



**SHAPING THE FUTURE,  
STRENGTHENED BY VALUES.**



# ANNUAL REPORT 2024



# Foundation built on Values



CARE

RESPECT

LEAD

HONESTY

COURAGE

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# Company Information

## Board of Directors

Syed Babar Ali (Chairman)  
Syed Hyder Ali  
Mr. Arshad Ali Gohar  
Mr. Imtiaz Ahmed Husain Laliwala  
Syed Anis Ahmad Shah  
Mr. Muhammad Salman Burney  
Ms. Saadia Naveed  
Ms. Iqra Sajjad  
Mr. Sajjad Iftikhar

## Chief Executive Officer

Mr. Sajjad Iftikhar

## Chief Financial Officer

Mr. Yasser Pirmuhammad

## Company Secretary

Syed Muhammad Taha Naqvi

## Head of Internal Audit

Mr. Feroze Polani

## Auditors

A.F. Fergusons & Co.  
Chartered Accountants

## Legal Advisors

Khalid Anwer & Co.  
Saadat Yar Khan & Co.  
Ghani Law Associates  
THS & Co.

## Shares Registrar

FAMCO Share Registration Services (Private) Limited  
8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S.,  
Shahrah-e-Faisal, Karachi  
Tel: +92 21 34380101-5  
URL: [www.famcosrs.com](http://www.famcosrs.com)

## Bankers

Allied Bank Limited  
Bank Al Habib Limited  
Bank Alfalah Limited  
Deutsche Bank AG  
Habib Bank Limited  
Habib Metropolitan Bank Limited  
Faysal Bank Limited  
JS Bank Limited  
MCB Bank Limited  
Meezan Bank Limited  
National Bank of Pakistan  
Standard Chartered (Pakistan) Limited  
United Bank Limited

## Registered Office

Plot 23, Sector 22, Korangi Industrial Area,  
Karachi - 74900

## Postal Address

P.O. Box No. 4962, Karachi - 74000

## Contact

Tel: +92 21 35060221-35  
Email: [contact@hoechst.com.pk](mailto:contact@hoechst.com.pk)

## Web presence

[www.hoechst.com.pk](http://www.hoechst.com.pk)

# Company History

Hoechst Pakistan Limited (formerly Sanofi-Aventis Pakistan Limited) has been present in Pakistan for over 55 years, saving the lives of millions and improving the quality of life of many more through high quality products.

The Company was incorporated on December 8, 1967, as Hoechst Pakistan Limited. In 1977 the organization went public and was listed on the Karachi Stock Exchange (now Pakistan Stock Exchange). Following multiple mergers, divestments and acquisitions over the years, the name of the company was changed to sanofi-aventis Pakistan limited in 2005.

On May 6<sup>th</sup>, 2022, Sanofi publicly announced the signing of a binding Share Purchase Agreement with the investor consortium led by Packages Limited, and including IGI Investments, and affiliates of Arshad Ali Gohar Group. The transaction successfully closed at the end of April 2023 with the transfer of 52.87% shares to the consortium. In August 2023, the Board of Directors approved the change of the name of the Company from “sanofi-aventis Pakistan Limited” to “Hoechst Pakistan Limited”.

We are a company with a rich legacy of excellence and reliability, and we are now seeking new ways to innovate and improve upon our past successes to address the full spectrum of healthcare needs, from wellness to prevention to management, treatment and cure.

## 1970 – Foundation Laying Ceremony of Hoechst Pakistan (now Hoechst Pakistan Limited)

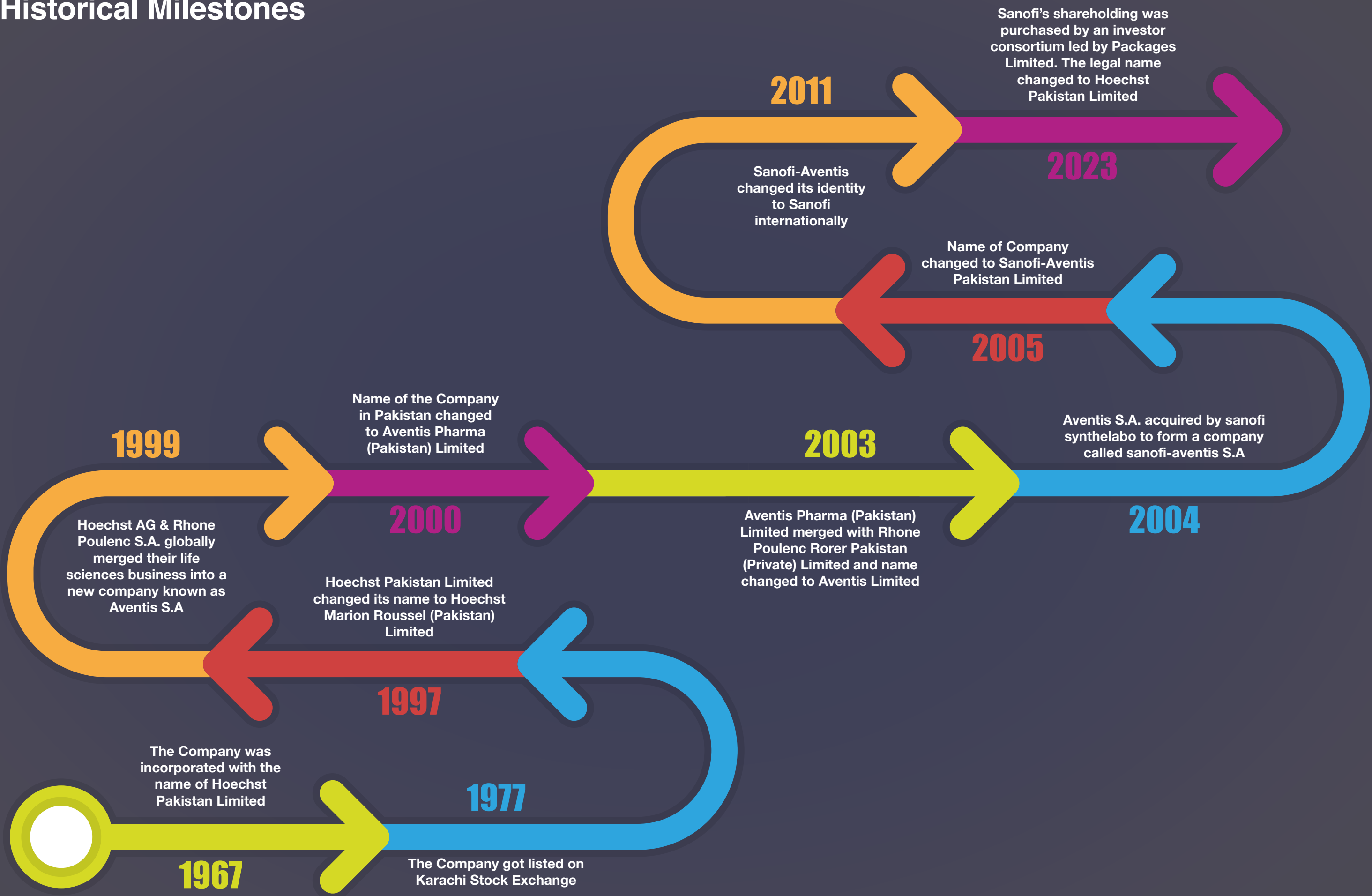
*L to R : Front : Uwe Weimann , Pir Ali Gohar, Syed Babar Ali,  
Prof. Sammet (Chairman, Hoechst A.G.) , Dominik von Winterfeldt , Karl – Heinz Gross;*

*Back: Dr. Seyfried and Dr. Ing. Siegfried Lenz*





# Historical Milestones





## Vision

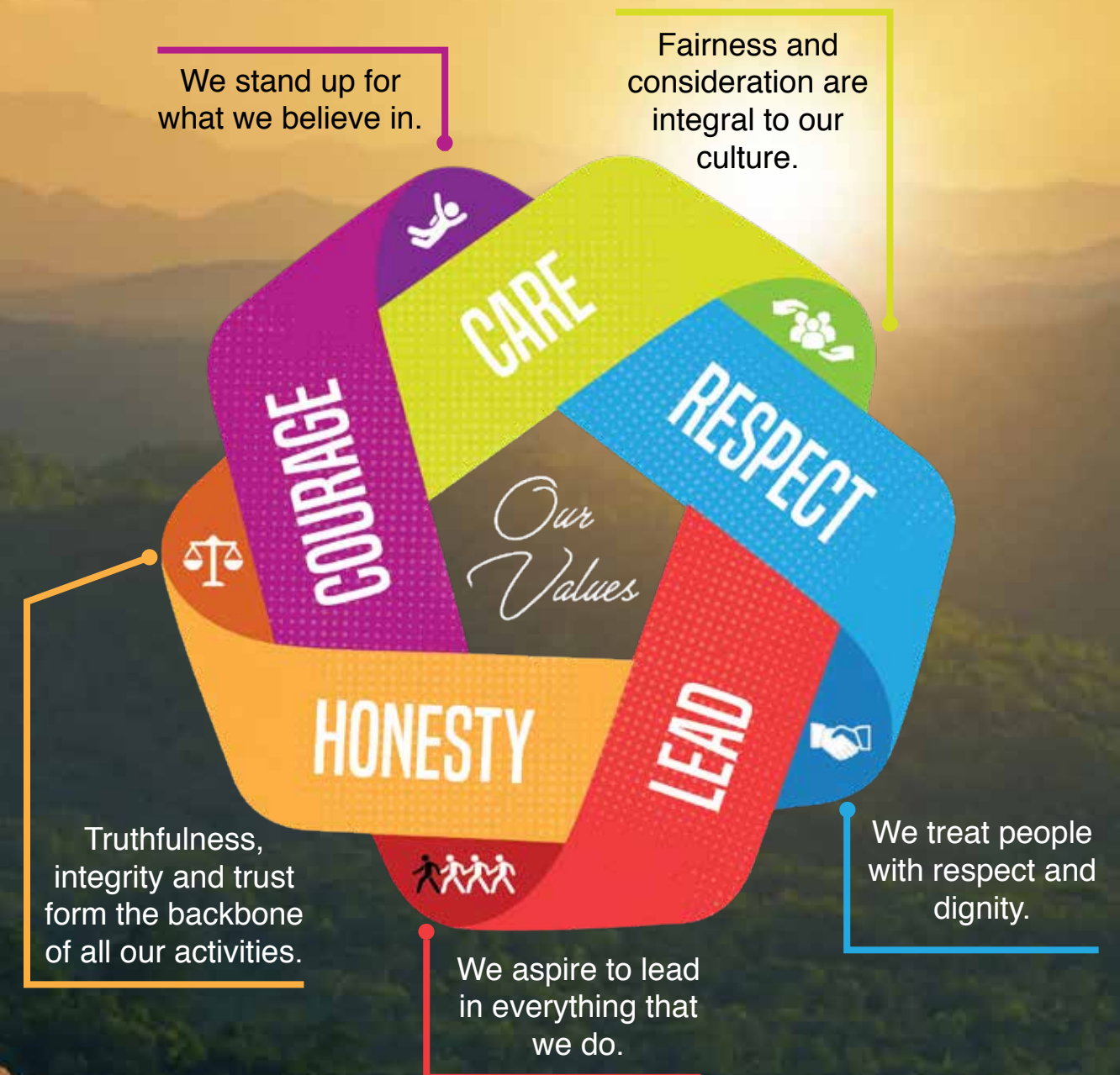
To become a healthcare leader focused on patients' needs.

## Mission

To enhance the quality of life of millions of people by addressing unmet medical needs in the community and promoting access to quality healthcare.

## Our Values

Our Values shape our behaviors, ethics, and serve as a moral compass, ultimately defining the DNA of our Company.








## Board of Directors

Director	Date of Joining Board	Other Engagements
 <p><b>Syed Babar Ali</b> (Chairman)</p>	Prior to the listing of the company in 1977	Ali Institute of Education Babar Ali Foundation Gurmani Foundation IGI Holdings Limited Industrial Technical & Educational Institute Lahore University of Management Sciences (LUMS) National Management Foundation Nestle Pakistan Limited Syed Maratib Ali Religious & Charitable Trust Society Tetra Pak Pakistan Limited The American Academy of Arts & Sciences Tri-Pack Films Limited
 <p><b>Syed Hyder Ali</b> (Non-Executive Director)</p>	February 22, 1987	Ali Institute of Education Babar Ali Foundation Bulleh Shah Packaging (Private) Limited Flexible Packages Convertors (Pty) Limited IGI General Insurance Limited IGI Investments (Private) Limited IGI Life Insurance Limited IGI Holdings Limited International Chamber of Commerce, Pakistan Lahore University of Management Sciences (LUMS) National Management Foundation Nestle Pakistan Limited Packages Convertors Limited Packages Limited Packages Real Estate (Private) Limited Packages Lanka (Private) Limited Pakistan Business Council Pakistan Centre for Philanthropy Packages Trading FZCO Packages Foundation Syed Maratib Ali Religious & Charitable Trust Society Tri-Pack Films Limited World Wide Fund for Nature – Member Advisory Council
 <p><b>Arshad Ali Gohar</b> (Non-Executive Director)</p>	February 11, 2011	Ali Gohar & Company (Private) Limited AGT Holdings (Private) Limited AGC (Private) Limited Nera Pharma (SMC-Private) Limited

*\*Other engagements have been listed in alphabetical order.*

Director	Date of Joining Board	Other Engagements
 Imtiaz Ahmed Husain Laliwala (Independent Director)	April 25, 2017	Pakistan Petroleum Limited The Kidney Centre Post Graduate Training Institute
 Syed Anis Ahmad Shah (Independent Director)	April 28, 2023	No other engagements
 Muhammad Salman Burney (Non-Executive Director)	May 25, 2023	Agri Auto Industries Limited Education Fund For Sindh Habib Metro Pakistan (Private) Limited Shabbir Tiles & Ceramics Limited Sindh Engro Coal Mining Co. Limited Thal Nova Power Thar (Private) Limited Thal Electric (Private) Limited Thar Power Company Limited Thal Limited

\*Other engagements have been listed in alphabetical order.

Director	Date of Joining Board	Other Engagements
 Saadia Naveed (Independent Director)	May 25, 2023	Coronet Foods Limited English Biscuit Manufacturers (Private) Limited Employers' Federation of Pakistan Education Fund for Sindh National Foods Limited Shield Corporation Limited
 Iqra Sajjad (Non-Executive Director)	September 28, 2023	No other engagements
 Sajjad Iftikhar (Chief Executive Officer)	April 28, 2023	Babar Ali Foundation - Honorary Secretary IGI Investments (Private) Limited StarchPack (Private) Limited

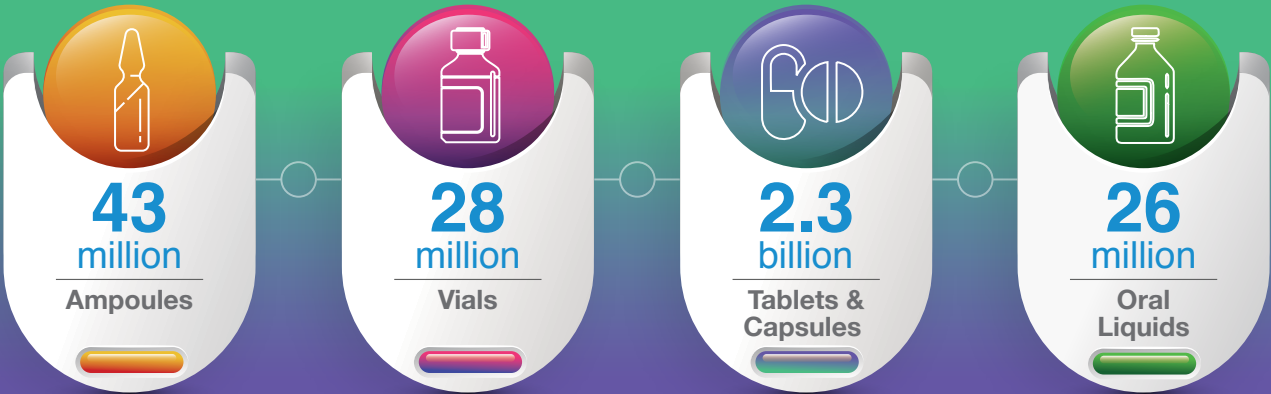
\*Other engagements have been listed in alphabetical order.

# The Year at a Glance



\*source: IQVIA PKPI MAT Dec 2024

# Production Volumes



# Our People



\* Including Commercial, Industrial Affairs and company contractuals.

# Financial Highlights



# Our Key Brands





# Employee Engagement



Employees marked successful transition of the former globally supported SAP to HPL's own SAP Enterprise Resource Planning (ERP) system. The change will significantly reduce costs, enhance efficiency, optimize processes, and better serve our stakeholders



During World Quality Week, employees reflected on the critical role quality plays in our daily work. The week celebrated HPL's commitment to excellence and reinforced the notion that the pursuit of quality is not just a goal, but a continuous journey



Special arrangements were made to mark religious festivals for the minority groups, promoting the culture of inclusivity and diversity in the organization

Employees wrote personalized thank-you notes to express gratitude and appreciation for fellow coworkers on World Gratitude Day



KYC (Know Your Company) is a biannual employee orientation program to promote familiarization of new hires with the organization, Company culture and values



First batch of Management Trainees was hired in 2024 following comprehensive assessment programs held across key educational institutions



Lucky draw winners of Haj Balloting with HPL Management & President of Employees' Union



Successful completion of the Mega 950KW Solar Panel Project was celebrated by all employees





Independence Day Celebrations 2024 filled the air with patriotic zeal and enthusiasm. Employees from all cadres came together to mark August 14th



Annual Picnic at the Paradise Island Water Park offered employees and families a convivial retreat



Annual Milad-un-Nabi (PBUH) ceremony was arranged by HPL Recreation Club in commemoration of 12th Rabi-ul-Awwal

Eid festivities continued for colleagues on the first working day after Eid Holidays at the grand annual Eid Milan breakfast



Periodic Compliance Trainings for employees ensure strict adherence to Company's values and code of conduct



Employee Appreciation Day was held across the Company to recognize the contribution of our employees including the janitorial and security staff





Initial Sales Training Program (ISTP) is a comprehensive 6-day training program designed to equip freshly recruited Medical Representatives with the essential knowledge and skills required to excel in their roles. The ISTP initiative is aligned with our overarching vision to empower our sales team and prepare them to surpass competition and meet the highest standards of performance



Fire drills were frequently arranged for employees as drills play a crucial role in ensuring employee safety and enhancing their understanding of the evacuation procedure in the event of a real fire emergency



An employee wellbeing initiative - "Get Fit" - was launched to promote healthy lifestyle amongst employees under the guidance of fitness trainers



HPL Connect 2024 was held in Karachi and Lahore in Dec'24 to celebrate a successful year and achievements of top performers across the Company. Acknowledgement shields and souvenirs were also presented to the distributors for their tireless efforts in ensuring uninterrupted supply of our medicines across Pakistan



# Initiatives on Diversity & Inclusion

## HR Leadership Forum on Disability Inclusion



Hoechst Pakistan Limited and ConnectHear jointly hosted HR Leadership Forum in Nov'24 on Disability Inclusion, welcoming HR leaders and representatives from various companies across multiple industries.

ConnectHear is an accessibility service provider dedicated to empowering Persons with Disabilities through inclusive technologies, communication solutions, sign language services, and accessibility resources.



The objective of rallying support for the disabled workforce through this platform was to inspire organizations to learn from peers and demonstrate best practices that would help influence businesses to create goals and tangible outcomes on disability inclusion.

## International Women's Day



Females from across the Packages Group companies came together to mark the International Women's Day on March 8.

## International Men's Day

International Men's Day is observed on November 19 to appreciate male role models in our daily life and celebrate men's contributions to society.

HPL invited Mr. Adeel Azhar (famous broadcaster, podcast host & training enthusiast) as a guest speaker for an immersive 3-hour workshop on "Finding Happiness in Life", for the male employees of HPL, Tri-Pack Films Limited, IGI General Insurance Limited, IGI Life Insurance Limited & Packages Convertors Limited.

The event provided male colleagues an excellent opportunity to reflect on the importance of prioritizing mental wellbeing and celebrating small achievements and joyful moments of daily life.



## Embracing Womanhood

We are committed to fostering a workplace where everyone realizes their full potential. Through our collaboration with Vending Central and Rose Petals Production, we introduced "her Machine" to provide our female staff easy access to essential feminine care products placed in the dedicated ladies' common room.

This initiative reinforces our commitment to supporting women's health and well-being, providing a comfortable, inclusive, and empowering work environment.





# External Engagements & Collaborations

## Women’s Career Development Workshop

An exclusive workshop on Women’s Career Development was organized, focusing on how to “stand out as Majority while being in Minority”.

In the 2-hour workshop, trainer Mr. Shakeel Mapara covered three important areas: Self-Assessment & Awareness, Building Self Confidence, and Encountering Challenges through real life examples.



## International Youth Day

International Youth Day was marked on August 12 to celebrate the contribution, initiatives and actions of young people.

At HPL, we believe in empowering the youth and benefiting from their skills, talent and optimism while also contributing to their development.

In 2024, the number of new joiners at HPL under the age of 30 and 25 was 88 and 41, respectively. Our Management / Functional Trainee and Internship programs are noteworthy examples of our trust and investment in the young generation.

In 2024, HPL hired over 15 MTOs/FTOs and 34 interns across various departments.



## She Means Business



She Means Business is a series of open forums where women in leadership roles inspire the female workforce of HPL with their success stories and share helpful guidance and motivational tips on navigating personal and professional responsibilities without sacrificing professional dreams and family priorities.



Packages Group / HPL leadership met with the executive committee members of Sanofi in Paris



A customized media training at IBA-CEJ (Centre for Excellence in Journalism) engaged the Leadership team of HPL



HPL participated in the annual HR Conference & Exhibition (CONNEX'24) hosted by PSTD



HR Head of HPL was present at the 27th IoBM Convocation where HPL awarded gold medal to the student scoring the highest GPA



HPL participated in the career fairs held by various reputable universities.



## Awards & Certifications

### PHARMA EXPORT SUMMIT AWARD (PESA)



HPL was the proud recipient of the Pharma Export Award for the second consecutive year at the 7th Pakistan Export Summit and Awards (PESA 2024) ceremony held in Islamabad on September 25, 2024.

### SUSTAINABILITY CHAMPION AWARD



Hoechst Pakistan won the Corporate Sustainability Champion Award 2024 at the Annual Sustainability Conference hosted by the Packages Group for all the Group companies.



### BRAND OF THE YEAR 2023-2024



"Selsun Blue " was awarded the "Fastest Growing Brand of the Year Awards 2023 and 2024" in the "Anti-Dandruff Shampoo" category.

### EHS PERFORMANCE EXCELLENCE AWARD



HPL won the EHS Performance Excellence Award at the Annual EHS (Environment, Health, and Safety) Conference for completing 15.2 million safe manhours by December 2024. The Site is LTI (Lost Time Incidents) free since 2013.

### Certifications



HPL achieved certification in ISO Integrated Management Systems! The process involved rigorous audit, extensive documentation, and a comprehensive review of our processes. Our commitment to the highest standards in Quality Management (ISO 9001), Environmental Management (ISO 14001), Occupational Health and Safety (ISO 45001), GHG emissions (ISO 14064-1) and Energy Management Systems (ISO 50001) were thoroughly evaluated and validated by an independent certification body.

## Environment, Health & Safety

### Environmental Sustainability

- **Energy Management:** Reduced absolute consumption from 9,580 MWh in 2023 to 8,537 MWh in 2024, while increasing overall production by 18%.
- **Solar Generation:** Increased the units from 436,648 kWh in 2023 to 1,324,843 kWh in 2024.
- **Water Management:** Decreased absolute consumption from 158,254 m³ in 2023 to 158,254 m³ in 2024 which is 10.3% and the consumption rate by 26.2% (m³/Ton of Production).
- **Greenhouse Gases (GHG) Management:** Site carbon emissions were reduced from 8,966 tCO<sub>2</sub>e in 2023 to 8,357 tCO<sub>2</sub>e in 2024, lowering absolute emissions by 7%. Emissions intensity was reduced by 21%, from 0.73 tCO<sub>2</sub>e Ton of Carbon Emission per Ton of Production (tCO<sub>2</sub>e/Tons) in 2023 to 0.58 (tCO<sub>2</sub>e/Tons) in 2024.



### Health Awareness Programs

#### Diabetes Awareness

Multiple activities were held in 2024 on creating diabetes awareness across Pakistan. HPL joined hands with leading hospitals and esteemed healthcare professionals to create impact and maximize the reach of its awareness campaigns not just around the World Diabetes Day on November 14 but throughout the year.



Our activities mainly focused on patient awareness, sugar screening and diabetes awareness walks.

Over  
**1,200**  
awareness  
sessions  
conducted

**100,000**  
beneficiaries  
engaged

**18**  
cities  
covered

Estimated  
man hours  
invested  
**200**  
Hours





#### Cervical Cancer

An awareness program on Cervical Cancer engaged the female workforce of HPL, Packages, Tripak, IGI and Bulleshah.

Dr. Samina Saleem Dhojki (Consultant Obstetrician and Laparoscopic Gynecologist) talked about cervical cancer, its causes, symptoms, and prevention.

Also known as cervix cancer, cervical cancer is a prevalent yet preventable condition, affecting females globally.

#### Breast Cancer Awareness

In observance of October's Breast Cancer Awareness Month, HPL hosted an awareness and screening session on Breast Cancer for its female staff.

Led by Dr. Sadia Rizvi (Consultant Oncologist at Kiran Hospital), the session underscored the importance of self-examination and early detection of breast cancer.

Female employees across all cadres of management and non-management were offered free mammography at the Kiran Hospital.



#### World Immunization Week

HPL arranged a series of internal and external activities to reinforce the importance of vaccination around World Immunization Week.



#### Hepatitis Screening Camp

According to the World Health Organization (WHO), an estimated 354 million people worldwide live with hepatitis B or C which can lead to chronic disease in the affected individuals and together are the most common cause of liver cirrhosis, liver cancer and viral hepatitis-related deaths.

In observance of World Hepatitis Day 2024, Hoechst Pakistan Limited, in partnership with Transparent Hands, organized a free screening camp for all permanent and unionized employees.



## Corporate Governance & Financial Performance





# Independent Auditors' Review Report

## on Statement of Compliance



A.F.FERGUSON & CO.

### Independent Auditor's Review Report

To the members of Hoechst Pakistan 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 Hoechst Pakistan Limited (the Company) for the year ended December 31, 2024 in accordance with the requirements of regulation 36 of the Regulations.

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

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

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

Based on our review, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the year ended December 31, 2024.

**A.F. Ferguson & Co.**

Chartered Accountants

Karachi

Date: March 18, 2025

UDIN: CR202410069sEWIZH1nU

A.F.FERGUSON & CO., Chartered Accountants, a member firm of the PwC network  
State Life Building No. 1-C, I.I. Chundrigar Road, P.O. Box 4716, Karachi-74000, Pakistan  
Tel: +92 (21) 32426682-6/32426711-5; Fax: +92 (21) 32415007/32427938/32424740; <www.pwc.com/pk>

■ KARACHI ■ LAHORE ■ ISLAMABAD

# Statement of Compliance

## with the Listed Companies (Code Of Corporate Governance) Regulations, 2019

For the Year Ended December 31, 2024

Hoechst Pakistan Limited (formerly Sanofi-Aventis Pakistan Limited) (the Company) has complied with requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the Regulations) in the following manner:

- The total number of directors are nine (9) as per the following:
  - Male: Seven (7)
  - Female: Two (2)
- The composition of the Board is as follows:

Category	No.	Names
Independent Directors (Male)	2	Mr. Imtiaz Ahmed Husain Laliwala Syed Anis Ahmad Shah
Independent Director (Female)	1	Ms. Saadia Naveed
Non-Executive Directors (Male)	4	Syed Babar Ali Syed Hyder Ali Mr. Arshad Ali Gohar Mr. Muhammad Salman Burney
Non-Executive Director (Female)	1	Ms. Iqra Sajjad
Executive Director (CEO)	1	Mr. Sajjad Iftikhar

- The directors have confirmed that none of them is serving as a director on more than seven listed companies, including the Company;
- 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;
- 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;
- 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 Companies Act, 2017 (the Act) and the Regulations;
- 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 the Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of the Board;
- The Board has a formal policy and transparent procedures for remuneration of directors in accordance with the Act and the Regulations;

- At present, out of nine (9) Directors on the Board, five (5) Directors (including the CEO) have acquired the Directors' Training Program Certifications whilst the four (4) Directors are exempt from the requirement of Directors' Training Program;
- The Board had approved the appointment of Chief Financial Officer, Company Secretary and Head of Internal Audit, including their remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations in prior years. There has been no change in this respect during the year.
- Chief Financial Officer and Chief Executive Officer duly endorsed the financial statements before approval of the Board;
- The Board has formed committees comprising of members given below:

AUDIT COMMITTEE	
Name of the Member	Category
Mr. Imtiaz Ahmed Husain Laliwala (Independent Director)	Chairman
Syed Anis Ahmad Shah (Independent Director)	Member
Mr. Muhammad Salman Burney (Non-executive Director)	Member
Ms. Saadia Naveed (Independent Director)	Member

HUMAN RESOURCE (HR) AND REMUNERATION COMMITTEE	
Name of the Member	Category
Ms. Saadia Naveed (Independent Director)	Chairperson
Syed Hyder Ali (Non-executive Director)	Member
Mr. Arshad Ali Gohar (Non-executive Director)	Member
Mr. Imtiaz Ahmed Husain Laliwala (Independent Director)	Member
Mr. Muhammad Salman Burney (Non-executive Director)	Member

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



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

Audit Committee	Quarterly
HR and Remuneration Committee	Yearly

15. The Board has set up an effective internal audit function by outsourcing the same to KPMG Taseer Hadi & Co, who are considered suitably qualified and experienced for the purpose and are conversant with the policies and procedures of the Company;

16. The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the Quality Control Review program of the Institute of Chartered Accountants of Pakistan, and registered with Audit Oversight Board of Pakistan, that they and all their partners are in compliance with the 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 any Director of the Company;

17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, the 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 the 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 is stated below.

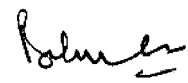
#### Nomination Committee and Risk Management Committee (Regulations 29 and 30)


The responsibilities of the Nomination Committee and the Risk Management Committee are currently fulfilled by the Human Resource and Remuneration Committee and the Audit Committee, respectively. Therefore, establishing a separate committee for Nomination and Risk Management is not considered necessary.

#### Sustainability Committee (Regulation 10A)

There is a Group Sustainability Committee in place which has been entrusted to monitor and review sustainability related risks and opportunities of the Group companies, ensure Diversity, Equity, and Inclusion (DE&I) practices, oversee compliance of relevant laws pertaining to relevant sustainability related considerations and its appropriate disclosures. The Committee's Terms of Reference cover the operations of the Group and it advises the Group companies on embedding sustainability principles into their respective strategies and operations to increase corporate value.

By order of the Board

  
Syed Babar Ali  
Chairman

  
Sajjad Iftikhar  
Chief Executive Officer

Karachi  
Date: February 20, 2025

## Operating & Financial Highlights

		2024	2023	2022	2021	2020	2019
<b>Liquidity Ratios</b>							
Current Ratio	Times	1.7	1.8	1.4	1.8	1.7	1.6
Quick Ratio	Times	0.5	0.8	0.8	0.8	0.9	0.9
Cash to Current Liabilities	Times	0.02	0.03	(0.19)	0.20	(0.05)	(0.12)
Cash Flow from Operations to Sales	%	2.1	15.9	(0.1)	13.2	6.5	3.5
Net Working Capital	Rs. M	4,438	3,417	2,985	3,323	2,862	2,307
Net Assets	Rs. M	6,815	5,471	5,030	5,219	4,562	4,089
Operating Cycle	Days	128	112	126	122	119	108
Current assets to Total assets	%	80.9	79.2	83.1	79.0	78.0	76.8
Inventory / Current Assets	%	71.0	52.4	44.4	53.5	52.4	51.7
Inventory to Total Assets	%	57.5	41.5	36.9	42.3	37.1	33.1
<b>Activity Ratios</b>							
Inventory Turnover	Times	3.1	3.7	3.2	3.3	3.6	4.0
Average No of Days inventory in stock	Days	118	100	113	111	102	92
Accounts Receivable Turnover	Times	38.8	29.9	28.3	32.0	22.9	22.8
Average Collection Period	Days	9	12	13	11	16	16
Creditors Turnover	Times	3.9	3.3	3.0	3.3	3.2	3.3
Average Payment Period	Days	94	112	122	111	113	111
Fixed Assets Turnover	Times	13.4	11.4	10.3	9.2	8.2	8.7
Operating Assets Turnover	Times	2.7	2.4	2.2	2.4	2.2	2.6
Total Assets Turnover	Times	2.3	1.9	1.7	1.8	1.7	1.9
<b>Leverage</b>							
Interest Coverage Ratio	Times	25.1	6.2	15.5	51.5	16.1	8.5
Fixed Assets to Equity	Times	0.3	0.3	0.4	0.3	0.4	0.4
<b>Profitability Ratios</b>							
Sales Growth	%	25.2	15.1	16.9	12.6	(2.7)	11.9
COGS to Net Sales	%	68.5	74.1	73.8	74.0	73.0	74.3
EBITDA* to Net Sales	%	14.7	6.6	5.7	11.3	9.2	6.7
Profit Before Tax to Net Sales	%	13.0	4.3	3.9	9.0	6.2	3.8
Net Profit Margin	%	6.9	1.7	0.9	5.7	3.5	1.1
Gross Profit Margin	%	31.5	25.9	26.2	26.0	27.0	25.7
Operating Profit Margin	%	13.5	5.1	4.2	9.2	6.6	4.3
Return on Assets	%	15.9	3.3	1.5	10.1	6.0	2.0
Return on Equity	%	30.2	6.9	3.3	18.5	11.4	3.7
Return on Capital Employed	%	58.0	20.7	15.0	29.2	21.2	14.8
Admin.Dist.&Mktg. Exp. to Net Sales	%	16.5	16.2	18.1	15.5	18.1	19.6
Admin.Dist.&Mktg. Exp. Variance	%	27.2	2.9	36.7	(3.5)	(10.4)	10.0
Financial Charges to Net Income	%	7.8	48.4	29.9	3.1	11.8	46.7
<b>Market Value</b>							
Market Value Per Share	Rs.	2,800.00	1,200.00	958.00	897.67	757.34	800.10
Breakup value per Share	Rs.	706.6	567.3	521.5	541.1	473.0	424.0
Market / Book Ratio	Times	4.0	2.1	1.8	1.7	1.6	1.9
Earnings per share (before tax & levies)	Rs.	360.8	95.0	75.1	148.9	91.2	56.7
Earnings per share (after tax & levies)	Rs.	192.6	37.4	17.3	93.9	51.1	16.1
Price Earning Ratio	Times	14.5	32.1	55.4	9.6	14.8	49.8
Dividend per Share	Rs.	135.0	30.0	-	30.0	20.0	8.0
Dividend Yield	%	4.8	2.5	-	3.3	2.6	1.0
Dividend cover	Times	1.4	1.2	-	3.1	2.6	2.0
Payout Ratio	%	70.1	80.2	-	31.9	39.1	49.8
Market Capitalisation	Rs.M	27,005	11,574	9,240	8,658	7,304	7,717

\*EBITDA = Earnings before interest, taxes, depreciation and amortization



# Horizontal Analysis

	2024	24 vs 23	2023	23 vs 22
	Rs in million	%	Rs in million	%
<b>Operating Results</b>				
Net sales	26,748	25.2	21,369	15.1
Cost of sales	(18,320)	15.6	(15,843)	15.7
Gross profit	8,428	52.5	5,526	13.5
Distribution, selling and administrative expenses	(4,403)	27.2	(3,461)	2.9
Other expenses (including allowance for ECL)	(635)	(53.4)	(1,361)	49.2
Other income	234	(39.4)	387	114.9
Operating profit	3,624	232.2	1,091	41.0
Finance costs	(145)	(17.3)	(175)	250.8
Profit before tax & levies	3,479	279.8	916	26.5
Tax & levies	(1,622)	192.2	(555)	(0.4)
<b>Net profit</b>	<b>1,857</b>	<b>414.7</b>	<b>361</b>	<b>116.3</b>
<b>Balance Sheet</b>				
Fixed assets	2,181	19.7	1,822	(5.1)
Other non-current assets	405	74.6	232	38.9
Current assets	10,970	40.4	7,816	(23.7)
<b>Total assets</b>	<b>13,557</b>	<b>37.3</b>	<b>9,870</b>	<b>(20.0)</b>
Ordinary share capital	96	-	96	-
Reserves	6,718	25.0	5,375	9.0
Non-current liabilities	209	100	-	(100.0)
Current liabilities	6,532	48.5	4,399	(39.4)
<b>Total equity and liabilities</b>	<b>13,557</b>	<b>37.3</b>	<b>9,870</b>	<b>(20.0)</b>
<b>Cash Flows</b>				
Cash generated from operations	566	(83.3)	3,395	(17,502.5)
Cash flows used in operating activities	(1,400)	59.3	(879)	(29.7)
Cash flows generated from / (used in) investing activities	177	(117.8)	(998)	129.5
Cash flows generated from / (used in) financing activities	659	(1,703.0)	(41)	(90.8)
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>2</b>	<b>(99.8)</b>	<b>1,476</b>	<b>(168.5)</b>
<b>Number of Employees</b>				
Number of permanent employees at year end	807		717	

