

ANNUAL REPORT 2024



سانگھڑ شوگر ملز لمیٹید
Sanghar Sugar Mills Limited

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Company Information

BOARD OF DIRECTORS

Mr. Ghulam Dastagir Rajar (Chairman)	Non-Executive Director
Mr. Ghulam Hyder (Chief Executive)	Executive Director
Haji Khuda Bux Rajar	Executive Director
Mr. Muhammad Qasim	Non-Executive Director
Mr. Mehmood Alam	Independent Director
Mr. M. Abdul Jabbar (Nominee of N.I.T.)	Independent Director
Ms. Misbah	Non-Executive Director-Female

BOARD COMMITTEES

AUDIT COMMITTEE

Mr. M. Abdul Jabbar	(Chairman)
Mr. Muhammad Qasim	
Mr. Mehmood Alam	

HUMAN RESOURCE & REMUNERATION COMMITTEE

Mr. M. Abdul Jabbar	(Chairman)
Mr. Ghulam Hyder	
Ms. Misbah	

INFORMATION TECHNOLOGY & STEERING COMMITTEE

Mr. Ghulam Hyder	(Chairman)
Syed Rehan Ahmad Hashmi	
Mr. Sheraz Khan	

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr. Ghulam Dastagir Rajar	(Chairman)
Mr. Muhammad Qasim	
Ms. Misbah	
Syed Rehan Ahmad Hashmi	

RISK MANAGEMENT COMMITTEE

Mr. Mehmood Alam	(Chairman)
Haji Khuda Bux Rajar	
Mr. M. Abdul Jabbar	

COMPANY SECRETARY

Mr. Muhammad Mubeen Alam

CHIEF FINANCIAL OFFICER

Syed Rehan Ahmad Hashmi

STATUTORY AUDITOR

Kreston Hyder Bhimji & Co.
Chartered Accountants

COST AUDITOR

A. D. Akhawala & Co.
Chartered Accountants

SHARE REGISTRAR

Hameed Majeed Associates (Pvt) Limited
Karachi Chambers, Hasrat Mohani Road
Karachi.

Phone: 021 32424826

Fax: 021 32424835

LEGAL ADVISOR

Rafiq Kalwar & Dars Law Associates,
Advocates & Corporate Counselors,
Office # 412, 4th Floor, Clifton Centre,
DC-1, Block 5, Clifton, Karachi

BANKERS

Islamic

Al-Baraka Bank (Pakistan) Limited
Bank Islami Pakistan Limited
Meezan Bank Limited

Conventional

Bank Al-Habib Limited
MCB Bank Limited
National Bank of Pakistan
Soneri Bank Limited
United Bank Limited

REGISTERED / HEAD OFFICE

Office No. 204, 2nd Floor, Clifton Centre,
Block - 5, Clifton, Karachi

Phone: 021 35371441 to 43 (3 lines)

Fax: 021 35371444

Website: www.sangharsugarmills.com

E-mail: info@sangharsugarmills.com

MANUFACTURING FACILITIES

13 K.M., Sanghar - Sindhari Road
Deh Kehore, District Sanghar, Sindh
Phone: (0345) 3737001 - 8222911

Statement of Vision, Mission, Corporate Objectives and Strategy & Strategic Planning

VISION STATEMENT

To have eminent position in manufacturing and supplying quality white refined sugar and allied products and thereby play an important role in the economic and social development of the country.

MISSION STATEMENT

We the Management of Enterprise, have set forth our belief as to the purpose for which the Company is established and the principles under which it should operate. We pledge our entire efforts to the accomplishment of the purpose within the agreed principles. Sanghar Sugar Mills Limited is committed to:

- o Manufacture to the highest quality standards. Pursuing the improvement in shareholders' value through team work and continuous improvement in the system in a competitive business environment.
- o Be ethical in practice and fulfill social responsibilities.
- o Ensure a fair return to stakeholders.
- o Realize responsibility towards society and contribute to the environment as good corporate citizen.

CORPORATE OBJECTIVES

The over riding objective of the Company is to optimize over the time, the return to its shareholders. To achieve this objective, the Company shall endeavor to ensure long term viability of its business and to manage effectively its relationship with stakeholders. Sanghar Sugar Mills Limited shall:

- o Recognize the need of working at the highest standard to achieve greater level of performance in order to meet the expectations of the stakeholders.
- o Optimize over the time, the returns to shareholders of the Company.
- o Strive for excellence and build on the Company's core competencies.
- o Conduct Company's business with integrity and supply only quality and credible information.
- o Respect confidentiality of the information acquired during the course of dealings with the interested parties and refrain from acting in any manner which might discredit the Company.

- o Operate within the regulatory framework and be free of any vested interest which might be incompatible with Organization's integrity, objectivity and independence.

CORPORATE STRATEGY

Production of sugar and sugar by-products are the Company's main area of business. The Company, its Director and Management:-

- o Believe in diversification through new manufacturing facilities and through equity participation.
- o Recognize the value of technological improvement and acquire the benefits of current innovation and development in their business field.
- o Believe in professional management and modern practices and use latest techniques available for growth and overall prosperity.
- o Consider their human resource as the most important asset and help them in providing facilities with regard to training and updating their knowledge and skill and keep them highly motivated.
- o Believe in integrity in business and the Company's integrity depends on integrity of each one of its employees.
- o Consider the sugar cane growers as the most important part of the business.

STRATEGIC PLANNING

- o Keep up with technological advancement and continuously update the company in the field of sugar technology.
- o Maintain all relevant technical and professional standards to be compatible with the requirement of the trade.
- o Gauge the market conditions and availability of substitute products and services and ensure quality with cost effectiveness.
- o Inculcate efficient, ethical and time tested business practice in the Company's management.

The Code of Conduct

The entire Organization of Sanghar Sugar Mills Limited (the Company) will be guided by the following principles of The Code of Conduct in its pursuit of excellence in all activities for the attainment of the Company's Objectives for the Company and its Directors, Executives, Managers, Employees and Workers:

1. Business Ethics:

- o Observe Company policies, regulations and code of best business practices;
- o Provide direction and leadership for the organization and take viable and timely decisions;
- o Promote and develop culture of excellence, conservation and continual improvement;
- o Develop and cultivate work ethics and harmony among colleagues and associates;
- o Ensure cost effectiveness and profitability of operation.

2. Understanding of the Legal Duties:

- o Fulfills all statutory requirements of the Government and follows all applicable laws of the Country together with compliance with accepted accounting principles, rules and procedures required;
- o Meets the expectations of the spectrum of society and Government agencies by implementing an effective and fair system of financial reporting and internal controls;
- o Promote and develop conducive environment through responsive policies and guidelines to facilitate viable and timely decisions;
- o Support and adherence to compliance of legal and industry requirements;
- o Maintain organizational effectiveness for the achievement of the Company's goals;
- o Acquire appropriate knowledge of the legal requirements relating to their duties to perform their obligations diligently and in compliance with the applicable laws, relevant guidelines and policies of the Company and to ensure compliance of applicable regulatory frameworks;
- o Make dedicated efforts to improve competence and skills in their respective roles through continuing professional education;
- o Bring to the notice of the Board, any non-compliance or violation of law or policy by the Company, other Board members or employees.

3. Personal Conduct:

- o Avoid following actions:
Misconduct, intimidating & insulting behavior, verbal onslaught, accusations, misogynist behavior, sexual harassment, ignorance of regulatory framework, spate communication (letters, emails, etc.) without highlighting specific discrepancies, humiliation, pressurizing tactics, coerciveness, disruptive and distractive measures, bullying, disruption of conduct of business, unnecessary interference in management issues, unethically tarnishing image of any person;
- o Exhibit high standards of personal conduct, both inside and outside the Company.

4. Conduct in Business Dealings:

- o Treat everyone, inside and outside the Company, professionally with respect and equality without taking improper advantage of their position;
- o To not involve in such practices like manipulation, misuse of privileged information and concealment of facts.

5. Safeguarding Company's Assets:

- o Use Company's assets, property, proprietary information and intellectual rights for business purposes of the Company and not for personal benefits or gains and to make utmost efforts for the protection and efficient use of the Company's assets;
- o Ensure protection and safeguard the interest and assets of the Company and meet obligations of the Company.

6. Integrity and Honesty:

- o Maintain financial integrity and must avoid making personal gain at the Company's expense by participating in or assisting activities which compete with the Company;
- o Act, at all times, with honesty, integrity and independence to protect Company's properties, reputation and image, and not get into dishonest practices such as bribery or corruption, etc.;
- o Exercise due diligence, objectivity, sound and independent judgment while performing the duties;
- o Exercise prudence in effective, efficient and economical utilization of resources of the Company;
- o To not involve in practices with the intention to get any undue advantage either for himself or his family members.

7. Avoid Conflict of Interest:

- o Activities and involvement of directors and employees of the Company in no way conflict with the interest of the Company. All acts and decisions of the management are motivated by the interest of the Company rather their own;
- o To not get into any such business or practice that would tend to influence him/her in a way other than in the best interests of the Company;
- o To not get into any business transaction or agreement that would result in the conflict of interest in any manner, other than those in the best interests of the Company;
- o To not receive gifts and other benefits from the outsiders having pecuniary and other interest.

8. Ensure Confidentiality:

- o Protect confidential, proprietary and any such information received by virtue of their position in the Company and not disclose such information to anyone, unless the disclosure is required under any law or authorized by the Board of the Company;
- o To not use or intend to use the confidential and proprietary information for gaining unfair advantage and personal benefits, unless it becomes public.

9. Diversity and Inclusion:

- o To promote diverse and inclusive Board and management composition;
- o Provide equal opportunities to all employees for employment in the Company irrespective of their culture, race, gender, caste, and religion;
- o Promote a work environment free from discrimination, harassment and intimidations of any nature.

10. Role Towards Shareholders / Members and other Stakeholders:

- o Deals with all stakeholders in objective and transparent manner so as to meet the expectations of those who rely on the Company;
- o Ensure efficient and effective utilization of its resources;
- o Treat all shareholders/members and stakeholders of the Company in a fair and respectable way;
- o Act in the best interests of the Company and fulfill their fiduciary responsibilities;
- o Understand and consider the interests of all stakeholders in the success of the Company.

11. Encourage Environmental, Social and Corporate Governance (ESG) Practices:

- o Encourage to adopt digitalization to enhance efficiency and to protect the environment;
- o Promote and ensure compliance with ESG policy of the Company;
- o Encourage philanthropic activities, donations, contributions to charities and other matters of social welfare, in terms of sustainable practices;
- o Encourage to publish or disclose regular reports on their ESG targets, environmental and social impact activities;
- o Ensure that the Company operates in an environmentally and socially responsible manner;
- o Ensure that the Company adopts most efficient energy management system, prevention of energy waste and utilization of natural resources in responsible manner;
- o Ensure commitment to prevent the wasteful use of natural resources and minimize any hazardous impact of the development, production, use and disposal of any of its products and services on the ecological environment in accordance with the applicable laws.

12. Promoting Safe and Healthy Environment:

- o Give due consideration to the safety and health of all employees and to provide safe, competitive and healthy working environment;
- o Institute commitment to environmental, health and safety performance;
- o Uses all means to protect the environment and ensures health and safety of the employees.

13. External Activities and Public Comments:

- o To not undertake any external activities during the working hours or, at the expense of Company's duties and commitments.

14. Avoid Insider Trading & Disclosure of Inside Information:

- o To not indulge in insider trading on the basis of unpublished price sensitive information, subject to exceptions given in the Securities Act, 2015, and ensure compliance with all relevant laws and Company's policies, on prohibition of insider trading;
- o Commit to making prompt public disclosure of 'material information' as prescribed by the Pakistan Stock Exchange Regulations, if required;
- o Information that is generally referred to as 'material inside information', the same must be held in strict confidence until it is publicly released or is no longer considered as 'material inside information';
- o To not indulge in buying or selling securities of a Company for their own account or any other account, if possess non-public information or inside information of the Company or information pertaining to any potential trade/deal which may affect the share price of the Company. Further, will not pass any such information to others.

15. Protection against Harassment at Work Place:**Implement a five step framework in daily functioning:**

- o Raise prevention awareness;
- o Commit to all aspects of women empowerment;
- o Implement supportive policies;
- o Collaborate with other sectors; and
- o Ensure transparency and accountability.

Commit to eliminate violence and harassment at work and adopt to:

- o Affirm that violence and harassment will not be tolerated;
- o Establish violence and harassment prevention program with, if appropriate, measurable objectives;
- o Specify the rights and responsibilities of the workers and the employer, including the right of the worker to remove her or himself from a situation involving violence or harassment without fear or retaliation;
- o Establish complaint and investigation procedures;
- o Ensure all internal and external communications related to incidents of violence and harassment will be duly considered, and acted upon as appropriate;
- o Specify the right to privacy of individuals and confidentiality, while balancing the right of workers to be made aware of all hazards;
- o Include measures to address domestic violence; awareness rising, leave for victims, flexible work arrangements, temporary protection against dismissal for victims of domestic violence and referral to public mitigation measures;
- o Institute measures to protect complainants, victims, witnesses and whistle blowers against victimization or retaliation.

16. Role Toward Employees:

- o Promote a culture that supports enterprise and innovation, with appropriate short-term and long-term performance related rewards that are fair and achievable in motivating management and employees effectively and productively;
- o Encourage initiatives and self-realization in employees through meaningful empowerment;
- o Provide pleasant work atmosphere and ensure an equitable way of working and rewarding system;

- o Devote productive time and continued efforts to strengthen the Company;
- o Make concerted struggle for excellence and quality;
- o Protect and safeguard the interest of the Company and avoid conflict of interest;
- o Promote equal pay for work of equal value;
- o Prevent and end violence and harassment in the world of work;
- o Promote work family balance and an equal sharing of childcare responsibilities;
- o Building a future of work that works for women.

17. Miscellaneous:

- o Employees are required to comply with this Code of Conduct and are personally responsible for doing so. Employees must comply with any rules set out in this Code of Conduct. Breach of any principles within the Code may result in disciplinary action and a serious breach, such as if any employee is found to be in wanton abuse of the Code and their action can cause reputational risk or damage or financial loss to the Company, may amount to gross misconduct, which may result in dismissal. Further, the Company reserves the right to seek redress and damages from such individuals;
- o Employees at all levels will be required to certify annually that they understand the Code and that they are in full compliance with it. The Board monitors the findings of this certification on an annual basis;
- o The Company has in place a confidential 'Whistleblowing Policy' as a mechanism and process to encourage the reporting of any non-compliance with the Code of Conduct;
- o Employees agree that all right, title and interest in and to all work product resulting from the course of his/her employment with the Company, whether generated or produced by him/her or others or under his/her supervision, for the Company, including, without limiting the generality of the foregoing, all ideas, designs, concepts, information, data, inventions, improvements, works, discoveries, know-how and all intellectual property, including but not limited to patent, copyright, trade secrets and other related rights, belong to the Company exclusively and shall be the exclusive property of the Company and may be used by the Company at any time without any obligation to pay the employee any compensation whatsoever and to the extent that ownership of such work product may not automatically vest in the Company by operation of law or otherwise, the employee hereby assign, and upon the future creation thereof shall assign, all right, title and interest in and to the work product to the Company and may be used by the Company at any time without any obligation to pay him/her any compensation whatsoever and to the extent that ownership of such work product may not automatically vest in the Company by operation of law or otherwise, the employee hereby assign and the employee shall not use the same for any purpose other than for the benefit of the Company nor will he/she pass it on to any other person or institution other than to those approved by the Board of Directors of the Company and the employee will not take the same with him/her when the employee cease to be an employee of the Company for any reason whatsoever and the employee shall take all steps and shall execute all such documents as may be necessary or reasonably required by the Company, at the expense of the Company, to procure and ensure that the Company obtains and retains complete and exclusive legal title to any such invention or improvement and the employee shall assist the Company in obtaining, securing and enforcing the abovementioned intellectual property rights as is needed by the Company.
- o This Code may be amended, modified or waived only by the Company's Board of Directors and must be publically disclosed, if required by any applicable law and or regulations. As a general Policy, the Board will not grant waivers to the Code and waiver may be considered only case to case basis.

- ☆ خوشگوار کام کا ماحول فراہم کریں اور کام کرنے کے مساوی طریقوں اور اہداف کے حصول پر انعامات سے نوازنے کے نظام کو یقینی بنائیں؛
- ☆ کمپنی کو کامیاب بنانے کیلئے وقت کو مثبت انداز سے خرچ کیجئے اور ہمہ وقت کوششیں جاری رکھیں؛
- ☆ بہتری اور معیار کی بلندی کے لیے مشترکہ جدوجہد کیجئے؛
- ☆ کمپنی کے مفاد کی حفاظت کریں اور مفادات کے تصادم سے بچیں؛
- ☆ کام کی مساوی قدر کے مد نظر مساوی تنخواہوں کی ادائیگی کو ممکن بنائیں؛
- ☆ کام کی جگہ کو تشدد اور ایذا رسانی سے پاک کیجئے؛
- ☆ کام اور خاندان کو توجہ دیئے جانے کے مابین ایک توازن پیدا کیجئے، نیز بچوں کی دیکھ بھال کی ذمہ داریوں کے احساس کو بھی مساوی فروغ دیجئے؛
- ☆ مستقبل میں خواتین کو مد نظر رکھتے ہوئے کام کی نوعیت کو وضع کیجئے۔

17. متفرق:

- ☆ ملازمین پر اس ضابطہ اخلاق کی تعمیل لازم ہے اور وہ ذاتی حیثیت میں اس پر عمل کرنے کے ذمہ دار ہیں۔ ملازمین پر لازم ہے کہ اس ضابطہ اخلاق میں بیان کردہ تمام قواعد کی تعمیل کریں۔ ضابطہ کے اندر کسی بھی اصول کی خلاف ورزی کے نتیجے میں تادیبی کارروائی اور سنگین خلاف ورزی، جیسا کہ ایسی بے ضابطگی جس سے کمپنی کی ساکھ کو خطرہ لاحق ہو یا مالی نقصان کا باعث بنے، کی صورت میں ملازمت سے برخاستگی بھی کی جاسکتی ہے۔ مزید برآں، کمپنی ایسے افراد سے ازالہ اور ہر جانے کے حصول کا حق محفوظ رکھتی ہے؛
- ☆ تمام سطحوں پر ملازمین پر لازم ہوگا کہ سالانہ اس بات کی تصدیق کریں کہ وہ ضابطہ کو سمجھتے ہیں اور وہ اس کی مکمل تعمیل کرتے ہیں۔ بورڈ سالانہ بنیادوں پر اس تصدیقی عمل کے نتائج کی نگرانی کرتا ہے؛
- ☆ کمپنی نے ضابطہ اخلاق کی عدم تعمیل کی اطلاع دینے کی حوصلہ افزائی کرنے کے لیے ایک طریقہ کار اور عمل کے طور پر ایک خفیہ 'وسل بلونگ پالیسی' وضع کی ہے؛
- ☆ ملازمین اس بات سے اتفاق کرتے ہیں کہ کمپنی کے ساتھ اس کی ملازمت کے دوران پیدا ہونے والی تمام مصنوعات میں اور اس کے حقوق، ملکیت اور مفادات، چاہے اس کے یا دوسروں کے ذریعے یا اس کی نگرانی میں، کمپنی کے لیے، بشمول، مذکورہ بالا کی عمومیت کو محدود کیے بغیر، تمام نظریات، ڈیزائن، تصورات، معلومات، ڈیٹا، ایجادات، حسن کارکردگی، کام، دریافتیں، جانکاری اور تمام دانشورانہ املاک، بشمول پٹینٹ، کاپی رائٹ، تجارتی راز اور دیگر متعلقہ حقوق، خصوصی طور پر کمپنی سے تعلق رکھتے ہیں اور کمپنی کی خصوصی ملکیت ہوں گے اور کمپنی ان حقوق کو کسی بھی وقت ملازم کو کوئی بھی معاوضہ ادا کئے بغیر استعمال کر سکتی ہے، کہ اس طرح کی مصنوعات کی ملکیت اگر خود بخود کمپنی میں قانون کے عمل سے نہیں ہو سکتی ہے یا دوسری صورت میں، ملازم بذریعہ ہذا تفویض کرے گا، اور اس کی مستقبل کی تخلیق پر، تمام حقوق، ملکیت تفویض کرے گا۔ کمپنی مصنوعات میں اور اس میں پائی جانے والی ملکیت کو کسی بھی وقت معاوضہ ادا کئے بغیر استعمال کر سکتی ہے اور اس حد تک کہ اس طرح کی مصنوعات کی ملکیت خود بخود آپریشن کے ذریعے کمپنی میں نہ بن جائے۔ قانون کے مطابق یا دوسری صورت میں، ملازم بذریعہ ہذا تفویض کرے گا اور ملازم اسے کمپنی کے فائدے کے علاوہ کسی اور مقصد کے لیے استعمال نہیں کرے گا اور نہ ہی وہ اسے بورڈ کی جانب سے منظور شدہ افراد کے علاوہ کسی دوسرے شخص یا ادارے کو منتقل کرے گا۔ اگر ملازم کسی بھی وجہ سے کمپنی کی ملازمت چھوڑ دیتا ہے تو کمپنی کے ڈائریکٹرز اور ملازم اسے اپنے ساتھ نہیں لے جائیں گے اور ملازم تمام اقدامات اٹھائے گا اور ایسی تمام دستاویزات پر عملدرآمد کرے گا جو اس ضمن میں ضروری یا معقول ہوں، کمپنی کے خرچ پر۔ کمپنی کی ایسی کسی بھی ایجاد یا کارکردگی میں بہتری کے عمل کی مکمل اور خصوصی قانونی ملکیت حاصل کرنے اور اسے برقرار رکھنے میں ملازم اس کی مدد کرے گا، یعنی کمپنی کو مذکورہ بالا دانشورانہ املاک کے حقوق کو حاصل کرنے، انہیں محفوظ کرنے اور نافذ کرنے میں جیسا کہ کمپنی کی ضرورت ہو؛
- ☆ اس ضابطہ میں ترمیم، تبدیلی یا تخفیف صرف کمپنی کے بورڈ آف ڈائریکٹرز کے ذریعے کی جاسکتی ہے اور اگر کسی مروجہ قانون یا ضوابط کی ضرورت ہو تو اس کا باقاعدہ اعلان کیا جائے گا۔ بطور عمومی پالیسی، بورڈ ضابطہ اخلاق میں کوئی رعایت نہیں دے گا، تاہم رعایت کا فیصلہ محض خصوصی حالات کی بنیاد پر ہی کیا جاسکتا ہے۔

- ☆ ضرورت پڑنے پر پاکستان اسٹاک ایکسچینج کے ضوابط کے مطابق 'اہم معلومات' کو فوری طور پر عوام الناس تک بہم پہنچایا جائے؛
- ☆ 'اندرونی اہم معلومات' کہلائی جانے والی معلومات کو اس وقت تک صیغہ راز میں رکھا جانا چاہیے جب تک کہ اسے عوام الناس کیلئے جاری نہیں کر دیا جاتا یا اسے 'اندرونی اہم معلومات' کی کیٹگری سے نکال نہیں دیا جاتا؛
- ☆ غیر عوامی یا اندرونی معلومات کی بنیاد پر، اپنے اکاؤنٹ یا کسی دوسرے اکاؤنٹ کے لیے کمپنی کی سکیورٹیز خریدنے یا بیچنے سے گریز کیا جائے، کسی ممکنہ تجارت/ڈیل سے متعلق معلومات کی بنیاد پر جو کمپنی کے حصص کی قیمت کو متاثر کر سکتی ہوں۔ مزید برآں، ایسی کوئی بھی معلومات دوسروں تک پہنچانے سے سختی سے گریز کیا جائے۔

15. کام کی جگہ پر ہراساں کرنے سے تحفظ:

- ☆ کام کے دوران روزانہ کی بنیاد پر پانچ مراحل کے فریم ورک کا نفاذ یقینی بنائیں:
- ☆ احتیاط/روک تھام کے بارے میں آگاہی پیدا کیجئے؛
- ☆ خواتین کو بااختیار بنانے کے تمام پہلوؤں کے لیے وابستگی ظاہر کیجئے؛
- ☆ معاون پالیسیوں کو نافذ کیجئے؛
- ☆ دوسرے شعبوں کے ساتھ تعاون کیجئے؛
- ☆ شفافیت اور جوابدہی کو یقینی بنائیں؛
- ☆ کام پر تشدد اور ایذا رسانی کو ختم کرنے کا عہد کریں اور اسکے نفاذ کو یقینی بنائیں:
- ☆ عہد کیجئے کہ تشدد اور ہراساں کرنا برداشت نہیں کیا جائے گا؛
- ☆ اگر مناسب ہو تو، قابل عمل مقاصد کے تحت تشدد اور ہراساں کرنے کے تدارک کیلئے ایک پروگرام مرتب کیجئے؛
- ☆ کارکنان اور آجر کے حقوق اور ذمہ داریوں کی وضاحت کریں، بشمول کارکن کے حقوق کہ وہ خود کو ایسی صورت حال سے کیسے نکالے جس میں تشدد یا ایذا رسانی کا خوف لاحق ہو؛
- ☆ شکایت اور تفتیش کا نظام وضع کیا جائے؛
- ☆ اس بات کو یقینی بنائیں کہ تشدد اور ایذا رسانی کے واقعات سے متعلق تمام داخلی اور خارجی مواصلات پر مناسب طریقے سے غور کیا جائے اور مناسب کارروائی کو یقینی بنایا جائے؛
- ☆ افراد کے حق رازداری کی وضاحت کریں، کارکنوں کے حقوق کے تحفظ کو مدنظر رکھتے ہوئے انھیں تمام خطرات سے آگاہ کیا جائے؛
- ☆ گھریلو تشدد سے نمٹنے کے لیے اقدامات شامل کئے جائیں، آگاہی کے فروغ، متاثرین کے لیے چھٹی، کام میں لچک اور گھریلو تشدد کے متاثرین کے لیے برخواستگی کے خلاف تحفظ کو یقینی بنایا جائے اور عوامی سطح پر ایسے واقعات کی تخفیف کیلئے اقدامات اٹھائے جائیں؛ اور
- ☆ شکایت کنندگان، متاثرین، گواہوں اور وکیل بلورز کو تشدد یا انتقامی کارروائیوں سے بچانے کے لیے ادارے کی جانب سے اقدامات لئے جائیں۔

16. ملازمین کے ساتھ سلوک:

- ☆ ایک ایسے کلچر کو فروغ دیا جائے جو انٹراپرائز اور اختراعی عمل کو فروغ دیتا ہو، اس سلسلے میں مناسب مختصر مدت اور طویل مدتی کارکردگی کے انعامات رکھے جائیں، اس ضمن میں انتظامیہ اور ملازمین کو موثر اور نتیجہ خیز نتائج برآمد کرنے کیلئے منصفانہ اور قابل حصول اہداف دیئے جائیں؛
- ☆ با معنی بااختیار بنانے کے ذریعے ملازمین میں اقدامات اور خود شناسی کی حوصلہ افزائی کی جائے؛

- ☆ تمام ملازمین کو ان کی ثقافت، نسل، جنس، ذات اور مذہب سے قطع نظر کمپنی میں ملازمت کے یکساں مواقع فراہم کریں؛
- ☆ کسی بھی نوعیت کے امتیازی سلوک، ایذا رسانی اور دھمکیوں سے پاک کام کے ماحول کو فروغ دیجئے۔

10. شیئر ہولڈرز/ممبران اور دیگر شراکت داروں کا کردار:

- ☆ تمام شراکت داروں کے ساتھ معروضی اور شفاف سلوک روا رکھیں تاکہ کمپنی پر انحصار کرنے والوں کی توقعات پر پورا اتر جا سکے؛
- ☆ اپنے وسائل کے موثر اور بہترین استعمال کو یقینی بنائیں؛
- ☆ کمپنی کے تمام شراکت داروں/ممبران کے ساتھ اچھے اور باعزت طریقے سے پیش آئیں؛
- ☆ کمپنی کے بہترین مفادات میں کام کریں اور اپنی بنیادی ذمہ داریوں کو پورا کیجئے۔
- ☆ تنظیم کی کامیابی کیلئے تمام شراکت داروں کے مفادات کو فروغ دیجئے اور ان پر عمل کیجئے۔

11. ماحولیاتی، سماجی اور کارپوریٹ گورننس (ESG) کے طریقوں کی حوصلہ افزائی:

- ☆ کارکردگی کو بڑھانے اور ماحول کی حفاظت کے لیے ڈیجیٹلائزیشن کو اپنانے کی حوصلہ افزائی کیجئے؛
- ☆ کمپنی کی ESG پالیسی کو فروغ دیجئے اور اس کی تعمیل کو یقینی بنائیں؛
- ☆ تسلسل کے ساتھ انسان دوست سرگرمیوں، عطیات، خیراتی کاموں اور سماجی بہبود کے دیگر معاملات کی حوصلہ افزائی کیجئے؛
- ☆ اپنے ESG اہداف، ماحولیاتی اور موثر سماجی سرگرمیوں کے بارے میں باقاعدہ رپورٹس شائع کیجئے اور ایسی سرگرمیوں کی ترغیب دیجئے؛
- ☆ اس بات کو یقینی بنائیں کہ کمپنی ماحولیاتی اور سماجی طور پر ذمہ دارانہ طریقے سے کام کرے؛
- ☆ اس بات کو یقینی بنائیں کہ کمپنی انتہائی موثر انداز سے توانائی کا انتظام کرے اور توانائی کے ضیاع سے گریز کیا جائے، قدرتی وسائل کے استعمال میں ذمہ داری کا مظاہرہ کیا جائے؛
- ☆ قدرتی وسائل کے فضول استعمال کو روکنے کے عزم کو یقینی بنائیں اور مردہ قوانین کے مطابق ماحولیات کی بقاء کو مد نظر رکھتے ہوئے مصنوعات اور خدمات کی ترقی، پیداوار، استعمال کو یقینی بنایا جائے اور وسائل کے ضیاع اور مضر اثرات کو کم سے کم کیا جائے۔

12. محفوظ اور صحت مند ماحول کو فروغ دینا:

- ☆ تمام ملازمین کی حفاظت اور صحت کو یقینی بنایا جائے اور محفوظ، مسابقتی اور صحت مند ماحول کار کو فروغ دیا جائے؛
- ☆ بقائے ماحولیات، صحت اور حفاظت کے فروغ کے لیے ادارے کے عزم کا اظہار کرنا؛
- ☆ بقائے ماحولیات کے لیے تمام ذرائع استعمال لایا جاتا ہے اور ملازمین کی صحت اور حفاظت کو یقینی بنایا جاتا ہے۔

13. بیرونی سرگرمیاں اور عوامی تبصرے:

- ☆ دوران اوقات کار کمپنی کے فرائض سے روگردانی کرتے ہوئے کسی بھی بیرونی سرگرمی میں مشغول ہونے سے گریز جائے۔

14. اندرونی تجارت اور اندرونی معلومات کے انکشاف سے گریز:

- ☆ غیر مطبوعہ قیمت اور دیگر حساس معلومات کی بنیاد پر انسائیڈر ٹریڈنگ میں ملوث ہونے سے اجتناب کیا جائے، ماسوائے سیکیورٹیز ایکٹ 2015 میں دیے گئے مستثنیات کے اور انسائیڈر ٹریڈنگ کی ممانعت پر تمام متعلقہ قوانین اور کمپنی کی پالیسیوں کی تعمیل کو یقینی بنایا جائے؛

4. کاروباری معاملات میں برتاؤ:

- ☆ کمپنی کے اندر اور باہر ہر ایک کے ساتھ پیشہ ورانہ طور پر احترام اور برابری کے ساتھ پیش آنا اور ان کے عہدے کا ناجائز فائدہ اٹھانے سے گریز کرنا؛
- ☆ ہیرا پھیری، زیر رسائی معلومات کے غلط استعمال اور حقائق کو چھپانے جیسے کاموں سے مکمل گریز کرنا۔

5. کمپنی کے اثاثوں کی حفاظت:

- ☆ کمپنی کے اثاثے، جائیداد، ملکیتی معلومات اور دانشورانہ حقوق کو کمپنی کے کاروباری مقاصد کے لیے استعمال کریں نہ کہ ذاتی فوائد کے لیے اور کمپنی کے اثاثوں کے تحفظ اور موثر استعمال کے لیے بھرپور کوششیں کریں؛
- ☆ کمپنی کے مفادات اور اثاثوں کے تحفظ کو یقینی بنائیں اور کمپنی سے متعلق اپنی ذمہ داریاں پوری کیجئے۔

6. دیانتداری اور دیانت:

- ☆ کمپنی کی مالی سالمیت کو برقرار رکھیں اور کمپنی کے خرچ پر ذاتی فوائد حاصل کرنے سے گریز کریں اور کمپنی کو لاحق مسابقتی سرگرمیوں میں حصہ لینے یا ان کی اعانت کرنے سے گریز کریں۔
- ☆ کمپنی کی املاک، ساکھ اور نیک نامی کی حفاظت کے لیے ہمہ وقت ایمانداری، دیانتداری اور آزادی کے ساتھ کام کریں، اور رشوت یا بدعنوانی وغیرہ جیسے بد اخلاقی کے کاموں سے گریز کیجئے؛

☆ فرائض کی انجام دہی کے دوران مستعدی، معروضیت، درستگی اور غیر جانبدارانہ فیصلے کیجئے؛

☆ کمپنی کے وسائل کے اقتصادی استعمال کو موثر بنانے کیلئے دانشمندی کا مظاہرہ کریں؛

☆ اپنی ذات یا اپنے خاندان کے افراد کے لیے کوئی ناجائز فائدہ حاصل کرنے کی نیت سے کسی بھی عمل سے گریز کریں۔

7. مفادات کے تصادم سے گریز:

- ☆ کمپنی کے ڈائریکٹرز اور ملازمین کی سرگرمیاں کمپنی کے مفاد سے کسی بھی طرح متصادم نہیں ہیں، انتظامیہ کے تمام اقدامات اور فیصلے کمپنی کے مفاد پر مبنی ہیں نہ کہ ان کے ذاتی مفادات پر؛

☆ کسی ایسے کاروباری عمل میں شامل نہ ہوں جس سے کمپنی کے مفادات کو نقصان پہنچنے کا اندیشہ ہو؛

☆ ایسے کسی بھی کاروباری لین دین یا معاہدے میں شامل نہ ہوں جس کے نتائج کمپنی کے مفادات سے متصادم ہوں؛

☆ کمپنی سے باہر لوگوں سے تحائف اور مالی فوائد حاصل کرنے سے گریز کریں۔

8. رازداری کو یقینی بنائیں:

- ☆ آپ کو کمپنی میں اپنے عہدے کی بناء پر اگر کمپنی کو معلومات تک رسائی حاصل ہو تو کمپنی کی ایسی معلومات کی رازداری اور حفاظت کریں اور ایسی معلومات کسی کے سامنے ظاہر نہ کریں، الا یہ کہ ایسا کرنے کا اختیار کمپنی نے آپ کو دیا ہو، یا کسی مروجہ قانون کے تحت ایسا کرنا گزری ہو؛
- ☆ کمپنی کی خفیہ اور ملکیتی معلومات کو ناجائز اور ذاتی فوائد حاصل کرنے کے لیے استعمال کرنے سے گریز کیا جائے، الا یہ کہ ایسی معلومات عام ہو جائے۔

9. تنوع اور شمولیت:

- ☆ بورڈ اور انتظامیہ میں متنوع اور جامع بنانے کیلئے اقدامات اٹھانا؛

ضابطہ اخلاق

سنگھڑ شوگر ملز لمیٹڈ کی پوری تنظیم کو کمپنی کے مقاصد کے حصول کے لیے اور تمام سرگرمیوں میں عمدگی کو یقینی بنانے کے لیے ڈائریکٹرز، ایگزیکٹوز، مینجرز، ملازمین اور درکرز کے لیے کمپنی کے درج ذیل ضابطہ اخلاق اصولوں سے رہنمائی فراہم کی جائے گی:

1. کاروباری اخلاقیات:

- ☆ کمپنی کی پالیسیوں، ضوابط اور بہترین کاروباری طریقوں کے کوڈ کا مشاہدہ کریں؛
- ☆ تنظیم کے لیے ہدایات اور رہنمائی فراہم کریں اور قابل عمل اور بروقت فیصلے کریں؛
- ☆ مہارتوں، تحفظ اور مسلسل بہتری کی ثقافت کو فروغ دیں اور ترقی دیں؛
- ☆ ساتھیوں اور ساتھ کام کرنے والوں کے درمیان اخلاقیات کا راور ہم آہنگی کو فروغ دیں اور پروان چڑھائیں؛
- ☆ پیداواری لاگت میں کمی اور کاروباری افعال کے منافع بخش ہونے کو یقینی بنائیں۔

2. قانونی فرائض کی تفہیم:

- ☆ حکومت کے تمام قانونی تقاضوں کو پورا کرنا اور اکاؤنٹنگ کے مروجہ اصولوں، قواعد و ضوابط اور مطلوبہ طریقہ کار کی تعمیل کرتے ہوئے تمام قابل اطلاق قوانین کی پیروی کرنا؛
- ☆ مالیاتی رپورٹنگ اور اندرونی کنٹرول کے ایک موثر اور منصفانہ نظام کو نفاذ کے ذریعے عوام الناس اور سرکاری ایجنسیوں کی توقعات پر پورا اترنا؛
- ☆ احتسابی پالیسیوں اور رہنما خطوط کے ذریعے سازگار ماحول کو فروغ دینا تاکہ قابل عمل اور بروقت فیصلے کئے جاسکیں؛
- ☆ قانونی اور صنعتی تقاضوں کی تعمیل میں معاونت کرنا اور ان پر عمل پیرا ہونا؛
- ☆ کمپنی کے اہداف کے حصول کے لیے موثر تنظیمی ڈھانچے کو برقرار رکھنا؛
- ☆ اپنے فرائض منصبی سے متعلق قانونی تقاضوں کا مناسب علم حاصل کرنا تاکہ اپنی ذمہ داریوں کو مستعد انداز سے اور کمپنی کے قابل اطلاق قوانین، متعلقہ رہنما خطوط اور پالیسیوں کے مطابق انجام دیا جائے اور قابل اطلاق ریگولیٹری فریم ورک کی تعمیل کو یقینی بنایا جائے۔
- ☆ مسلسل پیشہ ورانہ تعلیم کے ذریعے اپنے متعلقہ فرائض منصبی میں قابلیت اور مہارت پیدا کرنے کیلئے ہمہ جہت کوششیں کرنا؛
- ☆ کمپنی یا بورڈ کے دیگر اراکین یا ملازمین کی طرف سے کسی بھی قسم عدم تعمیل یا قانون یا پالیسی کی خلاف ورزی کے معاملات کو بورڈ کے نوٹس میں لانا۔

3. ذاتی برتاؤ:

- ☆ درج ذیل کاموں سے گریز کیجئے:
- ☆ بدتمیزی، دھمکی آمیز اور توہین آمیز رویہ، زبان درازی، الزامات، بدسلوکی، جنسی ہراساں کرنا، ضابطہ کار کے فریم ورک سے لاعلمی، مخصوص تضادات کو نمایاں کیے بغیر لابی روابط (خطوط، ای میلز، وغیرہ) کرنا، دھونس دینا، کاروباری امور میں خلل ڈالنا، انتظامی امور میں غیر ضروری مداخلت، غیر اخلاقی طور پر کسی بھی شخص کی کردار کشی کرنا؛
- ☆ کمپنی کے اندر اور باہر ذاتی طرز عمل کے اعلیٰ معیارات کا مظاہرہ کرنا۔

Notice of the Annual General Meeting

Notice is hereby given that 39th Annual General Meeting (AGM) of the Shareholders of the Sanghar Sugar Mills Limited (the Company) will be held on Monday January 27, 2025 at 11:30 a.m. at 3rd Floor, PSX Auditorium, Pakistan Stock Exchange Building (Administration Block), Stock Exchange Road, Karachi and also through video link facility to transact the following business:

ORDINARY BUSINESS

1. To confirm the minutes of Annual General Meeting of the Company held on January 27, 2024.
2. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended September 30, 2024 together with Directors' and Auditors' Reports thereon.

Availability & Circulation of Annual Audited Financial Statements on Company's Website & through QR Enabled Code

In compliance of Section 223(6) of the Companies Act, 2017 read with S.R.O. 389(I)/2023 dated March 21, 2023, the Company is hereby also circulate the "**Annual Audited Financial Statements together with all relevant and or related Reports and documents**" of the Company for the year ended September 30, 2024 to the members of the Company, through weblink and QR enabled code, to view and download the annual audited financial statements together with the reports and documents annexed thereto. The Members may view and or download through the following links and code:

Weblink: [www.sangharsugarmills.com / Investor Information / Annual Reports](http://www.sangharsugarmills.com/Investor%20Information/Annual%20Reports)

QR Code: 

3. To appoint Auditors for the year 2024-2025 and fix their remuneration. The present Auditors M/s Kreston Hyder Bhimji & Co. Chartered Accountants, retire and being eligible, have offered themselves for re-appointment.
4. To transact any other ordinary business with the permission of the Chair.

By Order of the Board

Muhammad Mubeen Alam
Company Secretary

Karachi: January 06, 2025

NOTES:

1. Transmission of Audited Financial Statements:

The Audited Financial Statements of the Company for the year ended September 30, 2024 have been made available on the Company's website www.sangharsugarmills.com in addition to Annual and Quarterly Financial Statements for the prior year's / period's respectively.

Further, in compliance of Section 223(6) of the Companies Act, 2017 read with S.R.O. 389(I)/2023 dated March 21, 2023 and with the provisions of the Electronic Transaction Ordinance, 2002 that the Annual Audited Financial Statements together with the relevant notices / reports and or documents of the Company for the year ended September 30, 2024 has been e-mailed by the Company to the respective shareholders who have provided their valid email IDs to the Share Registrar and or concerned Participant / CDC Investor Account Services.

Furthermore, in compliance of Section 223(6) of the Companies Act, 2017 read with S.R.O. 389(I)/2023 dated March 21, 2023 and with the provisions of the Electronic Transaction Ordinance, 2002 that the Notice of

Annual General Meeting has been dispatched to members as per requirements of the Companies Act, 2017, on their registered address, containing the QR code and the weblink address to view and download the annual audited financial statements together with the reports and documents required to be annexed thereto under the Companies Act, 2017.

2. Closure of Share Transfer Books:

The Share Transfer Books of the Company will remain closed from 20-01-2025 to 27-01-2025 (both days inclusive). Physical Transfers/CDS Transactions IDS received in order, in all respects, at the close of the Business on 18-01-2025 at the Company's Share Registrar M/s Hameed Majeed Associates (Pvt) Limited, Karachi Chamber, Hasrat Mohani Road, Karachi, will be considered for attending and voting at Annual General Meeting.

3. Online Participation in AGM:

The Securities & Exchange Commission of Pakistan through its Circular No. 4 dated February 15, 2021 has directed the listed companies to ensure the participation of members in General Meeting through electronic means as a regular feature in addition to holding physical meetings. Therefore, the Members will also be able to participate in the AGM proceedings after completing all the formalities required for the verification and identification of the Members for online login participation.

For this purpose, Members are requested to get their particulars registered with the Company by sending email on "info@sangharsugarmills.com" mention in the subject that "AGM January 2025" and can also be registered by sending the following details through courier / post at the registered Office of the Company, addressed to Company Secretary. Following details are required:

Member Name	CNIC No.	Folio / CDS No.	Email ID	Cell No.

Video-link and login credentials and time will be shared with only those shareholders / proxies (must submit proxy form) whose details as stated above, must received by us at least 48 hours before the time of this meeting. Incomplete, suspicious and details received after the expiry of time period will not be entertained.

Members are also required to attach the copy of their CNIC and where applicable, copy of CNIC of member(s) of whom they hold proxy(ies) while sending the information. Without the copy of CNIC, such member(s) shall not be registered for the video-link facility.

4. Comments / Suggestions for the Agenda Items:

Members can also participate in the meeting through their comments / suggestions for the agenda items via our WhatsApp number and or through our email (kindly mention subject "AGM January 2025"). Details are given below:

WhatsApp No. +92 300 2742176

Email ID: info@sangharsugarmills.com

It is our responsibility that the comments / suggestions of the Members of the Company will be discussed in the meeting and will become part of the minutes of the meeting.

5. Voting (Electronic / Postal Ballot):

In order to comply with the requirements of the S.R.O. 906(1)/2023 dated July 07, 2023, S.R.O. 2192(1)/2022 dated December 05, 2022 and the Companies Act, 2017 (the Act), the Companies (Postal Ballot) Regulations, 2018 (the Regulations) and the Listed Companies (Code of Corporate Governance) Regulations, 2019 the responsibility of the Company is to provide the right of vote through electronic voting facility and vote through postal ballot to every member of the Company, subject to the requirements of sections 143 and 144 of the Act.

6. Participation in the AGM through Proxy:

A member entitled to attend and vote at this meeting may appoint another member as proxy to attend and vote on his/her behalf. Forms of Proxy to be valid must be properly filled in/executed and received at the Registered Office of the Company at Office No. 204, 2nd Floor, Clifton Centre, Block-5, Clifton, Karachi, at least 48 hours before the time of this meeting. A Form of Proxy is attached herewith and the same is also available on the Company's website. CDC Account Holders will further have to follow the guidelines as laid down in circular dated January 26, 2000 issued by SECP.

7. Submission of copy of CNIC (Mandatory):

The Company's Shareholders who are holding its Share in Physical Form are hereby informed and notified in their own interest who have not yet provided copy of their valid Computerized National Identity Card (CNIC) mentioning their Folio Numbers and are hereby reminded again through this Notice and previously requested through Notices of Annual and Extra Ordinary General Meetings held in previous years, which were appeared in respective Annual Reports of the Company as well as published in the news papers of Karachi and Lahore editions and also published through specific notices on several dates, to send urgently valid copy of their CNIC as mentioned above, to the Company or its Share Registrar in order to comply with the mandatory requirements of Securities and Exchange Commission of Pakistan issued vide SRO 83(1)/2012 dated July 05, 2012 and SRO 19(1) of 2014 dated January 10, 2014.

A List of such Shareholders along with their Folio numbers, Names and Address whose shares are held in Physical Form, is available on the Company's Website www.sangharsugarmills.com for reference who have not yet submitted the valid copy of their CNIC to the Company.

8. Attendance at the Meeting:

A Member holding Physical Shares must bring his/her original Computerized National Identity Card (CNIC) and should mention his/her CNIC and Folio No. and sign on the Attendance Sheet while personally attending this Meeting. Also Member having deposited his/her shares into Central Depository Company of Pakistan Limited must bring his/her Participant's ID No. and Account/Sub-account No. along-with original CNIC and mention his/her CNIC and CDC Account No. and sign on the Attendance Sheet while personally attending this Meeting. Representatives of corporate Members should bring the usual documents required for such purpose as prescribed by the SECP.

9. Change of Address:

Members are advised to promptly notify change in their postal address, if any, to the Company's Share Registrar. Members having shares in CDC accounts are required to have their address updated with respective participants.

10. Video Conference Facility:

Members can also avail video conference facility. In this regard, please fill the following form and submit to registered address of the Company 10 days before holding of the Meeting.

If the Company receives consent from members in aggregate 10 % or more shareholding residing at a geographical location, to participate in the said meeting through video conference at least 10 (ten) days prior to date of meeting, the Company will arrange video conference facility in that city, subject to availability of such facility, in that city.

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

I/We, _____ of _____, being a member of Sanghar Sugar Mills Limited, holder of _____ (number of shares) ordinary share(s) as per Registered Folio/CDC Account No. _____ hereby opt for video conference facility at _____.

Signature of Member(s)

11. Unclaimed Dividend:

Members are advised to immediately write us in detail for any outstanding / unclaimed cash dividend issued to you by the Company in past years. Please give complete details duly signed either to the Share Registrar or the Secretary of the Company.

12. Dividend Payments through Electronic Mode:

In accordance with the provisions and under section 242 of the Companies Act, 2017, shareholders are entitled to receive their dividends by way of direct credit to their bank account instead of receiving them through dividend warrants.

Therefore, to receive your future dividends directly in your bank account, please give us complete details and inform us in writing duly signed along with a copy of your CNIC / NTN to the Share Registrar of the Company and in case Shares held in CDC then please inform concerned Participant / CDC Investor Account Services. The form is also available on our Company's website and annexed herewith.

13. Consent to receive Hard Copy of Audited Financial Statements:

In supersession / partial modification of notification No. 470(I) dated May 31, 2016 and notification No. 787(I)/2014 dated September 08, 2014, the SECP has issued latest S.R.O. 389(I)/2023 dated March 21, 2023 read with Section 223(6) and 223 (7) of the Companies Act, 2017 which states that the Members of the Company who wish to receive the hard copy of Audited Financial Statements and Reports of the Company instead of sending the same through email, are requested to provide a "Standard Request Form", duly filled and signed in all respects, to communicate the need of hard copy, to the Company Secretary / Share Registrar. The Standard Request Form is available on the Company's website and also annexed herewith.

The Company will send the complete audited financial statements with relevant documents in hard copy to the member, at their registered addresses, free of cost, within one week, if a request has been made by the member on the standard request form.

14. Deposit of Physical Shares in to CDC Account:

As per Section 72 of the Companies Act, 2017 every existing listed company shall be required to replace its physical shares with book-entry form. Therefore, the Shareholders having physical shareholding are encouraged to open CDC sub-account with any of the brokers or investor account directly with CDC to place their physical shares into scrip less form, this will facilitate you in many ways, including save custody and sale of shares, any time they want, as the trading of physical shares is not permitted as per the existing regulations of the authorities.

For any query and or information, members may contact to the Company or our Share Registrar at the following address:

Registered Office of the Company:

Office No. 204, 2nd Floor, Clifton Centre,
Block - 5, Clifton, Karachi.
Phone: 021 35371441 to 43 (3 lines)
Fax: 021 35371444.
Website: www.sangharsugarmills.com,
E-mail: info@sangharsugarmills.com

Share Registrar of the Company:

Hameed Majeed Associates (Pvt) Limited,
Karachi Chambers, Hasrat Mohani Road, Karachi.
Phone: 021 32424826, Fax: 021 32424835.

کھینچنے اور اس سلسلے میں باقاعدہ تحریری طور بمعہ قومی شناختی کارڈ نمبر/این ٹی این نمبر اپنے دستخطوں کے ساتھ معلومات کو کمپنی کے حصص رجسٹرار کے پاس اور سی ڈی سی کی صورت میں اپنے شراکت دار/سی ڈی سی سرمایہ کار کے پاس جمع کروادیں۔ ڈیویڈنڈ مینڈیٹ فارم نوٹس ہذا کے ساتھ منسلک ہونے کے علاوہ ہماری ویب سائٹ پر بھی موجود ہے۔

13- آڈٹ شدہ مالیاتی دستاویزات و نوٹس کی ہارڈ کاپی حاصل کرنے کیلئے اظہار رضامندی

ایس ای سی پی کی جانب سے جاری کردہ نوٹیفیکیشن بحوالہ نمبر (1)470 مؤرخہ 31 نومبر 2016 اور نوٹیفیکیشن نمبر (1)787/2014 مؤرخہ 8 ستمبر 2014 کی جگہ اجزوی ترمیم کے ساتھ ایس ای سی پی کی جانب سے جاری کئے گئے حالیہ ایس آر او نمبر (1)389/2023 مؤرخہ 21 مارچ 2023 جسے کمپنیز ایکٹ 2017 کے سیکشنز (6)223 اور (7)223 کے ساتھ ملا کر پڑھا جائے کے تحت ایسے ممبران جو کہ کمپنی کی مالیاتی دستاویزات اور رپورٹس بذریعہ ای میل کے بجائے ہارڈ کاپی کی صورت میں حاصل کرنے کے خواہشمند ہوں تو انہیں چاہئے کہ "اسٹینڈرڈ درخواست فارم" برائے حصول ہارڈ کاپی بابت کمپنی مالیاتی دستاویزات و نوٹس باقاعدہ طور پر اور دستخط کر کے کمپنی سیکرٹری/شیئر رجسٹرار کے پاس جمع کروادیں۔ اسٹینڈرڈ درخواست فارم "کمپنی کی ویب سائٹ پر موجود ہے اور اس فارم اس اعلان کے ساتھ بھی منسلک کر دیا گیا ہے۔ کمپنی کی جانب سے مالیاتی دستاویزات کی آڈٹ شدہ مکمل ہارڈ کاپی درخواست گزار کے رجسٹرڈ شدہ پتے پر ایک ہفتے کے اندر اندر مفت ارسال کر دی جائے گی بشرطیکہ کسی ممبر کی جانب سے اسٹینڈرڈ فارم اس سلسلے میں باقاعدہ درخواست دی گئی ہو۔

14- کاغذی حصص کو سی ڈی سی اکاؤنٹ میں جمع کروانا:

کمپنیز ایکٹ 2017 کے سیکشن 72 کے تحت تمام موجودہ لسٹڈ کمپنیوں پر لازم ہے کہ اپنے کاغذی صورت میں جاری کردہ اپنے حصص کو کھاتوں میں اندراج کے ذریعے تبدیل کر لیں، لہذا ایسے حصص داران جن کے پاس کمپنی کے حصص کاغذی صورت میں موجود ہیں سے گزارش کی جاتی ہے کہ کسی بھی بروکر کے پاس اپنا سی ڈی سی ذیلی اکاؤنٹ کھولیں یا براہ راست سی ڈی سی میں اپنا سرمایہ کاری اکاؤنٹ کھولیں تاکہ ان کے حصص کو اسکرپ لیس فارم میں منتقل کیا جاسکے، ایسا کرنے سے انہیں کئی لحاظ سے سہولیات فراہم ہو جائیں گی جیسا کہ محفوظ تحویل، کسی بھی وقت حصص کی فروخت وغیرہ، کیونکہ موجودہ قوانین کی رو سے کاغذی صورت میں اب حصص کی خرید و فروخت ممنوع ہے۔

مزید معلومات یا سوالات کیلئے ممبران یا دیگر افراد کمپنی یا ہمارے حصص رجسٹرار سے درج ذیل پتوں پر رابطہ کر سکتے ہیں:

کمپنی کار رجسٹرڈ شدہ دفتر:

دفتر نمبر 204، دوسری منزل، کلفٹن سینٹر، بلاک-5، کلفٹن کراچی۔

فون نمبر: 021 35371441 to 43 (تین لائنیں)، فیکس: 021-35371444

ویب سائٹ: www.sangharsugarmills.com

ای میل: info@sangharsugarmills.com

حصص رجسٹرار برائے کمپنی:

حمید مجید ایسوسی ایٹس (پرائیویٹ) لمیٹڈ،

کراچی چیمبرز، حسرت موہانی روڈ، کراچی،

فون: 021 32424826، فیکس: 021 32424835

ایسے تمام حصص داران جن کے پاس کمپنی کے حصص فزیکل / کاغذی صورت میں موجود ہیں ان کی فہرست ان کے فوئیو نمبر، نام، پتے اور فزیکل / کاغذی صورت میں ان کے پاس موجود کمپنی کے حصص کی تعداد کے ساتھ کمپنی کی ویب سائٹ www.sangharsugarmills.com پر جاری کردی گئی ہے تاکہ جن حصص داران کی جانب سے ابھی کمپیوٹرائزڈ قومی شناختی کارڈ جمع نہیں کروایا گیا ہے وہ اس فہرست میں اپنا نام دیکھ سکیں۔

8- اجلاس میں شرکت:

دستی حصص کا حامل کوئی ممبر اگر ذاتی طور پر اجلاس میں شرکت کرے تو لازم ہے کہ اپنا اصل کارڈ آمد قومی شناختی کارڈ ہمراہ لے کر آئے اور حاضری کے رجسٹر میں اپنی حاضری بمعہ قومی شناختی کارڈ اور فوئیو نمبر درج کرے۔ اس کے علاوہ ایسے ممبران جنہوں نے اپنے حصص سینٹرل ڈپازٹری کمپنی میں جمع کروا دیئے ہیں اور وہ اجلاس میں ذاتی طور پر شرکت کرنا چاہتے ہیں ان کو چاہیے کہ اپنے اصل قومی شناختی کارڈ کے علاوہ شراکتی شناختی نمبر اور ذیلی اکاؤنٹ نمبر / اکاؤنٹ نمبر بھی ہمراہ لے کر آئیں اور حاضری کی شیٹ پر دستخط کرتے وقت اپنے قومی شناختی کارڈ اور سی ڈی سی اکاؤنٹ نمبر کو ضرور درج کریں۔ کارپوریٹ ممبران کے نمائندگان پر لازم ہے کہ اس موقع کی مناسبت سے ایس ای سی پی کی جانب سے لازم قرار دی گئی تمام دستاویزات ہمراہ لے کر آئیں۔

9- پتے کی تبدیلی:

ممبران سے درخواست ہے کہ اگر انکے پتے کسی بھی قسم کی کوئی تبدیلی واقع ہوئی تو فوری طور پر اس تبدیلی سے کمپنی کے حصص رجسٹرار کو مطلع کریں۔ تاہم ایسے ممبران جن کے حصص سی ڈی سی میں ہیں ان کو چاہیے کہ متعلقہ شراکت دار کو ہی پتے کی تبدیلی سے مطلع کریں۔

10- ویڈیو کانفرنس کی سہولت:

ممبران ویڈیو کانفرنس کی سہولت بھی حاصل کر سکتے ہیں، اگر اس سہولت سے فائدہ اٹھانا مقصود ہو تو اجلاس سے کم از کم 10 دن پہلے درج ذیل فارم کو باقاعدہ پر کرنے کے بعد کمپنی کے رجسٹر ڈسٹنڈ پتے پر جمع کرادیں۔

اگر کسی بھی جغرافیائی محل وقوع پر رہائش پذیر حصص داران کے اوسطاً 10% ممبران کی جانب سے اجلاس سے کم از کم 10 دن قبل کمپنی کو ویڈیو کانفرنس کی سہولت کیلئے درخواست موصول ہوتی ہے تو کمپنی کی جانب سے ویڈیو کانفرنس کا بندوبست کیا جاسکتا ہے بشرطیکہ اس علاقے میں بھی یہ سہولت میسر ہو۔ اگر ویڈیو کانفرنس کی سہولت میسر کرنی ہو تو کمپنی کی جانب سے حصص داران کو اجلاس سے کم از کم 5 دن قبل اطلاع فراہم کر دی جائے گی اور انہیں مکمل معلومات فراہم کی جائیں گی کہ اس سہولت تک انکی رسائی کس طرح ممکن ہو سکتی ہے۔

میں / ہم / سنہ / سالکان ----- بطور ممبر ساگھڑ شوگر
ملز لمیٹڈ، حامل ----- عام حصص (تعداد حصص) بجوال رجسٹرڈ فوئیو / سی ڈی سی اکاؤنٹ نمبر -----
بذریعہ ہذا بمقام ----- ویڈیو کانفرنس کی سہولت حاصل کرنا چاہتا / چاہتی ہوں / چاہتے ہیں۔

دستخط ممبر (ممبران)

11- غیر دعوی شدہ ڈیویڈنڈ:

ممبران کو چاہیے کہ اگر ماضی میں اعلان کئے گئے کوئی بھی ڈیویڈنڈ انکے حق میں کمپنی پر واجب الادا ہیں تو فوری طور اس کی اطلاع تحریری طور کمپنی کو دیں۔ برائے مہربانی اس سلسلے میں دستخط شدہ مکمل معلومات کمپنی کے حصص رجسٹرار یا کمپنی سیکرٹری کے پاس جمع کروائیں۔

12- الیکٹرانک ذرائع سے ڈیویڈنڈ کی ادائیگی:

کمپنیز ایکٹ 2017 کی دفعہ 242 کے تحت حصص داران کو یہ حق حاصل ہے کہ ان کے ڈیویڈنڈ انہیں بذریعہ ڈیویڈنڈ وارنٹ دینے کے بجائے براہ راست ان کے بینک اکاؤنٹ میں جمع کروا دیئے جائیں۔

لہذا مستقبل میں آپ اپنے ڈیویڈنڈ براہ راست اپنے بینک اکاؤنٹ میں حاصل کرنے کیلئے اپنے بینک اکاؤنٹ سے متعلق مکمل معلومات ہمیں فراہم

ویڈیولنک اور لاگ ان کرنے سے متعلق تفصیلات صرف انہی حصص داران / پراکسی (پراکسی فارم جمع کروانا لازم ہے) کو فراہم کی جائیں گی جن کی جانب سے مذکورہ بالا معلومات اجلاس عام شروع ہونے سے 48 گھنٹے پہلے پہلے تک جمع کروادی جائیں گی۔ نامکمل، مشکوک اور آخری تاریخ کے بعد موصول ہونے والی معلومات کو اجلاس کی کارروائی میں شامل نہیں کیا جائے گا۔

ممبران سے یہ بھی گزارش ہے کہ مذکورہ معلومات فراہم کرتے وقت اپنے قومی شناختی کارڈ کی نقل بھی منسلک کریں اور جہاں ضرورت ہو کسی ممبر کے پراکسی جس کی جانب سے وہ پراکسی بنائے گئے ہیں اس ممبر کی شناختی کارڈ کی نقل بھی منسلک کریں۔ قومی شناختی کارڈ کی نقل کے بغیر ممبران کو ویڈیولنک کیلئے رجسٹرڈ نہیں کیا جائے گا۔

4- ایجنڈے کے امور سے متعلق آراء و سفارشات:

ممبران اجلاس میں اس طرح بھی شرکت کر سکتے ہیں کہ ہمارے واٹس ایپ نمبر پر یا بذریعہ ای میل ہمارے ای میل پتے پر (بعنوان "AGM January 2025") ایجنڈے پر موجود امور سے متعلق اپنی آراء اور مشوروں سے ہمیں آگاہ کریں۔ تفصیلات درج ذیل ہیں:

واٹس ایپ نمبر: +92 300 2742176

ای میل پتہ: info@sangharsugarmills.com

یہ ہماری ذمہ داری ہوگی کہ ممبران کی جانب سے دی جانے والی آراء اور سفارشات پر اجلاس میں زیر بحث لایا جائے اور زیر بحث لانے کے بعد ان آراء اور سفارشات کو اجلاس کی کارروائی کے تحت ضبط تحریر میں بھی لایا جائے گا۔

5- حق رائے دہی (بذریعہ ڈاک / الیکٹرانک ذرائع):

ایس آر او 2023/906(1) مورخہ 7 جولائی 2023، ایس آر او 2022/2192(1) مورخہ 5 دسمبر 2022، کمپنیز ایکٹ 2017 کمپنیز (پوسٹل بیلٹ) ریگولیشنز 2018 اور سٹیٹیکمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 کے تحت کمپنی کی ذمہ داری ہے کہ کمپنی کے ہر ممبر کو بشرطیکہ ایکٹ کے سیکشنز 143 اور 144 کی شرائط پر عمل کرنے کے بعد بذریعہ ڈاک اور بذریعہ الیکٹرانک ذرائع حق رائے دہی کی سہولت فراہم کی جائے۔

6- سالانہ عام اجلاس میں بذریعہ پراکسی شرکت

کوئی ایسا ممبر جو کہ اجلاس میں شرکت اور رائے دہی کی اہلیت رکھتا ہو اپنی جگہ کسی اور ممبر کو شرکت اور رائے دہی کیلئے بطور پراکسی مقرر کر سکتا ہے اور بطور پراکسی مقرر کئے جانے والے فرد کو اصل ممبر کی طرح اجلاس میں شرکت کرنے، رائے دہی اور ووٹ ڈالنے کا حق حاصل ہوگا۔ پراکسی مقرر کئے جانے والے فارم کے قابل قبول ہونے کیلئے لازم ہے کہ ہر لحاظ سے پرشدہ اور مکمل فارم دستخط اور مہر کے ساتھ جمعہ دو گواہوں، ان کے نام، پتے، قومی شناختی کارڈ نمبر اور دستخطوں کے ساتھ کمپنی کے رجسٹرڈ شدہ پتے آفس نمبر 204، دوسری منزل، کلفٹن سینٹر، بلاک 5، کلفٹن کراچی پر اجلاس سے کم از کم 48 گھنٹے قبل موصول ہو جائیں۔ پراکسی فارم کو اعلان ہذا کے ساتھ منسلک کر دیا گیا ہے، نیز سی ڈی سی اکاؤنٹ کے حامل افراد پر لازم ہے کہ سرکلر مورخہ 26 جنوری 2000 از ایس ای سی بی میں مذکور ہدایات پر بھی عمل کریں۔

7- قومی شناختی کارڈ جمع کرانا (لازم)

کمپنی کے ایسے حصص داران جن کے پاس کمپنی کے فزیکل / کاغذی حصص موجود ہیں اور انہوں نے ابھی تک اپنا کارآمد کمیونٹرائزڈ قومی شناختی کارڈ ہمارے پاس جمع نہیں کروایا ان کے بہترین مفاد میں بذریعہ ہدایا دہانی کروائی جاتی ہے اور مطلع کیا جاتا ہے جیسا کہ ماضی میں بھی انہیں سالانہ عام اجلاس اور غیر معمولی سالانہ اجلاس عام کے نوٹسز کے ذریعے یاد دہانی کروائی جاتی رہی ہے جو کہ گزشتہ سالانہ رپورٹس میں شائع ہوتے رہے ہیں، نیز کراچی اور لاہور کے معروف اخبارات میں خصوصی نوٹسز کے ذریعے بھی مختلف تاریخوں پر یہ یاد دہانی کروائی جاتی رہی ہے کہ کمپنی یا کمپنی شیئر رجسٹرار کو اپنے کمیونٹرائزڈ قومی شناختی کارڈ کی نقل فوری طور پر ارسال کر دینے سے سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی جانب سے جاری کردہ SRO 83(1)/2012 مورخہ 5 جولائی 2012 اور SRO 19(1) بابت 2014 مورخہ 10 جنوری 2014 کے مطابق عمل درآمد کیا جاسکے۔

نوٹس:

1- آڈٹ شدہ مالیاتی گوشواروں کی ترسیل

کمپنی کے آڈٹ شدہ مالیاتی گوشوارے برائے مالی سال اختتامیہ 30 ستمبر 2024 کو کمپنی کی ویب سائٹ www.sangharsugarmills.com پر فراہم کر دیا گیا ہے، علاوہ ازیں، سالانہ اور سہ ماہی مالیاتی گوشوارے بابت سابقہ مالی سال بھی بالترتیب ویب سائٹ پر دستیاب ہیں۔ مزید برآں کمپنیز ایکٹ 2017 کے سیکشن (6) 223 معہ خواندگی ایس آر او (1) 389/2023 مورخہ 21 مارچ 2023 اور پروویژنز بابت الیکٹرانک ٹرانز ایکشن آرڈیننس 2002 کے تحت سالانہ آڈٹ شدہ مالیاتی گوشوارے معہ متعلقہ نوٹسز اور اپورٹس اور ایڈسٹاویزات بابت کمپنی برائے مالی سال اختتامیہ 30 ستمبر 2024 کمپنی کے ان حصص یافتگان کو بذریعہ ای میل ارسال کر دی گئی ہیں جن کی جانب سے شیئرز رجسٹرار اور ایڈسٹاویزات متعلقہ شراکت دار اسی ڈی سی انویسٹرا کاؤنٹ سرویسز کو کارآمد ای آئی ڈی فراہم کر دی گئی تھیں۔

مزید برآں کمپنیز ایکٹ 2017 کے سیکشن (6) 223 معہ خواندگی ایس آر او (1) 389/2023 مورخہ 21 مارچ 2023 اور پروویژنز بابت الیکٹرانک ٹرانز ایکشن آرڈیننس 2002 کے تحت کمپنی کے ممبران کو کمپنیز ایکٹ 2017 کے مطابق سالانہ اجلاس عام کو نوٹس ارسال کیا جا چکا ہے۔ نوٹس ہذا ممبران کے رجسٹرڈ شدہ پتوں پر معہ کارآمد کیو آر کوڈ اور ویب لنک ایڈریس ارسال کیا گیا ہے تاکہ ممبران کمپنیز ایکٹ 2017 کے مطابق ان مالیاتی گوشواروں کو معہ متعلقہ رپورٹس اور منسلک دستاویزات ملاحظہ کر سکیں یا انھیں ڈاؤن لوڈ کر سکیں۔

2- حصص منتقلی کھاتوں کی بندش

کمپنی کی حصص منتقلی کے کھاتے مورخہ 20-01-2025 تا 27-01-2025 (بشمول ایام مزکورہ) بند رہیں گے۔ ایسی تمام دستی منتقلیاں اسی ڈی ایس منتقلیاں اور آئی ڈی ایس جو کہ ہر لحاظ مکمل ہوں اور کاروباری دن کے اختتام مورخہ 18-01-2025 تک کمپنی کے حصص رجسٹرار میسرز جمید جمید ایسو سی ایٹس (پرائیویٹ) لمیٹڈ، کراچی چیئرمین، حسرت موہانی روڈ، کراچی کو موصول ہو جائیں تو انہیں بروقت تصور کیا جائے گا اور انہیں اجلاس میں شرکت اور حق رائے دہی کیلئے زیر غور لایا جائے گا۔

3- سالانہ اجلاس عام میں آن لائن شرکت:

سیکیورٹیز اینڈ ایکسچینج آف پاکستان کی جانب سے بذریعہ سرکلر نمبر 4 مجریہ 15 فروری 2021 تمام لسٹڈ کمپنیوں کو ہدایت دی گئی ہے کہ کمپنیاں اپنے سالانہ اجلاس عام میں ذاتی طور پر شرکت کے ساتھ ساتھ اس بات کو بھی یقینی بنائیں کہ مستقل بنیادوں پر ممبران کو ان اجلاسوں میں شرکت کیلئے الیکٹرانک ذرائع کی سہولت میسر ہو۔ لہذا اجلاس عام میں آن لائن شرکت کیلئے ممبران ضروری رسمی کاروائی کے بعد اہل ہو گئے تاکہ ممبران کی شناخت اور توثیق کے بعد آن لائن آگ ان ہونے کی سہولت فراہم کی جاسکے۔

اس مقصد کیلئے، ممبران سے گزارش ہے کہ اپنی تمام تفصیلات کمپنی کے ای میل پتے "info@sangharsugarmills.com" پر بذریعہ ای میل ارسال کر دیں اور ای میل کے عنوان میں "AGM January 2025" تحریر کریں یا پھر یہ معلومات کمپنی سیکرٹری کو کمپنی کے رجسٹرڈ شدہ پتے پر بذریعہ کوریئر یا ڈاک بھی ارسال کی جاسکتی ہیں۔ مطلوبہ معلومات در ذیل ہیں:

ممبر کا نام	کمپیوٹرائزڈ قومی شناختی کارڈ نمبر	فولیو/سی ڈی سی نمبر	ای میل کا پتہ	موبائل فون نمبر

سانگھڑ شوگر ملز لمیٹڈ

نوٹس برائے سالانہ عام اجلاس

بذریعہ ہذا یہ اطلاع دی جاتی ہے کہ کمپنی کے حصص داران کا انتالیسواں (39th) سالانہ عام اجلاس (AGM) 27 بروز پیر، جنوری 2025 بوقت صبح 11:30 بجے بمقام تیسری منزل، پاکستان اسٹاک ایکسچینج آڈیٹوریم بلڈنگ (ایڈمنسٹریشن بلاک)، اسٹاک ایکسچینج روڈ، کراچی میں منعقد کیا جائے گا۔ اجلاس ہذا میں شرکت کیلئے ویڈیولنک کی سہولت بھی میسر ہوگی۔ اجلاس ہذا میں درج ذیل امور کو زیر بحث لایا جانا مقصود ہے:

عمومی امور

- 1- کمپنی کے سالانہ عام اجلاس مورخہ 27 جنوری 2024 کی کارروائی کی شتوں کی توثیق کرنا۔
- 2- کمپنی کی آڈٹ شدہ مالیاتی دستاویزات بابت مالی سال 30 ستمبر 2024 مع ڈائریکٹرز و آڈیٹرز رپورٹ کو وصول کرنا اور اس پر غور و خوض کرنا اور اسے اپنانا۔

کمپنی کی ویب سائٹ پر اور بذریعہ کارآمد کیو آر کوڈ آڈٹ شدہ سالانہ مالیاتی گوشواروں کی فراہمی و ترسیل کمپنیز ایکٹ 2017 کے سیکشن (6) 223 مع خواندگی ایس آر او 389(I)/2023 مورخہ 21 مارچ 2023 کے مطابق کمپنی اپنی "سالانہ آڈٹ شدہ مالیاتی گوشوارے مع متعلقہ و منسلک رپورٹس اور دستاویزات" بابت کمپنی برائے مالی سال اختتامیہ 30 ستمبر 2024، ممبران کو ترسیل بذریعہ ویب لنک اور کارآمد کیو آر کوڈ فراہم کرے گی تاکہ کمپنی کے ممبران سالانہ آڈٹ شدہ مالیاتی گوشواروں مع منسلک دستاویزات و رپورٹس کا جائزہ لے سکیں یا انھیں ڈاؤن لوڈ کر سکیں۔ ممبران ان دستاویزات کا جائزہ لینے یا ڈاؤن لوڈ کرنے کیلئے مندرجہ ذیل لنکس اور کوڈ کو استعمال کر سکتے ہیں:

ویب لنک: www.sangharsugarmills.com/InvestorInformation/AnnualReports



کیو آر کوڈ:

- 3- مالی سال 2024-25 کیلئے آڈیٹروں کی تعیناتی کرنا اور ان کے مشاہرے کا تعین کرنا۔ موجودہ آڈیٹر میسرز کریسٹن حیدر بھیجی اینڈ کمپنی چارٹرڈ اکاؤنٹنٹس ریٹائر ہو رہے ہیں اور انہوں نے اپنی اہلیت کی بنیاد پر ایک مرتبہ پھر اپنی خدمات کو پیش کرنے کا ارادہ ظاہر کیا ہے۔
- 4- چیئرمین کی اجازت سے کسی بھی دیگر عام نوعیت کے مسئلے پر بحث کرنا۔

بحکم بورڈ

محمد مسین عالم
کمپنی سیکرٹری

کراچی: 06 جنوری 2025

Chairman's Review

Dear Shareholders,

On behalf of the Board of Directors, I am presenting the audited financials and other information for the year ended September 30, 2024 and the overall performance of the Board and effectiveness of the role played by the Board in achieving the Company's Goals, Corporate Objectives and Strategy based on Strategic Planning which are in line with the Vision and Mission of the Company.

