکٹرز، سمرت 30 جون 2024 کو ختم ہونے والے مالی سال کیلئے سالانہ رپورٹ مع کمپنی کے آڈٹ شدہ مالیاتی حسابات پیش کر رہے ہیں۔
بورڈ کے ڈائریکٹرز

کمپنی کے بورڈ آف ڈائریکٹرز کی تفصیلات بیلنس شیٹ کی تاریخ پر درج ذیل ہے:

1	جناب ڈوملہ جینکین - چیئر مین	نان - ایگزیکٹو
2	جناب مصطفیٰ جعفر - چیف ایگزیکٹو آفیسر *	ایگزیکٹو
3	جناب عدنان آفریدی	آزاد
4	جناب لی کن سنگ	نان - ایگزیکٹو
5	محترمہ انعم فاطمہ خان	آزاد
6	جناب طارق احمد	آزاد
7	جناب مظہر واجی **	آزاد

* جناب شیر عباس نے 14 ستمبر 2023 تک بحیثیت کمپنی کے سی ای او اور ایگزیکٹو ڈائریکٹر کے طور پر اپنے فرائض انجام دیے اور مورخہ 14 ستمبر 2023 سے جناب مصطفیٰ جعفر نے کمپنی کے سی ای او اور ایگزیکٹو ڈائریکٹر کے طور پر ذمہ داریاں سنبھال لیں۔

** 17 اگست 2023 کو ہمارے انڈیپنڈنٹ ڈائریکٹر مرحوم جناب عندلیب علوی کے انتقال کے بعد بورڈ میں ایک اتفاقی اسامی سامنے آئی جس کو مقررہ مدت کے اندر پُر کر لیا گیا۔

ڈائریکٹرز کی مجموعی تعداد 7 درج ذیل کے مطابق ہے:

a	مرد	6
b	خاتون	1

بورڈ کی تشکیل درج ذیل کے مطابق ہے:

i	آزاد ڈائریکٹرز	4
ii	نان - ایگزیکٹو ڈائریکٹرز	2
iii	ایگزیکٹو ڈائریکٹر	1

بورڈ نے درج ذیل ممبران پر مشتمل کمیٹیاں تشکیل دی ہیں:

آڈٹ کمیٹی

جناب عدنان آفریدی	چیئر مین
جناب ڈوملہ جینکین	ممبر
جناب مظہر واجی	ممبر

انسانی وسائل اور معاوضہ کمیٹی

محترمہ انعم فاطمہ خان	چیئر پرسن
جناب ڈوملہ جینکین	ممبر
جناب مصطفیٰ جعفر	ممبر

گہرائی کا کردار

آڈٹ کمیٹی اور بورڈ نے ایک پروگرام پر عملدرآمد شروع کیا ہے جس کے ذریعے کمپنی کی پالیسیوں اور طریقہ کار کی ایک تعداد کو ان کے اجلاسوں میں جائزہ لینے اور اسے اپ ڈیٹ کرنے کے لئے پیش کیا جائے گا۔ کارپوریٹ گورننس پر عملدرآمد کو برقرار رکھنے کے لئے ایسے وقت میں کوششیں جاری ہیں جب ان کی ضرورت زیادہ تیزی کے ساتھ بڑھ رہی ہیں۔

معاذنی اور مشاورتی کردار

جیسا کہ اس جائزے میں پہلے بھی واضح کیا جا چکا ہے، ڈائریکٹرز اپنی خواہش کے مطابق اپنا وقت اور مہارت باقاعدگی سے فراہم کرتے ہیں جو کہ انتظامیہ کے لئے نہایت اہم ہے۔ اس کے علاوہ کمپنی بیرونی معاذنی خدمات حاصل کر سکتی ہے تاکہ بورڈ اور انتظامیہ کو اسکوپ سے زیادہ معاذنت فراہم کی جائے۔

جیسا کہ کوڈ آف کارپوریٹ گورننس کے تحت لازم ہے، بورڈ سالانہ طور پر بورڈ اور اس کی کمیٹیوں کی کارکردگی کی جانچ پڑتال کرتا ہے۔ اس کا ایک حصہ بورڈ اور کمپنی کی انتظامیہ کے درمیان تعلقات کا رد و یکساں ہے۔ اس تعلقات کا رد و یکساں ہے کہ ایک انتہائی مشکل وقت کے دوران کمپنی کی مضبوط کارکردگی کو جاری رکھا جائے۔ جناب شبیر عباس کی سی ای او کی حیثیت سے سبکدوشی اور ان کی جگہ جناب مصطفیٰ جعفر کی تقرری سے بورڈ نے کمپنی کی کارکردگی کو متاثر کئے بغیر سہل اور رواں طور پر برقرار رکھا ہے۔