2022	22 vs 21	2021	21 vs 20	2020	20 vs 19	2019	19 vs 18
Rs in million	%	Rs in million	%	Rs in million	%	Rs in million	%
18,560	16.9	15,881	12.6	14,108	(2.7)	14,501	11.9
(13,689)	16.4	(11,758)	14.1	(10,303)	(4.4)	(10,776)	19.5
4,871	18.1	4,123	8.4	3,805	2.1	3,725	(5.6)
(3,365)	37.7	(2,444)	(4.2)	(2,551)	(10.4)	(2,848)	10.0
(912)	137.6	(384)	5.3	(365)	4.2	(350)	(24.4)
180	5.6	170	242.7	50	(46.3)	92	100.7
774	(47.2)	1,465	56.1	938	51.5	619	(34.2)
(50)	75.2	(29)	(51.7)	(58)	(19.4)	(72)	389.2
724	(49.6)	1,436	63.2	880	61.0	546	(41.0)
(557)	5.0	(530)	36.7	(387)	(1.2)	(392)	25.1
167	(81.6)	906	83.7	493	218.5	155	(74.7)
1,920	13.4	1,693	(4.2)	1,767	6.5	1,658	(0.3)
167	(34.4)	255	82.1	140	10.2	127	116.0
10,245	39.8	7,326	8.6	6,746	14.1	5,911	(2.8)
12,332	33.0	9,274	7.2	8,653	12.4	7,695	(1.4)
96	-	96	-	96	-	96	-
4,934	(3.7)	5,122	14.7	4,466	11.8	3,993	(5.0)
42	(21.1)	53	(74.4)	207	10,250	2	-
7,260	81.4	4,003	3.1	3,884	7.7	3,605	2.8
12,332	33.0	9,274	7.2	8,653	12.4	7,696	(1.4)
(20)	(100.9)	2,096	129.0	916	81.8	504	(74.3)
(1,251)	112.6	(588)	13.7	(517)	(3.3)	(535)	(25.1)
(435)	85.1	(235)	(40.5)	(395)	12.5	(351)	14.5
(448)	42.4	(315)	(234.7)	234	(180.7)	(289)	(32.9)
(2,153)	(324.7)	958	304.1	237	135.3	(671)	(231.6)



# Vertical Analysis

## Operating Results

	2024		2023	
	Rs in million	%	Rs in million	%
Net sales	26,748	100.0	21,369	100.0
Cost of sales	(18,320)	(68.5)	(15,843)	(74.1)
Gross profit	8,428	31.5	5,526	25.9
Distribution, selling and administrative expenses	(4,403)	(16.5)	(3,461)	(16.2)
Other expenses (including allowance for ECL)	(635)	(2.4)	(1,361)	(6.4)
Other income	234	0.9	387	1.8
Operating profit	3,624	13.5	1,091	5.1
Finance costs	(145)	(0.5)	(175)	(0.8)
Profit before tax & levies	3,479	13.00	916	4.30
Tax & levies	(1,622)	(6.10)	(555)	(2.60)
<b>Net profit</b>	<b>1,857</b>	<b>6.90</b>	<b>361</b>	<b>1.69</b>

## Balance Sheet

Fixed assets	2,181	16.1	1,822	18.4
Other non-current assets	405	3.0	232	2.4
Current assets	10,970	80.9	7,816	79.2
<b>Total assets</b>	<b>13,557</b>	<b>100.0</b>	<b>9,870</b>	<b>100.0</b>

Ordinary share capital	96	0.7	96	1.0
Reserves	6,718	49.6	5,375	54.4
Non-current liabilities	209	1.5	-	-
Current liabilities	6,532	48.2	4,399	44.6
<b>Total equity and liabilities</b>	<b>13,557</b>	<b>100.0</b>	<b>9,870</b>	<b>100.0</b>

## Cash Flows

Cash generated from operations	566	23,371.2	3,395	230.0
Cash flows used in operating activities	(1,400)	(57,793.9)	(879)	(59.6)
Cash flows generated from / (used in) investing activities	177	7,316.9	(998)	(67.6)
Cash flows generated from / (used in) financing activities	659	27,205.7	(41)	(2.8)
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>2</b>	<b>100.0</b>	<b>1,476</b>	<b>100.0</b>

## Number of Employees

Number of permanent employees at year end	807	717
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2022		2021		2020		2019	
Rs in million	%	Rs in million	%	Rs in million	%	Rs in million	%
18,560	100.0	15,881	100.0	14,108	100.0	14,501	100.0
(13,689)	(73.8)	(11,758)	(74.0)	(10,303)	(73.0)	(10,776)	(74.3)
4,871	26.2	4,123	26.0	3,805	27.0	3,725	25.7
(3,365)	(18.1)	(2,444)	(15.4)	(2,551)	(18.1)	(2,848)	(19.6)
(912)	(4.9)	(384)	(2.4)	(365)	(2.6)	(350)	(2.4)
180	1.0	170	1.1	50	0.4	92	0.6
774	4.2	1,465	9.3	938	6.6	619	4.3
(50)	(0.3)	(29)	(0.2)	(58)	(0.4)	(72)	(0.5)
724	3.90	1,436	9.10	880	6.2	546	3.80
(557)	(3.00)	(530)	(3.3)	(387)	(2.7)	(392)	(2.7)
167	0.90	906	5.7	493	3.5	155	1.1

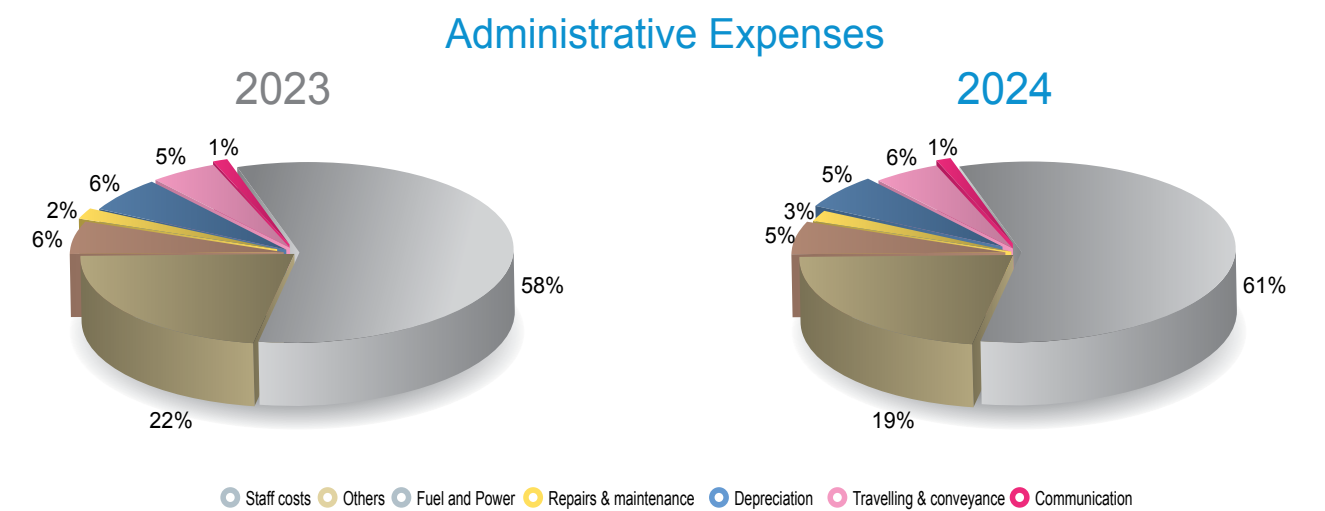
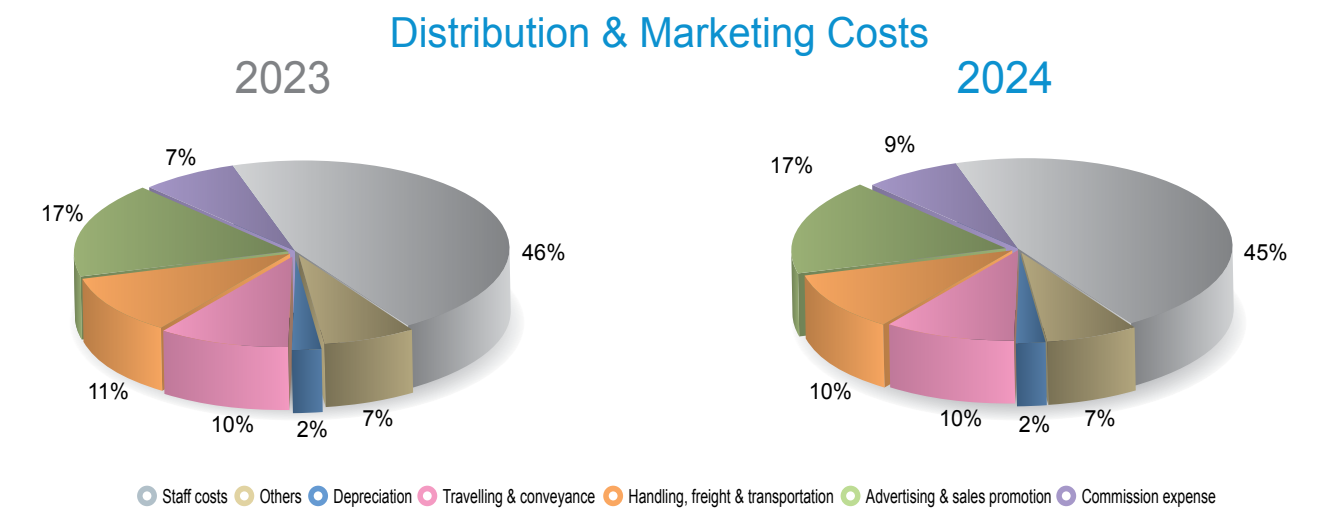
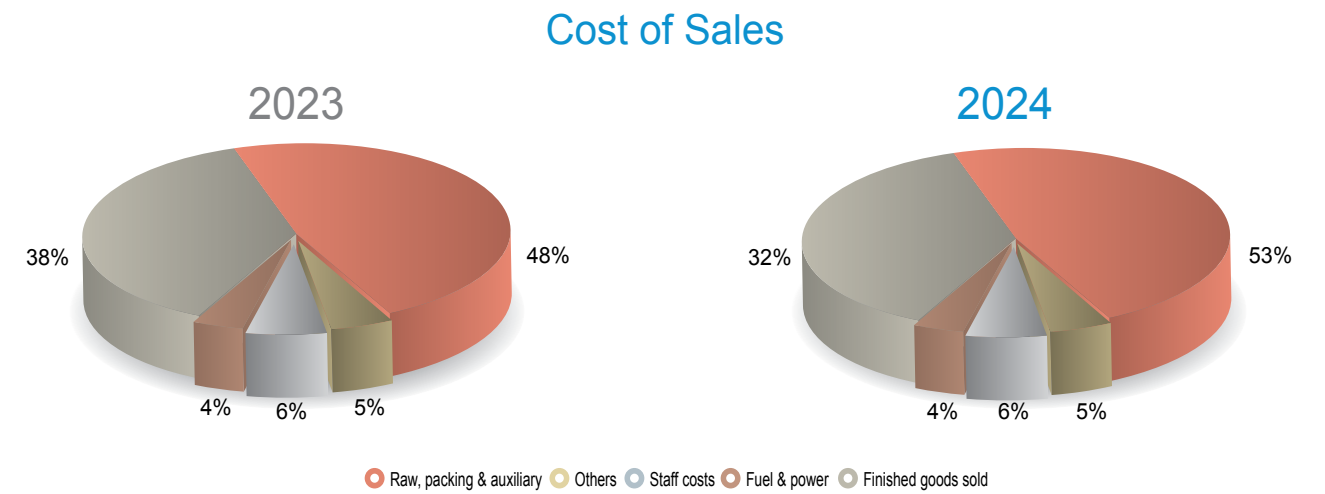
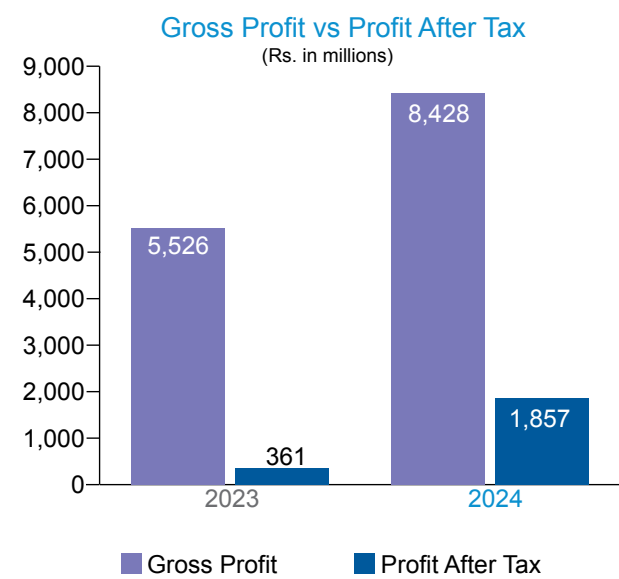
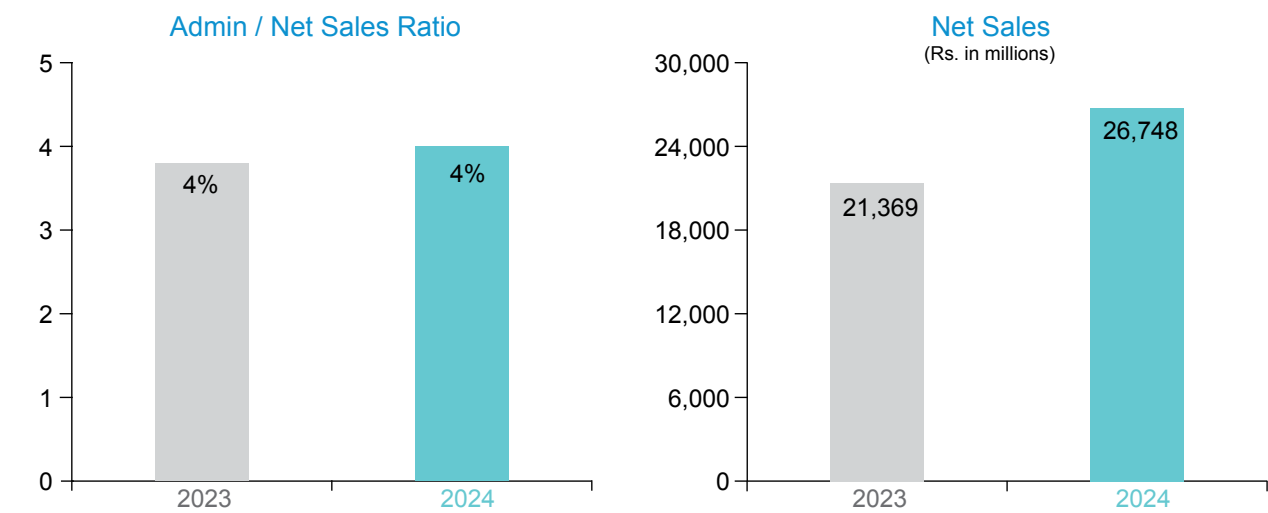
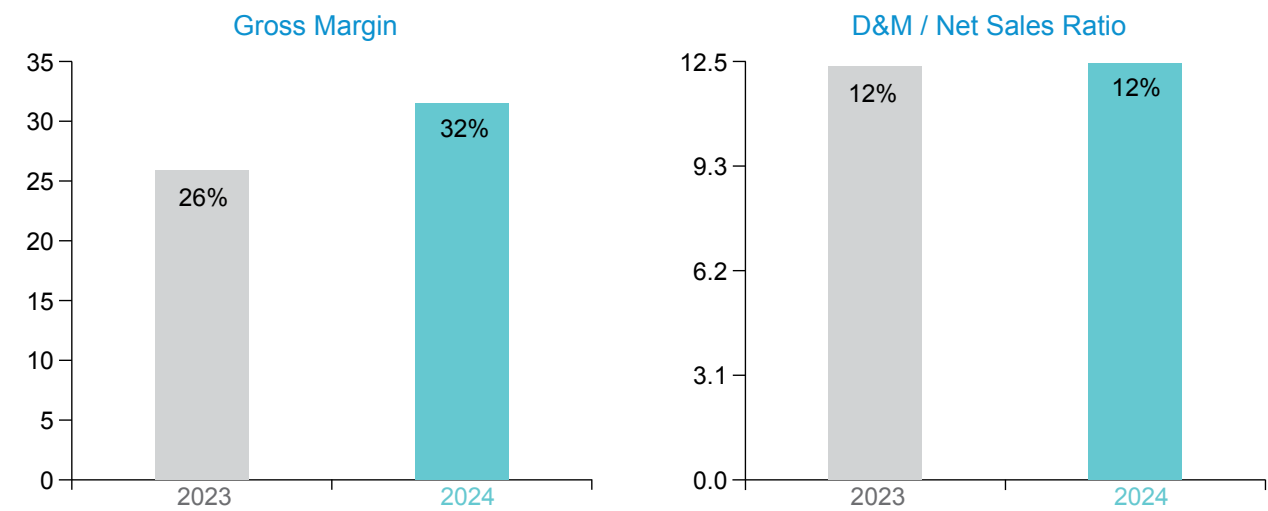
1,920	15.6	1,693	18.3	1,767	20.4	1,658	21.6
167	1.4	255	2.7	140	1.6	127	1.6
10,245	83.0	7,326	79.0	6,746	78.0	5,911	76.8
12,332	100.0	9,274	100.0	8,653	100.0	7,696	100.0

96	0.8	96	1.0	96	1.1	96	1.3
4,934	40.0	5,122	55.2	4,466	51.6	3,993	51.9
42	0.3	53	0.6	207	2.4	2	-
7,260	58.9	4,003	43.2	3,884	44.9	3,605	46.8
12,332	100.0	9,274	100.0	8,653	100.0	7,696	100.0

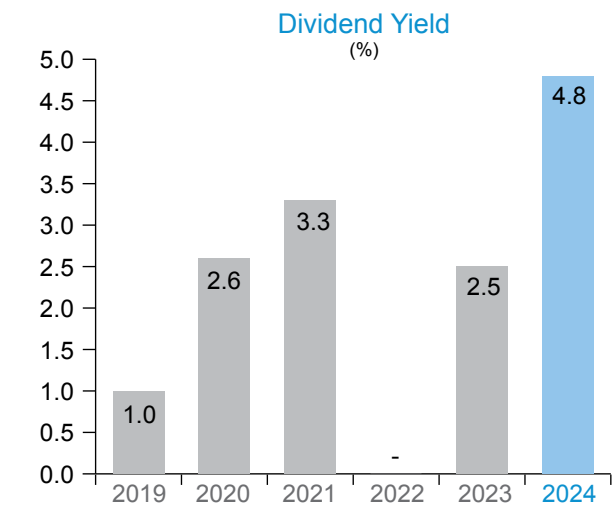
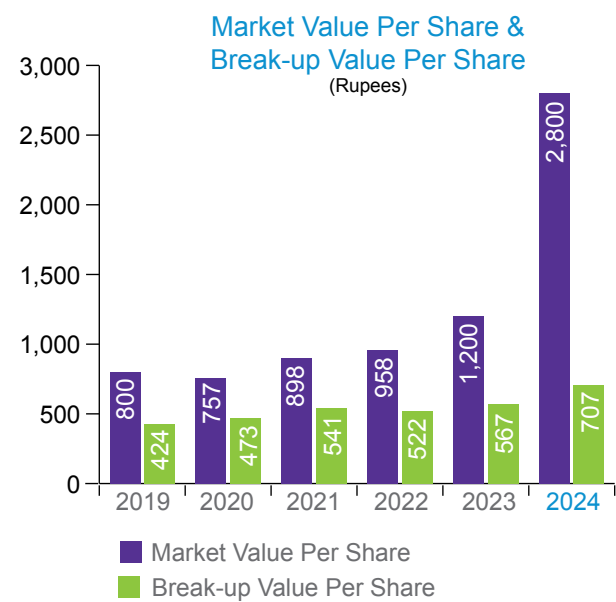
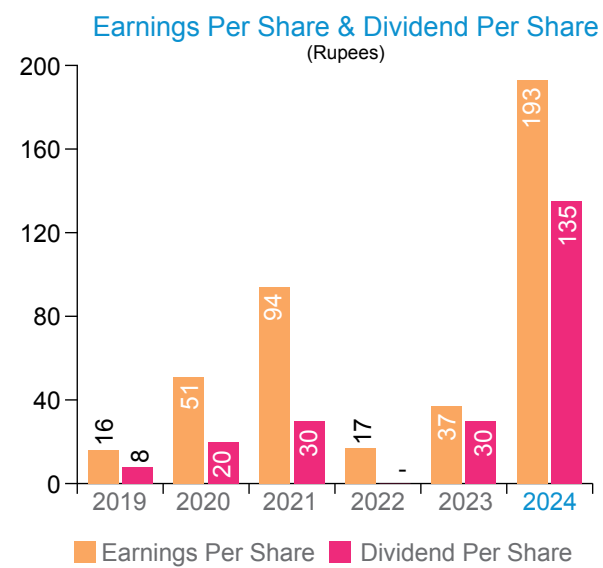
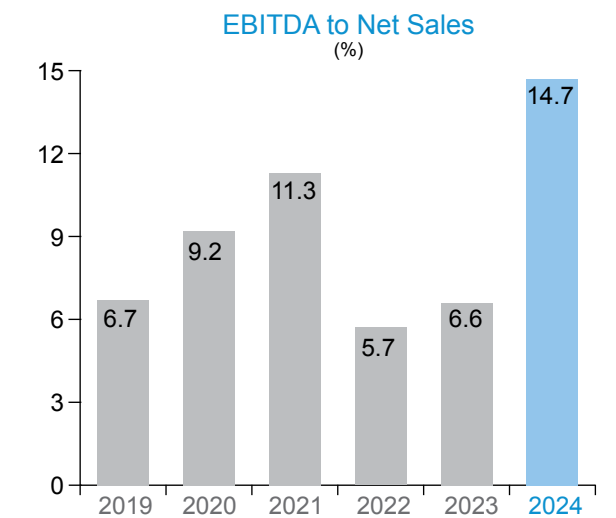
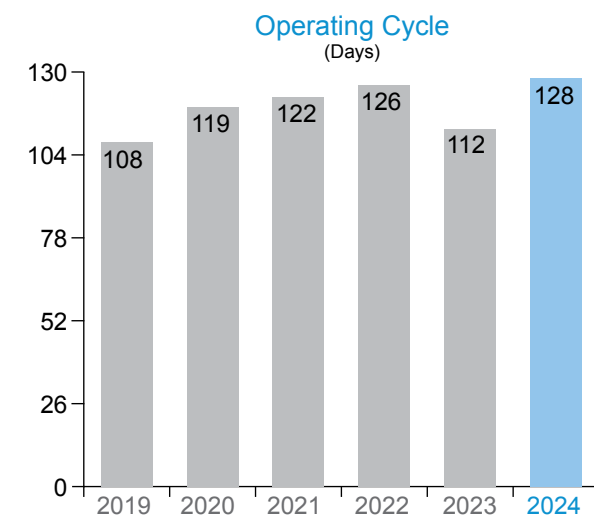
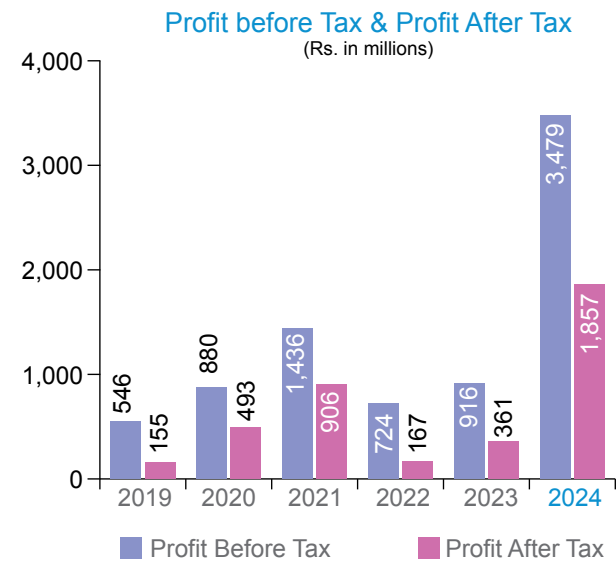
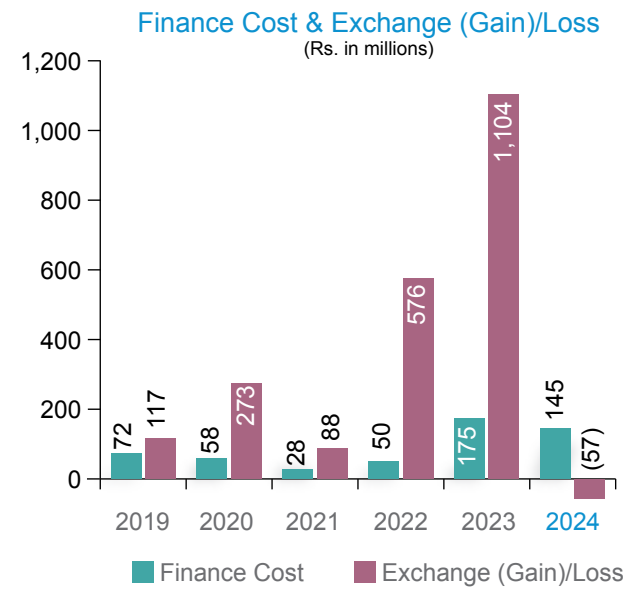
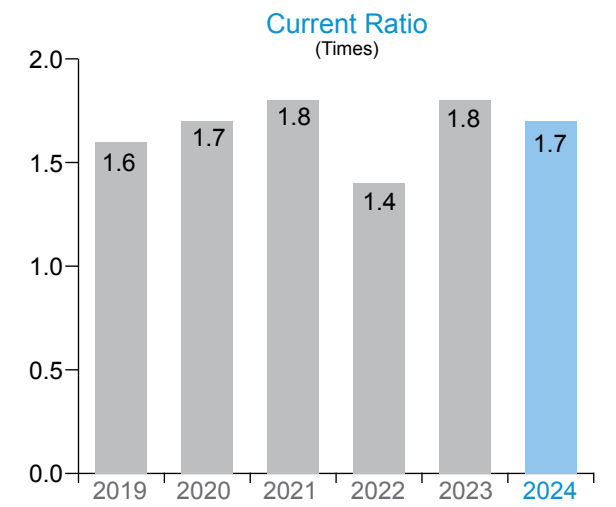
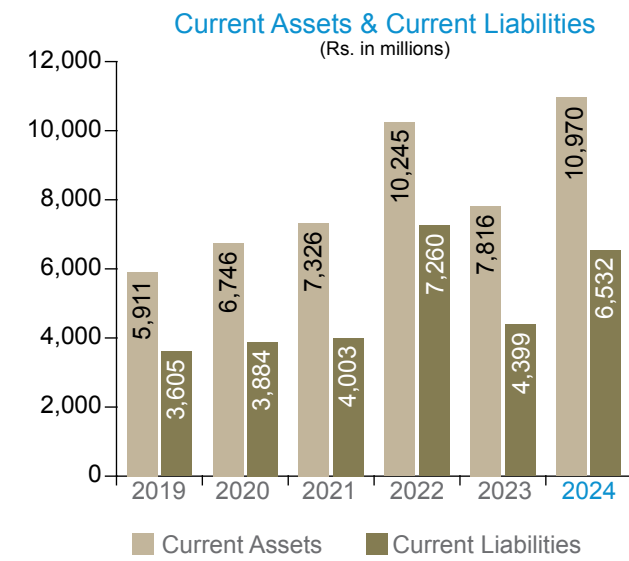
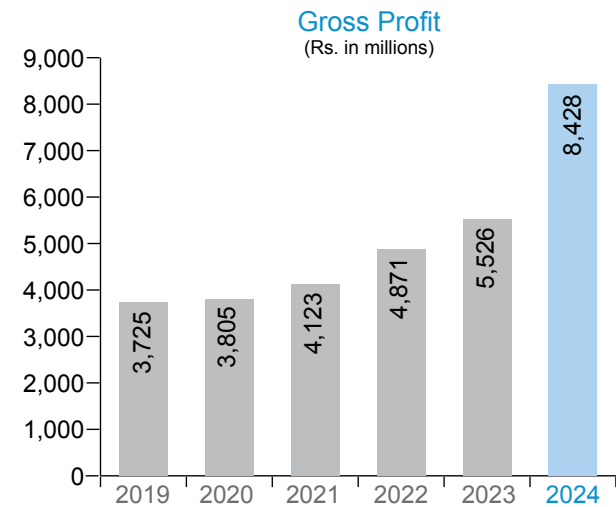
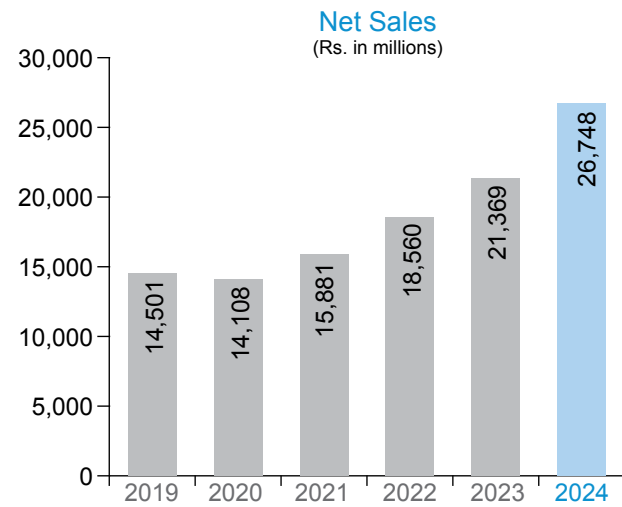
(20)	0.9	2,096	218.7	916	386.1	504	(75.0)
(1,251)	58.1	(588)	(61.4)	(517)	(218.1)	(535)	79.6
(435)	20.2	(235)	(24.5)	(395)	(166.4)	(351)	52.3
(448)	20.8	(315)	(32.8)	234	98.5	(289)	43.1
(2,153)	100.0	958	100.0	237	100.0	(671)	100.0



# Analytical Review









# Statement of Value Added

Net Sales including sales tax  
Materials and services

**Distributed as follows:**

**Employees**

Staff Cost  
Workers' Profit Participation Fund

**Govrnment**

Income tax  
Custom Duty, sales tax and others  
Central Research Fund  
Workers' Welfare Fund

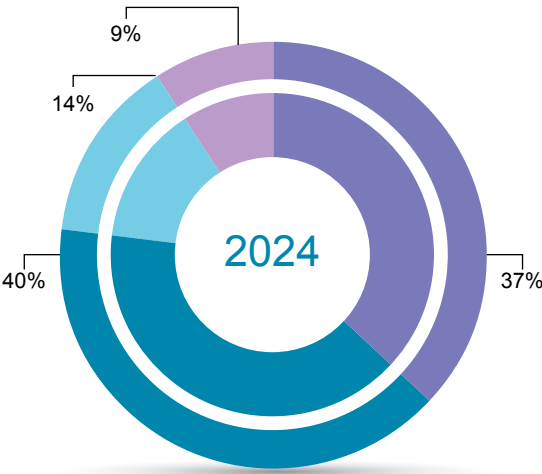
**Capital Providers**

Dividend to shareholders  
Mark-up on borrowed funds

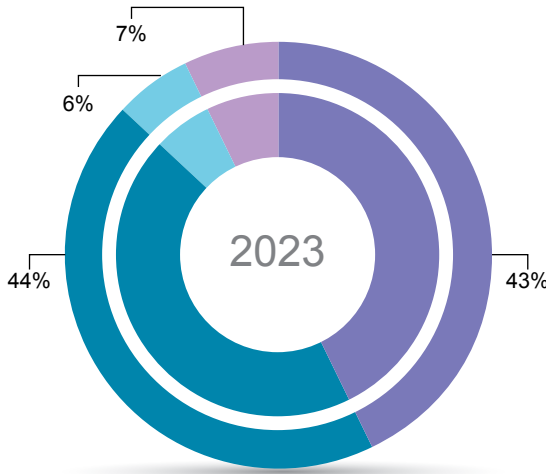
**Retained in business**

Depreciation and amortisation  
Net Earnings

2024		2023	
Rs in thousand	%	Rs in thousand	%
27,047,468	100.0	21,618,635	100.0
(17,642,344)	(65.2)	(15,574,332)	(72.0)
9,405,124	34.8	6,044,303	28.0
3,248,197	34.5	2,574,369	42.6
187,415	2.0	48,911	0.8
3,435,612	36.5	2,623,280	43.4
1,241,342	13.2	755,044	12.5
2,384,571	25.4	1,880,986	31.1
37,842	0.4	9,866	0.2
79,487	0.8	22,235	0.4
3,743,242	39.8	2,668,131	44.1
1,302,043	13.8	289,343	4.8
60,427	0.6	76,838	1.3
1,362,470	14.5	366,181	6.1
308,696	3.3	315,247	5.2
555,104	5.9	71,464	1.2
863,800	9.2	386,711	6.4
9,405,124	100	6,044,303	100



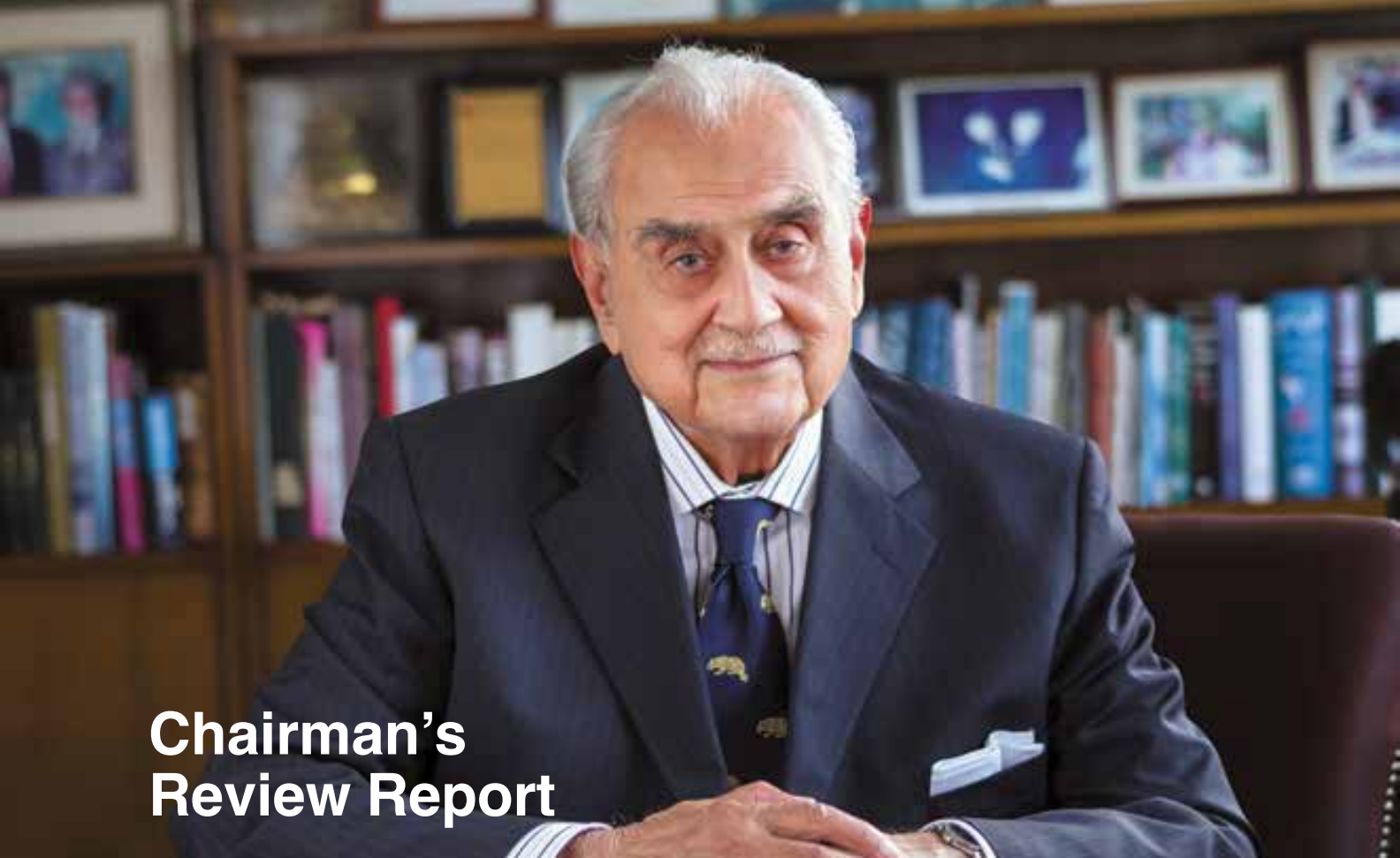
● Employees
 ● Government
 ● Capital Providers
 ● Retained in business



● Employees
 ● Government
 ● Capital Providers
 ● Retained in business

# Financial Statements





# Chairman's Review Report

It is my pleasure to present Chairman's Review Report for the year 2024. At Hoechst, we continue to live by our core values of honesty, care, lead, respect and courage and aim at improving the lives of people.

The Company has achieved a topline growth of 25% that demonstrates the resilience and commitment of the employees. The cost optimization and efficiency measures taken by management as well as the price increases allowed by the Regulator has provided much needed financial sustainability to the Company.

Your Company, through its commitment for the benefit of people, has taken initiatives with the supply chain partners to ensure the availability of products, in order to protect and support people facing health challenges.

### Review of Financial Performance

The Company has achieved net sales of Rs. 26,748 million in 2024 with sales growth of 25% over last year with gross profit margin of 32% through efficient sourcing and operational efficiencies. The Company achieved net profit after tax of Rs. 1,857 million in the year 2024 as compared to Rs. 361 million last year through tighter control over operating costs, stable exchange rate parity and efficient working capital & treasury management.

### Board's Function and Decision Making

The function of the Board as representatives of the shareholders is governance and oversight. During this year, the Board, under my leadership, worked closely with the management in ensuring that all the legal and regulatory requirements have been complied with, realigning strategies to deal with ongoing challenges and provided necessary direction for the attainment of strategic goals.

### Board's Annual Performance Evaluation

During the year, the Board continued its effort to ensure adherence to the Listed Companies (Code of Corporate Governance) Regulations, 2019 and fortify a culture of strong commitment and compliance with the best corporate governance and prudent pharma practices. The Board has completed its annual self-evaluation for the year ended December 31, 2024.

The overall performance of the Board for the year was satisfactory.

### Acknowledgement

I would like to thank all our shareholders, customers and bankers for their trust and support during the year. I would also like to extend my gratitude to the Board members, CEO and all employees for their valuable support and commitment towards your Company.