The Pakistan's economy is transitioning into the recovery phase, emphasized by a significant milestone achieved through the final review of the IMF's Stand-By Arrangement (SBA) program subject to a series of conditionality. These include increasing energy prices by reducing the cost of subsidies, fiscal reforms, a market-determined exchange rate policy, broaden tax base, and privatization of state-owned enterprises and tax compliances.

During the year 2023-24, the Company has faced the main challenge of the rising raw material prices, depreciating currency, rising cost of doing business and intense competition amongst the mills for sugarcane procurement which resulted in high sugarcane procurement cost and other cost of production. The selling price of sugar, in local market was lowered the cost of production during the financial year and export of sugar through export quota approved by the Government has benefited the Company to some extent which resulted in alleviate the losses of the Company and enhanced cash-flows to the Company and gives benefits to the industry and economy of the Country, as a whole.

Your Company was able to crush 515,994.296 M. Tons of sugarcane compared with 406,402.792 M. Tons of sugarcane in the previous crushing period, average crushing per day has been increased to 5,431.52 M. Tons per day from 4,781.20 M. Tons per day of the previous crushing period, produced 52,293.500 M. Tons of sugar at the recovery rate of 10.135% as compared with 41,711.250 M. Tons of sugar produced at the recovery rate of 10.263% in the previous crushing period. The Company has faced this year, a challenging business environment and reported a loss before all taxes amounted to Rs. 80,321 thousand as compared with profit before all taxes amounted to Rs. 132,451 thousand for the previous year.

I am also delighted to report that your Company has achieved the 1st Award in the category of Profit before Tax for the year 2023 by Pakistan Centre for Philanthropy for Corporate Social Responsibility Activities and our CSR efforts continued to proudly support a worthy spectrum of reputable not-for-profit causes during the year.

The Board is knowledgeable about the Company's current business activities including strengths and weaknesses and has an effective process for tracking activity with performance. The Board has completed its self evaluation and also assessed the performance of the Chief Executive Officer for the year 2023-24 and I would like to inform you that the overall evaluation and performance measured on the basis of approved criteria for the year was satisfactory.

The Board recognizes that well-defined corporate governance processes are vital to enhancing corporate accountability and is committed to ensuring high standards of corporate governance to preserve and maintain stakeholder value. The Board has performed its duties and responsibilities diligently and contributed effectively in guiding the Company in strategic and governance matters. All Board members, including independent directors, fully participated in and contributed to the decision making process of the Board. The Board has established policies that covers all major areas of Board's responsibilities and operations of the Company.

The Board has a fiduciary responsibility for the proper direction and control of the activities of the Company. In addition, the Board members also undertook the key activities i.e. attended Board meetings to actively participate in its proceedings, ensured that the Company complies with all the regulatory requirements and

best practices, ensured appropriate measures were in place for safeguarding of the Company's assets, ensured that the identification and control of the Company's business risks, the integrity of management information systems and transparent reporting to shareholders.

The Board is aware that Environmental, Social and Governance (ESG) initiatives help the businesses to attract investors, build customer loyalty, improve financial performance and make operations sustainable. The Company's ESG strategy adjusts environmental, social and governance practices to increase business sustainability and conducting business in a way that provides long-term value. The Company's ESG plan demonstrates our commitment to risk management, cost reduction and care for the environment. The Company has a strong stance on socio economic issues including customer satisfaction, waste management, equality, diversity and inclusion. By embedding ESG principles into our core strategy, we are committed to building a sustainable and equitable future. This focus on ESG will enhance our evaluation beyond financial performance.

I have strong confidence that the Company will continue to grow and Board will play its strategic role in assuring sustainable growth of the business and to maximize return for its shareholders. As an Organization, we firmly believe in upholding our core values, adapting to change and evolving for the better and operating with integrity and responsibility.

I would like to place on record, my sincere appreciation for devotion of duty, loyalty and hard work of the executives, officers, staff members, workers and thanks to all the Government functionaries, banking and non-banking financial institutions, suppliers and shareholders for smooth running of the Company's affairs and hope that they will continue for enhancement of productivity with great zeal and spirit under the blessings of Almighty Allah.

Karachi: December 30, 2024

Ghulam Dastagir Rajar
Chairman

بورڈ اس بات پر یقین رکھتا ہے کہ ایک معین کارپوریٹ گورننس طریقہ کار کارپوریٹ احتساب کے عمل کو موثر بنانے میں اہم کردار ادا کرتا ہے، لہذا کمپنی کارپوریٹ کی اعلیٰ روایات پر عمل پیرا ہونے کیلئے پرعزم ہے تاکہ کمپنی کے تمام شرکاء داروں کی سرمایہ کاری کی قدر میں اضافہ ہو۔ بورڈ نے اپنے فرائض منصبی پر مستعدی کے ساتھ عمل کیا ہے اور کمپنی کی حکمت عملی اور گورننس کے معاملات میں ایک اہم کردار ادا کیا ہے۔ بورڈ کے تمام ممبران، بشمول غیر جانبدار ڈائریکٹرز، بورڈ میں فیصلہ سازی کے عمل میں بھرپور کردار ادا کیا ہے۔ بورڈ کی جانب سے ایسی پالیسیاں مرتب کی گئی ہیں جو بورڈ کی تمام ذمہ داریوں اور کمپنی کے تمام افعال کا احاطہ کرتی ہیں۔

کمپنی کے افعال کو چلانے اور کنٹرول کرنے کیلئے بورڈ پر بنیادی ذمہ داری عائد ہوتی ہے۔ علاوہ ازیں، بورڈ کی جانب سے بعض انتہائی اہم امور بھی سرانجام دیئے گئے ہیں جیسا کہ بورڈ کے اجلاسوں میں شرکت کی گئی، اس بات کو یقینی بنایا گیا کہ کمپنی تمام مروجہ قوانین اور اعلیٰ روایات کی پابندی کی جائے، اس بات کو یقینی بنایا گیا کہ کمپنی کے تمام اثاثوں کی حفاظت کیلئے مناسب اقدامات اٹھائے گئے ہیں، کمپنی کو لاحق تمام خطرات کی نشاندہی کی گئی اور تمام شرکاء داروں تک صحیح معلومات بہم پہنچانے کیلئے مینجمنٹ انفارمیشن سسٹم کا شفاف بنانے کیلئے اقدامات اٹھائے گئے ہیں۔

بورڈ اس بات سے مکمل طور پر آگاہ ہے کہ سماجی اور گورننس کے معاملات سے متعلق اٹھائے جانے والے اقدامات کی وجہ سے سرمایہ کار سرمایہ کاری کی جانب راغب ہوتے ہیں، صارفین کے ساتھ دیرپا تعلقات قائم ہوتے ہیں، معاشی کارکردگی میں بہتری پیدا ہوتی ہے اور کاروباری افعال میں استقلال پیدا ہوتا ہے۔ کمپنی کی ای ایس جی (ESG) کی حکمت عملی ماحولیاتی، سماجی اور گورننس پالیسیوں میں استقلال پیدا کرنے میں مدد دیتی ہے جس کے باعث طویل مدتی کاروباری قدر میں اضافہ ہوتا ہے۔ کمپنی کی ای ایس جی پالیسی کمپنی کو لاحق خطرات کو کم از کم کرنے، پیداواری لاگت کم از کم کرنے اور بقائے ماحولیات کے سلسلے میں کمپنی کے عزم کی بھرپور نمائندگی کرتی ہے۔ سماجی و معاشی مسائل بشمول صارفین کی تشفی، ویسٹ مینجمنٹ، مساوات، تنوع اور شمولیت کے ضمن میں کمپنی پرعزم ہے۔ ای ایس جی کے اصولوں کو اپنی بنیادی حکمت عملی کا حصہ بناتے ہوئے، ہم اس بات کیلئے پرعزم ہیں کہ کمپنی کا مستقبل استقلال اور منفعت پر مشتمل ہو۔ ہماری ای ایس جی کی پالیسی معاشی کارکردگی کے علاوہ بھی ہماری مجموعی کارکردگی کے موثر ہونے کا ایک پیمانہ ہے۔

میں اس بات کیلئے پراعتماد ہوں کہ کمپنی اپنی ترقی کا سفر جاری رکھے گی اور کمپنی کی مستقل کاروباری ترقی اور شرکاء داروں کی سرمایہ کاری کی قدر میں اضافہ کرنے کیلئے بورڈ اپنا اہم کردار ادا کرتا رہے گا۔ بطور ادارہ، ہم بنیادی اقدامات کو مستحکم بنانے، وقت کے تقاضوں کا ساتھ دینے، بہتری کی جانب ارتقاء کا سفر جاری رکھنے اور ایمانداری اور ذمہ داری کے ساتھ اپنے فرائض منصبی نبھانے میں اپنا کردار ادا کرنے پر یقین رکھتے ہیں۔

اپنی جانب سے اس بات کو ریکارڈ کا حصہ بنانا چاہتا ہوں کہ تمام اعلیٰ افسران، دیگر افسران اور ملازمین کی جانب سے کمپنی کے معاملات کو خوش اسلوبی کے ساتھ چلانے کیلئے جس اخلاص، ایمانداری اور محنت شاقہ کا مظاہرہ کیا گیا ہے وہ قابل ستائش ہے اور امید کرتا ہوں کہ آئندہ بھی اللہ رب العزت کی رحمت کے سائے تلے تمام افراد کمپنی کی پیداواری صلاحیت میں اضافے کیلئے اسی جوش و جذبے کا مظاہرہ کرتے رہیں گے۔ اس کے علاوہ اس موقع پر میں تمام سرکاری عمال، ہنر مند اور غیر بینکاری مالیاتی اداروں، ترسیل کاروں اور حصص داران کا بھی تہہ دل سے شکریہ ادا کرنا چاہتا ہوں کہ کمپنی کی ترقی اور خوشحالی کیلئے ان کی حمایت اور تعاون ہمیشہ ہمارے شامل حال رہے۔

غلام دستگیر راجڑ

چئیرمین

کراچی: 30 دسمبر 2024

چیمین جائزہ رپورٹ

منجانب بورڈ آف ڈائریکٹرز، میں آڈٹ شدہ مالیاتی گوشوارے اور دیگر معلومات برائے مالی سال اختتامیہ 30 ستمبر 2024 پیش کر رہا ہوں، نیز بورڈ کی مجموعی کارکردگی، کمپنی کے مقاصد کے حصول، کارپوریٹ مقاصد اور کمپنی کے ویژن اور مشن کے مطابق منصوبہ بندی کی حکمت عملی کی کامیابی کیلئے بورڈ کے کردار کے موثر ہونے سے متعلق جائزہ پیش کیا جا رہا ہے۔

پاکستانی معیشت بازیابی کی جانب گامزن ہے، جس کی نشاندہی اہم معاشی سنگ میل سے ہوتی ہے جو کہ کچھ شرائط سے مشروط آئی ایم ایف کے اسٹینڈ بائی ارتجمنٹ (SBA) کی حتمی نظر ثانی سے حاصل ہوا ہے۔ ان میں سبسڈی کو ختم کرنے کے بعد توانائی کی قیمت میں اضافہ، مالیاتی اصلاحات، مارکیٹ کی قوتوں پر مبنی شرح مبادلہ، ٹیکس نظام میں وسعت، سرکاری تحویل میں چلنے والے اداروں کی نجکاری اور ٹیکس کے قوانین کی پاسداری جیسی شرائط شامل ہیں۔

مالی سال 2023-24 میں کمپنی کو درپیش سب سے بڑے مسائل میں خام مال کی بڑھتی ہوئی قیمتیں، پاکستانی کرنسی کی گرتی ہوئی قدر، کاروبار کی لاگت میں اضافہ اور شوگر ملوں کے مابین گئے کے حصول کا سخت مقابلہ وغیرہ شامل تھے، علاوہ ازیں دیگر پیداواری لاگت میں بھی اضافے کا رجحان موجود رہا۔ اس مالی سال کے دوران چینی کی قیمت فروخت پیداواری لاگت کے مقابلے میں کم تھی، البتہ برآمدی کوٹے کی مد میں حکومت کی جانب سے چینی کو برآمد کرنے کی اجازت ملنے کے بعد چینی کی برآمد سے کمپنی کو کچھ فائدہ ہوا، برآمدات کی وجہ سے ایک جانب تو کمپنی اپنے نقصان میں کمی کر پائی، تو دوسری جانب کمپنی کو نقد رقوم کی ترسیل بھی میسر آئی، مجموعی طور پر ان برآمدات سے پوری انڈسٹری اور ملک کی معیشت کو بھی فائدہ پہنچا ہے۔

آپ کی کمپنی 515,994.296 میٹرک ٹن گنے کی پسائی کرنے کے قابل رہی، جبکہ گزشتہ مالی سال اس عرصے کے دوران 406,402.792 میٹرک ٹن گنے کی پسائی کی گئی تھی، یومیہ اوسطاً 5,431.52 میٹرک ٹن گنا پیسا گیا، جبکہ گزشتہ مالی سال کے اس عرصے کے دوران 4,781.20 میٹرک ٹن یومیہ گنے کی پسائی کی گئی تھی، %10.135 کی شرح ریکوری کے ساتھ چینی کی پیداوار 52,293.52 میٹرک ٹن رہی، جبکہ گزشتہ مالی سال کے اس عرصے کے دوران %10.135 کی شرح ریکوری کے ساتھ چینی کی پیداوار 41,711.250 میٹرک ٹن ریکارڈ کی گئی تھی۔ اس سال کمپنی کو کاروبار میں سخت مسابقتی ماحول کا سامنا رہا اور کمپنی کی جانب سے قبل از تمام ٹیکس 80,321 ہزار روپے کے نقصان کا اعلان کیا گیا، جبکہ گزشتہ مالی سال کے دوران قبل از تمام ٹیکس 132,451 روپے کا منافع کمایا گیا تھا۔

میں انتہائی مسرت کے ساتھ بتانا چاہتا ہوں کہ آپ کی کمپنی کو پہلا ایوارڈ پاکستان سینٹر فار فلیٹنٹھراپی کی جانب سے کارپوریٹ معاشرتی ذمہ داری کے ضمن میں دیا گیا ہے، جو کہ منافع قبل از ٹیکس کی کیلنگری برائے سال 2023 کا ہے ہماری سی ایس آر کوششیں دوران سال خیر کے غیر منافع بخش کاموں کیلئے مختص رہیں۔

کمپنی کا بورڈ آف ڈائریکٹرز کمپنی کی کاروباری سرگرمیوں اور کمپنی کی کمزوریوں اور طاقت سے بخوبی واقف ہیں، نیز بورڈ کمپنی کے وضع شدہ نظام سے موثر کارکردگی حاصل کرنے کی مکمل اہلیت رکھتے ہیں۔ بورڈ کی جانب سے اپنی اور چیف ایگزیکٹو آفیسر کی کارکردگی برائے مالی سال 2023-24 کی خود احتسابی کا عمل مکمل کیا جا چکا ہے اور اس سلسلے میں یہ بات آپ کے علم میں لانا چاہتا ہوں کہ طے شدہ ضوابط کی روشنی میں بورڈ اور چیف ایگزیکٹو آفیسر کی کارکردگی کو اطمینان بخش قرار دیا گیا ہے۔

Directors' Report

The Directors of your Company are pleased to present 39th Annual Report with the Audited Financial Statements of the Company for the year ended September 30, 2024.

PRINCIPAL ACTIVITIES OF THE COMPANY

The Company is principally engaged in the manufacture and sale of sugar and sale of its by-products i.e. molasses and bagasse. The Company has also installed bagasse fired transmission equipment to sell surplus electric power, as and when available during season. The manufacturing facilities are located at Sanghar Sindhri Road, Deh Kehore, District Sanghar in the province of Sindh.

OVERVIEW OF SUGAR INDUSTRY

Pakistan is the 7th largest producer of sugar in the world and sugarcane is the Country's second most important cash crop after cotton. The next two consecutive seasons will be an increase in the output because of a somewhat better yield and a significant increase in the crop acreage, coupled with an expected surge in the cane price, ensuring full and timely payments to the growers.

Like wheat, sugarcane is also a political crop, and the Federal Government is heavily occupied with the sugar industry. It regulates the commissioning of a factory, trade and prices, thus influencing crop growers' decisions in one way or another. It also controls the import and export of sugar to maintain prices in the domestic market at a "reasonable" level.

Owing to the surplus sugar stock, selling prices are currently below the cost of production, which may lead to losses for the sector

The sugar industry began its crushing season for 2023-24 with a carryover stock of 0.7 Mln Tons. The total sugar production in the year is over 6.84 Mln Tons taking the total available stock to over 7.54 Mln Tons. In view of the projected domestic consumption of 6.1 Mln Tons for the ongoing year, the country will have around 1.5 Mln Tons surplus.

The millers petitioned the Government for months to export at least 1 Mln Tons of the surplus to earn around \$1.2 billion in foreign exchange. They called for a policy of exporting the surplus sugar in two instalments without any subsidy so that the exchequer could get the best benefit from the good prices in the international market.

They argued that India's focus on manufacturing value-added goods rather than exporting sugar created a demand-supply gap in the international market, and the Government should take advantage of this opportunity to export surplus sugar. The industry managed only permission to export 0.15 Mln Tons up-to September 30, 2024 and subsequently permission granted up-to 0.64 Mln Tons, which became aggregate of 0.790 Mln Tons (as of today), as the Government feared the export could lead to price escalation in the domestic market.

Because of surplus sugar stock, the selling prices are currently below the cost of production. As a result, there will be massive losses for the industry and bank defaults on working capital loans. Resultantly, sugar mills might not be able to operate in the forthcoming crushing season and the sugarcane farmers will not get their deserved prices and timely payments.

Further, major sugar production has consumed industrially, while households mostly use it for tea & sweet dishes. Approximately 18% Sales Tax and Rs. 15.00 per Kg of Federal Excise Duty are levied on each kilogram of sugar and the Government instead of exempting households from taxes, is controlling sugar prices for the benefit of industrial consumers, disturbing the whole sugar value chain.

OPERATING RESULTS & ITS REVIEW

	2023-2024	2022-2023
Season started on	12-11-2023	25-11-2022
Season completed on	14-02-2024	17-02-2023
Duration of crushing days	95	85
Sugarcane crushed (Metric Tons)	515,994.296	406,402.792
Average daily crushing (Metric Tons)	5,431.52	4,781.21
Cane sugar produced (Metric Tons)	52,293.50	41,711.25
Sucrose recovery (%)	10.135	10.263

Your Company was able to crush 515,994.296 M. Tons of sugarcane compared with 406,402.792 M. Tons of sugarcane in the previous crushing period, average crushing per day has been increased to 5,431.52 M. Tons per day from 4,781.20 M. Tons per day of the previous crushing period, produced 52,293.500 M. Tons of sugar at the recovery rate of 10.135% as compared with 41,711.250 M. Tons of sugar produced at the recovery rate of 10.263% in the previous crushing period.

FINANCIAL RESULTS & ITS REVIEW

The key financial figures of the Company for the year ended September 30, 2024 along with the comparatives for the corresponding year are summarized as under:

	2024	2023
	(Rupees '000)	
(Loss) / Profit before levies & taxation	(80,321)	132,451
Levies	79,387	62,529
(Loss) / Profit before taxation	(159,708)	69,922
Taxation	(20,048)	(34,961)
(Loss) / Profit for the year	(139,660)	104,883
(Loss) / Earnings per share basic and diluted (Rupees)	(11.69)	8.78

During the year, the Company has incurred loss before levies & taxation amounted to Rs. 80,321 thousand compared with profit before levies & taxation amounted to Rs. 132,451 thousand mainly due to the noticeable increase in cost of production and finance cost incurred on borrowings from financial institutions. Sale of by-products i.e. molasses & baggasse has considerably contributed in lowering the cost of production of the Company. It is worthwhile to mention here that, this year, the turnover of the Company is highest ever when compared with previous years and further the sugar sale in terms of value has been increased to 38.07 % as compared to last year while in terms of quantity, only 7.77 % has been increased and simultaneously the only average cost of production has been increased to 38.30 % which coupled with other expenses, overheads and others resulted a loss at the end of the financial year. However, the export of some sugar has give benefit to compensate the losses incurred to some extent.

The Government has continued the long debated 'mismatch' in the policy while fixing the minimum price of sugarcane whereas adopting a free market policy with regard to price of sugar. This is evident from the fact that though prices of sugar was not so high, the Government of Sindh enhanced the price of sugarcane very significantly and has announced the minimum price of cane at Rs. 425 per 40 k.g. which was high by Rs. 123 per 40k.g. (as compared to previous season) and greatly affect the cost of production. The Government exercises control over the price of sugarcane to protect the interest of the growers, but similar practice is not exercised over the price of sugar to have a win-win position for all the stakeholders.

COMMENTS ON AUDITORS' REPORT

The statutory auditors of the Company emphasizing the matter in their report regarding non-provision of Rs. 22 per maund for the season 2017-18, in this regards, we would like to inform you that your financials are prepared by taking sugar cane purchased at Rs. 160 per 40 k.g. in the light of the interim order passed by the Honourable High Court of Sindh with the consent of all the stakeholders, we hope that considering the continued depressed economic condition of the sugar industry, the final decision by the Honourable Courts are likely to be in line with the consent order.

STATEMENT ON CORPORATE AND FINANCIAL REPORTING FRAMEWORK

The Board of Directors and the Company remain committed to the principles of good corporate management practice with emphasis on transparency and disclosures. The Board and management are cognizant of their responsibilities and monitor the operations and performance to enhance the accuracy, comprehensiveness and transparency of financial and non-financial information.

The Company is fully compliant with the Code of Corporate Governance and as per the requirements of the listing regulations, following specific statements are being given hereunder:

- o The Financial Statements prepared by the management of the Company, present fairly its state of affairs, the results of its operations, cash flows and changes in equity.
- o Proper books of accounts of the Company have been maintained.
- o Appropriate accounting policies have been consistently applied, other than disclosed in note 2.4.1 and note 33.1 of the annexed financial statements, in preparation of financial statements and accounting estimates are based on reasonable and prudent judgment.
- o International Financial Reporting Standards, as applicable in Pakistan, have been followed in preparation of Financial Statements and there is no departure there from.
- o The system of internal control is sound in design and has been effectively implemented and monitored.
- o There are no significant doubts upon the Company's ability to continue as going concern.
- o There has been no material departure from the best practices of the Corporate Governance as detailed in the Regulations.
- o The Key Operating and Financial Data for last ten years in summarized form are annexed.
- o There are no statutory over dues otherwise than those disclosed in the financial statements and statutory payments due on account of taxes duties, levies and charges are being made in the normal course of business.
- o An unfunded Gratuity Scheme is in operation for all permanent eligible employees and also the Leave Encashment Scheme for eligible employees to be paid at the time of retirement or leaving the Company. Provision are made annually to cover the obligation on the basis of actuarial valuation, related details of which are mentioned in the notes to the Financial Statements.
- o The Pattern of Shareholding is annexed.
- o In terms of the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations), the Company shall ensure that all the directors on their Board have acquired the prescribed certification under Director Training Program. As at the year end, the four Directors on the Board are Certified Directors and Haji Khuda Bux Rajar has the prescribed education and required experience for exemption under the said Regulations, accordingly he is exempted from attending Directors' Training Program. Subsequent to the year end, the directors namely: Mr. Mehmood Alam and Ms. Misbah have attended and completed Directors' Training Course conducted by institute authorized by the Securities & Exchange Commission of Pakistan.
- o The Board strives to continuously improve its and Board Committees' effectiveness. Board has developed a mechanism as required under the Code of Corporate Governance to undertake annual

evaluation to assess Board's and its Committees' performance. The Board also reviews developments in corporate governance to ensure that the Company always remains aligned with best practices.

- o Other than disclosed in the Pattern of Shareholding, to the best of our knowledge, the Directors, Executives and their spouses and their minor children have not undertaken any other trading of Company's shares during the year.
- o Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 for the year is annexed with the Report.

CORPORATE GOVERNANCE & ADHERENCE TO BEST PRACTICES OF CORPORATE GOVERNANCE

The Company has a long history of adherence to high standards of ethical practices, and it continues to uphold these standards going forward. The Board defines a path of continuous improvement by constantly challenging existing processes and the Board has fiduciary responsibility for the proper direction and control of the activities of the Company. This responsibility includes such areas of stewardship as the identification and control of the Company's business risks, the integrity of management information systems and transparent reporting to shareholders.

The Corporate Governance structure of the Company is based on the Articles of Association as well as statutory, regulatory and other compliance requirements applicable to companies listed on the Pakistan Stock Exchange and the same is complemented by several internal procedures including a risk assessment and control system, as well as system of assurance on compliance with the applicable laws, regulations and the Company's Code of Conduct.

COMPANY'S CODE OF CONDUCT

The Listed Companies (Code of Corporate Governance) Regulations, 2019 requires that the Board of Directors develop a formal Code of Conduct for its directors, senior management and other employees to articulate expected behavior, promote ethical culture in the Company and prevent conflict of interest in their capacity as member of the Board and senior management.

In this regards, the Company aims at maintaining the Organizational Culture that Promotes Transparency and Accountability through honesty, integrity and diligence in dealing with employees, customers, financial market, government, regulatory authorities and other stakeholders. The Board of Directors has approved the "Code of Conduct" which is annexed in the Annual Report and also available on website of the Company.

NUMBER OF DIRECTORS

The total number of Directors are as follows:

- a) Male: Six
- b) Female: One

COMPOSITION OF THE BOARD

After Election of Directors as at November 02, 2023, the composition of Board is as follows:

	Name of Directors	Status	Category
1)	Mr. Ghulam Dastagir Rajar	Chairman	Non-Executive Director
2)	Mr. Ghulam Hyder	Chief Executive	Executive Director
3)	Haji Khuda Bux Rajar	Executive Director	Executive Director
4)	Mr. M. Abdul Jabbar	Independent Director	Non-Executive Director
5)	Mr. Mehmood Alam	Independent Director	Non-Executive Director
6)	Mr. Muhammad Qasim	Director	Non-Executive Director
7)	Ms. Misbah	Director	Non-Executive Director-Female

BOARD COMMITTEES

The Board has formed their Committees. During the year, the composition and their details are as follows:

Audit Committee

	Name of Members	Status	Category
1)	Mr. M. Abdul Jabbar	Chairman	Independent Director
2)	Mr. Mehmood Alam	Member	Independent Director
3)	Mr. Muhammad Qasim	Member	Non-Executive Director

Human Resource & Remuneration Committee

	Name of Members	Status	Category
1)	Mr. M. Abdul Jabbar	Chairman	Independent Director
2)	Mr. Ghulam Hyder	Member	Executive Director
3)	Ms. Misbah	Member	Non-Executive Director-Female

Information Technology & Steering Committee

	Name of Members	Status	Category
1)	Mr. Ghulam Hyder	Chairman	Executive Director
2)	Syed Rehan Ahmad Hashmi	Member	Chief Financial Officer
3)	Mr. Sheraz Khan	Member	Manager Management Information System

Corporate Social Responsibility Committee

	Name of Members	Status	Category
1)	Mr. Ghulam Dastagir	Chairman	Non-Executive Director
2)	Mr. Muhammad Qasim	Member	Non-Executive Director
3)	Ms. Misbah	Member	Non-Executive Director-Female
4)	Syed Rehan Ahmad Hashmi	Member	Chief Financial Officer - Representing Management

Risk Management Committee

	Name of Members	Status	Category
1)	Mr. Mehmood Alam	Chairman	Independent Director
2)	Haji Khuda Bux	Member	Executive Director
3)	Mr. M. Abdul Jabbar	Member	Independent Director

ATTENDANCE OF THE BOARD OF DIRECTORS AND COMMITTEES**Attendance of the Board of Directors in Board Meeting**

Five Board meetings were held during the year. Leave of absence were granted to the Directors unable to attend the meetings. Attendance by each Director was as mentioned below:

S. No.	Name of Directors	Status	No. of Meetings Attended / Total Meetings held
1)	Mr. Ghulam Dastagir Rajar	Chairman	5/5
2)	Mr. Ghulam Hyder	Chief Executive	5/5
3)	Haji Khuda Bux Rajar	Director	5/5
4)	Mr. M. Abdul Jabbar	Director	4/5
5)	Mr. Muhammad Qasim	Director	5/5
6)	Mr. Mehmood Alam	Director	4/5
7)	Ms. Misbah	Director	5/5

Attendance of Members in Meetings of Audit Committee

Five meetings of Audit Committee were held during the year. Leave of absence was granted to Members unable to attend the meeting. Attendance by each Member was as mentioned below:

S. No.	Name of Members	Status	No. of Meetings Attended / Total Meetings held
1)	Mr. M. Abdul Jabbar	Chairman	4/5
2)	Mr. Mehmood Alam	Member	4/5
3)	Mr. Muhammad Qasim	Member	5/5

Attendance of Members in Meetings of Human Resource & Remuneration (H. R. & R.) Committee

Two meetings of H. R. & R. Committee were held during the year. Attendance by each Member was as mentioned below:

S. No.	Name of Members	Status	No. of Meetings Attended / Total Meetings held
1)	Mr. M. Abdul Jabbar	Chairman	2/2
2)	Mr. Ghulam Hyder	Member	2/2
3)	Ms. Misbah	Member	2/2

Attendance of Members in Meetings of Information Technology Committee

Two meetings of Information Technology Committee were held during the year. Attendance by each Member was as mentioned below:

S. No.	Name of Members	Status	No. of Meetings Attended / Total Meetings held
1)	Mr. Ghulam Hyder	Chairman	2/2
2)	Syed Rehan Ahmad Hashmi	Member	2/2
3)	Mr. Sheraz Khan	Member	2/2

Attendance of Members in Meetings of Corporate Social Responsibility (CSR) Committee

Two meetings of CSR Committee were held during the year. Attendance by each Member was as mentioned below:

S. No.	Name of Members	Status	No. of Meetings Attended / Total Meetings held
1)	Mr. Ghulam Dastagir Rajar	Chairman	2/2
2)	Mr. Muhammad Qasim	Member	2/2
3)	Ms. Misbah	Member	2/2
4)	Syed Rehan Ahmad Hashmi	Member	2/2

Attendance of Members in Meetings of Risk Management Committee

Two meetings of Risk Management Committee were held during the year. Leave of absence was granted to Member unable to attend the meeting. Attendance by each Member was as mentioned below:

S. No.	Name of Members	Status	No. of Meetings Attended / Total Meetings held
1)	Mr. Mehmood Alam	Chairman	1/2
2)	Haji Khuda Bux Rajar	Member	2/2
3)	Mr. M. Abdul Jabbar	Member	2/2

BOARD EVALUATION

Complying with the Code of Corporate Governance, currently the Board approved "Self-Evaluation Mechanism" for evaluation of performance of the Board, its directors and committees through discussion and questions focusing on the Board's scope, objectives, functions, responsibilities, Company's performance and monitoring. The purpose of the evaluation is to ensure that the Board's performance is measured with reference to overall corporate objectives, governance structure of the Company, statutory & regulatory compliance, communication and information, risk management, strategic planning, implementation of policies and relationship with stakeholders.

As per the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 it is encouraged to have regular independent evaluation of the Board's performance at least every three years by an external body in accordance with the guidelines provided by the Commission. In this regards, the Board Members are willing to conduct their performance evaluation based on the guidelines of the Commission (as and when issued).

DIRECTOR'S TRAINING

The Company is fully aware of the requirements of the Code of Corporate Governance. A formal program has been conducted which primarily includes amongst other things giving briefings relating to the Company's Vision and Strategies, organizational structure, role and responsibilities and powers of the Directors as per the Companies Act including the Code of Corporate Governance and any other regulatory laws applicable in Pakistan.

As at the year end, the following are the details of Directors who are duly Certified, Exempted and completed Directors' Training Program after year-end:

At the time of Election of Directors on November 02, 2023:

1.	Mr. Ghulam Dastagir	- Certified
2.	Mr. Ghulam Hyder	- Certified
3.	Mr. Muhammad Qasim	- Certified
4.	Mr. M. Abdul Jabbar	- Certified
5.	Haji Khuda Bux Rajar	- Exempted

Subsequent to the year ended September 30, 2024:

6.	Mr. Mehmood Alam	- Certified
7.	Ms. Misbah	- Certified

CHIEF EXECUTIVE OFFICER'S (CEO) PERFORMANCE REVIEW

Each year the Board establishes a list of goals and strategies aligned to achieve the mission of the Company. This helps in assessing how each objective is contributing towards the growth of the Company. The factors to be evaluated are adherence to the mission, long and short term objectives, ensuring long term profitability, increasing shareholder's value and ensuring good governance and statutory reporting. In addition, a separate evaluation questionnaire for Chief Executive Officer has also been developed for his performance. The performance evaluation of the CEO is carried out by all the Directors.

ROLE OF CHAIRMAN AND CHIEF EXECUTIVE OFFICER (CEO)

The role of the Chairman and the Chief Executive Officer are segregated and they have distinct responsibilities and has been informed at the time of appointments.

Chairman acts as custodian of the Company on behalf of the Board and Stakeholders. He heads the Board of Directors and is responsible for ensuring the Board's effectiveness. The Chairman ensures the development of business and protection of goodwill of the Company. The Chairman also controls all meeting procedures and processes, guiding discussion and decision making along with enhancing relations with members and staff.

CEO has the prime responsibility of driving for achievement of the Company's vision, mission and its long term goals. He acts as a link between the Board and management of the Company and communicates with the Board on behalf of the management. The CEO is responsible for the day to day management of the Company's affairs and execution of long term strategy and plans. CEO also represents the Company to the shareholders, government authorities and the public. He is the leader and the decision maker to achieve targets.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Management of the Company is responsible for establishing and maintaining a system of adequate internal controls and procedures. The Company has developed a sound mechanism for identification of risks, assigning levels and devising effective mitigating measures where required while ensuring their implementation by the Management across all functions.

The Board assumes the overall responsibility of overseeing the internal control process, including its effectiveness. These controls are documented, responsibility is assigned and are monitored. The Internal Audit function also assists the Management to achieve reasonable assurance in terms of reliability and integrity of the Company's financial and operational information, effectiveness in Company's operation to achieve desired results, safeguarding of Company's assets and Compliance of Company's actions with the relevant laws and regulations.

Further, the Directors confirm that the compliance with highest standard of Corporate Governance and comprehensive policies and procedures on internal financial controls has been approved by the Board and are in place and have been effectively implemented and monitored.

THRESHOLD FOR DETERMINING EXECUTIVE

Pursuant to the requirement of Clause 5.6.4 of the Listing Regulations (Rule Book) of the Pakistan Stock Exchange, the Board has set out a Threshold for determining an 'Executive' in respect of trading of Company's shares. The person whose annual basic salary exceeds Rs. 2,700 thousand during the year is treated as "Executive".

RELATED PARTY TRANSACTIONS

The Code of Corporate Governance requires the Company to place before the Audit Committee and upon recommendation of the Audit Committee, place before the Board for consideration and approval. The Company has duly ensured compliance of this requirement and all the Related party transactions were placed before the Audit Committee and upon recommendation, approved by the Board. These transactions were in-line with the requirements of International Financial Reporting Standards (IFRS) and the Companies Act, 2017. The Company maintains a thorough and complete record of all such transactions.

Remuneration of Chief Executive, Directors and Executives

The remuneration of the Board Members are approved by the Board itself. However, in accordance with the Code of Corporate Governance, it is ensured that no Director takes part in deciding his own remuneration. The aggregate amount charged during the year for remuneration, including all benefits to the Chief Executive, Directors and Executives of the Company are disclosed in notes to the Financial Statements. Policy for Director's remuneration and meeting fee are annexed with this report.

Other Transactions

The Company in the normal course of business carried out transactions with Key Management Personnel (KMP) / related parties. The transactions reflect economic substance and are executed in the normal course of business and are disclosed in notes to the Financial Statements.

KMP are those persons having authority and responsibility for planning, directing and controlling the activities of the entity directly or indirectly.

Name of Related parties with whom the Company has entered into transactions or had agreements and arrangements in place during the financial year along with the basis of relationship are also disclosed in respective notes to the financial statements. Contract or arrangements with related parties were in the ordinary course of business and were at arm's length basis.

MATERIALITY APPROACH

The Board has given authority and powers to the Company's management for taking day to day decisions. The management, however, observes the approach of materiality in applying power and authority. Determining materiality levels is subjective and varied between organizations. Authorizations for transactions and delegation of powers have been define clearly and carried out through formalized process in the Company.

HUMAN RESOURCE MANAGEMENT & SUCCESSION PLANNING

Human resource planning and management is one of the most important considerations with the senior management. The Board has established a Committee which is involved in the selection, evaluation, compensation and succession planning of key management personnel. It is also involved in recommending improvements in the human resource policies and procedures and their periodic review.

The Company is committed to build the better organizational culture that is shaped by empowered employees who demonstrate a deep belief in the Company's Vision and Values. H.R. Management Policy is integral part of the Company's business strategy. The Company fosters leadership, individual accountability and team work.

The Company believes that employees are assets of the Company and have been instrumental in driving the Company's performance year on year. Their passion, commitment, sense of ownership and team work has enabled the Company to maintain its leadership position in the challenging market scenario. The Company has always striven to offer a positive, supportive, open and high performance work culture where innovation and risk taking is encouraged, performance is recognized and employees are motivated to realize their true potential.

The Company also believes in pro-active approach towards Succession Planning. The Company recruits employees, develops their knowledge, skills, and abilities and prepares them for advancement and promotion into more challenging roles. Succession Planning ensures that employees are constantly developed to fill each needed role. The Company looks for people who exemplify continuous improvement when it is spotting Successors for future.

Recruitment and Selection

The Company believe in hiring and retaining capable, qualified and potentially useful employees who are willing to contribute their best to accomplish the objectives of the Company. Appointments of jobs in the permanent cadre are made by promotions or through direct recruitment by the concerned appointing authority through the HR department.

Development and Training

Employees' development and capability building across functions and levels remained a key focus area to build a strong talent pipeline. The Company is committed to invest in enhancing its human capital through building technical skills and competencies of its employees. With the use of performance management processes, the Company aims to ensure that all employees know what is expected of them and possess the necessary skills, knowledge, values and experience to achieve the highest level of performance to their true potential.

Reward and Motivation

It is our policy to reward the employees with fair and competitive salaries and perks along with an opportunity to share in the success of the business in terms of promotions and personal growth. All the elements of the reward system are designed to support the achievement of the desired behavior, values and standards as

well as high performance and continuous improvement/ development.

Diversity, Equity and Inclusion

Our employment policies are based on the principles of equality and diversity. We believe that the elimination of unfair discrimination in the workplace contributes to productivity and performance as it allows employees' talents to be most effectively realized. We are committed to diversity, equity and inclusion at work and fair treatment of all colleagues. The Human Resource Department is accountable for ensuring that these principles are followed and for establishing appropriate action plans.

The Company is focused on increasing Diversity, Equity, and Inclusion (DE&I) in the organization and does not discriminate in its hiring and human resource management processes in terms of religion, race, gender and physical ability. Policies have been implemented to develop an environment and culture to attract female employees.

Succession Plan

A succession plan is a component of good HR planning and management. Succession planning acknowledges that the staff will not be with an organization indefinitely and it provides a plan and process for addressing the changes that will occur when they leave. Keeping in view the need and importance of succession planning, the Company has formulated a comprehensive succession plan by focusing on all the key positions within the Company. The key positions can be defined as those positions that are crucial for the operations of the organization and which are hard to be replaced because of skill, seniority and or experience requirements.

CONFLICT OF INTEREST

The management of Company has the policy for actual and perceived conflicts of interest and measures are adopted to avoid, identify the existence and to disclose the existence of conflict of interest. No employee will perform any kind of work (directly or indirectly) for a third party without proper approval. Employees must notify their any actual or potential conflict of interest situation and obtain an advice or ruling as the case may be. The primary goal of Company is to manage conflicts of interest to ensure that decisions are made and are seen to be made on proper grounds, for legitimate reasons and without bias. The Company has set the procedures to manage and monitor the conflict of interest.

Every Director is required to provide to the Board complete details regarding any material transaction which may bring conflict of interest with the Company for prior approval of the Board. The interested director(s) do not participate in the discussion neither they vote on such matters. The Director shall promptly notify or disclose to the Board any personal or outside interest, relationship or responsibility held by the director with respect to any potential or actual transaction, agreement or other matter which is or may be presented to the Board for consideration. The transactions with all the related parties are made on arms length basis and complete details are provided to the Board for their approval. Further, all the transactions with the related parties are fully disclosed in the financial statements of the Company.

IMPACT OF COMPANY'S BUSINESS ON ENVIRONMENT

It is the responsibility of the Company to make the environment healthy and clean. Therefore, the Company has made serious efforts and are installing equipment to reduce the pollution and making a good impact of Company's business on Environment. The Company has installed collection units to retrieve oil / grease e.t.c. from the waste water and ash collectors are also installed at the chimneys to absorb the ash. The Effluent Treatment Plant has been completed and has also conducted all environmental examination and is working to reduce the consumption of water by increase in imbibition water temperature at Mill House, reactivation of cooling tower for vertical crystallizer, by this we are re-cycling water use for crystallizer cooling purposes. Intake of fresh water is minimized only to make up water loss due to evaporation. Process chemicals are prepared with condensate water in place of raw water.

Further, our Reverse Osmosis (RO) Plants helps meet our water requirements at the factory premises while reducing reliance on municipal water systems, thereby assisting in the reduction of water scarcity in Pakistan. The Company is considerable lighting load, initially all lights were high pressure sodium bulbs, we have started to replace bulbs with Light Emitting Diode (LED) helping us in energy savings. Variable

Frequency Drives (VFDs) has been installed on various machines to reduce power consumption.

SOCIAL AND ENVIRONMENT RESPONSIBILITY POLICY

The Company is committed to maintaining the highest standards of corporate governance, including adherence to Environmental, Social, and Governance (ESG) principles. We are implementing policies and practices to ensure our compliance with all applicable ESG Regulations, as required by the Securities and Exchange Commission of Pakistan (SECP).

Our environmental initiatives focus on reducing our carbon footprint, optimizing resource usage, and managing waste responsibly. Socially, we prioritize employee welfare, diversity, and community engagement, while our governance framework is designed to uphold transparency, accountability, and ethical business conduct. We continually review and enhance our ESG strategies to align with international best practices and stakeholder expectations.

Our strategic move aligns closely with the Sustainable Development Goals as they guide our efforts to create positive, lasting impacts on society and the environment. Reaching environmental excellence is a main objective. We dedicate significant efforts to address key sustainability-related issues, from biodiversity and conservation to renewable energy, climate change and emissions monitoring. Managing our environmental footprint is an integral part of our business philosophy. We are fully committed to carrying out our business activities in an environmentally responsible and sustainable manner and to minimize the environmental implications of our activities.

To meet this, we:

- o Actively pursue a policy of pollution prevention.
- o Comply with policies and procedures and all applicable local laws and regulations. Make strategic efforts to maximize our energy and resource efficiency, lower our carbon intensity and reduce emissions by managing our usage of energy, water consumption and waste generation.
- o Responsibly manage the land within our operations to protect ecosystems and biodiversity and to maximize our contribution to nature conservation. Maintain open and effective communication channels with our employees, contractors, customers, the community and all those who work with us.
- o Provide the necessary resources for instruction, training and supervision to appropriately manage the environmental aspects of our operations.
- o Plan, review and assess our environmental performance against measurable targets and industry best practices to drive continuous improvement.
- o Investigate, monitor and openly report our environmental performance.
- o Set corporate requirements to assess the sustainability attributes of our suppliers and subcontractors. Everyone who works for the Company is responsible for demonstrating correct environmental behaviors and reporting potential environmental risks, including among others employees, suppliers, contractors and third parties. Managers are accountable for clearly defining environmental roles and responsibilities.

We comply through following plan of actions:

- o Indicators and standard protocols follow up
- o Emissions monitoring and reporting
- o Waste and water management
- o Regulation updates, trends and new technologies
- o Promotion of best practices throughout our operations

INVESTOR GRIEVANCE AND COMPLAINTS

The Company allows full access to all shareholders including potential investors, to call for relevant information or details on Company's operations and their own shareholding. The required information is provided immediately or a query / grievance is resolved promptly in accordance with the regulatory guidelines.

SUSTAINABILITY AND CORPORATE SOCIAL RESPONSIBILITY

The Board of Directors have delighted to report that your Company has achieved the 1st Award in the category of Profit before Tax for the year 2023 by Pakistan Centre for Philanthropy for Corporate Social Responsibility Activities and our CSR efforts continued to proudly support a worthy spectrum of reputable not-for-profit causes during the year.

Report of Sustainability and Corporate Social Responsibility is annexed with this report.

RISK MANAGEMENT & STRATEGY

The Company's overall risk management program focus on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's operations. The Company's risk management policies are established to identify and analyze the risk faced by the Company, to set appropriate risk limits and control, and to monitor risks and adherence to limits. The Board of Directors has overall responsibility for the establishment and oversight of Company's risk management framework. The Board is also responsible for developing and monitoring the Company's risk management policies. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company considers the following material risk:

Operational Risk

Operational risk results in disruption of operations due to scarcity of material, energy outages and dearth of skilled human resources. To mitigate the operational risks, necessary strategies have been developed and substantial investments are continuously being made to ensure the reliability of operating plant. The Company has carried out necessary repairs & maintenance as required.

Market Risk

The Company is not materially exposed to the prices of raw material due to the fixation of prices by the Government. Strategies has been planned and implemented to overcome the huge cost of raw material.

Foreign Exchange Risk

The Company is not directly exposed to the risk of exchange rate fluctuation as at the year-end and the Company was directly exposed during the year due to export of sugar.

Credit Risk

Credit risk relates to the risk that a Company may encounter as a result of failure of the counter parties to satisfy their debts or obligation in accordance with the agreed terms of credit. To manage exposure to credit risk in respect of trade receivables, management performs credit reviews taking into account the customer's financial position, past experience and other factors. The Company manages credit risk interalia by setting out credit limits in relation to individual customers and / or by obtaining advance against the sales and / or through letter of credits and / or by providing adequate allowance for doubtful debts. The Company believes that it is not exposed to major concentration of credit risk.

Liquidity Risk

Liquidity risk arises when the Company has insufficient ready cash and encounters difficulty in meeting its financial obligation. The Company manages liquidity risk by maintaining sufficient cash and ensuring the fund availability through adequate credit facilities. As at the year-end, the Company has available un-availed short term borrowing facilities and also has cash & bank balances. The management believes that the Company is not significantly exposed to the liquidity risk.

Interest Rate Risk

Interest rate risk arises due to fluctuation in interest rates resulting in adverse future cash flows. Company's exposure to interest rate is mainly associated with the short term borrowings. The Company monitors interest rate fluctuation and encounters interest rate risk by utilizing optimal mix of different types of borrowing arrangements.

CAPITAL RESERVE

Revaluation surplus on property, plant & equipment is presented in the statement of financial position as part of equity and in the statement of changes in equity as a capital reserve being the part of equity. This surplus is

a capital reserve and is not available for distribution to shareholders of the Company in accordance with the Section 241 of the Companies Act, 2017.

DIVIDEND & APPROPRIATION

Due to the loss incurred for the year and minimum cash flows, the Board of Directors of the Company in its meeting does not recommend any dividend and or appropriation for the year ended September 30, 2024.

CONTRIBUTION TO NATIONAL EXCHEQUER

The Company is contributing to the National growth by sharing its revenue with the nation in the form of taxes, rates and duties. The Company has accounted for in respect of contribution to National Exchequer in the form income taxes, sales tax and other levies amounting to Rs. 1,069,222 thousand during the year as compared with Rs. 666,112 thousand during the last year.

RE-CONSTITUTED BOARD OF DIRECTORS AFTER ELECTION

The Shareholders of the Company in the Extra Ordinary General Meeting of the Company held on November 02, 2023 elected the Seven Directors for the tenure of three years commencing from November 04, 2023, namely (1) Mr. Ghulam Dastagir Rajar (2) Haji Khuda Bux Rajar (3) Mr. Ghulam Hyder (4) Mr. Mohammad Qasim (5) Mr. M. Abdul Jabbar (6) Mr. Mehmood Alam (7) Ms. Misbah.

The Board in this meeting elected Mr. Ghulam Dastagir Rajar as the Chairman of the Board. The Board also appointed Mr. Ghulam Hyder as the Chief Executive of the Company and appointed Haji Khuda Bux Rajar as Working Director for next term of three years effective from November 04, 2023 as authorized by the Articles of Association of the Company on the remuneration, terms and conditions, as approved by the Board. Accordingly, the re-constituted Board of Directors from November 04, 2023 was the following composition:

	Name of Directors	Status	Category
1)	Mr. Ghulam Dastagir Rajar	Chairman	Non-Executive Director
2)	Mr. Ghulam Hyder	Chief Executive	Executive Director
3)	Haji Khuda Bux Rajar	Executive Director	Executive Director
4)	Mr. M. Abdul Jabbar	Independent Director	Non-Executive Director
5)	Mr. Mehmood Alam	Independent Director	Non-Executive Director
6)	Mr. Muhammad Qasim	Director	Non-Executive Director
7)	Ms. Misbah	Director	Non-Executive Director-Female

Re-constituted Audit Committee

The Board after election of Directors has re-constituted the Audit Committee effective from November 04, 2023 for the tenure of three years in order to comply with the provisions of the Code of Corporate Governance. Accordingly, the Board appointed three members of the Audit Committee having the following composition:-

	Name of Members	Status	Category
1)	Mr. M. Abdul Jabbar	Chairman	Independent Director
2)	Mr. Mehmood Alam	Member	Independent Director
3)	Mr. Muhammad Qasim	Member	Non-Executive Director

Re-constituted Human Resource & Remuneration Committee

The Board after election of Directors has reconstituted the Human Resource & Remuneration Committee (H.R. & R.) effective from November 04, 2023 for the tenure of three years in order to comply with the provisions of the Code of Corporate Governance. Accordingly, the Board appointed three members of the H.R. & R. Committee having the following composition:-

	Name of Members	Status	Category
1)	Mr. M. Abdul Jabbar	Chairman	Independent Director
2)	Mr. Ghulam Hyder	Member	Executive Director
3)	Ms. Misbah	Member	Non-Executive Director-Female

Re-constituted Information Technology & Steering Committee

The Board after election of Directors has re-constituted the Information Technology & Steering (IT & S) Committee effective from November 04, 2023 for the tenure of three years in order to comply with the provisions of the Code of Corporate Governance. Accordingly, the Board appointed three members of the IT & S Committee having the following composition:-

	Names of Members	Status	Category
1)	Mr. Ghulam Hyder	Chairman	Executive Director
2)	Syed Rehan Ahmad Hashmi	Member	Chief Financial Officer
3)	Mr. Sheraz Khan	Member	Manager-Management Information System

Re-constituted Corporate Social Responsibility Committee

The Board after election of Directors has re-constituted the Corporate Social Responsibility (CSR) Committee effective from November 04, 2023 for the tenure of three years in order to comply with the provisions of the Code of Corporate Governance. Accordingly, the Board appointed four members of the CSR Committee having the following composition:-

	Name of Members	Status	Category
1)	Mr. Ghulam Dastagir Rajar	Chairman	Non-Executive Director
2)	Mr. Muhammad Qasim	Member	Non-Executive Director
3)	Ms. Misbah	Member	Non-Executive Director-Female
4)	Syed Rehan Ahmad Hashmi	Member	Chief Financial Officer - Representing Management

Re-constituted Risk Management (RM) Committee

The Board after election of Directors has re-constituted the Risk Management (RM) Committee effective from November 04, 2023 for the tenure of three years in order to comply with the provisions of the Code of Corporate Governance. Accordingly, the Board appointed three members of the RM Committee having the following composition:-

	Name of Members	Status	Category
1)	Mr. Mehmood Alam	Chairman	Independent Director
2)	Haji Khuda Bux Rajar	Member	Executive Director
3)	Mr. M. Abdul Jabbar	Member	Independent Director

FUTURE PROSPECTS

Due to excess production of sugar as compared to the Country's demand, your management see a stable selling price of sugar subject to the export of sugar which has been currently allowed to the certain limit for the Country. Your Company has fully availed the opportunity and exported the sugar, as per quota allotted by the Regulatory Authority. The export of sugar gave benefits to the Company's financials and availed relief in Sales Tax / FED and earned cash-flows.

Currently, the prices of local market are at lower side while compared with the cost of cane, other inflated overhead expenses, surplus production of sugar in the country and other unpredictable circumstances prevailing in the sugar industry which might affect the profitability of the Company.

In the Finance Act 2024-25, a Federal Excise Duty of Rs. 15 per Kg has been introduced on sales to manufacturers, alongside an increase in the withholding tax rate for non-filers from 0.2% to 2%. These adjustments are anticipated to significantly impact the Company's profitability. We urge the Government to reconsider these tax regime changes to ensure the continued sustainability of our industry.

As reported previously, the matter related to the subsidy receivable from the Provincial Government, the Honorable High Court of Sindh passed the judgment/order in favor of the Company and the petitions stand disposed off with the directions to the Finance Department, Government of Sindh to re-allocate funds in the previous year's budget and make payment to Sugar Mills within the first quarter of previous financial year and this decision will give benefit of positive cash flows to the Company but the implementation on the Honourable Court's Order is still awaited.

Strategies are in place and are regularly reviewed to ensure that the Company stays on the path of growth and progress. The focus is on stringent controls on the cost of production mainly through modernizing and replacement of old machines, lesser interruptions, abnormal wastages, process improvements, energy savings and high savings in Baggasse consumption through availing and implementing various options and installing machineries.

Adhering to the guidelines and SOPs necessary to ensure the health and safety of human resources, we are optimistic that the Company's performance will sustain and further improve in terms of revenue, profits and liquidity positions.

AUDITORS

The present Auditors M/s. Kreston Hyder Bhimji & Co. Chartered Accountants, retire at the conclusion of forthcoming Annual General Meeting and being eligible, have offered themselves for re-appointment. As suggested by the Audit Committee in terms of the Code of Corporate Governance, the Board of Directors has recommended their appointment as Auditors of the Company for the year ending September 30, 2025.

ACKNOWLEDGEMENT

Your Directors appreciate and wish to place on record their appreciation for devotion of duty, loyalty and hard work of the executives, officers, staff members and workers for smooth running of the Company's affair and hope that they will continue for enhancement of productivity with great zeal and spirit under the blessings of Almighty Allah.

The Directors would like to thank all the Government functionaries, banking and non-banking financial institutions, suppliers and shareholders for their continued support and cooperation for the betterment and prosperity of the Company.