چیئر پرسن کا کردار

میں بحیثیت چیئر مین اپنا کردار ایک لیڈر اور سہولت کار کے طور پر دیکھتا ہوں۔ میں پاکستان میں مقیم نہیں ہوں تاہم میں باقاعدگی سے یہاں آتا رہتا ہوں تاکہ میں زیادہ تر پرنسپلس میں شامل رہوں۔ دوسرے اوقات کے دوران میں نے ٹیلی فون اور ویڈیو کانفرنسنگ کے ذریعے رابطے میں رہتا ہوں۔ سب سے بڑھ کر یہ کہ میرے خیال میں 2023-24 کے مالیاتی سال کے دوران کمپنی کی کارکردگی کا کریٹ تمام متعلقہ افراد کو جانتا ہے۔

میں اپنے ساتھی ڈائریکٹرز اور کمپنی کی انتظامیہ دونوں کی مستقل معاذنت پر شکریہ ادا کرتا چاہوں گا۔ بورڈ ڈائریکٹرز کی جانب سے رہنمائی اور سرپرستی کا بھی میں دل سے اعتراف کرتا ہوں۔

میں اس جائزے پر دستخط کرتے ہوئے شکریہ ادا کرتا ہوں۔

ڈوئلڈ جینکن
چیئر مین

کراچی:

مورخہ: 13 ستمبر 2024

بورڈ اسٹریٹجی

بورڈ پیشہ ورانہ ماہرین کے ذریعے مالیاتی انتظام، قانونی امور، ٹیکنیکی مہارت اور مینوفیکچرنگ آپریشنز کے مستحکم پس منظر کے ساتھ تشکیل دیا گیا۔ اس میں دو کمپنیاں بنام آڈٹ کمیٹی جو کہ رسک مینجمنٹ کا احاطہ کرتی ہے اور دوسری کمیٹی انسانی وسائل اور معاوضہ کمیٹی ہے اور یہ دونوں کمپنیاں بورڈ کو رپورٹ کرتی ہیں۔

بورڈ اس کی کمیٹیوں کی ممبر شپ کی تفصیلات ڈائریکٹرز کی رپورٹ میں دی گئی ہیں۔

بورڈ کے عزائم اور امور

بورڈ کے اجلاس باقاعدگی سے سہ ماہی بنیاد پر اور دیگر صورتوں میں ضرورت پڑنے پر منعقد کئے جاتے ہیں۔ ان میں شرکت اور حاضری مناسب رہتی ہے اور ڈائریکٹرز انتظامیہ کی مدد کے لئے دیگر اوقات بالخصوص شکایات اور قانونی امور، صحت اور تحفظ کے معاملات میں دستیاب رہتے ہیں۔ ان کی شرکت انتظامیہ اور میرے دونوں کے لئے انتہائی قابل قدر اور قابل تحسین ہے۔

بورڈ اور کمیٹی دونوں کے اجلاسوں میں مکمل شراکت کے ساتھ خوشگوار ماحول ہوتا ہے۔ تنقیدی آراء بھی تعمیری ہوتی ہیں۔ تمام مسائل، تنازعات کے باوجود واضح طور پر حل کے مقاصد کے تحت زیر بحث لائے گئے۔ احتساب کے عمل کو سہولت دینے کیلئے اجلاسوں کے امور میں فیڈ بیک کا طریقہ کار شامل کیا گیا ہے۔

کاروباری حکمت عملی کی گورننس

ایک مستحکم اور مربوط مارکیٹ میں جیسا کہ کمیٹی خود کو اس میں موجود پاتی ہے، یہ ہمیشہ آسان نہیں ہوتا کہ آگے بڑھنے کی حکمت عملی کامیاب رہے۔ ایسی ایک حکمت عملی 2010 میں کمیٹی کو از سر نو مستحکم بنانے کے لئے تشکیل دی گئی جسے بورڈ نے مکمل طور پر سپورٹ کیا اور اس کے نتائج خود اس کا اظہار کرتے ہیں۔

آگے بڑھتے ہوئے کمیٹی اپنی پروڈکٹ رینج اور اس کی مارکیٹوں کو مختلف نئی سٹوں میں توسیع دینے کی خواہشمند ہے۔ برآمدی سیکٹر بہتر کر لی گئی ہیں آنے والے بارہ ماہ کے دوران اسے اضافی ممالک تک توسیع دینے کی منصوبہ بندی کی گئی ہے۔ حکمت عملی کے لئے اقدامات عمومی طور پر ڈائریکٹرز کی جانب سے آراء کیلئے انتظامیہ کے ذریعے متعارف کرائے جاتے ہیں۔ بورڈ گمرانی کا عمل برقرار رکھتا ہے تاکہ منصوبوں پر عملدرآمد کر لیا جائے۔