Syed Babar Ali  
Karachi: February 20, 2025

# Directors' Report to the Shareholders

The Board of Directors is pleased to present the Annual Report of Hoechst Pakistan Limited (formerly Sanofi-Aventis Pakistan Limited) (the "Company") along with the Company's audited financial statements for the year ended December 31, 2024. The Directors' report has been prepared in accordance with Section 227 of the Companies Act 2017, and Listed Companies (Code of Corporate Governance) Regulations 2019.

Your Company is one of the well-established healthcare companies of Pakistan, focused on patient needs and engaged in the manufacturing, promotion, and sale of pharmaceutical and vaccines.

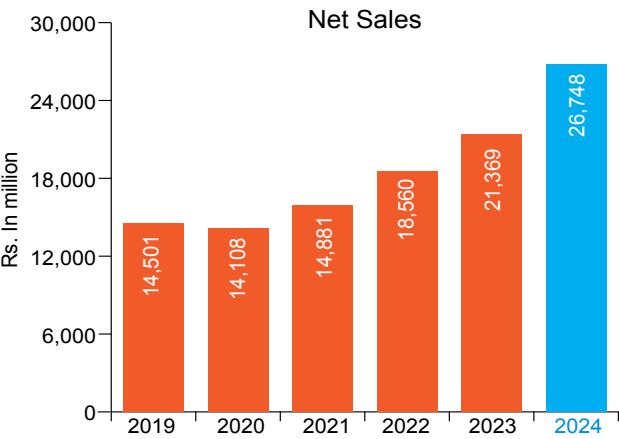
### Performance Overview

The Company has achieved net sales of Rs. 26,748 million during the year 2024 representing a growth of 25% as compared to last year that is indicative of improved penetration of Company's products for its patients. The Company has improved its gross margin to 32% as opposed to 26% last year. These product margins have been improved through enhanced focus on operational efficiencies, efficient material sourcing and price increases allowed by the Regulator.

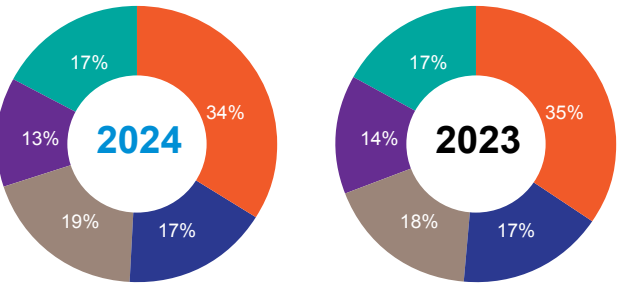
The profit after tax for the year ended December 31, 2024, stands at Rs. 1,857 million, as compared to profit after tax of Rs. 361 million in 2023. This has been achieved through enhanced focus on operating cost control, stable exchange rate parity and efficient working capital & treasury management.

### Key Financial Highlights

	2024	2023
(Amounts in Million)		
Net Sales	26,748	21,369
Gross Profit	8,428	5,526
Gross Profit %	32%	26%
Operating Profit	3,624	1,091
Operating Profit %	14%	5%
Finance Cost	(145)	(175)
Profit After Tax	1,857	361
Earnings Per Share (Rupees)	192.56	37.41



Sales contribution split between different therapeutic areas is as follows:



Antibiotic Cardiology Diabetes Pain & Allergy Others

Antibiotics, Diabetes and Cardiology maintained their momentum of being the highest contributors accounting for 70% of the total net sales of the Company. Sales from Antibiotics increased to Rs. 9,184 million from Rs. 7,391 million last year witnessing an increase of 24% which was mainly due to the increase in sales of Flagyl® which contributes 78% of Antibiotic sales.

Sales from our Diabetes portfolio reached Rs. 4,964 million from Rs. 3,932 million last year depicting a growth of 26%. Major contributors to the sales were Lantus®, Toujeo® and Amaryl®.

Sales from Cardiology reached Rs. 4,483 million from Rs. 3,592 million, registering a growth of 25% mainly driven by Clexane® and Plavix®.

### Internal Audit and Controls

The Company has setup an effective internal audit and control function, which provides independent assurance to the Board on the existence and effectiveness of internal controls. In compliance with the Company's risk governance framework, the Audit Committee approves the annual internal audit plan to ensure effectiveness and independence of the Internal Audit function. The Directors are confident that the system of internal control is sound in design and was effectively implemented and monitored throughout the year.

### Risk Management

The Company faces several legal, regulatory, and operational risks. There is an Internal Controls and Risk Management Framework in place which ensures that appropriate risk mitigation plans exist and are working effectively. Any significant issues are escalated to higher management and the Board.

Strategic risks are managed by the Board of Directors with the assistance of leadership team while operational risks are managed by the leadership team. Some key areas which can impact the Company's operations being a pharmaceutical player include the following:

- Pricing of pharmaceutical products
- Currency devaluation
- Counterfeit products
- Disruption in supply chain
- Delayed recoveries from institutions
- Product liability claims



Our People and Culture

The talent and passion of our people is our greatest strength. Our people are committed to making the best products and solutions accessible to patients. We believe in promoting a culture of care, respect, honesty, courage and lead which is aligned with the values of our Group. We continue to create a more diverse and inclusive work environment where our people & the Company can excel.

Diversity, Equity & Inclusion

We take a progressive approach to inclusion and diversity because we want everyone to be themselves and bring their own perspectives to our business. Together, these unique perspectives and wide variety of personal experiences make our business stronger, enhancing our ability to innovate and respond to the diverse needs of patients and consumers.

We do not tolerate harassment, unwelcome, unreasonable or offensive behavior, or discrimination of any kind. We carry out training sessions on discrimination and biasness for all employees to educate them about discrimination and biasness, comply with our culture and values creating a discriminatory free workplace environment, as well as to promote a culture of ethics and integrity.

To achieve its diversity and inclusion aspirations, the Company has:

- I. Ensured that the Board’s composition considers the right balance of skills, experience, knowledge, perspectives and gender in alignment with the strategic needs of the Company.
- II. Fostered a culture that promotes and values diversity among staff at all levels.
- III. Integrated diversity and inclusion objectives in line with this Policy in its strategic plan.
- IV. Reviewed the gender pay gap analysis within the Company, its retention and development of skills of the female employees, provision of a conducive work environment, better maternity leaves, anti-harassment and speak up policies and forums, with a specialized committee overseeing harassment complaints.
- V. Ensured that diversity objectives are a part of Key Performance Indicators (KPIs) of Senior Management.
- VI. Encouraged the female members who hold management positions to move into senior management or executive level positions and take up additional responsibilities based on their performance. This will help reinforce the Company’s culture and public image of diversity and inclusion, thus allowing Company to retain and cultivate their best talent at all levels.

Corporate Social Responsibility

The Company has a long history of supporting and partnering with communities to improve lives across the Country. The Company recognizes that Corporate Social Responsibility (CSR) initiatives create positive impact for communities.

Details of CSR activities carried out during the year are given in the Annual Report.

Environment, Health and Safety

The Company is committed to maintaining high standards of Environment, Health and Safety (EHS). The Company

ensures compliance with the best EHS practices, conducts regular trainings and also focuses on identification and mitigation of hazards and risks within and outside the Company premises. Some of the key initiatives during the year include implementation of solar energy, reduction in the use of plastic by using reusable belts for securing pallets in Warehouse, emergency evacuation drills, annual medical screening of employees and safety trainings.

The Company achieved 15.2 million safe man hours i.e. there was no lost time injury (LTI) sustained or reported till 2024.

As part of Packages Group, our commitment to sustainability is deeply ingrained in our corporate ethos and aligns with our renewed sustainability strategy that embraces ESG principles. The Group’s mission, “Creating a Better Tomorrow,” embodies dedication to global collaboration, striving to enhance our positive impact while diligently minimizing any adverse effects.

Our Production processes are integrating energy-efficient technologies and waste reduction initiatives to create a more sustainable manufacturing ecosystem. To live our commitment to sustainability, we have taken the following initiatives as explained in EHS section of the Annual Report:

- Energy Management
- Solar Generation
- Water Management
- GHG Management

There is a Group Sustainability Committee in place which has been entrusted to monitor and review sustainability related risks and opportunities of the Group companies, ensure Diversity, Equity, and Inclusion (DE&I) practices, oversee compliance of relevant laws pertaining to relevant sustainability related considerations and its appropriate disclosures. The Committee’s Terms of Reference cover the operations of the Group and it advises the Group companies on embedding sustainability principles into their respective strategies and operations to increase corporate value.

Formation of Subsidiaries

The Board of Directors of the Company in its meeting held on April 24, 2024 approved formation of a wholly owned local subsidiary, which will be engaged in the business of manufacturing and distributing wellness and nutraceutical products subject to applicable regulatory approvals. Accordingly, the Company has incorporated a wholly owned subsidiary namely “H-Pack Wellness (Private) Limited”.

Further, the Board in its meeting held on December 19, 2024 has accorded its approval for incorporation of a wholly owned foreign subsidiary in the United Arab Emirates (UAE), subject to all applicable regulatory approvals. The subsidiary will be primarily engaged in commercial trading with import, export, distribution and warehousing as its ancillary activities. Currently, the Company is in the process of completion of relevant formalities for incorporation of this subsidiary.

Corporate and Financial Reporting Framework

- The financial statements, prepared by the management of the Company, present true and fair view, of its state of affairs, the result of its operations, cash flows and changes in equity.

- Proper books of account of the Company have been maintained.
  - Appropriate accounting policies have been consistently applied in preparation of the financial statements and accounting estimates are based on reasonable and prudent judgment.
  - International Financial Reporting Standards, as applicable in Pakistan, have been followed in the preparation of financial statements.
  - The system of internal control is sound in design and has been effectively implemented and monitored.
  - There are no significant doubts regarding the Company’s ability to continue as a going concern.
  - There has been no material departure from the best practices of corporate governance as detailed in the Listed Companies (Code of Corporate Governance) Regulations, 2019.
  - Significant deviations from last year in operating results have been explained in detail together with the reasons thereof in the Annual Report.
  - Key operating and financial data for the last six years is shown on pages from 31 to 39.
  - The value of investments of provident and gratuity fund based on their accounts (unaudited) as at December 31, 2024 was as follows:

Particulars	Rs in ‘000’
Provident Fund	827,663
Gratuity Fund	794,200
  - Outstanding duties, statutory charges, and taxes, if any, have been duly disclosed in the financial statements.
  - Trades in the shares of the Company carried out by the Directors and their spouses are mentioned below:
    - Mr. Imtiaz Ahmed Husain Laliwala purchased 20 shares
    - Syed Anis Ahmad Shah purchased 20 shares
    - Mr. Muhammad Salman Burney purchased 20 shares
    - Ms. Saadia Naveed purchased 20 shares
- The Chief Executive Officer, Chief Financial Officer, Company Secretary and Executives have not traded in the shares of the Company during the year.

Related Party Transactions

In accordance with Section 208 of the Companies Act, 2017 and the Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018, the Company has:

- a) established a policy of related party transactions which has been duly approved by the Board.
- b) set up conditions for transactions with related parties to be characterized as “arm’s length transactions.”
- c) circulated and disclosed to the Directors in the Board papers minimum information required for approval of related party transactions.

All related party transactions, during the year 2024, were placed before the Audit Committee and the Board for their review and approval. These transactions were duly reviewed by the Audit Committee and approved by the Board in their respective meetings. All these transactions were on ‘arms length basis’ in line with transfer pricing policy approved by the Board. The Company also maintains a full record of all such transactions, along with the terms and conditions. For further details please refer note 33 to the financial statements.

Ethics and Compliance

Compliance is an integral part of the Company’s way of doing business, which emanates from our Code of Ethics. The Code is communicated to employees and is available in both English and Urdu languages. Training on compliance and ethical principles is mandatory for all employees, with additional specialized trainings for certain categories of employees.

Composition of the Board of Directors

The Board consists of total of 9 directors (including 2 female directors) comprising of 3 Independent, 5 Non-Executive and 1 Executive Director.

Category	No.	Name
Independent Directors (Male)	2	Mr. Imtiaz Ahmed Husain Laliwala Syed Anis Ahmad Shah
Independent Directors (Female)	1	Ms. Saadia Naveed
Non-Executive Directors (Male)	4	Syed Babar Ali Syed Hyder Ali Mr. Arshad Ali Gohar Mr. Muhammad Salman Burney
Non-Executive Directors (Female)	1	Ms. Iqra Sajjad
Executive Director (CEO)	1	Mr. Sajjad Iftikhar

During the year 2024, six meetings of the Board of Directors were held. Attendance by each Director was as follows:

Name of Director	No. of Meetings attended
Syed Babar Ali	5
Syed Hyder Ali	6
Arshad Ali Gohar	6
Imtiaz Ahmed Husain Laliwala	6
Syed Anis Ahmad Shah	6
Muhammad Salman Burney	6
Saadia Naveed	4
Sajjad Iftikhar	6
Iqra Sajjad	6

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

Directors’ Remuneration

The Company pays a standard fee to Non-Executive and Independent Directors for attending Board meetings and meetings of Board Committees. The fee, determined by the Board, is aligned with market norms and is in no manner at a level that could be perceived to compromise their independence.



In addition, the Board has also approved payment of a fee to the Chairman and a Non-executive director in consideration of providing guidance and advice to the management over and above their duties. The details of the fees paid to the Directors are detailed in note 34 of the financial statements.

**Audit Committee**

The Board Audit Committee comprises of the following members:

- **Imtiaz Ahmed Husain Laliwala**  
Chairman [Independent Director]
- **Syed Anis Ahmad Shah**  
Member [Independent Director]
- **Saadia Naveed**  
Member [Independent Director]
- **Muhammad Salman Burney**  
Member [Non-Executive Director]

**Human Resource & Remuneration Committee**

The Human Resource & Remuneration Committee comprises of the following members:

- **Saadia Naveed**  
Chairperson [Independent Director]
- **Syed Hyder Ali**  
Member [Non-Executive Director]
- **Arshad Ali Gohar**  
Member [Non-Executive Director]
- **Imtiaz Ahmed Husain Laliwala**  
Member [Independent Director]
- **Muhammad Salman Burney**  
Member [Non-Executive Director]

**Pattern of shareholding**

The pattern of shareholding along with categories of shareholders as at December 31, 2024 as required under section 227 of the Companies Act 2017 is presented on page 102 of the annual report.

**Auditors**

The present auditor's M/s A.F Ferguson & Co., Chartered Accountants retire and have offered themselves for reappointment. They have confirmed having achieved satisfactory rating by the Institute of Chartered Accountants of Pakistan (ICAP) as well as compliance with the Guidelines on the Code of Ethics of the International Federation of Accountants (IFAC) as adopted by ICAP.

As suggested by the Audit Committee, the Board of Directors has recommended their reappointment as Auditors of the Company for the year ending December 31, 2025, at a fee to be mutually agreed.

**Dividend**

The Board of Directors have recommended final cash dividend of Rs. 110/- per share for the year ended December 31, 2024. This is in addition to an interim cash dividend of Rs. 25/- per share already paid during the year.

**Future Outlook**

As we look to the year ahead, we will continue to build on our competencies and review our strategies to ensure that they remain relevant and most suited, in line with changing dynamics in the local and global marketplace. Your Company remains focused on delivering high-quality products to customers, while also making concrete efforts to improve profitability through innovation, improved efficiency and effective cost containment initiatives to maximize shareholders' returns.

**Acknowledgement**

The Board looks forward to the forthcoming Annual General Meeting of shareholders to discuss Company's performance during the year 2024 and is thankful for the trust and confidence reposed in the Board by the shareholders. The Board would like to thank all our stakeholders for their continued support and confidence in the Company. The Board would like to especially appreciate the dedicated efforts of the committed employees for their diligence and hard work that enables us to take the Company ahead.

By the order of the Board

Syed Babar Ali  
Chairman

Sajjad Iftikhar  
Chief Executive Officer

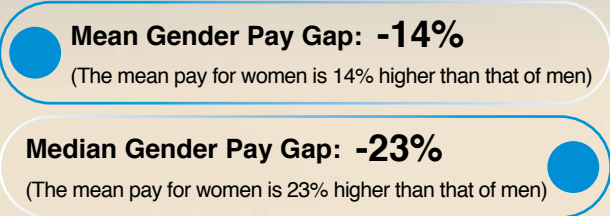
Karachi  
February 20, 2025

# Gender Pay Gap Statement

Under Circular 10 of 2024

At Hoechst Pakistan Limited, we believe in fostering a diverse, equitable and inclusive workplace where all employees feel valued and empowered to succeed.

Following is the gender pay calculated for the year ended December 31, 2024 under circular issued by the Securities and Exchange Commission of Pakistan:



For and on behalf of the Board of Directors

Sajjad Iftikhar  
Chief Executive Officer



# Independent Auditors' Report to the Members



A.F.FERGUSON & CO.

**Independent Auditors' Report  
To the members of Hoechst Pakistan Limited  
Report on the Audit of the Financial Statements**

**Opinion**

We have audited the annexed financial statements of Hoechst Pakistan Limited (the Company), which comprise the statement of financial position as at December 31, 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 December 31, 2024 and of the profit and other comprehensive income, the changes in equity and its cash flows for the year then ended.

**Basis for Opinion**

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

**Key Audit Matters**

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



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Following are the Key audit matters:

S.No.	Key audit matters	How the matter was addressed in our audit
(i)	<b>Revenue Recognition</b>  [Refer notes 2.16, 2.24.2 (iv) and 23 to the financial statements]  Net revenue from sale of products for the year ended December 31, 2024 amounted to Rs. 26,748 million. Revenue from contracts with customers is recognized at a point in time when control of the products is transferred to the customer i.e. on acknowledgement of receipt of products by customers.  As part of our overall response to the audit risks when identifying and assessing the risks of material misstatement, we considered that there is an inherent risk that revenue may be overstated as management focuses on the achievement of revenue targets as it is one of the key performance indicator of the Company, which could create an incentive for revenue to be recognized before the control of the products has been transferred. We have specifically focused as to whether the sales are valid and have been recorded in the correct accounting period.  Considering the aforementioned reasons together with 25% growth in revenue during the year, we have considered this area a key audit matter.	Our audit procedures, amongst others, included the following:  i) obtained an understanding of pricing mechanism of Drug Regulatory Authority of Pakistan (DRAP) and tested, on sample basis, selling prices of regulated pharmaceutical products.  ii) reviewed contracts with customers to obtain an understanding of the terms particularly relating to timing and transfer of control of the products and assessed the appropriateness of revenue recognition policies and practices followed by the Company.  iii) performed substantive audit procedures including analytical procedures and test of details over revenue transactions along with review of related supporting documents, including dispatch-related documents and customer acknowledgements, on sample basis.  iv) performed sales cut-off procedures by agreeing sample of transactions occurred on and around the year end to the evidence of deliveries.  v) obtained an understanding of the Company's process and reviewed Company's policies and practices with respect to discounts allowed to the customers and on sample basis, tested discounts provided during the year.  vi) assessed the adequacy of the Company's disclosures in accordance with applicable financial reporting framework.

A.F.FERGUSON & CO., Chartered Accountants, a member firm of the PwC network  
State Life Building No. 1-C, I.I. Chundrigar Road, P.O. Box 4716, Karachi-74000, Pakistan  
Tel: +92 (21) 32426682-6/32426711-5; Fax: +92 (21) 32415007/32427938/32424740; <www.pwc.com/pk>

■ KARACHI ■ LAHORE ■ ISLAMABAD





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S.No.	Key audit matters	How the matter was addressed in our audit
(ii)	<b>Valuation of stock-in-trade</b>	
	<p>[Refer notes 2.7, 2.24.2 (ii) and 9 to the financial statements]</p> <p>Stock-in-trade (net of provision) amounting to Rs. 7,789 million constitutes approximately 57.46% of the total assets of the Company as at the reporting date.</p> <p>The Company records stock-in-trade using standard costing as a method of valuation which is then actualized at year end. Further, the net realizable value (NRV) of stock-in-trade is determined keeping in view the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.</p> <p>We have considered this area as a key audit matter due to significant amount involved, complex valuation processes and estimates involved in the determination of provision for obsolescence of stock-in-trade and the NRV.</p>	<p>Our audit procedures, amongst others, included the following:</p> <ul style="list-style-type: none"> <li>i) obtained an understanding of policies and procedures followed by the Company with respect to valuation of stock-in-trade and tested supporting documents for purchases of stock-in-trade and the production costs incurred, on sample basis.</li> <li>ii) evaluated the reasonableness of the assumptions used by the Company's management to actualize the variances in standard cost of stock-in-trade as at the reporting date.</li> <li>iii) obtained working of variances recorded by the Company's management and compared standard costs with actual costs as per the purchase invoices on a sample basis, which were utilized to actualize standard cost as at year end.</li> <li>iv) performed recalculation of net realizable value (NRV), on a sample basis, for closing stock-in-trade by comparing the carrying values with the applicable selling prices.</li> <li>v) tested provision recorded for slow moving, obsolete, damaged and near to expiry stock-in-trade.</li> <li>vi) assessed the adequacy of related financial statements disclosures in accordance with the applicable financial reporting framework.</li> </ul>

#### Information Other than the Financial Statements and Auditor's Report thereon

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

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

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

#### Responsibilities of Management and Board of Directors for the Financial Statements

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

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

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

#### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs as applicable in Pakistan will always detect a material misstatement when it exists. Misstatements can arise from fraud or



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error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

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

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

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

#### Report on Other Legal and Regulatory Requirements

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

- (a) proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);
- (b) the statement of financial position, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows together with the notes thereon have been drawn up in conformity with the Companies Act, 2017 (XIX of 2017) and are in agreement with the books of account and returns;
- (c) investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and
- (d) zakat deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980), was deducted by the Company and deposited in the Central Zakat Fund established under Section 7 of that Ordinance.

The engagement partner on the audit resulting in this independent auditor's report is Waqas Aftab Sheikh.

A. F. Ferguson & Co.  
Chartered Accountants  
Karachi  
Date: March 18, 2025  
UDIN: AR202410069hB9rjzSeR




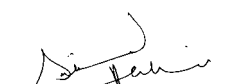
# Statement of Financial Position

as at December 31, 2024

	Note	2024	2023
(Rupees in thousand)			
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	3	2,147,408	1,777,765
Intangible assets	4	4,381	13,081
Investment properties	5	29,463	31,212
Long-term loans	6	5,656	4,146
Long-term deposits		47,596	15,983
Deferred tax asset - net	7	351,933	211,903
		2,586,437	2,054,090
<b>CURRENT ASSETS</b>			
Stores and spares	8	83,646	87,709
Stock-in-trade - net	9	7,789,424	4,094,840
Trade debts - net	10	805,073	572,014
Loans and advances	11	210,131	99,762
Trade deposits and short-term prepayments	12	525,642	451,443
Other receivables	13	70,194	65,483
Short-term investments	14	452,884	889,082
Income tax recoverable - net		913,508	1,438,566
Cash and bank balances	15	119,796	117,373
		10,970,298	7,816,272
<b>TOTAL ASSETS</b>		<b>13,556,735</b>	<b>9,870,362</b>
<b>EQUITY AND LIABILITIES</b>			
<b>SHARE CAPITAL AND RESERVES</b>			
Share capital	16	96,448	96,448
Reserves	17	6,718,495	5,374,990
		6,814,943	5,471,438
<b>NON-CURRENT LIABILITIES</b>			
Lease liability	19	209,475	-
<b>CURRENT LIABILITIES</b>			
Trade and other payables	20	5,196,348	4,272,677
Contract liabilities		107,519	104,714
Accrued mark-up		13,922	2,034
Short-term borrowings	21	1,200,000	-
Current maturity of deferred liabilities		-	9,000
Current maturity of long term lease liability	19	2,001	-
Unclaimed dividend		10,050	8,216
Unpaid dividend		2,477	2,283
		6,532,317	4,398,924
<b>CONTINGENCIES AND COMMITMENTS</b>	22		
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>13,556,735</b>	<b>9,870,362</b>

The annexed notes 1 to 40 form an integral part of these financial statements.

  
Syed Babar Ali  
Chairman

  
Sajjad Iftikhar  
Chief Executive Officer


  
Yasser Pirmuhammad  
Chief Financial Officer

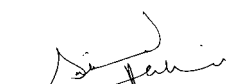
# Statement of Profit or Loss

For the Year Ended December 31, 2024

	Note	2024	2023
(Rupees in thousand)			
<b>REVENUE FROM CONTRACT WITH CUSTOMERS - NET</b>			
	23	26,747,828	21,368,949
Cost of sales	24	(18,320,291)	(15,842,506)
<b>GROSS PROFIT</b>		<b>8,427,537</b>	<b>5,526,443</b>
Distribution and marketing costs	24	(3,329,268)	(2,641,347)
Administrative expenses	24	(1,073,736)	(819,570)
Allowance for expected credit loss	10.1 & 12.1	(115,715)	(47,005)
Other expenses	25	(519,219)	(1,314,225)
Other income	26	234,360	386,576
		(4,803,578)	(4,435,571)
<b>OPERATING PROFIT</b>		<b>3,623,959</b>	<b>1,090,872</b>
Finance costs	27	(144,517)	(174,773)
<b>PROFIT BEFORE MINIMUM TAX DIFFERENTIAL, FINAL TAX AND INCOME TAX</b>		<b>3,479,442</b>	<b>916,099</b>
Minimum tax differential	28	(289,597)	(173,839)
Final tax	29	(37,991)	(11,214)
<b>PROFIT BEFORE INCOME TAX</b>		<b>3,151,854</b>	<b>731,046</b>
Income tax	30	(1,294,707)	(370,239)
<b>PROFIT FOR THE YEAR</b>		<b>1,857,147</b>	<b>360,807</b>
<b>EARNINGS PER SHARE - basic and diluted (Rupees)</b>	32	<b>192.56</b>	<b>37.41</b>

The annexed notes 1 to 40 form an integral part of these financial statements.

  
Syed Babar Ali  
Chairman

  
Sajjad Iftikhar  
Chief Executive Officer

  
Yasser Pirmuhammad  
Chief Financial Officer

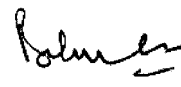



# Statement of Comprehensive Income

For the Year Ended December 31, 2024

	Note	2024	2023
		(Rupees in thousand)	
<b>PROFIT FOR THE YEAR</b>		1,857,147	360,807
<b>OTHER COMPREHENSIVE INCOME</b>			
<b>Items that will not be reclassified to profit or loss in subsequent periods (net of tax):</b>			
Actuarial gain on defined benefit plans	18.1	20,895	78,950
Deferred tax on actuarial gain on defined benefit plans		(4,075)	(6,517)
		16,820	72,433
<b>Total comprehensive income for the year</b>		<b>1,873,967</b>	<b>433,240</b>

The annexed notes 1 to 40 form an integral part of these financial statements.

  
Syed Babar Ali  
Chairman

  
Sajjad Iftikhar  
Chief Executive Officer

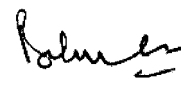
  
Yasser Pirmuhammad  
Chief Financial Officer

# Statement of Changes in Equity

For the Year Ended December 31, 2024

	Issued, subscribed and paid-up share capital	Reserves						Total
		Capital reserves				Revenue reserves		
		Long-term liabilities forgone	Other capital reserve	Difference of share capital under scheme of arrangement for amalgamation	Share- based payments reserve	General reserve	Unappropriated profit	
(Rupees in thousand)								
Balance as at January 01, 2023	96,448	5,935	-	18,000	366,704	3,535,538	1,007,067	5,029,692
Staff cost in relation to share-based payments	-	-	-	-	8,506	-	-	8,506
Profit for the year	-	-	-	-	-	-	360,807	360,807
Other comprehensive income	-	-	-	-	-	-	72,433	72,433
Total comprehensive income for the year	-	-	-	-	-	-	433,240	433,240
Balance as at December 31, 2023	96,448	5,935	-	18,000	375,210	3,535,538	1,440,307	5,471,438
Balance as at January 01, 2024	96,448	5,935	-	18,000	375,210	3,535,538	1,440,307	5,471,438
Transfer from general reserves to capital reserve (note 17.1)	-	-	2,000,000	-	-	(2,000,000)	-	-
Final dividend @ Rs. 30 per ordinary share for the year ended December 31, 2023	-	-	-	-	-	-	(289,343)	(289,343)
Interim dividend @ Rs. 25 per ordinary share for the year ended December 31, 2024	-	-	-	-	-	-	(241,119)	(241,119)
Profit for the year	-	-	-	-	-	-	1,857,147	1,857,147
Other comprehensive income	-	-	-	-	-	-	16,820	16,820
Total comprehensive income for the year	-	-	-	-	-	-	1,873,967	1,873,967
Balance as at December 31, 2024	96,448	5,935	2,000,000	18,000	375,210	1,535,538	2,783,812	6,814,943

The annexed notes 1 to 40 form an integral part of these financial statements.

  
Syed Babar Ali  
Chairman

  
Sajjad Iftikhar  
Chief Executive Officer

  
Yasser Pirmuhammad  
Chief Financial Officer



# Statement of Cash Flows

For the Year Ended December 31, 2024

		(Restated)	
	Note	2024	2023
(Rupees in thousand)			
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Profit before income tax		3,151,854	731,046
<b>Adjustment for non-cash items:</b>			
Depreciation and amortisation		308,696	315,247
Allowance for expected credit loss	10.1 & 12.1	115,715	47,005
Unrealised foreign exchange differences		100,035	203,507
Gain on disposal of operating fixed assets - net	3.1.3	(1,333)	(6,118)
Amortisation of deferred liabilities		(9,000)	(9,000)
Expense related to share-based payments		-	8,506
Charge for defined benefit plans		42,171	57,431
Provision against defined contribution plan		34,124	46,808
Interest income	26	(4,080)	(80,876)
Fair value gain on remeasurement of mutual funds		(3,708)	-
Income on mutual funds	26	(110,925)	(27,390)
Income from investment properties	5.2	(82,976)	(74,640)
Finance costs	27	144,517	174,773
Minimum tax differential		289,597	173,839
Final tax		37,991	11,214
		4,012,678	1,571,352
<b>Working capital changes:</b>			
<b>Decrease / (Increase) in current assets:</b>			
Stores and spares		4,063	329
Stock-in-trade		(3,694,584)	455,853
Trade debts		(348,774)	221,924
Loans and advances		(110,369)	120,542
Trade deposits and short-term prepayments		(74,199)	2,064,770
Other receivables		(14,847)	423,165
		(4,238,710)	3,286,583
<b>Increase / (Decrease) in current liabilities:</b>			
Contract liabilities		2,805	(50,618)
Trade and other payables		789,512	(1,412,607)
<b>Cash generated from operations</b>			
Finance cost paid		566,285	3,394,710
Interest income received		(118,820)	(190,179)
Minimum tax differential paid		4,080	80,876
Final tax paid		(289,597)	(173,839)
Income tax paid		(37,991)	(11,214)
Retirement benefits paid - net		(913,754)	(569,991)
Long-term loans		(11,140)	(14,267)
Long-term deposits		(1,510)	(523)
		(31,613)	-
<b>Net cash (used in) / generated from operating activities</b>		(834,060)	2,515,573
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Fixed capital expenditure		(510,060)	(286,730)
Sale proceeds from disposal of operating fixed assets	3.1.3	53,541	75,421
Short-term investments made		(25,105,732)	(5,084,282)
Sale proceeds from disposal of short-term investments		25,545,638	4,195,200
Income received on mutual funds		110,925	27,390
Income from investment properties	5.2	82,976	74,640
<b>Net cash generated from / (used in) investing activities</b>		177,288	(998,361)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Dividends paid		(528,434)	(70)
Proceeds from short-term borrowings - net		1,200,000	-
Lease rentals paid		(12,371)	-
Repayment of principal portion of long-term financing		-	(41,053)
<b>Net cash generated from / (used in) financing activities</b>		659,195	(41,123)
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>			
		2,423	1,476,089
<b>NET FOREIGN EXCHANGE DIFFERENCES</b>			
		-	(257)
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR</b>			
		117,373	(1,358,459)
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>			
	15	119,796	117,373

The annexed notes 1 to 40 form an integral part of these financial statements.

Syed Babar Ali  
Chairman

Sajjad Iftikhar  
Chief Executive Officer

Yasser Pir Muhammad  
Chief Financial Officer

# Notes to the Financial Statements

For the Year Ended December 31, 2024

## 1. THE COMPANY AND ITS OPERATIONS

**1.1** Hoechst Pakistan Limited (formerly sanofi-aventis Pakistan Limited) (the Company) was incorporated in Pakistan in 1967 as a Public Limited Company under Companies Act, 1913 [now Companies Act, 2017 (the Act)]. The shares of the Company are listed on Pakistan Stock Exchange Limited (PSX). The Company is engaged in the manufacturing, selling and trading of pharmaceutical and related products. The registered office of the Company is located at Plot 23, Sector 22, Korangi Industrial Area, Karachi. The Company is a subsidiary of Packages Limited (Parent Company), whose registered office is located at 4th floor, the Forum, Suite No. 416 - 422, G20, Block 9, Khayaban-e-Jami, Clifton, Karachi.

**1.2** The Board of Directors (the Board) of the Company in its meeting held on April 24, 2024 approved formation of a wholly owned local subsidiary, which will be engaged in the business of manufacturing and distributing wellness and nutraceutical products subject to applicable regulatory approvals. Accordingly, the Company has incorporated 'H-Pack Wellness (Private) Limited' on May 21, 2024. As of reporting date, no investment was made by the Company in the said subsidiary, however, subsequent to year end, the Company has invested and paid the shares subscription amount of Rs. 20 million.

Further, the Board in its meeting held on December 19, 2024 has accorded its approval for incorporation of a wholly owned foreign subsidiary in the United Arab Emirates (UAE), subject to all applicable regulatory approvals. The subsidiary will be primarily engaged in commercial trading with import, export, distribution and warehousing as its ancillary activities. As of reporting date, the Company is in the process of completion of relevant formalities for incorporation of this subsidiary.

## 1.3 Geographical location and address of business units of the Company are as follows:

Business Units	Address
- Registered address / Manufacturing facility	Plot 23, Sector 22, Korangi Industrial Area, Karachi.
- Sales Office Islamabad	Jaspal Arcade, Plot No 5, I&T Center, Sector G-8/4, Islamabad.
- Sales Office Lahore	New Building located at, 31/E-I, Gulberg III, Lahore.
- Sales Office Peshawar	71A , Small industrial state, Kohat Road, Peshawar.
- Sales Office Multan	No 502, 5th Floor, Plot no 74-Abdali Road, Multan.
- Sales Office Faisalabad	P-833 situated at State Life Building No.02, Faisalabad.

## 2 MATERIAL ACCOUNTING POLICY INFORMATION

### 2.1 Basis of preparation

#### 2.1.1 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 (IFRSs), issued by International Accounting Standard Board (IASB) as notified under the Act and, provisions of and directives issued under the Act. Where the provisions of and directives issued under the Act differ from the IFRSs, the provisions of and directives issued under the Act have been followed.

#### 2.1.2 Accounting convention

These financial statements have been prepared under the historical cost convention unless otherwise mentioned in accounting policies stated herein.



### 2.1.3 Change in accounting policy

The Institute of Chartered Accountants of Pakistan (ICAP) has issued 'IAS 12 - Application Guidance on Accounting for Minimum Taxes and Final Taxes' (the Guidance), whereby unrecoupable minimum taxes in excess of normal tax liability and tax deducted at source under final tax regime are out of scope of IAS - 12 'Income Taxes' (IAS 12) and fall under the ambit of IFRIC - 21 'Levies' (IFRIC - 21) and IAS - 37 'Provisions, Contingent Liabilities and Contingent Assets' (IAS 37).

Accordingly, the Company has changed its accounting policy to recognise such taxes as 'levies' which were previously being recognised 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' and the corresponding figures in the statement of profit or loss and statement of cash flows have been restated. The change has no impact on profit for the year or earnings per share of the Company.

The effects of change in accounting policy are as follows:

	Had there been no change in accounting policy	Impact of change in accounting policy	After incorporating effects of change in accounting policy
(Rupees in thousand)			
<b>Effects on statement of profit or loss</b>			
<b>For the year ended December 31, 2024</b>			
Minimum tax differential	-	(289,597)	(289,597)
Final tax	-	(37,991)	(37,991)
Profit before income tax	3,479,442	(327,588)	3,151,854
Income tax	(1,622,295)	327,588	(1,294,707)
<b>For the year ended December 31, 2023</b>			
Minimum tax differential	-	(173,839)	(173,839)
Final tax	-	(11,214)	(11,214)
Profit before income tax	916,099	(185,053)	731,046
Income tax	(555,292)	185,053	(370,239)

The related changes have also been accounted for in the statement of cashflows. However, these changes did not have any impact on the Company's operating, investing and financing cashflows.

## 2.2 Initial application of standards, amendments, improvements or interpretations to existing standards

### 2.2.1 Standards, amendments, improvements or interpretations to approved accounting and reporting standards that became effective during the year

There are certain amendments or improvements to existing standards which became applicable to the Company for the financial year beginning on January 1, 2024, however, these do not have any material impact on the Company's financial reporting and, therefore, have not been disclosed in these financial statements except that during the year, the ICAP has withdrawn Technical Release 27 'IAS 12, Income Taxes (Revised 2012)' and issued the Guidance, resulting in change in accounting policy as disclosed in note 2.1.3. Further, in accordance with SRO 1278(1)/2024 issued by the Securities Exchange Commission of Pakistan on August 15, 2024, the Company has included certain shariah compliance related disclosures in these financial statements (note 31).

### 2.2.2 Standards, amendments, improvements or interpretations to approved accounting and reporting standards that are not yet effective and have not been early adopted by the Company

There are standards and certain amendments or improvements to approved accounting and reporting standards that are not yet effective and have not been early adopted by the Company for

the financial year beginning on January 1, 2024. These are not expected to have any material impact on the Company's financial reporting and, therefore, have not been presented in these financial statements except for:

#### Amendment to IFRS 9 and IFRS 7 "Classification and Measurement of Financial Instruments":

These amendments:

- clarify the requirements for the timing of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system;
- clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest (SPPI) criterion;
- add new disclosures for certain instruments with contractual terms that can change cashflows (such as some instruments with features linked to the achievement of environment, social and governance (ESG) targets); and
- make updates to the disclosures for equity instruments designated at Fair Value through Other Comprehensive Income (FVOCI).