For & on Behalf of the Board

Ghulam Dastagir Rajar
Chairman

Ghulam Hyder
Chief Executive Officer

Karachi: December 30, 2024

آڈیٹرز

موجودہ آڈیٹرز میسرز کریسٹن حیدر جمعی اینڈ کمپنی چارٹرڈ اکاؤنٹنٹس آئینڈ منسٹرس آف انڈیا منعقد کئے جانے والے سالانہ عام اجلاس تک ریٹائر ہونے جارہے ہیں اور انہوں نے اپنی اہلیت کی بنیاد پر ایک مرتبہ پھر اپنی خدمات کو پیش کرنے کا ارادہ ظاہر کیا ہے۔ کارپوریٹ گورننس کے قواعد کے تحت، آڈٹ کمیٹی کی جانب سے سفارش کے بعد بورڈ آف ڈائریکٹرز نے بھی اکی دوبارہ تعیناتی کی سفارش کر دی ہے کہ انہیں مالی سال 30 ستمبر 2025 کیلئے بطور کمپنی آڈیٹرز تعینات کرنے کی سفارش کی ہے۔

اظہار تشکر

آپ کی کمپنی کے ڈائریکٹرز تمام منتظمین، افسران، اسٹاف ممبران اور دیگر ملازمین کی جانب سے کمپنی کے معاملات کو مستعد انداز سے چلانے کیلئے اگلے اخلاص، ایمانداری اور محنت کیلئے تہہ دل سے ان کے مشکور ہیں۔ ڈائریکٹرز امید کرتے ہیں کہ مستقبل میں بھی میں ان کی جانب سے کمپنی پیداواریت میں اضافے کیلئے اسی جوش و جذبے کا مظاہرہ کیا جائے گا اور اللہ رب العزت کی رحمت ہمارے شامل حال رہے گی۔

نیز ڈائریکٹرز کمپنی کی بہبود اور ترقی کے ضمن میں تمام سرکاری عمال، بینکاروں اور غیر بینکاری مالیاتی اداروں، سپلائروں اور حصص داران کی جانب سے اگلے تعاون اور حمایت کیلئے ان کے بھی بے حد مشکور ہیں۔

برائے و منجانب بورڈ

غلام حیدر
چیف ایگزیکٹو آفیسر

غلام دستگیر راجرٹ
چیرمین

کراچی: 30 دسمبر 2024

رسک مینجمنٹ کمیٹی کی تشکیل نو:

بورڈ کے انتخابات کے بعد آئندہ تین سال کیلئے رسک مینجمنٹ کمیٹی کی تشکیل نو کمیٹی کی تشکیل نو کی گئی جس کا دورانیہ 4 نومبر 2023 سے شروع ہوا تا کہ کوڈ آف کارپوریٹ گورننس کے ضابطوں پر عمل کیا جاسکے گا۔ لہذا بورڈ کی جانب سے مندرجہ ذیل ممبران رسک مینجمنٹ کمیٹی کی تشکیل نو کمیٹی میں شامل کیا گیا ہے:

ممبران کے نام	عہدہ	اقسام
(1) جناب محمود عالم	چیئر مین	غیر جانبدار ڈائریکٹر
(2) حاجی خدا بخش راجڑ	ممبر	انتظامی ڈائریکٹر
(3) جناب ایم عبدالجبار	ممبر	غیر جانبدار ڈائریکٹر

مستقبل کا جائزہ

ملک میں موجودہ طلب سے زیادہ چینی کی پیداوار کی وجہ سے، آپ کی کمپنی چینی کی قیمت فروخت میں استحکام اس صورت میں دیکھتی ہے کہ جبکہ چینی برآمد کرنے کی اجازت دے دی جائے جو کہ حال ہی میں ملک کے اندر کچھ حد تک دی بھی گئی تھی۔ برآمدی کوٹے سے آپ کی کمپنی کو فائدہ حاصل ہوگا اور سلیز ٹیکس / ایف ای ڈی میں بھی چھوٹ ملے گی اور نقد رقوم کی ترسیلات میں بھی اضافہ ہوگا۔

فی الوقت پیداواری لاگت کے مقابلے میں چینی کی قیمت فروخت مارکیٹ میں کم ہے، دریں اثناء دیگر بڑھتے ہوئے اخراجات، ملک میں چینی کی زائد پیداوار اور شوگر انڈسٹری کے اندر پائے جانے والے دیگر غیر متوقع حالات سے کمپنی کے منافع پر منفی اثرات مرتب ہو سکتے ہیں۔

فنانس ایکٹ 2024-25 میں مینوفیکچررز، کوچینی فروخت کرنے پر فی کلو 15 روپے ایک فیڈرل ایکسائز ڈیوٹی متعارف کروائی گئی ہے، یہ ڈیوٹی نان فائلرز لئے جانے والے وہ ہولڈنگ ٹیکس 0.2% سے بڑھا کر 2% کئے جانے والے اضافے کے علاوہ ہے۔ ان اقدامات سے کمپنی کے منافع پر کافی فرق پڑ سکتا ہے۔ ہم حکومت سے مطالبہ کرتے ہیں کہ ان ٹیکس رجم تبدیلیوں پر نظر ثانی کی جائے اور اس سلسلے میں ملک کی شوگر انڈسٹری کے موجودہ حالات کو مد نظر رکھا جائے۔

جیسا کہ پہلے رپورٹ کیا جا چکا ہے، صوبائی حکومت سے سبسڈی وصول کئے جانے کا معاملہ میں معزز عدالت عالیہ سندھ کی جانب سے ایک فیصلہ دیا گیا ہے جو کمپنی کے حق میں ہے اور اب یہ درخواست نمٹا دی گئی ہے، اس سلسلے میں حکومت سندھ فنانس ڈپارٹمنٹ کو ہدایات جاری کر دی گئی ہیں کہ گزشتہ مالی بجٹ میں رقوم مختص کی جائیں اور شوگر ملوں کو گزشتہ مالی سال کی پہلی سہ ماہی میں ادا نیکیاں کر دی جائیں، اس عدالتی فیصلے سے آپ کی کمپنی کو فائدہ حاصل ہوگا اور کمپنی کی نقد رقوم کی ترسیلات میں اضافہ ہوگا، تاہم معزز عدالت عالیہ کے اس فیصلے پر عمل درآمد کا ابھی تک انتظار ہے۔

کمپنی کو ترقی و نشوونما کی راہ پر گامزن رکھنے کیلئے حکمت عملیاں وضع کی جاتی ہیں اور ان کی اصلاح کیلئے ان نظر ثانی بھی کی جاتی ہے۔ اس وقت بنیادی توجہ پیداواری لاگت کو کم از کم کرنے پر مرکوز ہے، اس سلسلے میں پیداوار کے جدید طریقے اپنائے جا رہے ہیں، پرانی مشینری کو نئی مشینری سے تبدیل کیا جا رہا ہے، پیداوار کے عمل میں مداخلت کو کم از کم کیا جا رہا ہے، غیر معمولی ضیاع سے بچنے کی تدبیریں جاری ہیں، طریق کار کی اصلاح کی جا رہی ہے، توانائی کی بچت کی حکمت عملی وضع کی جا رہی ہے، مختلف النوع اقدامات کے ذریعے اور مشینری نصب کر کے بگاس کی تصرف میں بڑے پیمانے پر بچت کی جا رہی ہے۔

انسانی وسائل کی حفاظت اور صحت کو یقینی بنانے کیلئے رہنما اصولوں اور معیاری طریق کار (SOPs) پر عمل درآمد کی پاسداری کی جاتی ہے۔ ہم پرامید ہیں کہ کمپنی اپنی ترقی کی رفتار برقرار رکھے گی اور بلحاظ آمدن، منافع اور ترسیلات نقد رقوم کمپنی مزید ترقی کرے گی۔

اقسام	عہدہ	ممبران کے نام
غیر جانبدار ڈائریکٹر	چیئرمین	جناب ایم عبدالجبار (1)
غیر جانبدار ڈائریکٹر	ممبر	جناب محمود عالم (2)
غیر انتظامی ڈائریکٹر	ممبر	جناب محمد قاسم (3)

انسانی وسائل و ادائیگیوں کی کمیٹی تشکیل نو

بورڈ کے انتخابات کے بعد آئندہ تین سال کیلئے آڈٹ کمیٹی کی تشکیل نو کی گئی جس کا دورانیہ 4 نومبر 2023 سے شروع ہوا تا کہ کوڈف کارپوریٹ گورننس کے ضابطوں پر عمل کیا جاسکے گا۔ لہذا بورڈ کی جانب سے مندرجہ ذیل ممبران کو انسانی وسائل و ادائیگیوں کی کمیٹی میں شامل کیا گیا ہے:

اقسام	عہدہ	ممبران کے نام
غیر جانبدار ڈائریکٹر	چیئرمین	جناب ایم عبدالجبار (1)
انتظامی ڈائریکٹر	ممبر	جناب غلام حیدر (2)
غیر انتظامی ڈائریکٹرز--- خاتون	ممبر	محترمہ مصباح (3)

انفارمیشن ٹیکنالوجی و اسٹیٹنگ کمیٹی کی تشکیل نو

بورڈ کے انتخابات کے بعد آئندہ تین سال کیلئے انفارمیشن ٹیکنالوجی اور اسٹیٹنگ کمیٹی کی تشکیل نو کی گئی جس کا دورانیہ 4 نومبر 2023 سے شروع ہوا تا کہ کوڈف کارپوریٹ گورننس کے ضابطوں پر عمل کیا جاسکے گا۔ لہذا بورڈ کی جانب سے مندرجہ ذیل ممبران آڈٹ کمیٹی میں شامل کیا گیا ہے:

اقسام	عہدہ	ممبران کے نام
انتظامی ڈائریکٹر	چیئرمین	جناب غلام حیدر (1)
چیف فنانشل آفیسر	ممبر	سید رحمان احمد ہاشمی (2)
مینجر انتظامیہ انفارمیشن سسٹم	ممبر	جناب شیراز خان (3)

کارپوریٹ سماجی ذمہ داری کی کمیٹی کی تشکیل نو:

بورڈ کے انتخابات کے بعد آئندہ تین سال کیلئے کارپوریٹ سماجی ذمہ داری کی کمیٹی کی تشکیل نو کی گئی جس کا دورانیہ 4 نومبر 2023 سے شروع ہوا تا کہ کوڈف کارپوریٹ گورننس کے ضابطوں پر عمل کیا جاسکے گا۔ لہذا بورڈ کی جانب سے مندرجہ ذیل ممبران کارپوریٹ سماجی ذمہ داری کی کمیٹی کی تشکیل نو کمیٹی میں شامل کیا گیا ہے:

اقسام	عہدہ	ممبران کے نام
غیر انتظامی ڈائریکٹر	چیئرمین	جناب غلام دستگیر راجڑ (1)
غیر انتظامی ڈائریکٹر	ممبر	جناب محمد قاسم (2)
غیر انتظامی ڈائریکٹر--- خاتون	ممبر	محترمہ مصباح (3)
چیف فنانشل آفیسر	ممبر	سید رحمان احمد ہاشمی (4)

تقسیم منافع (ڈیویڈنڈ)

زیر نظر مالی سال کے دوران نقصان ہونے کی وجہ سے اور نقد رقوم کی ترسیل میں کمی کی وجہ سے، بورڈ آف ڈائریکٹرز کی جانب سے مالی سال 30 ستمبر 2024 کیلئے کسی بھی منافع کی تقسیم کی سفارش نہیں کی گئی۔

قومی خزانے میں کمپنی کا حصہ

وطن عزیز کی ترقی میں اپنا حصہ ملانے کیلئے کمپنی کی جانب سے قومی خزانے میں ٹیکسوں، ریٹس اور ڈیویڈنڈ کی مدد میں رقوم جمع کرائی جاتی ہیں۔ زیر نظر مالی سال کے دوران کمپنی کی جانب سے ٹیکسوں، سیلز ٹیکس اور دیگر لیویز کی مدد میں 1,069,222 ہزار روپے قومی خزانے میں جمع کروائے گئے جبکہ گزشتہ سال اسی عرصے کے دوران انہی مدد میں کمپنی کی جانب سے 666,112 ہزار روپے قومی خزانے میں جمع کروائے گئے تھے۔

انتخابات کے بعد بورڈ کی تشکیل نو

کمپنی کے تھیسٹ یا فٹنگان نے کمپنی کے غیر معمولی اجلاس عام منعقدہ 2 نومبر 2023 میں آئندہ تین سالوں کیلئے سات (7) ڈائریکٹرز کا انتخاب کیا جن کی مدت 4 نومبر 2023 شروع ہوئی۔ ان ڈائریکٹروں میں (1) جناب غلام دستگیر راجڑ (2) حاجی خدا بخش راجڑ (3) جناب غلام حیدر (4) جناب محمد قاسم (5) جناب ایم عبدالجبار (6) جناب محمود عالم اور (7) محترمہ مصباح شامل ہیں۔

بورڈ نے اپنے اجلاس میں جناب غلام دستگیر راجڑ کو بورڈ کا چیئر مین مقرر کیا ہے۔ بورڈ کی جانب سے جناب غلام حیدر کو کمپنی کا چیف ایگزیکٹو اور حاجی خدا بخش راجڑ کو آئندہ تین سال کیلئے ورکنگ ڈائریکٹر منتخب کیا ہے، ان حضرات کی مدت 4 نومبر 2023 سے شروع ہو چکی ہے، جیسا کہ کمپنی آرٹیکلز آف ایسوسی ایشن میں مشاہرے اور دیگر معاملات سے متعلق قواعد و ضوابط طے شدہ ہیں جن کی بورڈ سے منظوری بھی لی جا چکی ہے۔ لہذا مورخہ 4 نومبر 2023 کے بعد سے بورڈ کی تشکیل نو درج ذیل ہیں:

ڈائریکٹرز کے نام	عہدہ	اقسام
(1) جناب غلام دستگیر راجڑ	چیئر مین	غیر انتظامی ڈائریکٹر
(2) جناب غلام حیدر	چیف ایگزیکٹو	انتظامی ڈائریکٹر
(3) حاجی خدا بخش راجڑ	انتظامی ڈائریکٹر	انتظامی ڈائریکٹر
(4) جناب ایم عبدالجبار	غیر جانبدار ڈائریکٹر	غیر انتظامی ڈائریکٹر
(5) جناب محمود عالم	غیر جانبدار ڈائریکٹر	غیر انتظامی ڈائریکٹر
(6) جناب محمد قاسم	ڈائریکٹر	غیر انتظامی ڈائریکٹر
(7) محترمہ مصباح	ڈائریکٹر	غیر انتظامی ڈائریکٹر --- خاتون

آڈٹ کمیٹی کی تشکیل نو

بورڈ کے انتخابات کے بعد آئندہ تین سال کیلئے آڈٹ کمیٹی کی تشکیل نو کی گئی جس کا دورانیہ 4 نومبر 2023 سے شروع ہوا تاکہ کوڈف کارپوریٹ گورننس کے ضابطوں پر عمل کیا جاسکے گا۔ لہذا بورڈ کی جانب سے مندرجہ ذیل ممبران آڈٹ کمیٹی میں شامل کیا گیا ہے:

گئی اور اس ضمن میں مستقل بنیادوں پر خاطر خواہ سرمایہ کاری بھی کی جاتی رہی ہے تاکہ پلانٹس کو بلا تعطل چلانے میں کسی قسم کی کوئی رکاوٹ پیدا نہ ہو۔ کمپنی ضرورت کے تحت گاہے گاہے مرمت اور دیکھ بھال کے کام کرواتی رہتی ہے۔

مارکیٹ رسک

کمپنی کو خام مال کی قیمت سے متعلق کسی خاطر خواہ رسک کا سامنا نہیں ہے کیونکہ خام مال یعنی گنے کی قیمت بذات خود حکومت کی جانب سے ہی متعین کر دی جاتی ہے۔ البتہ خام مال کی بھاری قیمت کے اثرات سے نمٹنے کیلئے مناسب حکمت عملی کی منصوبہ بندی کرنے کے بعد ان پر عمل بھی شروع کر دیا گیا ہے۔

غیر ملکی زرمبادلہ کارسک

زیر نظر مالی سال کے اختتام پر کمپنی کو غیر ملکی زرمبادلہ کے رسک سے براہ راست کوئی واسطہ نہیں پڑا البتہ شوگر کی برآمد کے دوران کمپنی کا اس رسک کا سامنا رہا۔

قرضوں کارسک

قرضوں سے متعلق رسک سے مراد وہ رسک ہے کہ کمپنی معاملات کرنے والی پارٹیوں کے ساتھ شرائط و ضوابط کے تحت قرضوں کے معاملات نمٹانے میں کامیاب نہ ہو پائے۔ فروختگی سے متعلق وصولیوں کے حصول سے متعلق رسک کو کم از کم کرنے کی غرض سے انتظامیہ کی جانب سے قرضوں کا جائزہ لیا جاتا ہے جس میں خریداری کی مالی حیثیت، ماضی کے تجربات اور دیگر عناصر کو ملحوظ خاطر رکھا جاتا ہے۔ فروختگی کی وصولیوں سے متعلق رسک کو کم از کم سطح پر رکھنے کی غرض سے انتظامیہ کی جانب سے قرض پر مال فروخت کرنے کیلئے انفرادی خریداروں کیلئے ایک حد مقرر کی گئی ہے اور اس قسم کے رسک سے نمٹنے کیلئے پیشگی رقوم حاصل کی جاتی ہیں یا پھر لیٹر آف کریڈٹ کے ذریعے مال فروخت کیا جاتا ہے یا پھر ناقابل وصول قرضوں کیلئے ایک معقول پروویژن بنایا جاتا ہے۔ جہاں ضرورت محسوس کی جائے مخصوص پارٹیوں سے پیشگی رقوم حاصل کر لی جاتی ہیں یا پھر ضامن پارٹیوں سے پیشگی رقوم حاصل کی جاتی ہیں۔ کمپنی کے اندازوں کے مطابق کمپنی فی الوقت کمپنی کو بڑے پیمانے پر جمع شدہ قرضوں کے رسک کا کئی سامنا نہیں ہے۔

لیکویڈیٹی رسک

لیکویڈیٹی رسک اس وقت پیدا ہوتا ہے جب کمپنی کے پاس نقد رقوم موجود نہ ہوں اور کمپنی اپنی ادائیگیاں کرنے سے قاصر رہے۔ لیکویڈیٹی رسک سے نمٹنے کیلئے کمپنی اپنے پاس خاطر خواہ نقد رقوم کا بندوبست کر کے رکھتی ہے اور اس بات کا بھی اہتمام کیا جاتا ہے ضرورت پڑنے قرض کے حصول کیلئے مناسب چینل دستیاب ہوں۔ سال کے اخیر میں کمپنی کے پاس قلیل المیعاد قرضوں کے حصول کیلئے ایسی سہولیات دستیاب ہیں جن سے اب تک فائدہ نہیں اٹھایا گیا اور اس کے علاوہ کمپنی کے پاس نقد رقوم اور بینک بیلنس بھی موجود ہے۔ انتظامیہ کے اندازوں کے مطابق فی الوقت کمپنی کو لیکویڈیٹی رسک کا سامنا نہیں ہے۔

سود سے متعلق رسک

سود سے متعلق رسک کا تعلق شرح سود میں اتار چڑھاؤ سے ہے جس کی وجہ سے مستقبل میں نقد رقوم کی ترسیل پر منفی اثرات مرتب ہو سکتے ہیں۔ کمپنی کو اس ضمن میں قلیل المیعاد قرضوں کے سلسلے میں رسک کا سامنا ہے۔ کمپنی شرح سود میں اتار چڑھاؤ پر گہری نظر رکھتی ہے اور شرح سود سے متعلق رسک کو کم کرنے کیلئے قرضوں کے حصول کے سلسلے میں بہترین امتزاج مرتب کیا جاتا ہے۔

کیپٹل ریزرو

پراپرٹی، پلانٹ و دیگر آلات کی قدر کی تجدید کے بعد ہونے والے اضافے کو مالیاتی پوزیشن کی دستاویز میں بطور ایکویٹی اور ایکویٹی میں ردوبدل کی دستاویز میں کمپنی کے حصص داران کے مابین تقسیم کیلئے دستیاب نہیں ہے۔

☆ ہمارے ترسیل کاروں اور ذیلی کنٹریکٹروں کی جانب سے استقلال کے عنصر کو جانچنے کیلئے کارپوریٹ ضروریات کا جائزہ لیا جاتا ہے۔ کمپنی کیلئے کام کرنے والے ہر فرد پر لازم ہے کہ بقائے ماحولیات کیلئے کوشش کرے اور اس سلسلے میں ممکنہ خطرات کی رپورٹ کرے بشمول ملازمین، ترسیل کار، کنٹریکٹرز، مینجرز پر یہ ذمہ داری عائد ہوتی ہے کہ بقائے ماحولیات کے سلسلے میں ہر فرد کے کردار اور ذمہ داریوں کا تعین کریں۔

ہم مندرجہ ذیل عملی منصوبے پر عمل پیرا ہوتے ہیں:

- ☆ نشاندہی و معیارات کے پروٹوکول کی نگرانی
- ☆ فاضل ماووں کے اخراج کی نگرانی و رپورٹنگ
- ☆ ویسٹ اینڈ واٹر مینجمنٹ
- ☆ قواعد کی تجدید، رجحانات اور نئی ٹیکنالوجی
- ☆ بذریعہ افعال بہترین اصولوں کی پاسداری

سرمایہ کاروں کی شکایات اور مسائل

سرمایہ کاروں یا ممکنہ سرمایہ کاروں کو یہ مکمل سہولت فراہم کی جاتی ہے کہ وہ کمپنی کے کاروباری افعال سے متعلق معلومات اور اپنے حصص کے معاملات سے متعلق معاملات تک رسائی حاصل کر سکیں۔ اگر کسی بھی شخص کو معلومات درکار ہوں تو انہیں اس کا فوراً جواب مہیا کیا جاتا ہے اور شکایات کرنے کی صورت میں مروجہ قواعد کی روشنی میں فوری طوراً کی شکایات کا ازالہ بھی کیا جاتا ہے۔

استحکام اور کارپوریٹ معاشرتی ذمہ داری

آپ کی کمپنی کو پہلا ایوارڈ پاکستان سینٹر فار فلٹینٹھراپنی کی جانب سے کارپوریٹ معاشرتی ذمہ داری کے ضمن میں دیا گیا ہے، جو کہ منافع قبل از ٹیکس کی کیٹگری برائے سال 2023 کا ہے ہماری سی ایس آر کوششیں دوران سال خیر کے غیر منافع بخش کاموں کیلئے مختص رہیں۔ استحکام اور کارپوریٹ معاشرتی ذمہ داری سے متعلق رپورٹ کو رپورٹ ہذا کے ساتھ منسلک کر دیا گیا ہے۔

رسک مینجمنٹ اور حکمت عملی

کمپنی کی رسک مینجمنٹ حکمت عملی کی توجہ مکمل طور پر مالیاتی مارکیٹ کی بے یقینی اور اتار چڑھاؤ کی کیفیت پر مرکوز ہے اور اس حکمت عملی کا مطمحہ نظر یہی ہے کہ کمپنی کے کاروباری افعال سے پیدا ہونے والے نتائج سے منسلک رسک کو کم از کم سطح پر لایا جائے۔ کمپنی کی رسک مینجمنٹ پالیسی بنانے کا مقصد یہ ہے کہ کمپنی کو لاحق رسک کی نشاندہی کی جائے، ایسے رسک کا تجزیہ کیا جائے، رسک پر قابو پانے کیلئے مناسب تحدیدی اقدامات اٹھائے جائیں اور ان اقدامات پر مسلسل نظر رکھی جائے تاکہ ان کے مثبت اثرات مرتب ہوں۔ کمپنی رسک مینجمنٹ کے دائرہ کار کو مکمل طور پر مضبوط و مربوط بنانا اور اس پر کڑی نظر رکھنا مجموعی طور پر بورڈ آف ڈائریکٹرز کی ذمہ داری ہے۔ بورڈ اس بات کا بھی ذمہ دار ہے کہ کمپنی کی جانب سے رسک مینجمنٹ کی پالیسیوں کو مرتب کرے اور ان کی کڑی نگرانی کرے۔ کمپنی کے کاروباری افعال اور مارکیٹ میں آنے والی تبدیلیوں کے پیش نظر کمپنی کی رسک مینجمنٹ سے متعلق پالیسیوں اور نظام کی مستقل بنیادوں پر اصلاح کی جاتی ہے۔ کمپنی کی جانب سے درج ذیل امور کو رسک کے سلسلے میں اہم گردانہ جاتا ہے:

کاروباری افعال سے متعلق رسک

کاروباری افعال کا رسک افعال کو متاثر کرنے سے متعلق ہے، خام مال کی ترسیل میں تعطل، توانائی کی ترسیل میں تعطل، افرادی قوت کی ترسیل میں رخنہ اور بالخصوص مہارت کے حامل انسانی وسائل کی کمی سے یہ رسک پیدا ہوتا ہے۔ کاروباری افعال سے متعلق رسک کو کم از کم سطح پر رکھنے کیلئے ضروری حکمت عملی مرتب کی

کر سٹلائز کو لنگ کیلئے پانی کی ری سائیکلنگ کی جاسکے۔ تازہ پانی کے استعمال کو کم از کم کیا جاسکے اور تازہ پانی کو صرف اس وقت زیر استعمال لایا جائے جب بخارات بن جانے کی وجہ سے پانی ضائع ہو جائے۔ خام پانی کی جگہ پروسس کیمیکلز کو کنڈنسیٹ پانی میں تیار کیا جاتا ہے۔

علاوہ ازیں، ہمارے ریورس اوسموسس (RO) پلانٹس فیکٹری میں ہماری پانی کی ضروریات کو پورا کر رہے ہیں تاکہ میونسپل واٹر سسٹم پر ہمارا انحصار کم از کم ہو اور پاکستان میں پانی کی کمی کے مسئلے کو حل کرنے میں مدد ملے۔ کمپنی لائسنس کے لوڈ کو بھی کم کرنے پر کام کر رہی ہے، اولاً تمام لائسنس ہائی پریشر سوڈیم بلب والی تھیں۔ اب کئی مشینوں پر فریکوئنٹ ڈرائیوز (VFDs) کی تنصیب کی جا چکی ہے تاکہ توانائی کی بچت کیا جاسکے۔

سماجی و ماحولیاتی ذمہ داری سے متعلق پالیسی

کمپنی کارپوریٹ گورننس سنہرے اصولوں پر کاربن رہنے کیلئے پرعزم ہے، جس میں بقائے ماحولیات، سماجی اور گورننس کے اصول (ESG) بھی شامل ہیں۔ ہماری جانب سے تمام مروجہ ای ایس جی قواعد و ضوابط کی مکمل پاسداری کی جاتی ہے، جیسا کہ سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی جانب سے مطالبہ کیا جاتا ہے۔

ہماری بقائے ماحولیات کی پالیسی میں کاربن کے اخراج میں کمی لانا، وسائل کا بھرپور استعمال کرنا اور فضلے کا ٹھکانے لگانا وغیرہ شامل ہے۔ سماجی اعتبار سے ہم ملازمین کی فلاح و بہبود، تنوع اور کمیونٹی کی شمولیت کیلئے کوشاں ہیں، جبکہ گورننس کے سلسلے میں ہماری جانب سے ہر ممکن کوشش کی جاتی ہے کہ شفافیت، مسؤلیت اور کاروباری اخلاقیات کے نفاذ کو ممکن بنایا جائے۔ ہماری جانب سے ای ایس جی کی حکمت عملی پر مسلسل نظر ثانی کی جاتی ہے تاکہ بین الاقوامی معیارات کی پاسداری کے ساتھ ساتھ اپنے تمام شراکت داروں کی امیدوں پر بھی پورا اتر جائے۔

ہماری حکمت عملی سے متعلق کوششیں مستقل بنیادوں پر ترقی سے وابستہ ہیں، جیسا کہ ہماری کوششوں کا رخ مثبت، دیرپا اور معاشرے اور ماحولیات پر دور رس اثرات مرتب کی جانب گامزن ہے۔ بقائے ماحولیات کے سلسلے میں حسن کارکردگی ہمارا نصب العین ہے۔ ہماری تمام تر کوششوں کا محور بنیادی طور پر مستقل بنیادوں پر مسائل حل کرنا ہے، جیسا کہ بائیوڈیورسٹی اور قابل تجدید توانائی کی جانب منتقلی، آب و ہوا کی تبدیلی اور فاضل مادوں کا اخراج وغیرہ۔ فاضل مادوں کے اخراج کو کم از کم کرنا ہمارے کاروباری فلسفے کا جزو لاینفک ہے۔ ہم اس بات کے ساتھ پرعزم ہیں کہ ہمارے کاروباری افعال بقائے ماحولیات کے ساتھ ہم آہنگ ہوں، ان میں استقلال کا عنصر پایا جاتا ہو اور ہماری جانب سے ماحولیات میں کم از کم نقصان پہنچے۔

ان مقاصد کے حصول کیلئے؛ ہماری جانب سے:

- ☆ آلودگی کے تدارک کیلئے متحرک انداز سے اپنی پالیسیوں کی پیروی کی جاتی ہے۔
- ☆ تمام مروجہ قوانین کی مکمل پاسداری کی جاتی ہے۔ ہماری جانب سے پانی توانائی و دیگر ذرائع سے بھرپور فائدہ اٹھانے، کاربن کے اخراج کو کم از کم کرنے، توانائی کے ضیاع، پانی کے استعمال اور فاضل مادوں کے اخراج کو کم از کم کرنے کی حکمت عملی مرتب کی جاتی ہے۔
- ☆ اپنے آپریشنز کے تحت آنے والی زمین کو ذمہ داری کے ساتھ زیر استعمال لایا جاتا ہے تاکہ ایکوسٹم اور بائیوڈیورسٹی کی حفاظت کی جائے اور فطری ماحول کی بقا میں اپنا زیادہ سے زیادہ حصہ ڈالا جائے۔ ہماری جانب سے اپنے ملازمین، صارفین، کمیونٹی اور تمام شراکت داروں کے ساتھ موصلا ت کوشش اور موثر بنایا جاتا ہے۔
- ☆ بقائے ماحولیات سے متعلق اپنے کاروباری افعال پوری ذمہ داری کے ساتھ سرانجام دینے کیلئے ضروری ہدایات، تربیت اور رہنمائی فراہم کی جاتی ہے۔
- ☆ بقائے ماحولیات سے متعلق ہماری تمام سرگرمیوں کی کارکردگی کا جائزہ لیا جاتا ہے تاکہ اس ضمن میں سنہرے اصولوں کی پاسداری کے اہداف کو جانچا جاسکے اور اس ضمن میں مسلسل اصلاح کی جاسکے۔
- ☆ بقائے ماحولیات سے متعلق ہمارے افعال کی تحقیق اور نگرانی کی جاتی ہے اور شفافیت کے ساتھ اس کی رپورٹ کی جاتی ہے۔

اصولوں کی پاسداری کو ممکن بنانے اور انکی منصوبہ بندی کیلئے ذمہ دار ہے۔

کمپنی اپنی تنظیم سازی میں مساوات، تنوع اور شمولیت کے فروغ پر توجہ مرکوز کئے ہوئے ہے، کمپنی کی جانب سے انسانی وسائل کمپنی کا حصہ بناتے وقت مذہب، نسل، جنس، اور جسمانی معذوری کی بنیاد پر امتیازی سلوک نہیں کیا جاتا۔ کام کی جگہ ایک ایسا ماحول ترتیب دینے کیلئے پالیسیاں بنائی گئی ہیں کہ خواتین کو بھی ملازمت کرنے کی سہولت میسر آسکے اور وہ اس جانب راغب ہوں۔

جائینی کا منصوبہ

جائینی کا کامیاب منصوبہ ایک اچھی ایچ آر منصوبہ بندی اور انتظامیہ کی ضمانت ہوتا ہے۔ جائینی کا منصوبہ اس بات کا غماز ہوتا ہے کہ کمپنی کے انسانی وسائل ہمیشہ کمپنی کے ساتھ نہیں رہیں گے اور اس بات کی نشاندہی کرتا ہے کہ ان سبکدوش ہونے سے کیا تبدیلیاں اور مسائل پیش آسکتے ہیں۔ اس بات کی اہمیت اور ضرورت کو مد نظر رکھتے ہوئے کمپنی نے ایک جامع جائینی منصوبہ مرتب کیا ہے، اس منصوبے میں کمپنی میں ہر سطح پر موجود اہم اسامیوں کو شامل کیا گیا ہے۔ اہم اسامیوں میں وہ اسامیاں شامل ہیں جو کہ کمپنی کی انتظامیہ اور افعال کو چلانے میں کلیدی کردار ادا کرتے ہیں، اور انکی نایاب مہارتوں، سنیئر پوزیشن اور تجربے کی بنیاد پر ان کا نعم البدل حاصل کرنا آسان نہیں ہوتا۔

مفادات کا ٹکراؤ

کمپنی میں مفادات کے ٹکراؤ پر مبنی تنازعات اور ممکنہ تنازعات سے نمٹنے کیلئے ایک حقیقی اور جامع پالیسی موجود ہے، نیز اس قسم کے اقدامات کئے جاتے ہیں کہ تنازعات کو پیدا ہونے سے روکا جاسکے، ممکنہ تنازعات کی نشاندہی کی جاسکے اور ان کی وجوہات کو تعین کیا جائے۔ کوئی بھی ملازم (بلا واسطہ یا بالواسطہ) منظوری کے بغیر کسی تھرڈ پارٹی کیلئے اپنی خدمات فراہم نہیں کر سکتا۔ ملازمین پر لازم ہے کہ ایسے تمام حالات سے کمپنی کو آگاہ کرے جن کی بنیاد پر کمپنی کے ساتھ مفادات کا ٹکراؤ ہو یا پیدا ہو سکتا ہو اور اس سلسلے میں مشورہ یا رولنگ حاصل کرے۔ کمپنی کی یہ پالیسی ہے کہ فیصلے اس انداز سے کئے جائیں اور ہوتے ہوئے نظر بھی آئیں کہ ان میں معقولیت کا عنصر واضح ہو اور ان میں کسی قسم کا تعصب ناپایا جاتا ہو۔ کمپنی کی جانب سے تنازعات کی مانیٹرنگ کیلئے ایک باقاعدہ نظام نافذ العمل ہے۔ تمام ڈائریکٹروں پر لازم ہے کہ بورڈ کو لین دین کے اہم معاملات سے آگاہ رکھیں جن کی وجہ سے مفادات کا ٹکراؤ ہو سکتا ہو تاکہ اس سلسلے میں بورڈ کی منظوری حاصل کی جاسکے۔ مفادات کے حامل ڈائریکٹر ڈائریکٹرز اس قسم کے بحث و مباحث میں حصہ نہیں لیتے نہ وہ اس سلسلے میں ووٹ دیتے ہیں۔ متعلقہ پارٹیوں کے ساتھ اس قسم کی لین دین کیلئے شفافیت کو ممکن بنانے کیلئے ہر ممکن اقدامات اٹھائے جاتے ہیں اور بورڈ سے منظوری حاصل کرنے کیلئے بورڈ کے سامنے مکمل تفصیلات رکھی جاتی ہیں۔ علاوہ ازیں متعلقہ پارٹیوں کے ساتھ لین دین کے تمام معاملات کی تفصیلات کو مالیاتی دستاویزات کے متعلقہ نوٹس میں بھی درج کر دیا جاتا ہے۔

ماحولیات پر کمپنی کے کاروبار کا اثر

کمپنی کی یہ ذمہ داری ہے کہ ماحول کو صحت افزا اور صاف رکھے۔ لہذا کمپنی کی جانب سے ہر ممکن کوشش کی گئی ہے کہ ماحول کو صاف ستھرا رکھا جائے اور اس سلسلے میں اس قسم کی آلات نصب کئے گئے ہیں جن کی بدولت آلودگی کو کم کرنے میں مدد ملتی ہے تاکہ کمپنی کے کاروباری افعال سے ماحولیات متاثر نہ ہو۔ کمپنی کی جانب سے کلکیشن یونٹس کا قیام عمل میں لایا گیا جو خارج شدہ پانی سے تیل یا گریس کو علیحدہ کرنے کا کام کرتے ہیں اور چیمپوں پر رکھ کر جمع کرنے کے ایسے آلات نصب کئے گئے ہیں جن کی وجہ سے آلودگی کا باعث نہیں بنتی۔ نیز فضلے کیلئے ایک ٹریٹمنٹ پلانٹ کو مکمل کیا جا چکا ہے اور اسے اثاثوں شامل کیا جا چکا ہے۔ فضلے کی ٹریٹمنٹ کا پلانٹ مکمل کیا جا چکا ہے اور اس سلسلے میں تمام ماحولیاتی جانچ پڑتال بھی کی جا چکی ہے، انتہائی ٹھوس اقدامات اٹھائے جا رہے ہیں کہ پانی کے مصارف میں خاطر خواہ کمی لائی جائے جس کیلئے امباچیشن واٹر پیپر کو مل ہاؤس میں بڑھایا جائے، ورنیکل کرسٹلائزر کیلئے کولنگ ٹاور کی ری ایکٹیویشن کرنا تاکہ

کمپنی ایک بہتر تنظیمی کلچر پر یقین رکھتی ہے جہاں تمام ملازمین با اختیار ہوں اور کمپنی کے وژن اور اس کی اقدار سے گہرا لگاؤ رکھتے ہوں۔ انسانی وسائل کے بندوبست سے متعلق حکمت عملی کمپنی کی کاروباری حکمت عملی کا جزو لاینفک ہے۔ کمپنی میں ایک ایسا کلچر موجود ہے جہاں لیڈرشپ کو پروان چڑھنے، خود احتسابی کی سوچ پیدا کرنے اور اجتماعی کوششیں کرنے کا جذبہ پیدا ہوتا ہے۔

کمپنی اس بات پر مکمل یقین رکھتی ہے کہ اس کی افرادی قوت اس کا قیمتی اثاثہ ہے اور کمپنی کی سال ہا سال کی کامیابیوں کے پیچھے انہی کا ہاتھ ہے۔ انکے جذبے، اخلاص، کمپنی سے انکی اپنائیت اور ٹیم ورک کی وجہ سے ہی کمپنی اس قابل ہوئی کہ موجودہ مسائل سے بھرپور حالات میں بھی کمپنی ایک لیڈرشپ کا کردار ادا کر رہی ہے۔ کمپنی کا ہمیشہ سے یہی مضمحلہ نظر رہا ہے کہ کمپنی کی جانب سے مثبت، حمایتی، کشادہ ذہن اور اعلیٰ کارکردگی کے ضامن کلچر کو فروغ دیا جائے، جہاں رسک لینے کی حوصلہ افزائی کی جائے، کارکردگی کو سراہا جائے اور ملازمین کے اندر موجود انکی اصل صلاحیتوں کا ادراک کیا جائے اور انکی قدر کی جائے۔

کمپنی جانشینی کے ضمن میں ایک قدم آگے بڑھ کر اقدامات کرنے پر یقین رکھتی ہے۔ کمپنی ملازمین کو اس نیت سے منتخب کرتی ہے کہ ان کی تربیت کی جائے، انکی مہارتوں میں اضافہ کیا جائے، آگے بڑھنے کیلئے ان میں قابلیت پیدا کی جائے اور انھیں پہلے سے زیادہ بڑے چیلنج والی ذمہ داریاں سونپی جائیں۔ جانشینی کی پالیسی اس بات کو یقینی بناتی ہے کہ ملازمین مسلسل اپنی صلاحیتوں میں اضافہ کرتے رہیں اور ضرورت پڑنے پر ہمہ وقت ہر مشکل کردار ادا کرنے کیلئے تیار رہیں۔ کمپنی ایسے افرادی ہمہ وقت تلاش میں رہتی ہے جو خود کو مہارت سازی کے عمل میں پیش پیش رکھتے ہیں تاکہ انھیں مستقبل میں زیادہ اہم ذمہ داریاں سونپی جاسکیں۔

بھرتی اور انتخاب

کمپنی قابل، اہل اور ممکنہ طور پر مفید ملازمین کی خدمات حاصل کرنے اور برقرار رکھنے پر یقین رکھتی ہے جو کمپنی کے مقاصد کو پورا کرنے کے لیے اپنی بہترین کوششیں کرنے کے لیے تیار رہیں۔ متعلقہ تقرری اتھارٹی کے توسط سے بذریعہ محکمہ ایچ آر مستقل نوعیت میں ملازمتوں کی براہ راست تقرریاں کی جاتی ہیں کی جاتی ہیں یا ترقیوں کے ذریعے اسامیوں کو پُر کیا جاتا ہے۔

تعلیم و تربیت

ملازمین کی تعلیم و تربیت تمام افعال اور تمام درجات کو مد نظر رکھ کر کی جاتی ہے تاکہ بہترین ٹیلنٹ کی فراہمی ہمہ وقت موجود رہے۔ کمپنی کی جانب سے اپنے ملازمین کی مہارتوں اور صلاحیتوں کو بڑھانے کیلئے انسانی وسائل پر سرمایہ کار دروازہ ہمیشہ کھلا رہتا ہے۔ پرفارمنس مینجمنٹ پروسیس کے ذریعے کمپنی اس بات کو یقینی بناتی ہے کہ تمام ملازمین اس بات سے آگاہ ہو جائیں کہ کمپنی کو ان سے کیا توقعات وابستہ ہیں، اور ان توقعات پر پورا اترنے کیلئے ملازمین ہمیشہ مطلوبہ مہارتوں، علوم، اقدار اور تجربے سے لیس ہوں تاکہ وہ اپنی بہترین صلاحیتوں کو بروئے کار لاتے ہوئے کمپنی کیلئے اپنی بہترین کارکردگی کا مظاہرہ کر سکیں۔

انعامات و محرکات

یہ ہماری پالیسی ہے کہ اپنے ملازمین کو جائز اور مسابقتی تنخواہوں اور مراعات کی صورت میں ان کا معاوضہ ادا کرتے ہیں، نیز کاروبار میں ترقی کا ثمرہ بھی ملازمین تک ترقیوں اور ذاتی مفادات کی صورت میں پہنچایا جاتا ہے۔ کمپنی میں انعامات کا پورا نظام اس بات کو مد نظر رکھ کر مرتب کیا گیا ہے کہ ملازمین میں مطلوبہ رویوں، اقدار اور معیارات کو پروان چڑھایا جائے اور اس کے ساتھ ساتھ ان کی جانب سے اعلیٰ ترین کارکردگی اور مسلسل اصلاحات اور ترقی کو بھی نصب العین بنایا جائے۔

تنوع، مساوات اور شمولیت

ہماری ملازمت کی پالیسیاں مساوات اور تنوع کے اصولوں پر قائم ہیں۔ ہم اس بات پر یقین رکھتے ہیں کہ کام کی جگہ پر بے جا امتیاز کا خاتمہ پیداواری صلاحیتوں اور کارکردگی کو اجاگر کرتا ہے اور ملازمین کو اس بات پر آمادہ کرتا ہے کہ وہ اپنی بہترین صلاحیتوں کو بروئے کار لائیں۔ ہم کام کی جگہ پر مساوات، تنوع اور شمولیت کے اصولوں کی پاسداری کرنے پر یقین رکھتے ہیں اور یہ کہ ملازمین میں تمام افراد کے ساتھ جائز سلوک روا رکھا جائے۔ انسانی وسائل (HR) کا شعبہ ان

متعلقہ پارٹیوں سے لین دین

کوڈ آف کارپوریٹ گورننس کے اصولوں کے مطابق کمپنی پر لازم ہے کہ متعلقہ پارٹیوں سے لین دین کے معاملات کو آڈٹ کمیٹی کے سامنے پیش کرے اور آڈٹ کمیٹی کی سفارش کے بعد ان معاملات کی منظوری کیلئے بورڈ کے سامنے پیش کیا جاتا ہے۔ کمپنی کی جانب سے اس اصول کی پاسداری کو یقینی بنایا گیا ہے، متعلقہ پارٹیوں سے لین دین کے معاملے میں تمام معاملات کو بورڈ کی آڈٹ کمیٹی کے سامنے منظوری کی سفارش کیلئے پیش کیا گیا اور بورڈ سے باقاعدہ ان کی منظوری حاصل کی گئی۔ لین دین کے یہ معاملات انٹرنیشنل فنانس رپورٹنگ اسٹینڈرڈز (آئی ایف آر ایس) اوپینیز ایکٹ 2017 کے قواعد کے عین مطابق ہیں۔ کمپنی کی جانب سے اس قسم کے تمام معاملات کا باقاعدہ ریکارڈ رکھا جاتا ہے۔

چیف ایگزیکٹو، ڈائریکٹروں اور ایگزیکٹو کے مشاہرے

بورڈ ممبران کے مشاہرے کی منظوری بذات خود بورڈ سے ہی لی جاتی ہے۔ تاہم کوڈ آف کارپوریٹ گورننس کے مطابق، اس بات کو یقینی بنایا جاتا ہے کہ کوئی بھی ڈائریکٹر اپنے مشاہرے کے تعین میں مشاورت کا حصہ نہ ہو۔ زیر نظر مالی سال کے دوران کمپنی کے چیف ایگزیکٹو، ڈائریکٹروں اور ایگزیکٹو کے مشاہرے بشمول تمام سہولیات کے ضمن میں اوسطاً درج رقم کو مالیاتی دستاویز کے نوٹس میں درج کیا جا چکا ہے۔ ڈائریکٹروں کے مشاہرے اور اجلاسوں میں شرکت کی فیس سے متعلق پالیسی بھی رپورٹ ہذا کے ساتھ منسلک ہے۔

لین دین کے دیگر معاملات

کمپنی نے معمول کے کاروباری معاملات کے تحت اہم انتظامی اشخاص اور متعلقہ پارٹیوں سے لین دین کے معاملات کئے ہیں۔ پیش کئے جانے والے معاملات معاشی اہمیت کے حامل ہیں اور ان معاملات کو معمول کے کاروباری معاملات کے تحت کیا گیا جنھیں مالیاتی دستاویز کے نوٹس میں درج کیا جا چکا ہے۔ اہم انتظامی شخصیات میں وہ افراد شامل ہیں جو کمپنی میں براہ راست یا بالواسطہ منصوبہ بندی کرنے، ہدایات دینے اور معاملات پر گرفت رکھنے کے عمل میں شریک ہیں۔ متعلقہ پارٹیوں جن کے ساتھ کمپنی کی جانب سے لین دین کے معاملات کئے گئے یا ان سے معاہدات کئے گئے یا جن کے ساتھ دوران سال کسی بھی قسم کا کوئی بندوبست کیا گیا ان کے نام بمعہ تعلق کی بنیاد کو بھی مالیاتی دستاویز کے متعلقہ نوٹس میں درج کیا جا چکا ہے۔ کمپنی کے ساتھ متعلقہ پارٹیوں کے لین دین کے معاملات معمول کی کاروباری روایات کے تحت شفافیت کے ساتھ کئے گئے۔

معاملات کی اہمیت کا تعین

بورڈ کی جانب سے کمپنی کی انتظامیہ کو اس بات کا مجاز بنایا گیا ہے کہ روزمرہ کے معاملات کے فیصلے کرنے میں خود مختار ہیں۔ تاہم مینجمنٹ کی جانب سے اپنے اختیار کو استعمال کرتے وقت اہمیت کے قاعدے کو مد نظر رکھا جاتا ہے۔ معاملات کی اہمیت کا تعین ایک غیر معروضی عمل ہے اور اس سلسلے میں ایک سے دوسرے ادارے کے مابین تفاوت پایا جاتا ہے۔ معاملات طے کرنے کی مجازیت اور انتقال اختیار کی واضح طور پر تعریف کردی گئی ہے اور ان معاملات کیلئے کمپنی میں ایک واضح اور جامع نظام موجود ہے۔ کمپنی میں معاملات کی اہمیت کے تعین کیلئے ہر سال نظر ثانی کرنے کے بعد اس کی معقولیت کا تعین معروضی حالات کے تحت کیا جاتا ہے۔

انسانی وسائل کے بندوبست اور جائشینی سے متعلق منصوبہ بندی

انسانی وسائل کی منصوبہ بندی اور بندوبست کمپنی کی سینئر مینجمنٹ کے نزدیک انتہائی اہمیت کی حامل ہے۔ بورڈ کی جانب سے ایک کمیٹی تشکیل دی گئی ہے جس کے ذمے اہم انتظامی عہدوں کیلئے افراد کی تعیناتی، جانچ، مشاہرے کا تعین اور جائشینی منصوبہ بندی ہے۔ یہ کمیٹی انسانی وسائل سے متعلق پالیسیوں اور طریق کار میں اصلاحات سے متعلق سفارشات پیش کرنے اور وقتاً فوقتاً جائزہ رپورٹ پیش کرنے کی بھی ذمہ دار ہے۔

چیرمین اور چیف ایگزیکٹو آفیسر کا کردار

چیرمین اور چیف ایگزیکٹو آفیسر کا عہدہ الگ الگ شخصیات کے پاس ہے جیسا کہ ان کی ذمہ داریاں نمایاں طور پر جدا جدا ہیں جن سے انھیں بوقت تعیناتی آگاہ کر دیا جاتا ہے۔

بورڈ اور حصص داران کے ایما پر چیرمین کمپنی کے نگران کی حیثیت کے حامل ہوتے ہیں۔ آپ ہی بورڈ آف ڈائریکٹرز کی سربراہی کرتے ہیں اور بورڈ کی جانب سے موثر کارکردگی کے ضامن بھی آپ ہی ہوتے ہیں۔ چیرمین پر یہ ذمہ داری عائد ہوتی ہے کہ اس بات کو یقینی بنائیں کہ کاروبار ترقی کرے، کاروبار کو تحفظ فراہم کیا جائے اور کمپنی کی سادھ اپنی جگہ برقرار رہے۔ چیرمین تمام اجلاسوں کے طریق کار اور کارروائی کی نگرانی بھی کرتا ہے، تمام مباحث میں رہنمائی فراہم کرتا ہے، اور فیصلہ سازی کے ساتھ ساتھ ممبران اور اسٹاف کے مابین تعلقات بہتر بنانے میں اپنا کردار ادا کرتا ہے۔

سی ای او پر بھاری ذمہ داری عائد ہوتی ہے کہ کمپنی کے ویژن، مشن اور اس کے طویل المیعاد مقاصد کے حصول کیلئے جدوجہد کرتے رہیں۔ آپ بورڈ اور کمپنی کی انتظامیہ کے مابین ایک رابطہ کا کردار بھی ادا کرتے ہیں۔ سی ای او کمپنی کے روزمرہ کے معاملات کو دیکھنے کے بھی مجاز ہیں اور کمپنی کے طویل المیعاد مقاصد اور منصوبوں کو پایہ تکمیل تک پہنچانا بھی ان کے فرائض منصبی میں شامل ہیں۔ سی ای او ہی حصص داران، سرکاری اداروں اور عوام الناس کے سامنے کمپنی کی نمائندگی کرتے ہیں۔ فیصلہ سازی اور اہداف کے حصول کے سلسلے میں آپ ایک رہنما کی حیثیت رکھتے ہیں۔

معقول اندرونی مالیاتی کنٹرول

کمپنی کی انتظامیہ اس بات کی ذمہ دار ہے کہ اندرونی طور پر کنٹرول کا ایک مربوط نظام مرتب کرے اور طریق ہائے کاری وضاحت کرے۔ اس وقت کمپنی میں اندرونی مالیاتی کنٹرول کا ایک جامع اور موثر نظام نافذ العمل ہے جس کے تحت رسک اور اس کی شدت کی نشاندہی کی جاتی ہے، جہاں ضرورت پیش آئے رسک کو کم کرنے کیلئے اقدامات وضع کئے جاتے ہیں اور اس بات کو یقینی بنایا جاتا ہے کہ کمپنی کے تمام امور میں انتظامیہ ان اقدامات کو موثر انداز سے اٹھارکھنے میں کوئی کسر نا چھوڑے۔

بورڈ اندرونی کنٹرول کے سسٹم کی مجموعی طور پر نگرانی کی ذمہ داری بھی نبھاتا ہے، جس میں نگرانی کے عمل اور اس کی موثر کارکردگی بھی شامل ہیں۔ یہ تمام کنٹرول دستاویزی صورت میں مرتب ہوتے ہیں، ذمہ داریوں کا باقاعدہ تعین کیا جاتا ہے اور پورے عمل کی نگرانی کی جاتی ہے۔ اندرونی کنٹرول سسٹم کمپنی کے فنانشل سسٹم کی شفافیت اور دیگر افعال کی کارکردگی کو جانچنے، مطلوبہ نتائج کے حصول، کمپنی کے اثاثوں کی حفاظت کو یقینی بنانے اور مروجہ قواعد و ضوابط کی پاسداری کو یقینی بنانے کے عمل میں بھی مینجمنٹ کی رہنمائی کرتا ہے۔

علاوہ ازیں، ڈائریکٹرز اس بات کی توثیق کرتے ہیں کہ کارپوریٹ گورننس کے اعلیٰ معیارات کی پاسداری کرتے ہوئے اندرونی مالیاتی کنٹرول سے متعلق جامع پالیسیوں اور طریق ہائے کاری رعایت رکھتے ہوئے بورڈ کی جانب سے ایک مربوط نظام کی منظوری دی جا چکی ہے، یہ نظام کمپنی میں نافذ العمل ہے اور موثر انداز سے اس کی مسلسل نگرانی کی جاتی ہے۔

ایگزیکٹو کے تعین کا معیار

لسٹنگ ریگولیشنز (رول بک) آف پاکستان اسٹاک ایکسچینج کی شق 5.6.4 اور کے تحت کمپنی کی جانب سے ایگزیکٹو کے تعین کیلئے نظر ثانی کے بعد ایک معیار مقرر کر دیا گیا ہے تاکہ حصص کی خرید و فروخت سے متعلق کسی بھی ابہام کو رفع کیا جاسکے۔ ہر وہ شخص (کمپنی کا ملازم) جس کی سالانہ بنیادی تنخواہ دوران سال 2,700 ہزار روپے سے تجاوز کر جائے کو ایگزیکٹو مانا جائے گا۔

کے دائرہ کار، مقاصد، افعال، ذمہ داریوں، کمپنی کی کارکردگی اور مانیٹرنگ کے نظام کی جانب ہوگی۔ جانچ کے اس نظام کا مقصد مجموعی کارپوریٹ مقاصد، کمپنی کے گورننس اسٹرکچر، قوانین اور ضوابط بابت پاسداری، موصلاات و معلومات کی فراہمی، رسک مینجمنٹ، حکمت عملی کی منصوبہ بندی، پالیسیوں کا نفاذ اور تمام شراکت داروں کے ساتھ تعلقات قائم کرنا ہے۔

لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 کے مطابق، کم از کم ہر تین سال کے بعد لازم ہے کہ بورڈ کی کارکردگی کے ضمن میں ایک غیر جانبدار بیرونی آڈٹ کروایا جائے، یہ آڈٹ کمیشن کی جانب سے دی گئی ہدایات کے مطابق کیا جانا چاہئے۔ اس ضمن میں بورڈ کے ممبران اس بات پر رضامند ہیں کہ مذکورہ ضوابط کی روشنی میں ان کی کارکردگی کا جائزہ لیا جائے، کمیشن کی ہدایات کے مطابق (جب اور جسے انہیں جاری کیا جائے)۔

ڈائریکٹروں کی ترتیب

کمپنی کوڈ آف کارپوریٹ گورننس کے تحت عائد اپنی ذمہ داریوں سے بخوبی واقف ہے۔ ایک باقاعدہ پروگرام مرتب کیا گیا ہے جس میں دیگر امور کے ساتھ ساتھ کمپنی کے ویژن، حکمت عملی، انتظامی ڈھانچے کردار و ذمہ داریوں اور کمپنیز ایکٹ، کوڈ آف کارپوریٹ گورننس اور دیگر مروجہ قوانین کے تحت ڈائریکٹروں کو حاصل اختیارات پر بریفنگ دی جاتی ہے۔

سال کے اختتام پر سندھ تاقیہ ڈائریکٹرز، مستثنیٰ ڈائریکٹرز اور ڈائریکٹرز اینڈ پروگرام کی تکمیل کرنے والے ڈائریکٹرز کی تفصیلات ذیل میں پیش خدمت ہیں:

بوقت ڈائریکٹرز کے انتخابات بتاریخ 2 نومبر 2023

- 1- جناب غلام دستگیر راجڑ سند یافتہ
- 2- جناب غلام حیدر سند یافتہ
- 3- جناب محمد قاسم سند یافتہ
- 4- جناب ایم عبد الجبار سند یافتہ
- 5- حاجی خدا بخش راجڑ مستثنیٰ

مالی سال اختتامیہ 30 ستمبر 2024 کے بعد:

- 6- جناب محمود عالم سند یافتہ
- 7- محترمہ مصباح سند یافتہ

چیف ایگزیکٹو کی جانب سے کارکردگی کا جائزہ

ہر سال بورڈ کی جانب سے اہداف اور حکمت عملیوں کی ایک فہرست تیار کی جاتی ہے جسے کمپنی کے مشن کے عین مطابق مرتب کیا جاتا ہے۔ اس فہرست کے مرتب کئے جانے سے یہ جانچنا آسان ہو جاتا ہے کہ کمپنی کے تمام مقاصد فرداً کس طرح کمپنی کی نشوونما میں اپنا کردار ادا کر رہے ہیں۔ جن عناصر کی جانچ بہت ضروری ہے ان میں مشن سے وابستگی، قلیل المیعاد و طویل المیعاد مقاصد، طویل المدتی تناظر میں منفعت کو یقینی بنانا، گورننس کے اعلیٰ معیاروں کی پاسداری کرنا اور قواعد کے مطابق رپورٹنگ کرنا شامل ہیں۔ علاوہ ازیں، چیف ایگزیکٹو آفیسر کیلئے الگ سے ایک سوالنامہ برائے جانچ مرتب کیا گیا ہے تاکہ ان کی کارکردگی کا جائزہ لیا جاسکے۔ چیف ایگزیکٹو آفیسر کی کارکردگی کا جائزہ تمام ڈائریکٹرز کی جانب سے لیا جاتا ہے۔

انفارمیشن ٹیکنالوجی کمیٹی کے ممبران کی اجلاسوں میں شرکت

انفارمیشن ٹیکنالوجی کمیٹی کے دوران سال دو اجلاس منعقد کئے گئے۔ ان اجلاسوں میں متعلقہ ممبران کی حاضری سے متعلق تفصیلات درج ذیل ہیں:

نمبر شمار	ممبران کے نام	عہدہ	دورانے میں منعقد کئے گئے کل اجلاس / اجلاسوں میں ممبران کی حاضری
1	جناب غلام حیدر	چئیرمین	2/2
2	سید ریحان احمد ہاشمی	ممبر	2/2
3	جناب شیراز خان	ممبر	2/2

کمیٹی برائے کارپوریٹ معاشرتی ذمہ داری کے اجلاسوں میں ممبران کی شرکت

زیر نظر مالی سال کے دوران کارپوریٹ معاشرتی ذمہ داری کمیٹی کے دو اجلاس منعقد کئے گئے۔ کمیٹی کے تمام ممبران کی حاضری کی تفصیلات درج ذیل ہیں:

نمبر شمار	ممبران کے نام	عہدہ	دورانے میں منعقد کئے گئے کل اجلاس / اجلاسوں میں ممبران کی حاضری
1	جناب غلام دستگیر راجڑ	چئیرمین	2/2
2	جناب محمد قاسم	ممبر	2/2
5	محترمہ مصباح	ممبر	2/2
6	سید ریحان احمد ہاشمی	ممبر	2/2

کمیٹی برائے رسک مینجمنٹ کے اجلاسوں میں ممبران کی شرکت

زیر نظر مالی سال کے دوران رسک مینجمنٹ کمیٹی کے دو (2) اجلاس منعقد کئے گئے، اجلاسوں میں شرکت ناکر کرنے والے ممبران کی رخصت منظور کر لی گئی تھی۔ کمیٹی کے تمام ممبران کی حاضری کی تفصیلات درج ذیل ہیں:

نمبر شمار	ممبران کے نام	عہدہ	دورانے میں منعقد کئے گئے کل اجلاس / اجلاسوں میں ممبران کی حاضری
1	جناب محمود عالم	چئیرمین	1/2
3	جناب حاجی خدا بخش راجڑ	ممبر	2/2
3	جناب ایم عبدالجبار	ممبر	2/2

بورڈ کی کارکردگی کی جانچ

کارپوریٹ گورننس کے ضوابط کے تحت بورڈ کی منظوری سے ایک "خود احتسابی" کا نظام عمل میں لایا گیا ہے تاکہ بورڈ اپنی کارکردگی کا جائزہ لے سکے۔ اس نظام کے تحت بورڈ، اس کے ڈائریکٹروں اور بورڈ کی کمیٹیوں کا بذریعہ مباحثہ، اور سوالات جائزہ لیا جانا مقصود ہے، ان مباحث اور سوالات کی توجہ بنیادی طور پر بورڈ

بورڈ کے اجلاسوں میں بورڈ آف ڈائریکٹرز کی حاضری

بورڈ کے اجلاسوں میں ڈائریکٹرز کی حاضری

زیر نظر مالی سال کے دوران بورڈ کے پانچ (5) اجلاس منعقد کئے گئے۔ ان اجلاسوں میں شرکت نا کرنے والے ڈائریکٹروں رخصت دے دی گئی تھی۔ تمام ڈائریکٹروں کی فرداً فرداً حاضری ذیل میں پیش کی جا رہی ہے:

نمبر شمار	ڈائریکٹرز کے نام	عہدہ	ڈائریکٹرز شپ کے دورانے میں منعقد کئے گئے کل اجلاس / اجلاسوں میں حاضری
1	جناب غلام دستگیر راجڑ	چئیر مین	5/5
2	جناب غلام حیدر	چیف ایگزیکٹو	5/5
3	حاجی خدا بخش راجڑ	ڈائریکٹر	5/5
4	جناب ایم عبدالجبار	ڈائریکٹر	4/5
5	جناب محمد قاسم	ڈائریکٹر	5/5
6	جناب محمود عالم	ڈائریکٹر	4/5
7	محترمہ مصباح	ڈائریکٹر	5/5

آڈٹ کمیٹی کے ممبران کی اجلاسوں میں حاضری

دوران سال آڈٹ کمیٹی کے پانچ (5) اجلاس منعقد کئے گئے، اجلاسوں سے غیر حاضر ہونے والے ممبران کی رخصت منظور کر لی گئی تھی۔ تمام ڈائریکٹرز کی فرداً فرداً حاضری درج ذیل ہے:

نمبر شمار	ممبران کے نام	عہدہ	ممبران کے دورانے میں منعقد کئے گئے کل اجلاس / اجلاسوں میں حاضری
1	جناب ایم عبدالجبار	چئیر مین	4/5
2	جناب محمود عالم	ممبر	4/5
3	جناب محمد قاسم	ممبر	5/5

انسانی وسائل و ادائیگیوں سے متعلق کمیٹی کے ممبران کی اجلاسوں میں شرکت

انسانی وسائل و ادائیگیوں سے متعلق کمیٹی کی زیر نظر سال کے دوران دو (2) اجلاس منعقد کئے گئے۔ ان اجلاسوں میں متعلقہ ڈائریکٹروں کی حاضری سے متعلق معلومات درج ذیل ہیں:

نمبر شمار	ممبران کے نام	عہدہ	ممبران کے دورانے میں منعقد کئے گئے کل اجلاس / اجلاسوں میں حاضری
1	جناب ایم عبدالجبار	چئیر مین	2/2
2	جناب غلام حیدر	ممبر	2/2
3	محترمہ مصباح	ممبر	2/2

بورڈ کی کمیٹیاں

بورڈ کی جانب سے کمیٹیاں بنائیں گئی ہیں، ان کمیٹیوں کا امتزاج اور تفصیلات درج ذیل ہیں:

آڈٹ کمیٹی

اقسام	عہدہ	ممبران کے نام
غیر جانبدار ڈائریکٹر	چئیرمین	(1) جناب ایم عبدالجبار
غیر جانبدار ڈائریکٹر	ممبر	(2) جناب محمود عالم
غیر انتظامی ڈائریکٹر	ممبر	(3) جناب محمد قاسم

کمیٹی برائے انسانی وسائل و ادائیگیاں

اقسام	عہدہ	ممبران کے نام
غیر جانبدار ڈائریکٹر	چئیرمین	(1) جناب ایم عبدالجبار
انتظامی ڈائریکٹر	ممبر	(2) جناب غلام حیدر
غیر انتظامی ڈائریکٹر-- خاتون	ممبر	(3) محترمہ مصباح

کمیٹی برائے انفارمیشن ٹیکنالوجی و اسٹیرنگ

اقسام	عہدہ	ممبران کے نام
انتظامی ڈائریکٹر	چئیرمین	(1) جناب غلام حیدر
چیف فنانشل آفیسر	ممبر	(2) سید ریحان احمد ہاشمی
مینجنگ مینجمنٹ انفارمیشن سسٹم	ممبر	(3) جناب شیراز خان

کمیٹی برائے کارپوریٹ معاشرتی ذمہ داری

اقسام	عہدہ	ممبران کے نام
غیر انتظامی ڈائریکٹر	چئیرمین	(1) جناب غلام دستگیر راجڑ
غیر انتظامی ڈائریکٹر	ممبر	(2) جناب محمد قاسم
غیر انتظامی ڈائریکٹر-- خاتون	ممبر	(3) محترمہ مصباح
چیف فنانشل آفیسر-- نمائندہ مینجمنٹ	ممبر	(4) سید ریحان احمد ہاشمی

کمیٹی برائے رسک مینجمنٹ

اقسام	عہدہ	ممبران کے نام
غیر جانبدار ڈائریکٹر	چئیرمین	(1) جناب محمود عالم
انتظامی ڈائریکٹر	ممبر	(2) جناب حاجی خدا بخش راجڑ
غیر جانبدار ڈائریکٹر	ممبر	(3) جناب ایم عبدالجبار

کارپوریٹ گورننس اور کارپوریٹ گورننس کے سنہرے اصولوں کی پاسداری

اعلیٰ اخلاقی اقدار کی پاسداری کمپنی کی طویل تاریخ کا حصہ ہے اور مستقبل میں بھی ان سنہرے اصولوں پر عمل پیرا رہنے کیلئے کمپنی پر عزم ہے۔ بورڈ کی جانب سے مستقل بنیادوں پر اس سلسلے میں رہنمائی فراہم کی جاتی ہے کہ موجودہ نظام میں ستم تلاش کئے جائیں اور بورڈ پر ہی اس بات کی بنیادی ذمہ داری عائد ہوتی ہے کہ کمپنی کی مناسب سمت میں رہنمائی کرے اور اس کی سرگرمیوں کی کڑی نگرانی کرے۔ ان ذمہ داریوں میں کمپنی کے رسک کی نشاندہی کرنا اور انہیں قابو میں رکھنا، مینجمنٹ انفارمیشن سسٹم کو مربوط بنانا اور حصص داران تک صحیح اور درست معلومات کی فراہمی کو ممکن بنانا شامل ہیں۔

کمپنی کا کارپوریٹ گورننس اسٹریکچر آرٹیکلز آف ایسوسی ایشن کی بنیاد پر استوار ہے۔ اس کے علاوہ اس اسٹریکچر کو استوار کرنے میں دیگر قواعد و ضوابط کا لحاظ بھی رکھا گیا ہے جن کا اطلاق پاکستان اسٹاک ایکسچینج میں لسٹڈ کمپنیوں پر ہوتا ہے۔ اس نظام کو مزید مربوط بنانے کیلئے اندرونی نظام کا سہارا بھی لیا جاتا ہے جس میں رسک کی جانچ اور کنٹرول کا نظام، موجود قوانین کی پاسداری سے متعلق جانچ کا نظام اور کمپنی کا ضابطہ اخلاق شامل ہیں۔