مالیاتی رپورٹنگ کا طریقہ کار، انٹرنل آڈٹ اور انٹرنل کنٹرولز

سٹرسٹراس امریکہ کی کمیٹی بنانے کے لئے موجود ہیں کہ کمیٹی کے آپریشنز کے تمام پہلوؤں کا مالیاتی انتظام مکمل شفافیت، ایمانداری اور مربوط نظام کے ساتھ چلا جا رہا ہے۔ PWC کے انٹرنل آڈٹ کے کردار سے ملنے والا ان پٹ کمیٹی کی مالیاتی انتظامیہ کو بہت بہتر بناتا ہے کیونکہ یہ کمیٹی کے آپریشنز کا غیر جانبدارانہ جائزہ فراہم کرتا ہے۔ ان کی تحقیقات کی تعداد اور شدت دونوں میں پچھلے برسوں کے مقابلے میں کمی کی واقع ہوئی ہے۔ سال 2023-24 کے لئے بی ڈی او ابراہیم اینڈ کمیٹی چارٹرڈ اکاؤنٹنٹس، کمیٹی کے بیرونی آڈیٹر ہوں گے۔

خطرات سے نمٹنے کا انتظام

بورڈ کمیٹی میں درپیش خطرات کی جانچ اور اس کے انتظام کی ضرورت کے حوالے سے انتہائی محتاط ہے تاکہ کاروبار کے تسلسل کو یقینی بنایا جاسکے۔ سخت حالات کے مد نظر، اگر پیش آئیں، کمیٹی کو سنبھالنے کیلئے مناسب حد تک نقد ذخائر برقرار رکھنے پر توجہ دی گئی ہے۔ بورڈ کی جانب سے رکھی گئی ایک محتاط سرمایہ کار حکمت عملی کے ذریعے کمیٹی نے ان فنڈز کی مالیاتی مارکیٹس میں دستیاب بلند تر منافع کے حصول کا فائدہ حاصل کرنے کیلئے سرمایہ کاری کر رکھی ہے۔

اس کے ساتھ نان۔ ریڈیٹ شیئر ہولڈرز کو منافع منقسمہ کی ذریعہ سہولت دینے کے لئے کمیٹی نے مالی سال کے اختتام تک انتظار کرنے کے بجائے عبوری منافع منقسمہ دینے کا فیصلہ کیا ہے۔ میں ہسرت آگاہ کرتا ہوں کہ اب تک کے مکمل بیرونی منافع منقسمہ ادا کر دیئے گئے ہیں۔

انتہائی دباؤ کی معاشی صورتحال میں قابل وصول رقم کی وصولی مستقل طور پر ایک چیلنج ہے۔

The Secretary
DYNEA PAKISTAN LIMITED
9th Floor, Artistic Tower, Plot No.39/A-2
Block-6, P.E.C.H.S, Shahr-e-Faisal
Karachi.

dynea

FORM OF PROXY

FORTY-SECOND ANNUAL GENERAL MEETING

I/We _____ of _____

being a member(s) of DYNEA PAKISTAN LIMITED and a holder of _____

_____ ordinary shares as per Share Register Folio No. _____

or CDC Participant ID No. _____ Account No. _____

hereby appoint _____ of _____

who is also member of DYNEA PAKISTAN LIMITED Vide Folio No. _____

or CDC Participant ID No. _____ Account No. _____

or failing him / her _____ of _____

who is also member of DYNEA PAKISTAN LIMITED Vide Folio No. _____

or CDC Participant ID No. _____ Account No. _____

as my / our proxy in my / our absence to attend and vote for me / us and on my / our behalf at the 42nd Annual General Meeting of the Company to be held on Thursday, October 24, 2024 at 12:30 pm and at any adjournment thereof.

As witness my / our hand / seal this _____ day of _____ 2024. Signed by the said

Witness _____ (Signature) Witness _____ (Signature)

Name _____ Name _____

Address _____ Address _____

CNIC No. _____ CNIC No. _____

Please affix
Rs. 5/-
Revenue Stamp

SIGNATURE OF MEMBER(S)

NOTES:

1. This proxy form duly completed and signed must be received at the Registered Office of the Company, 9th Floor, Artistic Tower, Plot No.39/A-2, Block-6, P.E.C.H.S, Shahr-e-Faisal, Karachi, not less than 48 hours before the time of holding of the Meeting.
2. No person shall act as proxy unless he / she himself / herself is a member of the Company. Except that a corporation may appoint a person who is not a member.
3. 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.

FOR CDC ACCOUNT HOLDERS / CORPORATE ENTITIES

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

- a) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- b) Attested copy of CNIC or the passport of the beneficial owners shall be furnished with the proxy form.
- c) The proxy shall produce his / her original CNIC or original passport at the time of the meeting.
- d) 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.