An important clarification brought about in these amendments is that a payment instruction (e.g. a cheque) that is prepared for a future payment will generally not meet the requirements for the financial liability to be discharged and hence cannot be derecognised. The previous practice of financial liabilities being derecognised upon issuance of cheques would, hence, need to be reconsidered.

#### IFRS 18 "Presentation and Disclosure in Financial Statements" (IFRS 18):

A new standard on presentation and disclosure in financial statements, with a focus on updates to the statement of profit or loss is being introduced. The key new concepts introduced in IFRS 18 relate to:

- the structure of the statement of profit or loss;
- required disclosures in the financial statements for certain profit or loss performance measures that are reported outside an entity's financial statements (that is, management-defined performance measures); and
- enhanced principles on aggregation and disaggregation which apply to the primary financial statements and notes in general.

## 2.3 Property, plant and equipment

### (i) Operating fixed assets

These are stated at cost less accumulated depreciation and accumulated impairment loss, if any. Leasehold land is depreciated over the period of the lease. Depreciation on all other assets is charged to profit or loss applying the straight-line method whereby the cost of an asset less residual value, if not insignificant, is depreciated over its estimated useful life using depreciation rates as stated in note 3.1. When significant parts of assets are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives.

Depreciation is charged from the month in which asset is available for use and on disposals up to the month the asset is in use.

The assets' residual values, useful lives and methods of depreciation are reviewed, and adjusted if appropriate, at each financial year end. The effect of any adjustment to residual values, useful lives and methods is recognised prospectively as a change of accounting estimate. In particular, the Company considers the impact of health, safety and environmental legislation in its assessment of expected useful lives and estimated residual values.



The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. The Company accounts for impairment by reducing its carrying value to the recoverable amount.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the profit or loss in the year the asset is derecognised.

Subsequent costs are not recognised as assets unless it is probable that future economic benefits associated with these costs will flow to the Company and the cost can be measured reliably.

Maintenance and normal repairs are charged to profit or loss as and when incurred.

#### (ii) Capital work-in-progress

These are stated at cost less accumulated impairment loss, if any, and consist of expenditure incurred in respect of tangible fixed assets in the course of their construction and installation.

### 2.4 Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### 2.4.1 Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

#### 2.4.2 Right-of-use assets

The Company recognises right-of-use assets (ROU assets) at the commencement date of the lease (i.e., the date the underlying asset is available for use). ROU assets are measured at cost, less any accumulated depreciation and accumulated impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of ROU assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. ROU assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. Unless the Company is reasonably certain to obtain ownership of the leased asset or the ownership of the leased asset transfers to 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 the asset.

#### 2.4.3 Lease liabilities

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

In calculating the present value of lease payments, the Company uses the incremental borrowing rate at the lease commencement date. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease

term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

#### 2.4.4 Short-term leases and leases of low-value assets

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

#### 2.4.5 Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in other income in the profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the amount of the leased asset and recognised over the lease term on the same basis as rental contingent rents are recognised as revenue in the period in which they are earned.

The Company has entered into operating leases on its investment property portfolio consisting of leasehold land and buildings on leasehold land. These leases have terms of three years. All leases include a clause for upward revision of the rental charge at agreed rates.

### 2.5 Investment properties

The Company's investment properties consist of leasehold land and buildings on leasehold land. Management determined that the investment properties consist of two classes of assets, leasehold land and buildings on leasehold land, based on the nature, characteristics and risk of a property.

Investment properties are measured at cost less accumulated depreciation and accumulated impairment losses, if any. Depreciation is charged to profit or loss applying the straight-line method using depreciation rates as disclosed in note 5.1.

Investment property is derecognised when it has been disposed of or permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the derecognition of investment property is recognised in the profit or loss in the year of retirement or disposal. Gain or loss on disposal of investment property is determined as the difference between net disposal proceeds and the carrying value of the asset and recognized in the profit or loss in the year of disposal.

Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property to owner-occupied, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner-occupied becomes an investment property, the Company accounts for such property in accordance with the policy stated under property, plant and equipment upto the date of change in use.

### 2.6 Stores and spares

These are valued at cost. Cost is determined on weighted average basis, except for the stores and spares in transit, which are stated at invoice price plus other charges incurred thereon up to the reporting date. Value of items are reviewed at each reporting date to record provision for any slow-moving and obsolete items, where necessary.

### 2.7 Stock-in-trade

These are valued at lower of weighted average cost and estimated net realisable value. Goods in transit are valued at cost, comprising invoice price plus other charges incurred thereon up to the reporting date. Cost signifies standard costs adjusted by variances. Cost in relation to work-in-process and finished goods represent direct cost of materials, direct wages and appropriate manufacturing overheads.



Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. Provision is recorded for slow moving and expired stock where necessary.

## **2.8 Employees benefits**

### **2.8.1 Defined benefit plans**

The Company operates an approved funded gratuity scheme in respect of all permanent employees and senior management staff respectively, excluding expatriates. The scheme defines the amounts of benefit that an employee will receive on or after retirement subject to a minimum qualifying period of service under the scheme. The scheme is managed in conformity with the provisions of the Trust Deed. The Company is responsible to make contributions to the Gratuity Fund as prescribed under the Trust Deed and its rules, whereas, the trustees are responsible for the day to day management of the Gratuity Fund. The gratuity obligations are calculated annually by an independent actuary using the Projected Unit Credit Method. The most recent valuation in this regard was carried out as at December 31, 2024.

Remeasurements, comprising of actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions and the effect of the asset ceiling are recognised directly in equity through other comprehensive income in the period in which they arise. Remeasurements are not reclassified to profit or loss in subsequent periods. All past service costs are recognised in profit or loss at the earlier of when the amendments or curtailment occurs and when the Company has recognised related retirement or termination benefits. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements and net interest expense or income in the profit or loss.

### **2.8.2 Defined contribution plan**

The Company also operates a recognised provident fund scheme (Provident Fund) for all permanent employees excluding expatriates. Equal monthly contributions are made to the Provident Fund at the rate of 10 percent of basic salary by employees and the Company.

## **2.9 Compensated absences**

The Company accounts for the accrual in respect of employees' compensated absences in the year in which these are earned. Provisions to cover the obligations are made using the current salary levels of employees.

## **2.10 Taxation**

### **2.10.1 Current**

Provision for current income tax is based on taxable income for the year, determined in accordance with the prevailing law for taxation on income. The tax rates used to compute the amount are those that are enacted or substantively enacted at the reporting date. The charge for the current income tax also includes tax credits and adjustments, where considered necessary, for prior years determined during the year or otherwise considered necessary for such years.

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### **2.10.2 Deferred**

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

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax asset on deductible temporary difference are recognised on carry-forward of unused tax losses and credits, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and / or carry-forward of unused tax losses can be utilised.

The carrying amount of all deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax assets to be utilised. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax is charged or credited in the profit or loss except for deferred tax arising on recognition of actuarial loss or gain which is charged to other comprehensive income.

### **2.10.3 Levies**

In accordance with Income Tax Ordinance, 2001 (the Ordinance), computation of final taxes and minimum tax differential is not based on taxable income. Therefore, as per the Guidance issued by the ICAP, these fall within the scope of IFRIC 21 and IAS 37 and accordingly have been classified as levies as more fully explained in note 2.1.3

### **2.10.4 Sales tax**

Expenses and assets are recognised net of the amount of sales tax, except when the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the sales tax is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable.

When sales tax is recoverable from or is payable to the taxation authority, it is included as part of receivables or payables in the statement of financial position.

## **2.11 Cash and cash equivalents**

Cash and cash equivalents in the statement of cash flows include cash in hand and in transit, balances with banks and other short-term highly liquid investments with original maturities of three months or less and bank overdraft facilities.

## **2.12 Financial instruments**

### **2.12.1 Financial assets**

#### **i) Initial recognition and measurement**

Financial assets are classified, at initial recognition, at fair value, and subsequently measured at amortised cost, fair value through other comprehensive income (FVTOCI) and fair value through profit or loss (FVTPL).

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade debts, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, the transaction costs. Trade debts are measured at the transaction price determined under IFRS 15.

In order for a financial asset to be classified and measured at amortised cost or FVTPL or FVTOCI, it needs to give rise to cash flows that are 'solely payments of principal and interest



(SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

## ii) Subsequent measurement

### Financial assets at amortised cost

The Company measures financial assets at amortised cost if both of the following conditions are met:

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

Financial assets at amortised cost are subsequently measured using the effective interest rate (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

### Financial assets at fair value through profit or loss (FVTPL)

Assets that do not meet the criteria for classification at amortised cost or FVTOCI are measured at fair value through profit or loss. Realised and unrealised gains or losses arising from changes in the fair value of the financial assets held at FVTPL are recognised in profit or loss in the period in which they arise.

The Company does not have financial assets designated at FVTOCI.

## iii) Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

- the rights to receive cash flows from the asset have expired; or
- the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Where the Company has not transferred neither retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

## iv) Impairment of financial assets

The Company recognises an allowance for expected credit losses (ECLs) for all financial instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

The Company applies the simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for all trade debts. To measure the expected credit losses, trade debts have been grouped based on shared credit risk characteristics and the days past due. The expected credit loss rates are based on the payment profiles of sales over a period of 72 months before December 31, 2024 and the corresponding historical default rates experienced within this period. The historical default rates are adjusted to reflect current and forward-looking information according to macroeconomic factors affecting the ability of the customers to settle the receivables. The Company has identified the Gross Domestic Product and the Consumer Price Index of the countries in which it sells its goods and services to be the most relevant factors, and accordingly adjusts the historical default rates based on expected changes in these factors. The historical default rates are further adjusted with the impact of loss given default. The Loss Given Default is the magnitude of the likely loss if there is the default. The Company estimates the Loss Given Default parameters based on the history of recovery rates of defaulted trade debts.

The Company considers a financial asset to be at a risk of default when contractual payments are 90 days past due, unless there are factors that might indicate otherwise. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

## 2.12.2 Financial liabilities

### i) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans, bank overdraft and short-term borrowings and payables, net of directly attributable transaction costs.

### ii) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

#### a) Financial liabilities at fair value through profit or loss

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Gains or losses on liabilities held for trading are recognised in profit or loss. Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in IFRS 9 are satisfied.



#### **b) Financial liabilities at amortised cost (loans and borrowings)**

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

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in profit or loss.

#### **iii) Derecognition**

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

#### **2.12.3 Offsetting of financial instruments**

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

#### **2.13 Impairment of non-financial assets**

The carrying amounts of non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, or when annual impairment testing for asset is required then the asset's recoverable amount is estimated. The recoverable amount of an asset or cash-generating unit is the greater of its value-in-use and its fair value less costs to sell. 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 assessment of the time value of money and the risks specific to the asset. In determining the fair value less cost of disposal, recent market transactions are taken into account, if no such transaction can be identified, appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or available fair value budgets. The Company bases its impairment calculation on detailed budget and forecast calculation, which are prepared separately for each of the Company cash generating unit (CGU) to which individual assets are allocated. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets ("the cash-generating unit, or CGU").

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the profit or loss. Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, if no impairment loss had been recognised.

#### **2.14 Provisions and contingent liabilities**

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

A contingent liability is disclosed when there is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, or a present obligation that arises from past events but it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

#### **2.15 Foreign currency translation**

These financial statements are presented in Pakistan Rupees, which is the Company's functional currency. Foreign currency transactions during the year are recorded at the exchange rates approximating those ruling on the date of the transaction. Monetary assets and liabilities in foreign currencies are recorded at the rates of exchange which approximate those prevailing on the reporting date. Gains and losses on translation are taken to profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

#### **2.16 Revenue recognition**

##### **2.16.1 Revenue from contracts with customers**

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

Revenue from sale of goods is recognised at the point in time when control of the asset is transferred to the customer, generally on acknowledgment of the goods by the customer. The normal credit term varies up to 210 days depending on the customer type.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated (e.g., right of returns). In determining the transaction price for the sale of goods, the Company considers the effects of variable consideration, the existence of significant financing components, non-cash consideration, and consideration payable to the customer (if any).

##### **2.16.2 Variable consideration**

If the consideration in a contract includes a variable amount, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur as the associated uncertainty with the variable consideration is subsequently resolved. In general, the contracts for the sale of goods provides customer with a right to return of near expiry products.

#### **2.17 Right of return**

In general, the contracts for sales of goods provides a customer with a right to return near expiry products. The Company uses the expected value method to estimate the goods that will be returned because this method best predicts the amount of variable consideration to which the Company may not be entitled. The requirements in IFRS 15 on constraining estimates of variable consideration are also applied in order to determine the amount of variable consideration that can be included in the transaction price. For products that are expected to be returned, the Company recognises a provision under refund liability and a corresponding adjustment in sales return. Returns for the Company comprise of expired and near expiry products, which are of Nil value at the time of return and are subject to destruction.



## **2.18 Contract balances**

### **2.18.1 Trade debts**

A receivable represents the Company's right to an amount of consideration that is unconditional i.e., only the passage of time is required before payment of the consideration is due. Accounting policies of financial assets have been disclosed in note 2.12.1.

### **2.18.2 Contract liabilities**

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

### **2.19 Refund liabilities**

A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and is measured at the amount the Company ultimately expects it will have to return to the customer. The Company updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period.

### **2.20 Other income**

Interest income is accounted for using the effective interest rate method. Income other than interest income is recorded on accrual basis.

### **2.21 Dividend distribution**

Dividend distribution to the Company's shareholders is recognised as a liability in the period in which the dividends are approved. However, if these are approved after the reporting date but before the financial statements are authorised for issue, disclosure is made in the financial statements.

### **2.22 Operating segments**

For management purposes, the activities of the Company are organised into one operating segment since Chief Operating Decision Maker i.e. the Board monitors the operating results of the Company as a whole. The Company operates in the said reportable operating segment based on the nature of the products, risks and returns, organisational and management structure, and internal financial reporting systems. Accordingly, the figures reported in these financial statements are related to the Company's only reportable segment.

### **2.23 Share capital**

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

### **2.24 Significant accounting judgments, estimates and assumptions**

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the related disclosures, and the disclosure of contingent liabilities. Changes to these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities in future periods.

## **2.24.1 Judgements**

In the process of applying the Company's accounting policies, management has made the following judgement, which has the most significant effect on the amounts recognised in these financial statements:

### **Contingencies (notes 2.14 and 22)**

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 events.

## **2.24.2 Estimates and assumptions**

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on the information available when these financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

### **i) Property, plant and equipment (notes 2.3 and 3)**

The Company reviews appropriateness of the rate of depreciation, useful life and residual value used in the calculation of depreciation. Further, where applicable, an estimate of the recoverable amount of assets is made for possible impairment on an annual basis. In making these estimates, Company uses the technical resources available with the Company. Any change in the estimates in the future might affect the carrying amount of respective item of property, plant and equipment, with corresponding effects on the depreciation charge and impairment.

### **ii) Stock-in-trade and stores and spares (notes 2.6, 2.7, 8 and 9)**

The Company reviews the net realisable value of stock-in-trade to assess any diminution in the respective carrying values and also reviews the inventories i.e. stock-in-trade and stores and spares for obsolescence.

### **iii) Allowance for expected credit losses on financial assets (notes 2.12.1 and 10)**

The Company assesses the recoverability of its financial assets if there is objective evidence that Company will not be able to collect all the amounts due according to the original terms. Judgement by the management is required in estimation of the amount and timing of future cash flows when determining the level of provision required and in determining the debts that are not recoverable and are to be written off. The Company uses default rates based on provision matrix for its customers who have similar characteristics to calculate Expected Credit Loss (ECL) for trade debts. The rates in provision matrix are based on days past due for various customer segments that have similar loss patterns. The provision matrix is initially based on Company's historical observed default rates which is then adjusted for forward looking information. The assessment of the correlation between historical observed default rates and the forecast economic conditions and ECL are significant estimates. The amount of ECL is sensitive to changes in circumstances and forecast of economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

iv) Revenue recognition - Estimating variable consideration for returns

For estimates with respect to right of return assets and related refund liabilities refer to notes 2.17 and 2.19 to these financial statements.

v) Retirement benefits (notes 2.8.1, 2.8.2 and 18)

The cost of the retirement benefit plan and the present value of the obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These includes the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

vi) Income tax (notes 2.10.1, 2.10.2 and 30)

The Company takes into account the current income tax laws and decisions taken by appellate authorities while recognising provision for income tax.

Estimates and judgments are continually evaluated and are based on historical experience and other factors,including expectations of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

3 PROPERTY, PLANT AND EQUIPMENT

	Note	2024	2023
		(Rupees in thousand)	
Fixed assets	3.1	1,958,243	1,653,580
Capital work-in-progress	3.2 & 3.3	189,165	124,185
		2,147,408	1,777,765

3.1 Fixed assets

	Owned assets						Right-of-use assets	Total
	Leasehold land	Buildings on leasehold land	Plant and machinery	Furniture and fixtures	Factory and office equipment	Motor vehicles	Electrical Equipments (note 19.1)	
Year ended December 31, 2024	(Rupees in thousand)							
Net carrying value basis								
Opening net carrying value	244	456,099	717,881	8,217	152,475	318,664	-	1,653,580
Additions / transfers from capital work-in-progress	-	-	132,294	17,985	62,588	229,579	210,038	652,484
Disposals (note 3.1.3)	-	-	-	-	(517)	(51,691)	-	(52,208)
Depreciation charge (note 3.1.2)	(3)	(53,147)	(127,667)	(2,901)	(54,232)	(54,162)	(3,501)	(295,613)
Closing net carrying value	241	402,952	722,508	23,301	160,314	442,390	206,537	1,958,243
Gross carrying value basis								
As at December 31, 2024								
Cost	455	1,216,763	3,474,649	89,411	660,368	569,457	210,038	6,221,141
Accumulated depreciation	(214)	(813,811)	(2,752,141)	(66,110)	(500,054)	(127,067)	(3,501)	(4,262,898)
	241	402,952	722,508	23,301	160,314	442,390	206,537	1,958,243

Owned assets						Right-of-use assets	Total
Leasehold land	Buildings on leasehold land	Plant and machinery	Furniture and fixtures	Factory and office equipment	Motor vehicles	Electrical Equipments (note 19.1)	
(Rupees in thousand)							
247	441,390	653,675	10,644	165,093	335,743	-	1,606,792
-	70,328	206,248	766	38,306	103,378	-	419,026
-	-	(456)	-	(67)	(68,780)	-	(69,303)
(3)	(55,619)	(141,586)	(3,193)	(50,857)	(51,677)	-	(302,935)
244	456,099	717,881	8,217	152,475	318,664	-	1,653,580
455	1,216,763	3,342,355	71,426	621,342	440,359	-	5,692,700
(211)	(760,664)	(2,624,474)	(63,209)	(468,867)	(121,695)	-	(4,039,120)
244	456,099	717,881	8,217	152,475	318,664	-	1,653,580
1.23	5	10 to 15	10	10 to 33	16.67 to 20	5	

3.1.1 Particulars of the immovable assets of the Company are as follows:

Location	Address	Usage of Immovable Property	Covered Area (Sq. Meters)
Karachi	Plot 23, Sector 22 Korangi Industrial Area, Karachi	Head office and Manufacturing Plants	96,155

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

	Note	2024	2023
		(Rupees in thousand)	
Cost of sales	24	193,321	201,851
Distribution and marketing costs	24	58,640	58,109
Administrative expenses	24	43,652	42,975
		295,613	302,935

3.1.3 Details of disposal of each operating fixed asset having net book value exceeding Rs. 500,000 are as follows:

Description	Cost	Accumulated depreciation	Net carrying value	Sale proceeds	Gain / (Loss)	Mode of Disposal	Particulars of Buyers
(Rupees in thousand)							
Motor vehicle	6,926	1,939	4,987	5,125	138	Company Policy	Tariq Naveed Khan (employee)
Motor vehicle	3,954	712	3,242	3,281	39	Company Policy	Shariq Mehmood (employee)
Motor vehicle	3,928	1,061	2,867	2,907	40	Company Policy	Sohail Hassan (employee)
Motor vehicle	3,828	804	3,024	3,062	38	Company Policy	Maria Saquib (employee)
Motor vehicle	3,272	589	2,683	2,683	-	Company Policy	Faisal Hassan Khan (employee)
Motor vehicle	3,272	883	2,389	2,421	32	Company Policy	Faiq Mehfooz (employee)
Motor vehicle	3,108	1,834	1,274	1,305	31	Company Policy	Munzir Ishaq Rajput (employee)
Motor vehicle	3,004	1,802	1,202	1,202	-	Company Policy	Omar Zahid (employee)
Motor vehicle	2,855	1,713	1,142	1,142	-	Company Policy	Arfan Ahmad Rana (employee)
Motor vehicle	2,854	1,712	1,142	1,142	-	Company Policy	Muhammad Ahsen Zeshan (employee)
Motor vehicle	2,675	1,049	1,626	1,653	27	Company Policy	Umar Akram (employee)
Motor vehicle	2,657	983	1,674	1,700	26	Company Policy	Irfan Hashmey (employee)
Motor vehicle	2,657	1,222	1,435	1,461	26	Company Policy	Imran Faraz (employee)
Motor vehicle	2,515	1,081	1,434	1,459	25	Company Policy	Zeeshan Ali (employee)
Motor vehicle	2,379	1,356	1,023	1,047	24	Insurance Claim	Syed Muhammad Tahir (employee)
Motor vehicle	2,304	1,382	922	922	-	Company Policy	Shahzada Aurangzeb (employee)
Motor vehicle	2,229	1,337	892	892	-	Company Policy	Sohail Akhtar (employee)
Motor vehicle	2,114	1,268	846	846	-	Company Policy	Khawaja Iqbal Hasan Danish (employee)
Motor vehicle	2,074	1,244	830	830	-	Company Policy	Syed M Irfan Ali (employee)
Motor vehicle	2,049	1,229	820	820	-	Company Policy	Muhammad Khalid (employee)
Motor vehicle	2,009	1,205	804	804	-	Company Policy	Aisha Anwar (employee)



Description	Cost	Accumulated depreciation	Net carrying value	Sale proceeds	Gain / (Loss)	Mode of Disposal	Particulars of Buyers
(Rupees in thousand)							
Motor vehicle	1,780	783	997	1,015	18	Company Policy	Nadeem Ahmed (employee)
Motor vehicle	1,745	1,047	698	698	-	Company Policy	Junaid Ahmed Khan (employee)
Motor vehicle	1,745	1,047	698	698	-	Company Policy	Salar Ali (employee)
Motor vehicle	1,745	1,047	698	698	-	Company Policy	Sarfaraz Ahmed Khan (employee)
Motor vehicle	1,745	1,047	698	698	-	Company Policy	Syed Tariq Ali (employee)
Motor vehicle	1,745	1,047	698	698	-	Company Policy	Mohammad Azeem Akram Siddiqui (employee)
Motor vehicle	1,745	1,047	698	698	-	Company Policy	Syed Amir Ali (employee)
Motor vehicle	1,483	890	593	593	-	Company Policy	Kamran Ahmed (employee)
Motor vehicle	1,483	890	593	593	-	Company Policy	M. Usman Rasheed (employee)
Motor vehicle	1,476	886	590	590	-	Company Policy	Bilal Zaidi (employee)
Motor vehicle	1,476	886	590	590	-	Company Policy	Usman Ahmed Khan (employee)
Motor vehicle	1,440	864	576	576	-	Company Policy	Irshad Muhammad (employee)
Motor vehicle	1,410	818	592	606	14	Company Policy	Owais Qadir (employee)
Motor vehicle	1,410	846	564	564	-	Company Policy	Imran Masood (employee)
Motor vehicle	1,380	828	552	552	-	Company Policy	Shoaib Ahmed Khan (employee)
Motor vehicle	1,340	804	536	536	-	Company Policy	Asad Mehmood Malik (employee)
Motor vehicle	1,340	804	536	536	-	Company Policy	Syed Masood Yaseen (employee)
Motor vehicle	1,340	804	536	536	-	Company Policy	Muhammad Sheraz Quresh (employee)
Motor vehicle	1,340	804	536	536	-	Company Policy	Taimoor Shahzad (employee)
Motor vehicle	1,340	804	536	536	-	Company Policy	Asfia Salahuddin (employee)
Motor vehicle	1,340	804	536	536	-	Company Policy	Fakhar Uddin Ahmed (employee)
Motor vehicle	1,300	780	520	520	-	Company Policy	Azhar Ali Khan (employee)
Motor vehicle	1,270	762	508	508	-	Company Policy	Waseem Tufail Chughtai (employee)
Motor vehicle	1,270	762	508	508	-	Company Policy	Aslam Farhan (employee)
Motor vehicle	1,270	762	508	508	-	Company Policy	Waqar Ahmed (employee)
Motor vehicle	860	516	344	344	-	Company Policy	Muhammad Rizwan Khan (employee)
	100,481	48,784	51,697	52,175	478		
Operating fixed assets having net book value not exceeding Rs.500,000	23,562	23,051	511	1,366	855	Various	Various
December 31, 2024	124,043	71,835	52,208	53,541	1,333		
December 31, 2023	131,634	62,331	69,303	75,421	6,118		

### 3.2 Capital work-in-progress

Buildings on leasehold land  
Plant and machinery  
Motor vehicles

Note	2024	2023
	(Rupees in thousand)	
	7,312	-
	101,836	104,353
	80,017	19,832
	189,165	124,185

### 3.3 Movement in capital work-in-progress is as follows:

Opening balance		124,185	277,468
Additions during the year	3.3.1	396,526	200,497
Transferred to operating fixed assets	3.3.2	(331,546)	(353,780)
Closing balance		189,165	124,185

**3.3.1** Represents additions to buildings on leasehold land of Rs. 7.30 million (2023: Nil), plant and machinery of Rs. 101.42 million (2023: Rs. 104.35 million) and motor vehicles of Rs. 287.81 million (2023: Rs. 96.15 million).

**3.3.2** Represents transfers to buildings on leasehold land of Nil (2023: Rs. 69.25 million), plant and machinery of Rs.103.90 million (2023: Rs. 165.87 million), factory and office equipment of Nil (2023: Rs. 15.77 million) and motor vehicles of Rs. 227.65 million (2023: Rs. 102.89 million).

## 4

### INTANGIBLE ASSETS

#### Year ended December 31, 2024

##### Net carrying value basis

Opening net carrying value  
Additions  
Amortisation charge  
Closing net carrying value

##### Gross carrying value basis

Cost  
Accumulated amortisation  
Net carrying value

Note	Computer software	Software licenses	Total
	(Rupees in thousand)		
	4,781	8,300	13,081
	2,634	-	2,634
4.1	(3,034)	(8,300)	(11,334)
	4,381	-	4,381
	16,092	95,062	111,154
	(11,711)	(95,062)	(106,773)
	4,381	-	4,381

#### Year ended December 31, 2023

##### Net carrying value basis

Opening net carrying value  
Additions  
Amortisation charge  
Closing net carrying value

##### Gross carrying value basis

Cost  
Accumulated amortisation  
Net carrying value

##### Amortisation rate per annum (%)

	2,330	327	2,657
	5,216	15,771	20,987
4.1	(2,765)	(7,798)	(10,563)
	4,781	8,300	13,081
	13,458	95,062	108,520
	(8,677)	(86,762)	(95,439)
	4,781	8,300	13,081
	33	33	

#### 4.1 The amortisation charge for the year has been allocated as follows:

Note	2024	2023
	(Rupees in thousand)	
Cost of sales	24	274
Distribution and marketing costs	24	2,966
Administrative expenses	24	8,094
	11,334	10,563
5.1	29,463	31,212

## 5

### INVESTMENT PROPERTIES

#### 5.1 Particulars of investment properties are as follows:

	Leasehold land	Buildings on leasehold land	Total
	(Rupees in thousand)		
<b>Year ended December 31, 2024</b>			
Opening net carrying value	14	31,198	31,212
Depreciation charge (note 24)	-	(1,749)	(1,749)
Closing net carrying value	14	29,449	29,463
<b>As at December 31, 2024</b>			
Cost	14	34,988	35,002
Accumulated depreciation	-	(5,539)	(5,539)
Net carrying value	14	29,449	29,463

	Leasehold land	Buildings on leasehold land	Total
	(Rupees in thousand)		
<b>Year ended December 31, 2023</b>			
Opening net carrying value	14	32,947	32,961
Depreciation charge (note 24)	-	(1,749)	(1,749)
Closing net carrying value	14	31,198	31,212
<b>As at December 31, 2023</b>			
Cost	14	34,988	35,002
Accumulated depreciation	-	(3,790)	(3,790)
Net carrying value	14	31,198	31,212
<b>Depreciation rate per annum (%)</b>	3.13	5	
<b>5.2 Amounts recognised in profit or loss</b>	Note	2024	2023
		(Rupees in thousand)	
Rental income derived from investment properties		82,976	74,640
Direct operating expenses (including repairs and maintenance) relating to investment properties	24	(18,585)	(15,019)
Profit arising from investment properties carried at cost	26	64,391	59,621
<b>5.3</b>	As at December 31, 2024, the fair value and forced sales value of leasehold land amounts to Rs. 750 million (2023: Rs. 750 million) and Rs. 564.5 million (2023: Rs. 564.5 million), respectively, and of buildings on leasehold land amounts to Rs. 55.5 million (2023: Rs. 52.3 million) and Rs. 41.62 million (2023: Rs. 39.04 million), respectively, which are based on valuations performed by an accredited independent valuer.		
<b>5.4</b>	The Company has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.		
<b>6 LONG-TERM LOANS - considered good, unsecured</b>	Note	2024	2023
		(Rupees in thousand)	
Loans to employees	6.1	8,994	6,446
Less: Current maturity	11	(3,338)	(2,300)
		5,656	4,146
<b>6.1 Reconciliation of carrying amount of long-term loans to employees:</b>			
Opening balance		6,446	5,740
Disbursements		5,262	3,495
Repayments		(2,714)	(2,789)
Closing balance	6.2	8,994	6,446
<b>6.2</b>	Represents loans for the purchase of motor cars, motorcycles and capital goods, in accordance with the Company's policy. Loans for the purchase of motor cars and motorcycles are interest free, whereas loans for purchase of capital goods carry interest at the rate of 9% (2023: 9%) per annum. These are repayable within five years in equal monthly instalments, except for loans for purchase of capital goods which are repayable over a period of three years.		
<b>7 DEFERRED TAX ASSET - NET</b>		2024	2023
		(Rupees in thousand)	
Taxable temporary differences arising in respect of:			
- Accelerated tax depreciation		(90,068)	(79,674)
- Defined benefit plans		(4,075)	(4,811)
		(94,143)	(84,485)
Deductible temporary differences arising in respect of:			
- Allowance for expected credit loss		204,824	154,386
- Provision against stores & spares and stock-in-trade		170,876	102,205
- Others		70,376	39,797
		446,076	296,388
		351,933	211,903

	Note	2024	2023
		(Rupees in thousand)	
<b>8 STORES AND SPARES</b>			
Stores		44,213	45,671
Spares		43,027	42,801
		87,240	88,472
Provision against stores and spares	8.1	(3,594)	(763)
		83,646	87,709
<b>8.1 Movement of provision against stores and spares is as follows:</b>			
Opening balance		763	763
Charge for the year - net		2,831	-
Closing balance		3,594	763
<b>9 STOCK-IN-TRADE - net</b>			
Raw and packing material			
In hand	9.2	3,146,282	2,000,372
In transit		121,789	312,670
		3,268,071	2,313,042
Provision against raw and packing material	9.1	(330,900)	(57,430)
		2,937,171	2,255,612
Work-in-process		105,320	99,848
Finished goods			
In hand	9.2	4,503,828	1,706,331
In transit		346,755	245,936
		4,850,583	1,952,267
Provision against finished goods	9.3	(103,650)	(212,887)
		4,746,933	1,739,380
	9.4	7,789,424	4,094,840
<b>9.1 Movement of provision against raw and packing material is as follows:</b>			
Opening balance		57,430	103,521
Charge for the year		301,913	31,245
Reversal for the year		(19,347)	(60,456)
Net charge / (reversal) for the year	24	282,566	(29,211)
Write-off during the year		(9,096)	(16,880)
Closing balance		330,900	57,430
<b>9.2</b>	Includes write down of raw and packing material costing Nil (2023: Rs. 27.1 million), to their net realisable value of Nil (2023: Rs. 23.2 million). Includes write down of finished goods costing Rs. 164.04 million (2023: Rs. 379.4 million), carried at their net realisable value of Rs. 138.75 million (2023: Rs. 328 million).		
<b>9.3 Movement of provision against finished goods is as follows:</b>			
	Note	2024	2023
		(Rupees in thousand)	
Opening balance		212,887	171,169
Charge for the year		56,177	127,433
Reversal for the year		(7,662)	(7,966)
Net charge for the year	24	48,515	119,467
Write-off during the year		(157,752)	(77,749)
Closing balance		103,650	212,887



9.4	Details of stock-in-trade (net of provision) held with third party is as follows:	Note	2024	2023
			(Rupees in thousand)	
	Stancos (Private) Limited		131,436	80,976
10	TRADE DEBTS - net, unsecured			
	Considered good		805,073	572,014
	Considered doubtful		369,928	254,213
			1,175,001	826,227
	Allowance for expected credit loss	10.1	(369,928)	(254,213)
			805,073	572,014
10.1	Movement of allowance for expected credit loss is as follows:			
	Opening balance		254,213	190,803
	Charge for the year		115,715	63,410
			369,928	254,213
11	LOANS AND ADVANCES - unsecured, considered good			
	<b>Loans:</b>			
	Current maturity of long-term loans to employees	6	3,338	2,300
	<b>Advances:</b>			
	Executives		5,821	6,182
	Contractors and suppliers	11.1	200,972	91,280
			206,793	97,462
			210,131	99,762
11.1	Represents advance payments made to contractors and suppliers against goods and services to be received in future.			
12	TRADE DEPOSITS AND SHORT-TERM PREPAYMENTS			
		Note	2024	2023
			(Rupees in thousand)	
	<b>Trade deposits - unsecured</b>			
	Considered good		63,934	125,423
	Considered doubtful		155,263	155,263
			219,197	280,686
	Allowance for expected credit loss	12.1	(155,263)	(155,263)
			63,934	125,423
	Margin against letters of credit		429,333	288,084
	Short-term prepayments		32,375	37,936
			525,642	451,443
12.1	Movement of allowance for expected credit loss is as follows:			
	Opening balance		155,263	171,668
	Reversal for the year		-	(16,405)
	Closing balance		155,263	155,263

13	OTHER RECEIVABLES - net	Note	2024	2023
			(Rupees in thousand)	
	<b>Considered good - unsecured</b>			
	Due from - related parties	13.1	4,916	-
	- employees' gratuity fund	18.1	15,386	25,522
	- others		49,568	35,240
	Sales tax receivable on goods		324	4,721
			70,194	65,483
	<b>Considered doubtful - unsecured</b>			
	Sales tax refundable		5,918	5,918
	Provision against sales tax refundable		(5,918)	(5,918)
			-	-
			70,194	65,483

13.1 The aging analysis of receivable from related parties is as follows:

	December 31, 2024		
	Neither past due nor impaired	Past due over 181 days	Total
	(Rupees in thousand)		
Packages Limited	507	-	507
Bulleh Shah Packaging (Pvt.) Limited	1,096	-	1,096
Pakistan Petroleum Limited	3,313	-	3,313
	4,916	-	4,916

13.2 The maximum aggregate amount outstanding from related parties at any time during the year by reference to month end balances is as follows:

	Note	2024	2023
		(Rupees in thousand)	
Packages Limited		507	-
Bulleh Shah Packaging (Pvt.) Limited		1,096	-
Pakistan Petroleum Limited		3,313	-

#### 14 SHORT-TERM INVESTMENTS

At fair value through profit or loss

	2024		2023	
	Number of units	Rupees in '000	Number of units	Rupees in '000
<b>Investment in mutual funds:</b>				
Bank Al Habib Money Market Fund	4,168,881	452,884	8,867,360	887,680
NBP Income Fund - Cash Plan II	-	-	91,725	919
MCB Pakistan Cash Management Fund	-	-	9,557	483
	4,168,881	452,884	8,968,642	889,082

## 15 CASH AND BANK BALANCES

Note	2024	2023
	(Rupees in thousand)	
Cash in hand	184	47
<b>Cash at banks</b>		
In current accounts - local currency	100,922	79,757
- foreign currency	-	13,928
	100,922	93,685
In savings accounts - local currency	18,690	23,641
	119,796	117,373

15.1 These carry mark-up at rates ranging from 13.50% to 20.50% (2023: 14.50% to 20.75%) per annum.

## 16 SHARE CAPITAL

2024	2023		2024	2023
No. of shares			(Rupees in thousand)	
10,000,000	10,000,000	<b>Authorized share capital</b>	100,000	100,000
		Ordinary shares of Rs. 10/- each		
		<b>Issued, subscribed and paid up capital</b>		
		Ordinary shares of Rs. 10/- each		
2,757,783	2,757,783	Issued for cash	27,578	27,578
3,359,477	3,359,477	Issued as fully paid bonus shares	33,595	33,595
687,500	687,500	Issued against plant and equipment	6,875	6,875
140,000	140,000	Issued against loan	1,400	1,400
		Issued pursuant to merger with Rhone Poulenc Rorer Pakistan (Private) Limited		
2,700,000	2,700,000		27,000	27,000
9,644,760	9,644,760		96,448	96,448

16.1 The Parent Company held 3,960,919 (2023: 3,960,919) ordinary shares of Rs. 10/- each, of the Company representing 41.07% of the shareholding.