کمپنی کا ضابطہ اخلاق

لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 کے مطابق بورڈ آف ڈائریکٹرز کی جانب سے ایک باقاعدہ ضابطہ اخلاق مرتب کیا گیا ہے، اس کوڈ کا اطلاق ڈائریکٹرز، سینئر مینجمنٹ اور دیگر ملازمین پر ہوتا ہے، کوڈ ہذا کے تحت تمام بورڈ ممبران اور سینئر مینجمنٹ سے ان کی ذمہ داریوں کے مطابق کمپنی میں طے شدہ رویوں کے فروغ، اخلاقی کلچر کو پروان چڑھانے اور مفادات کے ٹکراؤ سے بچنے کی توقع کی جاتی ہے۔ اس ضمن میں، کمپنی ایک ایسا اداراتی کلچر وضع کرنا چاہتی ہے جس کے تحت شفافیت اور مسؤلیت کو فروغ دیا جانا مقصود ہے، اس سلسلے میں ملازمین، صارفین، فنانشل مارکیٹس، حکومت، ریگولیٹری اتھارٹیز اور دیگر شراکت داروں سے معاملات طے کرتے وقت دیانت اور احتیاط سے کام لینا از حد ضروری ہے۔ بورڈ آف ڈائریکٹرز کی جانب سے "ضابطہ اخلاق" کی منظوری دی گئی ہے جو کہ رپورٹ ہذا کے ساتھ منسلک ہے اور کمپنی کی ویب سائٹ پر بھی دستیاب ہے۔

ڈائریکٹروں کی تعداد

ڈائریکٹروں کی کل تعداد درج ذیل ہے:

الف) حضرات: چھ (6) (ب) خواتین: ایک (1)

بورڈ کا امتزاج

ڈائریکٹرز کے انتخابات بتاریخ 2 نومبر 2023 کے بعد بورڈ کا امتزاج درج ذیل ہے:

ڈائریکٹرز کے نام	عہدہ	اقسام
(1) جناب غلام دستگیر راجڑ	چیئرمین	غیر انتظامی ڈائریکٹر
(2) جناب غلام حیدر	چیف ایگزیکٹو	انتظامی ڈائریکٹر
(3) حاجی خدا بخش راجڑ	انتظامی ڈائریکٹر	انتظامی ڈائریکٹر
(4) جناب ایم عبدالجبار	غیر جانبدار ڈائریکٹر	غیر انتظامی ڈائریکٹر
(5) جناب محمود عالم	غیر جانبدار ڈائریکٹر	غیر انتظامی ڈائریکٹر
(6) جناب محمد قاسم	ڈائریکٹر	غیر انتظامی ڈائریکٹر
(7) محترمہ مصباح	ڈائریکٹر	غیر انتظامی ڈائریکٹر --- خاتون

- ☆ مالیاتی دستاویزات کی تیاری کے سلسلے میں پاکستان میں مستعمل بین الاقوامی محاسبی معیارات کی مکمل پاسداری کی گئی ہے اور اس سلسلے میں کسی قسم کی کوئی روگردانی نہیں کی گئی۔
- ☆ اندرونی طور پر کنٹرول کا نظام انتہائی منظم اور جامع ہے اور اسے مؤثر انداز سے نافذ کیا گیا ہے اور اس پر مکمل نظر رکھی جاتی ہے۔
- ☆ ایسی کوئی وجہ نظر نہیں آتی جس کی بنیاد پر کمپنی کو ختم کرنے سے متعلق کوئی سوال پیدا ہوتا ہو کہ کمپنی اپنا وجود برقرار رکھ پائے۔
- ☆ قواعد میں مکرور کارپوریٹ گورننس کی بہترین پالیسیوں سے کوئی ایسا انحراف نہیں کیا گیا جو کہ قابل غور ہو۔
- ☆ کمپنی کے مالیاتی نتائج سے متعلق گزشتہ دس سال کی اہم معلومات کا خلاصہ رپورٹ ہذا کے ساتھ منسلک ہے۔
- ☆ قانوناً کمپنی کو کوئی قابل ذکر ادائیگیاں نہیں کرنا پڑیں ماسوائے ان ادائیگیوں کے جو کہ کاروبار میں معمول کا حصہ ہیں جیسا کہ ٹیکس، لیویز اور دیگر چارجز وغیرہ جن کا ذکر مالیاتی دستاویزات کے اندر متعلقہ نوٹس میں کیا جا چکا ہے۔
- ☆ تمام مستقل اور اہلیت کے حامل ملازمین کیلئے کمپنی میں ایک غیر فنڈ شدہ گریجویٹ اسکیم جاری ہے اور اس کے علاوہ اہلیت پر پورے اترنے والے ملازمین کیلئے لیو انکلیشنٹ اسکیم بھی موجود ہے جس کی ادائیگی ملازمین کو کمپنی سے ریٹائرمنٹ پر یا کمپنی چھوڑتے وقت کی جاتی ہے۔ تخمینے کی بنیاد پر ہر سال ذمہ داریوں سے نبرد آزما ہونے کی غرض سے پروویژن فراہم کیا جاتا ہے جس سے متعلق تمام تر معلومات کو رپورٹ ہذا کے نوٹس میں بیان کیا جا چکا ہے۔
- ☆ کمپنی کی بابت ترتیب حصص داری کی جدول کو بھی سالانہ رپورٹ کا حصہ بنایا گیا ہے۔
- ☆ لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 کے مطابق تمام کمپنیوں نے اس بات کو یقینی بنانا ہے کہ بورڈ میں شامل تمام ڈائریکٹر ڈائریکٹرز بیننگ پروگرام کے تحت سرٹیفیکیشن حاصل کر چکے ہوں۔ کمپنی کے چار ڈائریکٹرز ماسوائے حاجی خدا بخش راجر سیکورٹیز اینڈ ایڈوائسمنٹ کمیشن آف پاکستان کی جانب سے متعین کردہ انسٹیٹیوٹس/اداروں سے ڈائریکٹرز بیننگ پروگرامز کے تحت اپنی تربیت مکمل کر چکے ہیں۔ حاجی خدا بخش راجر اپنی تعلیم اور تجربے کی بنیاد پر قواعد کے مطابق اس تربیت سے مستثنیٰ ہیں۔ مالی سال کے اختتام کے بعد ڈائریکٹرز جناب محمود عالم اور محترمہ مصباح نے سیکورٹیز اینڈ ایڈوائسمنٹ کمیشن آف پاکستان کی جانب سے تجویز کردہ انسٹیٹیوٹس/اداروں سے ڈائریکٹرز بیننگ پروگرام کی تکمیل کر لی ہے۔
- ☆ بورڈ کی جانب سے ہمہ وقت یکوششیں جاری رہتی ہیں کہ بورڈ اپنی اور اپنی کمیٹیوں کی کارکردگی میں بہتری پیدا کرے۔ بورڈ کی جانب سے کوڈ آف کارپوریٹ گورننس کے قواعد کے مطابق ایک ایسا نظام مرتب کیا گیا ہے جس کے تحت بورڈ اور اس کی کمیٹیوں کی کارکردگی کا سالانہ بنیادوں پر جائزہ لیا جاتا ہے۔ اس کے علاوہ کارپوریٹ گورننس کے میدان میں ہونے والی نئی تحقیق سے بھی بورڈ خود کو آگاہ رکھتا ہے تاکہ کمپنی بہترین روایات کی پاسداری کرتی رہے۔
- ☆ ہمارے بہترین علم کے مطابق کمپنی کے ڈائریکٹروں، چیف ایگزیکٹو اور ان کے ازواج اور نابالغ بچوں کی جانب سے دوران سال کمپنی کے حصص میں کسی قسم کی کوئی اور لین دین نہیں کی گئی ماسوائے اس کے جو کہ حصص داری کے جدول میں بتائی گئی ہیں۔
- ☆ کارپوریٹ گورننس کے سنہرے اصولوں کی پاسداری برائے لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 سے متعلق ایک بیان بھی رپورٹ ہذا کے ساتھ منسلک ہے۔

دوران سال کمپنی کا نقصان قبل از ٹیکس ویلیوز 80,321 ہزار روپے درج کیا گیا ہے جبکہ گزشتہ مالی سال کے دوران 132,451 ہزار روپے کا منافع درج کیا گیا تھا۔ اس نقصان کی بنیادی وجہ پیداواری لاگت میں خاطر خواہ اضافہ اور مالیاتی اداروں سے لئے گئے قرضوں کی لاگت تھی۔ راب اور بگاس کی ذیلی پیداواری فروخت سے کمپنی کو اپنے نقصانات کو کم کرنے میں بہت مدد ملی۔ یہ بات یہاں قابل ذکر معلوم ہوتی ہے کہ اس سال کمپنی کا کاروباری حجم گزشتہ تمام سالوں کے مقابلے میں سب سے زیادہ بلند رہا اور گزشتہ مالی سال کے مقابلے میں بلحاظ قدر چینی کی فروخت میں 38.07% کا اضافہ ریکارڈ کیا گیا ہے، جبکہ لحاظ حجم فروخت میں محض 7.77% کا اضافہ ہوا ہے، اسی کے ساتھ پیداواری لاگت میں اوسطاً 38.30% کا اضافہ ہوا ہے، اس اضافے کے ساتھ ساتھ اگر دیگر اخراجات اور اوو ہیڈرز کو بھی شامل کر لیا جائے تو سال کے اختتام پر کمپنی کو مجموعی طور پر نقصان اٹھانا پڑا ہے۔ تاہم چینی کی برآمد کی اجازت ملنے سے نقصانات کا ازالہ کرنے کچھ حد تک مدد ملی ہے۔

گنے کی کم از کم قیمت مقرر کرنے اور اس کے ساتھ ساتھ چینی کی قیمت فروخت متعین کرتے وقت فری مارکیٹ پالیسی کو اپنانے کے سلسلے میں حکومت کے ساتھ ایک طویل مذاکرات کا سلسلہ جاری رہا، ان دونوں پالیسیوں میں "تضاد" پایا جاتا ہے۔ صاف ظاہر ہے کہ چینی کی قیمت فروخت بہت زیادہ ناہونے کے باوجود حکومت سندھ کی جانب سے گنے کی کم از کم قیمت بہت زیادہ بڑھا دیا گیا ہے، حکومت کی جانب سے اعلان کیا گیا ہے کہ فی 40 کلوگرام گنے کی قیمت 425 روپے ہوگی، جو کہ گزشتہ مالی سال 40 کلو گنے کی قیمت سے 123 روپے زائد تھی اور اس قیمت سے پیداواری لاگت میں بہت زیادہ اضافہ ہوا۔ حکومت کی جانب سے کاشتکاروں کے حقوق کی حفاظت کیلئے گنے کی قیمت کو کنٹرول کیا جاتا ہے، لیکن دوسری جانب چینی کی قیمت فروخت مقرر کرتے وقت ایسا کوئی خیال نہیں رکھا جاتا، اگر ایسا کر لیا جائے تو تمام شراکت دار اپنی اپنی جگہ فائدہ اٹھا سکتے ہیں۔

آڈیٹروں کی رپورٹ پر اظہار رائے

کمپنی کے قانونی آڈیٹروں کی جانب سے اپنی رپورٹ میں 18-2017 کے سیزن کیلئے 22 روپے فی من کے پروویژن کی عدم موجودگی سے متعلق تاکید ذکر کیا ہے۔ اس سلسلے میں ہم آپ کے گوش گزار کرنا چاہتے ہیں کہ آپ کی مالیاتی دستاویزات کو گنے کی قیمت 160 روپے فی 40 کلوگرام کی بنیاد پر تیار کیا گیا ہے اور ایسا کرنے میں معزز عدالت عالیہ کے عبوری حکم کو مد نظر رکھا گیا ہے جس میں تمام شراکت داروں کی رضامندی شامل تھی۔ ہم امید کرتے ہیں کہ شوگر کی صنعت کے دیگر گول حالات کو مد نظر رکھتے ہوئے معزز عدالت عالیہ کی جانب سے حتمی فیصلہ کنسینٹ آرڈر کے مطابق ہی آئے گا۔

کارپوریٹ اور مالیاتی رپورٹنگ فریم ورک سے متعلق بیان

بورڈ آف ڈائریکٹرز اور کمپنی اس بارے میں پر عزم ہیں کہ کارپوریٹ گورننس کے سنبھلے اصولوں کی مکمل پاسداری کی جائے اور شفافیت اور حقیقی معلومات کی فراہمی کو ممکن بنایا جائے۔ بورڈ اور کمپنی اپنی ذمہ داریوں کا بخوبی احساس کرتے ہیں اور ان کی جانب سے کمپنی کے تمام آپریشنز کی نگرانی کی جاتی ہے اور کمپنی کا کردار کو مزید موثر بنانے کیلئے، معاملات کی صحت، جامعیت اور مالیاتی غیر مالیاتی دستاویزات کی تیاری میں شفافیت جیسے امور کی کڑی نگرانی کی جاتی ہے۔

لسٹنگ قواعد کے عین مطابق کمپنی کو ڈ آف کارپوریٹ گورننس کی مکمل پاسداری کرتی ہے۔ اس سلسلے میں درج ذیل اہم بیانات پیش خدمت ہیں:

☆ مینجمنٹ کی جانب سے تیار شدہ مالیاتی دستاویزات کمپنی کے تمام امور، آپریشنز کے نتائج، ترسیل نقد رقوم اور حصص میں ردوبدل سے متعلق معاملات کی صحیح ترجمانی کرتی ہیں۔

☆ کمپنی کی جانب سے متعلقہ ریکارڈ کو باقاعدہ قواعد کے مطابق کھاتوں میں درج کیا گیا ہے۔

☆ تمام مالیاتی دستاویزات کی تیاری کے سلسلے میں مناسب محاسبی پالیسیوں پر عمل کیا گیا ہے ماسوائے ان شقوں کے جنہیں مالیاتی گوشواروں کے نوٹ

نمبر 2.4.1 اور 33.1 بیان کیا گیا ہے، نیز تمام مالیاتی تخمینے معقول اور قرین قیاس ہیں۔

چینی کے اضافی ذخیرے کی وجہ سے اس وقت قیمت فروخت پیداواری لاگت سے کم ہے۔ نتیجتاً، انڈسٹری کو بڑے پیمانے پر نقصان ہو سکتا ہے اور ورکنگ کیپٹل لون پر نوبت نادمندگی تک جاسکتی ہے۔ نتیجتاً، شوگر ملیں آئندہ کرشنک سیزن میں کام کرنے کے قابل نہیں رہیں گی اور گنے کے کاشتکاروں کو ان کی مناسب قیمت اور بروقت ادائیگیاں نہیں مل سکیں گی۔

مزید برآں، 90% چینی انڈسٹری کی سطح پر استعمال میں آتی ہے، گھروں میں چینی صرف چائے اور بیٹھا بنانے کیلئے صرف ہوتی ہے۔ فی کلو چینی پر تقریباً 18% سیلز ٹیکس اور 15 روپے فی کلو فیڈرل ٹیکسز عائد ہیں، حکومت کی جانب سے گھریلو صارفین کو ٹیکسوں میں رعایت دینے کے بجائے چینی کی قیمت کو کنٹرول کر کے محض صنعتی صارفین کو فائدہ پہنچا رہی ہے، جس سے چینی کی پوری ویلیو چین متاثر ہوتی ہے۔

کاروباری نتائج اور ان کا جائزہ

2022 - 2023	2023 - 2024	
25-11-2022	12-11-2023	آغاز برائے سیزن
17-02-2023	14-02-2024	اختتام برائے سیزن
85	95	گنے کی پسائی کا دورانیہ - دنوں میں
406,402.792	515,994.296	گنے کی پسائی کی مقدار - میٹرک ٹن میں
4,781.21	5,431.52	اوسط یومیہ پسائی - میٹرک ٹن میں
41,711.25	52,293.50	چینی کی پیداوار - میٹرک ٹن میں
10.263	10.135	سکروز کی ریکوری - فیصد میں

آپ کی کمپنی نے 515,994.296 میٹرک ٹن گنے کی پسائی کی جبکہ گزشتہ مالی سال کے دوران گنے کی پسائی کی مقدار 406,402.792 میٹرک ٹن تھی، اس طرح یومیہ پسائی کے حجم بڑھ کر 5,431.52 میٹرک ٹن تک پہنچ گیا جو کہ گزشتہ مالی سال 4,781.20 میٹرک ٹن تھا، اس سال 10.135% ریکوری کی شرح کے ساتھ 52,293.500 میٹرک ٹن چینی پیدا کی گئی، جبکہ گزشتہ مالی سال کے دوران 10.263% ریکوری کی شرح کے ساتھ 41,711.250 میٹرک ٹن چینی کی پیدا کی گئی تھی۔

مالیاتی نتائج اور ان کا جائزہ

کمپنی کے اہم ترین مالیاتی نتائج بابت مالی سال 30 ستمبر 2024 کا خلاصہ بمعہ تقابلی جائزہ بابت گزشتہ مالی سال ذیل میں پیش کیا جا رہا ہے:

2023	2024	
132,451	(80,321)	(نقصان) / منافع قبل از ٹیکس و لیویز
62,529	79,387	لیویز
69,922	159,708	(نقصان) / منافع قبل از ٹیکس
(34,961)	(20,048)	ٹیکس
104,883	(139,660)	(نقصان) / منافع پورے سال کا
8.78	(11.69)	(نقصان) / منافع فی حصص بنیادی و تھیلی (روپے)

ڈائریکٹروں کی رپورٹ

آپ کی کمپنی کے ڈائریکٹر کمپنی کی انتالیسویں (39th) سالانہ رپورٹ بمعہ آڈٹ شدہ مالیاتی دستاویزات بابت مالی سال 30 ستمبر 2024 آپ کی خدمت میں پیش کر رہے ہیں۔

کمپنی کی بنیادی سرگرمیاں

کمپنی بنیادی طور پر چینی کی پیداوار اور فروخت اور اس کی ذیلی مصنوعات یعنی راب اور بیگاس کی فروخت میں مصروف عمل ہے۔ کمپنی نے سیزن کے دوران بشرط دستیابی، اضافی الیکٹریک پاور فروخت کرنے کے لیے بیگاس سے چلنے والے فائر ڈرائنگ میٹن کا پلانٹ بھی نصب کیا ہے۔ کمپنی کی پیداواری سہولیات ساگھڑ سندھڑی روڈ، دیہ کھوڑ، صوبہ سندھ کے ضلع ساگھڑ میں واقع ہیں۔

شوگر انڈسٹری کا جائزہ:

پاکستان دنیا میں چینی پیدا کرنے والا سب سے بڑا ملک ہے اور کپاس کے بعد گنا ملک کی دوسری اہم نقد آمد اور فصل ہے۔ اگلے دو لگاتار سیزن کے دوران پیداوار میں اضافہ ہوگا، کیونکہ ایک جانب فصل کی پیداوار کچھ بہتر ہے اور دوسری جانب فصل کے رقبہ میں نمایاں اضافہ ہوا ہے، علاوہ ازیں کم از کم قیمت میں اضافہ اور کاشتکاروں کو مکمل اور بروقت ادائیگی کو یقینی بنانا بھی ان وجوہات میں شامل ہیں۔

گندم کی طرح گنے بھی ایک سیاسی فصل ہے اور وفاقی حکومت کا شوگر انڈسٹری پر بہت زیادہ کنٹرول ہے۔ حکومت کی جانب سے ہی کسی فیکٹری کے لگائے جانے، تجارت اور قیمتوں کو کنٹرول کیا جاتا ہے، اس طرح گنے کی فصل کے کاشتکاروں کے فیصلوں پر حکومت کسی نہ کسی طرح اثر انداز ہوتی ہے۔ اسی طرح حکومت مقامی مارکیٹ میں چینی قیمتوں کو "مناسب" سطح پر برقرار رکھنے کیلئے چینی کی درآمد اور برآمد کو بھی کنٹرول کرتی ہے۔

چینی کے ضرورت سے زائد ذخائر کی وجہ سے قیمت فروخت پیداواری لاگت کے مقابلے میں کم ہے،

جس کے باعث پورے سیکٹر کو نقصان اٹھانا پڑ سکتا ہے۔

شوگر انڈسٹری نے جب مالی سال 2023-24 کیلئے گنے کی پسائی کے سیزن کا آغاز کیا تو چینی کے گزشتہ ذخیرے کا 0.7 ملین ٹن کا حجم موجود تھا۔ دوران سیزن چینی کی پیداوار کا حجم 6.84 ملین ٹن رہا اور اس طرح مجموعی چینی کے ذخائر کا موجودہ حجم 7.54 ملین ٹن بنتا ہے۔ رواں سال مقامی طور پر چینی کے کھپت 6.1 ملین ٹن تک ہوگی، لہذا اس سال چینی کے فاضل ذخائر کا حجم 1.5 ملین ٹن تک پہنچ جائے گا۔

مل ماکان کی جانب سے کئی مہینے پہلے حکومت پاکستان کے پاس درخواست جمع کروادی گئی تھی کہ کم از کم ایک ملین ٹن چینی برآمد کرنے کی اجازت دی جائے جس سے 1.2 بلین ڈالر کا زرمبادلہ حاصل کیا جاسکتا ہے۔ ان کی جانب سے چینی کی برآمد کیلئے دو اقساط میں برآمدات کی پالیسی کا کہا گیا ہے جس میں کوئی سبسڈی نہیں دی جائے گی تاکہ چینی کی بین الاقوامی قیمتوں سے قومی خزانے کو بھرپور فائدہ حاصل ہو سکے۔

ان کے مطابق بھارت میں چینی کو برآمد کرنے کے بجائے ویلیو ایڈڈ گڈز کو برآمد کرنے کا رجحان بڑھا ہے، جس کے باعث بین الاقوامی مارکیٹ میں طلب ورسد کا ایک بہت بڑا خلاء پیدا ہو گیا ہے، اور حکومت خلاء کو پر کر کے چینی کی برآمد سے بھرپور فائدہ اٹھا سکتی ہے۔ انڈسٹری صرف 0.15 ملین ٹن چینی کو برآمد کرنے کی اجازت 30 ستمبر 2024 تک ہی حاصل کر پائی تھی، کیونکہ حکومت کو یہ خدشہ ہے کہ چینی کو برآمد کر دینے سے مقامی طور پر چینی کی قیمت میں اضافہ ہو سکتا ہے۔ جو کہ بعد میں 0.64 ملین ٹن چینی کی برآمد کی مزید اجازت دی گئی، کل ملا کر آج تک 0.790 ملین ٹن بنتی ہے۔



Sanghar Sugar Mills Ltd

1ST

PLC BY PROFIT BEFORE TAX (PBT)

"The Sanghar Sugar Mills Limited has achieved the 1st Award in the category of Profit before Tax for the year 2023 by Pakistan Centre for Philanthropy for Corporate Social Responsibility Activities"

Report on Corporate Social Responsibility

For the Year Ended September 30, 2024

Dear Members,

Being the Country's responsible corporate entity, Sanghar Sugar Mills Limited (the Company) gives back to society to help and build a sustainable tomorrow. As per Code of Conduct which confirm its commitment to respecting its fundamental human rights and treating employees, customers and all internal & external stakeholders with fairness, equality and respect in order to foster an open, transparent and trusting environment which is free from prejudice, discrimination, bias, harassment & violation.

With the aim to contribute to societal goals of a philanthropic, or charitable nature by engaging in or supporting volunteering or ethically oriented practices, contributed meaningfully to the society, environment and national causes by creating opportunities for its employees to participate in socially responsible initiatives, allocating a budget approved by the Board, establishing an implementation & monitoring mechanism for CSR initiatives. Undertake activities in a manner that exhibits responsibility towards the environment & society which complements core business strategy and corporate values. The Company is committed to manage the social, environmental and economic effects of its operations responsibly and in line with public expectations.

The Company is playing an active role in supporting sustainable community and social development of Pakistan and its people. The Company believes in the creation of shared economic and social value across the country. This following Report updates the stakeholders about the steps taken by the Company to ensure compliance:

Education:

Sustainable Development Goal:

- Gender Equality
- Decent Work & Economic Growth
- Quality Education

The Company ensures that all girls and boys complete free, equitable and quality primary and secondary education leading to relevant and effective learning outcomes and also ensure that all girls and boys have access to quality early childhood development, care and pre-primary education so that they are ready for primary education.

With the aim of paving the way for a brighter future and to alleviate illiteracy in the rural areas of the Country, the Company has launched education program through Al-Qalam Education Systems, Sanghar established in 2008 and is providing education facilities at the premises adjacent to the Mills' Employees' Colony by upgrading education facilities and provide safe, non-violent, inclusive and effective learning environments for all by the qualified staff on concessional basis to the children of the factory employees and persons living nearby in rural areas.

The Education started from a single class room of Kindergarten with admission of 10 students. Now, grows up-to class 8th having total strength of 266 students, which includes 160 male and 106 female students and having strength of 15 teachers and staff appointed for the purpose of education in which 03 are male and 12 are female. Students belongs to the Employee's families and also families living nearby areas. The premises of education is having beautiful infrastructure, neat and clean environment with availability of all basic facilities within covered premises viz large size ventilated class rooms, computer lab, laboratory, playground, tuck shop and uninterrupted power supply. Main emphasis to run the school is to help poor people of the area, to encourage girl's education, to inspire students to internalize Islamic education in their social growth, attaining self-actualization. Education in remote areas is a big challenges specially those who are not able to afford the expenses of such a qualitative, modern education nearer to their door step. In addition to above, various events are being organized like Annual Sports Day, Parent's Day etc. This year, School management has requested the Company's management to arrange picnic for students, the Company shares a contribution and arranged facilities to visit Hyderabad and surrounding areas.

Medical & Health Care:

Sustainable Development Goal:

- Good Health & Well Being

The Company has made a significant contribution in Medical & Health Care. In this regards, physical along-with financial support was extended towards the treatment of eye diseases and treatment of blood diseases etc.

Employees' physical and emotional health are also prioritized. Employees also participated from different departments in Firefighting & First-Aid training.

Employees and their families enjoy play area facility. The Company has arranged sports / recreational activities to improve the overall health of employees, which allows to interact with each other, developing a positive corporate culture, wellbeing advantages, enhance self-esteem and making work more Entertaining Medical examinations are usually conducted for early detection of work-related medical illnesses, so measures can be taken to prevent serious disability or other health hazard.

The Company is responsive to make efforts to minimize the accidental risks, have necessary medical facilities and continuously strive to improve greenery and maintain clean and safe environment around the Mills, better housekeeping, safeguarding the health of employees and application of the principles of safety in its operations, the consumers and public at large by following the rules and regulations in this regard. The Company is running dispensary through a qualified and experienced doctors for its employees and for persons living in adjoining areas. A doctor and paramedical assistant are available at the factory.

The Company is contributing through financial donations to the "Kidney Dialysis Centre - Sanghar" as and when seems necessary.

Purified Drinking Water & Waste Water:

Sustainable Development Goal:

- Clean Water & Sanitation

- Good Health & Well Being

The Company continues to engage in supporting initiatives for water and environmental sustainability, both at business and at community level. The Company endeavors to continuously improve its processes and systems to reduce its water usage and also engages with the community and external institutions to support water and environmental initiatives. The Company focuses on water and environmental sustainability with;

- a) Continuous improvement in our processes and systems to reduce our water usage - each year has to be better than the previous.
- b) Community clean water supply schemes - Water filtration plants for communities living around us.

The Company has achieved universal and equitable access to safe and affordable drinking water for all, ensures supply of freshwater to address water scarcity and substantially reduce the number of people suffering from water scarcity and strengthen the participation of local communities in improving water and sanitation management.

Therefore, the Company have made arrangement for the Reverse Osmosis Plant having capacity of 5000 Gallons per day for Mills and surrounding area residents to provide clean and purified drinking water.

Community & Social Development:

Sustainable Development Goal:

- Zero Hunger

- No Poverty

The Company's efforts have primarily on improving the social conditions of the Communities and employees related to the Company by establishing fair working conditions, ensuring occupational safety, setting social standard, establishing minimum wages, zero tolerance on child labor and forced labor etc.

Support the sugarcane growers of the area and provide better quality seeds and fertilizers to achieve improvement in quality of sugarcane and enhance its quantity and productivity in order to have regular, constant and better supply in future the major basic raw material for sugar mills.

The management prefers to hire from local communities in the surrounding areas in order to generate / upgrade livelihoods and the major focus is on education, health and welfare for the underprivileged particularly in that areas.

Tree Plantation:

Sustainable Development Goal:

- Sustainable Cities and Communities
- Life on Land
- Climate Change

Tree plantation is part of our main project of CSR activities. The Company has established green house at the premises of Factory where we have facilities to grow the plants and research on them based on the local atmosphere of Sanghar. We have planted several trees in the premises of Factory and nearby areas and distribute amongst the staff to plant them, at their living areas to make environment clean and green.

The Company's Goal is to plant 10,000 trees in 2025-26 and over 4,000 plants have been planted in and out areas of Factory.

Human Resource Management:

Sustainable Development Goal:

- Decent Work & Economic Growth
- Reduced Inequalities
- Gender Equality

a. Employees:

There are policies and procedures which demonstrate the Human Resource department, a philosophy of fair and transparent appointments on the basis of merit and give objective of performance evaluation, which ultimately results in the increments, promotions, bonuses and cash awards. Being social responsible, the Company gives importance on providing an opportunity with dignity to people with special needs who are trained to serve the Company as a valuable human capital. The Company treats all employees fairly and compensates them according to the industry practice. The Company provides the benefits such as perquisites, annual leaves, pick and drop, facility of mess, safe and healthy working conditions etc along-with group insurance, making payments to Employees Old Age Benefits Institution, Sindh Employees Social Security Institution. The Company is committed to maintaining the principles of integrity and trust with respect to privacy of the employees of the Company.

An apprentice training program is in place to provide vocational training to deserving individuals. The program enables youths to develop skills and knowledge of manufacturing processes.

b. Specially-Abled Persons:

The management of the Company encourages employment of workforce i.e. special person employees living in the rural areas in order to yield significant gain and uplift their living standard. Currently, the management has appointed 16 specially-abled persons as an employee of the Company which have disability like stammered, deaf & dumb, limp (accident), artificial foot, damage eye and polio cases.

c. Women Empowerment:

The Company is in the process to strengthen our policies and enforceable legislation for the promotion of gender equality and the empowerment of all women and girls at all level and ensure women's full and effective participation and equal opportunities for leadership at all levels of decision making in political, economic and public life. Currently, at the top position, one female has been appointed as Non-Executive Director and became the part of the Board.

Contribution Towards Economy & Government:

Sustainable Development Goal:

- Industry Innovation & Infrastructure
- Affordable & Clean Energy

The Company is contributing to the National growth by sharing its revenue with the nation in the form of taxes, rates, duties and other levies.

Pakistan is facing severe energy crises, this is resulting in load-shedding and power shutdowns in all sectors, whether industrial or residential. Considering the importance of energy, the Company has been heavily investing in power generation, which includes installation of equipment & machinery, with our manufacturing area for our in-house consumption.

Assistance To Families:

Sustainable Development Goal:

- No Poverty
- Zero Hunger

The Company has always been active in supporting and providing humanitarian assistance to communities by providing food, where staff also participates as volunteers in delivering the goods. These packages are donated directly by the team's of the Company.

Environment Protection:

Sustainable Development Goal:

- Industry Innovation & Infrastructure
- Responsible Consumption & Production
- Life on Land

The Company has developed water and sanitation related activities and programmes, including water harvesting, desalination, water efficiency, waste water treatment, recycling and reuse technologies, therefore, the Company has finalized arrangement for the treatment of waste-water, through Activated Sludge Process (Chemical + Biology) process at Mills to meet the SEQs requirements of Sindh Environmental Protection Agency.

Final discharge to Effluent water is treated and closely monitored and periodically tested to ensure fully compliance with SEQs. Overall water consumption has been decreased from previous year. Up-gradation of waste water recycling plant has been made to enhance recycling process. Liquid effluent is treated in an Effluent Treatment Plant (ETP) that is operated through Standard Operating Procedures. Both in-house and external testing are being carried out to comply with the National Standards. The final environmental hazardous properties of effluents are controlled periodically and ensured to comply with SEQs before final discharge.

Solar Power Generation:

Sustainable Development Goal:

- Responsible Consumption
- Industry Innovation & Infrastructure
- Affordable & Clean Energy

During the year, the Company has installed 10 KW Solar System for offices of Accounts, Admin, Information Technology and Cane Departments. Small individual solar systems have also been installed at the Mess Area, Ware House and 20 Family Quarters of Mill Employees having total capacity of 5 KW.

We have also installed 50 KW Solar Power Generation System for the main factory area and workshop to smoothly run the repair & maintenance during off-season with-out interruption and to curtail usage of diesel generators as well as to reduce purchase of electricity from WAPDA.

Corporate Social Responsibility Plans:**Sustainable Development Goal:**

- **Responsible Consumption**
- **Industry Innovation & Infrastructure**
- **Affordable & Clean Energy**
- **Good Health**

The Company has plan to conduct a two days free eye camp in the month of February 2025 for employees and persons living nearby.

The Company has planned to install the Solar Power throughout the Mills premises for own consumption, in different phases and our plan is to install 250 KW Solar Power Generation System, in phases, for the main factory area and workshop to smoothly run the repair & maintenance during off-season with-out interruption and to curtail usage of diesel generators. Currently we have installed the solar powers at some areas of Offices, Hostel, Messes and Employees Colony.

During season the Company's power appliances and plant & machinery are running on own power generation and the power generation through solar will be transferred to Hyderabad Electric Supply Corporation with the permission of National Electric Power Regulatory Authority through Net Metering and this will give benefit during off season through adjustment in HESCO bills, the matter of approvals from authorities are in process and will be completed soon.

The Company has plan and the work is in process regarding the implementation of the "Digital Transformation" which is the process of using digital technologies to create new or modify existing business processes, culture, and customer experiences to meet changing business and market requirements. This reimagining of business in the digital age is digital transformation. Saving time, cost and empowers team members by automating manual tasks and integrating data and creating a paperless environment. Digital Transformation can integrate applications, databases, and software into a central repository for business intelligence. Digital Transformation is not only a functional unit of the IT Department, it may encompass every department of the Company and can lead to process reengineering, innovation and efficiency across the organization.

Various initiatives have been taken to up-grade infrastructure which broadly covers:

To increase energy mix from a more reliable and cost-effective source of Energy and green energy. Enhance raw water availability. Improve product quality via increasing control on factors impacting the quality. Expansion in material storage capacity to avoid interruptions while minimizing in variations of cost of material.

Expenditures Incurred:

The expenditures incurred on Corporate Social Responsibility activities are disclosed in notes to the financial statements under the heading of "Other Operating Cost".

Karachi : December 30, 2024

Ghulam Dastagir Rajar
Chairman
Corporate Social Responsibility Committee

کمپنی کی جانب سے "Digital Transformation" کا منصوبہ بھی بنایا گیا اور اس منصوبے پر کام بھی جاری ہے، اس منصوبے کے تحت بزنس پروسیس، کلچر اور صارفین کے تجربات کے عمل کو مرتب کرنے کیلئے ڈیجیٹل ٹیکنالوجی کا استعمال کیا جائے گا تاکہ ہر لمحہ بدلتے کاروباری حالات اور مارکیٹ کی بدلتی ضروریات سے ہم ہنگ ہوا جاسکے۔ کاروبار کو اس ڈیجیٹل دور میں نئے انداز سے ترتیب دینے کو ہی "Digital Transformation" کہتے ہیں۔ اس منتقلی (Transformation) کے فوائد میں وقت کی بچت، لاگت کی بچت، ٹیم ممبران کو خود مختاری بذریعہ خود کار نظام، ڈیٹا کا ایک مرکز کے تحت مربوط ہونا اور کاغذی دستاویزات سے پاک ماحول وغیرہ شامل ہیں۔ ڈیجیٹل ٹرانسفورمیشن کی وجہ سے تمام ایپلیکیشنز، ڈیٹا بیس اور سافٹ ویئر سینٹرل ریپازٹری سے منسلک ہو جائیں گے اور کاروباری ذہانت میں کئی گنا اضافہ ہو سکتا ہے۔ ڈیجیٹل ٹرانسفورمیشن نا صرف کمپنی کے آئی ٹی ڈیپارٹمنٹ کا ایک فعال یونٹ ہے، بلکہ یہ کمپنی کے تمام شعبوں کا احاطہ کر سکتا ہے، اور یہ سسٹم پروسیس ری انجینئرنگ، اختراعات اور پوری کمپنی میں کارکردگی کو مزید موثر بنانے میں اہم کردار ادا کر سکتا ہے۔

بنیادی ڈھانچے کی تجدید کے سلسلے میں مختلف اقسام کے اقدامات اٹھائے جا چکے ہیں جن میں مندرجہ ذیل اقدامات شامل ہیں:

گرین انرجی اور کم لاگت انرجی کے حصول کیلئے مزید قابل اعتماد انرجی مکس کی جانب اقدامات اٹھائے جا رہے ہیں۔

خام مال کی ہمہ وقت فراہمی کو ممکن بنایا جا رہا ہے۔ پیداوار کے معیار میں بہتری لانے کیلئے ایسے تمام عوامل کو کنٹرول کیا جا رہا ہے جو کہ معیار بڑھانے میں معاون ہو سکتے ہیں۔ خام مال کو اسٹور کرنے کی صلاحیت میں اضافہ کیا جا رہا ہے تاکہ ایک جانب خام مالی کی عدم فراہمی سے بچا جاسکے تو دوسری جانب خام مال کی قیمتوں میں اتار چڑھاؤ کو بھی کنٹرول کیا جاسکے۔

اداشدہ اخراجات:

کارپوریٹ معاشرتی ذمہ داری کی سرگرمیوں پر آنے والے اخراجات کو مالیاتی رپورٹ کے نوٹس میں "دیگر کاروباری اخراجات" کے عنوان سے رپورٹ

کیا گیا ہے۔

غلام دستگیر راجپوت

چیرمین

کارپوریٹ معاشرتی ذمہ داری کمیٹی

کراچی: 30 دسمبر 2024

جارہا ہے۔ اندروانی اور بیرونی دونوں ہی لحاظ سے ٹیسٹ کئے جاتے ہیں تاکہ قومی سطح پر نافذ العمل معیارات کی پاسداری کو ممکن بنایا جاسکے۔ ہر کچھ عرصے کے بعد مائع فضلے ماحولیات کو نقصان پہنچانے والی خصوصیات کو جانچا جاتا ہے تا فضلے کے حتمی اخراج سے قبل SEQs کی مکمل پاسداری کی جاسکے۔

سولر پاور جزییشن:

مستقل بنیادوں پر ترقی کا ہدف

- ذمہ دارانہ کھپت

- صنعتی اختراعات و بنیادی ڈھانچہ

- قابل برداشت صاف ستھری توانائی

دوران سال، کمپنی کی جانب سے اکاؤنٹس آفس، ایڈمن، انفارمیشن ٹیکنالوجی اور کیمین کے شعبوں کیلئے 10 کلو واٹ کا سولر سسٹم نصب کیا گیا ہے۔ مطعم، ویئر ہاؤس اور مل کے 20 ملازمین کے رہائشی کوارٹر پر انفرادی سولر سسٹم بھی نصب کئے گئے ہیں جن کی مجموعی پیداواری گنجائش 5 کلو واٹ ہے۔ ہماری جانب سے مین فیکٹری ایریا اور ورکشاپ میں 50 کلو واٹ کا سولر پاور جزییشن سسٹم بھی نصب کیا گیا ہے تاکہ سیزن کے علاوہ جب مرمت اور دیکھ بھال کا کام کرنا ہو تو کسی تعطل اور رکاوٹ کے بغیر کام کو جاری رکھا جاسکے۔ اس طرح ناصرف ڈیزل کی بچت ہوگی بلکہ واپڈا سے خریدی جانے والی بجلی میں بھی کمی واقع ہوگی۔

سی ایس آر منصوبے:

مستقل بنیادوں پر ترقی کا ہدف

- ذمہ دارانہ کھپت

- صنعتی اختراعات و بنیادی ڈھانچہ

- قابل برداشت اور صاف ستھری توانائی

- اچھی صحت

کمپنی کی جانب سے فروری 2025 میں مل کے ملازمین اور قرب جواریں رہنے والے عوام الناس کیلئے مفت آئی کیپ لگائے جانے کا منصوبہ بنایا گیا ہے۔ کمپنی کی جانب سے اپنی توانائی کی ضروریات کو پورا کرنے کیلئے پوری مل میں سولر پاور کی تنصیب کا منصوبہ بنایا گیا ہے، اس منصوبے پر مختلف مراحل میں عمل کیا جائے گا، ہمارے منصوبے کے تحت 250 کلو واٹ کا سولر پاور جزییشن سسٹم لگایا جائے گا، تاکہ سیزن کے علاوہ جب مرمت اور دیکھ بھال کا کام کرنا ہو تو کسی تعطل اور رکاوٹ کے بغیر کام کو جاری رکھا جاسکے اور ڈیزل کی کھپت کو کم از کم کیا جاسکے۔ حال ہی میں ہماری جانب سے دفاتر، ہاسٹل، مطعم اور ملازمین کی کالونی میں سولر پاور سسٹم نصب کئے گئے ہیں۔

سیزن کے دوران کمپنی کے آلات اور مشینری کو کمپنی کی اپنی پیدا شدہ بجلی سے ہی چلایا جاتا ہے، اور اس دوران سولر پاور سے پیدا کی جانے والی بجلی کو حیدرآباد الیکٹرک سپلائی کارپوریشن کو سپلائی کر دیا جائے گا، یہ سپلائی نیشنل الیکٹرک پاور ریگولیٹری اتھارٹی کی اجازت سے بذریعہ نیٹ میٹرنگ کی جائے گی، اس طرح آف سیزن میں HESCO کے بلوں کی ایڈجسٹمنٹ بھی کی جاسکے گی۔ اس سلسلے جاز اتھارٹیز سے منظوری کا انتظار ہے، امید ہے کہ اس عمل کو جلد مکمل کر لیا جائے گا۔

ج) خواتین کی خود مختاری

کمپنی اپنی پالیسیوں کو مزید وسعت دینے کے مراحل میں ہے اور اس بات کو یقینی بنایا جا رہا ہے کہ قانوناً ایسی پالیسیوں کے نفاذ کو ممکن بنایا جاسکے جن کے ذریعے جنسی تفاوت کو ختم کیا جائے اور ہر سطح پر خواتین اور لڑکیوں کے موثر کردار کو ممکن بنایا جائے اور انھیں برابری کی بنیاد پر مواقع فراہم کئے جائیں اور وہ بھی اپنی صلاحیتوں کی بنیاد پر لیڈرشپ کا کردار ادا کر سکیں خواہ سیاسی، معاشی یا معاشرتی میدان ہی کیوں نہ ہو۔ حال ہی میں غیر انتظامی ڈائریکٹر جیسے اعلیٰ عہدے پر ایک خاتون کو فائز کر کے بورڈ کا حصہ بنایا گیا ہے۔

سرکاری و معاشی میدانوں میں کمپنی کا حصہ:

مستقل بنیادوں پر ترقی کا ہدف

- صنعتی اختراعات و بنیادی ڈھانچہ

- سستی اور صاف توانائی

کمپنی کی جانب سے قومی ترقی میں اپنا بھرپور حصہ ملا جا رہا ہے اور اس ضمن میں کمپنی اپنی آمدن سے ٹیکسوں، ڈیوٹیز اور دیگر لیویز کی مدد میں ادائیگیاں کر رہی ہے۔ پاکستان اس وقت شدید توانائی بحران سے گزر رہا ہے اور اس مسئلے سے نمٹنے کی کوششیں کی جا رہی ہیں۔ اس مسئلے کی وجہ سے تمام شعبوں کو لوڈ شیڈنگ اور پاور شٹ ڈاؤن کا سامنا ہے۔ خواہ گھریلو صارفین ہوں یا صنعتی صارفین سب ہی اس مسئلے سے دوچار ہیں۔ توانائی کی اہمیت کو مد نظر رکھتے ہوئے کمپنی کی جانب سے توانائی کے شعبے میں بھاری سرمایہ کاری کی گئی ہے جس میں مشینری اور آلات کی تنصیب شامل ہے جس سے ہمارے صنعت سازی کے عمل کو بھی توانائی کی فراہمی اندر سے ہی پوری ہو جاتی ہے۔

خاندانوں کی امداد:

مستقل بنیادوں پر ترقی کا ہدف

- غربت کا خاتمہ

- بھوک و افلاس کا خاتمہ

کمپنی کی جانب سے ہمیشہ ضرورت مند خاندانوں کی انسانی بنیادوں پر بڑھ چڑھ کر امداد کی جاتی ہے اور انھیں کھانا فراہم کیا جاتا ہے، ایسے مواقع پر کمپنی کے ملازمین بھی بطور رضا کار امدادی اشیاء متاثرین تک پہنچانے میں اپنا کردار ادا کرتے ہیں۔ امدادی سامان کمپنی کی ٹیموں کے ذریعے براہ راست متاثرین تک پہنچایا جاتا ہے۔

بقائے ماحولیات:

مستقل بنیادوں پر ترقی کا ہدف

- صنعتی اختراعات و بنیادی ڈھانچہ

- ذمہ دارانہ کھپت و پیداوار

- حیات ارضی

کمپنی کی جانب سے فراہمی و نکاسی آب کی سرگرمیاں اور منصوبے مرتب کئے گئے ہیں، جن میں واٹر ہارویسٹنگ، ڈیسالینیشن، واٹر ریفرنیشن، ویسٹ واٹر ٹریٹمنٹ، ری سائیکلنگ اور ری یوز ٹیکنالوجی کو زیر استعمال لایا جا رہا ہے۔ لہذا کمپنی کی جانب سے ویسٹ واٹر ٹریٹمنٹ بذریعہ ایکٹیو ویڈ سلج پروسس (کیمیکل + بائیولوجی) پروسس بمقام ملز کو حتمی شکل دے دی گئی ہے تاکہ سندھ انوائرنمنٹل پروٹیکشن ایجنسی کی جانب سے مقررہ SEQs کی پاسداری کی جا سکے۔ پانی کا فضلہ خارج کرنے سے پہلے اسکی ٹریٹمنٹ کی جاتی ہے اور وقفے وقفے سے اس کی جانچ بھی کی جاتی ہے۔ SEQs کی مکمل پاسداری کو یقینی بنایا جا سکے۔ گزشتہ سال کے مقابلے میں مجموعی طور پر پانی کے استعمال میں کمی لائی گئی ہے۔ ویسٹ واٹر ری سائیکلنگ پلانٹ کی تجدید کا کام بھی کیا گیا ہے تاکہ ری سائیکلنگ کے عمل کو مزید موثر بنایا جاسکے۔ مائع فضلہ کو ایلوینیٹ ٹریٹمنٹ پلانٹ (ETP) میں ٹریٹ کیا جاتا ہے جسے معیاری ٹریٹمنٹ طریق کار کے تحت چلایا

تجربہ کاری:

مستقل بنیادوں پر ترقی کا ہدف

- پائیدار شہر اور کمیونٹیز

- زمین پر زندگی

- موسمیاتی تبدیلی

شجر کاری کی ہم ہمارے سی ایس آر پروجیکٹ کی سرگرمیوں میں سے ایک اہم ترین سرگرمی ہے۔ کمپنی کی جانب سے کمپنی کے احاطے میں ایک گرین ہاؤس قائم کیا گیا ہے جہاں پودوں کو پروان چڑھانے اور ان پر تحقیق کرنے کا مکمل بندوبست کیا گیا ہے اور سانگھڑ کے مقامی موسم کے مطابق ان پودوں پر تحقیق بھی کی جاتی ہے۔ ہماری جانب سے فیکٹری کے احاطے میں اور قرب و جوار میں کئی درخت لگائے گئے ہیں اور ملازمین میں بھی پودے تقسیم کئے گئے ہیں تاکہ وہ اپنی رہائش گاہوں کے قریب بھی شجر کاری کو فروغ دے سکیں تاکہ ہمارا ماحول صاف ستھرا اور سرسبز ہو جائے۔

کمپنی کا ہدف ہے کہ مال سال 2025-26 کے دوران 10,000 درخت لگائے جائیں، نیز فیکٹری کے اندر اور قرب و جوار میں 4,000 درخت لگائے جائیں۔

بندوبست برائے انسانی وسائل:

مستقل بنیادوں پر ترقی کا ہدف

- مہذب کام کاج اور معاشی نشوونما

- عدم مساوات میں کمی

- صنفی مساوات

الف) ملازمین

انسانی وسائل کو موثر طریقے سے بروئے کار لانے کیلئے ایسی پالیسیاں اور طریق کار وضع کئے گئے ہیں کہ تعیناتیوں میں شفافیت اور میرٹ کی جھلک نظر آئے۔ اس مقصد کیلئے خدمات کی جانچ پڑتال کا ایک جامع نظام روبہ عمل ہے جس کے نتیجے میں تنخواہوں میں اضافے، ترقیوں، بونس اور نقد انعامات وغیرہ کے فیصلے کئے جاتے ہیں۔ اپنی معاشرتی ذمہ داریوں کا احساس کرتے ہوئے کمپنی کی جانب سے ایسے افراد کو خصوصی توجہ دی جاتی ہے جو خصوصی تربیت کے بعد کمپنی کیلئے قیمتی اثاثہ ثابت ہوتے ہیں۔ کمپنی کی جانب سے چند خصوصی افراد کو بھی انسانی وسائل کا حصہ بنایا گیا ہے۔ کمپنی کی جانب سے تمام ملازمین کے ساتھ جائز سلوک روا رکھا جاتا ہے اور انہیں اجرت کی ادائیگی کے سلسلے میں صنعت کی روایات کی مکمل پاسداری کی جاتی ہے۔ کمپنی کی جانب سے بہت سی سہولیات فراہم کی جاتی ہیں جیسا کہ اضافی مراعات، سالانہ چھٹیاں، ٹرانسپورٹ، مطعم اور سازگار اور صاف اور ستھرے ماحول کار کے علاوہ گروپ انشورنس، اولڈ ایج پنشن کی ادائیگیاں، ورکرز ویلفیئر فنڈ اور ورکرز پروفٹ پارٹیشنیشن فنڈ جیسی سہولیات بھی میسر ہیں۔ کمپنی ایمانداری اور بھروسے جیسے اصولوں پر یقین رکھتی ہے اور کمپنی کے تمام ملازمین کی نجی زندگی میں عدم مداخلت کو اہمیت کی نظر سے دیکھا جاتا ہے۔

مستحق افراد کو پیشہ ورانہ تربیت فراہم کرنے کے لیے ایک اپرنٹس ٹریننگ پروگرام ترتیب دیا گیا۔ یہ پروگرام نوجوانوں کو مینوفیکچرنگ کے عمل کے بارے میں ہنر مند بنانے اور ان کے علم اضافہ کرنے کے قابل بناتا ہے۔

ب) خصوصی افراد

کمپنی کی انتظامیہ کی جانب سے اس بات کو اہمیت دی جاتی ہے کہ ذہنی علاقوں میں رہنے والے خصوصی افراد کو روزگار کے زیادہ سے زیادہ مواقع فراہم کئے جائیں تاکہ ان لوگوں کے معیار زندگی میں بہتری لانے میں مدد مل سکے۔ مزید برآں، کمپنی انتظامیہ کی جانب سے خصوصی افراد کو روزگار فراہم کرنے پر بھی زور دیا جاتا ہے۔ حال ہی میں کمپنی کی جانب سے 16 خصوصی افراد ملازمت دی گئی ہے، ان خصوصی افراد میں ہکلاہٹ، بہرہ پن، گونگ، (حادثات کے باعث) لنگڑاپن، مصنوعی ٹانگ، امراض چشم اور پولیو سے متاثرہ معذور یوں جیسی معذوریات شامل ہیں۔

پینے کا صاف پانی اور نکاسی آب مستقل بنیادوں پر ترقی کا ہدف

- صاف پانی اور نکاسی آب

- اچھی صحت اور فلاح و بہبود

کمپنی کی جانب سے پانی اور ماحولیات کے سلسلے میں مستقل بنیادوں پر اقدامات اٹھائے جاتے ہیں، یہ اقدامات کاروباری اور کمیونٹی کی سطح پر اٹھائے جاتے ہیں۔ کمپنی کی جانب سے ہمہ وقت یکوشش جاری رہتی ہے کہ پانی کے استعمال کو کم از کم کرنے کیلئے اپنے نظام میں مزید سے مزید ترقی بہتری پیدا کی جائے، نیز کمپنی اس سلسلے میں کمیونٹی اور بین اداروں سے بھی مسلسل رابطے میں رہتی ہے تاکہ پانی اور ماحولیات کیلئے اٹھائے جانے والے اقدامات کو زیادہ سے زیادہ حمایت حاصل ہو سکے۔ کمپنی مندرجہ ذیل اقدامات کے ساتھ پانی اور ماحولیات پر مستقل کام کر رہی ہے:

(الف) ہمارے طریق کار اور نظام میں مستقل بنیادوں پر تجدید کا عمل ہوتا ہے تاکہ پانی کے استعمال کو کم از کم سطح پر لایا جاسکے، ہر آنے والا سال گزرے ہوئے سال کے مقابلے میں بہتر ہونا چاہیے۔

(ب) کمیونٹی صاف پانی اسکیم - ہمارے قرب و جوار میں رہائش پذیر لوگوں کیلئے واٹر فلٹریشن پلانٹس کی تنصیب۔

کمپنی کی جانب سے پینے کے صاف پانی تک ہمہ وقت اور مناسب رسائی حاصل کر لی گئی ہے۔ کمپنی کی جانب سے اس بات کو یقینی بنایا جا رہا ہے کہ تمام افراد تک پینے کے صاف پانی کی فراہمی کو ممکن بنایا جائے اور پانی کی عدم فراہمی کی وجہ سے بیمار ہونے والے افراد کی تعداد میں کمی لائی جائے اور پانی کی فراہم اور نکاسی کیلئے مقامی کمیونٹی کی شراکت کے عمل کو مضبوط بنیادوں پر استوار کیا جائے۔

لہذا کمپنی کی جانب سے ریورس اوسموسس پلانٹ کا بندوبست کیا گیا ہے جس کے ذریعے یومیہ 5000 گیلن پانی کو صاف کیا جاسکے گا اور اس طرح پینے کا صاف پانی ملز اور قرب و جوار میں رہنے والے عوام کو فراہم کیا جاسکے گا۔

کمیونٹی اور معاشرتی ترقی:

مستقل بنیادوں پر ترقی کا ہدف

- بھوک کا مکمل خاتمہ

- غربت کا جڑ سے خاتمہ

کمپنی کی توجہ بنیادی طور پر اس جانب مرکوز ہے کہ کمپنی سے متعلق کمیونٹی اور ملازمین کے معاشرتی حالات میں بہتری لائی جائے اور اس ضمن میں کمپنی کی جانب سے حالات کار کو سازگار بنانے، پیشہ ورانہ امور میں حفاظت کو یقینی بنانے، معاشرتی معیارات قائم کرنے، کم از کم اجرت کا تعین کرنے اور بچوں سے مشقت لینے اور جبری مشقت کے خلاف مکمل عدم برداشت جیسے اقدامات اٹھائے جا رہے ہیں۔

علاقے میں گنے کی کاشت کرنے والے کسانوں کی امداد کیلئے اور مستقبل میں گنے کی اعلیٰ معیار کی فصل کے حصول کیلئے اور گنے کی وافر مقدار کو ممکن بنانے کیلئے کسانوں کو اعلیٰ معیار کے بیج فراہم کرنے کے ساتھ ساتھ اعلیٰ معیار کی کھاد بھی فراہم کی جا رہی ہے تاکہ مستقبل میں اس بات کو یقینی بنایا جائے کہ گنے کی اعلیٰ معیار اور وافر مقدار کو مستقل بنیادوں پر جاری رکھا جاسکے جو کہ شوگر ملز کیلئے ایک بنیادی خام مال ہے۔

کمپنی کی انتظامیہ معاش پیدا کرنے اور معیار زندگی کو بلند کرنے کے لیے قرب و جوار کے علاقوں میں مقامی کمیونٹیز سے خدمات حاصل کرنے کو ترجیح دیتی ہے اور خاص طور پر ان علاقوں میں پسماندہ افراد کے لیے تعلیم، صحت اور بہبود پر سب سے زیادہ توجہ مرکوز ہے۔

ملک کے دیہی علاقوں سے ناخواندگی کو دور کرنے کے سلسلے میں کمپنی کی جانب سے القلم ایجوکیشن سسٹم، سالگھر قائم شدہ 2008 کے تعاون سے ایک تعلیمی پروگرام کا آغاز کیا گیا ہے اور ملز کی ایمپلائز کا لوٹی کے احاطے سے متصل تعلیمی سہولیات فراہم کی جا رہی ہیں، سہولیات کی فراہمی میں اس بات کا خیال رکھا جاتا ہے تشدد کا پہلو اس میں شامل نہ ہو اور قابل اساتذہ کی زیر نگرانی انتہائی مناسب فیس پر اعلیٰ تعلیمی سہولیات فراہم کی جائیں اور یہ سہولیات فیکٹری کے ملازمین کے علاوہ ان بچوں کو بھی فراہم کی جائیں جو فیکٹری کے قرب و جوار میں رہتے ہیں۔

تعلیم کا یہ عمل کنڈرگارٹن کے مرحلے میں ایک کمرے سے شروع کیا گیا جس میں بچوں کی کل تعداد محض دس (10) تھی۔ لیکن اب چند دنوں ہی کی بات ہے کہ یہ اسکول آٹھویں جماعت تک ترقی کر چکا ہے اور اس میں طلباء کی تعداد دو سو چھیالیس (266) تک پہنچ چکی ہے، ان میں سے 160 لڑکے اور 106 لڑکیاں زیر تعلیم ہیں جن کیلئے 15 اساتذہ کو مقرر کیا گیا ہے، ان اساتذہ میں سے 3 مرد حضرات اور بقیہ 12 خواتین ہیں۔ طلباء کا تعلق مل کے ملازمین سے ہے اور بقیہ طلباء قرب جوار کے علاقوں سے حصول تعلیم کیلئے آتے ہیں۔ اسکول خوبصورت عمارت، صاف ستھرے ماحول اور تمام بنیادی سہولیات پر مشتمل ہے۔ اسکول کی عمارت مکمل طور پر ڈھکی ہوئی ہے اور عمارت ہوادار اور روشن درس گاہوں، کمپیوٹر لیبارٹری، کھیل کے میدان اور ٹک شاپ پر مشتمل ہے اور اسکول میں مستقل پاور سپلائی کا نظام بھی موجود ہے۔ اسکول کو قائم کرنے کا بنیادی مقصد علاقے کے غریب عوام کی مدد کرنا، لڑکیوں کی تعلیم کو بالخصوص فروغ دینا، بچوں کی تعلیم و تربیت میں اسلامی اقدار کو بروئے کار لانا اور بچوں میں یہ احساس پیدا کرنا ہے کہ وہ اپنی اہمیت کو پہچانیں۔ دور افتادہ علاقوں میں تعلیم کی فراہمی ایک بڑا مسئلہ ہے، بالخصوص ان لوگوں کیلئے جنہیں معیاری اور جدید تعلیم کی سہولیات ان کے گھروں کے پاس مہیا نہیں ہیں یا وہ ان سہولیات سے فائدہ اٹھانے کی سکت نہیں رکھتے۔ علاوہ ازیں، اسکول میں مختلف ایام منانے کا اہتمام بھی کیا جاتا ہے جیسا کہ سالانہ اسپورٹس ڈے اور پیئرٹس ڈے وغیرہ۔ اس سال اسکول انتظامیہ کی جانب سے کمپنی کی انتظامیہ سے یہ درخواست کی گئی ہے کہ اسکول کے طلباء کیلئے پکنک کا انتظام کیا جائے، کمپنی کی جانب سے اس سلسلے میں رقم اور دیگر سہولیات کا بندوبست کیا گیا ہے، طلباء کو حیدرآباد اور قرب و جوار کے علاقوں کی سیر کروائی گئی ہے۔

صحت اور طبی سہولیات:

مستقل بنیادوں پر ترقی کا ہدف

- اچھی صحت اور فلاح و بہبود

کمپنی کی جانب سے طبی سہولیات و صحت کے سلسلے میں گرانقدر خدمات انجام دی گئی ہیں۔ اس سلسلے میں جسمانی سہولیات کے ساتھ ساتھ مالی معاونت کا بندوبست بھی کیا گیا تھا، یہ مالی معاونت امراض چشم اور خون کے امراض کے علاج کیلئے فراہم کی گئی۔

ملازمین کی ذہنی و جسمانی صحت کمپنی کی اولین ترجیحات میں شامل ہیں۔ مختلف شعبوں سے ملازمین نے آگ بھانے اور ابتدائی طبی امداد کی تربیت میں شرکت کی۔ ملازمین اور ان کے خاندانوں کی سہولیات سے خوب لطف اندوز ہوئے۔ کمپنی کی جانب سے ملازمین کی صحت پر خوشگوار اثرات مرتب کرنے کی غرض سے کھیلوں اور تفریحی مشاغل کا بندوبست بھی کیا گیا ہے، اس قسم کے مشاغل کے باعث ایک دوسرے سے میل جول کے مواقع ملتے ہیں، ایک مثبت کارپوریٹ کچھ فروغ پاتا ہے، فلاح و بہبود کو فروغ ملتا ہے، انسان کی عزت نفس پر ان چڑھتی اور کام کا ماحول تفریح فراہم کرنے لگتا ہے۔ کام سے متعلق امراض کی قبل از وقت تشخیص کیلئے طبی معائنے کئے جاتے ہیں تاکہ سنجیدہ نوعیت کی معذوری اور صحت کے مسائل کا تدارک کیا جاسکے۔

کمپنی کی جانب سے حادثات کو کم از کم کرنے کیلئے موثر اقدامات اٹھائے جاتے ہیں، ضروری طبی سہولیات فراہم کی جاتی ہیں اور ملز کے اندر اور قرب و جوار میں ماحول کو سبز اور صاف ستھرا رکھنے، ملازمین کی صحت کو یقینی بنانے، کمپنی کے افعال کو خطرات سے پاک رکھنے اور صارفین اور عوام الناس کی صحت اور حفاظت کو ممکن بنانے کی غرض سے تمام مردہ قواعد و ضوابط کے عین مطابق کمپنی کی جانب سے اقدامات اٹھائے جاتے ہیں۔ کمپنی کی جانب سے قابل اور تجربہ کار طبی ماہرین کے زیر نگرانی کمپنی ملازمین اور قرب و جوار کے عوام کیلئے ایک ڈسپنسری بھی چلائی جا رہی ہے۔ فیکٹری میں ایک ڈاکٹر اور پیرامیڈیکل اسٹنٹ دستیاب رہتے ہیں۔ مزید برآں، جب اور جہاں ضرورت کی بنیاد پر "کڈنی ڈیلاس سینٹر سالگھر" میں کمپنی کی جانب سے عطیات فراہم کئے جا رہے ہیں۔

کارپوریٹ معاشرتی ذمہ داری سے متعلق رپورٹ

بابت مالی سال اختتامیہ 30 ستمبر 2024

معزز ممبران،

وطن عزیز کی ایک ذمہ دار کارپوریٹ ادارہ ہونے کے ناطے ساگھڑ شوگر ملز لمیٹڈ کو معاشرے کے کل کو آج سے زیادہ مضبوط بنانے کیلئے اپنی ذمہ داریوں کا مکمل احساس ہے۔ ضابطہ اخلاق کے مطابق جس سے اس کے عزائم کی توثیق ہوتی ہے کہ بنیادی انسانی حقوق کی پاسداری کی جائے، اور تمام ملازمین، صارفین اور اندرونی و بیرونی شراکت داروں کے ساتھ انصاف اور مساوات پر مبنی برتاؤ اور رکھا جائے تاکہ ایک شفاف، قابل بھروسہ معاشرہ تشکیل دیا جائے جو کہ تعصب، امتیازی سلوک، تشدد اور خوف سے پاک ہو۔

انسانی خدمت کے جذبے کے تحت معاشرتی اہداف کے حصول، رضا کارانہ طور پر خیراتی کاموں کی حمایت کرنے اور اخلاقی فرائض کے طور پر ادا کئے جانے والے فرائض کی وجہ سے معاشرے پر با معنی اثرات مترتب ہوئے ہیں، قومی خدمت کے جذبے کے تحت ملازمین کو معاشرے میں ذمہ داریاں نبھانے کے مواقع فراہم کئے گئے ہیں، اس ضمن میں بورڈ آف ڈائریکٹرز کی جانب سے باقاعدہ بجٹ کی منظوری دی گئی ہے، تاکہ سی ایس آر کے تحت اٹھائے جانے والے اقدامات کے نفاذ اور طریق کار کی نگرانی کی جاسکے۔ کمپنی کی جانب سے ایسے اقدامات اٹھائے گئے ہیں کہ کمپنی کے بنیادی کاروباری افعال کو پیش نظر رکھتے ہوئے ماحولیات اور معاشرے کی بہتری کیلئے پوری ذمہ داری کے ساتھ حکمت عملی اور کاروباری ضابطہ اخلاق مرتب کیا جاسکے۔ کمپنی اس بات کیلئے پر عزم ہے کہ معاشرے، ماحولیات اور معاشی اہداف کو مد نظر رکھتے ہوئے، عوام الناس کی امیدوں کے عین مطابق، اپنے کاروباری امور کو سرانجام دے۔ مستقل بنیادوں پر پاکستان کے معاشرے اور افراد کی ترقی و فلاح و بہبود کی خاطر کمپنی اپنا بھرپور کردار ادا کر رہی ہے۔ کمپنی اس بات پر یقین رکھتی ہے کہ معاشرے میں شراکت کی بنیادوں پر معاشی اور معاشرتی اقدامات کو سنبھالنے کیلئے اقدامات کئے جائیں۔ اس سلسلے میں کمپنی کی جانب سے اٹھائے گئے اقدامات کے بارے میں شراکت داروں تک معلومات بہم فراہم کرنے کیلئے درج ذیل رپورٹ پیش کی جا رہی ہے:

شعبہ تعلیم:

مستقل بنیادوں پر ترقی کا ہدف

- صنفی مساوات

- مہذب کام اور معاشی نشوونما

- معیاری تعلیم

کمپنی کی جانب سے اس بات کو یقینی بنایا جاتا ہے کہ تمام لڑکے اور لڑکیوں کی مکمل فیس معافی، مناسب اور معیاری بنیادی اور ثانوی تعلیم کا خیال رکھا جائے جو موثر نتائج پر مبنی ہو اور اس بات کو بھی یقینی بنایا جاتا ہے کہ بچوں کی معیاری نشوونما اور بنیادی تعلیم سے قبل کے تمام یعنی قبل زراپرائمری مراحل تک ہر لڑکے اور ہر لڑکی کو سائنسی حاصل ہوتا کہ وہ بنیادی تعلیم کے حصول کیلئے مکمل طور پر تیار ہوں۔

Report on the Company's Environmental, Social & Governance

INTRODUCTION

“ESG” refers to Environmental, Social and Governance factors that can impact Company's Value and investor decision-making:



E	Environmental factors include financially material risks and opportunities such as climate change, water, land, air use.
S	Social factors relate to society, the rights of individuals and the well-being of the communities within which a Company operates, such as human capital management, diversity, health and safety.
G	Governance factors include Board quality, independence and accountability; Board oversight of executive performance and compensation; and the Board's oversight of Company strategy, risk management, performance and disclosure, including disclosure of E & S factors.

The ESG considerations have become increasingly important for companies in recent years as awareness among investors and stakeholders have been on the rise owing to the significant impact of ESG factors on the climate, society and corporate governance.

BACKGROUND & OVERVIEW

Industrialization is a common factor for development of a nation in the modern world but along with its positive effects on the economy of the country, it has negative impacts on the surrounding environment as well. These industrial units were established in the residential area without observing the national as well international best practices to safeguard. The environmental issues have gained great importance worldwide in recent past and remained the focus of discussions at different forums both at national and international levels. The environmental problems affects the economic and social life of common man, thus the Governments try to address them by making appropriate policies and enacting environmental legislation to respond to international institutions and treaties agreed upon as global partners.

Many developed countries have experienced growth and industrialization side by side, while some countries have prioritized social indicators over industrialization before moving towards higher growth. Both these kinds of countries have faced environmental issues during industrial growth but countries with prioritized social indicators were better prepared to deal with such issues. Pakistan is struggling hard to keep balance between industrialization and coping with environmental issues through prioritizing consistency in policies and better coordination among all stakeholders.

The Kyoto Protocol is an International treaty to reduce greenhouse gas emissions, known to be causing global warming. The Kyoto Protocol was adopted by UN member countries in Kyoto, Japan, on December 11, 1997 and entered into force on February 16, 2005. The main goal of the Kyoto Protocol is to control greenhouse gases (GHGs). Pakistan is a signatory of the Kyoto Protocol. The Government of Pakistan is in the process of taking steps which are required to be taken to protect the environment at local level in order to contribute to global environmental protection measures. One important step of protecting the environment is to limit emissions that contribute to pollution and consequently to global warming. It is under such international protocols that Pakistan Environmental Protection Agency (Pak-EPA) was established. Pak-EPA is mandated to prepare or revise, and establish the National Environmental Quality Standards (NEQS) with approval of Pakistan Environmental Protection Council (PEPC); take measures to promote research and the development of science and technology which may contribute to the prevention of pollution, protection of the environment, and sustainable development and guidance to the public on environmental protection affairs.

ABOUT E.S.G.

The Company is committed to operating responsibly and sustainably, recognizing the vital role that Environmental, Social and Governance (ESG) principles play in our long-term success. Our ESG strategy is designed to create value for all our stakeholders, customers, employees, investors, and communities while ensuring that our business practices contribute to a more sustainable and equitable world.

Environmental Stewardship

As an industry, we recognize our environmental impact and are committed to minimizing it. Our environmental strategy focuses on reducing our carbon footprint, enhancing resource efficiency, and promoting sustainable practices throughout our operations.

- » **Carbon Emissions Reduction:** We are actively working to reduce our greenhouse gas emissions through investments in energy-efficient technologies and the adoption of renewable energy sources. Our goal is to achieve reduction in carbon emissions, aligning with global climate targets.
- » **Waste Management and Recycling:** Committed to reducing waste and promoting recycling across our operations. We have implemented robust waste management programs to ensure that waste materials are minimized, and we actively recycle scrap materials to reduce our environmental footprint.
- » **Water Conservation:** Recognizing water as a critical resource, we have initiated water conservation projects to reduce usage and improve efficiency. We are exploring water recycling technologies and aim to reduce our water consumption over the next five years.

Social Responsibility

Social compliance refers to a set of ethical and moral standards that companies must follow in order to ensure that their products are produced in a manner that is responsible, sustainable, and safe for workers, consumers, and the environment. This includes standards related to labor rights, human rights, environmental sustainability, and other critical issues.

- » **Protecting workers' rights:** Ensure that workers are treated fairly and with dignity. This includes fair wages, safe working conditions, and freedom from exploitation or discrimination.
- » **Promoting ethical business practices:** Help companies avoid unethical business practices that can harm their reputation and lead to consumer backlash.
- » **Ensuring environmental sustainability:** Company must adhere to environmental regulations and take steps to minimize their impact on the environment. This helps to ensure that future generations have a healthy planet to live on.
- » **Fostering transparency and accountability:** Company must be transparent about their operations and hold themselves accountable for their actions. This helps to build trust with consumers and other stakeholders.

- » **Supporting economic development:** Company can help to promote economic development and improve the standard of living for people in the communities where they operate.

Governance & Conduct

Governance is an integral part of the control framework and is built into all control activities. Governance, is demonstrated formal executive involvement and support for Controls and Control activities. The control policies assist in establishing governance and the policies of the Company are further qualified by internal factors such as policy, directives and mandates. Strong governance is the foundation of our business, guiding us to operate with integrity, transparency and accountability.

- » **Board Oversight and Independence:** Our Board of Directors is committed to maintaining high standards of governance and oversight. We have implemented robust policies to ensure Board independence and diversity, reflecting a range of perspectives and expertise to guide our strategic direction.
- » **Ethical Business Practices:** We adhere to the highest ethical standards in all aspects of our business. Our Code of Conduct and Ethics sets clear expectations for employees, partners and suppliers, ensuring that we operate with integrity and in compliance with all applicable laws and regulations.
- » **Risk Management and Compliance:** We have a comprehensive risk management framework in place to identify, assess and mitigate risks across our operations. This framework includes rigorous compliance measures to ensure that we meet all legal and regulatory requirements and uphold our commitments to stakeholders.

COMPANY'S OVERVIEW

Building on our commitment to sustainability, we recognize that the transition to a low-carbon economy, coupled with economic uncertainty and market volatility, demands bold decisions and we are closely monitoring these developments and exploring new opportunities to align with the global energy transition. As a Company operating in a developing country, we face the challenge of transitioning to a low-carbon economy while ensuring food security. To address this, our strategy focuses on boosting the production resources, thereby supporting the economy and promoting social equity in our region. By increasing the Country's self-sufficiency, we aim to reinforcing our commitment to sustainable development and national Prosperity.

We are actively developing strategies and exploring technologies to reduce emissions by using technologies, exploring opportunities for green hydrogen and process efficiency to minimize the impact of GHG emissions. Health and safety remain top priorities in our industry, given the challenging work environment and security risks.

Our programs for social development in our communities and the well-being of our employees reflect our vision and commitment to mutual prosperity. We are dedicated to promoting workplace diversity and inclusion, supporting local initiatives, and nurturing a culture of safety and respect. Corporate Social Responsibility (CSR) is embedded in Company's ethos, which re-affirms its commitment towards bringing lasting impact in the lives of unserved and under-served communities.

We believe in building a strong governance and transparency culture to build foundations for a strong Company. We are fully dedicated to transparency, ethical practices and accountability in all our actions.

BUSINESS INVOLVEMENT

As we move forward, our journey is far from over. There is still much to achieve and we are fully committed to advancing our efforts with unwavering dedication. We pledge to steadfastly pursue this path, driving positive change for a sustainable future. To operate successfully and sustainably, we have established numerous protocols and procedures to ensure safety and security at our premises.

Input	Value Adding Business Activities	Output
<p>Financial Capital Strong capital base and financial resources having equity and long-term financings.</p> <p>Human Capital Workforce, culture and investment in skills development employees and spent on training and development</p> <p>Manufacture Capital Our production plant, with technology and equipment and operational offices</p> <p>Intellectual Capital Intangible assets, IT infrastructure, reputation and knowledge or work-force and research</p> <p>Social and Relationship Capital Strong relationships with local communities, suppliers and other stakeholders</p> <p>Natural Capital Natural resources and ecosystem services. 96.120 Million Gallons water and approx. 138,068 MT of Baggasse 283.080 MW by WAPDA & 35.65 MW by Solar Power energy used.</p>	<p>Climate change poses significant risks and opportunities for our business model in the medium to long term. It directly impacts our raw material i.e sugar cane and increasing costs. However, it also creates investment opportunities in green technologies and low-carbon ventures.</p> <p>External risks impact our business activities and objectives, while our activities impact the economy, environment, and people, including their human rights. Focusing on the most significant risks and impacts is essential to managing them and creating value for stakeholders.</p>	<p>Financial Capital Rs. 6,111,218 thousand net sales. Rs. 80,321 thousand loss before all taxes and ROCE by 8.96 %</p> <p>Human Capital 41 new hires, several training hours and Rs. 350,790 thousand paid as Remuneration and Benefits to Employees</p> <p>Manufacture Capital 52,293.50 M. Tons Sugar Produced 24,650 M. Tons Molasses Produced and 138,068 M. Tons Bagasse Produced</p> <p>Intellectual Capital Learning and development. Improved productivity and competitiveness. Exploring diversification and Transition to low carbon</p> <p>Social and Relationship Capital Rs. 5,603 thousand CSR spending and also spent on procurement of goods and services. Increased reputation among stakeholders.</p> <p>Natural Capital ¼ Cusec water discharge, 14.49 GHG / MT emissions of sugar produced and waste generated. Impact on biodiversity and environmental conditions through emission and Effluents.</p>

SYNOPSIS OF ESG POLICY

As Company, we are committed to deliver strong Environmental, Social & Governance (ESG) performance that fosters long-term shared value for all stakeholders by integrating ESG factors in the entire business. We recognize that relevant material ESG issues can meaningfully affect investments and these factors are critical components to ensure business sustainability, lead integrated research analysis, effective decision making, efficient stakeholder management and profound engagement with communities & employees to manage business excellence.

We also acknowledge that being a responsible business, our role extends beyond sustaining business operations to protect planet and develop people. Therefore, our ESG focus goes beyond applying mitigation measures, setting forth an ambitious mission in alignment with SDGs and seeking continuous improvement to contribute towards achieving Net Zero, Sustainable Development and an Inclusive Society.

RELEVANCE OF MATERIAL TOPICS

ENVIRONMENTAL	SOCIAL	GOVERNANCE
<p>Climate Change</p> <p>We are committed to reduce emissions from our business activities.</p> <p>Opportunities in Clean Technologies</p> <p>We shall explore and implement environmental clean technologies such as renewable energy as a replacement to fuel where applicable to reduce GHG footprints. We strive for implementing green building practices and improving energy efficiency.</p> <p>Pollution & Waste Management</p> <p>Our focus is to implement a systematic, comprehensive, & ecologically safe waste management program that protects public health & environment, while fulfilling the regulatory requirements.</p> <p>Natural Resource & Energy Management</p> <p>We are committed for sustainable use of natural resources including conservation of water & other natural resources, promoting afforestation and practicing responsible land utilization.</p> <p>Biodiversity</p> <p>Our goal is to have a positive influence by restoring, maintaining, & enhancing biodiversity where we work.</p>	<p>Health, Safety & Quality Management</p> <p>We promote health and safety culture for entire work force engaged with our business to improve and sustain safety performance while maintaining our safety targets. To ensure consistent and safe work practices, we apply a corporate safety policy through a comprehensive management system.</p> <p>Human Capital</p> <p>Our integrated theme is linked with wellbeing of our employees, culture, diversity, equity & inclusion, employee experience and capability to ensure efficient business delivery. We focus on hiring top skill, competency development, reward & benefits that fosters long term value in terms of employees' engagement, generating productivity.</p> <p>Community Engagement</p> <p>We take community engagement as a strategic process with and through identified groups of people to create and maintain an enabling environment where business, nature and people can exist in productive harmony to ensure long term business success.</p> <p>Social Investments & CSR</p> <p>We employ the concept of triple bottom line through our diversified CSR and Social Investment Programs to create an impact, to contribute towards sustainable development and to create shared value while addressing the most pressing social, economic and environmental issues.</p> <p>Responsible Supply Chain</p> <p>We adopt best practices in our Supply Chain domain, while focusing on transparency, agility and sustainability. We align our service providers and contractors to adopt best practices that comply with our business and HSE framework.</p>	<p>Corporate Governance</p> <p>Our strong focus is to conduct our business while complying with all applicable laws, regulations, policies and procedures. We have a strong Governance structure including a Board of Directors having diversified experience to provide strategic direction.</p> <p>Ethics & Transparency</p> <p>We conduct our business in an ethical and transparent manner while promoting accountability and responsible decision making. We have a Whistle Blowing Policy for ensuring highest ethical and moral standards.</p> <p>Protection of Human Rights & Child Labor</p> <p>We comply all regulatory requirements for protection of human rights while ensuring compliance with labor laws and child labor.</p> <p>Financial Performance & Reporting</p> <p>We are adopting transparent accounting and taxation system by ensuring all applicable regulations are fulfilled. Our reporting is focused on the material issues that matter to our stakeholders.</p> <p>Stakeholder Management</p> <p>We pursue strong collaboration with employees, communities, shareholders, supply chain partners, and regulators, ensuring that practically every layer of society is involved.</p>

ENVIRONMENTAL	SOCIAL	GOVERNANCE
<p>Water and Effluents</p> <p>In a water-scarce environment like Pakistan, responsible water management is vital. Water usage and the importance of sustainable practices in mitigating water scarcity. Effective management of water resources is essential to the Company's operations and its commitment to environmental sustainability.</p>	<p>Diversity, Equity, Inclusion and Non-Discrimination</p> <p>The contributions of diverse workforce and is committed to fostering an inclusive environment. The Company's efforts to promote diversity, equity, inclusion and aligning with its core values. Ensuring fair and equal treatment for all employees is a key priority. The Company's commitment to non-discrimination, driven by its core values and Code of Conduct, ensuring a workplace free of bias.</p>	<p>Economic Performance</p> <p>Commitment to value creation is deeply rooted in its vision and values. Economic performance is a cornerstone of this commitment. The Company's success in cultivating growth for its stakeholders can be quantified and assessed through its audited financial statements, which are included in this report. Underscores the importance of financial stability and growth as essential driver long term sustainability and strategic objectives.</p>

SUSTAINABILITY STRATEGY

The Company envisions sustainability as a commitment to managing the sustainability impacts of its operations, risks, and opportunities posed by the external environment while creating value for the Company and its stakeholders through responsible business operations and best practices. In response to the evolving sustainability landscape and the global and national challenges faced by the industry, the Company has developed a comprehensive sustainability framework. This framework is designed to effectively manage environmental impacts and risks while capitalizing on opportunities to deliver value.

Our sustainability policy is built upon three main pillars: Environmental, Social, and Governance. This framework is designed to guide all our sustainability initiatives and our overall ESG. We recognize the significant challenges our industry faces, such as climate change, the transition to low-carbon energy solutions and our commitment to achieving Net Zero.

In developing our sustainability strategy and interventions, we evaluate sustainability-related risks, considering their time horizons and potential impacts on our business. We currently do not have a mechanism to determine the financial effects of all risks and opportunities except the amount spent to tackle related risks during the year. We plan to conduct a scenario analysis to assess the resilience of our business model in the evolving low carbon economy. This will also lead to developing appropriate strategies to ensure that our approach is adaptable to external changes, including market fluctuations, and aligns with the transition to low-carbon.

We strive to foster positive relationships with our investors, employees, suppliers, communities, and other stakeholders while addressing the social, environmental, and economic impacts of transitioning to an environmentally sustainable economy.

Our ESG Policy serves as a cornerstone for guiding our strategy and business decisions, committed to preventing and mitigating the negative impacts of our operations and activities. We are dedicated not only to applying mitigation measures but also to pursuing continuous improvement in alignment with the UN Sustainable Development Goals (SDGs). Our ambitious mission includes striving towards Net Zero emissions, sustainable development, and fostering an inclusive society.

Achieving these goals requires the availability and affordability of new technologies, particularly in developing countries like Pakistan. This involves addressing energy availability, food security, and substantial investments in research, development, and capital allocation. Despite these challenges, we have set targets in key sustainability areas to better manage our impacts and demonstrate our commitment to responsible business practices.

Topics	Sub-Topics	Risk & Opportunities	Value Chain	Time Horizon
GHG and Air Emissions	GHG Emission and Air Emissions	Evolving pressure to de-carbonize, set science-based targets and net-zero policies may prompt the Company to expedite the reduction of production, necessitating it to bear the transitional costs.	Own operations, Down-stream	Long-term
		Failing to adapt to technology and market changes may lead to a trust deficit, missed opportunities, and reduced prospects for potentially impacting company value. Strive to reduce operational impact while exploring investments in climate friendly technologies and products. Climate change poses physical and transitional risks for our business through rising temperatures, changing weather patterns, devastating floods, technological advancements, policy and legal risks, and market and reputational risks. Technological investments at plants and active support through services are vital to reducing environmental impact and increasing productivity, directly impacting financial performance, food security and farmers' income. The climate related opportunities include research and development for climate friendly production.	Own operations	Medium-term
Climate Adaptation, Resilience and Transition	—	Failing to adapt to climate changes (heat waves and increased temperatures, water scarcity, floods) and building climate resilience and transition may lead to increased costs impacting current and future income, cash flows, and asset impairment. Maintained energy usage and resultant emissions in line with targets through effective resource management, regular plant upgrades and efficiency enhancement efforts.	Own operations	Medium-term
Biodiversity	Biodiversity and Rehabilitation	Failure to align with biodiversity protocols and effectively manage the impacts of operations on biodiversity, and rehabilitation to achieve a net positive may put at risk future business opportunities the imposition of fines and penalties, and a trust deficit among stakeholders.	Own operations	Short-term to medium-term
Waste	—	Failure to effectively manage and dispose of waste produced in operations and site closures can impact biodiversity, water, and soil vital to the community. This may put at risk future business opportunities, the imposition of fines and penalties, and a trust deficit among stakeholders.	Own operations Upstream	Short-term to medium-term
Water and Effluents	—	Failure to optimize water use, effectively treat, and dispose of used water can result in increased water usage costs, operational disruptions due to the non-availability of fresh water, and strained relations with local communities.	Own operations, Upstream	Short-term to medium-term

Topics	Sub-Topics	Risk & Opportunities	Value Chain	Time Horizon
Health and Safety	Occupational Health and Safety and Asset Integrity and Critical Incident Management	<p>High rates of safety incidents or fatalities could result in financial loss, increased costs, legal liabilities, and damage to reputation.</p> <p>Our work on SDGs, aligning our strategy to support SDGs and promotion of SDGs among corporate Pakistan contribute towards solving social issues. Offering products to overcome malnutrition. Partnership with NGOs to create livelihood opportunities, and interventions for the provision of healthcare, education, and skill development.</p>	Own operations	Short-term
Employment Practices	Employment Practices Freedom of Association and Collective Bargaining Diversity & Inclusion and Work-life Balance	<p>Failure to attract and develop talent, lack of organizational agility, diversity, entrepreneurial culture, and the skills required for a digitally enabled, low-carbon future may impede the organization's ability to achieve its strategic goals and pursue new opportunities.</p> <p>Investing in employee skills, diversity, and inclusion for engaged and talented workforce to ensure value creation ability.</p>	Own operations	Short-term to medium-term
Local Communities	—	<p>Failing to manage pollutants and respect human rights at operational locations could lead to regulatory penalties, public health concerns, and human rights violations. Failing to share benefits with local communities create sense of deprivation among them which can create social distress resulting into internal security situation, thus hampering smooth business operations as well as reputational risk to organization.</p> <p>Spent on CSR activities in defined areas to provide relief to underprivileged communities, pursuing education and livelihood</p>	Own operations	Short-term to medium-term
Human Rights	Non-discrimination and Equal Opportunity, Forced Labor and Modern Slavery, Child Labor, Land and Resource Rights, Conflict and Security	<p>Failing to respect human and labor rights may lead to regulatory penalties, human rights violations, reputational damage, and operational disruption in conflict areas.</p> <p>Our work on SDGs, aligning our strategy to support SDGs, and promotion of SDGs among corporate Pakistan contribute towards solving social issues. Offering products to overcome malnutrition. Partnership with NGOs to create livelihood opportunities, and interventions for the provision of healthcare, education, and skill development.</p> <p>Spent on CSR activities in defined areas to provide relief to underprivileged communities, pursuing education and livelihood opportunities.</p>	Own operations	Short-term to medium-term
Economic Impacts	—	<p>Failure to create increased economic impacts hinders transitioning and diversification, the ability to attract talent pool, and the achievement of strategic objectives.</p> <p>Exploring diversification strategies to provide sustained healthy returns to investors and shareholders in complex political and macroeconomic environments.</p>	Own operations	Short-term

Topics	Sub-Topics	Risk & Opportunities	Value Chain	Time Horizon
Ethics and Transparency	Anti-competitive Behavior Anti-corruption Payments to Governments Public Policy	Failure to comply with ethical practices leads to regulatory penalties and reputational damage. Safeguarding the value creation ability taking into account risks. Early adoption of regulations and best practices to strengthening governance.	Own operations	Short-term
Supply Chain Impacts	—	Failure to promote sustainable practices in the supply chain may hinder climate mitigation, adaptation, and resilience and lead to regulatory penalties, human rights violations, and reputational damage. Working with supply chain partners for embracing best practices to manage supply chain impacts. Sustainability criteria to include in supplier selection procedures.	Own operations, Upstream	Medium-term
Digitization and Cyber Security	—	A major cyber security breach could pose a significant threat to Company's financial position and reputation. Advanced IT controls and firewalls to protect confidential information. Regular system updates, audits, and trainings to be conducted to ensure security.	Own operations	Short-term

Emissions & Energy - Climate change

It is a critical global issue that severely threatens agricultural and economic productivity in many parts of the world. There is a growing demand to reduce emissions from operations and the agriculture food chain. As a responsible entity, we have a twofold approach to this issue. Firstly, we aim to reduce greenhouse gas emissions from our operations. Secondly, we are exploring new solutions for the farming community to reduce product use emissions. We aim to drive and influence climate action within and outside our organization.

Our priority is to reduce GHG emissions from our production processes, as this is where our significant direct GHG emissions occur. The emissions from our plants are subject to control limits set by the Environmental Protection Agency. We ensure compliance with these limits and strive to reduce emissions further as much as possible. We regularly determine the total emissions for each plant site and conduct checks to control any variations. The amount of greenhouse gases is constantly measured and added to determine the total amount.

The Analytical Test Report 2024 of the Gaseous Emission Monitoring Report (Boiler) is as follows:

Test Parameters	Result	Remarks
1. Sulfur Dioxides (SO ₂)	22.00	Within Limit
2. Combine Oxides of Nitrogen as NO%	253.3	Within Limit
3. Carbon Monoxide (CO)	682.0	Within Limit
4. Particulate Matter (PM)	205.4	Within Limit
5. Flue Gases Temperature	155.6	No Guide Limits Available

The Analytical Test Report 2024 of the Air Quality is as follows:

Test Parameters	----- Results -----		Remarks
	at ETP	at Boiler	
1. Ambient Temperature	27.00	23.90	No Guide Limits Available
2. Humidity	49.00	58.00	No Guide Limits Available
3. Particulate Matter (PM 10)	136.0	108.00	Within Limit
4. Particulate Matter (PM 2.5)	62.00	46.00	Within Limit
5. Formaldehyde (HCHO)	0.02	0.01	No Guide Limits Available
6. Volatile Organic Compounds	0.003	5.90	No Guide Limits Available

The Analytical Test Report 2024 of the Noise Report is as follows:

Test Parameters	Avg. Results	Remarks
1. ETP Plant	63.60	Within Limit
2. Milling Area	69.90	Within Limit
3. Near Technical Office	70.70	Within Limit
4. Near Boiler	80.80	Within Limit
5. Back Side Boiler	68.80	Within Limit
6. Godown	66.70	Within Limit

Energy Consumption

The Company uses Baggasse to produce Steam through Boilers and produced Electricity through turbines by using steam. We strives to optimize its plants' energy efficiency and intensity to reduce overall energy consumption and related greenhouse gas emissions. Plant has specific energy efficiency and reduction targets, and their performance is regularly benchmarked. Company is exploring renewable energy options at different plant locations to reduce non-production-related energy impacts. While solar panels are installed in mills area to harness renewable energy, their contribution to the total energy mix is currently insignificant. The Company aims to explore and implement options to increase the share of renewable energy in its energy mix.

The Management of the Company dedicated significant efforts to optimizing various plant operational parameters to pursue sustainable and energy-efficient operations. This comprehensive approach aimed to enhance energy efficiency and resulted in several successful initiatives. Some of these measures included the changeover of the Boiler FD Turbine with Motor and the stoppage of Steam Section, which collectively reduced the overall steam load.

Resources Consumption

Sugarcane is the primary raw material for the production of Sugar. Lubricants and chemicals are used in the manufacturing process. Packing material in polypropylene bags is used for packing sugar bags.

Water Consumption

Water stress poses a significant global challenge, impacting the environment, health and economy. The frequency of weather events such as droughts and floods are increasing, affecting the availability of fresh and clean water. Water is a critical resource for our operations and farmers, as without it they cannot cultivate and grow crops. We understand the impact water scarcity can have on our business and our water use in the communities and thus, we are improving our practices and working closely with the farming community to promote efficient water usage now and in the future.

We use water primarily for cooling and producing steam and meet most of our water requirements through canal water. Canal water are cleaned by using various filter systems before they are used in the processes. Plant has a water intake from a canal managed by the irrigation department. The Company has an agreement with the department and the meters they installed measure the water inflow. We regularly evaluate our plant to assess potential water-related risks and keep track of water withdrawal, consumption, and discharges. We conduct frequent studies to identify opportunities for minimizing freshwater consumption and increasing recycling. We fully complied with the water withdrawal permit during the year without any incidents of non-compliance. The Management also work with local communities and other stakeholders to discuss water availability and quality-related issues. The plant has also installed access points for filtered fresh water to ensure clean water is available to the communities.

During production, the water becomes partially polluted and must be treated before it can be used or discharged. This treatment ensures that pollutants are reduced to acceptable limits, as the National Environmental Quality Standards (NEQS) prescribes. To treat the wastewater, we use Activated Sludge Process (Chemical + Biology) process at Mills. We also use the wastewater for horticulture purposes at the plant. The wastewater discharged is largely cleaned and therefore, does not burden the environment. Furthermore, there was no noncompliance with water disposal regulations throughout the year.

The Analytical Test Report 2024 of the Waste Water is as follows:

Parameter	Results	Remarks
1. Temperature	18.00	Within Limit
2. PH	6.90	Within Limit
3. Biochemical Oxygen Demand	168.4	Out of Limit
4. Chemical Oxygen Demand	580	Out of Limit
5. Total Suspended Solids	102	Within Limit
6. Total Dissolved Solids	1420.8	Within Limit
7. Grease & Oil	25.3	Out of Limit

Health & Safety

At Mills, the safety and well-being of our employees, contractors, and the communities surrounding our operations are of utmost importance to us. We firmly believe that any accidents or incidents can be prevented. That's why we have put in place a robust HSE system and processes that not only help us achieve our targets but also ensure compliance with all relevant laws and regulations.

The H&S system is derived from Industry Best Practices and International Standards and ensures workers' health, safety and wellbeing through risk assessment, avoiding incidents and embedding continuous improvement in the organization. It complies with several regulations, including the Environmental Protection Act (EPA), Industrial Relations Act (IRA), National Environmental Quality Standard (NEQS), as well as OSHA Guidelines for Noise in the air. It defines responsibilities and expectations from managers, supervisors, employees, and business partners. Health and safety practices are monitored and reviewed regularly at corporate and manufacturing locations. The GM governs the operational aspect of these practices. HR head at the plant site implements fair labor practices, policies concerning regulations and laws, as well as other activities for the benefit of the employees. All workers, including contract workers while working on premises, activities, and workplaces, are covered by the management system. H&S systems are continuously reviewed for improvement, and new industrial safety standards are adopted to eliminate or minimize potential harm. Workers' participation is ensured through various programs such as hearing conservation, heat stress prevention, health and hygiene, ergonomics programs, workplace lighting and prevention from exposure to chemicals. The formal agreements between our Company and CBA include provisions related to health and safety. These agreements cover almost all health and safety topics.

KEY ESG PERFORMANCE INDICATORS

Category	Metric	Measurement Annual, unless specified	Response
ENVIRONMENT	GHG Emissions	Total amount of Carbon and Green House Gas emissions in metric tons.	757,993 GHG
		Total amount, in CO ₂ equivalents, for Scope 1, Scope 2 and Scope 3 (if applicable).	NIL
	Emissions Intensity	Total GHG emissions per output scaling factor (Sugar Produced).	14.49 GHG / MT
		Total Non-GHG emissions per output scaling factor.	14.49 GHG / MT
	Energy Usage	Total amount of energy directly consumed.	138,068 MT of Baggasse
		Total amount of energy indirectly consumed.	283.080 MW by WAPDA & 35.65 MW by Solar Power
	Energy Intensity	Total direct energy usage per output scaling factor.	2.640 / MT
	Energy Mix	Percentage: Energy usage by generation type. Self-generation through Turbines WAPDA Solar Power Disclose the energy consumption from renewable sources as a percentage of total energy consumption.	96.093 %
			3.47%
			0.437%
0.437%			
Water Usage	Total amount of water consumed. (Commercial and Non-Commercial use)	½ Cusec (96.120 Million Gallons)	
	Total amount of water reclaimed.	¼ Cusec	
Environmental Operations	Does your company follow a formal Environmental Policy?	Yes	
	Does your company follow specific waste, water, energy, and/or recycling polices?	Yes	
	Specify the quantity of waste recycled or re-used as a percentage of total waste for the current and comparative period.	100%	
	Does your company use a recognized energy management system	Yes	
Environmental Oversight	Does your Board/Management Team oversee and/or manage climate-related risks?	Yes	
Environmental Oversight	Does your Board/Management Team oversee and/or manage other sustainability issues?	Yes	
Sustainable Sourcing	Does your company have policies and procedures in place for sustainable sourcing?	No	
Climate Risk Mitigation And adaptation	Climate related transition and physical risks, climate related opportunities, capital deployment, internal carbon prices.	No	

Category	Metric	Measurement Annual, unless specified	Response
SOCIAL	CEO Pay Ratio	CEO total compensation to median Full-time Equivalent (FTE) total compensation. Does your company report this metric in regulatory filings?	— Yes
	Gender Pay Ratio	Ratio: Median male compensation to median female compensation	1:0
	Employee Turnover	Percentage: Year-over-year change for full-time employees Percentage: Year-over-year change for part-time employees Percentage: Year-over-year change for contractors and / or consultants	3.2% 1.15% 6.81%
	Gender Diversity	Percentage: Total enterprise headcount held by men and women Percentage: Entry- and mid-level positions held by men and women Percentage: Senior and executive level positions held by men and women	100% Men 100% Men 100% Men
	Temporary Worker Ratio	Percentage: Total enterprise headcount held by part-time employees Percentage: Total enterprise headcount held by contractors and/or consultants	38.21% 9.87%
	Non-Discrimination	Does your company have a sexual harassment and/or non-discrimination, diversity, inclusion policy? Is there a confidential grievance, resolution, reporting and non-retaliation mechanism and procedure to address and respond to incidence of harassment and violence? Percentage: differently abled women and men in the workforce	Yes Yes 3.36% Men and Nil Women
	Global Health & Safety	Does your company follow an occupational health and/or global health & safety policy?	Yes
	Child & Forced Labor	Does your company follow a child and/or forced labor policy? If yes, does your child and/or forced labor policy also cover suppliers and vendors?	Yes No
	Corporate Social Responsibility	Please share a list of CSR activities undertaken along with total time spent on these and amounts allocated to these.	Refer to CSR Report
	Employee training and Succession Planning	Number of training sessions held on the following. Please also mention the Number of employees and workers trained on these: -Skill Up-gradation -Soft Skills - Health and Safety Measures Percentage: Women and men promoted during the year	On different aspects it's a routine matter 4.28% Men
	Human Rights	Does your company follow a human rights policy? If yes, does your human rights policy also cover suppliers and vendors?	Yes No
	Working Conditions	Number of complaints made by employees regarding working conditions during the reporting period. Number of complaints regarding working conditions resolved.	No Complaints No Complaints
	Injury Rate	Percentage: Frequency of injury events relative to total workforce time. Number of safety-related incidents during the reporting year and Number of lost production hours as a result. Disclose the percentage of employees/workers covered with Health and Safety Insurance.	Minor Injuries Nil 100%
	Marketing	Do you have a responsible gender-sensitive marketing communication policy or a commitment embedded in larger corporate policy?	Not Applicable

Category	Metric	Measurement Annual, unless specified	Response
GOVERNANCE	Board Diversity	Percentage: Total board seats occupied by men and women Percentage: Committee chairs occupied by men and women	6 Men / 1 Women All Men
	Board Independence	Does company prohibit CEO from serving as board chair? Percentage: Total board seats occupied by independents	Yes 28.57 %
	Board Competence	Percentage of ESG-certified board members.	Nil
	Incentivized Pay	Are executives formally incentivized to perform on sustainability?	No
	Collective Bargaining	Percentage: Total enterprise headcount covered by collective bargaining agreement(s)	8% - 10%
	Supplier Code of Conduct	Are your vendors or suppliers required to follow a Code of Conduct? If yes, what percentage of your suppliers have formally certified their compliance with the code?	Yes In process
	Ethics & Anti-Corruption	Does your company follow an Ethics and/or Anti-Corruption policy? If yes, what percentage of your workforce has formally certified its compliance with the policy?	Yes 100%
	Data Privacy	Does your company follow a Data Privacy policy? Does your company take steps to comply with general data protection rules/ framework?	Yes Yes
	Sustainability Reporting	Does your company publish a sustainability report? Is sustainability data included in your regulatory filings?	Yes Yes
	Disclosure Practices	Does your company provide sustainability data in line with any sustainability reporting frameworks? Does your company focus on specific UN Sustainable Development Goals (SDGs)? Does your company set targets and report progress on the UN SDGs?	Yes Yes Yes
External Assurance	Are your sustainability disclosures assured or validated by a third party?	No	

Statement of Gender Pay Gap 2024

Name of the Company: Sanghar Sugar Mills Limited

Following are the gender pay gap calculated for the year ended September 30, 2024

- (I) Mean Gender Pay Gap: 1:0
- (II) Median Gender Pay Gap: 1:0
- (III) Any other data / details as deemed relevant:

Currently, we have One Female Non-Executive Director on the Board and further there is no female employees at mills because nature of business is seasonal (season of 3-4 months) and rest of the year, repair & maintenance and capital expenditures in plant & machinery has been carried out on routine basis. Mills is situated in rural area and due to the social and cultural barriers of the area, females are not willing to go outside and act as a working women.

Policies and procedures are in place for females which includes but not limited to their appointment, safety, anti-harassment, discrimination, pay gap, incentives & facilities and others. Further, the Company is working on Education Program (male & female) and the details are given in Corporate Social Responsibility Report under the relevant head.

For & on Behalf of the Board

Ghulam Hyder
Chief Executive Officer

Karachi: December 30, 2024

Risk Management Framework & Methodology

The Company's overall risk management program focus on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's operations. The Company's risk management policies are established to identify and analyze the risk faced by the Company, to set appropriate risk limits and control, and to monitor risks and adherence to limits. The Board of Directors has overall responsibility for the establishment and oversight of Company's risk management framework. The Board is also responsible for developing and monitoring the Company's risk management policies. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

Our Risk Management Framework is a comprehensive approach to identifying, assessing and mitigating risk within the context of our risk environment. Our approach to risk management relies on continuously monitoring risk and related mitigation procedures and revising these when required. These procedures are embedded in our day-to-day activities.

Risk Governance Structure & Assessment

Business Process Owners

Identifies risk and devises mitigation plans.

Internal Audit

Provides assurance on the exposure of risk, assess the adequacy of internal controls and provides recommendations.

Executive Management

Reviews the Company wide risks, assesses the extent of its exposure and finalize the action plans for implementation.

Audit Committee & Risk Management Committee

Reviews the effectiveness of Risk Management Framework and assess the significance of Risk and their mitigation plans.

Board of Directors

Overall responsibility for overseeing the risk management processes.

BOARD COMMITMENT TOWARDS RISK MANAGEMENT

The Board of Directors of the Company is responsible for the risk management and determining the Company's level of risk tolerance. The Board regularly undertakes an overall review of business risks to ensure that the management maintains a sound system of risk identification, risk management and related system and internal controls to safeguard assets, resources, reputation and interest of the Company and shareholders. The Board has evaluated risk tolerance carefully, considering market dynamics and stakeholder expectations. Our approach emphasizes proactive risk identification, mitigation, and compliance with all relevant regulations. We pledge transparency in our risk management practices, ensuring your confidence in our operations. This commitment will safeguard our financial stability, reputation, and long-term success while allowing us to pursue strategic opportunities.

The Board of Directors has carried out a detailed assessment of risks facing the Company originating from various sources. The Board of Directors is satisfied with the Company's risk management practices and the mitigating strategies adopted to counter such risks. Board of Directors has conducted an exhaustive assessment of the primary risks confronting our Company. This comprehensive evaluation included a thorough analysis of risks that have the potential to pose a significant threat to our business model, future performance, as well as our solvency and liquidity. This in-depth examination underscores our unwavering commitment to sound corporate governance and risk management. By identifying and understanding these critical risks, we can proactively implement measures to mitigate and manage them effectively. Safeguarding our business model, ensuring sustained future performance, and maintaining robust solvency and liquidity are essential components of our corporate strategy.

We firmly believe that this proactive approach will not only protect our organization from potential setbacks but also position us to seize opportunities for growth and innovation.

The Company considers the following material risk which may affect our business operations and mitigating strategies for controlling these risks:

STRATEGIC RISK

This risk arises from potential failures in strategic planning that may lead to non-achievement of core objectives.

Risk	Area of Impact	Source of Risk	Mitigating Action
Inconsistent & Arbitrary changes in Government Policies	Financial Capital	External	Regular advocacy through different forums, like PASMA, to timely appraise the relevant Government Departments and Regulators of all issues that may have an adverse impact on the Company and industry as a whole. Further, the Company consult with the Consultants for developing appropriate policies and cases to defend the interest of the Company and present to the Government. Government intervention is beyond Company's control, nevertheless, the Company actively engages with all stakeholders to address related issues impacting the industry and agriculture sector.
Technological Advancements	Manufactured Capital	Internal	The Company's management values automation of operations and technological advancements. The Company has invested in modernization of production facilities utilizing latest technological developments for cost / output optimization. Investments are being made regularly to continuously improve product quality / quantity and process efficiently.

OPERATIONAL RISK

This risk arises as a result of ineffective internal processes, people, systems or external events which can disrupt the flow of business operations.

Risk	Area of Impact	Source of Risk	Mitigating Action
Maintenance	Manufactured Capital	Internal	Effective technical monitoring and preventive maintenance are in place to ensure maximum plant efficiency and capacity utilization. Invest in modernizing production equipment and adopting new technologies to effectively adapt to shifts in production technologies.

Risk	Area of Impact	Source of Risk	Mitigating Action
Employee Retention & Succession Planning	Human Capital	Internal	<p>Company values its employees as essential human assets and provides congenial environment and growth opportunities.</p> <p>Strategy on succession planning is in place to support the management in assessing employee performance for future growth and identify potential placements.</p> <p>The Company's key focus remains on the training and development of its intellectual capital and to provide meaningful opportunities to foster a thriving work environment and a high performance culture.</p>
Information System	Financial Capital	Internal / External	Appropriate data back-up is in place. Further, system related controls are in place and working effectively to safeguard confidential and or proprietary information.
National Catastrophe	Manufactured Capital / Relationship Capital	External	<p>Every possible aspects of safety measures has been taken into consideration by the Company during construction and erection of Building, Plant & Machinery to ensured that any adverse or unforeseen events / disasters cause minimum disruption.</p> <p>The Company has made comprehensive insurance cover of all. Further, the Company has established data backup to address any unwarranted events.</p>

MARKET RISK

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

Risk	Area of Impact	Source of Risk	Mitigating Action
Raw Material - Sugar Cane	Financial Capital	External	<p>The Company always maintains healthy relationship with its farmers. The risk of raw material - Sugarcane short supply and quality is mitigated to a large extent by educating farmers with latest cultivating techniques. The Company provides harvesting advance to growers and also provide fertilizers in the shape of advances for healthy crop.</p> <p>The Management keep an eye on prices of sugarcane offered by other adjoining mills and maintain sufficient bank balances to get the cane at prevailing market prices.</p>
Commodity	Financial Capital	External	<p>The Company diversify its revenue sources through supply of sugar to Registered buyers as well as Unregistered buyers.</p> <p>Further, the Company made investments in plant & machinery to reduce the consumption of Baggasse and sell the surplus Baggasse after meeting our own production requirements.</p>

Finished Goods - Sugar	Financial Capital	External	The management of the Company keep an eye and in-touch with the market sentiments and players respectively. This helps the management to do a quick and aggressive decision for sugar sales in scattered form or in bulk.
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FINANCIAL RISK

This risk includes credit risk, liquidity risk, foreign currency risk and interest rate risk.

Risk	Area of Impact	Source of Risk	Mitigating Action
Credit Risk	Financial Capital	External	<p>To manage exposure to credit risk in respect of trade receivables, management performs credit reviews taking into account the customer's financial position, past experience and other factors.</p> <p>The Company also manages credit risk interalia by setting out credit limits in relation to individual customers and / or by obtaining advance against the sales and / or through letter of credits.</p>
Interest Rate Risk	Financial Capital	External	<p>Company's exposure to interest rate is associated with the short term borrowings. The Company monitors interest rate fluctuation and encounters interest rate risk by utilizing optimal mix of different types of borrowing arrangements and also manages the risk through viable negotiations with lenders and effective fund utilization.</p> <p>Defer the capital and other not necessary expenditures so that all the cash generated would be utilized in debt reduction.</p> <p>Working capital management strategies to be placed to reduce the short term debt profiles.</p>
Liquidity Risk	Financial Capital	External	The Company manages liquidity risk by maintaining sufficient cash and ensuring the fund availability through adequate credit facilities. The Company has available un-availed borrowing facilities and also has cash & bank balances.
Foreign Exchange Risk	Financial Capital	External	The Company's treasury function closely monitors and manages the exposure to foreign currency risk. The Company is not directly exposed to Foreign Exchange Risk. When the Government allow exports and the Company made export sales, the Company obtained partial payment as an advance and negotiate the rate with bank for the balance payment. Moreover, the residual risk on purchases is passed on as part of the product pricing subject to market conditions and Government policies.

COMPLIANCE RISK

This risk includes the Company's potential exposure to legal penalties, resulting from its failure to act in accordance with laws and regulations.

Risk	Area of Impact	Source of Risk	Mitigating Action
Risk of Litigation	Social & Relationship Capital	External	Significant litigation cases are handled through reputable law firms and our Consultants / lawyers engaged by the Company which specialized in particular areas.
Environmental	Natural Capital	Internal	The Company has made serious efforts and are installing equipment to reduce the pollution and making a good impact of Company's business on Environment. The Company has installed collection units to retrieve oil / grease e.t.c. from the waste water and ash collectors are also installed at the chimneys to absorb the ash. The Effluent treatment plant has also been run at the Mills. Various environmentally friendly projects, such as renewable energy initiatives, urban forests and waste heat recovery systems have been implemented to reduce our net carbon foot print.
Health & Safety	Human Capital	Internal	Issues are addressed by focusing on safety measures such as conducting appropriate trainings, use of equipments & safety practices. Providing awareness to employees for precautionary measures. Safety awareness and training sessions are regularly conducted throughout the Company, alongside safety internal audits to continuously monitor and minimize exposure. Implementation of Health & Safety policies and training workshops, periodic review of safety related incidents to ensure process effectiveness and also provide protective equipment. Collaborate with local healthcare authorities and providers to support public health efforts. Continuously monitor global health trends and collaborate with health authorities to adapt our health and safety measures accordingly
Regulatory Laws & Policies	Relationship Capital	Internal	The Company closely monitors changes in the regulatory environment and adopts to all significant changes in a timely manner, which is applicable to the Company, to prevent any breach of law. External experts are also engaged for consultations. Engage with Governments, Regulatory and public bodies to shape regulatory requirements and mitigate risk. Audit Committee and Internal Audit Department reviews adequacy and effectiveness of controls over compliance & reporting.
Unethical & Prohibited Business Practices	Relationship Capital	Internal	Our code of conduct sets out the behaviors that is expected from the Company, the Directors, the Executive & Managers and the Employees & Workers. We are committed to conduct business in an ethical manner and a reputation of trust & reliance. Additionally, the Company leverages economies of scale procurement expertise to maintain price competitiveness.

Key Responsibilities of the Chairman of the Board of Directors

The key responsibilities of the Chairman of the Board of Directors, includes but not limited to, are as follows:

Leadership of the Board

The Chairman is responsible for leadership of the Board and ensure that the Board plays an effective role in fulfilling its responsibilities.

Agenda and discussion in meetings

The Chairman set the agenda of the Board's meeting and ensure that reasonable time is available for discussion of the same. All written notices, including the agenda of meetings be circulated at least seven days prior to the meetings, except in the case of emergency meetings, where the notice period may be reduced or waived.

Minutes of meeting

Ensuring that the minutes of meetings of the Board of Directors are kept in accordance with the requirements of the Companies Act, 2017.

Appointment Letters

At the beginning of the term of each Director, the Chairman issue letter to the appointed Directors setting out their role, obligations, powers and responsibilities in accordance with the Companies Act, 2017 and Company's Articles of Association, their remuneration and entitlement.

Chairman Review Report

Every financial statements circulated under section 223 of the Companies Act, 2017 must contain a Review Report by the Chairman on the overall performance of the Board and effectiveness of the role played by the Board in achieving the Company's objectives.

Chairman of the General Meeting

The Chairman of the Board preside as Chairman at every Annual General Meeting and Extra Ordinary General Meeting of the Company.

Under Companies (Postal Ballot) Regulations, 2018:

The responsibility of the Chairman for general meeting, in which agenda of Special Business and the Election of Directors is going to be held, for that purpose the Chairman is to record the time and date of receipt of ballot papers, keep them in safe custody and ensure confidentiality of the result till it is formally announced and immediately after the conclusion of poll, count votes cast during time of poll in person, through proxy, video-link and by post and in case of e-voting unblock result of e-voting and also ensure completeness and accuracy of the results of the voting and announced in the meeting, by the Chairman. The Chairman, after announcement of result of poll shall send execution report of poll to the Company.

Where a scrutinizer has been appointed under the Companies (Postal Ballot) Regulations, 2018 by the Board, the Chairman must comply with the regulations, give details and follow the procedures, as listed therein.

Key Responsibilities of the Chief Executive Officer

The key responsibilities of the Chief Executive Officer of the Company, includes but not limited to, are as follows:

Issues to be placed for decision of Board of Directors

The Chief Executive Officer of the Company shall place significant issues for the information, consideration and decision, as the case may be, of the Board of Directors or its Committees that include but are not limited to the following:

The Chief Executive Officer foresees risk of default concerning obligations on any loans, borrowings or any other debt instrument, the same shall be brought to the attention of Board; annual business plan, cash flow projections, forecasts and strategic plan; budgets including capital, manpower and overhead budgets, along with variance analysis; matters recommended and/or reported by the Audit Committee and other committees of the Board; quarterly operating results of the Company as a whole and in terms of its operating divisions or business segments; internal audit reports, including cases of fraud, bribery, corruption, or irregularities of material nature; management letter issued by the external auditors; details of joint venture or collaboration agreements or agreements with distributors, agents etc.; promulgation of or amendment to a law, rule or regulation, applicability of financial reporting standard and such other matters as may affect the Company and the status of compliance therewith; status and implications of any law suit or proceedings of material nature, filed by or against the Company; failure to recover material amounts of loans, advances, and deposits made by the Company including trade debts; any significant accidents, fatalities, dangerous occurrences and instances of pollution and environmental problems involving the Company; significant claims made or likely to be made against the Company, including any adverse judgment or order made on the conduct of the Company or of another Company that may bear negatively on the Company; report on governance, risk management and compliance issues; disputes with labor and their proposed solutions, any agreement with the labor union or collective bargaining agent and any charter of demands on the Company; reports on /synopsis of issues and information pursued under the whistle blowing policy; implementation of environmental, social and governmental and health and safety business practices including report on corporate social responsibility activities or any other regulatory framework as applicable; sale of assets, investments and undertakings of material amount or significant nature, which is not in the ordinary course of business; and quarterly details of foreign exchange exposures and the safeguards taken by management against adverse exchange rate movement, if material.

Responsibility for Financial Reporting and Corporate Compliance

The Chief Executive Officer and the Chief Financial Officer shall duly endorse the quarterly, half-yearly and annual financial statements under their respective signatures prior to placing and circulating the same for consideration and approval of the Board of Directors.

Chief Executive not to engage in business competing with Company's business

Chief Executive of Company shall not directly or indirectly engage in any business, which is of the same nature, and directly competes with the business carried on by the Company.

Terms of Reference for the Corporate Social Responsibility (CSR) Committee

The Terms of References of the Committee are as follows:

1. To review, agree and establish the Company's corporate strategy to ensure that corporate social responsibility is and remains an integral part of the strategy and its implementation in practice and that the social, environmental and economic activities are aligned;
2. To ensure that there is recognition of the impact of its activities upon all stakeholders including shareholders, customers, suppliers, employees and the wider community and environment and that those activities are regulated such that, consistent with sustainable business and development, they are conducted in a socially responsible manner and have a positive impact on society;
3. To develop and recommend for acceptance by the Board policies on all key areas of CSR including the environment, health and safety, product testing and customer safety, standards of business conduct, ethics, employees and employee development, charitable activities and community initiatives;
4. To develop and support the activities necessary to convert CSR policies into an effective plan for implementation and to agree a programme of specific CSR activities and focus for each financial year, supported by appropriate targets and key performance indicators;
5. To monitor compliance with the CSR policies and review performance against agreed targets;
6. In conjunction with management and other committees of the Board including the Risk Management Committee, to identify material environmental, social, health and safety risk areas and to ensure that appropriate measures are taken to mitigate any such risks;
7. To evaluate and oversee on an ongoing basis the quality and integrity of any reporting to external stakeholders concerning CSR matters and, specifically, to review and present to the Board for final approval a CSR report for publication in the annual reports and accounts;
8. To develop and encourage effective two-way communication concerning CSR issues within the business;
9. Where appropriate, to consider the appointment of external advisors to advise and support the Committee in respect of CSR initiatives and to be responsible for establishing the selection criteria, terms of reference and fees in respect of any such advisors;
10. CSR Commitment Statement to be placed and agreed in each meeting of the Committee with respect to CSR definition, business value of CSR, vision and commitment (resources, time, personnel);
11. To determine the priority areas wherein the CSR projects are currently being managed (ongoing projects) and are planned to be initiated (upcoming projects);
12. To allocate resources and earmark specific resources (quantifiable), specific criteria, or a proportion of amount for selected CSR activities. The method of allocation of resources or identified criteria must be predetermined and endorsed by the Committee / Board;
13. Hold orientation sessions for the Committee members and the Board to ensure that the members and the Board have adequate understanding and expertise of CSR for making informed decisions and incorporate CSR as part of Annual Board Evaluation;
14. Specifying the organizational approach towards CSR;
15. Incorporating the CSR approach into code of ethics of the Company;

16. Setting targets for achievement of CSR objectives and periodic monitoring and evaluation of CSR activities;
17. Recognizing and documenting the shortfalls / failures and incorporating improvement in future CSR policy / plans; and
18. To consider such other topics and issues in relation to CSR as may be stipulated by the Board from time to time.

Terms of reference of the Audit Committee

The Board of Directors shall provide adequate resources and authority to enable the Audit Committee to carry out its responsibilities effectively. The terms of reference of the Audit Committee shall be the following:

- a) Determination of appropriate measures to safeguard the Company's assets;
- b) Review of quarterly, half-yearly and annual financial statements of the Company, prior to their approval by the Board of Directors, focusing on:
 - Major judgmental areas;
 - Significant adjustments resulting from the audit;
 - Going concern assumption;
 - Any changes in accounting policies and practices;
 - Compliance with applicable accounting standards;
 - Compliance with listing regulations and other statutory and regulatory requirements; and
 - Significant related party transactions.
- c) Review of preliminary announcements of results prior to publication;
- d) facilitating the external audit and discussion with external auditors of major observations arising from interim and final audits and any matter that the auditors may wish to highlight (in the absence of management, where necessary);
- e) Review of management letter issued by external auditors and management's response thereto;
- f) Ensuring coordination between the internal and external auditors of the Company;
- g) Review of the scope and extent of internal audit, audit plan, reporting framework and procedures and ensuring that the internal audit function has adequate resources and is appropriately placed within the Company;
- h) Consideration of major findings of internal investigations of activities characterized by fraud, corruption and abuse of power and management's response thereto;
- i) Ascertaining that the internal control systems including financial and operational controls, accounting systems for timely and appropriate recording of purchases and sales, receipts and payments, assets and liabilities and the reporting structure are adequate and effective;
- j) Review of the Company's statement on internal control systems prior to endorsement by the Board of Directors and internal audit reports;
- k) Instituting special projects, value for money studies or other investigations on any matter specified by the Board of Directors, in consultation with the chief executive officer and to consider remittance of any matter to the external auditors or to any other external body;
- l) Determination of compliance with relevant statutory requirements;
- m) Monitoring compliance with the regulations and identification of significant violations thereof;

- n) Review of arrangement for staff and management to report to Audit Committee in confidence, concerns, if any, about actual or potential improprieties in financial and other matters and recommend instituting remedial and mitigating measures;
- o) Recommend to the Board of Directors the appointment of external auditors, their removal, audit fees, the provision of any service permissible to be rendered to the Company by the external auditors in addition to audit of its financial statements. The Board of Directors shall give due consideration to the recommendations of the Audit Committee and where it acts otherwise and shall record the reasons thereof;
- p) Consideration of any other issue or matter as may be assigned by the Board of Directors.

Related party transactions

The details of all related party transactions shall be placed periodically before the Audit Committee of the Company and upon recommendations of the Audit Committee the same shall be placed before the Board for review and approval.

The related party transactions, not executed at arm's length price, shall also be placed separately at each Board meeting along with necessary justification for consideration and approval of the Board on recommendation of the Audit Committee of the Company. The Board of Directors of a Company shall approve the pricing methods for related party transactions, after recommendation of the Audit Committee that were made on the terms equivalent to those that prevail in arm's length transaction, only if such terms can be substantiated.

Terms of reference of the Human Resource & Remuneration Committee

The Terms of reference of Committee shall be the following:

- a) Leading the process for Board appointments, identifying and assessing candidates who are qualified for election of Directors (in particular, independent Directors) after invoking necessary procedures for making recommendations to the Board prior to publishing names of nominees for election of Directors by the general meeting;
- b) Recommend to the Board for consideration and approval a policy framework for determining remuneration of Directors (both executive and non-executive Directors and members of senior management). The definition of senior management will be determined by the Board which shall normally include the first layer of management below the chief executive officer level;
- c) Undertaking annually a formal process of evaluation of performance of the Board as a whole and its committees either directly or by engaging external independent consultant and if so appointed, a statement to that effect shall be made in the Directors' report disclosing name, qualifications and major terms of appointment;
- d) Recommending human resource management policies to the Board;
- e) Recommending to the Board the selection, evaluation, development, compensation (including Retirement benefits) and succession planning of the chief executive officer;
- f) Recommending to the Board the selection, evaluation, development, compensation (including retirement benefits) of chief operating officer, chief financial officer, Company secretary and head of internal audit;
- g) Consideration and approval on recommendations of chief executive officer on such matters for key management positions who report directly to chief executive officer or chief operating officer;
- h) Where human resource and remuneration consultants are appointed, their credentials shall be known by the Committee and a statement shall be made by them as to whether they have any other connection with the Company.

Terms of reference of the Risk Management Committee

The Board constituted the Risk Management Committee to carry out a review of effectiveness of risk management procedures and present a report to the Board. The Terms of Reference of the Committee shall include the following:

- a) Monitoring and review of all material controls (financial, operational, compliance);
- b) Risk mitigation measures are robust and integrity of financial information is ensured;
- c) Appropriate extent of disclosure of Company's risk management framework and internal control system in Directors report.

Terms of reference of the Information Technology & Steering Committee

The Board constituted the Information Technology & Steering Committee to carry out Information Technology Governance. The terms of reference of the committee shall be the following:

- a) To have properly documented and implemented Information Technology Governance Policy to ensure integrated framework for evolving and maintaining existing Information Technology and acquiring new technology to achieve the Company's Strategic focus
- b) To define Information Technology Governance, Scope and its role & responsibilities;
- c) To promote accountabilities, due diligence, efficient and economic delivery of the Company's Information Technology services;
- d) To provide structured decision making process around Information Technology investment decisions;
- e) To laydown solid structure for management decision making;
- f) To develop & upgrade different modules to provide reliable, efficient and timely information.

An Abstract of Policy for Corporate Social Responsibility

The following are an abstracts of policy for Corporate Social Responsibility:

The objective is to promote the development of a framework for Corporate Social Responsibility (CSR) initiatives by the Sanghar Sugar Mills Limited (the Company).

Strategy of Corporate Social Responsibility

The Company is socially responsible and committed to conduct its business ethically and with responsibility. The Company is conscious of the role to play as responsible corporate entity in fulfilling the various needs of the society concerning health, safety, environment, employee relationship and social welfare of the society. The Company considers itself accountable to its stakeholders and has identified dimensions of performing the social responsibilities which are contribution to economy, environment and society. The management peruses the strategy by following strategic guidelines to be a good corporate entity:

1. Encouraging employment of work force living in the rural areas in order to yield significant gain and uplift their living standard.
2. Continuously striving to improve greenery, protecting the environment, maintain a clean environment around the factory and better housekeeping.
3. Making arrangement for civic, health, safety of people, education and accommodation facilities to employees and people.
4. Support social causes and human rights.
5. Conducting business in a socially responsible and ethical manner and in compliance with the Law.
6. Behave responsibly and with sensitivity to local communities in the area in which we operate.
7. Engaging, learning from, respecting and supporting the communities and cultures within which we work.

Sustainability & Corporate Social Responsibility

The Company acknowledges its social and ethical responsibility to carry out its business in order to keep it safe and protect it for the generation to come. Sustainability Policy is considered to be essential for continuing of the business. The Company considers itself accountable to its stakeholders and informs them about the initiative and measures taken to ensure sustainability and has identified the following dimensions of performing social responsibilities which contributing to economy, environment, health, education and society.

1. To support the sugarcane growers of the area and provide better quality seeds and fertilizers to achieve improvement in quality of sugarcane and enhance its quantity and productivity in order to have regular, constant and better supply in future the major basic raw material for sugar mills.
2. To alleviate illiteracy in the rural areas of the Country, the Company has launched education program and is providing education facilities at the premises adjacent to the Mills' Employees' Colony by the qualified staff on concessional basis to the children of the factory employees and persons living nearby in rural areas.
3. To contributing to the National growth by sharing its revenue with the nation in the form of taxes, rates and duties.

4. To improve foreign reserves of the Country by earning foreign currency through exports of sugar as and when allowed.
5. To follow consciously the needs of the Society concerning health, safety and environment for achieving the objective.
6. To make efforts to minimize the accidental risks, have necessary medical facilities and continuously strive to improve greenery and maintain clean and safe environment, better housekeeping, safeguarding the health of employees.
7. To make efforts on improving the social conditions of the Communities and employees related to the Company by establishing fair working conditions, ensuring occupational safety, setting social standard, establishing minimum wages, zero tolerance on child labour and forced labour etc.
8. To encourage employment of workforce living in the rural areas in order to yield significant gain and uplift their living standard.
9. To treat all employees fairly and compensate them according to the industry practice. Provides the benefits such as perquisites, annual leaves, pick and drop, facility of mess, safe and healthy working conditions etc along-with group insurance, making payments to Employees Old Age Benefits Institution, Worker's Welfare Fund, Worker's Profit Participation Funds.
10. To maintain the principles of integrity and trust with respect to privacy of the employees of the Company.
11. To carry out activities at the time of natural calamity or engage in Disaster Management System.
12. To promote sustainability in collaboration with the industry associations.
13. To contribute to any fund setup by the Government, which may be recognized as CSR activity.
14. Monitor and review our CSR policies and procedures on a regular basis to ensure suitability and effectiveness.
15. Use continuous assessment to ensure our CSR activities meet identified performance objectives.

An Abstract of Policy for Directors' Remuneration & Meeting Fee

Following are an abstracts of the policy for Directors' Remuneration and Meeting Fee:

Meeting Fee of Directors

Non-Executive Directors do not have service agreements, but are engaged on the basis of a letter of appointment. All Directors are subject to re-election after three years at the Extra Ordinary General Meeting. It is the policy of the Board of Directors that Non-Executive Directors are not eligible to participate in any of the Company's bonus, share option, long-term incentive or Gratuity schemes.

Objective approach of the Company Fees (cash and shares) is to attract and retain Non-Executive Directors of the highest caliber with broad commercial experience relevant to the Company. The fees paid to Non-Executive Directors are determined by the Board of Directors, with recommendations provided. Fee levels may be reviewed annually, with any adjustments effective from start of the financial year and are reviewed by taking into account external advice on best practice and competitive levels. Time commitment and responsibility are also taken into account when reviewing fees. Chairman and Non-Executive Director fees may be delivered in cash. Aggregate fees are limited by the Company's Articles of Association. Travel and expenses for Non-Executive Directors (including the Chairman) are incurred in the normal course of business, for example in relation to attendance at Board and Committee meetings. The costs associated with these are all met by the Company.

Any Non-Executive Director may waive the meeting fee from the Company, upon submission of waiver consent in writing.

The remuneration to be paid to any Director except the Chief Executive and the working Director for attending the meetings of the directors or a committee of directors shall not exceed the scale approved from time to time by the Board of Directors, as the case may be.

The remuneration of a Director for performing extra services, including the holding of the office of the Chairman, from time to time shall be determined by the Board of Directors.

Members representing management or others in any committee and the Executive Directors / Executives will not be entitle for the Meeting Fee.

Executive Directors' Remuneration

Basic Salary:

Provides market competitive fixed remuneration that rewards to relevant skills, responsibilities and contribution. Salaries are positioned within a market competitive range for companies of a similar size and complexity. The Board / Committee does not slavishly follow data but use it as a reference point in considering, in its judgment, the appropriate level having regard to other relevant factors including corporate and individual performance and any changes in an individual's role and responsibilities.

Benefits & Allowances:

To provide appropriate supporting monetary benefits. Provides appropriate insurance cover benefits. The Company may periodically change the benefits available for the office at which an Executive Director works in which case the Director would normally be eligible to receive the amended benefits on similar terms to all relevant staff.

Increment:

It's a sole discretion of the Board of Directors to decide the Increment percentage on annual basis for Executive Directors.

Gratuity:

Provides basic retirement benefits which reflects local market practice and for the permanent employee of the Company as per policy.

Production Bonuses:

Supports delivery of short term operational, financial and strategic goals. Production Bonuses level and the appropriateness of measures are reviewed annually to ensure they continue to support the strategy. Production bonuses will be paid as per the policy of the Company and subject to the limit approved by the Board of Directors for the Executive Directors.

Others:

The remuneration of a Director for performing extra services, including the holding of the office of the Chairman, from time to time shall be determined by the Board of Directors. Interested Directors & their relatives will not be eligible to participate and vote in the proceeding of the Board Meetings in which their remuneration & benefits will be discussed. All taxes and or with-holding taxes will applicable on the Remuneration and fee paid by the Company. These are subject to deduction of tax as per the applicable laws.

An Abstract of Policy for Related Party Transactions & Their Records

Scope of the Policy

This Policy applies to transactions between the Company and one or more of its Related Parties. It provides a framework for governance and reporting of Related Party Transactions. It is intended to ensure due and timely identification, approval, disclosure and reporting of transactions between the Company and any of its Related Parties. Amendments, from time to time, to the Policy, if any shall be considered and approved by the Board. The Policy covers all related party transactions of Sanghar Sugar Mills Limited (the Company) as defined under Section 208 of the Companies Act, 2017 read with related Regulation of Listed Companies (Code of Corporate Governance) Regulations, 2019 and the Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018 issued by the Securities & Exchange Commission of Pakistan (the Commission). The Policy is applicable to all the individuals responsible to initiate, authorize, record and report related party transactions and also on all Related Party Transactions irrespective of their value and size.