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

## 17 RESERVES

Note	2024	2023
	(Rupees in thousand)	
<b>Capital reserves</b>		
Long-term liabilities forgone	5,935	5,935
Other capital reserve	2,000,000	-
Difference of share capital under scheme of arrangement for amalgamation	18,000	18,000
Share-based payments reserve	375,210	375,210
	2,399,145	399,145
<b>Revenue reserves</b>		
General reserve	1,535,538	3,535,538
Unappropriated profit	2,783,812	1,440,307
	4,319,350	4,975,845
	6,718,495	5,374,990

17.1 During the year, the Company has transferred Rs. 2,000 million from general reserves to other capital reserves as approved by the Board of Directors (the Board) in its meeting held on February 22, 2024 for the purposes of issuance of bonus shares, if any, from time to time as the Board may deem fit. Such a transfer has been made in line with the Securities and Exchange Commission of Pakistan circular no. 4 of 2024 dated February 15, 2024.

## 18 DEFINED BENEFIT PLANS

18.1 Actuarial valuation of the Gratuity Fund was carried out as at December 31, 2024. The present value of defined benefit obligation has been calculated using the projected unit credit method. The details of the actuarial valuation are as follows:

### Statement of financial position reconciliation is as follows:

	2024	2023
	(Rupees in thousand)	
Fair value of plan assets	798,159	656,152
Present value of defined benefit obligation	(782,773)	(630,630)
Net asset in statement of financial position	15,386	25,522

### Movement in net assets

Opening balance	25,522	(32,844)
Charge for the year	(42,171)	(57,431)
Employer contribution	11,140	38,747
Employees transferred from group companies	-	(1,900)
Actuarial gain recognised in other comprehensive income	20,895	78,950
Closing balance	15,386	25,522

### Expense recognised in statement of profit or loss

Current service cost	48,430	55,593
Interest cost	91,894	85,322
Expected return on plan assets	(98,153)	(83,484)
	42,171	57,431

Actual return on plan assets	187,827	113,906
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### Movement in the defined benefit obligation

Opening balance	630,630	642,106
Current service cost	48,430	55,593
Interest cost	91,894	85,322
Benefits paid	(56,960)	(105,763)
Employees transferred from group companies	-	1,900
Actuarial loss / (gain)	68,779	(48,528)
Closing balance	782,773	630,630

### Movement in fair value of plan assets

Opening balance	656,152	609,262
Expected return on plan assets	98,153	83,484
Employer contribution	11,140	38,747
Benefits paid	(56,960)	(105,763)
Actuarial gain	89,674	30,422
Closing balance	798,159	656,152

### Actuarial gain arising from

Changes in financial assumptions	(49,974)	(101,698)
Experience adjustments	29,079	22,748
	(20,895)	(78,950)

### Key actuarial assumptions used are as follows

Discount factor used	12.25%	15.50%
Expected rate of return per annum on plan assets	12.25%	15.50%
Long term salary increase rate per annum	11.75%	14.50%

Estimates of future salary increase takes into account inflation, seniority and promotion. Having regard to the actual salary increase rate of current year and the future expectation of the Company, the management's actuary has assumed that the short-term salary increase rate to be used is 14.40% (2023: 12%) per annum and for long term 11.75% (2023: 14.50%) per annum compounded.



	2024	2023
	(Rupees in thousand)	
Weighted average duration (years)	6.05	5.13

The effective duration of the future cash flows was calculated based on the yields available on government bonds at the end of the reporting period.

	Gratuity Fund	
	2024	2023
	(Rupees in thousand)	
Retirement age (years)	60 years	60 years
Withdrawal rate	Moderate	Moderate
Mortality rate	SLIC 2001 - 2005	

	2024	2023
	Rs in '000	Rs in '000
	%	%

#### Sensitivity analysis for Gratuity Fund

Present Value (PV) of Defined benefit obligation as at the reporting date	782,773	630,630
Following shall be the PV under various sensitivities:		
+1% Discount rate	738,479	-5.66%
-1% Discount rate	832,321	6.33%
+1% Salary increase rate	835,600	6.75%
-1% Salary increase rate	734,787	-6.13%
+10% Withdrawal rates	782,064	0.09%
-10% Withdrawal rates	783,492	-0.09%
1 year mortality age set back	782,736	0.00%
1 year mortality age set forward	782,810	0.00%

The sensitivity analyses above have been determined based on a method that extrapolates the impact on the defined benefit obligation as a result of reasonable changes in key assumptions occurring at the year end. The sensitivity analyses are based on a change in a significant assumption, keeping all other assumptions constant. The sensitivity analyses may not be representative of an actual change in the defined benefit obligation as it is unlikely that changes in assumptions would occur in isolation from one another.

	2024	2023
	(Rupees in thousand)	
Year 1	122,560	88,188
Year 2	82,830	105,025
Year 3	98,080	84,645
Year 4	74,890	99,674
Year 5	112,020	77,391
Year 6 to Year 10	470,700	494,040
Year 11 and above	1,272,270	1,136,778

#### Plan assets comprise of:

	2024	2023
	Rs in '000	%
Equity	221,020	27.68%
Cash and cash equivalents	160,601	20.12%
Debt	416,538	52.20%
	798,159	100%

#### 18.1.1 Risks associated with defined benefit plan

##### Longevity Risk:

The risk arises when the actual lifetime of retirees is longer than expectation. This risk is measured at the plan level over the entire retiree population.

##### Salary Increase Risk:

The most common type of retirement benefit is one where the benefit is linked with final salary. The risk arises when the actual increases are higher than expectation and impacts the liability accordingly.

##### Withdrawal Risk:

The risk of actual withdrawals varying with the actuarial assumptions can impose a risk to the benefit obligation. The movement of the liability can go either way.

##### Investment Risk:

The risk of the investment underperforming and not being sufficient to meet the liabilities. This is managed by formulating an investment policy and guidelines based on which investments are made after obtaining approval from trustees of the gratuity fund.

**18.1.2** The expected return on plan assets is based on the market expectations and depends upon the asset portfolio of the plan at the beginning of the period.

**18.1.3** The Company contributes to the Gratuity Fund on the advice of the funds' actuary. The contributions are equal to the current service cost with adjustment for any deficit. Based on the actuarial advice, the amount of expected contribution to Gratuity Fund for the year 2025 is Rs. 51.109 million.

#### 19 LEASE LIABILITY

	Note	2024	2023
		(Rupees in thousand)	
Opening balance		-	-
Additions	19.1	210,038	-
Finance cost charged during the year	27	13,809	-
Payments made during the year		(12,371)	-
		211,476	-
Less: Current maturity of lease liability		(2,001)	-
		209,475	-

**19.1** This represents lease arrangement entered during the year for deployment of solar panels and related equipment on the Company's premises. The lease has a term of 15 years, after which the ownership of solar panels and related equipment will transfer to the Company. Consequently, the solar panels and related equipments are being depreciated based on their estimated useful life of 20 years as mentioned in note 3.1.

**19.2** Annual cumulative rentals of the solar panels carries finance charge at the rate of 19.69%. The amount of future payments against the right-of-use asset and the period in which these become due are as follows:

2024	
Minimum lease payments	Present value of minimum lease payments
Not later than one year	2,001
Later than one year	651,489
	653,490
Less: Finance charges allocated to future periods	442,015
	211,475

## 20 TRADE AND OTHER PAYABLES

### Trade creditors

Related parties  
Other trade creditors

### Other payables

Accrued liabilities  
Refund liabilities  
Infrastructure Development Cess  
Workers' Profits' Participation Fund  
Workers' Welfare Fund  
Central Research Fund  
Compensated absences  
Security deposits  
Contractors' retention money  
Sales tax payable  
Others

Note	2024	2023
	(Rupees in thousand)	
	21,287	5,041
	1,108,078	1,835,906
	1,129,365	1,840,947
	2,360,313	1,307,062
	140,084	83,556
22.1.1	1,012,980	728,223
20.1	187,415	48,911
20.2	148,261	85,372
20.3	37,737	9,866
	114,052	122,434
20.4	15,576	15,576
	6,359	8,846
	20,897	21,884
	23,309	-
	4,066,983	2,431,730
	5,196,348	4,272,677

### 20.1 Movement of Workers' Profits' Participation Fund (the Fund) is as follows:

Note	2024	2023
	(Rupees in thousand)	
Opening balance	48,911	43,253
Allocation for the year	187,415	48,911
	236,326	92,164
Amount paid to the Fund	(48,911)	(43,253)
Closing balance	187,415	48,911

### 20.2 Movement of Workers' Welfare Fund is as follows:

Opening balance	85,372	96,813
Allocation for the year	79,487	22,235
	164,859	119,048
Amount paid to the Fund	(16,598)	(33,676)
Closing balance	148,261	85,372

### 20.3 Movement of Central Research Fund is as follows:

Note	2024	2023
	(Rupees in thousand)	
Opening balance	9,866	7,868
Allocation for the year	37,842	9,866
	47,708	17,734
Amount paid to the Fund	(9,971)	(7,868)
Closing balance	37,737	9,866

**20.4** Represent unutilised security deposits received from various vendors / contractors, kept in a separate bank account.

## 21 SHORT-TERM BORROWINGS

Note	2024	2023
	(Rupees in thousand)	
Working capital facilities	1,200,000	-

**21.1** During the year, the Company has obtained working capital facilities from various commercial banks under mark-up arrangements aggregating to Rs. 2,500 million out of which facilities amounting to Rs. 1,300 million remained unutilised as at December 31, 2024. These facilities are secured against first registered joint pari passu charge over current assets of the Company, inclusive but not limited to stock-in-trade and book debts of the Company. These facilities carry mark-up at the rate of KIBOR - 1.40% and will expire latest by June 30, 2025.

**21.2** The Company also have running finance facilities available from various commercial banks under mark-up arrangements aggregating to Rs. 5,575 million (2023: Rs. 2,450 million) which remained unutilised as at December 31, 2024 and 2023. These facilities are secured against first registered joint pari passu charge over current assets of the Company, inclusive but not limited to stock-in-trade and book debts of the Company. These facilities carry mark-up rates ranging between KIBOR + 0.10% to 0.50% (2023: KIBOR + 0.10% to 0.40%) per annum and will expire latest by September 30, 2025.

## 22 CONTINGENCIES AND COMMITMENTS

### 22.1 Contingencies

**22.1.1** The Government of Sindh through Sindh Finance Act, 1994 imposed infrastructure fee for development and maintenance of infrastructure on goods entering or leaving the Province of Sindh through air or sea at prescribed rates. Several companies contested the imposition of this infrastructure fee in High Court of Sindh (HCS). Through the interim order passed on May 31, 2011, the HCS had ordered that for every consignment cleared after December 28, 2006, 50% of the value of infrastructure fee should be paid in cash and a bank guarantee for the remaining amount should be submitted until the final order is passed. Later, the Company started to deposit cash and bank guarantees on import of goods and also started recognising accrual for the unpaid amount for which bank guarantee was submitted. On June 04, 2021, the HCS dismissed appeals filed by the petitioners and ordered that the Sindh Finance Act, 2017 is a valid law with the competence of provincial legislature and all bank guarantees previously furnished by the petitioners against the HCS's interim order dated May 31, 2011 shall be en-cashed and paid to the department.

The Company, in consultation with its legal advisor, filed an appeal before the Supreme Court of Pakistan (SCP) against the HCS's order dated June 04, 2021 jointly with other petitioners. SCP provided leave to appeal against the orders of HCS vide CP No. 4913/2021 dated September 01, 2021 with the directions that till the further order of SCP, the operations of impugned judgment of the HCS dated June 04, 2021 and recovery of the impugned levy shall remain suspended. The petitioners were ordered to submit fresh bank guarantees equivalent to the amount of levy for all future consignments of imported goods. Based on the advice of the legal advisor, the Company has recognised provision against the fee payable (note 20).

**22.1.2** The Deputy Commissioner Inland Revenue (DCIR), initiated monitoring proceedings u/s 156/161 of Income Tax Ordinance, 2001 (the Ordinance) for Tax Year 2009 vide letter dated November 12, 2010. The Company filed constitutional petition before the HCS who remanded back the matter vide order dated December 24, 2012. After disposal of constitutional petition, the proceedings were



reinitiated by DCIR vide his letter dated December 26, 2012 requiring the Company to explain its position on advertisement and sales promotion expenses amounting to Rs. 203.963 million.

In the order dated April 29, 2013, issued under section 161/205 of the Ordinance, the DCIR had imposed tax under section 161 of the Ordinance amounting to Rs. 11.663 million for non deduction of tax under section 156 of the Ordinance from certain payments under the head 'Advertisement and Sales Promotion'.

The Company filed constitutional petition before the HCS who restrained the tax department from any coercive recovery measure in respect of the impugned demand till disposal of the petition. The department, however, later adjusted this outstanding demand without issuance of any recovery notice to the Company, against refunds pertaining to Tax Year 2012. The HCS dismissed the petition on May 25, 2013 and directed the petitioner to pursue departmental hierarchy.

The Company then filed an appeal before the Commissioner Inland Revenue (Appeals) [CIR(A)] against the impugned order. The CIR(A) disposed-off the appeal vide order dated August 25, 2015 remanding back the matter to the department. The Company filed an appeal against the CIR(A)'s order before the Appellate Tribunal Inland Revenue (ATIR) dated October 05, 2015. The ATIR passed an order on January 13, 2022 against the Company and dismissed the appeal. The Company filed a reference before the HCS in March 2022, hearing of which is still pending.

The Company also filed a rectification application before the ATIR who allowed the application vide order dated July 29, 2022 and remanded back the matter to the tax officer. The remand back proceedings are still pending to be heard.

- 22.1.3** The Company's case was selected in the Parametric balloting done for selection of cases for audit for the Tax Year 2011 on February 25, 2013 by the Federal Board of Revenue (FBR) under section 214C of the Ordinance. The Company filed a representation against the said selection before the review panel of the FBR in terms of circular dated February 25, 2013. Without prejudice to the representation against the audit selection, the Company made complete compliance to the Information Document Request (IDR) notice dated April 04, 2013. Later, the DCIR issued the show cause notice under section 122(9) of the Ordinance to which the Company made compliance. However, the DCIR issued amended order dated June 17, 2014 and made additions of Rs. 124.115 million on various expenses. The Company filed an appeal against the DCIR order before the CIR-A, who vide order dated September 10, 2015 had disposed-off the appeal but upheld additions of sundry promotional expenses of Rs. 36.973 million. Accordingly, the Company filed appeal before the ATIR which maintained the disallowance of Rs. 36.973 million vide order dated July 14, 2021. The Company filed a constitutional petition against the ATIR order and rectification application was also filed with the ATIR by the Company dated September 06, 2021.

The ATIR passed order in favor of the Company and allowed the aforementioned expenses through order dated November 29, 2021. Further, the department's appeal for Tax Year 2011 challenging Commissioner Appeal's verdict to delete the disallowances at Rs. 87.142 million has been dismissed by the ATIR vide order dated July 06, 2022. The Department has filed an appeal before the HCS against the ATIR order, hearing of which is still pending.

- 22.1.4** The DCIR, amended the deemed assessment vide order dated January 1, 2018, for Tax Year 2014 increasing the tax liability by Rs. 275.6 million due to disallowance of certain expenses, hence, adjusting the tax refundable as assessed by the Company in the tax return. The Company was required to pay an amount of Rs.110.6 million being the short payment on account of reassessed tax liability. The Company paid the said amount under protest and filed an appeal with the CIR(A) against the said order. The CIR(A) decided on the above issue against the Company vide order dated May 6, 2019. The Company filed an appeal dated through July 12, 2019 thereagainst with the ATIR, which is pending to be heard.
- 22.1.5** The DCIR, initiated audit proceedings under section 177 read with 214C and clause 72B of Part-IV of Second Schedule of the Ordinance for Tax Year 2016 by issuing a notice dated March 06, 2019 which was responded by the Company on April 09, 2019. Upon completion of the proceedings under section 177(6) of the Ordinance, notice u/s 122(9) of the Ordinance was issued by the DCIR on May 06, 2022 against which the Company filed a constitutional petition before the HCS and interim

stay order was granted to the Company dated May 24, 2022. During the year, the HCS, in its final order, has granted the petition in favor of Company by declaring the above said impugned show cause notice barred by time.

- 22.1.6** The DCIR, issued a notice dated March 06, 2019 under section 177 read with 214C and clause 72B of part IV of Second Schedule of the Ordinance for Tax Year 2017 in lieu of exemption granted to the Company for collection of tax at import stage. The Company had initially responded to the notice through various letters that the subject audit proceedings were time barred and hence without jurisdiction. Instead of replying to these jurisdictional objections, the DCIR again issued a notice dated October 13, 2022. The Company again responded to the notice on legal grounds on November 7, 2022. The DCIR issued notice dated November 18, 2022 under section 122(9) of the Ordinance, against the Company. The Company then filed a constitutional petition before the HCS which restrained the tax department from proceeding further on the notice till disposal of petition. The petition is pending before the HCS.
- 22.1.7** The DCIR, issued a notice dated March 06, 2019 under section 177 read with 214C and clause 72B of part IV of Second Schedule of the Ordinance for Tax Year 2018 in lieu of exemption granted to the Company for collection of tax at import stage. The Company had initially responded to the notice through various letters that the subject audit proceedings were time barred and hence without jurisdiction. Instead of replying to these jurisdictional objections, the DCIR again issued a notice dated October 17, 2022 for Tax Year 2018. The Company then filed a suit on legal grounds before the HCS which issued favorable order on March 30, 2023 and restrained the tax department from proceeding further on the notices till disposal of the case.
- 22.1.8** The Federal Government, vide Finance Act, 2022, imposed super tax levy under section 4C of the Ordinance for the Tax Year 2022 and onwards. The Company had filed a civil petition in the HCS primarily challenging the retrospective application of the levy for Tax Year 2022. The HCS vide order dated September 30, 2022 issued an injunction order allowing the Company to file the return without paying the super tax. The HCS passed a favorable order dated December 22, 2022 in this case. The FBR filed an appeal in the SCP against the order passed by the HCS which is pending adjudication. The SCP in its interim order, directed companies to deposit super tax levy to the extent of 4% of the taxable amount and submit security of remaining 6% of the taxable amount for the Tax Year 2022. The Company has complied with the interim directives of the SCP.
- The DCIR, issued a notice dated March 8, 2023 to provide a further explanation regarding the recovery of super tax under section 4C of the Ordinance for Tax Year 2022 to which the Company had responded that the amount has been deposited in compliance with the SCP directives. The DCIR passed an unfavorable order thereagainst creating an additional demand of Rs. 6 million. The Company filed an appeal before the CIR(A) against the DCIR order along with rectification application with DCIR for correction in the order. The CIR(A) vide its order dated July 27, 2023 upheld the impugned order of the DCIR and ordered him to dispose-off the rectification application accordingly. The Company has filed an appeal before the ATIR against the CIR(A) order, the hearing of which is pending.
- 22.1.9** The Federal Government, vide Finance Act, 2023, increased the rates of super tax levy under section 4C of the Ordinance for Tax Year 2023 and onwards. The Company filed a writ petition in the Islamabad High Court (IHC) against the retrospective increase of the rates of super tax for Tax Year 2023. IHC, issued favorable order on March 15, 2024, whereby, the IHC decided that 6% incremental super tax is not applicable retrospectively on Tax Year 2023 and prior periods. Further, the IHC also ruled that the super tax should be calculated excluding all the income which falls under the final tax regime. The FBR has filed an intra court appeal with the IHC against the said order, which is pending adjudication. However, the Company on account of prudence has continued to maintain provision in respect of 6% incremental super tax in these financial statements.
- 22.1.10** The DCIR passed an order dated April 30, 2015 under section 122(5) of the Ordinance for Tax Year 2013, increasing the tax liability by Rs.129.137 million on the contention that the Company understated the gain on sale of property and claimed certain expenses related to sales promotion and advertisement, which should have been disallowed. The Company filed an appeal before the CIR(A), wherein the CIR(A) vide order dated July 19, 2018, deleted the addition for gain on disposal

of property and remanded back the additions related to sales promotion and advertisements. An appeal dated October 2, 2018, was filed with the ATIR against the said decision of the CIR(A) on the issue remanded back, which is still pending.

The DCIR vide order dated June 30, 2021 passed an appeal effect order to give effect to matters remanded back and deleted by CIR(A). The Company also filed a rectification application against this order in respect of certain computational errors and not giving credit for refund adjustment at Rs. 72.137 million [debited from the Tax Year 2014] which was rectified by the DCIR vide its order dated July 29, 2021 and accordingly the Company's tax refundable was increased to Rs. 110.343 million. The Company further filed an appeal with CIR(A) against the said order of DCIR in respect of certain additions maintained, which was concluded on January 26, 2023 and the refund adjustment was reversed among other aspects addressed resulting in a tax refundable of Rs. 49.46 million. Based on verification of the refund filed by the Company, the DCIR through its order dated April 2, 2024 under section 170(4) of the Ordinance has issued tax refund of Rs. 19.734 million under section 170 of the Ordinance whilst the remaining refund of Rs. 29.917 million is pending for verification with tax authorities.

The Company, based on advice from its tax and legal advisors, is confident for favourable outcomes on the above-mentioned matters disclosed in notes 22.1.1 to 22.1.10. Hence, no provision has been recognised in these financial statements in respect of these orders, except for matters mentioned in notes 22.1.1, 22.1.8 and 22.1.9, for which the provision has been recognised as an abundant caution based on prudence.

		Note	2024	2023
			(Rupees in thousand)	
<b>22.2</b>	<b>Commitments</b>			
	Capital expenditure		57,122	324,317
	Acquisition of trademarks	22.2.1	811,048	-
	Outstanding letters of credit	22.2.2	567,651	568,377
	Outstanding bank guarantees	22.2.2	1,190,338	845,428
	Outstanding bank contracts		954,136	3,017,725
<b>22.2.1</b>	Represents commitment amounting to Rs. 811.048 million for acquisition of certain products along with the associated trademarks from Sanofi affiliates under transfer and assignment agreements as approved by the Board of Directors in its meeting held on June 11, 2024. At present, these products are being marketed / manufactured by the Company under licensing arrangements with Sanofi affiliates.			
<b>22.2.2</b>	Total available facilities for letters of credit and bank guarantees amounts to Rs. 6,693 million and Rs. 1,236 million (2023: Rs. 3,210 million and Rs. 894 million), respectively.			
<b>22.2.3</b>	Future minimum rentals receivable under non-cancellable operating leases for investment properties as at the reporting dates are as follows:			
			2024	2023
			(Rupees in thousand)	
	Within one year		72,767	64,391
<b>22.2.4</b>	The Company has entered into an operations and maintenance contract with Shams Power for its solar panels and related equipment. The financial commitments under this contract are as follows:			
			2024	2023
			(Rupees in thousand)	
	Within one year		2,064	-
	More than one year		36,419	-

## 23 REVENUE FROM CONTRACT WITH CUSTOMERS - NET

	Note	2024	2023
		(Rupees in thousand)	
<b>Gross Sales</b>			
Local		28,063,174	22,833,524
Export		1,355,517	793,039
		29,418,691	23,626,563
Toll manufacturing		86,747	125,690
		29,505,438	23,752,253
<b>Less:</b>			
Discounts		(2,333,058)	(1,860,715)
Returns		(124,912)	(272,903)
Sales tax		(299,640)	(249,686)
		(2,757,610)	(2,383,304)
	23.1	26,747,828	21,368,949

**23.1** Includes contract liabilities of Rs. 84.89 million (2023: Rs. 153.57 million) realised during the year.

## 24 OPERATING COSTS

	Cost of sales		Distribution and marketing costs		Administrative expenses		Total	
	2024	2023	2024	2023	2024	2023	2024	2023
(Rupees in thousand)								
Raw and packing material consumed	9,663,938	7,589,107	-	-	-	-	9,663,938	7,589,107
Raw and packing material written-off	2,457	7,271	-	-	-	-	2,457	7,271
Provision / (Reversal of Provision) against stores and spares & raw and packing material (notes 8.1 and 9.1)	285,397	(29,211)	-	-	-	-	285,397	(29,211)
Stores and spares consumed	40,172	66,669	-	-	-	-	40,172	66,669
Stationery and supplies consumed	15,488	12,305	29,382	12,082	9,629	8,871	54,499	33,258
Staff costs (note 24.1)	1,098,903	888,370	1,497,682	1,213,894	651,612	472,105	3,248,197	2,574,369
Fuel and power	787,289	588,703	6,770	4,359	53,105	49,083	847,164	642,145
Rent, rates and taxes	54,140	52,761	29,492	20,248	-	-	83,632	73,009
Insurance	37,684	22,237	68,838	50,442	4,827	3,197	111,349	75,876
Repairs and maintenance	254,414	218,141	41,185	20,148	35,785	13,768	331,384	252,057
Depreciation of fixed assets (note 3.1.2)	193,321	201,851	58,640	58,109	43,652	42,975	295,613	302,935
Amortisation of intangible assets (note 4.1)	274	255	2,966	2,765	8,094	7,543	11,334	10,563
Depreciation of investment properties (note 5.1)	-	-	-	-	1,749	1,749	1,749	1,749
Travelling and conveyance	41,155	67,227	333,712	250,962	66,053	42,097	440,920	360,286
Handling, freight and transportation	-	-	338,846	303,052	-	-	338,846	303,052
Communication	5,409	71,775	26,331	32,949	7,992	10,599	39,732	115,323
Security and maintenance	26,325	46,694	14,630	10,979	40,070	17,913	81,025	75,586
Publication and subscription	4,140	184	8,356	9,285	344	8,444	12,840	17,913
Electronic and print media	-	-	12,787	41,331	-	-	12,787	41,331
Conferences and exhibitions	-	-	329,632	161,248	-	-	329,632	161,248
Market research	-	-	73,670	71,905	-	-	73,670	71,905
Clinical trials	-	-	22	19	-	-	22	19
Patient care	-	-	50,265	50,780	-	-	50,265	50,780
Samples	-	-	1,050	10,512	-	-	1,050	10,512
Sales promotion	-	-	104,759	100,826	-	-	104,759	100,826
Sales commission	-	-	283,454	192,293	-	-	283,454	192,293
Software license / maintenance fee	1,183	180	4,325	2,447	108,808	133,572	114,316	136,199
Others	1,153	24,574	12,474	20,712	42,016	7,654	55,643	52,940
	12,512,842	9,829,093	3,329,268	2,641,347	1,073,736	819,570	16,915,846	13,290,010
Recovery of expenses (note 5.2)	(18,585)	(15,019)	-	-	-	-	(18,585)	(15,019)
	12,494,257	9,814,074	3,329,268	2,641,347	1,073,736	819,570	16,897,261	13,274,991
Opening work-in-process	99,848	120,918						
Closing work-in-process	(105,320)	(99,848)						
Cost of goods manufactured	12,488,785	9,835,144						
Opening stock of finished goods	1,952,267	2,894,128						
Finished goods purchased	8,632,848	4,877,921						
Cost of samples included under distribution and marketing costs	(1,051)	(10,512)						
Finished goods written-off	49,510	78,625						
Provision against finished goods (note 9.3)	48,515	119,467						
Closing stock of finished goods	(4,850,583)	(1,952,267)						
	18,320,291	15,842,506						
<b>24.1 Staff costs:</b>								
Salaries, wages and other benefits	1,050,968	840,956	1,407,038	1,124,813	623,935	426,696	3,081,941	2,392,465
Training	2,092	189	7,166	359	4,094	273	13,352	821
Defined benefit plans (note 18.1)	8,543	13,537	26,239	28,070	7,389	15,824	42,171	57,431
Defined contribution plans (note 24.2)	37,300	31,873	57,239	57,754	16,194	25,519	110,733	115,146
Share-based payments	-	1,815	-	2,898	-	3,793	-	8,506
	1,098,903	888,370	1,497,682	1,213,894	651,612	472,105	3,248,197	2,574,369



**24.2** Investments out of provident fund have been made in collective investment schemes, listed equity and listed debt securities in accordance with the provisions of section 218 of the Act and the conditions specified thereunder.

	Note	2024	2023
		(Rupees in thousand)	
<b>25 OTHER EXPENSES</b>			
Auditors' remuneration	25.1	4,031	5,834
Workers' Profits Participation Fund	20.1	187,415	48,911
Workers' Welfare Fund	20.2	79,487	22,235
Central Research Fund	20.3	37,842	9,866
Legal and consultancy		259,171	123,389
Donations	25.2	8,709	-
Exchange (gain) / loss - net	25.3	(57,436)	1,103,990
		519,219	1,314,225

#### 25.1 Auditors' remuneration

##### Fee for:

- Statutory audit		2,454	2,045
- Review of half yearly financial statements		570	475
- Audit of special purpose financial statements		-	1,000
- Review of compliance with the Code of Corporate Governance		216	180
- Other certifications		300	1,500
Out-of-pocket expenses		491	634
		4,031	5,834

**25.2** This includes donation made to Packages Foundation amounting to Rs. 7.22 million (2023: Nil). Syed Hyder Ali, the director of the Company is also the trustee of Packages Foundation.

**25.3** This is net-off exchange loss on import payables amounting to Rs. 100.03 million (2023: net-off exchnage gain on other receivables, bank balances and import payables of Rs. 122.04 million).

#### 26 OTHER INCOME

##### Income from financial assets

##### Markup on

- savings bank accounts		4,080	54,508
- bank placements	26.1	-	26,368
Gain on disposal of mutual funds		27,193	-
Fair value gain on remeasurement of mutual funds		3,708	-
Dividend income from mutual funds		83,732	27,390
		118,713	108,266

##### Income from non-financial assets

Rental income from investment properties - net	5.2	64,391	59,621
Insurance claim		15,194	62,100
Deferred income on capital grant		9,000	9,000
Gain on disposal of fixed assets - net	3.1.3	1,333	6,118
Scrap sales		25,729	41,471
Reversal of provision against stamp duty		-	100,000
		115,647	278,310
		234,360	386,576

**26.1** This includes mark-up income at rates ranging from 13.5% to 20.5% per annum on bank placements, with conventional banks.

#### 27 FINANCE COSTS

##### Mark-up on:

- short-term borrowings and bank overdraft		46,618	76,838
- lease liability		13,809	-
Bank charges		84,090	97,935
		144,517	174,773

#### 28 MINIMUM TAX DIFFERENTIAL

This represents unrecoverable minimum tax paid under section 148 of the Income Tax Ordinance, 2001 (the Ordinance).

#### 29 FINAL TAX

This includes final tax paid under section 154 of the Ordinance till June 30, 2024 amounting to Rs. 6.94 million. This levy was subsequently ammended to a minimum tax through Finance Act, 2024.

#### 30 INCOME TAX

Current - for the year  
- for prior years

Deferred

#### 30.1 Relationship between tax expense and accounting profit:

Profit before income tax

Tax calculated at the rate of 29% (2023: 29%)

Effect of:

- prior year (reversal) / charge

- super tax

- change in tax rate

- income not subject to income tax / subject to income tax  
at lower tax rate

- others

#### 31 SHARIAH RELATED DISCLOSURES

		2024			2023		
		Coventional	Shariah Compliant	Total	Coventional	Shariah Compliant	Total
	Note	(Rupees in thousand)			(Rupees in thousand)		
<b>Statement of financial position</b>							
Lease liability	19	211,476	-	211,476	-	-	-
Short-term borrowings	21	1,200,000	-	1,200,000	-	-	-
Accrued mark-up		13,922	-	13,922	2,034	-	2,034
Short-term investments	14	452,884	-	452,884	889,082	-	889,082
Cash and bank balances	15	116,098	3,698	119,796	117,373	-	117,373
<b>Statement of profit or loss</b>							
Revenue from contracts with customers - net	23	-	26,747,828	26,747,828	-	21,368,949	21,368,949
Foreign exchange loss (net)	25	-	-	-	1,103,990	-	1,103,990
Profit on saving bank accounts / bank placements	26	4,080	-	4,080	80,876	-	80,876
Income from investments	26	114,633	-	114,633	27,390	-	27,390
Foreign exchange gain (net)	25	57,436	-	57,436	-	-	-
Scrap sales	26	-	25,729	25,729	-	41,471	41,471
Gain on disposal of fixed assets - net	26	-	1,333	1,333	-	6,118	6,118
Insurance claim	26	15,194	-	15,194	62,100	-	62,100
Finance costs	27	144,517	-	144,517	174,773	-	174,773
Other income		-	73,391	73,391	-	168,621	168,621

#### 32 EARNINGS PER SHARE - basic and diluted

Profit for the year

Weighted average number of ordinary shares

Earnings per share - basic and diluted

**32.1** There is no dilutive effect on the basic earnings per share of the Company.

33 TRANSACTIONS WITH RELATED PARTIES

33.1 The related parties of the Company comprise of group companies, associated undertakings, employees' retirement funds, directors and key management personnel. All transactions with related parties are executed into at agreed terms duly approved by the Board of Directors of the Company. Transactions with related parties, other than those disclosed elsewhere in these financial statements, are as follows:

	2024					2023					
	Parent Company	Associated undertakings	Employees' retirement funds	Managerial remuneration and other benefits	Total	Parent Company	Former Parent and Group Companies	Associated undertakings	Employees' retirement funds	Managerial remuneration and other benefits	Total
(Rupees in thousand)											
Sales	-	10,714	-	-	10,714	-	-	6,089	-	-	6,089
Purchase of goods	-	563,497	-	-	563,497	-	3,086,631	88,110	-	-	3,174,741
Shared services received	148,184	55,420	-	-	203,604	19,686	-	-	-	-	19,686
Shared services rendered	507	-	-	-	507	-	-	-	-	-	-
Insurance claim received	-	15,194	-	-	15,194	-	-	62,100	-	-	62,100
Insurance premium	-	167,648	-	-	167,648	-	-	83,149	-	-	83,149
Subscription fee paid	-	-	-	-	-	-	-	50	-	-	50
Donations paid	-	7,216	-	-	7,216	-	-	-	-	-	-
Others	-	-	-	-	-	-	-	-	22,580	-	22,580
Dividend paid	217,851	178,552	-	-	396,403	-	-	-	-	-	-
Key management personnel	-	-	-	367,262	367,262	-	-	-	-	235,779	235,779
Contribution paid:											
- Provident fund	-	-	76,677	-	76,677	-	-	-	68,688	-	68,688
- Gratuity fund	-	-	11,140	-	11,140	-	-	-	38,747	-	38,747

33.2 Following are the related parties with whom the Company had entered into transactions or had arrangements / agreements in place:

Name of the Company	Country of Incorporation	Basis of Association	Direct Shareholding
Packages Limited	Pakistan	Parent Company	41.07%
IGI Investments (Private) Limited	Pakistan	Common Directorship/Shareholding	24.97%
AGT Holding (Private) Limited	Pakistan	Common Directorship/Shareholding	2.07%
Ali Gohar & Company (Private) Limited	Pakistan	Common Directorship/Shareholding	0.53%
Packages Converters Limited	Pakistan	Common Directorship	-
IGI General Insurance Limited	Pakistan	Common Directorship	-
IGI Life Insurance Limited	Pakistan	Common Directorship	-
Bulleh Shah Packaging (Private) Limited	Pakistan	Common Directorship	-
Nera Pharma (SMC-Private) Limited	Pakistan	Common Directorship	5.42%
Pakistan Petroleum Limited	Pakistan	Common Directorship	-
Packages Foundation	Pakistan	Common Directorship	-
Mr. Sajjad Iftikhar	-	Chief Executive Officer	-
Mr. Yasser Pirmuhammad	-	Chief Financial Officer	-
Syed Babar Ali	-	Director / Chairman	0.00%
Syed Hyder Ali	-	Director	3.32%
Mr. Arshad Ali Gohar	-	Director	13.89%
Mr. Imtiaz Ahmed Husain Laliwala	-	Director	0.00%
Syed Anis Ahmad Shah	-	Director	0.00%
Mr. Muhammad Salman Burney	-	Director	0.00%
Ms. Saadia Naveed	-	Director	0.00%
Ms. Iqra Sajjad	-	Director	-
Mr. Muhammad Khalid	-	Key management personnel	-
Mr. Abdul Rahman	-	Key management personnel	-
Mr. Javaid Iqbal	-	Key management personnel	-
Ms. Laila Mughal	-	Key management personnel	-
Ms. Maha Khan	-	Key management personnel	-
Ms. Bushra Khaliq	-	Key management personnel	-
Mr. Nadim Ur Rehman	-	Key management personnel	-
Mr. Salman Shamim	-	Key management personnel	-
Mr. Munzir Ishaq Rajput	-	Key management personnel	-
Mr. Tariq Naveed Khan	-	Key management personnel	-
Syed Muhammad Ali Hasani	-	Key management personnel	-
Syed Muhammad Taha Naqvi	-	Key management personnel	-
The Sanofi-Aventis Pakistan Employees' Gratuity Fund	-	Retirement benefit fund	-
The Sanofi-Aventis Pakistan Employees' Provident Fund	-	Retirement benefit fund	-

34 REMUNERATION OF THE CHIEF EXECUTIVE OFFICER, CHIEF FINANCIAL OFFICER, DIRECTORS AND OTHER EXECUTIVES

	Chief Executive Officer		Director / Chief Financial Officer		Other Executive		Total	
	2024	2023	2024	2023	2024	2023	2024	2023
(Rupees in thousand)								
Managerial remuneration	43,567	33,400	-	3,796	534,993	559,842	578,560	597,038
Bonus	16,113	9,343	-	1,596	354,991	195,989	371,104	206,928
Retirement benefits	-	3,798	-	727	73,079	84,293	73,079	88,818
Rent, utilities and others	-	7,493	-	2,088	212,581	264,308	212,581	273,889
Medical expenses	-	1,191	-	43	23,237	27,816	23,237	29,050
	59,680	55,225	-	8,250	1,198,881	1,132,248	1,258,56	1,195,723
Number of persons, including those who worked part of the year	1	2	-	1	171	291	172	294

34.1 In addition, Chief Executive Officer and certain Executives are also provided with the use of Company maintained cars.

34.2 Key management personnel are persons having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly and include Chief Executive Officer, Chief Financial Officer and certain executives of the Company.

34.3 As per the requirements of the Act, executive represents an employee, other than the Chief Executive Officer and Executive Directors, whose basic salary exceeds Rs. 1,200,000 in a financial year.

34.4 Directors fee to non-executive directors and independent directors amounts to Rs. 14.85 million (2023: Rs. 14.73 million).