Definitions & Explanations

- (a) the expression "office of profit" means any office
- (i) where such office is held by a director, if the director holding it receives from the Company anything by way of remuneration over and above the remuneration to which he is entitled as director, by way of salary, fee, commission, perquisites, any rent-free accommodation, or otherwise;
 - (ii) where such office is held by an individual other than a director or by any firm, private company or other body corporate, if the individual, firm, private company or body corporate holding it receives from the company anything by way of remuneration, salary, fee, commission, perquisites, any rent-free accommodation, or otherwise;
- (b) the expression "arm's length transaction" means a transaction which is subject to such terms and conditions as may be specified.
- (c) the expression "related party" includes-
- (i) a director or his relative - "relative" means spouse, siblings and lineal ascendants and descendants of a person;
 - (ii) a key managerial personnel or his relative;
 - (iii) a firm, in which a director, manager or his relative is a partner;
 - (iv) a private company in which a director or manager is a member or director;
 - (v) a public company in which a director or manager is a director or holds along-with his relatives, any shares of its paid up share capital;
 - (vi) anybody corporate whose chief executive or manager is accustomed to act in accordance with the advice, directions or instructions of a director or manager (except in professional capacity);
 - (vii) any person on whose advice, directions or instructions a director or manager is accustomed to act (except in professional capacity);
 - (viii) any company which is;
 - (A) a holding, subsidiary or an associated company of such company; or
 - (B) a subsidiary of a holding company to which it is also a subsidiary;
 - (ix) such other person as may be specified;

Conditions for Transactions With Related Parties to be Characterized as “Arm's Length Transactions”

Subject to the requirements of section 208 of the Act, a transaction between related parties shall be characterized as an “arm's length transaction”, only if it is carried out in a way, as if;

- (a) the parties to the transaction were unrelated in any way;
- (b) the parties were free from any undue influence, control or pressure;
- (c) through its relevant decision-makers, each party was sufficiently knowledgeable about the circumstances of the transaction, sufficiently experienced in business and sufficiently well advised to be able to form a sound business judgment as to what was in its interests; and
- (d) each party was concerned only to achieve the best available commercial result for itself in all the circumstances.

Related Party Transactions

The Company may enter into any contract or arrangement with a related party with respect to:

- (a) sale, purchase or supply of any goods or materials;
- (b) selling or otherwise disposing of, or buying, property of any kind;
- (c) leasing of property of any kind;
- (d) availing or rendering of any services;
- (e) appointment of any agent for purchase or sale of goods, materials, services or property; and
- (f) such related party's appointment to any office or place of profit in the Company.

Provided that where majority of the directors are interested in any of the above transactions, the matter shall be placed before the general meeting for approval as special resolution:

Further, nothing in the above mentioned will apply to any transactions entered into by the Company in its ordinary course of business on an arm's length basis.

Register of Contracts or Arrangements in Which Directors are Interested

The Company shall keep one or more registers giving separately the particulars of all contracts or arrangements, in such manner and containing such particulars as may be specified by the Commission, except for the contract or arrangement;

- (a) for the sale, purchase or supply of any goods, materials or services if the value of such goods and materials or the cost of such services does not exceed the limit prescribed by the Commission; or
- (b) by a banking company for the collection of bills in the ordinary course of its business.

Every director shall, within a period of thirty days of his appointment, or relinquishment of his office, as the case may be, disclose to the Company the particulars relating to his concern or interest in the other associations which are required to be included in the register or such other information relating to himself as may be specified.

The register shall be kept at the registered office of the Company and it shall be open for inspection at such office during business hours and extracts may be taken there from, and copies thereof as may be required by any member of the company shall be furnished by the Company to such extent, in such manner, and on payment of such fees as may be specified.

The register to be kept shall also be produced at the commencement of every annual general meeting of the Company and shall remain open and accessible during the continuance of the meeting to any person having the right to attend the meeting.

Approval of Related Party Transactions

The details of all related party transactions shall be placed periodically before the Audit Committee of the Company and upon recommendations of the Audit Committee, the same shall be placed before the Board for review and approval.

Upon recommendation of the Audit Committee, the board will approve related party transactions and the following minimum information shall be circulated and disclosed to the Directors along with agenda for Board's Meeting called for approval of related party transactions;

- (a) name of related party;
- (b) names of the interested or concerned persons or Directors;
- (c) nature of relationship, interest or concern along with complete information of financial or other interest or concern of directors, managers or key managerial personnel in the related party;
- (d) detail, description, terms and conditions of transactions;
- (e) amount of transactions;
- (f) time-frame or duration of the transactions or contracts or arrangements;
- (g) pricing policy;
- (h) recommendations of the Audit Committee, where applicable; and
- (i) any other relevant and material information that is necessary for the Board to make a well informed decision regarding the approval of related party transactions.

If majority of the directors are interested in related party transactions, the matter will be placed before the general meeting for approval of members.

In case approval of members is required for related party transactions, the information will be provided to the members in the statement of material facts in terms of section 134 of the Companies Act, 2017 with the notice of the general meeting called for approval of the members for related party transactions.

Responsibility of Board Regarding Related Party Transactions

The Board will ensure that;

- (a) to educate and train management and relevant employees so that they can identify and report the related party transactions to the Board or other authorized persons;
- (b) to provide direction as to whom a Director or employee can consult, in case where they are uncertain if a transaction is a related party transaction or not;
- (c) to set general criteria to approve transactions or arrangement with related parties at various levels;
- (d) to identify and determine whether a related party transaction requires members' approval;
- (e) that any related party transactions that require members' approval are put before members;
- (f) to fix the responsibility for identification and disclosure of related party transactions; and
- (g) that the Company meets its legal and regulatory obligations in relation to related party transactions.

Every contract or arrangement entered will be referred to in the Director's Report to the shareholders along with the justification for entering into such contract or arrangement.

Where any contract or arrangement is entered into by a director or any other employee, without obtaining the consent of the Board or approval by a special resolution in the general meeting, as the case may be, if it is not ratified by the Board or, as the case may be, by the shareholders at a meeting within ninety days from the date on which such contract or arrangement was entered into, such contract or arrangement will be voidable at the option of the Board and if the contract or arrangement is with a related party to any director, or is authorized by any other director, the directors concerned shall indemnify the Company against any loss incurred by it (if any).

Record to be Maintained of Related Party Transactions and Contracts or Arrangements in Which Directors Are Interested

Subject to the requirements of the Act, the Company should maintain at its registered office, one or more registers with regards to transactions undertaken with related parties and contracts or arrangements in which directors are interested, as per the forms specified in Regulations and enter therein the particulars of:

- (a) contracts or arrangements, in which any director is, directly or indirectly, concerned or interested, as mentioned under the Act; and
- (b) contracts or arrangements with a related party with respect to transactions to which section 208 of the Act applies.

The entries in the register will be made in chronological order and must be authenticated through signatures by the Company Secretary or by any other person authorized by the Board in this behalf. The Company will keep all the contracts, agreements and instruments in respect of transactions or arrangements with related parties at its registered office. The register and record will be kept in the custody of the Company Secretary or any other person authorized by the Board in this behalf and it must be preserved in good order.

The Company will provide extracts from such register to a member of the Company on his request, within seven days from the date on which such request is made upon the payment of such fee as may be specified in the articles of the Company but not exceeding ten rupees per page.

Disclosure of Information

Pursuant to the provisions of sub-section (2) of section 209 of the Act, a Director shall provide information to the Company in the specified form as provided in Regulations. The Director giving notice of the interest will cause it to be disclosed at the meeting of the Board held immediately after the date of the notice.

All such notices must be kept at the registered office in the custody of the Company Secretary or any other person authorized by the Board in this behalf and must be preserved in good order.

The Company shall disseminate to the Pakistan Stock Exchange information about Related Party Transactions which individually or taken together with previous transactions with a related party during a financial year, is of a value equal to or more than 10% of total assets or annual total turnover as per last year's audited financial statements of the Company, immediately upon entering into such transaction except for the transactions entered into by the Company in its ordinary course of business. The information to be disseminate must include the following:

- o Name of Related Party
- o Nature of Transactions
- o Amount of Transaction
- o Names of the Interested person(s) and their nature of interest in the transaction / related party
- o The interested persons' direct or indirect shareholding in the Company
- o Details, description, terms & conditions of transaction
- o The rationale for and benefit to the Company of such transaction

Scope of Limitation

In the event of any conflict between the provisions of this Policy and the Companies Act, 2017 or any other statutory enactments and rules, the provision of the Companies Act, 2017 or statutory enactments, rules shall prevail.

An Abstract of Policy for Gender Diversity

Equal Opportunity Employment

Sanghar Sugar Mills Limited (the Company) fosters a culture where the people are driven to operate and perform with the highest integrity and values.

As an equal opportunity employer, the Company hires people purely on the basis of merit and is committed to providing equal access to employment to all people, regardless of race, religion, gender, nationality, or disability. The Company respects people and believes that the success of its business is created by good people working together in a team environment.

Some of the key steps taken to promote the equal opportunity mission are:

- Empowerment of women.
- Hiring of people with disabilities.
- Facilitation for candidates for internships who are willing to contribute.

The principal of equal remuneration shall be applied to all workers.

The four key aspects covered in policy that drive the promotion of gender equality are:

- Achieving equal pay for work of equal value
- Preventing and ending violence and harassment in the world of work
- Promoting work family balance and an equal sharing of childcare responsibilities
- Building a future of work that works for women

1. ACHIEVING EQUAL PAY FOR WORK OF EQUAL VALUE:

- Ensuring Commitment and leadership from the top
- Establishing and Implementing a comprehensive equal pay policy
- Measuring the gender pay gap and performing gender-neutral job evaluations
- Promoting pay transparency and reporting

2. PREVENTING AND ENDING GENDER-BASED VIOLENCE AND HARASSMENT IN THE WORK PLACE:

Violence and harassment negatively impact the organization of work, workplace relations, worker engagement, enterprise reputation and productivity. Those experiencing violence and harassment at work can suffer harm to their psychological, physical and sexual health, including physical injuries, anxiety, depression, stress and other lasting impacts of trauma as well as harm to their dignity and their family and social environment.

A five step framework that the Company shall be implemented in daily functioning:

- Raise prevention awareness;
- Commit to all aspects of women empowerment;
- Implement supportive policies;
- Collaborate with other sectors; and
- Ensure transparency and accountability.

Key Standards & other Instruments

The concept of "Violence and Harassment" in the world of work is defined as "un acceptable behaviors and practices, or threats thereof, whether a single occurrence or repeated, that aim at, result in, or are likely to result in physical, psychological, sexual or economic harm, and includes gender-based violence and harassment".

The Company is committed to eliminate violence and harassment at work and adopt a policy to:

- Affirm that violence and harassment will not be tolerated;
- Establish violence and harassment prevention programmes with, if appropriate, measurable objectives;
- Specify the rights and responsibilities of the workers and the employer, including the right of the worker to remove her or himself from a situation involving violence or harassment without fear or retaliation;

- Establish complaint and investigation procedures;
- Ensure that all internal and external communications related to incidents of violence and harassment will be duly considered, and acted upon as appropriate;
- Specify the right to privacy of individuals and confidentiality, while balancing the right of workers to be made aware of all hazards;
- Include measures to address domestic violence; awareness rising, leave for victims, flexible work arrangements, temporary protection against dismissal for victims of domestic violence and referral to public mitigation measures; and
- Institute measures to protect complainants, victims, witnesses and whistle blowers against victimization or retaliation.

Particular attention to be paid to the hazards and risks that:

- Arise from working conditions and arrangements, work organization and human resource management, as appropriate;
- Involved third parties such as clients, customers, service providers, users, patients and members of the public; and
- Arise from discrimination, abuse of power relations, and gender, cultural and social norms that support violence and harassment.

Protection against Harassment of Women at the workplace Act, 2010:

To protect women against such harassment at their workplace, Government of Pakistan has implemented “Protection against Harassment of Women at the Workplace Act, 2010” in all organizations. Every organization has an internal committee to work in this regard and to undertake the measures for implementation of this Act.

3. PROMOTING WORK-LIFE BALANCE AND EQUAL SHARING OF CARE RESPONSIBILITIES:

The Company shall:

- Provide maternity protection in line with local applicable laws
- Prevent discrimination against pregnant women and workers with family responsibilities
- Provide paid paternity leave and encourage uptake
- Provide paid gender-neutral parental leave
- Facilitate a smooth return to work after leave
- Provide flexible working arrangements
- Support breastfeeding in the workplace
- Assist with on or near site subsidized childcare

4. BUILDING A FUTURE OF WORK THAT WORKS FOR WOMEN

The Company shall:

- Provide gender-sensitive training with a focus on skilling, re-skilling and up-skilling
- Ensure that new technology does not perpetuate gender stereotypes
- Support women entrepreneurs in the gig economy
- Promote the privacy and safety of women and girls in cyberspace

An Abstract of Policy for Whistleblowing

Following are an abstract of policy for Whistleblowing;

Introduction

The Whistleblowing Policy gives legal protection to employee(s) or person(s) against being dismissed or penalized by their employers as a result of alone or jointly, provides to the Regulatory Authorities and to the Sanghar Sugar Mills Limited (the Company) with information regarding a contravention or indented contravention of the Laws and policies administered by the Regulatory Authorities and the Company.

It is fundamental to any employment contract that an employee will be loyal to his or her employer and will not disclose confidential information outside the organization. However, from time to time, a member of staff might discover information which he or she believes shows wrongdoing or malpractice within the organization. On such occasions, it must be made possible for the information to be disclosed without fear of reprisal.

Policy Statement

The Company is committed to the highest standards of honesty, openness and accountability. It aims to ensure that it operates in a responsible manner, taking into account standards set out. It recognizes that individual members of staff have an important role in helping to achieve this aim.

It is often members of the Company who are first to know if someone in the Company, or connected with it, appears to be acting illegally or improperly. They may feel apprehensive or anxious about raising their concerns, and their loyalty to the Company or to a colleague may prevent them from doing so. They might also be concerned that they will not be taken seriously or about any action against themselves that a disclosure might provoke. However, the Company encourages individuals who have knowledge, or reasonable suspicion, of wrongdoing to come forward. The Company takes all wrongdoing seriously and believes that any evidence suggesting such behavior should be investigated thoroughly.

The purpose of this procedure is to assist and enable all person(s) and or employee(s) of the Company to raise concerns or to disclose information which they believe, in good faith, may indicate malpractice.

Scope of the Policy and Procedure

The policy and procedures are concerned with alleged malpractice, impropriety or wrongdoing in the Company, which it is in the Company's or Shareholder's interest to disclose. The purpose of this policy is to establish appropriate handling of the receipt, retention, and treatment of Whistleblowing matters that may involve; (however it is not an exhaustive list):

- Breach of Company's Polices / Manuals (Accounting policies, Department Manuals, Money Laundering, Department Standard Operating Procedures or other policies / manuals);
- Breach of Internal Controls, management override of controls or other auditing matters;
- Non-compliance of various regulations and rules applicable on the Company (Companies Act, Income Tax Ordinance, Listing regulations, Rule Book of Pakistan Stock Exchange, Securities Act, Code of Corporate Governance and etc. and their related rules, notifications, directives or circulars etc.);
- Non-compliance of Code of Conduct;
- Fraud that is the use of deception with the intention of gaining an undue advantage, avoiding an obligation or causing loss to another party;
- False representations of a matter of fact whether by words or by conduct to clients or other stakeholders or any other fraudulent activities;
- Misappropriation of assets;

- Misuse of confidential information or deliberate falsification of records;
- Gross misconduct, gross incompetence, gross inefficiency or inadequate performance;
- Willful omission to perform duty;
- Illicit and corrupt practices;
- Acts of omissions which are deemed to be against the interest of the Company, laws, regulations or public policies;
- Deliberate damage to or misuse of Company's property, plant & equipment and resources;
- Taking or giving bribes or any illegal gratification or any other questionable activity;
- Serious breach of confidence, including insider dealing in securities;
- Financial malpractice or impropriety or fraud;
- Dangers to health and safety or the environment;
- Criminal activity;
- Improper conduct or unethical behavior including any offence;
- Miscarriage of justice; and
- Attempts to conceal any of the above and others.

It can be difficult to decide whether a particular action falls within the procedures and it may be that, when concerns are investigated, it appears appropriate to address them through other more specific procedures. As part of its day to day conduct of business, the Company takes decisions under established and reasonable procedures. It is not intended that this procedure will allow such decisions to be questioned unless on grounds of malpractice, impropriety or wrongdoing.

Conduct of Whistleblower

Whistleblower shall:

1. Act in good faith; explanation: protected disclosure shall not be 'in good faith' if the whistleblower has any other secret or unrelated reason for making the disclosure;
2. Have reasonable grounds to suspect that the protected disclosure indicates that the Company or regulated person has contravened or intends to contravene any administered legislation;
3. Refrain from making false accusations;
4. Take reasonable care to protect sensitive information and restrict disclosure to the relevant persons/authority only;
5. Shall only disclose the details which are related with the violations;
6. Ensure that the protected disclosure is accurate and complete to the best of his / her knowledge;
7. Provide original information;
8. Provide information voluntarily;
9. Provide complete evidence at his / her disposal to aid investigation of the issues reported; and
10. Provide information keeping in view the limitation as per Regulations.

Internal Whistleblowing

A whistleblower may make a protected disclosure before the Audit Committee or Board of Director of the Company or regulated person. If the protected disclosure is in respect of a member of the Audit Committee, such disclosure shall be made directly to the Chairman of the Board of Directors or his assigned representative.

Procedure for Internal Whistleblowing

The Whistleblower shall follow the following minimum procedure:

1. Whistleblower to report, in writing, openly or confidentially any protected disclosure;
2. To review the protected information;
3. To conduct enquiry into the allegations made and review the findings of the enquiry;
4. To determine the penalty or consequences for the employee or official who has been found involved in violation of applicable laws and rules made there under;
5. To report the findings of the enquiry to the Audit Committee and or Chairman of the Board of Directors of the Company, as the case may be; and
6. To report to the Commission.

Protection from Retaliation

The Company, its Board of Directors, Audit Committee or management shall ensure that no whistleblower, if he/she is an employee/former employee, is subject to any adverse action.

Procedure for Making and Investigating a Disclosure

If there are grounds for proceeding, the designated person will decide how the investigation should be undertaken. This will depend on the nature of the matter and may involve:

- o An internal investigation conducted by a sufficiently independent senior employee of the Company or its internal or external auditor;
- o An independent external inquiry.

The investigation will not be conducted by the person who may have to take a significant decision arising from the findings. It will be conducted as sensitively as possible, and normally be complete within due reasonable time of the disclosure being made. The investigation will also take into account concepts of natural justice and the need to safeguard individual reputations.

When an allegation concerns a named individual, the person concerned will be informed of the allegation and of the evidence supporting it. He/she will be invited to respond to the allegation as part of the investigation and/or before any final conclusion is reached. The point at which it is appropriate for the individual to be informed will depend on the nature of the case.

In any hearing under these procedures, the individual making the disclosure and the person against whom an allegation has been made are both entitled to be accompanied by his/her representative. The findings of any investigation will be reported to the designated person who will reach a decision on any further action to be taken.

Following an initial investigation, other internal procedures may be identified as relevant and may be invoked. In some cases, it may be appropriate to refer a matter outside the Company for further investigation. The designated person will inform the individual making the disclosure of the conclusion reached and what action, if any, is to be taken and why.

If the individual making the disclosure is dissatisfied about how an inquiry was carried out, and its resultant outcome, then he/she may appeal but only on procedural grounds, to the Chairman of the Board / Audit Committee, who may order a procedural review and establish its terms of reference.

A report summarizing all disclosures and inquiries and any subsequent actions taken will be made by the designated person to the Board / Audit Committee and such reports will be retained for a minimum of ten years.

Individual making a disclosure

The identity of the individual making an allegation will remain confidential, unless otherwise agreed with that individual, as long as it does not hinder or frustrate the investigation and is compatible with natural justice. However, the investigation process may at some stage need to reveal the source of the information, and the individual making the disclosure may at that stage need to provide an attributable statement as part of the evidence to be presented.

Unsubstantiated Allegations

No action will be taken against an individual who makes an allegation in good faith even if it is not confirmed by subsequent investigation. If, however, an individual makes what are subsequently determined to be malicious or vexatious allegations or made for personal gain, and particularly if he or she persists in making them, disciplinary action may be taken. A disclosure may be deemed malicious or vexatious at any stage of the procedure.

Others

This policy and procedure is designed to clarify for individuals the route through which concerns can be raised and to assure them that such matters will be taken seriously and acted upon within the Company. The Company takes the view that in the vast majority of cases an internal investigation and decision is likely to be the most appropriate course of action.

If an individual raises matters of concern outside the Company, without first using this procedure, he/she may be in breach of the procedure. That is potentially a disciplinary offence, especially if it causes, or might have caused, unnecessary reputational damage of the Company. In particular, it would not usually be considered appropriate for matters to be raised publicly before an investigation is completed.

An Abstract of Policy for Evaluation of Board's Performance

1. The Board Evaluation is to be adopted as Self-Evaluation of the Board, as a whole through open discussion and question every year in the Board Meeting.
2. The Evaluation System is to address areas of critical importance besides covering the following:
 - Appraising the basic organization of the Board of Directors.
 - Assessing the Board's overall scope of responsibilities.
 - The efficiency and effectiveness of the operation of the Board and its Committees.
 - Evaluate the flow of financial & other management information.
 - Focusing on the goals and results.
 - Validating the support and information provided by the management.
3. The Board should review and assess the results and such areas which are identified for improvement.

An Abstract of Internal Control Framework

Internal Control is broadly defined as a process, affected by an entity's Board of Directors, management and other personnel, designed to provide reasonable assurance regarding the achievement of objectives in the following categories:

- o **Effectiveness and efficiency of operations:** These pertain to effectiveness and efficiency of the entity's operations, including operational and financial performance goals and safeguarding assets against loss.
- o **Reliability of financial reporting:** These pertain to internal and external financial and non-financial reporting and may encompass reliability, timeliness, transparency, or other terms as set forth by regulators, recognized standard setters, or the entity's policies.
- o **Compliance with applicable laws and regulations:** These pertain to adherence to laws and regulations to which the entity is subject to.

Any system of internal control is designed to manage, rather than eliminate, the risk of failure to achieve business objectives. The system that have been established can only provide reasonable, and not absolute, assurance against material financial misstatement of loss.

Roles and Responsibilities

Everyone in the Company has responsibility for internal control.

Management - The Chief Executive Officer is ultimately responsible and is the owner of the system. To assist the Chief Executive Officer in discharge of his responsibilities, the Management is responsible to look at annual corporate objectives, approval and revision of budgets prior to presentation to the Board, review of strategy, stewarding corporate and departmental objectives. Senior Managers, in turn, assign responsibility for establishment of more specific internal control policies and procedures to personnel responsible for the departments' functions.

Board of Directors - Management is accountable to the Board of Directors, which provides governance, guidance and oversight. Board members are objective, capable and inquisitive. They have knowledge of the Company's activities and environment, and commit the time necessary to fulfill their Board responsibilities.

The Company's control consciousness is influenced significantly by those charged with governance. Considerations include whether there are sufficient individuals who are independent from management and objective in their evaluations and decision-making. The importance of the responsibilities of those charged with governance is recognized in codes of conduct and other laws and regulations or guidance produced for the benefit of those charged with governance. Other responsibilities of those charged with governance include oversight of the design and effective operation of whistle blower procedures.

Oversight from those charged with governance, structures, reporting lines, and appropriate authorities and responsibilities in pursuit of its objectives. This includes considerations about: key areas of authority and responsibility and appropriate lines of reporting; Policies relating to appropriate business practice, knowledge and experience of key personnel, and resource provided for carrying out duties; and Policies and communications directed at ensuring that all personnel understand the entity's objectives, know how their individual actions interrelate and contribute to those objectives, and recognize how and for what they will be held accountable.

Internal Audit - Internal Audit plays an important role in evaluating the effectiveness of control systems, and contribute to ongoing effectiveness, Because of the position and authority, internal audit plays a significant monitoring role.

The responsibilities of an internal audit function includes performing procedures and evaluating the results to provide assurance to management and those charged with governance regarding the design and effectiveness of risk management, the system of internal control and governance processes. If so, the internal audit function plays an important role in the entity's process to monitor the system of internal control. However, the responsibilities of the internal audit function be focused on evaluating the economy, efficiency and effectiveness of operations.

Other Personnel - Internal control is, to some degree, the responsibility of everyone in the Company and therefore an explicit or implicit part of employee's job description. Hence all personnel are responsible for communicating upward problems in operation, non-compliance with the ethics and business practices and other policies of the Company.

Features of Internal Controls

The principle features of the Company's system of Internal Control are as follows:

- o Control environment
- o Control procedures
- o Corporate
- o Performance monitoring
- o Performance review
- o Investment projects
- o Corporate reporting
- o Human Resource (Performance Measures of Employees)
- o Risk identification and management
- o Monitoring
- o The Information System
- o Communication
- o Physical or Logical Control

Control environment:

The Board encourages a culture of integrity and openness. The Company has an organizational structure with clear lines of accountability and authority across its operations, supported by appropriate reporting procedures. Each of the department is accountable to the Chief Executive Officer and is managed within the strategic guidelines and delegated authorities adopted by the Board. The functional heads, meets regularly to discuss issues facing the Company.

The effectiveness of controls cannot rise above the integrity and ethical values of the people who create, administer, and monitor them. Integrity and ethical behavior are the product of the Company's ethical and behavioral standards or code of conduct. The communication of entity policies on integrity and ethical values may include the communication of behavioral standards to personnel through policy statements and codes of conduct.

Control procedure:

Control procedures have been established in each of the Company's operations to safeguard the Company's assets from loss or misuse and to ensure appropriate authorization and recording of financial transactions.

Corporate Plan:

Management submits an annual corporate budget and plan to the Board for approval. The budget and plan for each department is the quantified assessment of its planned operating and financial performance for the next financial year, together with a revision of the budget for current year. Management reviews the plans with each operational team. The individual plans are based on key economic and financial assumptions and income statement and cash flow.

Performance monitoring:

Performance and financial reports are produced for each department, with comparisons to budget. Reports are consolidated for overall review by the Management, together with forecasts for the income statement and cash flow.

Performance Review:

Each department is subject to regular performance reviews with Management during the year. Actual results and forecasts for the year are compared to budget. Key operational and financial results are reviewed together with the risk profile and business environment of the reporting unit.

Investment project:

Investment projects are subject to formal review and authorization procedures with designated levels of authority, including a review by the Audit Committee before these are recommended for Board approval.

Corporate reporting:

The quarterly, half yearly and annual financial statements and statement of compliance with Code of Corporate Governance are reviewed by Audit Committee before these are recommended for Board approval and dissemination to Pakistan Stock Exchange, Securities & Exchange Commission of Pakistan and shareholders.

Control Risk relevant to reliable financial reporting include external and internal events, transactions or circumstances that may occur and adversely affect an Company's ability to initiate, record, process, and report financial information consistent with the assertions of management in the financial statements. Control Risks can arise or change due to circumstances such as the following:

- o **Change in operating environment.** Changes in the regulatory, economic or operating environment can result in changes in competitive pressure and significantly different risks.
- o **New personnel.** New personnel may have a different focus on or understanding of the system of internal control.
- o **New or revamped information system.** Significant and rapid changes in the information system can change the risk relating to the Company's system of internal control.
- o **Rapid growth.** Significant and rapid expansion of operations can strain controls and increase the risk of a break down in controls.
- o **New technology.** Incorporating new technologies into production processes or the information system may change risk associated with the Company's system of internal control.
- o **New business models, products, or activities.** Entering into business areas or transactions with which an entity has little experience may introduce new risks associated with the Company's system of internal control.
- o **Corporate restructurings.** Restructuring may be accompanied by staff reductions and changes in supervision and segregation of duties that may change the risk associated with the Company's system internal control.
- o **Expended foreign operations.** The expansion or acquisition of foreign operations carries new and often unique risks that may affect internal control.
- o **New accounting pronouncements.** Adoption of new accounting principles or changing accounting principles may affect risks in preparing financial statements.
- o **Use of IT.** Maintaining the integrity of data and information processing. Risks to the Company's business strategy that arise if the Company's IT strategy does not effectively supporting the Company's business strategy; or Changes or interruptions in the Company's IT environment or turnover of IT personnel or when the entity does not make necessary updates to the IT environment or such updates are not timely.

Human Resource (Performance Measures of Employees):

The Management of the Company demonstrates a commitment to attract, develop, and retain competent individuals in alignment with its objectives. The Company ensures that the individuals have the knowledge and skills necessary to accomplish the tasks that define the individual's job, such as:

- o Standards for recruiting the most qualified individuals with an emphasis on educational background, prior work experience, past accomplishments, and evidence of integrity and ethical behavior.

- o Training policies that communicate prospective roles and responsibilities, including practices such as training and seminars that illustrate expected level of performance and behavior;
- o Periodic performance appraisals driving promotions that demonstrate the Company's commitment to the advancement of qualified personnel to higher levels of responsibility; and
- o Establishing performance measures, incentives and rewards for those responsible for internal control, including how the measures are evaluate and maintain their relevance.

Risk Identification and Management:

As outlined in the Annual Report there is a mechanism for identifying, assessing, evaluating and mitigating the risks face by the Company. Activities are coordinated by the Management. The CFO retains overall responsibility, on behalf of the Board, for ensuring that the systems for indentifying and assessing significant risks are adequate, that appropriate control systems and other mitigating actions are in place, and that residual exposures are consistent with the strategy and objectives. In addition a process of periodic audit reviews is in place which involves identification of major financial, commercial and operating risk.

The Company's risk assessment process includes how management identifies business risks relevant to the preparation of financial statement in accordance with the Company's applicable financial reporting framework, estimates their significance, assesses the likelihood of their occurrence, and decides upon actions to respond to and manage them and the results thereof.

Monitoring

The Board reviews the effectiveness of established internal control through the Audit Committee, which receives reports from management, Internal Audit, and the external auditor on the systems of internal control and risk management arrangements.

The Board confirms that the actions it considers necessary have been or are being taken to remedy such failings and weaknesses as it has determined to be significant from its review of the system of internal control. This has involved considering the matters reported to it and developing plans and programs that it considers reasonable in the circumstances.

The Internal Audit department, through Head of Internal Audit, reports administratively to the Chief Executive Officer and functionally to the Chairman Audit Committee. It carries out internal audit of various activities in accordance with audit plan approved by Audit Committee prior to execution. Emphasis continue to be on internal compliance measured against set standards and best practices. Management is required to comply in with defined policies and procedures. The Audit Committee is responsible for ascertaining the adequacy and effectiveness of internal controls including financial and operational controls, accounting systems and reporting structure.

Information System

These relevant to financial reporting encompasses policies, procedure and records that:

- o Identify and record all valid transactions.
- o Describe on a timely basis the transactions in sufficient detail to permit proper classification of transactions for financial reporting.
- o Measures the value of transactions and a manner that permits recording their proper monetary value in the financial statements.
- o Determine the time period in which transactions occurred to permit recording of transactions in the proper accounting period.
- o Present properly the transactions and related disclosures in the financial statements.
- o Capture, process and disclose information about events and conditions other than transactions.

Communication

Communication involves providing an understanding of individual roles and responsibilities pertaining to the entity's system of internal control may take a such forms as policy manuals, accounting and financial reporting manuals and memorandum. Communication also can be made electronically, orally, and through the actions of management.

Control in the control activities component consist of application controls and general IT controls, both of which may be manual or automated in nature, and may pertain to the following:

- o Authorization and approvals an authorization affirms that a transaction is valid. An authorization typically takes the form of an approval by a high level of management or of verification and a determination if the transaction is valid.
- o Reconciliations compare two or more data elements and, if difference are identified action is taken to bring the data into agreement. Reconciliations generally address the completeness or accuracy of processing transactions.
- o Verifications compare two or more items with each other or compare an item with a policy, and perform follow-up action when two items do not match or the items is not consistent with policy. Verifications generally address the completeness, accuracy, of validity of processing transactions.

Physical or logical controls

These includes those that address security of assets against authorized access, acquisition, controls that encompass:

The physical security of assets, including adequate safeguards such as secured facilities over access to assets and records. The authorization for access to computer programs and data files (i.e, logical access). The periodic counting and comparison with amount shown on control records.

Segregation of duties

Assigning different people the responsibilities of authorizing transactions, recording transactions, and maintaining custody of assets. Segregation of duties is intended to reduce the opportunities to allow any person to be in a position to both perpetrate and conceal errors or fraud in the normal course of the person's duties.

Limitations of internal control

Internal control, no matter how effective, can provide an entity with only reasonable assurance about achieving the Company's financial reporting objectives. The likelihood of their achievement is affected by the inherent limitations of internal control. These include the realities that human judgment in decision-making can be faulty and that breakdowns in internal control can occur because of human error.

Additionally, controls can be circumvented by the collusion of two or more people or inappropriate management override of internal controls. Further, in designing and implementing controls, management may make judgments on the nature and extent of the controls it chooses to implement, and the nature and extent of the risks it chooses to assume.

Report of The Audit Committee on Compliance with the Regulatory Requirements

The Audit Committee has concluded its annual review of the conduct and operations of the Company during the financial year ended September 30, 2024 and reports that:

THE AUDIT COMMITTEE:

- o The Audit Committee (the Committee) is constituted by the Board and comprises of three Members, all are non-executive Directors and the Chairman and one Member of the Committee are Independent Directors.
- o The Committee members are financially literate with immense experience in the fields of finance, governance and business management.
- o The Committee is accountable to the Board for the determination of appropriate measures to safeguard the Company's assets, review of the Company's internal control systems prior to endorsement by the Board, review the internal audit reports and forwarded to the Board for consideration, recommendation of appointment of external auditors, directing and monitoring the audit function, reviewing the adequacy and quality of the audit process and recommendation to the Board for approval of related party transactions.
- o The Committee gives additional assurance to the Board for the accuracy of the financial information and also ensures that the Company has an effective internal control framework.

CORPORATE GOVERNANCE:

- o The Company has issued a "Statement of Compliance with Listed Companies (Code of Corporate Governance) Regulations, 2019" (Compliance Statement) along-with the details of non-compliances of non-mandatory Regulations with the explanations thereon, which has also been reviewed by the Statutory Auditors of the Company and issued a Review Report thereon.
- o The Committee has also reviewed the Compliance Statement and confirm that the requirements of the Regulations have been complied except for those as stated therein for non-mandatory Regulations.
- o The Committee has reviewed the revised "Code of Conduct" of the Company which has been prepared as per the Guidelines for preparing Code of Conduct and the Listed Companies (Code of Corporate Governance) Regulations, 2019 issued by the Securities and Exchange Commission of Pakistan and recommended to the Board for approval, adoption and dissemination and has further ensured that appropriate steps have been taken to disseminate it throughout the Company along with its supporting policies and procedures.
- o The Committee ensured that a complete record of particulars of significant policies along-with the dates on which they were approved or amended has been maintained.
- o All direct and indirect trading and holdings of the Company's shares by Directors and or their spouses were duly notified in writing to the Company Secretary along with the price, the number of shares, form of shares, and the nature of the transaction. All such transactions were disclosed at the Pakistan Stock Exchange and Securities & Exchange Commission of Pakistan and reported to the Board of Directors.

FINANCIAL STATEMENTS - ANNUAL REPORT 2024:

- o The Company has issued a very comprehensive Annual Report 2024 which comprise the statement of financial position as at September 30, 2024, and the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity, the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information, which gives fair, balanced and understandable information in excess of the regulatory requirements to offer an in-depth understanding of the management style, the policies set in place by the Company, its performance during the year, and future prospects to various stakeholders of the Company.
- o The Audit Committee believes that the Annual Report 2024 includes both financial and non-financial performance, risk and opportunities and outcomes attributable to Company's activities and key stakeholders having significant influence on its value creation ability.
- o The Committee has briefly reviewed the details, contents and the adequacy of the details and information reported in the Directors' Review on Condensed Interim Financial Statements during the year and the Directors' Report on Annual Financial Statements.
- o The Chief Executive Officer and the Chief Financial Officer have endorsed the financial statements of the Company before presenting to the Committee and the Board. They acknowledge their responsibility for true and fair presentation of the Company's financial statements, accuracy of reporting, compliance with regulations, applicable accounting standards, establishment and maintenance of internal controls and systems of the Company.
- o The Annual Audited Financial Statements presents a true and fair view of the Company's affairs, results of operations, (losses) / profits, cash flows and changes in equity for the year under review.
- o The Committee has reviewed the Condensed Interim Quarterly Financial Statements and Annual Audited Financial Statements for the year 2023-24 and recommended to the Board for approval and focused on the followings:
 - Major judgmental areas
 - Significant adjustments resulting from the audit (if any)
 - Going concern assumptions
 - Changes in accounting policies and practices (if any)
 - Compliance with accounting policies and practices
 - Compliance with rules, regulations, statutory and regulatory requirements
 - All related party transactions
- o The Related Party Transactions made by the Company in the normal course of business has been reviewed by the Committee and recommended to the Board for approval.
- o Accounting estimates are based on reasonable and prudent judgments. Certain valuation reports like Revaluation Report of Property, plant & equipment and the Actuarial Valuation of retirement benefits conducted by the third party professionals have been examined and incorporated in the Financial Statements. Proper and adequate accounting records have been maintained by the Company. The Financial Statements comply with the requirements of Companies Act, 2017 and the external reporting is

consistent with management processes and adequate for shareholders need.

- o Proper books of account have been kept by the Company as required by the Companies Act, 2017. The statement of financial position, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes thereon have been drawn up in conformity with the Companies Act, 2017 and are in agreement with the books of account and returns of the Company.
- o The Committee reviewed all the announcement of results of the Company prior to external communication and publication.

RISK MANAGEMENT & INTERNAL CONTROLS:

- o The Company's system of internal controls are sound in design and has been continually evaluated for effectiveness and adequacy.
- o The Company has in place a Risk Management Framework through which risk are identified, analyzed, evaluated and mitigated through appropriate actions in the form of policies and procedures. The Company periodically monitors the emerging risks, suggests actions and obtain reports on the implementation status of risk mitigating actions.
- o The Committee has ensured the achievement of operational, compliance, risk management, financial reporting, control objectives and safeguarding of the assets of the Company.
- o The Risk Management Framework is reviewed and monitored annually by the Risk Management Committee and the Audit Committee for recommendations to the Board. No material risk was noted during the period that has not been appropriately mitigated by the management.
- o There were no complaints and or cases reported to the Committee during the year regarding accounting & internal controls, fraud and whistle blowing.

INTERNAL AUDIT:

- o The Committee confirmed that the Head of Internal Audit is experienced and conversant with the Company's policies and procedures.
- o The Head of Internal Audit has direct access to the Chairman of the Audit Committee and conducted meetings without the presence of Chief Financial Officer, Chief Executive Officer and External Auditors of the Company to comply with the regulatory requirements. The Committee has ensured that the function has the necessary access to the management and right to seek the information and explanations.
- o The Committee ensured that the Internal Audit Plan provides a financial and business segment wise coverage and devotes effort to the review of the risk management framework surrounding the major business risk.
- o Internal Audits were executed across all business by suitably qualified and experienced employees of the internal audit department, who are well conversant of the Company's policies, procedures, relevant rules, regulations and laws. The Internal Audit were conducted its assignments, based on the Internal Audit Plan approved by the Board, as recommended by the Audit Committee. Observations were discussed taking appropriate action or bringing the matters to the Board's attention, where required.
- o Coordination between the External and Internal Auditors was facilitated to ensure efficiency and contribution to the Company's objectives, including a reliable financial reporting system and compliance with the Laws and Regulations.

EXTERNAL AUDITORS

- o The Audit Committee has reviewed and discussed the Key Audit Matters and observations with the external auditors. The Management Letter issued by the External Auditors on audit observations for the year 2022-23 was discussed with them by the Committee and for the year 2023-24 will be discussed with-in the specified time, as required by the Code of Corporate Governance.
- o The Committee conducted meeting with External Auditors and discussed the matters that the external auditors wished to highlight, were freely discussed with them, as required by the regulations. The Committee also met the External Auditors in the absence of Chief Financial Officer and the Head of Internal Audit, in accordance with the requirements of the Code of Corporate Governance.
- o The external Auditors firm has been given a satisfactory rating under the Quality Control Review Programme of the Institute of Chartered Accountants of Pakistan (ICAP) and the firm is fully compliant with the International Federation of Accountants (IFAC) Guidelines on Code of Ethics, as adopted by ICAP. The External Auditors have indicated their willingness to continue as External Auditors.
- o Being eligible for reappointment under the Listing Regulations and the Listed Companies (Code of Corporate Governance) Regulations, 2019 the Committee has recommended the re-appointment of external auditors Kreston Hyder Bhimji & Co. (Chartered Accountants) and their remuneration, the provision of any service permissible to be rendered to the Company by the external auditors in addition to the audit of financial statements for the ensuing financial year 2024-25.

Karachi: December 30, 2024

M. Abdul Jabbar
Chairman - Audit Committee

Independent Auditor's Review Report to the Members of Sanghar Sugar Mills Limited

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

We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) prepared by the Board of Directors of Sanghar Sugar Mills Limited (the Company) for the year ended September 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 and also ensure compliance with the requirements of section 208 of the Companies Act, 2017. We are only required and have ensured compliance of this requirement to the extent of the approval of the related party transactions by the Board of Directors upon recommendation of the Audit Committee. We have not carried out procedures to assess and determine the Company's process for identification of related parties and that whether the related party transactions were undertaken at arm's length price or not.

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

CHARTERED ACCOUNTANTS

Place: Karachi

Date: December 30, 2024

UDIN: CR2024102218cwHzLmBu

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

Name of the Company: Sanghar Sugar Mills Limited

Year Ending : September 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: Six
- b) Female: One

2. The composition of Board is as follows:

Independent Directors

Mr. Mehmood Alam
Mr. M. Abdul Jabbar

Non-Executive Directors

Mr. Ghulam Dastagir Rajar
Mr. Muhammad Qasim
Ms. Misbah (Female)

Executive Directors

Mr. Ghulam Hyder
Haji Khuda Bux Rajar

Best practices of Corporate Governance entail having an optimal number and mix of Board members with core competencies, diversity, requisite skills, knowledge, experiences and fulfils any other criteria as deem relevant in the context of the Company's operations. The current Board of Directors of the Company adequately meets this requirement. Further, existing independent directors play an effective part within the Board and make valuable contributions. Therefore, the fraction (2.33) for independent directors has not been rounded up.

- 3. The Directors have confirmed that none of them is serving as a Director on more than seven listed companies, including this company.
- 4. The Company has prepared a Code of Conduct and has ensured that appropriate steps have been taken to disseminate it throughout the Company along with its supporting policies and procedures.
- 5. The Board has developed a vision / mission statement, overall corporate strategy and significant policies of the Company. The Board has ensured that complete record of particulars of the significant policies along with their date of approval or updating is maintained by the Company.
- 6. All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by the Board/ Shareholders as empowered by the relevant provisions of the Act and these Regulations.
- 7. The meetings of the Board were presided over by the Chairman and, in his absence, by a director elected by the Board for this purpose. The Board has complied with the requirements of Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of Board.
- 8. The Board have formal policy and transparent procedures for remuneration of directors in accordance with the Act and these Regulations.
- 9. The following are the details of Directors who are duly Certified or exempted from Directors' Training Program:

At the time of Election of Directors on November 02, 2023:

- 1. Mr. Ghulam Dastagir Rajar - Certified
- 2. Mr. Ghulam Hyder - Certified
- 3. Mr. Muhammad Qasim - Certified
- 4. Mr. M. Abdul Jabbar - Certified
- 5. Haji Khuda Bux Rajar - Exempted

Subsequent to the year ended September 30, 2024:

6. Mr. Mehmood Alam - Certified
7. Ms. Misbah - Certified
10. The Board has approved the appointment of Chief Financial Officer, Company Secretary and Head of Internal Audit, including their remuneration, terms and conditions of employment and complied with relevant requirements of the Regulations.
11. Chief Financial Officer and Chief Executive Officer duly endorsed the financial statements before approval of the Board.
12. The Board has formed committees comprising of members given below:
- a) **Audit Committee:**
- | | |
|---------------------|----------|
| Mr. M. Abdul Jabbar | Chairman |
| Mr. Muhammad Qasim | Member |
| Mr. Mehmood Alam | Member |
- b) **Human Resource and Remuneration Committee:**
- | | |
|---------------------|----------|
| Mr. M. Abdul Jabbar | Chairman |
| Mr. Ghulam Hyder | Member |
| Ms. Misbah | Member |
- c) **Risk Management Committee:**
- | | |
|----------------------|----------|
| Mr. Mehmood Alam | Chairman |
| Haji Khuda Bux Rajar | Member |
| Mr. M. Abdul Jabbar | Member |
- d) **Corporate Social Responsibility Committee:**
- | | |
|---------------------------|----------|
| Mr. Ghulam Dastagir Rajar | Chairman |
| Mr. Muhammad Qasim | Member |
| Ms. Misbah | Member |
| Syed Rehan Ahmad Hashmi | Member |
- e) **Information Technology & Steering Committee:**
- | | |
|-------------------------|----------|
| Mr. Ghulam Hyder | Chairman |
| Syed Rehan Ahmad Hashmi | Member |
| Mr. Sheraz Khan | 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 committee were as per following:
- | | |
|--|---------------|
| a) Audit Committee | Five meetings |
| b) Human Resource and Remuneration Committee | Two meetings |
| c) Risk Management Committee | Two meetings |
| d) Corporate Social Responsibility Committee | Two meetings |
| e) Information Technology & Steering Committee | Two meetings |
15. The Board has set up an effective internal audit function who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the Company.
16. The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the Quality Control Review program of 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 Companies Act, 2017, these regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard.
18. We confirm that all requirements of Regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations have been complied with; and

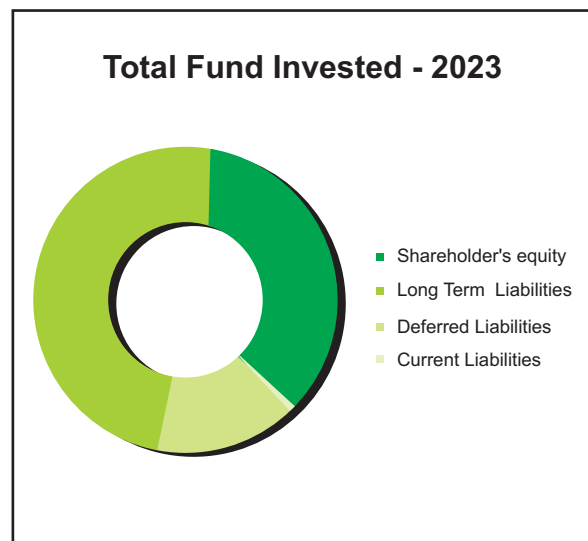
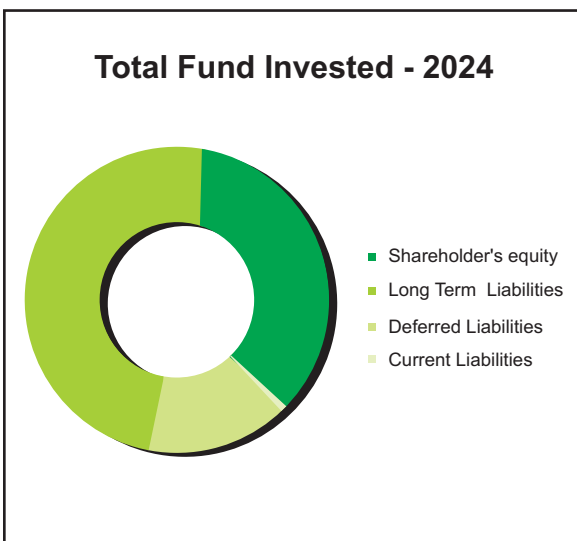
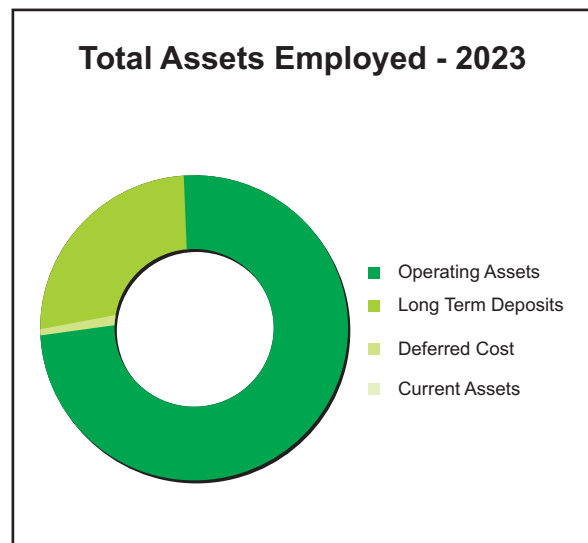
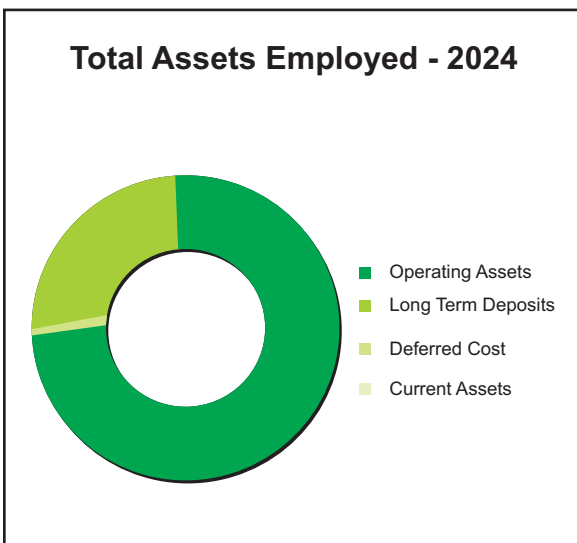
19. Explanation for non-compliance with requirements, other than regulations 3, 6, 7, 8, 27, 32, 33 and 36 are below:

S. No.	Regulation No.	Requirement	Explanation of Non-Compliance
1	5	Representation of Minority Shareholders - The minority members as a class shall be facilitated by the Board to contest election of directors.	None of the person representing minority shareholders, filed Consent to act as director with the Company during the timeline as specified in the Election of Directors held on November 02, 2023. Therefore, the elected Directors of the Company will take due care of minority shareholders.
2	10(1)	Responsibilities of the Board of Directors - Adoption of Corporate governance practices by the Company	Non-mandatory provision of the Regulations and are partially complied. The Company is deliberating on full compliance with all the provisions of Regulations.
3	10(6)	All directors of a company shall attend its general meeting(s), (ordinary and extraordinary unless precluded from doing so due to any reasonable cause.	Two Directors have attended the 38th Annual General Meeting (AGM) of the Company. Remaining directors provided reasonable cause for not attending the AGM
4	10(A)	Role of the Board and its members to address sustainability risk and opportunities. The Board is responsible for setting the Company's sustainability strategies, priorities and targets to create long term corporate value. The Board may establish a dedicated Sustainability Committee.	At present, the Board provides governance and oversight in relation to Company's initiatives on environmental, social and governance (ESG) matters and prefers to continue the same practice. Currently, the Board has not constituted a separate Sustainability Committee and the functions are being performed by the Corporate Social Responsibility Committee.
5	19(3)	Directors' Training - Companies are also encouraged to arrange training for: (i) at least one female executive every year under the Directors' Training program from year July 2020; and (ii) at least one head of department every year under the Directors' Training program from July 2022.	The Company will comply with this Regulation in due course of time. However, this is non-mandatory Regulation but will give benefit to the Company.
6	29	Nomination Committee - The Board may constitute a separate committee, designated as the nomination committee, of such number and class of Directors, as it may deem appropriate in its circumstances	Currently, the Board has not constituted a separate nomination committee and the functions are being performed by the Human Resource and Remuneration Committee.
7	35	Disclosure of Significant Policies on website - The Company may post key elements of its significant policies including diversity, equity & inclusion and protection against harassment at workplace (as advised by SECP vide its SRO 920(1)/2024 dated June 12, 2024), brief synopsis of terms of reference of the Board's Committees on its website and key elements of the Directors' remuneration policy.	All the policies are well circulated among the relevant employees and Directors, the Board shall consider posting such policies and synopsis on its website.

KEY OPERATING & FINANCIAL HIGHLIGHTS

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
OPERATIONAL DATA										
Duration of Season (Days)	95	85	125	108	109	100	142	133	117	137
Cane crushed (Tons)	515,994.296	406,402.792	581,109.556	451,275.963	387,302.875	490,932	712,124	625,237	563,617	630,317
Sucrose Recovery (%)	10.135	10.263	10.635	10.012	10.263	10.76	10.37	10.12	10.20	10.19
Sugar Made (Tons)	52,293.50	41,711.25	61,785.00	45,239.50	39,804.25	52,799.25	73,776	63,380	57,387.5	64,271
Molasses (Tons)	24,650.00	21,300.00	26,291.34	18,720	16,802	23,590	42,017	30,300	27,040	34,299
<i>All figures are in Rs in '000</i>										
PROFIT OR LOSS RESULTS										
Turnover - Net	5,415,294	3,922,156	3,872,185	2,860,053	2,938,182	2,770,439	3,405,535	2,583,232	2,832,657	2,869,164
Gross Profit / (Loss)	339,327	519,742	360,641	32,913	156,161	131,778	98,520	(70,660)	151,582	257,087
Operating Profit / (Loss)	124,412	281,506	177,281	(92,060)	49,137	24,059	146,802	(165,398)	59,919	170,905
(Loss) / Profit before levies & taxation	(80,321)	132,451	70,466	(16,094)	(98,846)	(148,608)	24,868	(259,678)	11,060	89,783
(Loss)/Profit for the year	(139,660)	104,883	1,609	(29,826)	(118,755)	(98,855)	19,426	(287,104)	13,953	57,400
ASSETS EMPLOYED										
Operating Assets	3,425,535	3,552,387	3,707,666	2,615,681	2,712,815	2,807,695	2,909,416	1,745,965	1,465,348	1,167,508
Long Term Deposits	709	1,059	4,586	20,581	20,231	17,323	18,823	20,961	15,467	10,966
Deferred Cost	—	—	—	—	—	—	8,771	17,543	28,885	33,373
Current Assets	1,882,399	1,468,147	1,622,488	1,220,197	606,939	815,755	1,131,843	1,302,916	915,207	688,656
Total Assets Employed	5,308,643	5,021,593	5,334,740	3,856,459	3,339,985	3,640,773	4,068,853	3,087,385	2,424,907	1,900,503
FINANCED BY										
Shareholder's equity	1,908,924	2,057,446	1,965,075	1,080,845	1,108,108	1,223,854	1,330,699	569,165	863,437	860,635
Long Term Financing	131,277	—	1,752	114,145	247,536	145,670	250,863	345,291	262,532	103,640
Deferred Liabilities	857,560	842,488	850,123	483,704	508,584	519,916	603,790	300,074	295,067	325,349
Current Liabilities	2,410,882	2,121,659	2,517,790	2,177,765	1,475,757	1,751,333	1,883,501	1,872,855	1,003,871	610,879
Total Fund Invested	5,308,643	5,021,593	5,334,740	3,856,459	3,339,985	3,640,773	4,068,853	3,087,385	2,424,907	1,900,503

Graphical Presentation of Financial Highlights



Horizontal Analysis of Financial Statements

	2024	2023	2022	2021	2020	2024	2023	2022	2021	2020
	Rupees in 000					Variance in %				
FINANCIAL POSITION										
Total Non-Current Assets	3,426,244	3,553,096	3,712,252	2,636,262	2,733,046	(3.57)	(4.28)	40.81	(3.54)	(3.26)
Total Current Assets	1,882,399	1,468,497	1,622,488	1,220,197	606,939	28.19	(9.25)	32.97	101.04	(25.60)
Total Assets	5,308,643	5,021,593	5,334,740	3,856,459	3,339,985	5.72	(5.87)	38.33	15.46	(8.26)
Total Equity & Surplus on revaluation	1,908,924	2,057,446	1,965,075	1,080,845	1,108,108	(7.22)	4.70	81.81	(2.46)	(9.46)
Total Non-Current Liabilities	988,837	842,488	851,875	597,849	756,120	17.37	(1.10)	42.49	(20.93)	13.60
Total Current Liabilities	2,410,882	2,121,659	2,517,790	2,177,765	1,475,757	13.63	(15.73)	15.61	47.57	(15.74)
Total Equity & Liabilities	5,308,643	5,021,593	5,334,740	3,856,459	3,339,985	5.72	(5.87)	38.33	15.46	(8.26)
PROFIT OR LOSS										
Sales	5,415,294	3,922,156	3,872,185	2,860,053	2,938,182	38.07	1.29	35.39	(2.66)	6.05
Cost of sales	(5,075,967)	(3,402,414)	(3,511,544)	(2,827,140)	(2,782,021)	49.19	(3.11)	24.21	1.62	5.43
Gross Profit	339,327	519,742	360,641	32,913	156,161	(34.71)	44.12	995.74	(78.92)	18.50
Trading activities	—	—	111	—	—	—	(100.00)	100.00	—	—
Distribution cost	(3,219)	(11,153)	(696)	(766)	(710)	(71.14)	1,502.44	(9.14)	7.89	(94.41)
Administrative expenses	(159,981)	(134,539)	(132,656)	(114,239)	(99,630)	18.91	1.42	16.12	14.66	9.32
Other operating expenses	(51,715)	(92,544)	(50,119)	(9,968)	(6,684)	(44.12)	84.65	402.80	49.13	5.03
Other income	46,616	2,155	3,664	187,106	5,463	2,063.16	(41.18)	(98.04)	3,324.97	120.37
Operating Profit	171,028	283,661	180,945	95,046	54,600	(39.71)	56.77	90.38	74.08	126.94
Finance cost	(251,349)	(151,210)	(110,479)	(111,140)	(153,446)	66.23	36.87	(0.59)	(27.57)	(11.13)
(Loss) / Profit before levies & taxation	(80,321)	132,451	70,466	(16,094)	(98,846)	(160.64)	87.96	537.84	(83.72)	(33.49)
Levies & Taxation	(59,339)	(27,568)	(68,857)	(13,732)	(19,909)	(269.73)	(59.96)	401.43	(31.03)	(140.02)
(Loss) / Profit for the year	(139,660)	104,883	1,609	(29,826)	(118,755)	(183.42)	6,418.52	105.39	(74.88)	20.13

Vertical Analysis of Financial Statements

	2024 Rupees in 000	2024 %	2023 Rupees in 000	2023 %	2022 Rupees in 000	2022 %	2021 Rupees in 000	2021 %	2020 Rupees in 000	2020 %
FINANCIAL POSITION										
Total Non-Current Assets	3,426,244	64.54	3,553,096	70.76	3,712,252	69.59	2,636,262	68.36	2,733,046	81.83
Total Current Assets	1,882,399	35.46	1,468,497	29.24	1,622,488	30.41	1,220,197	31.64	606,939	18.17
Total Assets	5,308,643	100.00	5,021,593	100.00	5,334,740	100.00	3,856,459	100.00	3,339,985	100.00
Total Equity & Surplus on revaluation	1,908,924	35.96	2,057,446	40.97	1,965,075	36.84	1,080,845	28.03	1,108,108	33.18
Total Non-Current Liabilities	988,837	18.63	842,488	16.78	851,875	15.97	597,849	15.50	756,120	22.64
Total Current Liabilities	2,410,882	45.41	2,121,659	42.25	2,517,790	47.20	2,177,765	56.47	1,475,757	44.18
Total Equity & Liabilities	5,308,643	100.00	5,021,593	100.00	5,334,740	100.00	3,856,459	100.00	3,339,985	100.00
PROFIT OR LOSS										
Sales	5,415,294	100.00	3,922,156	100.00	3,872,185	100.00	2,860,053	100.00	2,938,182	100.00
Cost of sales	(5,075,967)	(93.73)	(3,402,414)	(86.75)	(3,511,544)	(90.69)	(2,827,140)	(98.85)	(2,782,021)	(94.69)
Gross Profit	339,327	6.27	519,742	13.25	360,641	9.31	32,913	1.15	156,161	5.31
Trading activities	—	—	—	—	111	—	—	—	—	—
Distribution cost	(3,219)	(0.06)	(11,153)	(0.28)	(696)	(0.02)	(766)	0.03	(710)	(0.02)
Administrative expenses	(159,981)	(2.95)	(134,539)	(3.43)	(132,656)	(3.43)	(114,239)	(3.99)	(99,630)	(3.39)
Other operating expenses	(51,715)	(0.95)	(92,544)	(2.36)	(50,119)	(1.29)	(9,968)	(0.35)	(6,684)	(0.23)
Other income	46,616	0.86	2,155	0.05	3,664	0.09	187,106	6.54	5,463	0.19
Operating Profit	171,028	3.16	283,661	7.23	180,945	4.67	95,046	3.32	54,600	1.86
Finance cost	(251,349)	(4.64)	(151,210)	(3.86)	(110,479)	(2.85)	(111,140)	(3.89)	(153,446)	(5.22)
(Loss) / Profit before levies & taxation	(80,321)	(1.48)	132,451	3.38	70,466	1.82	(16,094)	(0.56)	(98,846)	(3.36)
Levies & Taxation	(59,339)	(1.10)	(27,568)	(0.89)	68,857	1.78	13,732	0.48	19,909	0.68
(Loss) / Profit for the year	(139,660)	(2.58)	104,883	2.67	1,609	0.04	(29,826)	(1.04)	(118,755)	(4.04)

Stakeholder Engagement, Investor Relations & Financial Ratios

The Sanghar Sugar Mills Limited (the Company) recognizes and protects the rights of the various stakeholders (internal as well as external) established under relevant laws and regulations and has put in place relevant policies and codes for their protection. The Company maintains sound collaboration relationships with its stakeholders. Procedure for stakeholder's engagement includes communication, good harmony, compliance with laws and regulations and sugarcane growers focused approach which is the key factors for establishment of collaboration relationship with stakeholders. Summary of the rights of the various stakeholders has been discussed below:

Shareholders

Access to shareholder records, enquiries concerning verification of transfer deeds, transfer of share certificates, change of address etc., are directed to the Shares Registrar. We have disclosed essential information to the shareholders and treated them equitably. Shareholders meeting along with timely and accurate reporting to our shareholders are the effective modes of engagements with our shareholders

Regulators

The Company make compliance with laws, rules, regulations and guidelines as directed by the Regulators. Timely, appropriately and accurately disclosures of information, as required by law, are our high priority. We have submitting periodic reports, providing and gives information as and when required.

Customers & Suppliers

The Company receive high-quality services and supplies from our suppliers and ensure that the product we give to our customers should be of high standards. We establish the confidentiality of customer information and redressal their complaints and concerns with honesty and trustworthy. We have maintain a good relationship with our customers and suppliers.

Employees

As a good employer, the Company gives equal employment opportunity, gives performance based remuneration. Having Human Resource policies and procedures, the Company maintains effective communication between the management and the staff. To secure maximum cooperation of the employees and to motivate them to give their best. Gives full attention to redressal of complaints & grievances.

Community

The Company acknowledges its social and ethical responsibility to carry out its business in order to keep it safe and protect it for the generations to come. Gives priority to the fair distribution of resources, opportunities and financial assistances. The Company is contributing to the National growth by sharing its revenue with the nation in the form of taxes, rates, duties and other levies.

Financial Reporting & Communication

Communication with the users of financial statements is give high priority. Annual, half yearly and quarterly reports are distributed to the shareholders and provided to other users with in the time specified by the Regulators and also makes it available on the Company's website for the easy access for the shareholders and potential shareholders. There is also an opportunity for individual shareholder to participate at the General Meetings to ensure high level of accountability. The Company notifies information to the Regulators from time to time. This help the shareholders remain connected with the Company. The notifications mainly include Financial Results, Board of Directors meetings, shareholders meetings etc.

Media & Website

The Company disseminates information through print, electronic, social and other web media. The Company is maintaining its website providing complete information about the Company, Investors Relations, Investors Informations, Governance, Policy & Procedures and contact details. This can be accessed through a link www.sangharsugarmills.com

Public Information

Financial analysts, stock brokers, interested investors and financial media desiring information about the Company and its product may contact the Chief Financial Officer and or the Company Secretary at Head Office, Karachi.