35 FINANCIAL ASSETS AND FINANCIAL LIABILITIES

35.1 Financial assets

			Maturity up to one year	Maturity after one year	Total
			(Rupees in thousand)		
As at December 31, 2024					
Financial assets at amortised cost					
Interest-bearing:					
Loans to employees	6	9%	31	43	74
Cash and bank balances	15	13.50% - 20.50%	18,690	-	18,690
Total interest-bearing financial assets			18,721	43	18,764
Non interest-bearing:					
Loans to employees	6		3,307	5,613	8,920
Long-term deposits			-	47,596	47,596
Trade debts	10		805,073	-	805,073
Advances to executives	11		5,821	-	5,821
Trade deposits	12		493,267	-	493,267
Other receivables	13		54,484	-	54,484
Cash and bank balances	15		101,106	-	101,106
			1,463,058	53,209	1,516,267
Financial assets at fair value through profit or loss					
Non Interest-bearing:					
Short-term investments	14		452,884	-	452,884
Total non interest-bearing financial assets			1,915,942	53,209	1,969,151



	Note	Interest Rate	Maturity up to one year	Maturity after one year	Total
(Rupees in thousand)					
<b>As at December 31, 2023</b>					
<b>Financial assets at amortised cost</b>					
<b>Interest-bearing:</b>					
Loans to employees	6	9%	2	-	2
Cash and bank balances	15	14.50% - 20.75%	23,641	-	23,641
Total interest-bearing financial assets			23,643	-	23,643
<b>Non interest-bearing:</b>					
Loans to employees	6		2,298	4,146	6,444
Long-term deposits			-	15,983	15,983
Trade debts	10		572,014	-	572,014
Advances to executives	11		6,182	-	6,182
Trade deposits	12		413,507	-	413,507
Other receivables	13		35,240	-	35,240
Cash and bank balances	15		93,732	-	93,732
			1,122,973	20,129	1,143,102
<b>Financial assets at fair value through profit or loss Non Interest-bearing:</b>					
Short-term investments	14		889,082	-	889,082
Total non interest-bearing financial assets			2,012,055	20,129	2,032,184

## 35.2 Financial liabilities

	Note	Interest Rate	Maturity up to one year	Maturity after one year	Total
(Rupees in thousand)					
<b>As at December 31, 2024</b>					
<b>Interest-bearing financial liabilities at amortised cost</b>					
Short-term borrowings	21	KIBOR - 1.40%	1,200,000	-	1,200,000
Lease liability	19	19.69%	2,001	209,475	211,476
Total Interest-bearing financial liabilities			1,202,001	209,475	1,411,476
<b>Non interest-bearing financial liabilities at amortised cost</b>					
Trade and other payables	20		3,789,058	-	3,789,058
Accrued mark-up			13,922	-	13,922
Total non interest-bearing financial liabilities			3,802,980	-	3,802,980

## As at December 31, 2023

### Non interest-bearing financial liabilities at amortised cost

Trade and other payables	20		3,378,421	-	3,378,421
Accrued mark-up			2,034	-	2,034
Trade and other payables					
Total non interest-bearing financial liabilities			3,380,455	-	3,380,455

## 35.3 Financial instruments risk management objectives and policies

The Company's principal financial liabilities comprise of trade and other payables and short-term borrowings. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade debts, trade deposits and other receivables that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's overall risk management focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance. The Company's overall risk management program focuses on minimising potential adverse effects on the Company's financial performance. The overall risk management of the Company is carried out by the Company's senior management team under policies approved by the Board of Directors. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

### 35.3.1 Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: foreign currency risk, interest rate risk and other price risk, such as equity price risk. The objective of market risk management is to manage and control market risk exposures within an acceptable range, and the management manages these risks as explained in the following paragraphs.

#### 35.3.1.1 Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company is exposed to foreign currency risk due to transactions denominated in foreign currencies primarily relating to its operating activities. When the management expects future depreciation of reporting currency, the Company manages its foreign currency risk in accordance with the Company's treasury policy.

#### Exposure to foreign currency risk

The Company's exposure to foreign currency risk in major currencies is as follows:

	2024	2023	2024	2023	2024	2023
	Euro in '000		USD in '000		CHF in '000	
Other receivables	-	36	-	-	-	-
Bank balances	-	-	-	49	-	-
Trade and other payables	(1,911)	(3,774)	(94)	(792)	(32)	(109)
	(1,911)	(3,738)	(94)	(743)	(32)	(109)

Significant exchange rates applied during the year were as follows:

	Average rate		Spot rate	
	2024	2023	2024	2023
	(Rupees)			
EUR	301.41	303.65	290.08	309.00
USD	278.53	280.28	278.55	281.50
CHF	316.71	312.27	308.44	308.00

#### Sensitivity analysis

The following is the demonstration of the sensitivity to a reasonably possible change in exchange rate of all major currencies applied to assets and liabilities as at December 31, 2024 represented in foreign currencies, with all other variables held constant, of the Company's profit before tax.

		2024	2023
Change in exchange rate	±	10%	10%
Effect on profit before income tax (Rupees in '000)	±	59,059	139,777

### 35.3.1.2 Interest rate risk

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

#### Interest rate profile of financial instruments

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

	2024	2023
	(Rupees in thousand)	
<strong>Financial assets</strong>		
Loans to employees	74	2
Cash and bank balances	18,690	23,641
	18,764	23,643
<strong>Financial liabilities</strong>		
Short-term borrowings	1,200,000	-

#### Sensitivity analysis

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

		2024	2023
Change in interest rate	±	1%	1%
Effect on profit before tax (Rupees in '000)	±	11,812	236

### 35.3.1.3 Price risk

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from currency risk or interest rate risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors effecting all similar financial instruments traded in the market. The Company is mainly exposed to price risk on its mutual fund investments.

As at December 31, 2024, if net asset value had been 1% higher / lower with all other variables held constant, profit for the year would have been higher/ lower by Rs. 4.53 million (2023: Rs. 8.89 million).

### 35.3.2 Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss without taking into account the fair value of any collateral. Concentration of credit risk arises when a number of counter parties are engaged in similar business activities or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economical, political or other conditions. Concentrations of credit risk indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

Credit risk of the Company arises principally from the trade debts, loans and advances, trade deposits, other receivables, short term investments and balances with banks. The carrying amount of financial assets represents the maximum credit exposure. To reduce the exposure to credit risk on trade debts, the Company has developed a formal approval process, whereby credit limits are applied to its customers. The management continuously monitors the credit exposure towards the customers and records an allowance for expected credit loss. The credit risk on liquid funds such as balances with banks and short term investments is limited because the counter parties are banks and asset management companies with reasonably high credit ratings.

### Exposure to credit risk

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

	Note	2024	2023
		(Rupees in thousand)	
<strong>Financial assets at amortised cost</strong>			
Loans to employees	6	8,994	6,446
Long-term deposits		47,596	15,983
Trade debts	10	805,073	572,014
Trade deposits	12	493,267	413,507
Advances to executives	11	5,821	6,182
Others receivables	13	54,484	35,240
Bank balances	15	119,612	117,326
		1,534,847	1,166,698
<strong>Financial assets at fair value through profit or loss</strong>			
Short term investments	14	452,884	889,082

#### Quality of financial assets

The credit quality of financial assets can be assessed by reference to external credit ratings or default history of counter parties as disclosed in notes 35.3.2.1 to 35.3.2.3 to these financial statements.

#### 34.3.2.1 Trade debts

Customer credit risk is managed subject to the Company's established policies, procedures and controls relating to customer credit risk management.

The aging of trade debts and analysis of expected credit loss rate is as follows:

Days	< 90	91-180	181 - 270	271 - 365	> 365	Total
	(Rupees in thousand)					
<strong>December 31, 2024</strong>						
Expected credit loss rate	5.64%	25.97%	34.38%	52.05%	88.55%	31.48%
Expected credit loss	37,680	23,938	26,216	25,918	256,176	369,928
Estimated total gross carrying amount at default	667,513	92,165	76,243	49,790	289,290	1,175,001
<strong>December 31, 2023</strong>						
Expected credit loss rate	9.13%	15.62%	31.88%	45.90%	89.99%	30.77%
Expected credit loss	43,895	13,041	10,251	20,751	166,275	254,213
Estimated total gross carrying amount at default	480,578	83,515	32,154	45,206	184,774	826,227

#### 35.3.2.2 Cash at banks

The carrying values of bank balances are analysed as follows:

	2024	2023
	(Rupees in thousand)	
<strong>Credit ratings:</strong>		
A1+	102,479	79,426
A-2	17,133	37,900
	119,612	117,326



As at December 31, 2024 and 2023, the credit quality of the Company's bank balances can be assessed with reference to external credit ratings assigned to the respective banks as follows:

Bank	Rating agency	2024		2023	
		Short-term	Long-term	Short-term	Long-term
		(Rupees in thousand)		(Rupees in thousand)	
Allied Bank Limited	PACRA	A1+	AAA	A-1+	AAA
Bank Al Habib Limited	PACRA	A1+	AAA	A-1+	AAA
Bank Alfalah Limited	PACRA	A1+	AAA	A-1+	AA+
Deutsche Bank AG	Moody's	P-1	A1	-	A-2
	S&P	A-1	A	A-2	A-
	Fitch	F2	A-	F-2	BBB+
Habib Bank Limited	VIS	A-1+	AAA	A1+	AAA
Habib Metropolitan Bank Limited	PACRA	A1+	AA+	A1+	AA+
Faysal Bank Limited	PACRA	A1+	AA	A-1+	AA
	VIS	A-1+	AA	A-1+	AA
JS Bank Limited	PACRA	A1+	AA	A-1+	AA-
MCB Bank Limited	PACRA	A1+	AAA	A-1+	AAA
Meezan Bank Limited	VIS	A-1+	AAA	A-1+	AAA
National Bank of Pakistan	PACRA	A1+	AAA	A-1+	AAA
	VIS	A-1+	AAA	A-1+	AAA
Standard Chartered Bank (Pakistan) Limited	PACRA	A1+	AAA	A-1+	AAA
United Bank Limited	VIS	A-1+	AAA	A-1+	AAA

### 35.3.2.3 Short-term investments

The carrying values of short-term investment are analysed as follows:

#### Credit ratings:

AM1  
AM2+

	2024	2023
	(Rupees in thousand)	
AM1	452,884	1,402
AM2+	-	887,680
	452,884	889,082

### 35.4 Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. The Company maintains flexibility in funding by maintaining availability under control committed credit lines.

The table below summarises the maturity profile of the Company's financial liabilities, carried at amortised cost, as at reporting date.

	Carrying amount	Undiscounted maturities		
		Less than 12 months	More than 12 months	Total
		(Rupees in thousand)		
<b>December 31, 2024</b>				
Lease liability	211,476	2,001	651,489	653,490
Trade and other payables	3,789,058	3,789,058	-	3,789,058
Short-term borrowings	1,200,000	1,200,000	-	1,200,000
Accrued mark-up	13,922	13,922	-	13,922
	5,214,456	5,004,981	651,489	5,656,470
<b>December 31, 2023</b>				
Trade and other payables	3,378,421	3,378,421	-	3,378,421
Accrued mark-up	2,034	2,034	-	2,034
	3,380,455	3,380,455	-	3,380,455

### 35.5 Fair value 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.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

The different levels of fair valuation method have been defined as follows:

Level 1: Quoted prices 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 (as prices) or indirectly (derived from prices); and

Level 3: Inputs for the asset or liability that are not based on observable market data.

The carrying value of all financial assets and liabilities reflected in these financial statements approximate their fair values. The fair values of Company's investment in mutual funds amounting to Rs. 453 million (2023: 889 million) is determined under Level 2 valuation method.

As of reporting date, the Company's investments properties are carried at cost. The fair values of these properties as disclosed in note 5.3 have been determined under level 3 valuation method with reference to market-based evidence after making adjustments for size, location, time, amenities and other relevant factors by comparing the subject asset with identical or similar assets for which price information is available. Valuation techniques used to derive the fair values of the investment properties have been summarised in the table below:

Class of investment property	Fair value December 31, 2024	Fair value December 31, 2023	Valuation technique	Key unobservable inputs	Rate December 31, 2024	Rate December 31, 2023
	(Rupees in thousand)				(Rupees)	
Leasehold land	750,000	750,000	Market comparable approach	Price per square meter	151,210	151,210
Buildings on leasehold land	55,500 805,500	52,325 802,325			20,893	19,698

Increase / (decrease) in the price per square meter in isolation would result in a higher / (lower) fair value. Sensitivity analysis of change in key input is as follows:

	Sensitivity used	Effect on fair values	
		Leasehold land	Buildings on leasehold
		(Rupees in thousand)	
<b>2024</b>	Increase of 10%	75,000	5,550
<b>2023</b>	Increase of 10%	75,000	5,233

### 36 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 regulate the amount of dividends declared and paid to the shareholders, issue new shares or sell assets to reduce debt.

The Company monitors its capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total bank borrowings less cash and bank balances. Total capital is calculated as equity, as reported in the statement of financial position plus net debt.

	Note	2024	2023
		(Rupees in thousand)	
The gearing ratio as at reporting date was as follows:			
Short term-borrowings	21	1,200,000	-
Lease liability	19	211,476	-
Less: Cash and bank balances	15	(119,796)	(117,373)
Net debt		1,291,680	(117,373)
Total capital	16 & 17	6,814,943	5,471,438
		8,106,623	5,354,065
Gearing ratio [Net debt / (Net debt + Total capital)]		16%	-

### 37 ENTITY WIDE INFORMATION

- 37.1 The Company constitutes a single reportable segment since the Directors and Executive Management monitors the operating results of the entire Company for the purpose of making decisions about resource allocation and performance assessment. Information about geographical areas of the Company are as follows:

#### Sales to external customers, net of returns, discounts and sales tax

	2024	2023
	(Rupees in thousand)	
Pakistan	25,576,562	20,658,321
Afghanistan	1,171,266	710,628
	26,747,828	21,368,949

- 37.2 There were three major customers of the Company who contributed 10%, 10% and 7% (2023: 12%, 12% and 11%) respectively, of the Company's net sales. All the sales of the Company relate to pharmaceutical and related products and are earned from single shariah compliant reportable segment. All non-current assets of the Company as at December 31, 2024 and 2023 are located in Pakistan.

### 38 CAPACITY AND PRODUCTION

The capacity and production of the Company's manufacturing facility is not determinable as it is a multiproduct plant facility involving varying processes of manufacture.

### 39 DATE OF AUTHORISATION FOR ISSUE

- 39.1 These financial statements were authorised for issue on February 20, 2025 by the Board of Directors of the Company.

#### 39.2 Events after reporting date

The Board of Directors has proposed a final cash dividend for the year ended December 31, 2024 of Rs. 110.00 per share amounting to Rs. 1,060.924 million in its meeting held on February 20, 2025 for the approval of the members at the annual general meeting to be held on April 08, 2025.

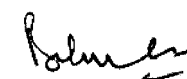
### 40 GENERAL

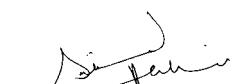
- 40.1 Total number of employees as at December 31, 2024 was 837 (2023: 734) and average number of employees during the year was 771 (2023: 741).

- 40.2 Corresponding figures have been rearranged and reclassified, wherever considered necessary, for better presentation. The material reclassification made during the year is as follows:

Description	Reclassified		Rupees in '000
	From	To	
Allowance for expected credit loss	Other expenses	Statement of profit or loss - allowance for expected credit loss	47,005

- 40.3 Figures presented in these financial statements have been rounded off to the nearest thousand Pakistan Rupees, unless otherwise stated.

  
Syed Babar Ali  
Chairman

  
Sajjad Iftikhar  
Chief Executive Officer

  
Yasser Pirmuhammad  
Chief Financial Officer



# Shareholders' Information

## Registered Office

Plot 23, Sector 22, Korangi Industrial Area,  
Karachi-74900, Pakistan  
PABX: (021) 35060221-35  
Fax: (021) 35060358

## Share Registrar

FAMCO Share Registration Services (Pvt.) Limited  
8-F, Near Hotel Faran Nursery, Block 6, P.E.C.H.S.  
Shahrah-e-Faisal Karachi - 75400  
Tel: (021) 34380101-5, (021) 34384621-3  
Fax: (021) 34380106

## Ownership

On December 31, 2024, there were 881 members on the Company's ordinary share register.

## Dividend Payment

The Board of Directors of the Company has recommended a 1,100% (Rs. 110 per share) final cash dividend for the year ended 2024. The proposal shall be placed before the shareholders of the company in the Annual General Meeting for their consideration and approval on Tuesday, April 08, 2025. The dividend, if approved by the shareholders, shall be directly credited to the designated bank accounts of the shareholders listed in the Company's share register at the close of business on Tuesday, April 01, 2025, and shall be subject to the Zakat and tax deductions as per applicable laws.

## FINANCIAL CALENDAR

### RESULTS

First quarter ended March 31, 2024	Approved and announced on	April 24, 2024
Half year ended June 30, 2024	Approved and announced on	August 22, 2024 August 23, 2024
Third quarter ended September 30, 2024	Approved on announced on	October 23, 2024 October 24, 2024
Year ended December 31, 2024	Approved and announced on	February 20, 2025

### DIVIDEND

Final – Cash (2023)	Approved on Statutory time limit up to which payable Paid on	April 08, 2024 April 24, 2024 April 19, 2024
Interim – Cash (2024)	Approved on Statutory time limit up to which payable Paid on	August 22, 2024 September 18, 2024 September 18, 2024
57th Annual General Meeting	To Be Held on	April 08, 2025

### Listing on Stock Exchange

The equity shares of Hoechst Pakistan Limited (the "Company") are listed on the Pakistan Stock Exchange Limited (PSX).

### Stock Code

The trading symbol for dealing in equity shares of Hoechst Pakistan Limited at the PSX is 'HPL'.

### Share Registrar

The shares department of the Company is operated by FAMCO Share Registration Services (Pvt.) Limited and serves its shareholders. It is managed by a well-experienced team of professionals and is equipped with the necessary infrastructure in terms of computer facilities and a comprehensive set of systems and procedures for conducting the registration function.

The Share Registrar has online connectivity with the Central Depository Company of Pakistan Limited (CDC). It undertakes activities pertaining to dematerialization of shares, share transfers, transmissions, issue of duplicate/ replaced share certificates, change of address and other related matters.

For assistance, shareholders may contact either the Registered Office or the Share Registrar at details appearing below:

### Contact persons

#### Syed Muhammad Taha Naqvi

PABX: (021) 35060221-35  
Fax: (021) 35060358  
Email: company.secretary@hoechst.com.pk

#### Mr. Salman Rauf

Tel: (021) 34380101-5, (021) 34384621-3  
Fax: (021) 34380106  
Email: info.shares@famcosrs.com

### Service Standards

Hoechst Pakistan Limited (formerly Sanofi-Aventis Pakistan Limited) has always endeavored to provide its investors and shareholders with prompt services. Listed below are various services and the maximum time limits set for their execution, subject to receipt of the complete set of required documents:

	For requests received through post or over the counter
Transfer of shares	15 days after receipt
Transmission of shares	15 days after receipt
Issue of duplicate share certificates	30 days after receipt
Updating of IBAN	2 working days after receipt
Change of address	2 days after receipt

Well qualified personnel of Share Registrar have been entrusted with the responsibility of ensuring that services are rendered within the set time limits.

### Statutory Compliance

During the year, the Company has complied with all applicable provisions, filed all returns/forms and furnished all the relevant and prescribed information.

### Dematerialization of Shares

The equity shares of the Company are under the dematerialization category. As of date, 97.33% of the equity shares of the Company have been dematerialized by the shareholders.

Members holding shares in physical form are encouraged to convert their physical shares into Book-Entry Form (CDC) pursuant to the requirements of Section 72 of the Companies Act, 2017 (the "Act").

### Investors' Grievances

To date none of the investors or shareholders has filed any letter of complaint against any service provided by the Company to its shareholders.

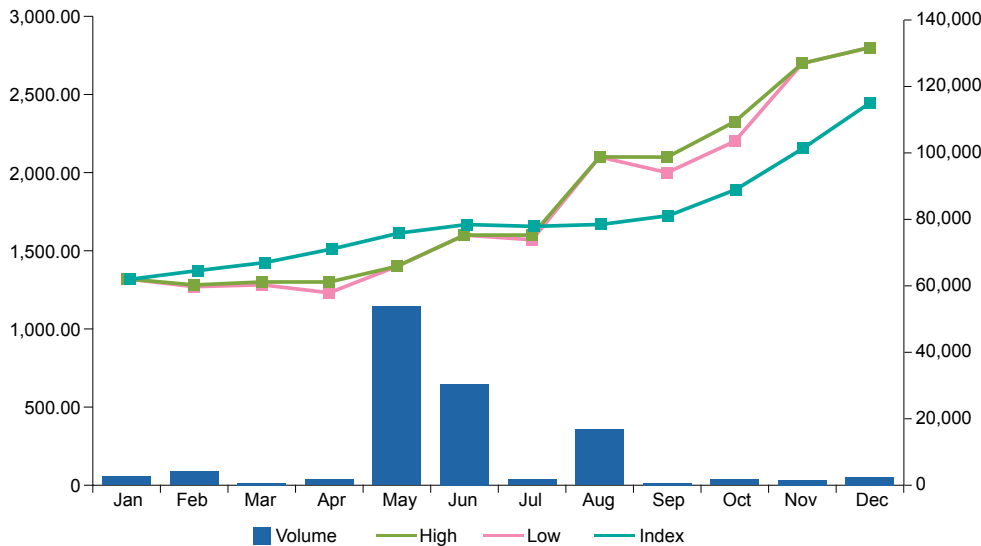
### Legal Proceedings

No case has ever been filed by shareholders against the Company.

### Share Price/Volume

The monthly high and low prices and the volume of shares traded on the Pakistan Stock Exchange during the financial year 2024 are as under:

Month	Share Price on the PSX (Rs.)		Volume of Shares Traded	PSX 100-Index Close
	Highest	Lowest		
January	1,320.00	1,320.00	5,580	61,979.18
February	1,281.00	1,270.00	8,800	64,578.52
March	1,300.00	1,282.00	1,400	67,578.52
April	1,300.00	1,231.00	3,823	71,102.54
May	1,400.00	1,400.00	114,283	75,878.47
June	1,600.00	1,600.00	64,895	78,444.96
July	1,600.00	1,570.00	3,558	77,886.98
August	2,100.00	2,100.00	35,775	78,488.21
September	2,099.00	2,000.00	1,449	81,114.20
October	2,325.99	2,200.00	3,715	88,966.76
November	2,699.00	2,699.00	3,225	101,357.32
December	2,800.10	2,800.00	5,152	115,126.90



# Pattern of Shareholding

AS AT DECEMBER 31, 2024

Shareholding		Number of shareholders	Total shares held
From	To		
1	100	495	15,674
101	500	251	76,057
501	1,000	57	42,745
1,001	5,000	57	105,746
5,001	10,000	4	34,085
10,001	15,000	2	21,400
15,001	20,000	2	35,028
20,001	25,000	3	65,428
50,001	55,000	1	51,442
60,001	65,000	1	63,777
140,001	145,000	1	143,464
200,001	205,000	1	200,311
255,001	260,000	1	255,700
300,001	305,000	1	302,871
520,001	525,000	1	523,000
1,335,001	1,340,000	1	1,340,000
2,405,001	2,410,000	1	2,408,171
3,955,001	3,960,000	1	3,959,861
		<b>881</b>	<b>9,644,760</b>

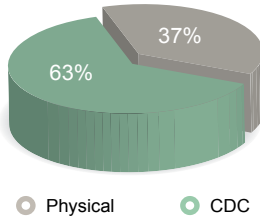
# Categories of Shareholding

AS AT DECEMBER 31, 2024

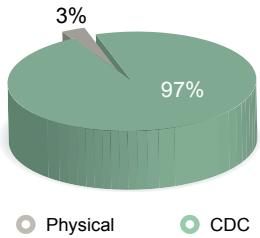
S.No.	Shareholders' category	Number of shareholders	No. of shares	%
1	Directors, Chief Executive Officer, and their spouse and minor children	9	1,682,655	17.45
2	Associated Companies, Undertakings and related Parties	7	7,207,620	74.73
3	NIT and ICP			
4	Banks, Development Financial Institutions, Non Banking Financial Institutions	3	1,465	0.02
5	Insurance Companies			
6	Modarabas and Mutual Funds	7	20,774	0.22
7	Share holders holding 10%	4	7,709,090	79.93
8	General Public :			
	a. local	827	272,440	2.82
	b. Foreign	-	-	0.00
9	Others	28	459,806	4.77
Total (excluding : share holders holding 10%)		<b>881</b>	<b>9,644,760</b>	<b>100.00</b>

# Shareholding Position / IBAN

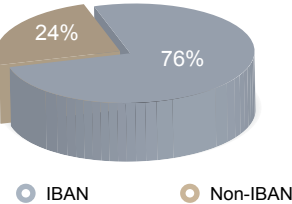
Total Number of Shareholders as on December 31, 2024		
Physical	CDC	Total
323	558	881



Total Number of shares as on December 31, 2024		
Physical	CDC	Total
257,322	9,387,438	9,644,760



Number of IBAN updated as on December 31, 2024		
IBAN	Non-IBAN	Total
626	255	881

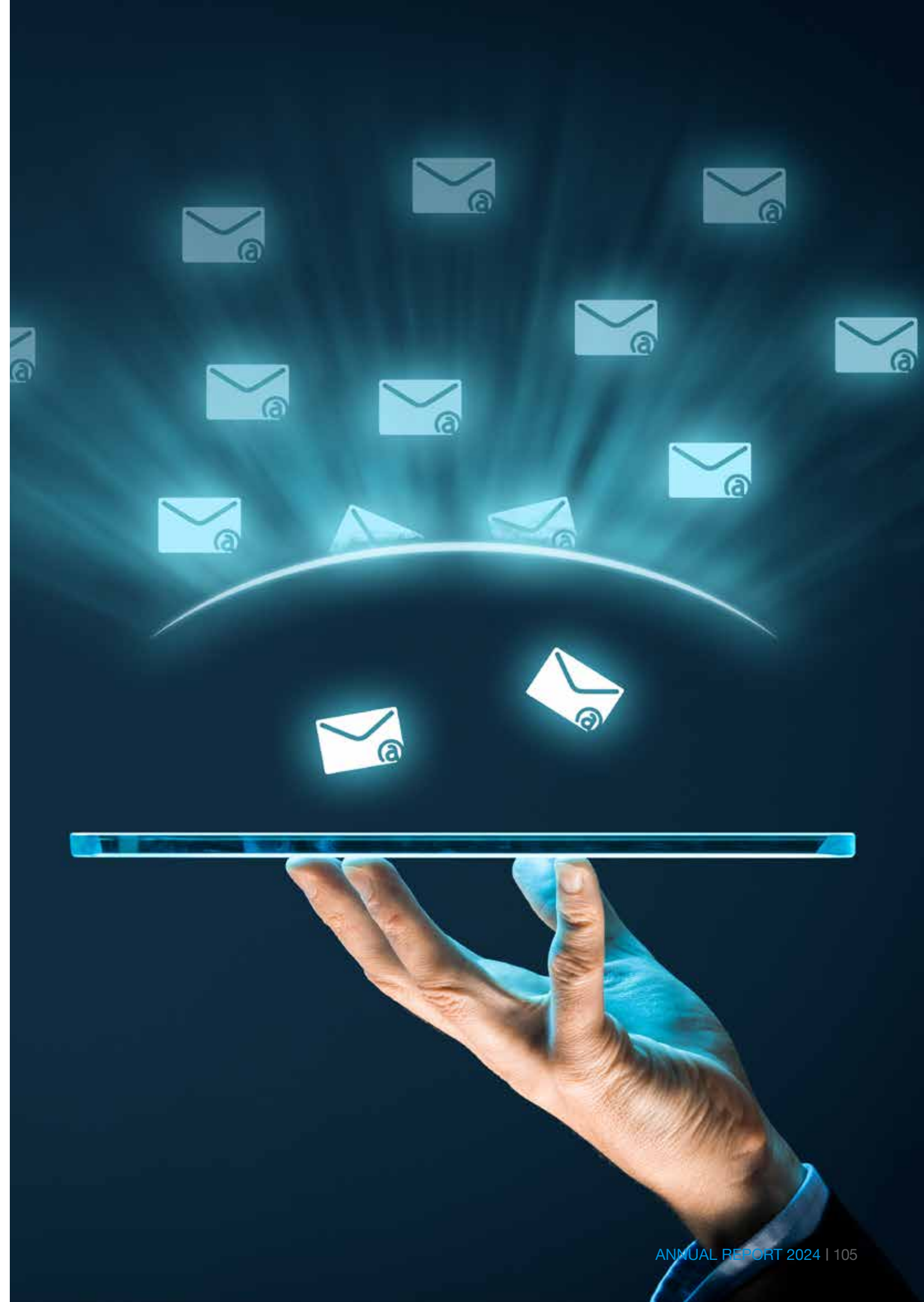




# Category Details of Shareholding

AS AT DECEMBER 31, 2024

Shareholders' category	Number of shareholders	Number of shares held
<b>i) Directors, Chief Executive Officer, and their spouse and minor children</b>		
Syed Babar Ali	1	100
Mrs. Perwin Babar Ali	1	22,690
Syed Hyder Ali	2	319,785
Mr. Arshad Ali Gohar	1	1,340,000
Syed Anis Ahmad Shah	1	20
Imtiaz Ahmed Husain Laliwala	1	20
Muhammad Salman Burney	1	20
Saadia Naveed	1	20
<b>Total:</b>	<b>9</b>	<b>1,682,655</b>
<b>ii) Associated Companies, Undertakings and related Parties</b>		
Packages Limited	2	3,960,919
IGI Investments (Private) Limited	1	2,408,171
Nera Pharma (SMC-Private) Limited	1	523,000
AGT Holdings (Private) Limited	1	200,311
Ali Gohar & Co. (Private) Limited	1	51,442
Babar Ali Foundation	1	63,777
<b>Total:</b>	<b>7</b>	<b>7,207,620</b>
<b>iii) Banks, Development Financial Institutions, Non Banking Financial Institutions</b>		
National Bank Of Pakistan	1	129
MCB Bank Limited - Treasury	1	40
Pak-Oman Investment Company Limited	1	1,296
<b>Total:</b>	<b>3</b>	<b>1,465</b>
<b>iv) Modarabas and Mutual Funds</b>		
CDC - Trustee Al Habib Islamic Stock Fund	1	10,000
CDC - Trustee Faysal Islamic Stock Fund	1	1,096
CDC - Trustee Nafa Pension Fund Equity Sub-Fund Account	1	3,499
CDC - Trustee Nafa Islamic Pension Fund Equity Account	1	3,079
CDC - Trustee Faysal Islamic Pension Fund-Equity Sub Fund	1	100
CDC - Trustee Al Habib Pension Fund-Equity Sub Fund	1	1,400
CDC - Trustee Al Habib Islamic Pension Fund-Equity Sub Fund	1	1,600
<b>Total:</b>	<b>7</b>	<b>20,774</b>
<b>v) Share holders holding 10% or more</b>		
Packages Limited	2	3,960,919
IGI Investments (Private) Limited	1	2,408,171
Mr. Arshad Ali Gohar	1	1,340,000
<b>Total:</b>	<b>4</b>	<b>7,709,090</b>



# Notice of 57<sup>th</sup> Annual General Meeting

Notice is hereby given that the 57<sup>th</sup> Annual General Meeting (AGM) of Hoechst Pakistan Limited (formerly Sanofi-Aventis Pakistan Limited) will be held on Tuesday, April 8<sup>th</sup>, 2025 at 09:30 A.M. at the Auditorium of The Institute of Chartered Accountants of Pakistan, Chartered Accountants Avenue, Clifton, Karachi and virtually through video conference facility to transact the following business:

## ORDINARY BUSINESS

- 1) To confirm the minutes of the 56<sup>th</sup> Annual General Meeting of the Company held on April 08, 2024.
- 2) To receive, consider and adopt the Audited Financial Statements of the Company for the year ended December 31, 2024 together with the Chairman's Review, Directors' and Auditors' Reports thereon.

As required under section 223(6) of the Companies Act 2017 (the "Act") and approved by the shareholders of the Company in AGM held on April 08, 2024, the Annual Audited Financial Statements of the Company have been uploaded on the website of the Company which can be downloaded from the following link and/or QR enabled code:



<https://hoechst.com.pk/investors/financial-reports>

- 3) To consider and approve the Final Cash Dividend at the rate of Rs. 110.00 (1,100%) per ordinary share of Rs. 10/- as recommended by the Board of Directors for the year ended December 31, 2024. This is in addition to interim cash dividend of Rs. 25.00 (250%) per share already paid during the year.
- 4) To appoint External Auditors of the Company for the year 2025 and to fix their remuneration. The current Auditors, M/s. A.F. Ferguson & Co. (Chartered Accountants), being eligible to do so, have consented to be appointed as Auditors and the Board of Directors has recommended their appointment.

## ANY OTHER BUSINESS

- 5) To transact any other business with the permission of the Chair.

By Order of the Board

**Syed Muhammad Taha Naqvi**  
Company Secretary

Karachi  
March 18, 2025

## Participation in the AGM Proceedings Via Video Conferencing Facility

The Securities and Exchange Commission of Pakistan ("SECP") has vide its circulars issued from time to time directed the listed companies to hold general meetings virtually in addition to the requirements of holding physical meeting. The following arrangements have been made by the Company to facilitate the participation of the shareholders in the AGM:

The shareholders interested in attending the AGM virtually are requested to get themselves registered by sending their particulars at the designated email address [shares.desk@hoechst.com.pk](mailto:shares.desk@hoechst.com.pk) mentioning their name, folio number, email address by the close of business hours on April 04, 2025. The log-in credentials and link to participate in the AGM would be provided to the registered shareholders via response email. The shareholders are also encouraged to send their comments/suggestions, related to the agenda items of the AGM on the abovementioned email address by the same date.

## Notes:

### Closure of Share Transfer Books and Appointment of Proxies

1. The Share Transfer Books of the Company will be closed from Wednesday, April 02, 2025 to Tuesday, April 08, 2025 (both days inclusive). Transfers received at the office of the Company's Share Registrar, M/s FAMCO Share Registration Services (Pvt.) Limited, 8-F, Near Hotel Faran, Nursery, Block 6, P.E.C.H.S., Shahrah-e-Faisal, Karachi at the close of business on Tuesday, April 01, 2025 or updated on Central Depository System as per CDC regulations, will be treated in time for the purpose of entitlement to the transferees.
2. A Member entitled to attend and vote at the Meeting may appoint another person as his/her Proxy to attend, speak and vote at the Meeting on his/her behalf. Instrument appointing Proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time of the Meeting.
3. Shareholders holding physical shares are also required to bring their original CNIC and/or copy of CNIC of shareholder(s) of whom he/she/they hold Proxy(ies). Such shareholder(s) shall not be allowed to attend and/or sign the Register of Shareholders/Members at the AGM without such CNIC(s).

4. The CDC Account Holders and Sub-Account Holders, whose registration details are available in the Share Book Details Report, shall be required to produce their respective original Computerized National Identity Card (CNIC) or original passport at the time of attending the Annual General Meeting to facilitate identification. Such Account Holders and Sub-Account Holders should also bring/know their respective participation I.D. No. and the CDC Account No. and in case of Proxy, he/she must enclose an attested copy of his/her CNIC or Passport. Representative(s) of corporate member(s) should bring attested copy of Board Resolution/Power of Attorney and/ or all such documents that are required for such purpose under Circular No.1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan ("SECP"). Proxy form is also available on the Company's website [www.hoechst.com.pk](http://www.hoechst.com.pk)

## Withholding Tax on Dividend Income

Please further note that under Section 150 of the Income Tax Ordinance, 2001 and pursuant to Finance Act 2020, withholding tax on dividend income will be deducted as per law for persons appearing and not appearing in Active Tax Payer List (ATL). According to clarification received from Federal Board of Revenue (FBR) withholding tax will be determined separately on 'Active/Inactive' status of Principal Shareholder as well as Joint Holder(s) based on their shareholding proportions, in case of joint accounts.

In this regard, all shareholders who hold shares with joint shareholders are requested to provide shareholding proportions of Principal Shareholder and Joint Holder(s) in respect of shares held by them to our Share Registrar, in writing as follows:

Company Name	Folio/CDS Account No.	Total Shares	Principal Shareholder		Joint Shareholder	
			Name and CNIC No.	Shareholding Proportion (No. of Shares)	Name and CNIC No.	Shareholding Proportion (No. of Shares)

- a. The required information must reach our Share Registrar by April 01, 2025; otherwise, it will be assumed that the shares are equally held by Principal Shareholder and Joint Holder(s) and tax will be deducted accordingly.
- b. Shareholders are therefore requested to please check and ensure the status from Active Taxpayers List (ATL) available at FBR website <http://www.fbr.gov.pk/> as well as ensure that their CNIC/Passport number has been recorded by the Participant/Investor Account Services or by Share Registrar (in case of physical shareholding). Corporate bodies (non-individual shareholders) should ensure that their names and National Tax Numbers (NTN) are available in ATL at FBR website and recorded by respective Participant/Investor Account Services or in case of physical shareholding by the Company's Share Registrar.
- c. Withholding tax exemption from dividend income shall only be allowed if a copy of valid tax exemption certificate is made available to the Company's Share Registrar by April 01, 2025.
- d. Non-resident shareholder(s) shall submit declaration of undertaking with copy of valid passport under definition contained in Section 82 of the Income Tax Ordinance, 2001 for determination of residential status for the purposes of tax deduction on dividend to the Company Share Registrar's FAMCO Share Registration Services (Pvt.) Limited. or email at [info.shares@famcosrs.com](mailto:info.shares@famcosrs.com) at the latest by April 01, 2025. Member may send a declaration using a standard format as placed on Registrar and Company's websites as mentioned below:  
[www.famcosrs.com](http://www.famcosrs.com)  
[www.hoechst.com.pk](http://www.hoechst.com.pk)

## Statutory Code of Conduct at AGM

The Members are requested to observe the Statutory Code of Conduct at AGM in accordance with Section 215 of the Companies Act, 2017 and Regulation 55 of the Companies Regulations, 2024, whereby shareholders are not permitted to exert influence or approach the Management directly for decisions which may lead to creation of hurdles in the smooth functioning of the Management. As mentioned in these provisions, shareholders shall not bring material that may cause threat to participants or premises where the AGM is being held, confine themselves to the agenda items covered in the notice of the AGM and shall not conduct themselves in a manner to disclose any political affiliation. Additionally, the Company is not permitted to distribute gifts in any form to its shareholders in its meetings as per Section 185 of Companies Act, 2017.

## Payment of Cash Dividend Through Electronic Mode (Mandatory)

In accordance with the Companies (Distribution of Dividend) Regulation 2017, shareholders are advised to provide their identification Number/Computerized National Identity Card (CNIC) Number and International Bank Account Number (IBAN) details, if they have not already done so, to our Share Registrar (if shares are held in physical form) at their above referred office address or to the respective Participants/Broker (if shares are held through CDS Account). In case of non-receipt of information, the Company will be constrained to withhold payments of dividend.



For the convenience of shareholders e-Dividend Mandate form is attached on Registrar and Company's websites as mentioned below:  
[www.famcosrs.com](http://www.famcosrs.com)  
[www.hoechst.com.pk](http://www.hoechst.com.pk)

**Submission of Copy of CNIC and/or NTN (Mandatory)**

Further to SECP's directives, including SRO 831(1)/2012 and other relevant rules, for processing of electronic dividend the shareholder should provide CNIC number, except in the case of minor(s) and corporate shareholders.

As per Regulation No. 6 of the Companies (Distribution of Dividend) Regulations, 2017 and Section 243(3) of the Companies Act, 2017, the Company will be constrained to withhold payment of dividend to shareholders, in case of non-availability of identification number of the shareholder or authorized person (CNIC or NTN) and as the case may be.

Accordingly, the individual Members who have not yet submitted a copy of their valid CNIC to the Company's Share Registrar are once again requested to send their CNIC copy at the earliest directly to the Company's Share Registrar at FAMCO Share Registration Services (Pvt.) Limited, 8-F, Near Hotel Faran, Nursery, Block 6, P.E.C.H.S., Shahrāh-e-Faisal, Karachi. Corporate entities are requested to provide their National Tax Number (NTN) and Folio Number along with the authorized representative's CNIC copy.

**Zakat Deduction**

To claim exemption from compulsory deduction of Zakat, shareholders are requested to submit a notarized copy of Zakat Declaration Form "CZ-50" on NJSP of Rs. 50/- to the Share Registrar. In case shares are held in scripless form such Zakat Declaration Form (CZ -50) must be uploaded in the CDC account of the shareholder, through their participant/ Investor Account Services. Further, Non-Muslim shareholders are also required to be Solemn Affirmation (on format available on Company's website) with the Share Registrar of the Company in case shares are held in physical certificates or with CDC Participant/Investor Account Services in case shares are in scripless form. No exemption from deduction of Zakat will be allowed unless the above documents complete in all respects have been made available as above.

**Change of Address and/or Email Address**

Shareholders having physical shares are requested to promptly notify change in their postal address(s) and/or email address if any, to Share Registrar, in writing whereas CDC account holders are requested to update their addresses with their CDC Participant/CDC Investor Account Services.

**Unclaimed Dividend/Shares**

Under Section 244 of the Companies Act, 2017 the Company is required to approach shareholders to claim their unclaimed dividends/shares. In this regard the Company has been reaching out to its shareholders by publishing notices in newspapers after sending individual letters. Those shareholders, who have not claimed their dividend amounts and/or shares as yet, are hereby requested to ensure that their claims for unclaimed dividend amounts and/or shares certificate are lodged promptly to the Company's Share Registrar.

**Conversion of Physical Shares into 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 in a manner as may be specified and from the date notified by the SECP. Shareholders having physical shareholding(s) are encouraged to open a CDC sub-account with any broker or Investor Account directly with CDC to place their physical shares into scripless form. This is beneficial in many ways, including safe custody and sale of shares, any time they want, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange.

**Availability of Annual Audited Financial Statements**

In accordance with Section 223 of the Companies Act, 2017 and pursuant to SRO 389(1)/2023 dated March 21, 2023, the audited financial statements of the Company for the year ended December 31, 2024, along with the Directors', Auditors', and Chairman Report thereon, Notice of Annual General Meeting, and other related materials have been made available on the Company's website and published for sharing using a QR Code.

The Company has obtained shareholders' approval to do so in the Annual General Meeting held on April 08, 2024. Furthermore, members are hereby informed that pursuant to Section 223(6) and 473 of the Companies Act 2017, whereby circulation of Audited Financial Statements and Notice of the Meeting has been allowed in electronic format through email, the same has been circulated through email in cases where email address has been provided by the member to the Company and hence the consent of member to receive the copies through email is not required.

Members can request a hard copy of the same, which shall be provided free of cost, within one week, if a request has been made by the member on the standard request form available on the website of the Company.

The Company Secretary  
Hoechst Pakistan Limited  
(formerly Sanofi Aventis Pakistan Limited)  
Plot 23, Sector 22, Korangi  
Industrial Area, Karachi-74900

**Form of Proxy**  
57th Annual General Meeting

I/We \_\_\_\_\_

of \_\_\_\_\_ being member(s) of

Hoechst Pakistan Limited and holder of \_\_\_\_\_

Ordinary Shares as per Share Register Folio \_\_\_\_\_ and/or CDC Participant I.D. No. and

Sub Account No. \_\_\_\_\_ hereby appoint Mr./Ms. \_\_\_\_\_ of

\_\_\_\_\_ or failing him / her \_\_\_\_\_

of \_\_\_\_\_ as my/our proxy in my/our absence to attend and vote for me/us on my/our behalf at the Fifty-Seventh Annual General Meeting of the Company to be held on Tuesday, the 08th day of April 2025, at 9:30 a.m. at the Auditorium of the Institute of Chartered Accountants of Pakistan, Chartered Accountants Avenue, Clifton, Karachi and at any adjournment thereof.

Signed \_\_\_\_\_ this day of \_\_\_\_\_ 2025.

**1. Witness**

Signature:

Name: \_\_\_\_\_

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

CNIC or \_\_\_\_\_

Passport No. \_\_\_\_\_

Signature

Please affix  
Rupees five  
revenue  
stamp

(Signature should agree  
with the specimen signature  
registered with the Company)

**2. Witness**

Signature:

Name: \_\_\_\_\_

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

CNIC or \_\_\_\_\_

Passport No. \_\_\_\_\_

**Note:**

Proxies must be received by the Company not less than 48 hours before the meeting. A proxy need not be a member of the Company.

CDC Shareholders and their Proxies are requested to attach an attested photocopy of their Computerized National Identity Card or Passport with this proxy form before submission to the Company.

# تشکیل نیابت داری

57واں سالانہ اجلاس عام

دی کمپنی سیکریٹری  
ہکسٹ پاکستان لمیٹڈ  
(سابق سنوفی-اویٹنس پاکستان لمیٹڈ)  
پلاٹ 23، سکٹر 22، کورنگی  
انڈسٹریل ایریا، کراچ۔74900

میں/ہم ----- بابت ----- بحیثیت ممبر(ممبران)برائے ہکسٹ پاکستان لمیٹڈ اور ہولڈرز  
بابت ----- عمومی شیئر رجسٹر فولیو نمبر ----- اور/یا سی ڈی سی پارٹیشپینٹ ----- اور  
سبکدوش نمبر ----- بذریعہ ہذا ----- بابت یا ان کی عدم حاضری پر ----- کو  
اپنا/ہمارا پراسسی مقرر کر رہا ہوں/کر رہے ہیں جو کمپنی کے 57ویں سالانہ اجلاس عام بروز منگل 08 اپریل 2025 بوقت 9:30 بجے صبح  
بمقام دی انسٹی ٹیوٹ آف چارٹرڈ اکاؤنٹینٹس ایونیو، کلفٹن، کراچی میں منعقد ہوگا۔ کسی زیرالتوا تاریخ پر منعقد ہونے والے اجلاس میں  
میری/ہماری غیر موجودگی کی صورت میں میری/ہماری جگہ شکرکت کرنے اور ووٹ دینے کے لئے بطور نیابت داری شریک ہوں گے۔

دستخط مورخہ ----- 2025

1. گواہ:

دستخط:

نام:

پتہ:

-----

سی این آئی سی نمبر -----

پاسپورٹ نمبر -----

2. گواہ:

دستخط:

نام:

پتہ:

-----

سی این آئی سی نمبر -----

پاسپورٹ نمبر -----

نوٹ:

پراسسز کے مؤثر ہونے کے لئے لازم ہے کہ وہ اجلاس سے 48 گھنٹے قبل کمپنی کو موصول ہوں۔ نیابت دار کا کمپنی کارکن ہونا ضروری نہیں ہے۔ سی ڈی سی  
کے حصص یافتگان اور ان کے نمائندوں سے التماس ہے کہ وہ اپنے کمپیوٹرائزڈ شناختی کارڈ نمبر یا پاسپورٹ کی تصدیق کاپی پراسسی فارم کے ساتھ کمپنی  
میں جمع کرائیں۔

# Electronic Credit Mandate Form

Dear Shareholder,

We wish to inform you that in accordance with the provisions of Section 242 of the Companies Act, 2017, it is mandatory for a listed company to pay cash dividend to its shareholders only through electronic mode directly into the bank account designated by the entitled shareholders.

In order to receive your dividends directly in your Bank account, please complete the particulars as mentioned below and return this letter duly signed along with a copy of your Computerized/Smart National Identity Card (CNIC/SNIC) to the Share Registrar of the Company M/s FAMCO Share Registrtrtion Services (Pvt.) Limited, 8-F, Near Hotel Faran, Nursery, Block 6, P.E.C.H.S., Shahrah-e-Faisal, Karachi.

CDC shareholders are requested to submit their Dividend Mandate Form and CNIC/SNIC directly to their broker (participant)/CDC

Yours faithfully  
For Hoechst Pakistan Limited (formerly Sanofi Aventis Pakistan Limited)

**Syed Muhammad Taha Naqvi**  
Company Secretary

## SHAREHOLDER'S SECTION:

I hereby communicate to receive my future dividends directly in my Bank account as detailed below:

Name of shareholder :

Folio Number / CDC Account No.: \_\_\_\_\_

Contact number of shareholder: \_\_\_\_\_

Title of bank account of shareholder: \_\_\_\_\_

IBAN Number (see below Note No. 1): \_\_\_\_\_

Name of Bank: \_\_\_\_\_

Bank branch & full mailing address: \_\_\_\_\_

CNIC/SNIC No. (copy attached): \_\_\_\_\_

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/broker (participant)/CDC informed in case of any change in the said particulars in future.

Shareholder's Signature

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

CNIC No.  
(Copy attached)

## Note:

- Please provide complete International Bank Account Number (IBAN), after checking with your concerned branch to enable electronic credit directly into your bank account.
- Please provide declaration for non-deduction of Zakat, if applicable
- The payment of cash dividend will be processed on the basis of the account number alone. The Company is entitled to rely on the account number as per your instructions. The Company shall not be responsible for any loss, damage, liability or claim arising, directly or indirectly, from any error, delay, or failure in performance of any of its obligations hereunder which is caused by incorrect payment instructions and /or due to any event beyond the control of the Company.



# الیکٹرونک کریڈٹ مینڈیٹ فارم

## معزز شیئر ہولڈر

آپ کو مطلع کیا جاتا ہے کہ کمپنیز ایکٹ 2017 کے سیکشن 242 کی شقوں کے مطابق ایک لسٹڈ کمپنی کے لئے یہ ضروری ہے کہ وہ اپنے شیئر ہولڈرز کو نقد منافع منقسمہ کی ادائیگی صرف بذریعہ الیکٹرونک طریقہ کار براہ راست شیئر ہولڈرز کی جانب سے نامزد کردہ بینک اکاؤنٹ میں کرے۔

اپنے منافع منقسمہ کو براہ راست اپنے بینک اکاؤنٹ میں وصولی کی غرض سے برائے مہربانی ذیل میں درج کوائف کو مکمل کریں اور اس خط کو باقاعدہ دستخط کر کے اپنے کمپیوٹرائزڈ/اسمارٹ شناختی کارڈ کی کاپی کے ہمراہ کمپنی کے رجسٹرار میسرز فیمکو شیئرجسٹریشن (پرائیوٹ) لمیٹڈ، 8-ایف، نزد ہوٹل فاران، نرسری، بلاک-6، پی ای سی ایچ ایس، شاہراہ فیصل، کراچی کو جمع کرا دیں۔

سی ڈی سی شیئر ہولڈرز سے درخواست ہے کہ اپنے منافع منقسمہ کے مینڈیٹ اور کمپیوٹرائزڈ شناختی کارڈ کی کاپی کو براہ راست اپنے بروکر (پارٹیسپینٹ)/سی ڈی سی کو جمع کرا دیں۔

آپ کے مخلص  
ہکسٹ پاکستان لمیٹڈ

سید محمد طہ نقوی  
کمپنی سیکریٹری

## شیئر ہولڈرز پر کریں:

میں بذریعہ ہذا اطلاع دیتا ہوں کہ آئندہ میں اپنے منافع منقسمہ کو براہ راست اپنے بینک اکاؤنٹ میں درج ذیل تفصیل کے مطابق وصول کروں گا۔

شیئر ہولڈر کا نام: \_\_\_\_\_  
فولیو نمبر/سی ڈی سی اکاؤنٹ نمبر: \_\_\_\_\_  
شیئر ہولڈر کا رابطہ نمبر: \_\_\_\_\_  
شیئر ہولڈر کا بینک اکاؤنٹ کا ٹائٹل: \_\_\_\_\_  
آئی پی اے این نمبر (نیچے درج نوٹ نمبر 1 ملاحظہ فرمائیں): \_\_\_\_\_  
بینک کا نام: \_\_\_\_\_  
بینک برانچ اور ڈاک کا مکمل پتہ: \_\_\_\_\_  
کمپیوٹرائزڈ شناختی کارڈ نمبر (کاپی منسلک کریں): \_\_\_\_\_  
این ٹی این (کارپوریٹ ادارے کی صورت میں): \_\_\_\_\_

آگاہ کیا جاتا ہے کہ میر جانب سے فراہم کردہ مذکورہ بالا کوائف دردت اور میری معلومات کے عین مطابق ہیں اور میں آئندہ ان کوائف میں کسی بھی تبدیلی کی صورت میں کمپنی/پارٹیسپینٹ/سی ڈی سی انویسٹر اکاؤنٹ سروسز کو مطلع کرتا رہوں گا۔

کمپیوٹرائزڈ/اسمارٹ شناختی کارڈ نمبر (کاپی منسلک)

شیئر ہولڈر کے دستخط

## نوٹ:

- برائے مہربانی اپنا مکمل آئی بی اے این اپنی متعلقہ برانچ سے چیک کرنے کے بعد فراہم کریں تاکہ الیکٹرونک کریڈٹ براہ راست آپ کے بینک اکاؤنٹ میں ممکن ہو سکے۔
- نقد منافع منقسمہ کی ادائیگی صرف بینک اکاؤنٹ نمبر پر عمل میں لائی جائے گی۔ کمپنی آپ کی ہدایات کے مطابق اکاؤنٹ نمبر پر انحصار کرنے کا استحقاق رکھتی ہے۔ کمپنی ایسے کسی بھی نقصان، ضیاع، مالی ذمے داری یا دعویٰ کے لئے بلواسطہ قطعی ذمے دار نہ ہوگی جو کسی غلطی، تاخیر ایسی کسی کالی ادائیگی کی پرفارمنس میں ناکامی کی صورت میں سامنے آئے جو ادائیگی کی غلط اور نامناسب ہدایات کی وجہ سے ہو اور/یا کسی ایسے واقعے کے باعث پیش آئے جس پر کمپنی کا کو اختیار نہ ہو۔

# Request Form for Transmission of Annual Report and Notices

## The Registrar

FAMCO Share Registrtrion Services (Pvt.) Limited,  
8-F, Near Hotel Faran Block-6, Nursery,  
P.E.C.H.S. Shahrah-e-Faisa, Karachi-74000

Dear Sir,

I hereby request you to send me the Annual Report of Hoechst Pakistan Limited for the year ended December 31, 2024 and all notices under the Companies Act, 2017 at my postal / email address give below:

(Postal/email address of the shareholder)

The above address will be recorded in the members register maintained under Section 119 of the Companies Act, 2017. I will inform the Company and its Share Registrar about any change in my postal address immediately.

Regards,

(Signature)

Name of the Shareholders

Folio No:

(In case of physical shareholding)

CDC Account No.: \_\_\_\_\_

Note: Individual CDC Account holders should submit copy of their Computerized National Identity Card (CNIC) alongwith this request form.

ڈاک اور / یا ای میل پتے میں تبدیلی

فزیکل شیئرز کے حامل شیئرہولڈرز سے درخواست ہے کہ اپنے ڈاک کے پتہ(پتوں) اور/یا ای میل ایڈریس میں تبدیلی (اگر کوئی ہے) سے شیئر رجسٹرار کو تحریری طور پر مطلع کریں جبکہ سی ڈی سی اکاؤنٹ ہولڈرز سے درخواست ہے کہ اپنے اپنے سی ڈی سی شرکاء/سی ڈی سی انویسٹر اکاؤنٹ سروس کے ساتھ اپ ڈیٹ کریں۔

غیر کلیم شدہ ڈیویڈنڈ/شیئرز

کمپنیز ایکٹ 2017 کے سیکشن 244 کے تحت کمپنی شیئرہولڈرز کو ان کے غیر کلیم شدہ ڈیویڈنڈ/شیئرز کے کلیم کے لئے رابطہ کرنا ہوگا۔ اس سلسلے میں کمپنی ان کو انفرادی طور پر خط لکھنے کے ساتھ اخبارت میں نوٹسز شائع کروا رہی ہے۔ جن شیئر ہولڈرز نے ابھی تک اپنے ڈیویڈنڈ کی رقم اور/شیئرز ابھی تک کلیم نہیں کئے ہیں، ان سے درخواست ہے کہ اپنے غیر کلیم شدہ رقم اور/یا شیئر سرٹیفکیٹ اپنا کلیم فوری طور پر شیئر رجسٹرار کو بھیجیں۔

فزیکل شیئرز کی سی ڈی سی اکاؤنٹ میں منتقلی

کمپنیز ایکٹ 2017 کے سیکشن 72 کے مطابق، ہر موجودہ لسٹڈ کمپنی کو اپنے فزیکل شیئرز فوری طور پر بک انٹری فارم میں منتقل کرنا ہوں گے جو مخصوص طریقے سے اور ایس ای سی پی کی مقررہ تاریخ تک کرائے جائیں۔ فزیکل شیئرز کے حامل شیئر ہولڈرز کو کس بروکر یا سی ڈی سی کے ساتھ براہ راست انویسٹر اکاؤنٹ کھولنا ہوگا تاکہ وہ اپنے فزیکل شیئرز کو اسکرپ لیس فارم میں تبدیل کرسکیں۔ یہ ان کے لئے کئی طرح سے فائدہ مند ہے جس میں محفوظ تحویل اور جب چاہیں شیئرز فروخت کرنے کی آسانی جبکہ پاکستان اسٹاک ایکسچینج کے موجودہ ضوابط کے مطابق فزیکل شیئرز کی فروخت ممنوع ہے۔

سالانہ آڈٹ شدہ مالی گوشواروں کی دستیابی

کمپنیز ایکٹ 2017 کے سیکشن 223 اور ایس آر او 2023/389(1) مورخہ 21 مارچ 2023 کے مطابق کمپنی کے آڈٹ شدہ مالیاتی اسٹیٹمنٹس برائے سال مختتمہ 31 دسمبر 2024 مع ڈائریکٹرز، آڈیٹرز اور چیئرمین کی رپورٹ، سالانہ اجلاس عام کا نوٹس اور دیگر متعلقہ مٹیریلز کمپنی کی ویب سائٹ پر دستا ب ہے اور کیو آر کوڈ کے ذریعے شیئرنگ کے لئے شائع کیا گیا ہے۔

اس کام کے لئے کمپنی نے سالانہ اجلاس عام منعقدہ 08 اپریل 2024 میں سٹئر ہولڈرز کی منظوری حاصل کر لی ہے۔ مزید، ممبرز کو مطلع کیا جاتا ہے کہ کمپنیز ایکٹ 2017 کے سیکشن(6) 223 اور 743 کی رو سے جس میں آڈٹ شدہ مالیاتی اسٹیٹمنٹس اور اجلاس کے نوٹس کی بذریعہ ای میل الیکٹرونک فارمیٹ میں سرکولیشن کی اجازت دی ہے، وہ ای میل کے ذریعے ان کو بھیج دیا گیا ہے جن کے ای میل ایڈریس ممبرز کے کمپنی کو فراہم کردیئے ہیں اور ای میل کے ذریعے کاپیاں وصول کرنے کی رضامندی کی ضرورت نہیں ہے۔

ممبرز ہارڈ کاپی کے حصول کے لئے درخواست دے سکتے ہیں جو ان کو بلا قیمت ، ایک ہفتے کے اندر فراہم کردی جائے گی اگر کمپنی کے ویب سائٹ پر ممبرز کی جانب سے معیاری درخواست فارم دستیاب ہوا۔

## درخواست برائے ترسیل سالانہ رپورٹ اور نوٹسیز

دی شیئر رجسٹرار

فیمکو شیئر رجسٹریشن(پرائیوٹ) لمیٹڈ

ایف-8، نزد ہوٹل فاران، نرسری، بلاک-6

پی ای سی ایچ ایس، شاہراہ فیصل

کراچی کو جمع کرا دیں۔

عزیز محترم

میں بذریعہ ہذا آپ سے درخواست کرتی/کرتا ہوں کہ بکسٹ پاکستان لمیٹڈ کی سالانہ رپورٹ اور نوٹسیز برائے 2024 کمپنیز ایکٹ 2017 کے تحت میرے درج ذیل ڈاک/ای میل ایڈریس پر ارسال کئے جائیں۔

(شیئر ہولڈرز کا ڈاک/ای میل ایڈریس)

مذکورہ بالا ڈاک/ای میل ایڈریس کمپنیز ایکٹ 2017 کے سیکشن 119 کے تحت تیار کردہ ممبران کے رجسٹر میں ریکارڈ کر لیا جائے میں کمپنی اور اس کے شیئر رجسٹرار کو اپنے ایڈریس میں کسی بھی تبدیلی کے بارے میں فوری طور پر اطلاع کردوں گا/گی۔

منجانب

(دستخط)

شیئر ہولڈر کا نام

فولیو نمبر:

(فزیکل شیئر ہولڈنگ کی صورت میں)

سی ڈی سی اکاؤنٹ نمبر:

نوٹ: انفرادی سی ڈی سی اکاؤنٹ ہولڈرز کو اس درخواست فارم کے ساتھ اپنے کمپیوٹر انٹرنیٹ ذریعہ (سی این آئی سی) کی کاپی جمع کرانی ہوگی۔



## اطلاع برائے 57واں سالانہ اجلاس عام

ذریعہ ہذا مطلع کیا جاتا ہے کہ بکسٹ پاکستان لمیٹڈ (سابقہ سنوفی ایونٹس پاکستان لمیٹڈ) کا 57 واں اجلا س عام منگل 8 اپریل 2025کو صبح 9:30 بجے مقام آڈیٹوریم، انسٹی ٹیوٹ آف چارٹرڈ اکائونٹنٹس آف پاکستان ، چارٹرڈ اکائونٹنٹس ایوینیو، کلفٹن کراچی میں اور ورچوئل طور پر ویڈیو کانفرنس کی سہولت کے ذریعے درج ذیل امور کی انجام دہی کےلئے منعقد ہوگا۔

**عمومی امور**

(1) کمپنی کے 56ویں سالانہ اجلاس عام منعقدہ 08 اپریل 2024کے منٹس کی توثیق کرنا۔

(2) کمپنی کے آڈٹ شدہ مالیاتی اسٹیٹمنٹس برائے سال مختتمہ 31دسمبر2024 مع چیئرمین کا جائزہ، ڈائریکٹرز اور آڈیٹرز کی رپورٹس وصولی غوروخوص اور منظوری دینا۔

کمپنیز ایکٹ 2017 ('ایکٹ')کے سیکشن 223(6)کے تحت مطلوب اور اے جی ایم منعقدہ 08 اپریل 2024 میں کمپنی کے شیئر ہولڈرز سے منظورشدہ، کمپنی کے سالانہ آڈٹ شدہ مالیاتی اسٹیٹمنٹس کمپنی کی ویب سائٹ پر اپ لوڈ کردیے گئے ہیں جو درج ذیل لنک اور/یا کیو آر کوڈ کے ذریعے ڈائون لوڈ کئے جاسکتے ہیں۔



<https://hoechst.com.pk/investors/financial-reports>

(3) سال مختتمہ 31دسمبر2024 کے لئے حتمی منافع منقسمہ کی 110.00 روپے (1,100%)برائے 10 روپے والے فی عمومی شیئر کی شرح سے ادائیگی پر غوراورمنظورکرنا، جس کی سفارش بورڈآف ڈائریکٹر نے کی ہے۔ یہ اس عبوری منافع منقسمہ بحساب 25.00روپے (25%)فی شیئرکے علاوہ ہے جو سال کے دوران میں پہلے ہی ادا کیا جا چکا ہے۔

(4) سال 2025کےلئے کمپنی کے بیرونی آڈیٹرز کا تقرر کرنا اور ان کا مشاہرہ مقررکرنا۔ موجودہ آڈیٹرزمیسرز اے ایف فرگوسن اینڈ کمپنی (چارٹرڈ اکائونٹنٹس)نے اہل ہونے کی بناء پر بطور آڈیٹرز تقرر کی رضامندی ظاہر کی ہے اور بورڈ آف ڈائریکٹرزنے ان کے تقرر کی سفارش کی ہے۔

**دیگر امور**

(5) چیئر کی اجازت سے کسی دوسرے امر کی انجام دہی۔

کراچی

بتاریخ18مارچ،2025ء

**ویڈیو کانفرنسنگ کی سہولت کے ذریعے سالانہ اجلاس عام کی کارروائی میں شرکت**

سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان ("ایس ای سی پی ") نے اپنےوقتا فوقتا جاری ہونے والے سرکلرز میں لسٹڈ کمپنیز کو ہدایت دی ہے کہ وہ سالانہ اجلاس عام ذاتی طور پر منعقد کرنے کے ساتھ ورچوئل بھی منعقد کریں۔ کمپنی نے اپنے شیئربولڈرزکو اے جی ایم میں شرکت کی مزید سہولت فراہم کرنے کےلئے درج ذیل انتظامات کئے ہیں:

اے جی ایم میں ورچوئلی شرکت کےخوابشمند شیئربولڈرز سے درخواست ہے کہ وہ اپنے کوائف جس میں اپنا نام،فولیو نمبر اور ای میل پتہ درج ہو مورخہ 04 اپریل 2025کو کاروباری اوقات کے اختتام تک اس مقرر کردہ ای میل پتے [shares.desk@hoechst.com.pk](mailto:shares.desk@hoechst.com.pk) پر خود کو رجسٹر کروالیں۔لاگ ان کی تفصیلات اور اے جی ایم میں شرکت کےلئے رجسٹرڈ شیئربولڈرز کو رسپونس ای میل کے ذریعے فراہم کردیا جائے گا۔ شیئر ہولڈرز ز کواے جی ایم کے ایجنڈا آئٹم سے متعلق اپنا تبصرہ'تجاویزدرج بالا ای میل پتہ پر اسی تاریخ کو بھیجنے کی حوصلہ افزائی کی جاتی ہے۔

**نوٹ:**

1۔ کمپنی کی شیئر ٹرانسفر بکس بدھ 02 اپریل 2025سےمنگل 08اپریل 2025تک (بشمول دونوں ایام ) بند رہیں گی۔ کمپنی کے شیئر رجسٹرار، میسرز فیمکو شیئر رجسٹرار سروسز (پرائیویٹ) لمیٹڈ کے دفتر 8 ایف، متصل ہوٹل فاران، نرسری ، بلاک 6، پی ای سی ایچ ایس ، شارع فیصل ، کراچی منگل یکم اپریل 2025 کوکاروباری اوقات کے اختتام تک موصول ہونے والے ٹرانسفرز یا سی ڈی سی ضابطوں کے مطابق، سینٹرل ڈپازٹری سسٹم میں اپ ڈیٹ کئے گئے ٹرانسفرزٹرانسفریز کی اہلیت کے مقصد کےلئے بروقت تصور ہونگے۔

2۔ کوئی ممبر جو اجلاس میں شرکت کرنے اور ووٹ دینے کا اہل ہے، اپنی جگہ کسی دوسرے فرد کو اجلاس میں شرکت کرنے، بولنے اور ووٹ دینے کےلئے اپنا پراکسی مقرر کرسکتا/سکتی ہے۔ پراکسی کے تقررکی دستاویز لازمی طور پر اجلاس کے وقت سے کم از کم 48 گھنٹے قبل کمپنی کے رجسٹرڈ دفتر میں جمع کرادی جائیں۔

3۔ فزیکل شیئرز کے حامل شیئربولڈر کو اصل سی این آئی سی اور/یا شیئربولڈرز(ز) کے سی ان آئی سی کا پی ، جس کی پراکسی(ز) اس کے پاس ہوں، لانا لازمی ہے۔ ایسے ہولڈرز(ز)کو بغیر سی این ائی سی کے اے جی ایم میں شرکت کرنے اور/یا شیئربولڈرز/ممبرزکے رجسٹر پر دستخط کرنے کی اجازت نہیں ہوگی۔

4۔ سی ڈی سی اکائونٹ ہولڈر اور سب اکائونٹ ہولڈرزکو، جن کی رجسٹریشن کی تفصیلات شیئر بک ڈیپٹلز رپورٹ میں دستیاب ہیں، اپنا متعلقہ اصل کمپیوٹرائزڈ قومی شناختی کارڈ (سی این آئی سی) یا اصل پاسپورٹ سالانہ اجلاس عام میں شرکت کے وقت شناخت کےلئے پیش کرنا ہوگا۔ ایسے اکائونٹ ہولڈرز اور سب اکائونٹ ہولڈرز کو اپنی متعلقہ شرکت کی آئی ڈی کا نمبر اور سی ڈی سی اکائونٹ نمبرلانا ہوگا/معلوم ہونا چاہئیے اور پراکسی کی صورت میں اپنے سی این آئی سی یا پاسپورٹ کی تصدیق شدہ کاپی منسلک کرنا ہوگی۔کارپوریٹ ممبر(ز)کے نمائندے (نمائندوں) کوہوہوڈ کی قرارداد/ پاورآف اٹارنی اور/باسیکورٹی اینڈ ایکسچینج کمیشن آف پاکستان (ایس ای سی پی )کی جانب سے جاری کردہ سرکلر نمبر 1، بتاریخ 28 جنوری 2000کے تحت ایسے مقصد کےلئے درکار دستاویزساتھ لانا لازمی ہے۔ پراکسی فارم کمپنی کی ویب سائٹ [www.hoechst.com.pk](http://www.hoechst.com.pk) پر بھی دستیاب ہے

**ڈیویڈنڈ کی آمدنی پر ودہولڈنگ ٹیکس**

برائے مہربانی مزید نوٹ فرمالمیں کہ انکم ٹیکس آرڈیننس 2001کے سیکشن 150کے تحت اور فنانس ایکٹ 2020 کی پیروی میں، ڈیویڈنڈ کی آمدنی پر قانون کے مطابق انکم ٹیکس کی کٹوتی ہوگی جو فعال ٹیکس گزاروں کی فہرست (اے ٹی ایل) میں شامل ہونے والے اور نہ شامل ہونے والوں کےلئے علیحدہ ہوگی۔ فیڈرل بورڈ آف ریونیو(ایف بی آر) کی جانب سے موصول ہونے والی وضاحت کے مطابق ودہولڈنگ ٹیکس کا تعین پرنسپل شیئربولڈرز کے فعال /غیر فعال ہونے کی بناء پر نیز جوائنٹ اکائونٹ ہونے کی صورت میں جوائنٹ ہولڈرز(ز)کے لئے ان کے شیئر ہولڈنگ کے تناسب سے کیا جائے گا۔

اس سلسلے میں تمام جوائنٹ شیئر ہولڈرز سے درخواست ہے کہ ہمارے شیئر رجسٹرار کو درج ذیل کے مطابق تحریری طور پر پرنسپل شیئربولڈر اور جوائنٹ ہولڈر (ز)کے شیئربولڈنگ کے تناسب سے اکاہ کریں جو ان کے پاس موجود شیئرز کے لحاظ سے ہو۔

کمپنی کا نام	فولیو سی ڈی ایس اکائونٹ نمبر	کل شیئرز	پرنسپل شیئر ہولڈر		جوائنٹ شیئر ہولڈر
			نام اور سی این آئی سی نمبر	شیئر ہولڈنگ کا تناسب	نام اور سی این آئی سی نمبر

ا۔ مطلوبہ معلومات ہمار ے شیئر رجسٹرار کو یکم اپریل 2025 تک پہنچا دیں ورنہ یہ تصور کیا جائے گا کہ پرنسپل شیئربولڈر اور جوائنٹ ہولڈرکے پاس برابر برابر کی تعداد میں شیئرز ہیں اور اسی کے مطابق ٹیکس کی کٹوتی کرلی جائے گی۔

ب۔ لہذا شیئر ہولڈرز سے درخواست ہے کہ برائے مہربانی فعال ٹیکس گزاروں کی فہرست میں اپنا اسٹیٹس چیک کریں جو ایف بی آر کی ویب سائٹ (<http://www.fbr.gov.pk>) پر دستیاب ہے اور اس کی بھی تسلی کرلیں کہ ان کے سی این آئی سی / پاسپورٹ نمبر شریک/انویسٹر اکائونٹ سروسز کے پاس یا شیئرجسٹرار کے پاس (فزیکل شیئر ہونے کی صورت میں) کے ریکارڈ میں موجود ہیں۔ کارپوریٹ ادارے (غیر افرادی شیئر ہولڈرز) کو اطمینان کرنا چاہیے کہ ان کے نام اور نیشنل ٹیکس نمبر(این ٹی این) ایف بی آر کی ویب سائٹ پر اے ٹی ایل پر دستیاب ہیں اور متعلقہ شریک /انویسٹر اکائونٹ سروسز کے ریکار ڈ میں اور فزیکل شیئربونے کی صورت میں کمپنی کے شیئر رجسٹرار کے پاس موجود ہیں۔

ج۔ ڈیویڈنڈ کی آمدنی پر انکم ٹیکس سے استثنی صرف اسی صورت میں ہوگا جب کارآمد ٹیکس سے استثنی سرٹیفکیٹ کی کاپی یکم اپریل 2025 تک کمپنی کے رجسٹرار کو پیش کردی جائے۔

د۔ غیر رہائشی شیئر ہولڈرز(ز) کو ڈیویڈنڈ پر ٹیکس کی کٹوتی کے سلسلے میں رہائشی اسٹیٹس کے تعین کےلئے انکم ٹیکس آرڈیننس کے سیکشن82 میں درج تعریف کے تحت انڈرٹیکنگ کی ڈکلریشن مع کارآمد پاسپورٹ کی کاپی کمپنی کے شئر رجسٹرار فیمکوشیئررجسٹرار سروسز(پرائویٹ)لمیٹڈکے پاس جمع کرانا ہوگی یا بذریعہ ای میل یکم اپریل 2025 تک ان کے پتے [info.shares@famcosrs.com](mailto:info.shares@famcosrs.com) پر بھیجنا ہوگی۔ ممبرز اپنا ڈکلریشن معیاری فارمیٹ کے مطابق بھیج سکتے ہیں جو رجسٹرار یا کمپنی کی درج ذیل ویب سائٹس پر دستیاب ہے:

[www.famcosrs.com](http://www.famcosrs.com)

[www.hoechst.com.pk](http://www.hoechst.com.pk)

**سالانہ اجلاس عام کے لیے قانونی ضابطہ اخلاق**

ممبرز سے درخواست ہے کہ اے جی ایم میں کمپیز ایکٹ 2017کے سیکشن 215 اور کمپنیز ریگولیشنز 2024کے ریگولیشن 55 کے مطابق قانونی ضابطہ ء اخلاق کی پابندی کریں، جس کی رو سے شیئر ہولڈرز کو فیصلوں کےلئے انتظامیہ پر دہائو ڈالنے یا ان تک براہ راست رسائی حاصل کرنے کی اجازت نہیں ہےجس سے انتظامیہ کے کاموں کی درست طور پر ادائیگی میں رکاوٹیں پیدا ہوتی ہیں۔ جیسا کہ ان پروویژنزمیں درج ہے، شیئر ہولڈرز کوئی ایسا مٹیریل ساتھ نہیں لائیں گے جو شرکاء کے لئے یا اس جگہ کے لئے ، جہاں اے جی ایم منعقد ہو، خطرے کا باعث ہو اور خود کو ایجنڈا آئٹمز تک محدود رکھیں گے جو اے جی ایم نوٹس میں درج ہے اور نہ ہی ایسا رویہ اختیار کریں گے جو ان کے سیاسی تعلق کو ظاہر کرے۔ اس کے علاوہ کمپنیز ایکٹ 2017کے سیکشن 185کے تحت کمپنی کو اپنے اس اجلاس میں اپنے شیئر ہولڈرز کو کسی بھی شکل میں تحائف تقسیم کرنے کی اجاز ت نہیں ہے۔

**نقد منافع منقسمہ کی الیکٹرونک ذریعے سے ادائیگی (لازمی)**

کمپنیز (ڈسٹری بیوشن آف ڈیویڈنڈ) ریگولیشن 2017 کی رو سے شیئربولڈرز کو ہدایت کی جاتی ہے کہ اپناشناخت نمبر/ کمپیوٹرائزڈ قومی شناختی کارڈ (سی این آئی سی ) نمبر اور انٹرنیشن بینک اکائونٹ نمبر(آئی بی اے این) کی تفصیلات، اگر انہوں نے پہلے ہی ہمارے شیئر رجسٹرار کو فراہم نہ کی ہوں (اگر شیئر فزیکل شکل میں ہیں)ان کے درج بالا پتے کے دفتر میں یا متعلقہ شرکاء/بروکر کو(اگر شیئرز سی ڈی ایس اکائونٹ میں ہیں)کو فراہم نہ کی ہوں۔ ایسی معلومات و صول نہ ہونے کی صورت میں، کمپنی ڈیویڈنڈ کی ادائیگی روکنے پر مجبور ہوگی۔