Financial Ratios

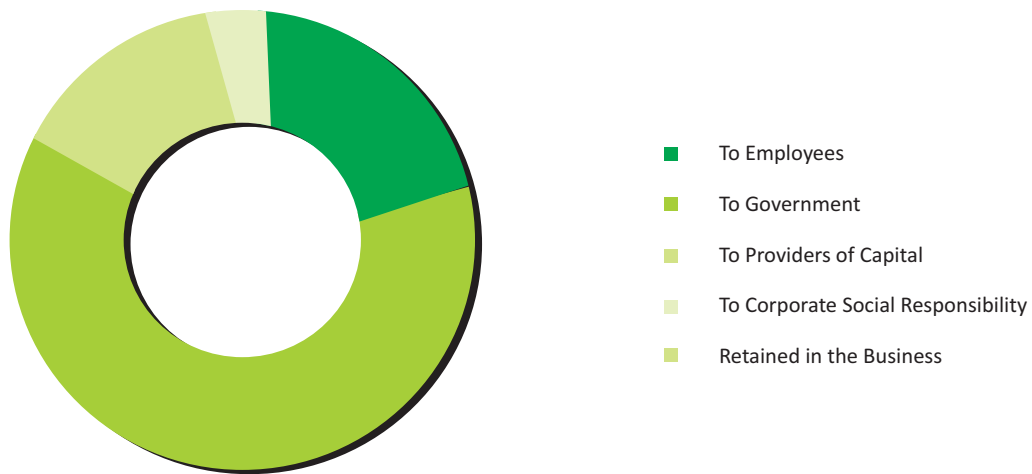
	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
<u>PROFITABILITY RATIOS</u>										
Gross Profit Ratio (%)	6.27	13.25	9.31	1.15	5.31	4.76	2.89	(2.74)	5.35	8.96
Net Profit to Sales (%)	(2.58)	2.67	0.04	(1.04)	(4.04)	(3.57)	0.57	(11.11)	0.49	2.00
Return on Capital Employed (%)	8.96	13.79	9.21	8.79	4.93	1.97	11.03	(85.28)	12.82	37.87
<u>TURNOVER RATIOS</u>										
Inventory Turnover Ratio	4.10	3.04	3.44	5.50	6.51	3.78	3.51	3.12	4.59	5.21
Fixed Assets Turnover Ratio	158.09	110.41	104.44	109.35	108.31	98.67	117.05	147.96	193.37	245.93
<u>INVESTOR INFORMATION</u>										
Price Earning Ratio	(1.99)	1.42	103.94	(6.49)	(1.74)	(3.15)	15.36	(1.55)	36.39	5.31
Market Value per Share	23.26	12.50	14.00	16.20	17.34	26.05	24.98	37.35	42.50	41.74
Book Value per Share	159.80	172.23	164.50	90.48	92.76	102.45	111.39	54.02	46.68	37.78
Earning / (Loss) per Share	(11.69)	8.78	0.13	(2.50)	(9.94)	8.28	1.63	(24.03)	1.17	4.80
<u>LIQUIDITY RATIOS</u>										
Current Ratio	0.78	0.69	0.64	0.56	0.41	0.47	0.60	0.69	0.91	1.13
<u>CAPITAL STRUCTURE RATIOS</u>										
Debt Equity Ratio	0.54	0.05	0.42	0.97	0.68	0.86	1.05	3.10	1.11	0.53
Interest Cover Ratio	0.68	1.88	1.64	0.86	0.36	0.14	1.20	(1.75)	1.23	2.11

Statement of Value Addition and its Distribution

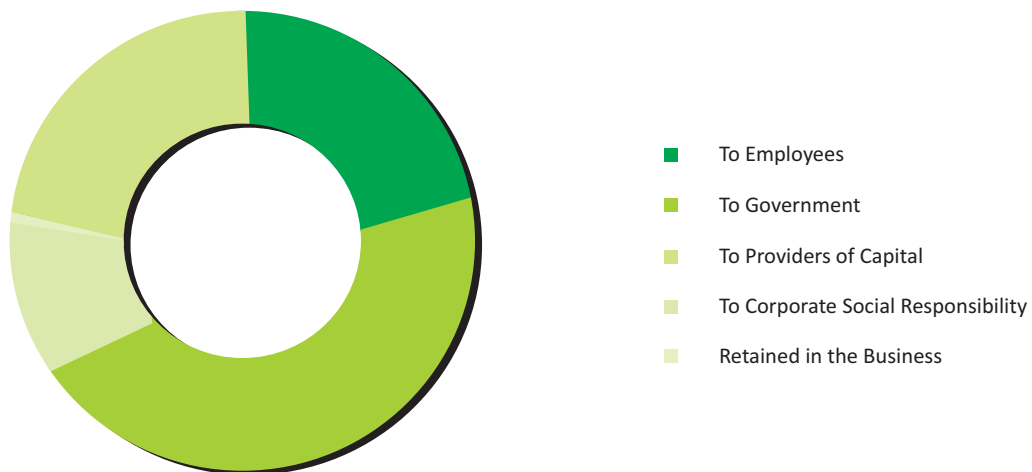
 2024 2023	
<u>Value Addition</u>	(Rs. '000)	%	(Rs. '000)	%
Turnover Gross	7,273,928	99.363	5,225,178	99.959
Other Income	46,616	0.637	2,155	0.041
	<u>7,320,544</u>	<u>100.000</u>	<u>5,227,333</u>	<u>100.000</u>
Cane Procurement and related expenses	5,806,133	103.691	3,175,764	83.151
Other Expenses	(206,677)	(3.691)	643,516	16.849
	<u>5,599,456</u>	<u>100.000</u>	<u>3,819,280</u>	<u>100.000</u>
	<u>1,721,088</u>	<u>23.510</u>	<u>1,408,053</u>	<u>26.936</u>
<u>Value Distribution</u>				
Distributed as follows				
To Employees				
- Remuneration	350,790	20.382	284,508	20.206
	350,790		284,508	
To Government				
- Sales Tax, FED & Others	999,688	58.085	634,330	45.050
- Levies	81,196	4.718	60,139	4.271
- Deferred Tax	(20,048)	(1.165)	(34,961)	(2.483)
- Cess & Fees	8,385	0.487	6,604	0.469
	1,069,222		666,112	
To Providers of Capital				
- Finance Cost	251,349	14.604	151,210	10.739
	251,349		151,210	
To Corporate Social Responsibility				
- Charity & Donations	5,603	0.326	7,142	0.507
	5,603		7,142	
Retained in the Business				
- Depreciation & Amortization	183,785	10.678	194,198	13.792
- (Loss) / Profit for the year	(139,660)	(8.115)	104,883	7.449
	44,125		299,081	
	<u>1,721,088</u>	<u>100.000</u>	<u>1,408,053</u>	<u>100.000</u>

Graphical Presentation of Value Distribution

Value Distribution - 2024



Value Distribution - 2023



Independent Auditors' Report

to the Members of Sanghar Sugar Mills Limited

Report on the Audit of the Financial Statements

Opinion

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

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

Basis for Opinion

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

Emphasis of Matter

We draw attention to Note 22.1.3 of the annexed financial statements, which describes the uncertainty related to the outcome of legal matters related to minimum sugar cane price and other matters. Our opinion is not qualified in respect of this matter.

Key Audit Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current year. 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 matter. Following are the Key audit matters:

S.No.	Key audit matter	How the matter was addressed in our audit
1.	<p>Contingencies</p> <p>The Company is under litigations in respect of various matters from years related to sugar price fixation and other sugar industry matters including tax orders and related contingencies as well as other miscellaneous claims in respect of the assets/ payables of the Company as disclosed in note 22 of the annexed financial statements.</p> <p>These contingencies requires continuous follow up of management's judgments and estimates in relation to the interpretation of relevant laws, notifications and regulations and the recognition and measurement of any provisions that may be required against such contingencies. Due to inherent uncertainties and the time period such matters may take to resolve, the management judgments and estimates in relation to such contingencies may be complex and can significantly impact the annexed financial statements. Accordingly these are considered as key audit matter.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> ● Assessing the management's processes to identify new possible litigations, obligations and changes in existing obligations through inquiries from management and review of the minutes of meetings of the Board of Directors and Audit Committee. ● Review of the relevant information including case proceedings, interim and final adjudication orders with related industry information and correspondences in respect of the ongoing litigations. ● Obtaining confirmation from the legal counsel of the Company to evaluate the status of the resolved and pending litigations on the reporting date and view point of the Company's legal counsel thereon. ● Examining legal and professional expenses to confirm that all pending legal matters are identified and disclosed. ● Re-computing the amounts of obligations and recorded liabilities based on available underlying information and confronted parameters. ● Assessing the adequacy and appropriateness of the related disclosures made in the accompanying financial statements in light of IAS-37 "Provisions and Contingencies".
2.	<p>Recognition of Revenue</p> <p>The Company is engaged in the production and sale of sugar and by-products and recognized revenue there from for the year ended 30 September 2024.</p> <p>We identified recognition of revenue as a key audit matter in consistency with the previous year keeping in view the importance and relevance thereto with the materiality as well as complexity of revenue being one of the key performance indicators of the Company and gives rise to an inherent risk that revenue could be subject to misstatement to meet expectations or targets.</p> <p>(Refer to note 4.12 and 23 to the financial statements).</p>	<p>Our audit procedures to assess the recognition of revenue included the following:</p> <ul style="list-style-type: none"> ● Obtaining an understanding of the process relating to recognition of revenue and assessing the design, implementation and operating effectiveness of key internal controls over recording of revenue. ● Assessing the appropriateness of the Company's accounting policies for revenue recognition under distressed circumstances and compliance of those policies with applicable accounting standards. ● Obtaining an understanding of the nature of the revenue, testing a sample of sales contracts to confirm our understanding and assessing whether or not management's application of IFRS 15 requirements was in accordance with the standard. ● Performing analytical procedures and test of details by selecting samples of transactions for comparing with sales orders, sales invoices, delivery orders and other underlying records. ● Comparing a sample of revenue transactions recorded during the year end with the sales orders, sales invoices, delivery orders and other relevant underlying documentation to assess if the related revenue was recorded in the appropriate accounting period. ● Reviewing the adequacy of disclosure as required under applicable financial reporting framework.

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 of the Company, but does not include the financial statements and our auditors' report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

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

CHARTERED ACCOUNTANTS

Place: Karachi

Date: December 30, 2024

UDIN: AR202410221n075UISzL

Statement of Financial Position

As at September 30, 2024

		September 30 2024	September 30 2023
	Notes	(Rupees in '000)	
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	5	3,425,535	3,552,387
Long term deposits	6	709	709
		3,426,244	3,553,096
CURRENT ASSETS			
Stores, spare parts and loose tools	7	75,265	82,686
Stock-in-trade	8	1,497,402	977,463
Trade debts	9	27,924	27,924
Loans and advances	10	123,862	129,787
Trade deposits and short term prepayments	11	3,712	2,422
Other receivables	12	76,652	103,368
Income tax refundable - net of provision		27,125	25,316
Cash and bank balances	13	50,457	119,531
		1,882,399	1,468,497
TOTAL ASSETS		5,308,643	5,021,593
EQUITY AND LIABILITIES			
SHARE CAPITAL AND RESERVES			
Authorized capital			
20,000,000 shares of Rs.10 each		200,000	200,000
Issued, subscribed and paid up capital	14	119,460	119,460
Unappropriated profit		185,181	252,764
Surplus on revaluation of property, plant and equipment	15	1,604,283	1,685,222
		1,908,924	2,057,446
NON CURRENT LIABILITIES			
Long term finance	16	131,277	—
Lease liabilities	17	—	—
Deferred liabilities	18	857,560	842,488
		988,837	842,488
CURRENT LIABILITIES			
Trade and other payables	19	1,454,524	2,009,318
Accrued finance cost	20	57,036	6,394
Short term borrowings	21	860,000	100,000
Unclaimed dividend		3,731	4,696
Current portion of lease liabilities	17	—	1,251
Current portion of long term finance	16	35,591	—
		2,410,882	2,121,659
CONTINGENCIES AND COMMITMENTS	22	—	—
TOTAL EQUITY AND LIABILITIES		5,308,643	5,021,593

The annexed notes from 1 to 43 form an integral part of these financial statements.

Chief Executive

Director

Chief Financial Officer

Statement of Profit or Loss

For the year ended September 30, 2024

	Notes	September 30 2024 (Rupees in '000)	Restated September 30 2023
Sales	23	5,415,294	3,922,156
Cost of sales	24	5,075,967	3,402,414
Gross Profit		339,327	519,742
Distribution cost	25	3,219	11,153
Administrative expenses	26	159,981	134,539
Other operating expenses	27	51,715	92,544
		214,915	238,236
Operating Profit		124,412	281,506
Other income	28	46,616	2,155
		171,028	283,661
Finance cost	29	251,349	151,210
(Loss) / Profit before levies and taxation		(80,321)	132,451
Levies	30	79,387	62,529
(Loss) / Profit before taxation		(159,708)	69,922
Taxation	31	(20,048)	(34,961)
(Loss) / Profit for the year		(139,660)	104,883
(Loss) / Earning per share - Basic and diluted (Rupees)	32	(11.69)	8.78

The annexed notes from 1 to 43 form an integral part of these financial statements.

Chief Executive

Director

Chief Financial Officer

Statement of Comprehensive Income

For the year ended September 30, 2024

	Notes	September 30 2024 (Rupees in '000)	September 30 2023
(Loss) / Profit for the year		(139,660)	104,883
Other comprehensive income			
Items that will not be reclassified to statement of profit or loss			
Remeasurement loss on actuarial valuation of defined benefit and leave encashment plan	18.3.4 & 18.4.1	(12,843)	(18,134)
Related deferred tax	18.1	3,981	5,622
		(8,862)	(12,512)
Total comprehensive (Loss) / Income		<u>(148,522)</u>	<u>92,371</u>

The annexed notes from 1 to 43 form an integral part of these financial statements.

Chief Executive

Director

Chief Financial Officer

Statement of Changes in Equity

For the year ended September 30, 2024

	Issued, Subscribed & Paid-up Capital	Unappropriated profit	Surplus on revaluation of property, plant & equipment	Total
..... (Rs in '000)				
Balance as at October 01, 2022	119,460	68,999	1,776,616	1,965,075
Total Comprehensive income for the year ended September 30, 2023				
Income for the year	—	104,883	—	104,883
Other comprehensive loss	—	(12,512)	—	(12,512)
	—	92,371	—	92,371
Transfer on account of incremental depreciation charged on surplus on revaluation of property, plant and equipment - net of deferred tax	—	91,394	(91,394)	—
Balance as at September 30, 2023	119,460	252,764	1,685,222	2,057,446
Balance as at October 01, 2023	119,460	252,764	1,685,222	2,057,446
Total Comprehensive loss for the year ended September 30, 2024				
Loss for the year	—	(139,660)	—	(139,660)
Other comprehensive loss	—	(8,862)	—	(8,862)
	—	(148,522)	—	(148,522)
Transfer on account of incremental depreciation charged on surplus on revaluation of property, plant and equipment - net of deferred tax	—	80,939	(80,939)	—
Balance as at September 30, 2024	119,460	185,181	1,604,283	1,908,924

The annexed notes from 1 to 43 form an integral part of these financial statements.

Chief Executive

Director

Chief Financial Officer

Statement of Cash Flows

For the year ended September 30, 2024

	Notes	September 30 2024 (Rupees in '000)	September 30 2023
(Loss) / Profit before levies and taxation		(80,321)	132,451
Adjustment for non cash charges and other items:			
Depreciation	5.1.2	183,239	190,653
Depreciation on right-of use assets	5.3	546	3,545
Employees retirement benefits expense	18.3.2 & 18.4.2	37,047	26,167
Provision for market committee fee	18.2	5,160	4,064
Gain on sale of property, plant and equipment	5.1.3	(684)	(1,188)
Provision for slow moving items and obsolescence	7.1	1,250	2,054
Finance cost	29	251,349	151,210
		477,907	376,505
Cash flow from operating activities before adjustment of working capital changes		397,586	508,956
<u>Changes in Working capital</u>			
Decrease / (Increase) in current assets			
Stores, spare parts and loose tools		6,171	(23,333)
Stock - in - trade		(519,939)	285,966
Trade debts		—	4,830
Loans and advances		5,925	(1,791)
Trade deposits and short term prepayments		(1,290)	(16)
Other receivables		26,716	(47,129)
		(482,417)	218,527
(Decrease) / Increase in current liabilities			
Trade and other payables		(554,794)	353,588
		(639,625)	1,081,071
Employees retirement benefits paid during the year		(15,949)	(15,417)
Finance cost paid during the year		(200,575)	(176,963)
Decrease in long term deposits during the year		—	3,527
Levies and income taxes paid during the year		(81,196)	(60,139)
		(297,720)	(248,992)
Net cash (outflows) / inflows from operating activities		(937,345)	832,079

	Note	September 30 2024 (Rupees in '000)	Restated September 30 2023
CASH FLOW FROM INVESTING ACTIVITIES			
Proceeds from sale of property, plant and equipment		700	1,424
Additions to property, plant and equipment		(56,949)	(39,155)
Net cash outflows from investing activities		(56,249)	(37,731)
CASH FLOW FROM FINANCING ACTIVITIES			
Repayment of long term financing		(17,870)	(74,022)
Payments of unclaimed dividend		(965)	—
Long term finance obtained		184,738	—
Increase / (decrease) in short term borrowings - net		685,000	(559,855)
Payments of lease liabilities		(1,383)	(16,841)
Net cash inflow / (outflow) from financing activities		849,520	(650,718)
Net (decrease) / increase in cash and cash equivalents		(144,074)	143,630
Cash and cash equivalents at beginning of the year - restated		94,531	(49,099)
Cash and cash equivalents at end of the year	33	(49,543)	94,531

The annexed notes from 1 to 43 form an integral part of these financial statements.

Chief Executive

Director

Chief Financial Officer

Notes to the Financial Statements

For the year ended September 30, 2024

1 COMPANY AND ITS OPERATIONS

1.1 The Company is a public limited Company incorporated in 1986 in Pakistan and its shares are quoted on Pakistan Stock Exchange Limited. The registered office of the Company is situated at Office No. 204, 2nd Floor, Clifton Centre, Block 5, Clifton, Karachi.

1.2 The Company is principally engaged in the manufacture and sale of sugar and sale of its by-products i.e. molasses and bagasse. The Company has also installed bagasse fired transmission equipment to sell surplus electric power. The manufacturing facilities are located at Sanghar Sindhri Road, Deh Kehore, District Sanghar in the province of Sindh. The total area of industry land / manufacturing facilities which includes the main factory is spread over 320.625 Acres. Covered Area of Building is approximately 299,759 Sq. Feet.

2 BASIS OF PREPARATION

2.1 Statement of Compliance

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

- International Financial Reporting Standards (IFRS Standards) issued by the International Accounting Standard Board (IASB) as notified under the Companies Act, 2017;
- Islamic Financial Accounting Standards (IFAS) issued by the Institute of Chartered Accountants of Pakistan as notified under the Companies Act, 2017; and
- Provisions of and directives issued under the Companies Act, 2017.

Where the provisions of and directives issued under the Companies Act, 2017 differ with the requirements of IFRS and IFAS standards, the provisions of and directives issued under the Companies Act, 2017 have been followed.

2.2 Accounting Convention

These financial statements have been prepared under the historical cost convention, except for the following:

- employee retirement benefits that are based on actuarial valuation;
- items of property, plant and equipment carried at revalued amounts;
- stock in trade when valued at net realizable value;
- right-of-use assets and corresponding lease liabilities in accordance with IFRS-16; and

2.3 Functional and presentation currency

These financial statements are presented in Pakistan Rupee which is the Company's functional and presentation currency.

2.4 New accounting standards / amendments and IFRS interpretations that are effective for the year ended September 30, 2024

2.4.1 Standards, interpretations and amendments to published approved accounting standards that became effective during the year

There were certain new amendments to the approved accounting standards and a new interpretation issued by the International Financial Reporting Interpretations Committee (IFRIC) which became effective during the year but are considered not to be relevant or have any significant effect on the Company's operations, therefore, not disclosed in these financial statements except IAS-12 application which is explained below:

IAS 12 Application Guidance on Accounting for Minimum Taxes and Final Taxes

During the year, the Institute of Chartered Accountants of Pakistan ('ICAP') has withdrawn Technical Release 27 "IAS 12, Income Taxes (Revised 2012)" and issued "IAS 12 Application Guidance on Accounting for Minimum Taxes and Final Taxes" vide its circular No. 07/2024 dated May 15, 2024 ('the Guidance'). According to the Guidance, the minimum taxes and the final taxes that are not calculated on the 'taxable profit' as defined in IAS 12 but calculated on turnover or other basis in excess of normal tax liability, and the tax deducted at source other than from dividends from subsidiaries, joint ventures and associates under final tax regime, are out of scope of IAS 12 "Income Taxes" and fall in the ambit of IFRIC 21 "Levies" and IAS 37 "Provisions, Contingent Liabilities and Contingent Assets".

Accordingly, the Company has changed its accounting policy to recognize such taxes as 'Levies' which were previously being recognized as 'Income Tax'. This change has been accounted for retrospectively in line with the requirements of IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors". There has been no effect of restatement on the statement of financial position, the statement of comprehensive income, the statement of changes in equity and earning / loss per share as a result of this change.

	Before change in Accounting policy	Impact of adjustment	After Change in accounting policy
<u>Effect on statement of profit or loss</u>			
For the year ended September 30, 2024			
Levies	-	79,387	79,387
Loss before taxation	(80,321)	(79,387)	(159,708)
Taxation	59,339	(79,387)	(20,048)
For the year ended September 30, 2023			
Levies	-	62,529	62,529
Profit before taxation	132,451	(62,529)	69,922
Taxation	27,568	(62,529)	(34,961)

2.4.2 New accounting standards / amendments and IFRS 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, interpretations and the amendments are either not relevant to the Company's operations or are not expected to have significant impact on the Company's financial statements other than certain additional disclosures.

	Effective from accounting period beginning on or after:
IAS-1 Presentation of Financial Statements	January 1, 2024
IAS-7 Statement of Cash Flows	January 1, 2024
IFRS-16 Leases (Amendments)	January 1, 2024
IAS-21 The Effects of changes in Foreign	January 1, 2025
IFRS-7 Financial Instruments: Disclosures	January 1, 2026
IFRS-17 Insurance Contracts	January 1, 2026
IFRS-9 Financial Instruments – Classification	January 1, 2026

Other than the aforesaid standards, interpretations and amendments, International Accounting Standards Board (IASB) has also issued the following standards and interpretation, which have not been notified locally or declared exempt by the Securities and Exchange Commission of Pakistan (SECP) as at June 30, 2024.

IFRS - 1 First-time Adoption of International Financial Reporting Standards

IFRS - 18 Presentation and Disclosure in Financial Statements

IFRS - 19 Subsidiaries without Public Accountability: Disclosures

IFRIC - 12 Service Concession Arrangement

3 CRITICAL ACCOUNTING ESTIMATES, JUDGMENTS AND ASSUMPTIONS

The preparation of these financial statements in conformity with the approved accounting standards requires the management to make judgments, estimates and assumptions that affects the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under that circumstances, the results of which form the basis of making judgment about carrying value of assets and liabilities that are not readily apparent from other sources. However, uncertainty about these assumptions and estimates could result in outcome that require material adjustment to the carrying amount of the asset or liability affected in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognized in the period in which estimates are revised if the revision affects only that period, or in the period of the revision and any future period affected.

Judgments made by the management in the application of approved accounting standards that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next period are discussed in the following paragraphs of these note.

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

– **Levies and Taxation :**

In making the estimates of the levies and income tax liabilities, the management considers current income tax law and decisions of appellate authorities. Deferred tax estimate is made considering future applicable tax rate.

– **Employees Retirement Benefits:**

Certain actuarial assumptions have been adopted as disclosed in these financial statements for valuation of present value of defined benefit obligation and leave encashment plan. Any changes in these assumptions in future years might effect gains and losses in those years. The actuarial valuation involves making assumptions about discount rates, future salary increases and mortality rates.

– **Property, Plant and Equipment and intangible assets**

The management determines the estimated useful lives and related depreciation / amortisation charge for its property, plant and equipment / intangible assets. The management reviews the value of assets for possible impairment on financial year end. Any change in the estimate in the future years might effect the carrying amounts of the respective items of property, plant and equipment / intangible assets with a corresponding effect on the depreciation / amortization charge and impairment.

– **Stock in trade**

The Company reviews the net realizable value of stock in trade to assess any diminution in the respective carrying values. Net realizable value is determined with reference to the estimated selling price in the ordinary course of business less the estimated cost necessary to make the sale.

- Contingencies

The assessment of the contingencies inherently involves the exercise of significant judgment as the outcome of the future events cannot be predicted with certainty. The Company, based on the availability of the latest information, estimates the value of contingent assets and liabilities which may differ on the occurrence / non-occurrence of the uncertain future event(s).

- Expected credit losses against trade debts, deposits, advances and other receivables

The Company reviews the recoverability of its trade debts, advances and other receivables to assess amount of doubtful debts and expected credit losses required there against periodically. While determining the losses, the Company considers financial health, market information, aging of receivables, credit worthiness, credit rating, past records and business relationship.

- Slow Moving Stores and Obsolescence

In making estimates of quantum of slow moving items and obsolescence, the aging analysis, current condition of various items and expected use in future are considered.

- Impairment against non financial assets

The Company reviews carrying amount of assets periodically to determine whether there is any indication of impairment. If any such indication exists, the assets recoverable amount is estimated and impairment losses are recognized in the statement of profit or loss.

- Leases

The Company uses judgments and estimates in the measurement of right of-use assets and corresponding lease liabilities with respect to discount rates, lease terms including exercise of renewal and termination options etc.

4 MATERIAL ACCOUNTING POLICY INFORMATION

The material accounting policies adopted and consistently applied on the financial statements are set out below:

4.1 Property, plant and equipment**4.1.1 Operating Assets****Owned assets****Recognition & Measurement**

An item of property, plant & equipment is recognised as an asset if and only if, the future economic benefits associated with the expenditure will flow to the entity and the cost of the item can be measured reliably. These are subsequently stated at cost less accumulated depreciation and impairment, if any, except for free hold land, buildings and plant and machinery which are stated at revalued amounts.

Depreciation

Depreciation is charged, on a systematic basis over the economic useful life of the asset, on reducing balance method, which reflects the pattern in which the assets economic benefits are consumed by the Company, at the rates specified in respective note. Depreciation on additions is charged from the month in which the assets are put to use while no depreciation is charged in the month in which the assets are disposed off.

Revaluation Surplus - owned assets

Revaluation of freehold land and building on freehold land is carried out with sufficient regularity to ensure that the carrying amount of assets does not differ materially from the fair value. Any revaluation increase in the carrying amount of freehold land, factory and non-factory buildings on freehold land and plant and machinery is recognized, net of tax, in other comprehensive income and presented as a separate component of equity as "Revaluation surplus on property, plant and equipment" except to the extent that it reverses a revaluation decrease / deficit for the same asset

previously recognized in statement of profit or loss, in which case the increase is first recognized in statement of profit or loss to the extent of the decrease previously charged. Any decreases that reverse previous increases of the same asset are first recognized in other comprehensive income to the extent of the remaining surplus attributable to the asset, all other decreases are charged to statement of profit or loss. The revaluation reserve is not available for distribution to the Company's shareholders. Each year, the difference between depreciation based on the revalued carrying amount of the asset charged to statement of profit or loss account and depreciation based on the asset's original cost, net of tax, is reclassified from revaluation reserve to the unappropriated profit.

Subsequent Cost

Maintenance and normal repairs are charged to income as and when incurred. Major renewals and improvements are capitalized and the assets so replaced, if any, are retired.

Derecognition

The carrying amount of an item of property, plant and equipment is derecognized on disposal; or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an item of property, plant and equipment is included in the statement of profit or loss when the item is derecognized.

4.1.2 Right-of-use assets

The Company recognizes right of use assets at the commencement date of the lease. (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets include amount of lease liabilities recognized, initial direct costs incurred, the lease payments made at or before the commencement date less any lease incentives received. Unless the Company is reasonably certain to obtain ownership of the leased assets at the end of the lease term, the recognized right-of-use assets are depreciated using reducing balance method. Right-of-use assets are subject to impairment. Right-of-use assets are depreciated on a reducing balance basis over the estimated useful lives of the assets.

If ownership of the leased asset, transfers of the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of an asset.

4.1.3 Capital work-in-progress

Capital work-in-progress is stated at cost accumulated up to the reporting date less impairment if any and represents expenditure incurred on property, plant and equipment in the course of construction / installation / implementation / development including borrowing cost on eligible assets. These expenditures are transferred to relevant category of property, plant and equipment as and when the assets become available for use.

4.2 Intangible Asset

Computer software is stated at cost less accumulated amortization. Software costs are only capitalized when it is probable that future economic benefits attributable to the software will flow to the Company and the same is amortized, on a monthly proportionate basis applying the straight line method at the rate stated in respective note to these financial statements.

4.3 Stores, spare parts and loose tools

These are valued at cost calculated on a moving average basis less provision for obsolescence, and slow moving items, except for the items in transit, which are valued at costs accumulated up to the reporting date.

4.4 Stock in trade

Stock of sugar is valued at lower of the weighted average cost and net realizable value. By-products i.e. Molasses and Baggasse are valued at net realizable value (NRV). Cost in relation to work in process and finished goods consists of material cost, proportionate manufacturing overheads.

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

4.5 Trade debts, loans, deposits and other receivable

Trade debts, loans, deposits and other receivables are stated initially at fair value and subsequently measured at amortised cost using the effective interest rate method. Provision is made on the basis of lifetime ECLs that result from all possible default events over the expected life of the trade debts, loans and other receivables. Bad debts are written off when considered irrecoverable.

4.6 Trade and other payables

Liabilities for trade and other payables are recognized initially 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 and subsequently measured at amortised cost.

4.7 Employees Retirement benefits:

4.7.1 Defined benefit plan - Gratuity

The Company operates an unfunded gratuity scheme for all employees eligible to the scheme with qualifying service period. Provision is made annually to cover the obligation on the basis of actuarial valuation carried out using Projected Unit Credit Method and is charged to the statement of profit or loss, related details of which are given in the respective note to the financial statements. Remeasurement gains or losses are recognized in full as and when arise and are charged to other comprehensive income.

4.7.2 Defined benefit plan - Leave Encashment

The Company provides for compensated absences for all eligible employees in the period in which these are earned in accordance with the terms of employment. Provision is made annually to cover the obligation on the basis of actuarial valuation carried out using Projected Unit Credit Method and is charged to statement of profit or loss, related details of which are given in the respective note to the financial statements. Remeasurement gains or losses are recognized in full as and when arise and are charged to other comprehensive income.

4.8 Lease liability

Lease liabilities are initially measured at the present value of the lease payments discounted using the interest rate implicit in the lease. If the implicit rate cannot be readily determined, the Company's incremental borrowing rate is used. Subsequently these are increased by interest, reduced by lease payments and remeasured for lease modifications, if any.

Liabilities in respect of certain short term and low value leases are not recognised and payments against such leases are recognised as expense in profit or loss.

4.9 Taxation

4.9.1 Current

The charge for current taxation is based on taxable income at the current rate of taxation (after taking into account applicable tax credits, rebates and exemptions available, if any) or minimum tax and alternate corporate tax under sections 113 & 113 (C) of the Income Tax Ordinance, 2001, respectively whichever is higher. The charge for current tax also includes adjustments, where considered necessary, to provision for taxation made in previous years arising from assessments framed during the year for such years.

4.9.2 Deferred

Deferred tax is recognized using the liability method in respect of all temporary differences arising between the carrying amount of assets and liabilities in the financial statements and their tax base and is recognized on the basis of the expected manner of the realization or settlement of the carrying amount of assets and liabilities using the tax rates enacted or substantially enacted at the reporting date. Deferred tax asset is recognized to the extent that it is probable that the future taxable profit will

be available against which the deductible temporary differences can be utilized. Deferred tax asset is reduced to the extent it is no longer probable that the related tax benefit will be realized.

4.9.3 Levies

Tax charged under Income Tax Ordinance, 2001 which is not based on taxable income or any amount paid / payable in excess of the calculation based on taxable income or any minimum tax which is not adjustable against future income tax liability is classified as levy in the statement of profit or loss and other comprehensive income as these levies fall under the scope of IFRIC 12/IAS 37.

4.9.4 Sales tax and Federal Excise Duty (FED)

Revenues, expenses and assets are recognized net off amount of sales tax/FED except:

- Where amount incurred on a purchase of asset or service is not recoverable from the taxation authorities, in which case the tax / duty is recognized as part of the cost of the acquisition of the assets or as part of the expense item as applicable; and
- Receivables or payables that are stated with the amount of Sales tax / FED included.

The net amount of sales tax and FED recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

4.10 Revenue recognition

Revenue from sale of goods is recognized when or as performance obligations are satisfied by transferring control of a promised good or service to a customer, and the control transfers at a point in time, i.e. at the time the goods are dispatched / shipped to customer. Revenue is measured at fair value of the consideration received or receivable, excluding discounts, returns rebates and government levies.

- Sale of sugar is recognized when or as performance obligations are satisfied by transferring control of a promised good to a customers.
- Electric power supply is recognized when the supply of power is passed on through transmission lines.
- Rental income is recorded on an accrual basis.
- Mark-up on growers' loans is accounted for in line with the recovery of the respective loan due to exigencies involved in such matters.

4.11 Foreign currency transaction and translation

Transactions in foreign currencies are recorded into reporting currency at the rates of exchange prevailing on the date of transactions. Monetary assets and liabilities denominated in foreign currencies are subsequently translated into reporting currency using year-end spot foreign exchange rates. Non-monetary assets and liabilities are translated using exchange rates that existed when the values were determined. Exchange differences on foreign currency translations are included in the statement of profit or loss.

4.12 Provisions and contingencies

Provisions are recognized when the Company has present legal or constructive obligation as a result of past event, and it is probable that outflow of economic benefits will be required to settle the obligation and reliable estimates can be made. Where the outflow of resources embodying economic benefits is not probable, a contingent liability is disclosed, unless the possibility of outflow is remote. However, provisions are reviewed at each reporting date and adjusted to reflect current best estimate.

4.13 Borrowing cost

Mark-up, interest and other charges on borrowings are capitalized up to the date of commissioning of the respective qualifying assets. All other mark-up, interest, profit and other charges are charged to the statement of profit or loss.

4.14 Financial Instruments

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

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

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

4.14.1 Subsequent measurement

Debt Investments at FVOCI: These assets are subsequently measured at fair value. Interest / markup income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognized in the statement of profit or loss. Other net gains and losses are recognized in other comprehensive income. On de-recognition, gains and losses accumulated in other comprehensive income are reclassified to the statement of profit or loss.

Equity Investments at FVOCI: These assets are subsequently measured at fair value. Dividends are recognized as income in the statement of profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in other comprehensive income and are never reclassified to the statement of profit or loss.

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

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

4.14.2 Non-derivative financial assets

All non-derivative financial assets are initially recognized on trade date i.e. date on which the Company becomes party to the respective contractual provisions. Non-derivative financial assets comprise loans and receivables that are financial assets with fixed or determinable payments that are not quoted in active markets and includes trade debts, advances, other receivables and cash and cash equivalent. The Company derecognizes the financial assets when the contractual rights to the cash flows from the asset expires or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risk and rewards of ownership of the financial assets are transferred or it neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control over the transferred asset.

4.14.3 Financial liabilities

All financial liabilities are recognized at the time when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities at amortized costs are initially measured at fair value minus transaction costs. Financial liabilities at fair value through profit or loss are initially recognized at fair value and transaction costs are expensed in the profit or loss.

Financial liabilities, other than those at fair value through profit or loss, are subsequently measured at amortized cost using the effective yield method.

A financial liability is derecognized when the obligation under the liability is discharged, cancelled or expired. Where 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 and modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in respective carrying amounts is recognized in the profit or loss.

4.15 Offsetting of financial assets and liabilities

All financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if the Company has a legal enforceable right to set off the recognized amounts and intends either to settle on net basis or to realize the assets and settle the liabilities simultaneously.

4.16 Cash and cash equivalents

Cash and cash equivalents are carried at cost. For the purpose of the cash flow statement, cash and cash equivalents consist of cash in hand and bank balances net of short term borrowings Running Finance.

4.17 Dividend and appropriation to reserves

Dividend and appropriation to reserves are recognized 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 recognized in the financial statements in the period in which such transfers are made.

4.18 Impairment of assets**4.18.1 Financial assets**

The Company recognizes loss allowances for Expected Credit Losses (ECLs) in respect of financial assets measured at amortized cost.

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

- Other debt securities and bank balance for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime ECLs.

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

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

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

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

The adoption of the expected loss approach has not resulted in any material change in impairment provision for any financial asset.

4.18.2 Non-financial assets

The carrying amounts of the Company's non-financial assets, other than deferred tax assets and inventories are reviewed at each reporting date to determine whether there is any indication of impairment. If such indication exists, the asset's recoverable amount, being higher of value in use and fair value less costs to sell, is estimated. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are Companied together into the smallest Company of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or Companies of assets. An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount. Impairment losses are recognized in the statement of profit or loss

		2024	2023
		(Rupees in '000)	
5	PROPERTY, PLANT AND EQUIPMENT		
	Operating fixed assets - Owned	Note - 5.1 3,376,270	3,513,293
	Capital work-in-progress	Note - 5.2 49,265	35,454
	Right of use assets	Note - 5.3 —	3,640
		<u>3,425,535</u>	<u>3,552,387</u>

5.1 Operating Fixed Assets - Owned:

Net carrying value as at September 30, 2024	Free hold land	Factory Building on free hold land	Non-Factory Building on free hold land	Plant and Machinery	Furniture and Fittings	Vehicles	Computer Equipment & Appliances	Stores & Spares held for capital expenditure	Grand Total
..... Rupees in'000									
Opening Net Book Value (NBV)	224,000	233,951	54,052	2,978,598	962	16,219	1,948	3,563	3,513,293
Transfer from capital work in progress	—	—	—	43,138	—	—	—	—	43,138
Transfer from right of use assets	—	—	—	—	—	3,094	—	—	3,094
Disposal at NBV	—	—	—	—	—	(16)	—	—	(16)
Depreciation charge for the year	—	(23,395)	(5,405)	(150,558)	(96)	(3,398)	(209)	(178)	(183,239)
Closing Net Book Value	224,000	210,556	48,647	2,871,178	866	15,899	1,739	3,385	3,376,270
Gross carrying value as at September 30, 2024									
Cost	7,043	164,303	12,365	1,737,897	6,869	48,089	13,298	5,867	1,995,731
Accumulated Depreciation	—	(89,712)	(10,957)	(643,657)	(6,003)	(32,190)	(11,559)	(2,482)	(796,560)
	7,043	74,591	1,408	1,094,240	866	15,899	1,739	3,385	1,199,171
Revaluation	216,957	278,865	106,655	2,326,520	—	—	—	—	2,928,997
Incremental Depreciation	—	(142,900)	(59,416)	(549,582)	—	—	—	—	(751,898)
	216,957	135,965	47,239	1,776,938	—	—	—	—	2,177,099
Closing Net Book Value	224,000	210,556	48,647	2,871,178	866	15,899	1,739	3,385	3,376,270
Depreciation rate % per annum	—	10	10	5	10	20	10 & 20	5	

Net carrying value as at Sep 30, 2023	Free hold land	Factory Building on free hold land	Non-Factory Building on free hold land	Plant and Machinery	Furniture and Fittings	Vehicles	Computer Equipment & Appliances	Stores & Spares held for capital expenditure	Grand Total
..... Rupees in'000									
Opening Net Book Value (NBV)	224,000	259,945	60,058	3,022,083	1,069	9,485	2,184	3,751	3,582,575
Transfer from capital work in progress	—	—	—	32,162	—	—	—	—	32,162
Direct Additions at Cost	—	—	—	—	—	2,909	—	—	2,909
Transfer from Right of use Assets	—	—	—	79,417	—	6,327	—	—	85,744
Transfer from Diminishing Musharkah	—	—	—	792	—	—	—	—	792
Disposal at NBV	—	—	—	—	—	(236)	—	—	(236)
Depreciation charge for the year	—	(25,994)	(6,006)	(155,856)	(107)	(2,266)	(236)	(188)	(190,653)
Closing Net Book Value	224,000	233,951	54,052	2,978,598	962	16,219	1,948	3,563	3,513,293
Gross carrying value as at September 30, 2023									
Cost	7,043	164,303	12,365	1,694,759	6,869	42,087	13,298	5,867	1,946,591
Accumulated Depreciation	—	(81,423)	(10,801)	(586,741)	(5,907)	(25,868)	(11,350)	(2,304)	(724,394)
	7,043	82,880	1,564	1,108,018	962	16,219	1,948	3,563	1,222,197
Revaluation	216,957	278,865	106,655	2,326,520	—	—	—	—	2,928,997
Incremental Depreciation	—	(127,794)	(54,167)	(455,940)	—	—	—	—	(637,901)
	216,957	151,071	52,488	1,870,580	—	—	—	—	2,291,096
Closing Net Book Value	224,000	233,951	54,052	2,978,598	962	16,219	1,948	3,563	3,513,293
Depreciation rate % per annum	—	10	10	5	10	20	10 & 20	5	

5.1.1 The Company's freehold land, building and plant and machinery were revalued on September 30, 2022, by independent professional valuator M/s Joseph Lobo (Pvt) Limited at fair market value. The resultant surplus on revaluation has been credited to the surplus on revaluation of property, plant & equipment.

5.1.2 Depreciation charge for the year has been allocated as under:

		2024 (Rupees in '000)	2023
Cost of Sales	Note 24	173,952	179,197
Administrative Cost	Note 26	9,287	11,456
		<u>183,239</u>	<u>190,653</u>

5.1.3 The following Property, plant and equipments were disposed off during the year:

Particulars	Cost	Written Down Value	Sale Proceeds	Gain on Disposal	Mode of Disposal	Purchaser
.....Rupees in '000.....						
Vehicle having book value below Rs. 500 thousand (Note 28)	681	16	700	684	Negotiation	Mr. Arsalan Laghari S/o Shafi Muhammad CNIC No. 44205-1449147-9 Goth Jaffar Khan Laghari, Post Office Jaffar Khan Laghari, Dathro, Sinjhorro, Sanghar.
September 30, 2024	681	16	700	684		
September 30, 2023	1,379	236	1,424	1,188		

5.2 Capital work-in-progress

	Cost at October 01	Capital expenditure incurred during the year	Transferred to operating fixed assets	Cost at September 30
..... Rupees in '000				
Plant & Machinery	35,454	56,949	(43,138)	49,265
September 30, 2024	35,454	56,949	(43,138)	49,265
September 30, 2023	32,162	35,454	(32,162)	35,454

5.3 Right of use assets

	2024			2023		
	Plant and Machinery	Vehicles	Total	Plant and Machinery	Vehicles	Total
..... Rupees in '000						
Gross carrying value						
Opening Net Book Value	—	3,640	3,640	80,309	12,620	92,929
Transfer to owned operating fixed assets	—	(3,094)	(3,094)	(79,417)	(6,327)	(85,744)
Depreciation charge for the year (Note 24)	—	(546)	(546)	(892)	(2,653)	(3,545)
Closing Net Book Value	—	—	—	—	3,640	3,640
Gross carrying value						
Cost	—	—	—	—	6,682	6,682
Accumulated Depreciation	—	—	—	—	(3,042)	(3,042)
Closing Net Book Value	—	—	—	—	3,640	3,640
Depreciation rate % per annum	5	20		5	20	

		2024	2023
		(Rupees in '000)	
6	LONG TERM DEPOSITS		
	Considered good:		
	Utilities	404	404
	Other security deposits	305	305
		<u>709</u>	<u>709</u>
7	STORES, SPARE PARTS AND LOOSE TOOLS		
	Stores	55,806	61,506
	Spare parts	42,735	43,285
	Loose tools	3,099	3,020
		<u>101,640</u>	<u>107,811</u>
	Less: Provision for slow moving items and obsolescence	Note 7.1 26,375	25,125
		<u>75,265</u>	<u>82,686</u>
7.1	Reconciliation of provision for slow moving and obsolete items		
	Opening balance at the beginning	25,125	23,071
	Charge for the year	Note 27 1,250	2,054
	Closing balance at the end	<u>26,375</u>	<u>25,125</u>
8	STOCK-IN-TRADE		
	Sugar	Note 8.1 & 24 1,483,991	974,234
	Sugar in process	Note 24 2,559	979
	Molasses	5,263	287
	Bagasse	5,589	1,963
		<u>1,497,402</u>	<u>977,463</u>
8.1	The closing stock of sugar having carrying value of Rs. 684,522 thousand (2023: Nil) has been pledged against financing obtained from Banking Company.		
9	TRADE DEBTS		
	Local Sales - Unsecured, Considered good under contracts	Note 9.1 29,494	29,494
	Less: Impairment allowance of tariff adjustment	(1,570)	(1,570)
		<u>27,924</u>	<u>27,924</u>
9.1	This represents Rs. 27,924 thousand (2023: Rs. 27,924 thousand) in respect of receivable against supply of electric power to Hyderabad Electric Supply Corporation in previous year. The matter is pending since the tariff / gazette is yet to be received from Ministry of Energy - Power Division in respect of power tariff, in official Gazette of Pakistan.		

	2024	2023
	(Rupees in '000)	
10 LOANS AND ADVANCES		
Secured and Interest free		
Loan to Employees:		
Other than CEO, Directors & Executives Note 10.1	4,747	4,823
Un-Secured		
Advances to		
- Employees against salaries	514	190
- Contractors and suppliers	21,325	14,764
- Growers Considered good - interest free Note 10.2	9,749	13,162
Considered good - interest bearing Note 21.2	87,527	96,848
Considered doubtful	7,515	7,515
	104,791	117,525
Impairment allowance against doubtful growers advances	7,515	7,515
	97,276	110,010
	123,862	129,787

10.1 Loans have been given to employees for the purchase of house hold equipment's, for solar power and for housing assistance in accordance with the terms of the employments and are repayable in the different monthly installments and are against their balances of retirement benefits.

10.2 The Company makes advances to growers in the form of cash payments and in the shape of fertilizers / seeds, which are adjustable against the supplies of sugarcane during the following season.

10.2.1 It includes an amount of Rs. 3,500 thousand (2023: Rs. 915 thousand) in respect of due from related parties. The maximum month end aggregate amount due from related parties during the year was Rs. 3,500 thousand (2023: Rs. 7,174 thousand).

	2024	2023
	(Rupees in '000)	
10.2.2 Aging analysis of due from related parties is as follows:		
From 91 to 180 days	3,500	915
	3,500	915

		2023	2022
		(Rupees in '000)	
11	TRADE DEPOSITS & SHORT TERM PREPAYMENTS		
	Trade Deposits		
	Rent and other deposits	355	355
	Short Term Prepayments		
	Prepaid insurance	1,070	877
	Prepaid rent	1,705	628
	Labour Court - Hyderabad	582	562
		3,357	2,067
		3,712	2,422
12	OTHER RECEIVABLES		
	Considered Good		
	Subsidy due from Provincial Government	47,080	47,080
	Road Cess receivable	—	—
	Receivable from Nazir of Honourable High Court of Sindh	20,661	47,377
	Receivable from Competition Commission of Pakistan & Others	8,911	8,911
		76,652	103,368
	Considered doubtful		
	Inland freight subsidy receivable	18,713	18,713
	Further sales tax refundable	8,558	8,558
		27,271	27,271
	Impairment allowance against doubtful	(27,271)	(27,271)
		76,652	103,368

12.1 A cash freight subsidy of Rs. 10.70 / kg was announced by the Federal Government through Ministry of Commerce vide letter No. 7(2)/ 2012-Exp.III and further, on equal sharing basis, an amount of Rs. 9.3 / kg was also announced by the Provincial Government and Federal Government, in lieu of which, the Company exported 8,800 M. Tons of sugar during 2018 and submitted the total claim of subsidy of Rs. 176,000 thousand with State Bank of Pakistan (the SBP). Out of the subsidy claimed, the Company has received Rs. 128,920 thousand till date. This remaining subsidy amount relates to the Provincial Government whereas the share pertaining to the Federal Government has been realized in full. The Company despite every effort to recover the subsidy amount of Rs. 47,080 thousand from the Sindh Government via the SBP has been unable to get the same. Consequently, the Company filed a Constitutional Petition No. 5562 of 2021 in the Honourable Sindh High Court against the Sindh Government and the SBP for recovery of entitlement. During the preceding year, the Honorable High Court of Sindh passed the judgment/order in favor of the Company and the petitions stand disposed off with the directions to the Finance Department, Government of Sindh to re-allocate funds in the budget and make payment to Sugar Mills within the first quarter of financial year. The outcome from the Finance Department, Government of Sindh is still awaited.

12.2 This represents receivable of the Company's & Growers share of Sugarcane (Development) Cess for the crushing season 2014-15 amounting to Rs. 3,613 thousand. The Company has paid the Cess and as per the notification issued by the Agriculture, Supply & Prices Department, Government of Sindh, the Company has filed documentation in this respect in the relevant department for refund of the said Cess. During the previous year the Company has net-off the amount receivable against its corresponding liability, to be payable to growers. The outcome of the same is awaited.

- 12.3** This represents an amount of Rs. 8,911 thousand (2023: Rs. 8,911 thousand) receivable in respect of recovery made by the Competition Commission of Pakistan as disclosed in note 22.1.6 of the financial statements.
- 12.4** These were the receivable from the Government of Pakistan through Trade Development Authority of Pakistan. Total receivable in this respect amounted to Rs. 21,703 thousands; however an amount of Rs. 2,990 thousand relating to the export sales of year 2013-14, was not accounted for in the books as a matter of prudence. Further, due to uncertainties regarding the recoverability of the subsidy, and as a matter of prudence, an impairment allowance has been made against the amount of Inland Freight Subsidy already recorded.
- 12.5** This represent Further Sales Tax of one percent on sales to unregistered persons. The Company paid Further Tax in the monthly Sales Tax & Federal Excise Returns for the month of June 2013 amounting to Rs. 764 thousand and July 2013 amounting to Rs. 3,519 thousand on buyers behalf which aggregated to Rs. 4,283 thousand and not received by the buyers. In addition, an amount of Rs. 4,275 thousand on account of Further Tax at the rate of two percent on sales to unregistered persons was again been paid by the Company and not received from the buyers. Further, due to uncertainties regarding the recoverability, and as a matter of prudence, an impairment allowance has been made against the amount of Further Tax already recorded.

		2024	2023
		(Rupees in '000)	
13	CASH AND BANK BALANCES		
	Cash in hand	399	324
	Cash at banks		
	In current accounts	51,688	113,654
	In current account - Linked with Treasury Call	6,240	6,119
	Impairment allowance against the dormant bank accounts	(7,870)	(566)
		<u>50,058</u>	<u>119,207</u>
		Note 33	<u>119,531</u>

- 13.1** Cash at banks include Rs. 4,112 thousand (2023: 2,552 thousand) with shariah compliant financial institutions.

- 13.2** This represents amount placed with commercial bank in "Unclaimed Dividend Account", linked with Treasury Call Account. Profit earned in this account will be used in corporate social responsibility activities.

		2024	2023
		(Rupees in '000)	
13.3	Reconciliation of impairment allowance against dormant bank accounts		
	Opening balance	566	900
	Charge / (reversal) for the year	7,304	(334)
	Closing balance	<u>7,870</u>	<u>566</u>

14 ISSUED, SUBSCRIBED AND PAID UP CAPITAL

	2024	2023		2024	2023
	10,860,000	10,860,000	Ordinary shares of Rs.10 each allotted for consideration paid in cash	108,600	108,600
	1,086,000	1,086,000	Ordinary shares of Rs.10 each allotted as bonus shares	10,860	10,860
	<u>11,946,000</u>	<u>11,946,000</u>		<u>119,460</u>	<u>119,460</u>

- 14.1** All ordinary shares rank equally with regard to the Company's residual assets. Holders of these shares are entitled to dividends as declared from time to time and are entitled to one vote per share at general meetings of the Company.

	2024	2023
	(Rupees in '000)	
15 SURPLUS ON REVALUATION OF PROPERTY, PLANT AND EQUIPMENT		
Gross opening balance	2,284,936	2,413,660
Incremental depreciation charged on surplus on revaluation of property, plant and equipment - net of deferred tax	(80,939)	(91,394)
Deferred tax on incremental depreciation charged on surplus on revaluation of property, plant and equipment	(33,059)	(37,330)
	(113,998)	(128,724)
	2,170,938	2,284,936
Related deferred Tax	(566,655)	(599,714)
Revaluation surplus net of deferred tax	1,604,283	1,685,222

Note 18.1.1

- 15.1** The Company carries its land, building and plant and machinery on revaluation model in accordance with IAS - 16 "Property, Plant & Equipment". An independent valuer carried out revaluation and issued report on September 30, 2022. Fair value has been determined by the valuer using New Replacement Value i.e., the estimated cost to replace an existing asset or with a substitute of like kind and equal utility using the current standards of materials and design and with no deduction for depreciation as follows:

	(Rupees in '000)		
	Discount Factor in %	Present Market Value as at 30 Sept. 2022	Fair Value as at 30 Sept. 2022
Free hold Land	15%	224,000	190,000
Building (Factory & Non-Factory)	15%	320,000	272,000
Plant & Machinery	20%	3,085,000	2,468,000

- 15.2** The revaluation surplus on property, plant and equipment is a capital reserve and is not available for distribution to shareholders of the Company in accordance with the section 241 of the Companies Act, 2017.

	2024	2023
	(Rupees in '000)	
16 LONG TERM FINANCING		
Secured		
From Other than Banking Company under profit arrangements with Shahria compliant financial institution		
Diminishing Musharakah - I	92,730	—
Diminishing Musharakah - II	74,138	—
	166,868	—
Current portion shown under current liabilities	(35,591)	—
	131,277	—

- 16.1** This represents Diminishing Musharakah arrangement from shariah compliant financial institution M/s. OLP Financial Services Pakistan Limited under profit arrangements and repayable in three years in monthly installments with a profit payments @ 6 months KIBOR + 4.50%. This loan is secured against the title over specific machinery.
- 16.2** This represents Diminishing Musharakah arrangement from shariah compliant financial institution M/s. OLP Modarabah under profit arrangements and repayable in two years in monthly installments after the grace period of one year with a profit payments @ 6 months KIBOR + 4.50%. This loan is secured against the title over specific machinery.

		2024	2023
		(Rupees in '000)	
17	LEASE LIABILITIES		
	Balance at the beginning of the year	1,251	16,179
	Financial charges on lease liabilities	132	1,913
	Repayments during the year	(1,383)	(16,841)
		—	1,251
	Less: Current portion shown under current liabilities	—	1,251
		—	—

- 17.1** The Company had entered into direct lease agreement with OLP Financial Services Pakistan Limited for two vehicles, for an amount of Rs. 6,805 thousand. Minimum lease payments were discounted using rates linked with KIBOR ranging between 24.79 % to 27.75 % (2023: 18.17 % to 27.75 %) being rates implicit in the lease. Lease rentals were payable in 36 months in arrears on monthly basis. The lease liability has been fully repaid during the year and corresponding asset has been acquired by the Company.

		2024	2023
		(Rupees in '000)	
18	DEFERRED LIABILITIES		
	Deferred taxation	576,194	600,223
	Market committee fee	95,264	90,104
	Employees retirement benefits		
	- Defined benefit plan	179,712	147,861
	- Leave Encashment plan	6,390	4,300
		857,560	842,488
18.1	Deferred taxation:		
	Opening Balance	600,223	640,806
	Impact of deferred tax on actuarial loss	(3,981)	(5,622)
	Credited to statement of profit or loss	(20,048)	(34,961)
	Closing balance	576,194	600,223

		2024	2023
		(Rupees in '000)	
18.1.1 Deferred tax (debit) / credit arising due to:			
Deferred tax credit arising due to:			
- surplus on revaluation	Note 15	566,655	599,714
- accelerated depreciation		212,075	205,800
- assets obtained under finance lease		—	693
		778,730	806,207
Deferred tax debit arising due to:			
- provisions / impairment		(99,333)	(79,722)
- losses, minimum and tax credit carried forward		(103,203)	(126,262)
		576,194	600,223
18.2 Market committee fee			
Opening Balance		90,104	86,040
Charge during the year		5,160	4,064
Closing balance	Note 18.2.1	95,264	90,104

18.2.1 The Company has filed a suit in the Honourable High Court of Sindh against the levy of market committee fee by the Government of Sindh on sugarcane purchases at the factory. The Honourable High Court of Sindh has granted status quo. Full provision has been made as a matter of prudence.

18.3 Employees Retirement Benefits - Defined Benefits Plan

The Company operates an unfunded gratuity scheme for its employees eligible to the benefit effective from July 01, 2003 and provision is made as per actuarial valuation of the scheme conducted as of September 30, 2024 by M/s Nauman Associates (Consulting Actuaries) under the "Projected Unit Credit" method. The significant actuarial assumptions used for actuarial valuation for the gratuity scheme are as follows:

		2024	2023
		(Rupees in '000)	
18.3.1 Movement in the present value of the obligation			
Present value of obligation at the beginning of the year		147,861	118,900
Charge for the year	Note 18.3.2	14,394	11,556
Current service cost	Note 18.3.2	21,677	14,042
Interest cost		36,071	25,598
Benefits paid during the year		(14,888)	(14,771)
Actuarial losses & experience adjustments	Note 18.3.4	10,668	18,134
Present value of obligation at the end of the year		179,712	147,861
18.3.2 Expense for the year charged to statement of Profit or Loss			
Current service cost		14,394	11,556
Interest cost		21,677	14,042
		36,071	25,598

		2024	2023
		(Rupees in '000)	
18.3.3 Charge for the year has been allocated as under:			
Cost of sales	Note 24.1	27,053	19,199
Administrative cost	Note 26.1	9,018	6,399
		<u>36,071</u>	<u>25,598</u>
18.3.4 Total Remeasurements chargeable in Other Comprehensive Income			
Remeasurements of plan obligation:			
Actuarial losses from changes in financial assumptions		7,209	770
Experience adjustments		3,459	17,364
		<u>10,668</u>	<u>18,134</u>
18.3.5 Significant Actuarial Assumptions			
Discount rate used for interest cost in P or L Charge		16.75%	13.25%
Discount rate used for year end obligation		12.00%	16.75%
Salary increased used for year end obligation		12.00%	15.75%
Next salary is increased at		01-Oct-2024	01-Oct-2023
Retirement assumption		Age 60	Age 60
Withdrawal Rates		Age-Based	Age-Based
Mortality Rates		SLIC 2001-2005 Setback 1 year	SLIC 2001-2005 Setback 1 year
18.3.6 Year end Sensitivity Analysis (+ 100 bps) on Defined Benefit Obligation			
Discount Rate + 100 bps		160,615	130,738
Discount Rate - 100 bps		178,072	143,541
Salary Increase + 100 bps		178,195	143,710
Salary Increase - 100 bps		160,352	130,482
18.3.7 Expected Benefit Payments for the next 10 years and beyond			
Year			
FY 2024		—	33,257
FY 2025		39,152	13,781
FY 2026		20,839	22,264
FY 2027		29,559	31,277
FY 2028		17,080	16,920
FY 2029		29,205	33,058
FY 2030		43,393	49,021
FY 2031		15,980	17,849
FY 2032		19,617	22,729
FY 2033		29,511	44,527
FY 2034		18,252	1,451,992
FY 2035 onwards		879,303	—
The average duration of the defined benefit obligation is 5 years			

18.4 Employee Retirement Benefits - Leave Encashment plan:

The Company operates an unfunded leave encashment scheme for its employees eligible to the benefit and provision is made as per actuarial valuation of the scheme conducted as of September 30, 2024 by M/s Nauman Associates (Consulting Actuaries) under the "Projected Unit Credit" method. The significant actuarial assumptions used for actuarial valuation for the leave encashment scheme are as follows:

		2024	2023
		(Rupees in '000)	
18.4.1 Movement in the present value of the obligation			
Present value of obligation at the beginning of the year		4,300	4,377
Charge for the year			
Current service cost	Note 18.4.2	353	774
Interest cost	Note 18.4.2	622	537
		976	1,311
Benefits paid during the year		(1,061)	(646)
Actuarial (gains) / losses from changes in financial assumptions		(58)	28
Experience adjustments		2,233	(770)
Present value of obligation at the end of the year		6,390	4,300
18.4.2 Expense for the year charged to Statement of Profit or Loss			
Current service cost		353	774
Interest cost		622	537
Actuarial losses from changes in financial assumptions		—	28
Experience adjustments		—	(770)
		976	569
18.4.3 Charge for the year has been allocated as under:			
Cost of sales	Note 24.1	732	427
Administrative cost	Note 26.1	244	141
		976	569
18.4.4 Significant Actuarial Assumptions			
Discount rate used for interest cost in P or L Charge		16.75%	13.25%
Discount rate used for year end obligation		12.00%	16.75%
Salary increased used for year end obligation		11.00%	15.75%
Next salary is increased at		01-Oct-2024	01-Oct-2023
Retirement Assumption		Age 60	Age 60
Withdrawal Rates		Age-Based	Age-Based
Mortality Rates		SLIC 2001-2005 Setback 1 year	SLIC 2001-2005 Setback 1 year

		2024	2023
		(Rupees in '000)	
18.4.5 Year end Sensitivity Analysis (+ 100 bps) on Defined Benefit Obligation			
Discount Rate + 100 bps		5,990	4,116
Discount Rate - 100 bps		6,616	4,511
Salary Increase + 100 bps		6,626	4,517
Salary Increase - 100 bps		5,976	4,107
18.4.6 Expected Benefit Payments for the next 10 years and beyond			
Year			
FY 2024		—	1,266
FY 2025		1,849	456
FY 2026		739	611
FY 2027		1,389	1,133
FY 2028		522	486
FY 2029		857	770
FY 2030		1,156	1,321
FY 2031		622	584
FY 2032		722	628
FY 2033		1,181	1,462
FY 2034		527	26,829
FY 2035 onwards		18,588	—
The average duration of the defined benefit obligation is 5 years			
19 TRADE AND OTHER PAYABLES			
Creditors	Note 19.1	288,974	181,052
Accrued liabilities		52,317	44,909
Advances from customers			
Sugar		698,482	1,279,932
Molasses		21,797	107,947
Baggasse		5,695	189
Sales tax payable	Note 19.2	381,973	377,080
Workers' Profit Participation Fund	Note 19.3	—	7,113
Workers' Welfare Fund	Note 27	—	4,027
Other liabilities	Note 19.4	5,286	7,069
		1,454,524	2,009,318

19.1 This includes Nil (2023: Rs. 29,250 thousand) due to related parties.

19.2 This includes sales tax default surcharge amounting to Rs. 104,650 thousand (2023: Rs. 99,883 thousand).

		2024	2023
		(Rupees in '000)	
19.3 Workers Profit Participation Fund			
Opening balance at the beginning of the year		7,113	3,784
Interest paid on funds utilized by the Company	Note 29	1,021	504
		<u>8,134</u>	<u>4,288</u>
Less: Payments made during the year		<u>(8,134)</u>	<u>(4,288)</u>
		—	—
Add: Allocation for the year	Note 27	—	7,113
Closing balance at the end of the year		<u>—</u>	<u>7,113</u>
19.4 Other liabilities			
Income tax deducted at source		1,402	2,849
Cane field staff	Note 19.4.1	493	355
Others - Employees' social security & old age benefits, workers compensation & others		3,391	3,865
		<u>5,286</u>	<u>7,069</u>

19.4.1 These represents amount received from cane field employees under Company's motor cycle policy.

20 ACCRUED FINANCE COST

Accrued profit / mark-up:

- On long term financing - Shariah compliant financial instituiton
- On short term borrowings

530	—
<u>56,506</u>	<u>6,394</u>
<u>57,036</u>	<u>6,394</u>

21 SHORT TERM BORROWINGS

Secured:

Cash Finance	Note 21.1	685,000	—
Growers Finance	Note 21.2	75,000	75,000
Running Finance	Note 21.1 & Note 33	100,000	25,000
		<u>860,000</u>	<u>100,000</u>

21.1 The aggregate financing facilities obtained amounted to Rs. 1,475,000 thousand (2023: Rs. 1,175,000 thousand), out of which amount of Rs. 615,000 thousand (2023: Rs. 1,075,000 thousand) were un-availed as at the year end. These are secured by pledge of sugar stocks under the supervision of approved muccadum and hypothecation over current assets of the Company, exclusive & pari passu hypothecation charge on Company's plant & machinery and 1st equitable mortgage charge over fixed assets of the Company. The financing facilities are collaterally secured by the personal guarantees of all the sponsor directors. The facilities carries markup at 3 months KIBOR as base rate plus 1 % (2023: 3 months KIBOR as base rate plus 1%) chargeable and payable quarterly. The facilities are renewable annually at the time of maturity.

21.2 The aggregate financing facility obtained amounted to Rs. 75,000 thousand (2023: Rs. 75,000 thousand) directly disburseable to the growers' bank account and the Company recovers the amount of finance from adjustments in cane procurement payments and or recovered through re-payment to

the Company by the respective growers. This is secured by hypothecation over current assets of the Company, exclusive & pari passu hypothecation charge on Company's plant & machinery and 1st equitable mortgage charge over fixed assets of the Company. The financing facility is collaterally secured by the personal guarantees of all the sponsor directors. The facility carries markup at 3 months KIBOR as base rate plus 1% (2023: 3 months KIBOR as base rate plus 1%) chargeable and payable quarterly, which is recovered from the growers. The facility is renewable annually at the time of maturity.