شیئر ہولڈرز کی سہولت کےلئے ای ڈیویڈنڈ مینڈیٹ فارم کمپنی کی اس ویب سائٹ پر دستیاب ہے

[www.famcosrs.com](http://www.famcosrs.com)

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**سی این آئی سی اور/این ٹی این کی کاپی جمع کرانا لازمی**

SECP کی ہدایات کے سلسلے میں ، بشمول ایس آر او 831(1)/2012 اور دیگر متعلقہ ضوابط، الیکٹرونک ڈیویڈنڈ کی پروسیسنگ کےلئے ،شیئر ہولڈرز کو اپنا سی این آئی سی نمبر فراہم کرنا ضروری ہے، سوائے چھوٹا بچہ اور کارپوریٹ شیئربولڈرز ہونے کی صورت میں۔

کمپنیز (ڈسٹری بیوشن آف ڈیویڈنڈ) ریگولیشنز 2017 اور کمپنیز ایکٹ 2017کے سیکشن 243(3کے مطابق شیئربولدرز یا مجاز فرد کی شناخت نمبر (سی این آئی سی یا این ٹی این نمبر ) کی عدم دستیابی یا جو بھی صورت ہو، کمپنی ان شیئربولڈرز کو ڈیویڈنڈ کی ادائیگی روکنے کی پابند ہوگی۔

اسی کے مطابق جن ممبرز نے انفرادی حیثیت میں اپنے کارآمد سی این آئی سی کی کاپی کمپنی کے شیئرجسٹرار کو فراہم نہیں کی ہے، ان سے ایک مرتبہ پھر درخواست ہے کہن اپنے سی این آئی سی کی کاپی جلد از جلد براہ راست کمپنی کے شیئر رجسٹرار کو فیمکو شیئر رجسٹریشن سروسز ( پرائیویٹ) لمیٹڈ، 8 ایف، متصل ہوٹل فاران، نرسری، بلاک 6، پی ای سی ایچ ایس ، شارع فیصل کراچی کو بھیج دیں۔کاروریٹ اداروں سے درخواست ہے کہ اپنے نیشنل ٹیکس نمبر(این ٹی این) اور فولیو نمبر مع مجاز نمائندہ کے سی این آئی سی کی کاپی فراہم کردیں۔

**زکوٰۃ کی کٹوتی**

زکوٰۃ کی کٹوتی سے استثنی حاصل کرنے کےئے ، شیئربولڈرزسے درخواست ہے کہ زکوٰۃ ڈکلریشن فارم "سی زیڈ50" کی نوٹرائزڈ کاپی -/50 روپے کے این جے ایس پی پر شیئر رجسٹرار کو بھیجیں۔شیئرز کے اسکرپ لیس ہونےکی صورت میں، زکوٰۃ ڈکلریشن فارم "سی زیڈ50"اپنے شرکاء/انویسٹراکائونٹ سروسز کے ذریعے شیئئر ہولڈر کے سی ڈی سی اکائونٹ میں لازمیر پر اپ لوڈ کریں۔ غیر مسلم شیئر ہولڈرز کو بھی (فارمیٹ کمپنی کی ویب سائٹ پردستیاب ہے) شیئرز کے فزیکل ہونے کی صورت میں، کمپنی کے شیئرجسٹرار کے پاس یا شیئرز کے اسکرپ لیس فارم میں ہونے کی صورت میں سی ڈی سی شرکاء/انویسٹر اکائونٹ سروسزکے پاس جمع کرانا ہوگا۔ زکوٰۃ کی کٹوتی سے کوئی استثنی نہیں دیا جائے گا جب تک ہر لحاظ سے مکمل درج بالا دستاویزات،درج بالا کے مطابق جمع نہ کرٹی گئی ہو۔

اپنے تنوع اور شمولیت کی خواہش کے حصول کےلئے کمپنی نے درج ذیل اقدامات کئے ہیں:

★ اس بات کو یقینی بنایا گیا ہے کہ بورڈ کی تشکیل شدہ باڈی، کمپنی کی حکمت عملی کی ضرورت کے مطابق ہنر، تجربے، علم، نظریّے اور صنف کے درست توازن پر غور کرتی ہے۔

★ ایک ایسا کلچر پروان چڑھایا ہے جو ہر سطح پر اسٹاف کے درمیان اقدار، تنوع کو فروغ دیتا ہے۔

★ پالیسی کے مطابق مربوط تنوع اور شمولیت کے اہداف ہماری حکمت عملی کے پلان میں موجود ہیں۔

★ کمپنی کے اندر صنف کے لحاظ سے تنخواہ کے فرق خواتین ملازمین کی صلاحیتوں کی ڈیولپمنٹ ، کام کا سازگار ماحول ،میٹرنٹی کی بہتر چھٹیاں، عدم ہراسگی اور اسپیک اپ پالیسی اور فورمز کا جائزہ لیا گیا ہے نیز خصوصی کمیٹی ہراسگی کی شکایات کی نگرانی کرتی ہے۔

★ اس بات کو یقینی بنایا گیا ہے کہ تنوع کے اہداف سینئر مینیجمنٹ کی بنیادی کارکردگی کے اشارئیے (کے پی آئیئر) کا حصہ ہیں۔

★ ان خواتین ممبرز کی حوصلہ افزائی کی جاتی ہے جو انتظامی عہدے پر فائز ہیں کہ وہ سینئر مینیجمنٹ یا ایگزیکٹیو سطح کی پوزیشنز حاصل کریں اور اپنی کارکردگی کی بنیاد پر اضافی ذمہ داری اٹھائیں۔ اس سے کمپنی کے کلچر اور تنوع اور شمولیت کی پبلک امیج کو دوبارہ نافذ ہونے میں مدد ملے گی اور اس طرہ کمپنی ہر سطح پر ان کی بہترین صلاحیتوں کو برقرار رکھنے اور ابھارنے کا موقع ملے گا۔

#### اجتماعی سماجی ذمہ داری

کمپنی ملک بھر میں لوگوں کی زندگی کو بہتر سے بہتربنانے کےلئے کمیونٹیز کے ساتھ تعاون اور اشتراک کی ایک طویل تاریخ رکھتی ہے۔ کمپنی تسلیم کرتی ہے کہ اجتماعی سماجی ذمہ داری (سی ایس آر) کے اقدامات کمیونٹیز پر مثبت اثرات مرتب کرتے ہیں۔

سال کےدوران میں منعقد ہونے والی سی ایس آر سرگرمیوں کی تفصیلات سالانہ رپورٹ میںدی گئی ہیں۔

#### ماحولیات، صحت اور تحفظ

کمپنی ماحولیات، صحت اور تحفظ (ای ایچ ایس) کے اعلی معیار کو برقرار رکھنے کےلئے پر عزم ہے۔ کمپنی ایچ ایس ای کے بہترین معمولات کی پیروی کو یقینی بناتی ہے اور اس سلسلے میں باقاعدہ تربیتی پروگرام جاری رہتے ہیں اور کمپنی کی حدود کے اندر اور باہر خطرات اور خدشات کی شناخت اور اس کے تدارک پر توجہ مرکوز رکھی جاتی ہے ۔ سال کے دوران میں انجام پانے والے اقدامات میں سولر انرجی پروگرام پر عمل درآمد، پلاسٹک کے استعمال میں نمایاں کمی، اس کی جگہ وئیر ہائوس میں پیلیٹس کو بچانے کےلئے دوبارہ قابل استعمال بیلٹس کا استعمال، ایمرجنسی میں کام کی جگہ سے باہر نکلنے کےلئے باقاعدہ مشقیں، ایمپلائز کی سالانہ میڈیکل اسکریننگ اور تحفظ کی تربیتی مشقوں کا انعقاد شامل ہیں۔

کمپنی نے 15.2ملین محفوظ مین آوزز حاصل کرلیا، یعنی 2024تک حادثاتی نقصان (ایل ٹی آئی) کا واقعہ نہیں پیش آیا نہ ایسی اطلاع موصول نہیں ہوئی۔

پیکيجز گروپ کے حصے کے طور پر ہمارا پائیدار کا عزم ہماری کارپوریٹ اخلاقیات میں بھرپور طور پر شامل ہے اور ہماری تجدید شدہ پایداری کی حکمت عملی سے ہم آہنگ ہے جو ای ایس جی کے اصولوں سے جڑی ہے۔ گروپ کے مشن “Creating a Better Tomorrow” عالمی اشتراک کے ساتھ گہرا مخلصانہ تعلق ہے اور ہمارے متعلق مثبت تاثر کو بڑھانے میں کوشاں ہے جبکہ کسی بھی معکوس تاثر کو دانشمندی کے ساتھ کم سے کم کرتی ہے۔

ہمارے پروڈکشن کے پروسیسز باکفایت انرجی ٹیکنالوجی اور ضیاع میں کمی سے جڑے ہیں، جنس سے مزید پائیدار مینوفیکچرنگ کے اقدامات کی تخلیق ہوتی ہے۔ہم نے پائیدار ی کے عزم کو تازہ رکھنے کےلئے درج ذیل اقدامات اٹھائے ہیں جیسا کہ سالانہ رپورٹ کے ای ایس ایچ سیکشن میں واضح کیا گیا ہے۔

- انرجی مینیجمنٹ
- سولر جنریشن
- واٹر مینیجمنٹ
- جی ایچ جی مینیجمنٹ

ہماری گروپ سسٹین ایبلٹی کمیٹی بھی موجود ہے جو گروپ کمپیز کے پائیداری سے متعلق خدشات اور مواقع کی نگرانی کرتی ہے اور جائزہ لیتی ہے نیز تنوع، ایکوٹیٹی اور شمولیت (ڈی ای اینڈ آئی) پریکٹسز، متعلقہ پائیدار ی سے متعلق قوانین کی پیروی کی نگرانی کرتی

ہے اور اس کے مناسب اظہار پر غور کرتی ہے۔کمپنی کی ٹرمز آف ریفرنس میں گروپ کے آپریشنز کا احاطہ کیا گیا ہےاور کارپوریٹ ویلیو میں اضافہ کےلئے یہ گروپ کمپنیز کو پائیداری کے اصولوں کو اپنی متعلقہ حکمت عملی اور آپریشنز پر مشورے دیتا ہے۔

#### ذیلی اداروں کی تشکیل

بورڈ آف ڈائریکٹرز نے 24اپریل 2024 کو منعقد ہونے والی اپنی میٹنگ میں کل ملکیتی ملکی ذیلی ادارے کی تشکیل کی منظوری دی جو لاگو ضوابط کی منظوریوں کے ساتھ صحت اور نیوٹراسیوٹیکل پروڈکٹس کی مینوفیکچرنگ اور ڈسٹری بیوشن کے کاروبارکی ذمہ داری سنبھالے گی۔اس کے مطابق کمپنی نے”H-Pack Wellness (Private) Limited“ کے نام سے کل ملکیتی ذیلی ادارہ قائم کیا ہے۔

#### اجتماعی اور مالیاتی رپورٹنگ فریم ورک

- کمپنی کی انتظامیہ جانب سے تیارکردہ مالی گوشواروں میں کمپنی کے معاملات، آپریشنز کے نتائج، نقد رقوم کے بہاؤ اور ایکویٹی میں تبدیلی کودرست اور شفاف طور پرپیش کیا گیا ہے۔
- کمپنی کےکھاتے کی کتابوں کو مناسب طریقے سے رکھا گیا ہے۔
- مالیاتی اسٹیٹمنٹ اور اکاؤنٹنگ کے تخمینے کی تیاری میں درست اکاؤنٹ پالیسز لاگو کی گئی ہیں اور اکاؤنٹس کی پالیسیز موزوں اورمحتاط فیصلوں پر مبنی ہیں
- مالیاتی اسٹیٹمنٹس، پاکستان میں لاگو انٹرنیشنل فنانشیل رپورٹنگ اسٹینڈ رڈ ز کی بنیاد پر تیار کئے گئے ہیں۔
- اندرونی کنٹرول کا نظام اپنی ساخت میں مستحکم ہے اور موثر طور پر نافذالعمل ہے اور اس کی نگرانی کی جاتی ہے۔

- کاروبارکو موجودہ صورتحال جاری رکھنے میں کمپنی کی صلاحیت پر کوئی شک و شبہ نہیں ہے۔
- لسٹڈ کمپنرز(کوڈآف کارپوریٹ گورننس) ریگولیشنز2019میں درج تفصیل کے مطابق کارپوریٹ گورننس کے بہترین معمولات سے کوئی مادی اعراض نہیں کیا گیا ہے۔
- گزشتہ سال کے کمپنی کے کاروباری عمل کےنتائج میں ہونے والی نمایاں تبدیلیوں کی تفصیلات مع ان کی وجوہات سالانہ رپورٹ میں درج ہیں۔
- گزشتہ چھ سال کا کلیدی آپرینگ اور فنانشل ڈیٹا صفحہ 31 تا 39 پر درج ہے۔
- پراویڈنٹ اور گریجویٹی فنڈز کی سرمایہ کاری کی قدر مطابق 31دسمبر2024(غیر آڈٹ شدہ) درج ذیل ہے:

#### تفصیلات

- پراویڈنٹ فنڈ 827,663
- گریجویٹی فنڈ 794,200
- واجب الادا ڈیوٹیز، قانونی چارجز اور ٹیکس، اگر کوئی ہیں، مالیاتی اسٹیٹمنٹس میں ظاہر کئے گئے ہیں۔

★ ڈائریکٹرز اور ان کے شریک حیات کے کمپنی کے شیئ ر کی تجارت کی تفصیل درج ذیل ہے:

- جناب امتیاز حسین لالی والا نے 20 شیئرز خریدے۔
- سید انیس احمد شاہ 20 شیئرز خریدے۔
- جناب محمد سلمان برنی نے 20 شیئرز خریدے۔
- مس سعدیہ نوید نے 20 شیئرز خریدے۔

چیف ایگزیکٹیو آفیسر، چیف فنانشل آفیسر ، کمپنی سیکرٹری اور ایگزیکٹیز ز نے سال کے دوران میں کمپنی کے کسی شیئر کی خریداری نہیں کی۔

#### متعلقہ پارٹی سے لین دین

کمپنیز ایکٹ 2017کے سیکشن 208 ، کمپنیز۔(ریلیٹڈ پارٹی ٹرانزیکشن ایند مینٹنس آف ریلیٹڈ ریکارڈز) ریگولیشنز 2018 کے مطابق، کمپنی نے:

ا) متعلقہ پارٹی کے ساتھ لین دین کی ایک پالیسی تیارکی ہے ، جس کی بورڈ نے باقاعدہ منظوری دی ہے۔

ب)متعلقہ پارٹیز کے ساتھ لین دین کےلئے شرائط کو’آرمز لینتھ ٹرانزیکشن‘کا عنوان دیا گیا ہے۔

ج) متعلقہ پارٹی کے ساتھ لین دین کی منظوری کےلئے درکار مختصر معلومات کو بورڈ پیبرز میں ڈائریکٹرزکےلئے ظاہر کیا گیا ہے اور اس کو سرکولٹ کیا گیا ہے۔

سال 2024میں کئے گئے تمام متعلقہ پارٹیز کے لین دین کو جائزہ اور منظوری کےلئے آڈٹ کمیٹی اور بورڈ کے سامنے پیش کیا گیا۔ آڈٹ کمیٹی نے ان لین دین کا باقاعدہ جائزہ لیا اوربورڈ نے متعلقہ اجلاس میں اس کی منظوری دی۔یہ تمام لین دین ’آرمز لینتھ کی بنیاد پر‘ کی گئیں جو بورڈ کی منظورکردہ ٹرانسفر پرائسنگ پالیسی کےمطابق ہے۔کمپنی نے

ایسی تمام لین دین کا ریکارڈ مع شرائط و ضوابط محفوظ رکھا ہے۔ مزید تفصیلات کےلئے برائے مہربانی مالیاتی اسٹیٹمنٹس کا نوٹ33ملاحظہ کریں۔

#### اخلاقیات اور تعمیل

تعمیل ہماری کمپنی کے کاروباری عمل کا لازمی حصہ ہے جو ہمارے ضابطہ ء اخلاق میں شامل ہے۔ ضابطہ کو تمام ملازمین تک پہنچایا جاتا ہے اور یہ اردو اور انگریزی دونوں زبانوں میں دستیاب ہے۔ اخلاقی اصولوں کی ٹریننگ اور تعمیل کے تمام ملازمین کےلئے لازمی ہے جبکہ ملازمین کی خصوصی کیٹگریز کو اضافی خصوصی ٹریننگ بھی دی جاتی ہے۔

#### بورڈ آف ڈائریکٹرز کی تشکیل

بورڈ میں 9 ڈائریکٹزز (بشمول 2 خواتین ڈائریکٹرز) ، 3 خودمختار ڈائریکٹرز، 5 نان ایگزیکٹیز اور ایک ایگزیکٹیوڈائریکٹر پر مشتمل ہے۔

کینگری	تعداد	نام
خودمختار ڈائریکٹر(مرد)	2	جناب امتیاز احمد حسین لالی والا <p>سید انیس احمد شاہ</p>
خودمختار ڈائریکٹر(خاتون)	1	محترمه سعدیہ نوید
نان ایگزیکٹیو ڈائریکٹر(مرد)	4	سید بابرعلی <p>سید حیدر علی</p> <p>جناب ارشد علی گوہر</p> <p>جناب محمد سلمان برنی</p>
نان ایگزیکٹیو ڈائریکٹر (خاتون)	1	محترمه اقرا سجاد
ایگزیکٹیو ڈائریکٹر (سی ای او)	1	جناب سجاد افتخار

سال 2024 میں بورڈآف ڈائریکٹرز کے چھ اجلاس ہوئے ،یر ڈائریکٹر کی حاضری کی تعداد درج ذیل ہے

نمبرشمار	ڈائریکٹروں کے نام	اجلاسوں کی تعدادجن میں شرکت کی گئی
	سید بابر علی	5
	سید حیدر علی	6
	ارشد علی گوہر	6
	امتیاز احمد لالی والا	6
	سید انیس احمد شاہ	6
	محمد سلمان برنی	6
	سعدیہ نوید	4
	سجاد افتخار	6
	اقرا سجاد	6

جو ڈائریکٹرز اجلاس میں شرکت نہیں کرسکے ان کو غیر حاضری کی رخصت دی گئی۔

#### ڈائریکٹرز کا مشاہیرہ

کمپنی نان ایگزیکٹیزو ڈائریکٹرز اور خودمختار ڈائریکٹرز کو بورڈ کےاجلاس اور بورڈ کمیٹیوں کے اجلاس میں شرکت کےلئے معیاری فیس ادا کرتی ہے۔ بورڈ کی تعین کردہ فیس مارکیٹ کےمعمولات کے مطابق ہوتی ہے اور کسی لحاظ سے بھی اس سطح کی نہیں ہوتی جس کو ان کی خودمختاری پر سمجھوتہ سمجھا جائے۔

اس کے علاوہ بورڈ نے چیئر مین اور نان ایگزیکٹیزو ڈائریکٹرز کو ایک فیس کی ادائیگی کی منظوری دی ہے جو وہ اپنی معمول کی ڈیوٹی کے علاوہ انتظامیہ کو رہنمائی اور مشاورت فراہم کرنے کےلئے دی جاتی ہے۔ ڈائریکٹرز کو اد ا کی جانے والی فیس کی تفصیلات مالیاتی اسٹیٹمنٹ کے نوٹ 34میں درج ہیں۔

#### آڈٹ کمیٹی

بورڈ آڈٹ کمیٹی درج ذیل ممبران پر مشتمل ہے:

- ★ امتیاز احمد حسین لالی والا
- ★ سید انیس احمد شاہ
- ★ سعدیہ نوید
- ★ محمد سلمان برنی

#### انسانی وسائل اور معاوضہ کمیٹی

انسانی وسائل اور معاوضہ کمیٹی درج ذیل ممبران پر مشتمل ہے:

- ★ سعدیہ نوید
- ★ سید حیدرعلی
- ★ ارشد علی گوہر
- ★ امتیاز احمدحسین لالی والا
- ★ محمد سلمان برنی

#### شیئر ہولڈنگ کا طرز

کمپنیز ایکٹ 2017کے سیکشن 227 کے تحت شیئر ہولڈنگ کا طرز مع شیئر ہولڈرز کی کیٹگری مطابق 31دسمبر 2024 سالانہ رپورٹ کے صفحہ 102 پر درج ہے۔

#### آڈیٹرز

موجودہ آڈیٹرز میسرز اے ایف فرگوسن اینڈ کمپنی، چارٹرڈ اکاونٹنٹس ریٹائر ہوگئے ہیں اور انہوں نےخود کو دوبارہ تقرر کےلئے پیش کیا ہے ۔ انہوں نے انسٹی ٹیوٹ آف چارٹرڈ اکاونٹنٹس آف پاکستان(آئی سی اے پی) کی جانب سے تسلی بخش ریٹنگ حاصل کرنے کے ساتھ ساتھ انٹرنیشنل فیڈریشن آف اکاؤنٹنٹس (آئی ایف اے سی) کے ضابطہ اخلاق کی تعمیل کی تصدیق کی ہے جو کہ آئی سی اے پی کا معیار ہے ۔

آڈٹ کمیٹی کی تجویز پر بورڈ آف ڈائریکٹرز نےان کی 31 دسمبر 2025 کو ختم ہونے والے سال کے لئے کمپنی کے آڈیٹر کے طور پر دوبارہ تقرری کی سفارش کی ہے جو کہ باہمی متفقہ فیس پربوگی ۔

#### منافع منقسمہ

بورڈ آف ڈائریکٹرز نے سال مختتمہ 31دسمبر2024 کےلئے فی شیئر110روپے کے حساب سے حتمی نقد منافع منقسمہ کی سفارش کی ہے ۔ یہ اس 25 روپے فی شیئر عبوری نقد منافع منقسمہ کے علاوہ ہے جو سال کے دوران میں پہلے ہی ادا کیا جاچکاہے۔

#### مستقبل کا منظر نامہ

آنے والے سال کےلئے ہم اپنی استعداد میں اضافے کا عمل اور اپنی حکمت عملی کا جائزہ جاری رکھیں گے تاکہ ملکی اور عالمی مارکیٹس کی بدلتی ہوئی صورتحال کی مطابقت اور ہم آہنگی کو یقینی بنایا جاسکے۔آپ کی کمپنی صارفین کو اعلیٰ و معیاری پروڈکٹس بہم پہنچانے پر توجہ مرکوز رکھتی ہے اور اس کے ساتھ ساتھ جدت، بہتر استعداد،موثرقیمت کے اقدامات کے ذریعے منافع کو بڑھانے اور شیئر ہولڈرز کی آمدنی میں کو زیادہ سے زیادہ کرنے کیلئے بھرپور طور پر کوشاں ہے۔

#### اعتراف

بورڈ شیئر ہولڈرز کے آنے والے سالانہ اجلاس عام میں سال 2024کے دوران میں کمپنی کی کارکردگی کے بارے میں گفت و شنید کرے گی ۔ اس کے ساتھ کمپنی شیئر ہولڈرز کے بورڈ پر بھروسے اور اعتماد کے لئے شکرگزار ہے۔ بورڈ اپنے تمام شیئرہولڈرز کے مسلسل تعاون اور کمپنی پر اعتماد اور تعاون پران کا ممنون ہے۔ بورڈ خصوصی طور پر پرعزم ملازمین کی تدبئی اور پرخلوص کاوشوں پر بھی خراج تحسین پیش کرتا ہے جو کمپنی کو ترقی کی راہ پر گامزن رکھنے کا سبب ہے۔

### بحکم بورڈ

سجاد افتخار

### چیف ایگزیکٹیزو آفیسر

سید بابر علی

### چیئرمین

### کراچی

20 فروری،2025



## چیئرمین کی جائزہ رپورٹ

مجھے چیئرمین کی جائزہ رپورٹ برائے سال 2024 پیش کرتے ہوئے خوشی محسوس ہو رہی ہے۔ ہم بکسٹ میں اپنی بنیادی اقدار، دیانتداری، خیال رکھنے، قیادت، احترام اور جرات پر عمل پیرا ہوتے ہوئے لوگوں کی زندگیوں کو بہتر سے بہتر بنانے کے مقصد کے ساتھ مصروف عمل ہیں۔

کمپنی نے ٹاپ لائن میں 25% ترقی کا ہدف حاصل کرلیا جس سے ملازمین کی آگے بڑھنے کے جذبے اور پختہ عزم کا اظہار ہوتا ہے۔انتظامیہ کی جانب سے قیمتوں میں اصلاح اور استعداد کے اقدامات کے ساتھ ساتھ ریگولیٹرز کی جانب سے قیمتوں میں اضافے کی اجازت کی بناء پر کمپنی کوانتہائی اہم مالیاتی استحکام فراہم ہوا۔

آپ کی کمپنی نے لوگوں کو فائدہ پہنچانے کے اپنے عزم کے تحت پروڈکٹس کی دستیابی کو یقینی بنانےکےلئے سیلائی چین پارٹنرز کے ساتھ کئی اقدامات اٹھائے ہیں اور لوگوں کواس صورتحال سے تحفظ اور تعاون فراہم کیا جائے جو ان کی صحت کے لئے چیلنج ہیں۔

### مالیاتی کارکردگی کا جائزہ

کمپنی نے 2024 میں 26,748ملین روپے کی خالص فروخت حاصل کی جو گزشتہ سال کے مقابلے میں 25% سے زیادہ ہے جبکہ بہتر سورسنگ اور آپریشنل استعداد کے ذریعے مجموعی فروخت کا مارجن گزشتہ سال کے مقابلے 32% رہا۔سال 2024کےلئے کمپنی کو 1,857ملین روپے کا بعد از ٹیکس خالص منافع حاصل ہوا جوکہ گزشتہ سال 361ملین روپے تھا۔ یہ اضافہ آپریشنز کے اخراجات پر سخت کنٹرول، مستحکم زرمبادلہ کی شرح میں یکسانیت اور مستعد جاری سرمایہ کاری اور ٹریژری منیجمنٹ کے سبب حاصل ہوا۔

### بورڈ کے کام اور فیصلہ سازی

شیئر ہولڈرز کے نمائندہ ہونے کی حیثیت سے بورڈ انتظامات اور نگرانی کے امور انجام دیتا ہے۔ سال کے دوران میں بورڈ نے میری قیادت میں انتظامیہ سے قریبی تعلق کے ساتھ اس بات کو یقینی بنایا کہ مختلف جاری چیلنجز سے نمٹنے کےلئے تمام حکمت عملی، قانون اورضابطوں کی شرائط کے مطابق مرتب کی گئی ہیں اور حکمت عملی کے اہداف کے حصول کےلئے ضروری ہدایات بھی فراہم کی گئیں ۔

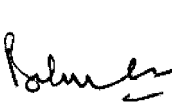
### بورڈ کی سالانہ کارکردگی کی جانچ

سال کے دوران میں بورڈ نے اس بات کو یقینی بنانے کی تمام کوششیں جاری رکھیں کہ تمام امور میں لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019کی پیروی کو یقینی بنایا جائے اور بہترین کارپوریٹ گورننس کی سختی سے پابندی اور عمل درآمد کو مضبوط تر کرنے اور فارما کے محتاط معمولات پر عمل درآمد کے کلچر کو فروغ دیا جائے ۔بورڈ نے سال مختتمہ 31دسمبر2024 کےلئے اپنی سالانہ از خود جانچ کا عمل مکمل کرلیاہے۔

سال کے لئے بورڈ کی مجموعی کارکردگی تسلی بخش تھی۔

### اعتراف

میں اپنے تمام شیئر ہولڈرز، کسٹمرز، بینکرز کے سال بھر مسلسل تعاون اور ہم پر اعتماد کا دل سے شکریہ ادا کرتا ہوں۔ میں بورڈ ممبرز، سی ای او اور تمام ملازمین کا ان کی قابل قدر معاونت اور آپ کی کمپنی کے ساتھ وفاداری کےلئے بھی بے حد ممنون ہوں۔



سید باہر علی

کراچی 20 فروری، 2025

## حصص داروں کے لئے ڈائریکٹرز کی رپورٹ

بورڈ آف ڈائریکٹرز ،ہونکسٹ پاکستان لمیٹڈ ۔(سابقہ سنوفی ایویئنٹس پاکستان لمیٹڈ) ("کمپنی)کی سالانہ رپورٹ مع کمپنی کے آڈٹ شدہ مالیاتی اسٹیٹمنٹس برائے سال مختتمہ 31دسمبر2024 پیش کرتے ہوئے خوشی محسوس کررہاہے۔ ڈائریکٹرز کی رپورٹ کمپنیز ایکٹ 2017کے سیکشن 227 اور لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019کے مطابق تیار کی گئی ہے۔

آپ کی کمپنی کا شمار پاکستان کی صف اول کی مستحکم ہیلتھ کیئر کمپنیز میں ہوتا ہے جو مریضوں کی ضروریات پر توجہ مرکوز رکھتی ہے اور معیاری دوائیں اور ویکسینزتیارکرنے ، ان کے فروغ اور فروخت میں مصروف عمل ہے۔

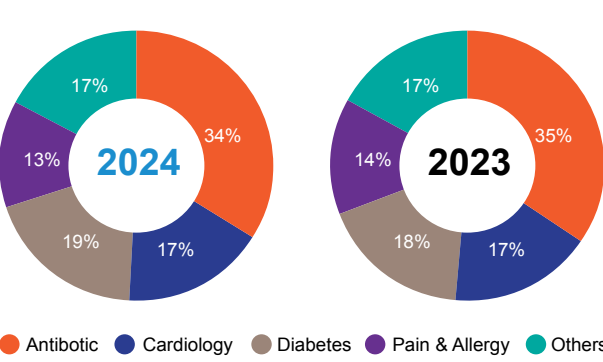
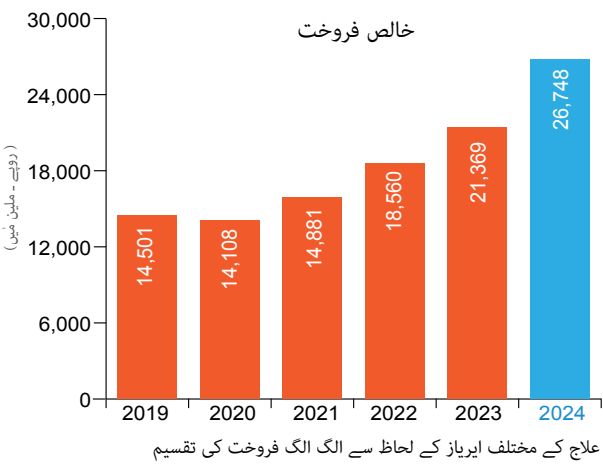
#### کارکردگی کا عمومی جائزہ

سال 2024کے دوران میں کمپنی کو 26,748 ملین روپے کی خالص فروخت حاصل ہوئی جو گزشتہ سال کے مقابلے میں 25% زیادہ ہے۔ یہ مریضوں میں کمپنی کی پروڈکٹس کے استعمال میں بہتری کی نشاندہی ہے۔ کمپنی کے مارجن میں بھی بہتری آئی اور گزشتہ سال کے 26% کے مقابلے میں اس بار مجموعی مارجن 32% رہا۔ پروڈکٹ مارجن میں یہ بہتری آپریشن کی استعداد پر زیادہ توجہ، مستعد میٹریل سورسنگ اور ریگولیٹر کی جانب سے قیمت میں اضافہ کی منظوری کی بنا پرآئی

سال مختتمہ 31دسمبر 2024 کےلئے بعد از ٹیکس منافع 1,857ملین پاکستانی روپے رہا جبکہ اس کے مقابلے میں 2023 میں بعداز ٹیکس منافع 361ملین پاکستانی روپے تھا۔ایسا آپرینٹنگ کی لاگت کے کنٹرول پر زیادہ گہری توجہ، مستحکم یکساں ایکسچینج ریٹ اور مستعد جاری سرمایہ اور ٹریژری منیجمنٹ کانتیجہ تھا۔

#### بنیادی مالیاتی جھلکیاں

2024	2023	
( روپے – ملین میں )		
26,748	21,369	خالص فروخت
8,428	5,526	مجموعی منافع
32%	26%	مجموعی منافع %
3,624	1,091	آپریٹنگ منافع
14%	5%	آپریٹنگ منافع %
(145)	(175)	مالیاتی لاگت
1,857	361	بعد از ٹیکس منافع
192.56	37.41	فی شیئر آمدنی (روپے میں)



اینٹی بایوٹکس، ذیابیطس اور کارڈیولوجی کمپنی کی خالص فروخت میں 70% فیصد کے ساتھ سب سے بڑا حصہ برقرار رکھنے کے ساتھ شامل رہے۔ اینٹی بایوٹکس کی فروخت گزشتہ سال کے 7,391ملین روپے سے بڑھ کر 9,184 ملین روپے ہوگئی اور یہ 24% فیصد ہے جو Flagyl کی فروخت میں اضافے کی بناء پر حاصل ہوا جو اینٹی بایوٹیکس کی فروخت کا 78% ہے۔

ہمارے ذیابیطس کے پورٹ فولیو کی فروخت 4,964 ملین روپے تک بڑھ گئی ، جو گزشتہ سال کی 3,932 ملین روپے کے مقابلے میں 26% زیادہ ہے۔اس فروخت میں, Lantus, Toujeo and Amaryl کا سب سے بڑا حصہ ہے۔

کارڈیالوجی کے شعبہ کی فروخت گزشتہ سال کے 3,592ملین روپے سے بڑھ کر 4,483ملین روپے ہوگئی اور 25% کے نمایاں اضافہ میں Clexane and Plavix کاسب سے زیادہ حصہ ہے۔

#### اندرونی آڈٹ کنٹرول

کمپنی کا اپنا اندرونی آڈٹ اورکنٹرول کا موثرنظام موجود ہے، جو اندرونی کنٹرولز کی موجودگی اور موثر ہونے کے بارے میں خودمختاری کے ساتھ بورڈ کو یقینی معلومات فراہم کرتا ہے۔کمپنی کے رسک گورننس فریم ورک کی پیروی میں ، آڈٹ کمیٹی سالانہ آڈٹ پلان کی منظوری دیتی ہے،جو اندرونی آڈٹ کے کام کو موثر اور خودمختار ہونے کو یقینی بناتی ہے۔ ڈائریکٹرز کو اعتماد ہے کہ اندرونی کنٹرول کا نظام ڈیزائن کے اعتبار سے مضبوط ہے اور پورے سال کے دوران میں موثر طور پر اس پر عمل اورنگرانی جاری رہتی ہے۔

#### رسک منیجمنٹ

کمپنی کو مختلف نوعیت کے قانونی، ضابطوں اور آپریشنز کے رسک کا سامنا رہتاہے۔اس کےلئے اندرونی کنٹرولز اینڈ رسک منیجمنٹ فریم ورک موجود ہے جو رسک کے خاتمے کےلئے موجود ہے اور موثر طور پر کام کرتا ہے ۔ کسی بھی نمایاں مسئلے کو اعلی انتظامیہ اور بورڈ کے سامنے پیش کیا جاتاہے۔

اسٹریٹجک رسک کی دیکھ بھال بورڈ آف ڈائریکٹرز ،لیڈرشپ ٹیم کی معاونت کے ساتھ کرتا ہے جبکہ آپریشنل رسک کےلئے لیڈرشپ ٹیم انتظامات کرتی ہے۔ بعض بنیادی شعبہ جات، جو فارماسیوٹیکل ادارہ ہونے کی حیثیت کمپنی کے آپریشنز پر اثر انداز ہوسکتے ہیں، ان میں درج ذیل شامل ہیں:

- ادویات کی قیمتیں
- کرنسی کی قدر میں کمی
- جعلی پروڈکٹس
- سیلائی چین میں حائل رکاوٹیں
- اداروں کی جانب سے وصولی میں تاخیر
- پروڈکٹ کے واجبات کے دعوے

#### ہمارے لوگ اور ثقافت

ہمارے لوگوں کی صلاحیت اور ان کا جذبہ ہماری سب سے بڑی قوت ہے۔ ہمارے افراد مریضوں کےلئے بہترین پروڈکٹس تیار کرنے اور حل پیش کرنے کےلئے پرعزم ہیں۔ ہم خیال رکھنے،احترام کرنے ، ہمت افزائی کرنے اور قیادت کرنے کے کلچر کو فروغ دینے پر یقین رکھتے ہیں جو ہمارے گروپ کی اقدار سے ہم آہنگ ہیں۔ ہم مزید متنوع اور باہمی شمولیت کے کام کے ماحول کی تخلیق جاری رکھتے ہیں جو ہمارے اور کمپنی دونوں کےلئے اعلی ترین ہو۔

#### تنوع اور شمولیت

ہم شمولیت اور تنوع کے بارے میں ترقی پسندانہ سوچ رکھتے ہیں کیونکہ ہم چاہتے ہیں کہ ہر ایک کی انفرادیت ہو اور وہ ہمارے کاروبار میں اپنا نظریہ لے کر آئیں۔ ان منفرد نظریوں اور ذاتی تجربہ کا امتزاج ہمارے کاروبار کو تقویت دیں گے اور ہماری جدت طرازی کی اہلیت میں اضافہ ہوگا اور اس کے ساتھ مریضوں اور صارفین کی نوع بہ نوع ضروریات کو پورا کیا جاسکے گا۔

ہراسگی،ناگوار رویہ، نامناسب اور جارحانہ انداز یا کسی طرح کا بھی امتیاز برتنے کو ہم ہرگز برداشت نہیں کرتے ۔ ہم تمام ملازمین کےلئے امتیازی روئیے اور جانبداری کے بارے میں تربیتی نشستیں منعقد کرتے ہیں تاکہ ان کو امتیاز اور جانبداری سے متعلق آگہی فراہم کی جائے اور ہمارے کلچراور اقدار کے ساتھ کام کی جگہ کا ماحول امتیازی سلوک سے پاک ہو اور اس کے ساتھ ہم اخلاقیات اور دیانتداری کو فروغ دیتے ہیں۔



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