22 CONTINGENCIES AND COMMITMENTS

22.1 Contingencies:

- 22.1.1** The Company has filed a petition in the Honourable Supreme Court of Pakistan against a show cause notice issued by the Competition Commission of Pakistan (CCP), challenging the vary jurisdiction of the Competition Commission. The Honourable Supreme Court of Pakistan has disposed of the petition on the ground that this matter is already under proceedings with Honourable High Courts and refrained CCP from passing any final / penal order till a final decision is achieved at Honourable High Courts. Proceedings are pending there at. There are no financial implications related to this, at the moment.
- 22.1.2** The Company has filed a suit before the Honourable High Court of Sindh against Pakistan Standards and Quality Control Authority (the Authority) Challenging the levy of marking fee under PSQCA Act-VI of 1996. The Authority has demanded a fee payment @ 0.1% of ex-factory price for the year 2008-2009 amounting to Rs. 1,915 thousands. The Company is of the view that demand notifications so raised are without any lawful authority under the PSQCA Act-VI of 1996 and are in violation of the constitution. The Honourable High Court of Sindh has accepted the petition and termed that impugned notifications have been issued without lawful authority and suspended the operation of the impugned notifications. The constitutional petition filed before the Honourable High Court of Sindh has been allowed in favour of the Company. In the meantime, the legal counsel of the Company has filed caveat in respect of an appeal to be filed by PSQCA against the judgment in the Honourable Supreme Court of Pakistan. No provision has been made in this respect, as the Company is confident that the same is not likely to be materialized.
- 22.1.3** During the preceding year, the Government of Sindh issued a notification no. 8(142)/ S.O(EXT)2017, according to which, the minimum price of sugarcane has been fixed at the rate of Rs. 182 per 40 kg for the crushing season 2017-2018. The Company along with other Sugar mills has filed a petition in the Honourable High Court of Sindh dated 19 December 2017 against the said notification. Thereafter, the Honourable Court after deliberations with all stakeholders announced the judgment fixing the purchase price at Rs. 160 to be paid to growers and the balance of Rs. 22 per 40 kg to be decided by the Honourable Supreme Court of Pakistan which is pending. The differential amount aggregating to Rs. 391,668 thousand has not been accounted for since the purchase price has been agreed with the parties and outcome of the Honourable Supreme Court is not likely to be against the Company. Furthermore, the Company along with other sugar mills have also filed petition in the Honourable Supreme Court challenging the minimum price fixation mechanism, which is also pending before the Honourable Court.
- 22.1.4** During the preceding year, the Company has filed an appeal in the Honourable Supreme Court of Pakistan against the order passed by the Honourable High Court of Sindh – Circuit Court Hyderabad in the matter of Constitutional Petition No. D - 334 of 2012 (Sanghar Sugar Mills Limited vs Sindh Labour Appellant Tribunal and Others). The said appeal was also filed against the Sindh Labour Appellate Tribunal for the decision made by the Appellate Tribunal (Hyderabad). The Honourable Supreme Court of Pakistan has suspended the operation of the impugned judgements and directed the Company to let the amount of salary on the basis of last drawn arrears of salary during season and salary of retention during off season and as per directions the Company has deposited an amount of Rs. 582 thousand (2023: Rs. 562 thousand) in the Labour Court of Hyderabad. The Case has challenged the decision of Labour Appellate Tribunal and the Honourable High Court of Sindh, wherein the chances of Company's success are higher.

22.1.5 During the preceeding year, the Deputy Commissioner Inland Revenue (DCIR) has passed the Orders under Section 122 (1) / (5) of the Income Tax Ordinance, 2001 in respect of tax years from 2015 to 2019 creating a tax demand of Rs. 24,818,724 thousand and also passed the Orders under Section 161 of the Income Tax Ordinance, 2001 for the tax years from 2017 to 2020 amounted to Rs. 119,608 thousand creating an exorbitant tax demand.

The Company contested the appeals and an Appellant Tribunal Inland Revenue deleted all the demands raised and set aside the orders of the Department. Similarly, orders for the tax year 2017 to 2020 were framed under section 161 of the Income Tax Ordinance, 2001 by revoking section 236 G and H of the Ordinance, relating to tax collection from wholesalers and distributors which also set aside at first appellate stage.

During the year, the DCIR again took up the matter of tax year 2017 to 2020 and passed the Orders amounted to Rs. 25,428 thousand, which were framed previously under section 161 of the Income Tax Ordinance, 2001 for Section 236 G / H of the Ordinance, relating to tax collection from wholesalers and distributors, which were set aside at first appellate stage. The Company has paid the principal amount i.e. Rs. 12,787 thousand and the balance amount related to penalty and default surcharge has again contested and at the forum of Appellant Tribunal Inland Revenue, which is being heard.

Management of the Company believe that all the matters will be decided in Company's favour as the demands raised through the stereo type orders by the FBR created on the basis of using stock phrases, imagination based workings and predetermined mindset and are illegal, ultra-vires and without any justification or basis and the Company is continuously contesting the same at designated forums of Inland Revenue Services. The Company has also filed application for stay against these Orders in the Honourable Sindh High Court which have been granted by the said Honourable Court.

22.1.6 The Competition Commission of Pakistan (CCP) in August 2021 passed orders and imposed penalty on PSMA and member sugar mills alleging them to be guilty of collusive activities and cartelization. The penalty imposed on the Company aggregated to Rs. 188,522 thousand. The PSMA and the Company along with other member sugar mills of PSMA filed the Suit against the orders of the Competition Commission of Pakistan before Honourable Sindh High Court. The Honorable Court passed the interim order on 07.10.2021 that the operation of impugned orders dated 06.08.2021 and 13.08.2021 shall remain suspended till the hearing is underway and final order issued on 22.08.2022 whereby the matter was referred to Competition Appellate Tribunal and suspended all previous orders of CCP including direction for withdrawal of all recovery notices/demands and withdrawal of debit blocks and attachment of bank accounts' notices.

Further, The Competition Appellate Tribunal, Islamabad has assigned the Case of the Company with other Cases while the appeals are being heard.

The CCP vide communication bearing no. F. N. # 366 / Sugar Enq / C&TA / CCP / 2020 dated September 07, 2022 intimating withdrawal of Recovery Notice dated 29.06.2022 issued under section 40(1) of the Competition Act, 2010 till the final decision of the relevant appeals pending before the Competition Appellate Tribunal.

22.1.7 During the previous year, out of the total export approved by the ECC of 250,000 metric tons of sugar, Sindh was allocated 80,000 MT by the Ministry of Commerce to be distributed among the mills through the Cane Commissioner, Sindh. The Cane Commissioner equally distributed the quota as 2,500 MT to each of the 32 sugar mills in Sindh Province. Meanwhile, JDW Sugar Mills Ltd filed the suit against the equal distribution of export quota in February, 2023 in the Honourable High Court of Sindh. The Honorable Court stayed the export of sugar after which the Company and other sugar mills became party to the petition as defendants being aggrieved in Suit No. 145 of 2023 and Suit No. 149 of 2023. The single bench of the Honorable Court passed the judgement in March 3, 2023 and set aside Sindh Cane Commissioner's decision and directed to Cane Commissioner to re-issue the quota in accordance with Federal Government policy. The Company and other Sugar Mills filed the High Court Appeal (HCA) before the Honorable Divisional Bench of Honourable Sindh High Court on March 9, 2023 vide HCA number 64 and 65/2023 against the judgment order of single judge. The

Honorable Divisional Bench passed the interim Order and allowed to Export of 1,500 metric tons to each of Sugar Mills till further orders.

Further, in continuation of earlier order dated 09.03.2023, the Honourable Court has passed an another Order to allow export of the remaining (undisputed and disputed quantity) of 32,000 M. Tons of sugar with terms and conditions imposed on export proceeds of undisputed and disputed quantity. The export proceeds realized, based on the formula set by the Honourable Court was retained by the Company on undisputed quantity, while on disputed quantity, the export proceeds realized was deposited with the Nazir of the Honourable Court and the Nazir till the decision of the case.

Subsequent to the year-end, the Honourable Court has announced the decision and the amount of Rs. 20,661 thousand has been refunded to the Company (respondant), which are appearing in the respective note of other receivables, the balance amount of Rs. 26,716 thousand related to the appellant has been written off in the statement of profit or loss.

22.2 Guarantee:

The Company has available bank guarantee facility for an amount of Rs. 75,000 thousand which is secured against 25% and rest is against the existing charge over current and fixed assets of the Company, already held as collateral. However as at year-end no bank guarantee is unsecured on behalf of the Company.

22.3 Commitments:

22.3.1 Capital commitments in respect of plant & machinery amounting to Rs. 27,000 thousand (2023: Rs. 6,000 thousand).

22.3.2 The Company has committed for donation of 5 acre of land through the Board of Directors' decision in their meeting held on October 29, 2016 which recommended donation of 5 acre land out of total 320 acres Company's land at factory located at Sanghar to Workers Welfare Fund, Government of Pakistan, Islamabad, for the purpose of construction of Fifty Beds Hospital in the vicinity of factory premises of Sanghar Sugar Mills. This has already been approved by the shareholders of the Company in their Extra Ordinary General Meeting held on November 23, 2016. The carrying value of the land as on the year end date is Rs 110 thousand whereas its market value based on revaluation report dated September 30, 2022 by an independent professional valuator is Rs. 3,493 thousand. In order to implement the agreement, the formalities of transfer of Land and other documentation are in process till date.

	2024	2023
	(Rupees in '000)	
23 SALES		
Local Sales	6,184,408	4,113,233
Export Sales	196,798	429,724
	6,381,206	4,542,957
Less: Sales Tax	(943,384)	(616,871)
Less: Federal Excise Duty	(14,400)	—
Less: Brokerage and Commission	(8,128)	(3,930)
	5,415,294	3,922,156

		2024	2023
		(Rupees in '000)	
24	COST OF SALES		
	Sugar cane consumed (including cane procurement expenses)	5,806,133	3,175,764
	Salaries, wages and staff benefits	234,098	188,281
	Stores, spare parts and loose tools consumed	203,048	176,625
	Fuel, power and utilities	15,787	13,945
	Insurance	13,512	9,490
	Repairs and maintenance	10,157	9,352
	Vehicle running expenses	15,335	13,127
	Depreciation	173,952	179,197
	Depreciation on right-of use assets	546	3,545
	Other expenses	16,060	11,883
		6,488,628	3,781,209
	Sugar -in-process		
	- Opening	979	873
	- Closing	(2,559)	(979)
		(1,580)	(106)
		6,487,048	3,781,103
	Sale of Molasses	805,500	605,900
	Inventory adjustment for molasses	4,976	192
		810,476	606,092
	Sale of Baggasse	87,222	58,862
	Inventory adjustment for bagasse	3,626	(11,488)
		90,848	47,374
	Cost of goods manufactured	5,585,724	3,127,637
	Finished sugar		
	- Opening stock	974,234	1,249,011
	- Closing stock	(1,483,991)	(974,234)
		(509,757)	274,777
		5,075,967	3,402,414

24.1 Salaries, wages and benefits include Rs. 27,053 thousand (2023: Rs. 19,199 thousand) in respect of defined benefit plan and Rs. 732 thousand (2023: Rs. 427 thousand) in respect of leave encashment plan.

24.2 These figures are net off sales tax of Rs. Nil (2023: Rs. Nil) being zero related sales to exporters.

24.3 These figures are net off sales tax and further tax of Rs. 15,952 thousand (2023: Rs. 11,140 thousand).

		2024	2023
		(Rupees in '000)	
25	DISTRIBUTION COST		
	Handling and stacking	1,667	978
	Export charges	1,552	10,175
		<u>3,219</u>	<u>11,153</u>
26	ADMINISTRATIVE COST		
	Salaries, wages and staff benefits	116,692	96,227
	Rent, rates and taxes	3,638	3,345
	Communication	1,418	1,099
	Repairs and maintenance	3,798	3,579
	Utilities	3,229	813
	Entertainment	608	453
	Subscription	2,966	2,206
	Cartage	31	68
	Printing and stationery	3,023	1,876
	Insurance	4,504	3,163
	Legal and professional charges	2,650	1,674
	Conveyance and traveling	6,252	7,101
	Depreciation	9,287	11,456
	Others	1,885	1,479
		<u>159,981</u>	<u>134,539</u>
26.1	Salaries, wages and benefits include Rs. 9,018 thousand (2023: Rs. 6,399 thousand) in respect of defined benefit plan and Rs. 244 thousand (2023: Rs. 141 thousand) in respect of leave encashment plan.		
27	OTHER OPERATING COST		
	Auditors' remuneration	3,294	2,857
	Corporate social responsibility costs	5,603	7,142
	Workers' Profit Participation Fund	—	7,113
	Workers' Welfare Fund	—	2,703
	Provision for slow moving and obsolete items	1,250	2,054
	Exchange loss on export proceeds realization - net	37	1,453
	Write off against receivable from Nazir of Honourable High Court of Sindh	26,716	—
	Sales tax default surcharge	7,511	69,222
	Impairment allowance against dormant bank account	7,304	—
		<u>51,715</u>	<u>92,544</u>

		2024	2023
		(Rupees in '000)	
27.1 Auditors' remuneration			
Statutory Auditors - Kreston Hyder Bhimji and Co.			
Audit fee		1,832	1,665
Half yearly review fee		237	215
Code of corporate governance certification		154	140
Certification of Free Float of Shares & reconciliation		193	175
Sindh Sales Tax on Services		362	176
		2,777	2,371
Cost Auditors - A.D. Akhawala & Co.			
Cost Audit Fee		450	450
Sindh Sales Tax on Services		68	36
		518	486
		3,294	2,857
27.2	Corporate social responsibility costs do not include any amount paid to any person or organization that exceeds Rs. 1,000,000 and also no director or their spouse has any interest in any donee.		
28 OTHER INCOME			
Income from non financial assets:			
Gain on sale of property, plant & equipment	Note 5.1.3	684	1,188
Others - Rent & related receipts		166	92
		850	1,280
Income from others:			
Scrap Sales	Note 28.1	1,244	—
V. Filter Cake Sales	Note 28.2	796	—
Reversal of provision of dormant bank account	Note 13.3	—	334
Liabilities written back		43,726	541
		45,766	875
		46,616	2,155
28.1	These figures are net off sales tax and further tax of Rs. 268 thousand (2023: Nil).		
28.2	These figures are net off sales tax and further tax of Rs. 175 thousand (2023: Nil).		
29 FINANCE COST			
Profit on long term financing	Note 29.1	25,388	8,391
Mark-up on short-term borrowings		223,393	139,355
Financial charges on lease liabilities		132	1,913
Bank charges		1,415	1,047
Interest on workers' profit participation fund	Note 19.3	1,021	504
		251,349	151,210
29.1	This represents profit paid in respect of financing under shariah compliant arrangements.		

		2024 (Rupees in '000)	2023
30 LEVIES			
Minimum tax	Note 30.1 & 31.1	<u>79,387</u>	<u>62,529</u>
30.1	This represent minimum tax or turnover under section 113 and 154 of Income Tax Ordinance, 2001, representing levies in terms of IFRIC 21/IAS 37.		
31 TAXATION			
Deferred		<u>(20,048)</u>	<u>(34,961)</u>
31.1	The Company's liability in respect of levies and taxation represents the minimum tax on turnover tax under section 113 and 154 of Income Tax Ordinance, 2001 net of available tax credits, hence tax reconciliation of tax expense with accounting profit is not presented for the current year.		
31.2	The Company records tax expense based on generally accepted interpretation of tax laws and accordingly sufficient provision in respect of taxation is available in these financial statements. Difference in Tax year 2023 is due to adjustment / reversal of prior year's excess provision. Following analysis shows the comparison of last three years between tax provision and tax assessment:		

Tax Year	Provision for tax as per financial statements (Rupees in 000)	Tax assessed as per income tax return
2024	62,529	58,707
2023	55,771	55,771
2022	52,587	43,822

	2024	2023
32 (LOSS) / EARNING PER SHARE - Basic and Diluted		
(Loss) / Profit for the year (Rupees '000)	<u>(139,660)</u>	<u>104,883</u>
Weighted average number of ordinary shares	<u>11,946,000</u>	<u>11,946,000</u>
(Loss) / Earning per share - (Rupees)	<u>(11.69)</u>	<u>8.78</u>
There is no dilutive effect on the basic earning per share of the Company.		
33 CASH AND CASH EQUIVALENTS		
Cash and cash equivalent comprise of the following items		
Cash and bank balances	Note 13	119,531
Less: Short term borrowings - running finance	Note 21	<u>(25,000)</u>
		<u>94,531</u>

Previously, the Company classified all its short term borrowings as a part of cash and cash equivalents for the purpose of statement of cash flows. However, during the year, the Company has classified only running finance as part of cash and cash equivalents to meet the criteria of cash and cash equivalents as per the requirements of IAS -7 "Statement of Cash Flows". Accordingly adjustment in comparative figures are as follows:

	As previously reported	Effect of restatement	As Restated
Statement of Cash Flows			
Cash flow from financing activities	(88,950)	(561,768)	(650,718)
Cash flow from operating activities	830,166	1,913	832,079
Cash and cash equivalents at the beginning of the year	(683,954)	634,855	(49,099)
Cash and cash equivalents at the end of the year	19,531	75,000	94,531

34 FINANCIAL INSTRUMENTS**34.1 FINANCIAL ASSETS AND LIABILITIES**

Table below summarizes the maturity profile of the Company's financial assets and liabilities at the following reporting periods:

		2024						
		Interest / Mark-up bearing			Non Interest / Mark-up bearing			
Interest / markup rate	Maturity upto one year	Maturity after one year	Sub Total	Maturity upto one year	Maturity after one year	Sub Total	Total	
(Rupees in '000)								
Financial Assets								
Deposits	—	—	—	355	709	1,064	1,064	
Trade Debts	—	—	—	27,924	—	27,924	27,924	
Other receivable	—	—	—	29,572	—	29,572	29,572	
Loans and advances	—	—	—	5,261	—	5,261	5,261	
Cash and bank balances	Linked with Treasury Call	6,240	—	6,240	44,217	—	44,217	50,457
TOTAL		6,240	—	6,240	107,329	709	108,038	114,278
Financial Liabilities								
Long term Financing	6 M Kibor + 4.5%	35,591	131,277	166,868	—	—	166,868	
Trade & other payables		—	—	—	728,550	—	728,550	728,550
Accrued finance cost		—	—	—	57,036	—	57,036	57,036
Short-term borrowings	3 M Kibor + 1%	860,000	—	860,000	—	—	860,000	
Unclaimed dividend		—	—	—	3,731	—	3,731	3,731
TOTAL		895,591	131,277	1,026,868	789,317	—	789,317	1,816,185

		2023						
		Interest / Mark-up bearing			Non Interest / Mark-up bearing			
Interest / markup rate	Maturity upto one year	Maturity after one year	Sub Total	Maturity upto one year	Maturity after one year	Sub Total	Total	
(Rupees in '000)								
Financial Assets								
Deposits		—	—	—	355	709	1,064	1,064
Trade Debts		—	—	—	27,924	—	27,924	27,924
Other Receivable		—	—	—	56,288	—	56,288	56,288
Loans and advances		—	—	—	5,013	—	5,013	5,013
Cash and bank balances	Linked with Treasury Call	6,119	—	6,119	113,412	—	113,412	119,531
TOTAL		6,119	—	6,119	202,992	709	203,701	209,820
Financial Liabilities								
Lease Liabilities	18.17% to 27.75%	1,251	—	1,251	—	—	1,251	
Trade & other payables		7,113	—	7,113	610,110	—	610,110	617,223
Accrued finance cost		—	—	—	6,394	—	6,394	6,394
Short-term borrowings	3 M Kibor + 1%	100,000	—	100,000	—	—	100,000	
Unclaimed dividend		—	—	—	4,696	—	4,696	4,696
TOTAL		108,364	—	108,364	621,200	—	621,200	729,564

34.2 RELATIONSHIP WITH THE ISLAMIC AND CONVENTIONAL FINANCIAL INSTITUTION

The Company in the normal course of business deals with pure Islamic financial institution as well as the financial institution who have both the conventional and Islamic window operations. The detail of the segregation relevant assets / liabilities and expenditures between Islamic Mode and Conventional Mode is as under:

	September 30, 2024			September 30, 2023		
	(Rupees in '000)					
	Islamic Mode	Conventional Mode	Total	Islamic Mode	Conventional Mode	Total
Lease liabilities	—	—	—	—	1,251	1,251
Long term finance	166,868	—	166,868	—	—	—
Short term borrowings	—	860,000	860,000	—	100,000	100,000
Accrued finance cost	530	56,506	57,036	—	6,394	6,394
Bank balances	(4,112)	(53,816)	(57,928)	(2,552)	(117,221)	(119,773)
	163,286	862,690	1,025,976	(2,552)	(9,576)	(12,128)
	September 30, 2024			September 30, 2023		
	(Rupees in '000)					
	Islamic Mode	Conventional Mode	Total	Islamic Mode	Conventional Mode	Total
Finance cost	25,388	225,961	251,349	8,391	142,819	151,210

35 FINANCIAL RISKS MANAGEMENT

35.1 Financial Risk Management Objectives, Policies and Responsibilities

The Company's overall risk management programs focus on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's operations. The Company's risk management policies are established to identify and analyze the risk faced by the Company, to set appropriate risk limits and control, and to monitor risks and adherence to limits.

The Board of Directors has overall responsibility for the establishment and oversight of Company's risk management framework. The Board is also responsible for developing and monitoring the Company's risk management policies. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company's senior management provides policies for overall risk management, as well as policies covering specific areas such as foreign exchange risks, interest rate risks, credit risks, financial instruments and investment of excess liquidity. It is the Company's policy that no trading in derivatives for speculative purpose shall be undertaken.

The Company has exposure to the following risks from its use of financial instruments:

- Market risk
- Credit risk
- Liquidity risk

35.1.1 Market Risk

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

35.1.1.1 Foreign Exchange Risk

Foreign exchange risk represents the risk that the fair value of the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Foreign exchange risk arises mainly from future economic transaction or receivables or payables that exist due to transactions in foreign exchange. During the year the Company has exposure to foreign currency risk due to export sales and managed through mix of advance receipts and partial payments before shipments and as at year end the Company was not directly exposed to foreign currency risk.

35.1.1.2 Interest / Mark-up / Profit rate risk

Interest / mark-up / profit rate risk is the risk that value or future cash flows of the financial instruments will fluctuate because of changes in market interest / mark-up / profit rates. The Company has mainly long term financing, short term borrowings and workers' profit participation fund which are based at varying rates.

At the reporting date, the interest rate profile of the Company's significant interest / mark-up bearing financial instruments are as follows:

	2024	2023	2024	2023
	Effective interest / markup rate (in percent)		Carrying amount (Rupees in '000)	
Financial liabilities				
Variable rate instruments				
Long Term Finance	6 M Kibor + 4.5%	—	166,868	—
Lease liabilities	—	18.17% to 27.75%	—	1,251
Short term borrowings	3 M Kibor + 1%	3 M Kibor + 1%	860,000	100,000
Less: Cash at bank in saving account	11% to 15%	12% to 16%	(6,240)	(6,119)
			<u>1,020,628</u>	<u>95,132</u>

Sensitivity analysis**Fair value sensitivity analysis for fixed rate instruments**

The Company does not account for any fixed rate instruments at fair value through statement of profit or loss.

Cash flow sensitivity analysis for variable rate instruments.

A change of 100 basis points in interest / mark-up rates at the reporting date would have decreased / (increased) profit / loss before tax for the year by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency rates, remain constant. The analysis is performed on the same basis for 2023.

 2024 2023.....	
	(Rupees in '000)		(Rupees in '000)	
	Profit and loss 100 bp		Profit and loss 100 bp	
Financial liabilities	(increase)	decrease	(increase)	decrease
Cash flow sensitivity - on statement of financial position	(10,206)	10,206	(951)	951

The sensitivity analysis prepared is not necessarily indicative of the effects on profit / loss for the year and assets / liabilities of the Company.

35.1.1.3 Other Price Risk

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

35.1.2 Credit Risk

Credit risk represents the accounting loss that would be recognized at the reporting date if counter parties failed to perform as contracted. To manage exposure to credit risk in respect of trade receivables, management performs credit reviews taking into account the customer's financial position, past experience and other factors. Sales contracts and credit terms are approved by the Chief Executive Officer and Executive Director. The Company manages credit risk interalia by setting out credit limits in relation to individual customers and / or by obtaining advance against the sales and / or through letter of credits and / or by providing adequate allowance for doubtful debts. Where considered necessary, advance payments are obtained from certain parties or by obtain advance payments from counter parties.

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

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

	2024	2023
	(Rupees in '000)	
Deposits	1,064	1,064
Trade debts	27,924	27,924
Loans and advances	5,261	5,013
Other receivable	29,572	56,288
Bank balances	50,058	119,207
	113,879	209,496

a) Deposits

As at the year end, the deposits are placed against the utility facilities like electricity & water with Government entities and other deposits in normal course of business. The Company believes that it is not exposed to significant credit risk in this respect.

b) Trade Debts

These represents balances due from registered buyer against sale of power and the Company believe that it is not exposed to significant credit risk in this respect. Since the buyer is a Government owned entity.

c) Loans and Advances

These represent balances due from employees that are mostly against their balances of retirement benefits. Advances given to growers in cash or through fertilizer / seeds are recovered through the adjustments in cane supplies payments in the ensuing season. Impairment allowance has been made against the growers loan became past due and non recoverable. The Company actively pursues for the recovery and based on past experience the Company does not expect that these will fail to meet their obligations, hence, no impairment allowance is necessary other than already made in these financial statements.

d) Other Receivables

These represents balances due against receivable from Nazir of Honourable High Court of Sindh and receivable from the Competition Commission of Pakistan against force recovery. The Company is actively pursuing the matters which are pending at the disposal of Provincial Government and Appellate Tribunal and based on the past experience the Company does not expect that these will fail to meet their obligations, hence, no impairment allowance is necessary, in this respect. Subsequent to the year end, receivable from Nazir of Honourable High Court of Sindh has been received (as per the decision of the Honourable Court) and the remaining amount has been write off in the statement of profit or loss.

e) Balances with Bank

The Company limits its exposure to credit risk by maintaining bank balances only with counter-parties that have stable credit rating. Management actively monitors credit ratings of the counter parties and given their high credit ratings, management does not expect that the counter party will fail to meet their obligations.

The bank balances along with the short term credit ratings are tabulated below:

	2024	2023
	(Rupees in '000)	
Credit Ratings		
A-1+	11,889	118,520
A1+	43,838	—
A-1	1,885	1,252
A1	314	—
A-3	1	1
	<u>57,927</u>	<u>119,773</u>

35.1.2.1 Financial assets that are either past due or impaired

The credit quality of financial assets that are either past due or impaired can be assessed by reference to historical information and external ratings or to historical information about counter party default rates as disclosed in respective notes. Management believes that there are no financial asset that are either past due or impaired, other than disclosed in the Financial Statements.

35.1.3 Liquidity Risk

Liquidity risk represent the risk where the Company will encounter difficulty in meeting obligations associated with financial liabilities. The maturity profile of the Company's financial assets and liabilities as at the reporting date with respect to period lags is given in Note 34.1.

The Company manages liquidity risk by maintaining sufficient cash and ensuring the fund availability through adequate credit facilities. As at September 30, 2024, the Company has available un-availed short term borrowing facilities of Rs. 615,000 thousand (2023: Rs. 1,075,000 thousand) and also has cash & bank balances of Rs. 50,457 thousand (2023: Rs. 119,531 thousand). Based on the above, the management believes that the Company is not significantly exposed to the liquidity risk.

35.2 CAPITAL RISK MANAGEMENT

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

The Company monitors capital using a gearing ratio, which is net debt divided by total shareholders equity plus net debt. Net debt is calculated as total loans and borrowings less cash and bank balances. The Company's strategy was to maintain leveraged gearing. The gearing ratio as at reporting date is as follows:

	2024	2023
	(Rupees in '000)	
Total financing and borrowings including lease liabilities	1,026,868	101,251
Less: Cash and bank balances	(50,457)	(119,531)
Net debt	976,411	(18,280)
Total Equity	1,908,924	2,057,446
Total capital employed	2,885,335	2,039,166
Gearing Ratio	33.84%	-0.90%

Consistent with others in the industry, the Company manages its capital risk by monitoring its liquid assets and keeping in view future investment requirements and expectation of the shareholders.

36 FAIR VALUES / MEASUREMENT

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e. an exit price) regardless of whether that price is directly observable or estimated using another valuation technique.

A number of the Company's accounting policies and disclosure require the measurement of fair values, for both financial, if any and non-financial assets and liabilities. When measuring the fair value of an asset or a liability, the Company uses valuation techniques that are appropriate in the circumstances and uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

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

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the management recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. There were no transfers between different levels of fair values mentioned above.

Management assessed that the fair values of cash & cash equivalent, short term deposits, trade debts, loans & advances, other receivable, trade payables, short term borrowing and other current liabilities approximate their carrying amounts largely due to the short term maturities of these instruments. For long term asset and long term liabilities, management considers that their carrying values approximates fair value.

The fair value of land and buildings and plant and machinery is a level 3 recurring fair value measurement. Management engages an independent external expert / valuator to carry out periodic valuation of its non-financial assets (i.e. Land, Building and Plant and Machinery) and selection criteria include market knowledge, reputation, independence and whether professional standards are maintained by the valuer. The Fair Values were determined with reference to market based evidence, based on active market prices and relevant enquiries and information as considered necessary, adjusted for any difference in nature, location or condition of the specific property. Recent valuation was carried on September 30, 2022 and following factors were considered:

Land and Building The valuation is considered on the factors of location, need of the buyers, the overall prevailing market situation and other considerations linked with this.

Plant and Machinery Factors taken into consideration in order to assess the present value of the machinery include Make, Model, Quality, Operational Capacity, Existing Condition, Demand and Resale Prospects, Depreciation and Obsolescence etc.

37 REMUNERATION OF CHIEF EXECUTIVE, DIRECTORS AND EXECUTIVES

The aggregate amount charged during the year for remuneration, including all benefits to the Chief Executive, Directors and Executives of the Company were as follows:

	Chief Executive		Directors		Executives		Total	
	2024	2023	2024	2023	2024	2023	2024	2023
	(Rupees in '000)							
Non executive Directors' meeting fee - 5 Directors (2023: 5 Directors)	—	—	780	875	—	—	780	875
Managerial remuneration - Basic	8,066	5,628	7,431	5,105	7,570	6,085	23,067	16,818
Perquisite (Bonuses, House Rent & Others)	8,011	7,684	7,385	7,149	7,108	9,359	22,504	24,192
Reimbursable expenses	5,887	5,152	4,311	4,783	2,117	1,885	12,315	11,820
	21,964	18,464	19,127	17,037	16,795	17,329	57,886	52,830
Number of persons	1	1	1	1	3	4	5	6

The Chief Executive and Executives as stated above are provided with the Company maintained cars and telephone facilities.

Some of the Directors waived their Meeting's fee for Board & their respective Committees, which was approved in the Board of Directors meeting.

38 RELATED PARTY TRANSACTIONS

The Company in the normal course of business carried out transactions with related parties as detailed below: The Company in the normal course of business carried out transactions with related parties as detailed below:

Name of Related Party	Relationship with Company	Nature of Transaction	2024	2023
(Rupees in '000)				
Mr. Gul Mohammad RajarDo.....	Brother of Chief ExecutiveDo.....	Cane purchased	1,435	1,469
		Advance against cane purchased (Paid / Adjusted)	493	466
Mr. Muhammad HashimDo.....	Ex-General ManagerDo.....	Cane purchased	—	7,261
		Advance against cane purchased (Paid / Adjusted)	—	245
Mr. Faisal Rehman RajarDo.....	Brother of Chief ExecutiveDo.....	Cane purchased	30,416	22,001
		Advance against cane purchased (Paid / Adjusted)	—	2,029
Haji Khuda Bux RajarDo.....	Director & Father of Chief ExecutiveDo.....	Cane purchased	35,337	14,684
		Advance against cane purchased (Paid / Adjusted)	69	2,401
Mr. Abdul Hakeem RajarDo.....	Son of ChairmanDo.....	Cane purchased	9,492	9,514
		Advance against cane purchased (Paid / Adjusted)	4,703	7,336

Transactions, as applicable in relation to Directors of the Company and Key Management Personnel (KMP) have been disclosed in note # 37. Key Management Personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity directly or indirectly.

Outstanding balances of related parties as of the statement of financial position date and maximum month end aggregate balance during the year are disclosed in the respective notes to the financial statements. The advances to related parties against supply of cane were disbursed for the crushing season 2023-24 (2023: 2022-23) out of which significant amount had already been adjusted against cane supplied during the crushing season whereas remaining amount is being adjusted subsequent to the year-end against the cane supplied for the crushing season 2024-25 (2023: 2023-24).

39 ENTITY - WIDE INFORMATION

39.1 The Company constitutes of a single reportable segment, the principal class of product is Sugar and by products are Molasses and Baggasse, which does not constitute as a reportable segment, as the same does not meet the threshold.

39.2 Information about geographical areas

The Company does not hold non-current assets in any foreign country. There is revenues from external customers for attribution to foreign countries in these financial statements. The Company is also not dependent on any single customer. The analysis of sugar sales, by products and sales of trading activities are as follows:

	2024	2023
	(Rupees in '000)	
Local Sales - net		
Sugar	5,218,496	3,492,432
Molasses	805,500	605,900
Baggasse	87,222	58,862
Export Sales - Afghanistan	196,798	429,724
	<u>6,111,218</u>	<u>4,157,194</u>

39.3 Information about major customers

The Company does not have transactions with any external customer, which amounts to 10 percent or more of its revenues.

40 CAPACITY AND PRODUCTION

	2024		2023	
	Quantity M. Tons	No. of days	Quantity M. Tons	No. of days
Crushing capacity	8,500	Per day	8,500	Per day
Capacity based on actual working days	807,500	95	722,500	85
Actual crushing	515,994.296		406,402.792	85
Sucrose recovery (in %)	10.135		10.263	
Sugar production from cane	52,293.50		41,711.25	

40.1 Main reason for under utilization of production capacity is lesser availability of sugarcane during the season.

41 NUMBER OF EMPLOYEES

	2024	2023
	(In Numbers)	
Total number of Permanent & Contract employees as at the year end	<u>301</u>	<u>319</u>
Average number of Permanent & Contract employees during the year	<u>310</u>	<u>328</u>

42 DATE OF AUTHORIZATION FOR ISSUE

These financial statements were authorized for issue on December 30, 2024 by the Board of Directors of the Company.

43 GENERAL

43.1 Figures have been rounded off to nearest thousand of rupees.

43.2 Certain comparative figures have been rearranged and regrouped for more appropriate presentation and comparison.

Chief Executive

Director

Chief Financial Officer

Pattern of Shareholding

As at September 30, 2024

Number of Shareholders	Shareholding		Total Shares Held	Percentage %
	From	To		
822	1	100	32,275	0.27
158	101	500	36,687	0.31
84	501	1000	53,319	0.45
72	1001	5000	164,046	1.37
42	5001	10000	275,856	2.31
2	10001	15000	22,000	0.18
2	15001	20000	36,500	0.31
5	20001	25000	113,410	0.95
5	25001	30000	135,016	1.13
2	40001	45000	84,500	0.71
2	45001	50000	97,900	0.82
1	95001	100000	97,240	0.81
1	190001	195000	190,200	1.59
1	220001	225000	222,600	1.86
1	240001	245000	241,487	2.02
1	250001	255000	252,500	2.11
2	265001	270000	532,372	4.46
1	325001	330000	326,500	2.73
1	360001	365000	360,179	3.02
1	395001	400000	400,000	3.35
1	400001	405000	403,100	3.37
1	485001	490000	486,390	4.07
1	495001	500000	496,000	4.15
1	520001	525000	522,600	4.37
1	545001	550000	547,350	4.58
1	570001	575000	573,372	4.80
1	655001	660000	659,250	5.52
1	670001	675000	674,750	5.65
1	855001	860000	858,000	7.18
1	910001	915000	913,000	7.64
1	1040001	1045000	1,043,116	8.73
1	1090001	1095000	1,094,485	9.16
1,218			11,946,000	100.00

* Note: The slabs representing nil holding have been omitted.

CATEGORIES OF SHAREHOLDERS

As at September 30, 2024

Sr #	Category of Shareholders	Number of Shares Held	Percentage %
1	Directors, Chief Executive and their spouse and minor children	1,608,556	13.4652
2	Associated Companies, undertakings and related parties	1,162,482	9.7311
3	NIT & ICP	1,043,516	8.7353
4	Banks, DFIs, NBFIs, Mudarabas and Pension Fund	101,550	0.8501
5	Insurance Companies	100	0.0008
6	Modarabas and Mutual Funds	—	—
7	Share holders holding 10%	—	—
8	General Public – Local	8,013,823	67.0837
	– Foreign	100	0.0008
9	Other Companies	15,873	0.1328
	TOTAL	11,946,000	100.0000

Detail of Pattern of Shareholding

As per Requirement of Code of Corporate Governance
As at September 30, 2024

S #	Category Name	Number of shares held	Percentage %	Category wise Number of shareholders	Category wise shares held	Percentage %
1	Directors, Chief Executive and their spouse and minor children			11	1,608,556	13.4652
	Haji Khuda Bux Rajar	241,487	2.0215			
	Mr. Ghulam Dastagir Rajar	659,250	5.5186			
	Mr. Ghulam Hyder	653,819	5.4731			
	Mr. Muhammad Qasim	2,000	0.0167			
	Mr. Mehmood Alam	2,750	0.0230			
	Ms. Misbah	3,000	0.0251			
	Mrs. Khanzady W/o Haji Khuda Bux Rajar	2,750	0.0230			
	Mrs. Shahneela Rajar W/o Mr. Ghulam Hyder	43,500	0.3641			
2	Associated Companies, Undertaking and Related Parties			3	1,162,482	9.7311
	Mr. Gul Mohammad	674,750	5.6483			
	Mr. Faisal Rehman	222,600	1.8634			
	Mr. Abdul Hakeem	265,132	2.2194			
3	NIT & ICP			2	1,043,516	8.7353
	CDC - Trustee National Investment (Unit) Trust	1,043,116	8.7319			
	Investment Corporation of Pakistan	400	0.0033			
4	Banks, Development Financial Institutions, Non Banking Financial Institutions			4	101,550	0.8501
5	Insurance Companies			1	100	0.0008
6	Shareholders holding 10% or more voting interest			—	—	0.0000
7	Other Companies			5	15,873	0.1329
8	General Public					
	A. Local			1191	8,013,823	67.0837
	B. Foreign			1	100	0.0008
				1,218	11,946,000	100.0000
9	Trading in the Shares of Company During the year by the Director, Chief Executive Officer, Chief Financial Officer, Company Secretary and their Spouses and Minor Children - Information under the Code of Corporate Governance					

	Nature	Number of shares held	Percentage %
Directors and Spouse:			
Mr. Ghulam Hyder	Buy	293,640	2.4581
Mrs. Shahneela Rajar W/o Mr. Ghulam Hyder	Buy	43,500	0.3641
Mr. Mehmood Alam*	Buy	2,750	0.0230
Ms. Misbah*	Buy	3,000	0.0251
Related Parties:			
Mr. Faisal Rehman	Buy	222,600	1.8634
Mr. Abdul Hakeem	Buy	265,132	2.2194

* Purchased before appointment as Director on 02.11.2023.



Sanghar Sugar Mills Limited

Dividend Payments through Electronic Mode

In accordance with the provisions and under section 242 of the Companies Act, 2017, shareholders are entitled to receive their dividends by way of direct credit to their bank account instead of receiving them through dividend warrants.

Therefore, to receive your future dividends directly in your bank account, please give us complete details and inform us in writing duly signed along with a copy of your CNIC / NTN to the Share Registrar or the Company and in case Shares held in CDC then please inform concerned Participant / CDC investor Account Services.

SHARE HOLDER'S SECTION

The Company Secretary,
Sanghar Sugar Mills Limited,
Office No. 204, 2nd Floor, Clifton Centre,
Block 5, Clifton, Karachi.
Phone: 021 35371441 to 43 (3 lines)
Fax: 021 35371444

The Share Registrar,
Hameed Majeed Associates (Pvt) Limited
Karachi Chambers, Hasrat Mohani Road,
Karachi
Phone: 021 32424826
Fax: 021 32424835

I hereby wish to communicate my desire to receive my future dividends directly in my bank account as detailed below:

Name of shareholder : _____
Folio number : _____
Contact number of shareholder : _____
Name of Bank : _____
Bank Branch & mailing address : _____
Bank Account No. (Full) : _____
Title of Account : _____
CNIC No. : _____
NTN (in case of corporate entity) : _____

It is stated that the above particulars given by me are correct to the best of my knowledge and I shall keep the Company informed in case of any changes in the said particulars in future.

Shareholder's Signature

CNIC / NTN No. _____
(Copy attached)



ادائیگی ڈیویڈنڈ بریج الیکٹرانک ذرائع

کمپنیز ایکٹ 2017 کی دفعہ 242 کے تحت حصص داران کو یہ حق حاصل ہے کہ وہ اپنے ڈیویڈنڈ براہ راست اپنے بینک اکاؤنٹ میں کریڈٹ کروالیں۔ بجائے اس کے کہ انہیں یہ ڈیویڈنڈ بریج الیکٹرانک وارنٹ ادا کئے جائیں۔

لہذا اگر آپ اپنے ڈیویڈنڈ براہ راست اپنے اکاؤنٹ میں وصول کرنا چاہتے ہیں تو آپ سے گزارش ہمیں اپنی مکمل معلومات فراہم کریں اور ہمیں تحریری طور اس بات سے آگاہ کیجئے۔ بمعہ دستخط اور قومی شناختی کارڈ/این ٹی این کی نقل اپنی درخواست حصص رجسٹرار یا کمپنی کے پاس جمع کروائیں اور بصورت سی ڈی سی حصص اپنے متعلقہ شراکت دار اسی ڈی سی سرمایہ کار اکاؤنٹ سرور کو درخواست دیں۔

شعبہ حصص داران

حصص رجسٹرار
حمید مجید ایسوسی ایٹس (پرائیویٹ) لمیٹڈ
کراچی چیمبرز، حسرت موبائی روڈ، کراچی۔
فون نمبر: 021 32424826
فیکس نمبر: 021 32424835

کمپنی سیکریٹری
ساگھڑ شوگر ملز لمیٹڈ
آفس نمبر 204، سیکنڈ فلور، کلفٹن سینٹر
بلاک 5، کلفٹن، کراچی۔
فون نمبر: 021 35371441 to 43 (تین لائنیں)
فیکس نمبر: 021 32424835

میں بذریعہ بذریعہ خواہش ظاہر کرتا ہوں کہ مستقبل میں میرے ڈیویڈنڈ براہ راست میرے بینک اکاؤنٹ میں منتقل کر دیئے جائیں جس کی تفصیلات درج ذیل ہیں:

_____	:	حاصل حصص کا نام
_____	:	فون نمبر
_____	:	حاصل حصص کا رابطہ نمبر
_____	:	بینک کا نام
_____	:	بینک کی برانچ و پتہ
_____	:	بینک اکاؤنٹ نمبر (مکمل)
_____	:	عنوان برائے اکاؤنٹ
_____	:	قومی شناختی کارڈ نمبر
_____	:	این ٹی این نمبر (بصورت کارپوریٹ)

میرے علم کے مطابق میری جانب سے فراہم کی جانے والی مذکورہ بالا معلومات بالکل صحیح اور درست ہیں اور اگر مستقبل میں ان میں کسی بھی قسم کی کوئی تبدیلی واقع ہوتی ہے تو ایسی تبدیلی سے کمپنی کو آگاہ کروایا جائے گا۔

دستخط حامل حصص

قومی شناختی کارڈ/این ٹی این نمبر
(نقل منسلک ہے)



Sanghar Sugar Mills Limited

Consent to receive Hard Copies of Notices and Audited Financial Statements

In supersession / partial modification of notification No. 470(I) dated May 31, 2016 and notification No. 787(I)/2014 dated September 08, 2014, the SECP has issued latest S.R.O. 389(I)/2023 dated March 21, 2023 read with Section 223(6) and 223 (7) of the Companies Act, 2017 which states that the Members of the Company who wish to receive the hard copy of Audited Financial Statements and Reports of the Company instead of sending the same through email, are requested to provide a "Standard Request Form", duly filled and signed in all respects, to communicate the need of hard copy, to the Company Secretary / Share Registrar. Therefore, to receive Hard Copies of current and future notices and audited financial statements, please give us complete details and inform us in writing duly signed along with a copy of your CNIC / NTN to the Share Registrar or the Company and in case shares held in CDC then please inform concerned Participant / CDC investor Account Services.

SHARE HOLDER'S SECTION

SHARE HOLDER'S SECTION

The Company Secretary,
Sanghar Sugar Mills Limited,
Office No. 204, 2nd Floor, Clifton Centre,
Block 5, Clifton, Karachi.
Phone: 021 35371441 to 43 (3 lines)
Fax: 021 35371444

The Share Registrar,
Hameed Majeed Associates (Pvt) Limited
Karachi Chambers, Hasrat Mohani Road,
Karachi
Phone: 021 32424826
Fax: 021 32424835

I hereby wish to communicate my desire to receive notices and audited financial statements through mail as detailed below:

Name of shareholder : _____

Folio number/CDC Account No. : _____

Contact number of shareholder : _____

Contact Address of shareholder : _____

CNIC No. : _____

NTN (in case of corporate entity) : _____

It is stated that the above particulars given by me are correct to the best of my knowledge and I would like to opt the option of receiving the hard copies of notices and audited financial statements of the Company and I shall keep the Company informed in case of any changes in the said particulars in future.

Shareholder's Signature & date
(Affix stamp for corporate entity)

CNIC / NTN No. _____
(Copy attached)



اظہار رضامندی برائے وصولی نوٹس و آڈٹ شدہ مالیاتی دستاویزات بذریعہ کاغذی دستاویزات

ایس ای سی پی کی جانب سے جاری کردہ نوٹیفیکیشن بحوالہ نمبر (1)470 مورخہ 31 نومبر 2016 اور نوٹیفیکیشن نمبر (1)787/2014 مورخہ 8 ستمبر 2014 کی جگہ اجزوی ترامیم کے ساتھ ایس ای سی پی کی جانب سے جاری کئے گئے حالیہ ایس آر او نمبر (1)389/2023 مورخہ 21 مارچ 2023 جسے کمپنیز ایکٹ 2017 کے سیکشنز (6)223 اور (7)223 کے ساتھ ملا کر پڑھا جائے کے تحت ایسے ممبران جو کہ کمپنی کی مالیاتی دستاویزات اور رپورٹس بذریعہ ای میل کے بجائے ہارڈ کپی کی صورت میں حاصل کرنے کے خواہشمند ہوں تو انہیں چاہئے کہ "اسٹینڈرڈ درخواست فارم" برائے حصول ہارڈ کپی بابت کمپنی مالیاتی دستاویزات و نوٹس یا قاعدہ طور پر اور دستخط کر کے کمپنی سیکرٹری / شیئر رجسٹرار کے پاس جمع کروادیں۔ مستقبل کے نوٹس اور آڈٹ شدہ مالیاتی دستاویزات کاغذی صورت میں موصول کرنے کیلئے آپ ہمیں اپنی مکمل معلومات فراہم کیجئے، اپنے دستخط اور قومی شناختی کارڈ / این ٹی این نمبر کے ساتھ اپنی درخواست حصص رجسٹرار یا کمپنی اور بصورت سی ڈی سی اپنے متعلقہ شراکت دار / سی ڈی سی سرمایہ کار کا ڈاؤنٹ سرویز کے پاس جمع کروائیں۔

شعبہ حصص داران

حصص رجسٹرار
حمید مجید ایسوی ایس (پرائیویٹ) لمیٹڈ
کراچی چیمبرز، حسرت موہانی روڈ، کراچی۔
فون نمبر: 021 32424826
فیکس نمبر: 021 32424835

کمپنی سیکرٹری
ساگھڑ شوگر ملز لمیٹڈ
آفس نمبر 204، سیکنڈ فلور، کانٹیننٹ سینٹر
بلاک 5، کانٹیننٹ، کراچی۔
فون نمبر: 021 35371441 to 43 (تین لائنیں)
فیکس نمبر: 021 32424835

میں بذریعہ ذیل خواہش ظاہر کرتا ہوں کہ مستقبل میں مجھے تمام نوٹس اور آڈٹ شدہ مالیاتی دستاویزات کاغذی صورت میں ارسال کی جائیں جس کی تفصیلات درج ذیل ہیں:

_____ : حامل حصص کا نام
_____ : فوٹیو نمبر / سی ڈی سی نمبر
_____ : حامل حصص کار رابطہ نمبر
_____ : حامل حصص کار رابطہ کا پتہ
_____ : قومی شناختی کارڈ نمبر
_____ : این ٹی این نمبر (بصورت کارپوریٹ)

میرے علم کے مطابق میری جانب سے فراہم کی جانے والی مذکورہ بالا معلومات بالکل صحیح اور درست ہیں اور یہ کہ میں چاہتا ہوں کہ مجھے تمام نوٹس اور آڈٹ شدہ مالیاتی دستاویزات کاغذی صورت میں ارسال کی جائیں۔ اگر مستقبل میں مذکورہ بالا معلومات میں کسی بھی قسم کی کوئی تبدیلی واقع ہوتی ہے تو ایسی تبدیلی سے کمپنی کو آگاہ کر دیا جائے گا۔

_____ دستخط حامل حصص
(بصورت کارپوریٹ ادارہ یہاں مہر چسپاں کریں)
_____ قومی شناختی کارڈ / این ٹی این نمبر
(نقل منسلک ہے)

----- IMPORTANT NOTICE -----

IMPLEMENTATION OF SECTION 72 OF THE COMPANIES ACT, 2017

CONVERSION OF PHYSICAL SHARES INTO BOOK-ENTRY FORM

Section 72 of the Companies Act, 2017 (the "Act") requires every company having share capital to have its shares in book-entry form only, from the date notified by the Securities & Exchange Commission of Pakistan (the Commission). Further, every existing company is required to replace its physical shares with book-entry form. A period of four years is specified in the Act for implementation of this provision and the deadline was ended on May 30, 2021. Section 72 is reproduced below for ready reference:

"72. Issuance of shares in book-entry form.—(1) After the commencement of this Act from a date notified by the Commission, a company having share capital, shall have shares in book-entry form only.

(2) Every existing company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the Commission, within a period not exceeding four years from the commencement of this Act:

Provided that the Commission may notify different dates for different classes of companies:

Provided further that the Commission may, if it deems appropriate, extend the period for another two years besides the period stated herein.

(3) Nothing contained in this section shall apply to the shares of such companies or class of companies as may be notified by the Commission."

Furthermore, Regulation 17 of the Companies (General Provisions and Forms) Regulations, 2018 states as under:-

"17. Issuance of shares in book-entry form. — Subsequent to the notification under section 72 of the Act, all companies required to replace its physical shares with book-entry form shall apply to a Central Depository in terms of the relevant Regulations for declaration of company's shares as eligible securities and comply with the requirements of the Central Depository for issuance of shares in book entry form."

In view of the above-mentioned requirements of the Act and as a step further towards digitization, the Securities and Exchange Commission of Pakistan (SECP) is considering to make it obligatory for all public listed, public unlisted, public interest and private limited companies to have their shares in book-entry form in compliance with Section 72 of the Companies Act, 2017. Shares held in book-entry form shall have the same rights and privileges as shares held in physical certificate form. However, rights and privileges of shares held in physical form may be restricted at a future date due to non-compliance with the provision of section 72 of the Companies Act, 2017. Once notified, all companies required to replace their physical shares with book-entry form shall apply to a central depository licensed by the SECP for conversion of existing physical shares and further issuance of shares in the book entry form. The central depository shall prescribe procedures for such conversion and issuance of shares including documentation required, process to be followed and applicable fee and charges.

Further, the conversion of shares into book-entry form will make the process of share handling more efficient, risk free and would help to minimize shareholding disputes. Handling of shares in case of corporate actions i.e. issue of bonus/right shares and transfer or selling of shares would be much easier, if shares are converted into book-entry form. Book entry securities can be pledged to a bank to obtain financing against them. Furthermore, it would help to reduce the risks and costs associated with storing of physical share certificates, which are susceptible to be lost, stolen and /or damaged and conversion of shares would help to avoid such problems.

Therefore, it is requested to all the Shareholders (who have shares in physical form) of Sanghar Sugar Mills Limited to convert their physical shares in to book-entry form on immediate basis otherwise the Shareholders (who have shares in physical form) and the Company would be unable to comply with the requirement of the Commission as mentioned above.

سانگھڑ شوگر ملز لمیٹڈ



اہم نوٹس

سیکشن 72 بابت کمپنیز ایکٹ 2017 کا نفاذ فزیکل حصص کا بک انٹری کی صورت میں تبادلہ

سیکشن 72 بابت کمپنیز ایکٹ 2017 (ایکٹ) کی رو سے ایسی تمام کمپنیاں جو کہ شیئر کمپنیل کی حامل ہیں پر لازم ہے کہ اپنے شیئر زکوہ صرف بک انٹری کی صورت میں ہی محفوظ رکھیں، سیکورٹی اینڈ ایکسچینج کمیشن آف پاکستان (کمیشن) کی جانب سے نوٹس دیئے جانے کی تاریخ سے ایسا کیا جانا لازم ہے۔ مزید برآں، تمام کمپنیوں پر لازم ہے کہ فزیکل صورت میں موجود اپنے شیئر زکوہ بک انٹری کی صورت میں تبدیل کر لیں۔ اس پر دو پڑن پرنٹل درآئے کیلئے ایکٹ میں نفاذ کیلئے چار سال کا عرصہ مقرر کیا گیا ہے جس کی حتمی تاریخ 30 مئی 2021 ہے۔ سر دست ملاحظہ کرنے کیلئے سیکشن 72 کو ایک مرتبہ پڑھیں اور اپنی جانچ لیں۔

"72- شیئر زکوہ بک انٹری کی صورت میں اجراء - (1) ایکٹ ہذا کے آغاز کے بعد کمیشن کی جانب سے نوٹس دیئے جانے کی تاریخ سے ہر ایسی کمپنی جو کہ شیئر کمپنیل کی حامل ہو پر لازم ہوگا کہ اپنے شیئر زکوہ صرف بک انٹری کی صورت میں ہی محفوظ رکھے۔

(2) تمام موجودہ کمپنیوں پر لازم ہوگا کہ اپنے فزیکل شیئر زکوہ بک انٹری کی صورت میں تبدیل کرے جیسا کہ بیان کیا جا چکا اور ایسا کرنا کمیشن کی جانب سے نوٹس دیئے جانے کی تاریخ سے کیا جائے گا جس کا عرصہ ایکٹ ہذا کے اجراء کی تاریخ سے چار سال سے زائد نہ ہونا چاہیے:

بشرطیکہ بذات خود کمیشن کی جانب سے مختلف اقسام کی کمپنیوں کیلئے مختلف تاریخوں کا نوٹس جاری کیا جائے:

بشرطیکہ کمیشن، اگر مناسب سمجھے، کی جانب سے پہلے سے اعلان شدہ وقت میں مزید دو سال تک کی توسیع کر دی جائے۔

(3) ایکٹ ہذا میں مذکور کسی شق کا اطلاق متعلقہ کمپنیوں شیئر زیادہ بڑی پرنٹس ہوگا جیسا کہ کمیشن کی جانب سے نوٹس دیا جائے۔"

مزید برآں، ریگولیشن 17 بابت کمپنیز (جنرل پروویژن اینڈ فورمز) ریگولیشنز 2018 کے رو سے ذیل میں بیان کیا جاتا ہے کہ:

"17- شیئر زکوہ بک انٹری کی صورت میں اجراء - نوٹس برائے سیکشن 72 بابت ایکٹ ہذا کے ذیل میں، تمام کمپنیاں جن پر لازم ہے کہ اپنے فزیکل شیئر زکوہ بک انٹری کی صورت میں تبدیل کریں سینٹرل ڈیپازٹری میں متعلقہ ریگولیشنز کے تحت کمپنی کے ڈیپازٹیشن کیلئے درخواست دیں گی کہ کمپنی کے شیئر زکوہ کے معیار پر پورے اترتے

ہیں اور سینٹرل ڈیپازٹری کی جانب سے بک انٹری کی صورت میں جاری کئے جانے کے تمام تقاضے پورے کرتے ہیں۔"

ایکٹ میں مندرجہ مذکورہ بالا شرائط کے پیش نظر اور اس سے بھی آگے بڑھ کر معاملات کو ڈیٹیلڈ کر کے غرض سے، سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (SECP) اس بات کو زیر غور لاری ہے کہ تمام پبلک لسٹڈ، غیر پبلک لسٹڈ، مفاد عامہ سے متعلق اور پرائیویٹ لمیٹڈ کمپنیوں کو اس بات کا پابند بنایا جائے کہ سیکشن 72 بابت کمپنیز ایکٹ 2017 کے تحت اپنے شیئر زکوہ بک انٹری کی صورت میں محفوظ رکھیں۔ بک انٹری کی صورت میں محفوظ شیئر زکوہ بھی وہی حیثیت ہوگی جو کہ فزیکل صورت میں جاری کردہ شیئر زکوہ کے تحت رکھیں کی ہے۔ تاہم فزیکل صورت میں موجود شیئر زکوہ کی حیثیت کو مستقبل میں سیکشن 72 بابت کمپنیز ایکٹ 2017 سے عدم پاسداری کی بنا پر محدود کر دیا جائے گا۔ نوٹس کے اجراء کے بعد تمام کمپنیوں پر لازم ہے کہ اپنے فزیکل شیئر زکوہ بک انٹری کی صورت میں تبدیل کر لیں اور ایس ای سی پی سے سند یافتہ سینٹرل ڈیپازٹری کے پاس اپنے تمام موجودہ شیئر زکوہ کی تبدیلی اور نئے شیئر زکوہ کے اجراء کیلئے رابطہ کریں۔ سینٹرل ڈیپازٹری شیئر زکوہ کی تبدیلی اور نئے شیئر زکوہ کے اجراء کے سلسلے میں طریقہ کار تجویز کرے گا کہ کوئی دستاویزات درکار ہیں، کیا طریقہ اپنایا جائے گا اور اس سلسلے میں فیس و دیگر چارجز کیا ہونگے۔

مزید برآں، فزیکل صورت سے بک انٹری کی صورت میں شیئر زکوہ منتقل کئے جانے کے بعد شیئر زکوہ کے معاملات زیادہ مؤثر انداز سے نمٹائے جاسکتے ہیں، ریسک کے خدشات میں کمی آئے گی اور اس سلسلے میں پیدا ہونے والے تنازعات کو بھی کم از کم کیا جاسکے گا۔ شیئر زکوہ بک انٹری کی صورت میں منتقل کئے جانے کے بعد کارپوریٹ ایکشن کی صورت میں شیئر زکوہ کے معاملات کو دیکھنا آسان ہو جائے گا جیسا کہ نوٹس ارمانت شیئر زکوہ کے اجراء اور شیئر زکوہ کی منتقلی یا فروخت کے معاملات بھی آسان ہو جائیں گے۔ اسی طرح بک انٹری کی صورت میں ان سیکورٹیز کو جینکوں کے ساتھ برائے جنوبل بطور رہن بھی استعمال کیا جاسکتا ہے۔ علاوہ ازیں، فزیکل شیئر زکوہ کے اجراء سے منسلک لاگت اور ریسک کو بھی بک انٹری کے ذریعے قابو کیا جاسکتا ہے، ان میں کھوجانے اچرائے جانے یا ضائع ہوجانے کا خدشہ بھی موجود رہتا ہے، بک انٹری میں منتقل کئے جانے کے بعد ایسے تمام خطرات زائل ہو جائیں گے۔

لہذا، سانگھڑ شوگر ملز لمیٹڈ تمام حصص داران (جن کے پاس فزیکل صورت میں شیئر زکوہ) سے درخواست کی جاتی ہے کہ فوری طور پر اپنے فزیکل شیئر زکوہ بک انٹری میں منتقل کروائیں بصورت دیگر حصص داران (جن کے پاس فزیکل صورت میں شیئر زکوہ) اور کمپنی کمیشن کی جانب سے جاری کردہ مذکورہ بالا شرائط کی پاسداری کرنے سے قاصر رہیں گے۔



Sanghar Sugar Mills Limited

PROXY FORM

I/We..... W / S / D of

being a member of Sanghar Sugar Mills Limited, holding Shares of the Company, hereby appoint Mr. / Mrs. W / S / D of

CNIC No Folio No CDC Participant's ID. / Sub Account No holding Shares of the Company, or failing him / her, appoint Mr. / Mrs. W / S / D of

CNIC No Folio No CDC Participant's ID. / Sub Account No holding Shares of the Company, as my/our Proxy in my/our absence to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on Monday January 27, 2025 at 11:30 a.m. at 3rd Floor, PSX Auditorium, Pakistan Stock Exchange Building (Administration Block), Stock Exchange Road, Karachi and at any adjournment thereof.

Folio No.	C.D.C. I. D. / Sub Account No.	Signature Over Revenue Stamp

Signed thisday of..... 2025 in the presence of:

Witness 1

Signature :

Name :

CNIC No.:

Address :

Witness 2

Signature :

Name :

CNIC No.:

Address :

NOTES:

- 1) Proxy should be member of the Company and should produce his/her CNIC at the time of meeting for identification.
- 2) Signature of the member must agree with the specimen signature registered with the Company.
- 3) CDC Account holder or Sub Accountant holder should enclose valid copy of his/her CNIC/ Passport with Proxy Form. Representatives of the Corporate members should bring the necessary documents as usually required for such purpose.
- 4) Proxy Form dully filled-in and signed must be deposited with the Company Secretary at Company's Registered Office: Office No. 204, 2nd Floor, Clifton Centre, Block - 5, Clifton, Karachi not later than 48 hours before the time fixed for holding this meeting.
- 5) If the member is a corporate entity its common seal should be affixed to the proxy.
- 6) If a member appoints more than one proxy and more than one instruments of proxy are deposited by a member with the Company, all such instruments of proxy shall be rendered invalid.



پراکسی فارم

میں ام _____ زوجہ ابن ابنت _____ بطور ممبر سانگھڑ شوگر ملز لمیٹڈ، حامل

حصص برائے کمپنی بذریعہ بذاجناب / محترمہ _____

زوجہ ابن ابنت _____ حامل فوئیو نمبر _____ سی ڈی سی شراکت دار شناختی نمبر اذیلی

اکاؤنٹ نمبر _____ حامل _____ حصص کمپنی بذاکومقرر کرتا کرتی ہوں، بصورت دیگر جناب / محترمہ _____

زوجہ ابن ابنت _____ حامل فوئیو نمبر _____ سی ڈی سی شراکت دار شناختی نمبر اذیلی

اکاؤنٹ نمبر _____ حامل _____ حصص کمپنی بذاکومقرر کرتا کرتی ہوں کہ میری عدم موجودگی میں

اجلاس عام جو کہ بروز پیر 27 جنوری 2025 کو صبح 11:00 بجے بمقام تیسری منزل، PSX آڈیٹوریم، پاکستان اسٹاک ایکسچینج بلڈنگ (ایڈمنسٹریشن بلاک)،

اسٹاک ایکسچینج روڈ، کراچی منعقد کیا جا رہا ہے یا اس اجلاس کے مؤخر ہونے کی صورت میں اس کی جگہ دوسرے اجلاس میں شرکت کرے اور میری / ہماری جانب سے حق رائے

دی بھی استعمال کرے۔

فویو نمبر	سی ڈی سی شناختی نمبر اذیلی اکاؤنٹ نمبر	ریونیو کی مہر اور اس پر دستخط
_____	_____	_____

دستخط شدہ بتاریخ _____ بروز _____ 2025 درج ذیل افراد کی موجودگی میں

گواہ نمبر 1

گواہ نمبر 2

دستخط _____ دستخط _____

نام _____ نام _____

کمپیوٹرائزڈ قومی شناختی کارڈ نمبر _____ کمپیوٹرائزڈ قومی شناختی کارڈ نمبر _____

پتہ _____ پتہ _____

ہدایات:

1- پراکسی کا کمپنی ممبر ہونا لازمی ہے اور اجلاس میں شرکت کے وقت اپنی شناخت ظاہر کرنے کیلئے اپنا قومی شناختی کارڈ لازماً ظاہر کریں۔

2- ممبر کے دستخط، نمونہ دستخط شدہ / اندراج شدہ دستخط سے مماثلت ضروری ہے۔

3- سی ڈی سی اکاؤنٹ ہولڈر یا سب اکاؤنٹ ہولڈر کو پراکسی فارم کے ہمراہ کمپیوٹرائزڈ قومی شناختی کارڈ یا پاسپورٹ کی مصدقہ نقل منسلک کرنا ضروری ہے۔

کارپوریٹ اداروں کے نمائندوں کو معمول کے مطابق دستاویزات ساتھ لانا ضروری ہے۔

4- باقاعدہ پراور دستخط شدہ پراکسی فارم کمپنی کے سیکرٹری کو بمقام رجسٹرڈ دفتر نمبر 204، دوسری منزل، کلغٹن سینٹر، بلاک 5، کراچی کے پاس اجلاس

کے مقررہ وقت سے کم از کم 48 گھنٹے قبل جمع کرنا ضروری ہے۔

5- اگر ممبر کوئی کارپوریٹ ادارہ ہو تو اس کی عام ممبر بھی پراکسی فارم پر مثبت ہونا لازم ہے۔

6- اگر ممبر ایک سے زائد پراکسی نامزد کرے اور اس مقصد کیلئے کمپنی کے پاس ایک سے زائد پراکسی فارم جمع کروائے تو ایسے تمام پراکسی فارم مسترد کر دیئے

جائیں گے۔



سانگھڑ شوگر ملز لمیٹیڈ
Sanghar Sugar Mills Limited

REGISTERED / HEAD OFFICE:

- 📍 Office # 204, 2nd Floor, Clifton Centre, Block 5, Clifton, Karachi, Pakistan.
- ☎️ 021 35371441 to 43 (3 lines)
- 📠 021 35371444
- ✉️ info@sangharsugarmills.com
- 🌐 www.sangharsugarmills.com

MANUFACTURING FACILITIES

- 🏠 13 K.M., Sanghar - Sindhari Road Deh Kehore, District Sanghar, Sindh
- ☎️ (0345) 3737001 - 8222911